

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 1308

Interim Report 2018

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# Corporate Information

# **DIRECTORS**

### **Executive Directors**

YANG Shaopeng (Chairman)

YANG Xianxiang (Vice-Chairman and

Chief Executive Officer)

LIU Kecheng

XUE Peng (Joint Company Secretary)

LAI Zhiyong

XUE Mingyuan

# Independent Non-Executive Directors

TSUI Yung Kwok

YEUNG Kwok On

LO Wing Yan, William

NGAI Wai Fung

### **BOARD COMMITTEES**

# Audit and Risk Management Committee

TSUI Yung Kwok (Chairman)

LO Wing Yan, William

NGAI Wai Fung

### **Remuneration Committee**

YEUNG Kwok On (Chairman)

NGAI Wai Fung

TSUI Yung Kwok

YANG Shaopeng

YANG Xianxiana

# **Nomination Committee**

YANG Shaopeng (Chairman)

LO Wing Yan, William

NGAI Wai Fung

YANG Xianxiang

YEUNG Kwok On

# Disclosure Committee

YANG Xianxiang (Chairman)

LIU Kecheng

XUE Peng (Joint Company Secretary)

LAI Zhiyong

XUE Mingyuan

# **REGISTERED OFFICE**

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

### CORPORATE HEADQUARTER

21/F, World Trade Centre

280 Gloucester Road

Causeway Bay

Hong Kong

# AUTHORISED REPRESENTATIVES

LIU Kecheng

XUE Peng (Joint Company Secretary)

### **JOINT COMPANY SECRETARIES**

XUE Pena

CHAN Wai Ling (FCS, FCIS (PE))

# Corporate Information

# PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

SMP Partners (Cayman) Limited
Royal Bank House – 3rd Floor,
24 Shedden Road, P.O. Box 1586
Grand Cayman KY1-1110
Cayman Islands

# HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

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

# **PLACE OF LISTING**

The Stock Exchange of Hong Kong Limited (the "Stock Exchange")

### NAME OF STOCK

SITC International Holdings Company Limited ("SITC")

### STOCK CODE

01308

# PRINCIPAL BANKERS (by alphabetical order)

ANZ Bank Bank of America Bank of China

Bank of China (Hong Kong) Limited

China Merchants Bank

Citibank, N.A

Standard Chartered Bank (HongKong)
Limited

The Hongkong and Shanghai Banking Corporation Limited

## **AUDITOR**

Ernst & Young

### **LEGAL ADVISORS**

# As to Hong Kong law:

Sidley Austin

Level 39, Two International Finance Centre

8 Finance Street

Central

Hong Kong

# As to Cayman Islands law:

Convers Dill & Pearman

Cricket Square

Hutchins Drive

P.O. Box 2681

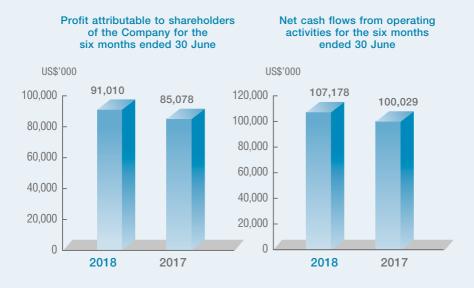
Grand Cayman KY1-1111

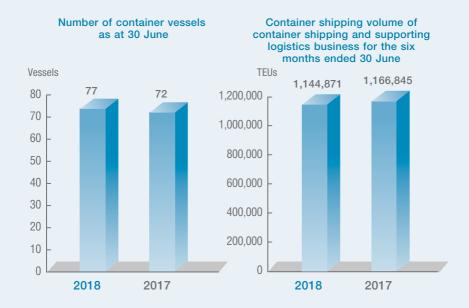
Cayman Islands

#### WEBSITE

www.sitc.com

# Financial and Operating Highlights





### **OVERVIEW**

### **Business Review**

SITC is one of Asia's leading shipping logistics companies that provides integrated transportation and logistics solutions.

#### (i) Container shipping and logistics business

The Group's container shipping and logistics business covers integrated logistics services, such as the provision of container transportation, freight forwarding, shipping agency, depot and warehousing, etc. During the six months ended 30 June 2018, the Group's container shipping and logistics business continued to provide container transportation and integrated logistics services that focus exclusively on the intra-Asia market as the Company believes that the intra-Asia trade market will continue to experience healthy growth.

As of 30 June 2018, the Group operated 66 trade lanes, including 9 trade lanes through joint services and 28 trade lanes through container slot exchange arrangements. These trade lanes and land-based integrated logistics business network covered 68 major ports in the Mainland China, Japan, Korea, Taiwan, Hong Kong, Vietnam, Thailand, the Philippines, Cambodia, Indonesia, Singapore, Malaysia and Brunei. As of 30 June 2018, the Group operated a fleet of 77 vessels with a total capacity of 108.367 TEU, comprised of 48 self-owned (63.072 TEU) and 29 chartered vessels (45,295 TEU), with an average age of 9.9 years. 50 of these 77 vessels were of the 1,000 TEU type. For the six months ended 30 June 2018, US\$25.2 million out of US\$39.7 million of paid out capital expenditure was attributable to vessel purchases. In addition, the Group also operated (including through joint ventures) approximately 1,120,000 m<sup>2</sup> of depot and 86,000 m<sup>2</sup> of warehousing space.

Revenue generated by the Group's container shipping and logistics business for the first half of 2018 increased by approximately 6.8% from US\$638.1 million for the six months ended 30 June 2017 to US\$681.3 million for the corresponding period in 2018. The increase was a combined effect, from container shipping and supporting logistics business, where (i) the average freight rate (excluding slot exchange fee income) increased by approximately 8.9% from US\$480.3/TEU for the six months ended 30 June 2017 to US\$522.9/TEU for the corresponding period in 2018; and (ii) the container shipping volume decreased by approximately 1.9% from 1,166,845 TEUs for the six months ended 30 June 2017 to 1,144,871 TEUs for the corresponding period in 2018.

#### (ii) Dry bulk and others business

The Group's dry bulk and others business covers the provision of dry bulk vessel leasing, land leasing and air-freight forwarding services. As of 30 June 2018, the Group has 6 dry bulk vessels with a total tonnage of 438,595 tons and an average age of 5.6 years.

Revenue generated by the Group's dry bulk and others business for the first half of 2018 increased by approximately 52.0% from approximately US\$7.5 million for the six months ended 30 June 2017 to approximately US\$11.4 million. The increase was primarily attributable to the increase in average daily charter hire of dry bulk vessels.

With the Group's continuous business expansion, the Company will continue to optimize its unique business model and expand its intra-Asia service network. At the same time, the Company will continue to optimize the Group's fleet structure by capturing vessel price dynamics, so as to keep pace with the development of the business and secure a long-term cost-competitive position. With the continuous enhancement on the Group's organization process, information technology systems and operational efficiency, the Company will strive for the goal in becoming a worldclass integrated logistics service solutions provider.

# Financial Overview

<b>2018</b> Dry bulk ar  US\$'000		2018	2017	
- 1				
- 1				
US\$'000	LIOMIOOO	Tot	Total	
	US\$'000	US\$'000	US\$'000	
11,418	7,485	692,754	645,553	
(7,675)	(7,219)	(574,676)	(531,838)	
3,743	266	118,078	113,715	
95	106	7,262	4,431	
(82)	(122)	(36,854)	(33,701)	
(3)	_	(992)	(356)	
(133)	93	5,025	5,079	
_	_	178	352	
3,620	343	92,697	89,520	
		(4,937)	(4,176)	
	-	8,238	4,170	
		95,998	89,514	
	-	(4,183)	(3,680)	
	-	91,815	85,834	
		91,010	85,078	
	_	805	756	
		91,815	85,834	
	(7,675) 3,743 95 (82) (3) (133)	(7,675) (7,219)  3,743 266  95 106 (82) (122) (3) - (133) 93	(7,675)     (7,219)     (574,676)       3,743     266     118,078       95     106     7,262       (82)     (122)     (36,854)       (3)     -     (992)       (133)     93     5,025       -     -     178       3,620     343     92,697       (4,937)     8,238       95,998     (4,183)       91,815     91,010       805	

#### Revenue

The Group's total revenue increased by approximately 7.3% from approximately US\$645.6 million for the six months ended 30 June 2017 to approximately US\$692.8 million for the corresponding period in 2018. The increase was primarily attributable to the increase from container shipping and supporting logistics business in average freight rate.

### Cost of Sales

The Group's cost of sales increased by approximately 8.1% from approximately US\$531.8 million for the six months ended 30 June 2017 to approximately US\$574.7 million for the corresponding period in 2018. The increase was primarily attributable to the increase from container shipping and supporting logistics business in bunker cost and equipment and cargos transportation costs.

# Gross Profit and Gross Profit Margin

As a result of the foregoing, the Group's gross profit increased from approximately US\$113.7 million for the six months ended 30 June 2017 to approximately US\$118.1 million for the six months ended 30 June 2018. The Group's gross profit margin was approximately 17.0% and 17.6% for the six months ended 30 June 2018 and 2017, respectively.

# Other Income and Gains (excluding bank interest income and other investment income)

For the six months ended 30 June 2018, other income and gains (excluding bank interest income and other investment income) increased by approximately US\$2.9 million from approximately US\$4.4 million for the six months ended 30 June 2017 to approximately US\$7.3 million for the corresponding period in 2018. The increase was primarily attributable to a year on year increase of approximately US\$2.7 million for gains on disposal of fixed assets, including containers and others.

# Bank Interest Income and Other Investment Income

The Group's bank interest income and other investment income was approximately US\$8.2 million and US\$4.2 million for the six months ended 30 June 2018 and 2017, respectively. The increase was mainly attributable to the increase in both average amount available for investment and average return generated during the six months ended 30 June 2018.

### Administrative Expenses

The Group's administrative expenses increased from approximately US\$33.7 million for the six months ended 30 June 2017 to approximately US\$36.9 million for the corresponding period in 2018, representing an increase of approximately 9.5%. The increase was primarily attributable to the overall increase in staff cost.

# Other Expenses and Losses

The Group's other expenses and losses was approximately US\$1.0 million and US\$0.4 million for the six months ended 30 June 2018 and 2017, respectively. The increase was mainly attributable to a year on year increase of approximately US\$0.6 million in the hedging losses arising from realization of Japanese Yen.

#### Finance Costs

The Group's finance costs increased from approximately US\$4.2 million for the six months ended 30 June 2017 to approximately US\$4.9 million for the corresponding period in 2018. The increase was mainly attributable to the increase in average bank borrowing interest rate.

### Share of Profits of Joint Ventures

The Group's share of profits of joint ventures was approximately US\$5.0 million and US\$5.1 million for the six months ended 30 June 2018 and 2017, respectively. There was no material fluctuation in the amount.

### Share of Profits of Associates

The Group's share of profits of associates was approximately US\$0.2 million and US\$0.4 million for the six months ended 30 June 2018 and 2017, respectively. There was no material change in the amount.

#### Profit before Tax

As a result of the foregoing, the Group's profit before tax increased from approximately US\$89.5 million for the six months ended 30 June 2017 to approximately US\$96.0 million for the corresponding period in 2018.

# **Income Tax Expenses**

The Group's income tax expense was approximately US\$4.2 million and US\$3.7 million for the six months ended 30 June 2018 and 2017, respectively. The increase was primarily attributable to the increase in taxable profit of the Group.

### Profit for the Period

The Group's profit for the six months ended 30 June 2018 was approximately US\$91.8 million, representing an increase of approximately US\$6.0 million over the profit of approximately US\$85.8 million for the corresponding period in 2017.

# Container Shipping and Logistics

The following table sets forth selected income statement data for the Group's container shipping and logistics segment for the periods indicated:

_	For the six months ended 30 June				
	20	18	201	7	
		% of		% of	
	Amount	segment	Amount	segment	
	(US\$'000)	revenue	(US\$'000)	revenue	
Income Statement Data:					
Segment revenue	681,336	100%	638,068	100%	
Container shipping and supporting					
logistics income	624,081	91.6%	586,116	91.9%	
Other container logistics income	57,255	8.4%	51,952	8.1%	
Cost of Sales	(567,001)	(83.2%)	(524,619)	(82.2)%	
Equipment and cargos					
transportation costs	(320,837)	(47.1%)	(306,443)	(48.0)%	
Voyage costs	(118,211)	(17.3%)	(103,360)	(16.2)%	
Container shipping vessels cost	(79,124)	(11.6%)	(71,802)	(11.3)%	
Other container logistics costs	(48,829)	(7.2%)	(43,014)	(6.7)%	
Gross Profit	114,335	16.8%	113,449	17.8%	
Other income and gains (excluding					
bank interest income and other					
investment income)	7,167	1.1%	4,325	0.7%	
Administrative expenses	(36,772)	(5.4%)	(33,579)	(5.3)%	
Other expenses and losses	(989)	(0.2%)	(356)	(0.1)%	
Share of profits of:					
Joint ventures	5,158	0.7%	4,986	0.8%	
Associates	178	0.1%	352	0.1%	
Segment results	89,077	13.1%	89,177	14.0%	

# Segment results

The following table sets forth the number of trade lanes and port calls per week as of 30 June 2018 and 2017, and the average freight rate for the periods indicated:

Six months 30 Jun			As of 30	June	
2018	2017	2018	2017	2018	2017
Average freig (US\$ per TEU,					
slot exchange	fee rate)	Number of tra-	de lanes	Port calls pe	r week
522.9	480.3	66	59	403	363

### Revenue

Revenue of the Group's container shipping and logistics business increased by approximately 6.8% from approximately US\$638.1 million for the six months ended 30 June 2017 to approximately US\$681.3 million for the six months ended 30 June 2018. The increase was a combined effect, from container shipping and supporting logistics business, where (i) the average freight rate (excluding slot exchange fee income) increased by approximately 8.9% from US\$480.3/TEU for the six months ended 30 June 2017 to US\$522.9/TEU for the corresponding period in 2018; and (ii) the container shipping volume decreased by approximately 1.9% from 1,166,845 TEUs for the six months ended 30 June 2017 to 1,144,871 TEUs for the corresponding period in 2018.

### Cost of Sales

The cost of sales of the Group's container shipping and logistics business increased by approximately 8.1% from approximately US\$524.6 million for the six months ended 30 June 2017 to approximately US\$567.0 million for the corresponding period in 2018. Such increase was primarily attributable to the increase from container shipping and supporting logistics business in bunker cost and equipment and cargos transportation costs.

# Gross Profit and Gross Profit Margin

As a result of the foregoing, the Group recorded gross profit of approximately US\$114.3 million for its container shipping and logistics business for the six months ended 30 June 2018, representing an increase of approximately US\$0.9 million as compared to approximately US\$113.4 million for the corresponding period in 2017. The gross profit margin of the Group's container shipping and logistics business was approximately 16.8% and 17.8% for the six months ended 30 June 2018 and 2017, respectively.

# Other Income and Gains (excluding bank interest income and other investment income)

For the six months ended 30 June 2018, other income and gains (excluding bank interest income and other investment income) increased to approximately US\$7.2 million for the six months ended 30 June 2018 from approximately US\$4.3 million for the corresponding period in 2017. The increase was primarily attributable to a year on year increase of approximately US\$2.7 million for gains on disposal of fixed assets including containers and others.

# Administrative Expenses

Administrative expenses of the Group's container shipping and logistics business increased from approximately US\$33.6 million for the six months ended 30 June 2017 to approximately US\$36.8 million in the corresponding period of 2018. The change in the amount was mainly attributable to the overall increase in staff cost.

# Other Expenses and Losses

Other expenses and losses increased from approximately US\$0.4 million for the six months ended 30 June 2017 to approximately US\$1.0 million for the corresponding period in 2018. It was mainly attributable to a year on year increase of approximately US\$0.6 million in the hedging losses arising from realization of Japanese Yen.

### Share of Profits of Joint Ventures

The Group's container shipping and logistics business's share of profits of joint ventures was approximately US\$5.2 million and US\$5.0 million for the six months ended 30 June 2018 and 2017, respectively. There was no material fluctuation in the amount.

### Share of Profits of Associates

The Group's container shipping and logistics business's share of profits of associates was approximately US\$0.2 million and US\$0.4 million for the six months ended 30 June 2018 and 2017, respectively. There was no material change in the amount.

# Segment Results

As a result of the foregoing, the segment results of the Group's container shipping and logistics business was approximately US\$89.1 million and US\$89.2 million for the six months ended 30 June 2018 and 2017, respectively.

# Dry Bulk and Others

The following table sets forth selected income statement data for the Group's dry bulk and others segment for the periods indicated:

	For the six months ended 30 June				
	201	8	201	7	
		% of		% of	
	Amount	segment	Amount	segment	
	(US\$'000)	revenue	(US\$'000)	revenue	
Income Statement Data:					
Segment revenue	11,418	100%	7,485	100%	
Dry bulk business	10,650	93.3%	6,847	91.5%	
Other businesses	768	6.7%	638	8.5%	
Cost of Sales	(7,675)	(67.2%)	(7,219)	(96.4)%	
Dry bulk business	(7,296)	(63.9%)	(6,868)	(91.8)%	
Other businesses	(379)	(3.3%)	(351)	(4.6)%	
Gross Profit	3,743	32.8%	266	3.6%	
Other income and gains (excluding bank interest income and investment					
income)	95	0.9%	106	1.4%	
Administrative expenses	(82)	(0.7%)	(122)	(1.6)%	
Other expenses and losses	(3)	(0.1%)	-	-%	
Share of profit and losses of:					
Joint ventures	(133)	(1.2%)	93	1.2%	
Segment results	3,620	31.7%	343	4.6%	

### Revenue

The revenue of the Group's dry bulk and others business increased by approximately 52.0% from approximately US\$7.5 million for the six months ended 30 June 2017 to approximately US\$11.4 million for the corresponding period in 2018. This increase was mainly attributable to the following:

- Dry bulk business. Revenue of the Group's dry bulk business increased by approximately 57.4% from approximately US\$6.8 million for the six months ended 30 June 2017 to approximately US\$10.7 million for the corresponding period in 2018. This primarily reflected the increase in average daily charter hire of dry bulk vessels.
- Other businesses. Revenue of the Group's other businesses was approximately US\$0.8 million and US\$0.6 million for the six months ended 30 June 2018 and 2017, respectively. There was no material change in the amount.

### Cost of Sales

The cost of sales of the Group's dry bulk and others business was approximately US\$7.7 million and US\$7.2 million for the six months ended 30 June 2018 and 2017 respectively, of which:

- Dry bulk business. Cost of sales of dry bulk business was approximately US\$7.3
  million and US\$6.9 million for the six months ended 30 June 2018 and 2017
  respectively. There was no material change in the amount.
- Other businesses. Cost of sales of the Group's other businesses was approximately US\$0.4 million for both the six months ended 30 June 2018 and 2017. There was no change in the amount.

# Gross Profit and Gross Profit Margin

As a result of the foregoing, the gross profit of the Group's dry bulk and others business increased by approximately US\$3.4 million from approximately US\$0.3 million for the six months ended 30 June 2017 to approximately US\$3.7 million for the corresponding period in year 2018. The gross profit margin of the Group's dry bulk and others business increased from approximately 3.6% for the six months ended 30 June 2017 to approximately 32.8% for the corresponding period in 2018.

# Other Income and Gains (excluding bank interest income and other investment income)

Other income and gains (excluding bank interest income and other investment income) of the Group's dry bulk and others business was approximately US\$0.1 million for both the six months ended 30 June 2017 and 2018. There was no change in the amount.

# Administrative Expenses

Administrative expenses of the Group's dry bulk and others business was approximately US\$0.1 million for both the six months ended 30 June 2018 and 2017. There was no change in the amount.

### Share of Profits and Losses of Joint Ventures

The Group's dry bulk and others business's share of profits of joint ventures translated from a profit of approximately US\$0.1 million for the six months ended 30 June 2017 to a loss of approximately US\$0.1 million for the corresponding period in 2018, which was mainly due to the operating loss of a joint controlled air-freight forwarding enterprise.

### Segment Results

As a result of the foregoing, the segment results of the Group's dry bulk and others business increased by approximately US\$3.3 million from approximately US\$0.3 million for the six months ended 30 June 2017 to approximately US\$3.6 million for the corresponding period in 2018.

## LIQUIDITY, FINANCIAL AND CAPITAL RESOURCES

Total assets of the Group decreased by approximately 5.9% from approximately US\$1,608.4 million as at 31 December 2017 to approximately US\$1,512.9 million as at 30 June 2018. As at 30 June 2018, the Group had cash and cash equivalents amounting to approximately US\$397.6 million, mainly denominated in US dollar, Renminbi, Japanese Yen and other currencies.

Total liabilities of the Group decreased by approximately 18.2% from approximately US\$636.9 million as at 31 December 2017 to approximately US\$520.9 million as at 30 June 2018. At 30 June 2018, the Group had secured interest-bearing bank loans of approximately US\$328.6 million. The maturity profile is spread over a period, with approximately US\$55.1 million repayable within one year or on demand, approximately US\$51.6 million within the second year, approximately US\$135.1 million within third to fifth years and approximately US\$86.8 million beyond five years.

Further, the Group has transactional currency exposures. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies. As at 30 June 2018, the Group hedged approximately 21.6% (31 December 2017: 23.0%) of its foreign currency sales for which firm commitments existed at the end of the reporting period.

As at 30 June 2018, the Group had current ratio (being the current assets divided by the current liabilities) of approximately 2.1 compared to that of 1.8 as at 31 December 2017. The Group monitors capital using a gearing ratio, which is net debt divided by the adjusted capital plus net debt. The Group's policy is to maintain a healthy gearing ratio. Net debt includes interest-bearing bank borrowings, trade and other payables, accruals, amounts due to related companies, less cash and cash equivalents. Adjusted capital includes equity attributable to owners of the parent less the hedging reserve. The Group's gearing ratio was 11% and 9% as at 30 June 2018 and 31 December 2017, respectively.

### **CONTINGENT LIABILITIES**

As at 30 June 2018, the Group had no significant contingent liabilities.

### **CHARGE ON ASSETS**

As at 30 June 2018, the Group's bank loans were secured by mortgages over the Group's container vessels and dry-bulk vessels which had an aggregate carrying value at the end of the reporting period of approximately US\$577.6 million (31 December 2017: US\$605.7 million).

### **EMPLOYEE AND REMUNERATION POLICIES**

As at 30 June 2018, the Group had an aggregate of 1,388 full-time employees (30 June 2017: 1,188). The related employees' costs for the period (including directors' emoluments) amounted to approximately US\$43.7 million (30 June 2017: US\$41.1 million). The Group recruited and promoted individual persons according to their strength and development potential. The Group determined the remuneration packages of all employees (including the directors) with reference to corporate performance, individual performance and current market salary scale. Further, the Group has in place a pre-IPO share option scheme, post-IPO share option scheme and adopted a share award scheme on 13 September 2017. Further information of those share option schemes and the share award scheme will be available in the interim report of the Company.

### SIGNIFICANT INVESTMENTS

During the six months ended 30 June 2018, the Group exercised two options for construction of two container vessels and entered into shipbuilding contracts to construct of two container vessels. For further details, please refer to the announcement of the Company dated 26 January 2018 and 26 June 2018.

Save as otherwise, the Group did not have any other material investments during the six months ended 30 June 2018.

### MATERIAL ACQUISITIONS AND DISPOSALS

For the six months ended 30 June 2018, the Group did not have any material acquisitions and disposals of its subsidiaries and associated companies.

### FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Company will continue to purchase container vessels and/or containers and invest in land-based logistic projects, as and when appropriate. The Company expected that the internal financial resources and bank borrowings will be sufficient to meet the necessary funding requirements. Save as disclosed, the Company does not have any future plans for significant investments or capital assets as at the date of this announcement.

## **INTERIM DIVIDEND**

At the meeting of the board of directors of the Company (the "**Board**") held on 17 August 2018 (Friday), the Board has resolved to declare an interim dividend of HK15 cents (equivalent to US1.91 cents) per share for the six months ended 30 June 2018 (six months ended 30 June 2017: HK10 cents) to shareholders whose name appear on the register of members of the Company at the close of business on 31 August 2018. The dividend is expected to be paid on 14 September 2018 (Friday).

There is no arrangement that a shareholder of the Company has waived or agreed to waive any dividends.

# **POST-IPO SHARE OPTION SCHEME**

On 10 September 2010, the Company adopted a Post-IPO share option scheme (the "Post-IPO Share Option Scheme") whereby the Board can grant options for the subscription of the shares of the Company (the "Shares") to the employees, managerial staff and senior employees and those other persons that the Board considers that they will contribute or have contributed to the Group (the "Participants") as described in the Post-IPO Share Option Scheme in order to serve as compliment and to reciprocate their contribution to the Group. The maximum number of shares that can be issued according to the Post-IPO Share Option Scheme was 260,000,000 shares which is equivalent to 10% of the issued capital of the Company after completion of the Global Offering (as defined in the prospectus of the Company dated 20 September 2010 (the "Prospectus")). The number of options that may be granted pursuant to the terms of the Post-IPO Share Option Scheme shall not exceed 10% of the issued shares immediately after the completion of the Global Offering. Unless otherwise approved by the shareholders of the Company in general meeting, the number of shares that may be granted to the Participants under the options shall not exceed 1% within any 12-month period (other than those granted to the substantial shareholders (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules")), or the total number of shares that may be granted under the options to the independent non-executive Directors or any of their respective connected persons shall not exceed 0.1% of the shares in issue of the Company from time to time. There is no minimum period that the options must be held before they become exercisable, and the options granted shall be exercised within the period decided by the Board, however no options shall be exercised 10 years after they have been granted. The exercise price of the option shall be the higher of (a) the closing price of the Shares on the daily quotation sheet of The Stock Exchange of Hong

Kong Limited (the "Stock Exchange") on the date of grant; (b) the average closing price of the Shares on the daily quotation sheet of the Stock Exchange for the five business days immediately preceding the date of grant; and (c) nominal value of the Share.

Each grantee shall pay a consideration of HK\$1.00 at the time the option is granted. The Post-IPO Share Option Scheme takes effect from the date it was adopted and shall remain effective within a period of 10 years from that date.

The followings are details of the options granted pursuant to the Post-IPO Share Option Scheme but not yet exercised for the six months ended 30 June 2018:

Grantee and position	Date of grant of options	Options outstanding as at 1 January 2018	Number of options of granted during the period	Number of options exercised/ cancelled/lapsed during the period	Number of options not yet exercised on 30 June 2018	Approximate percentage of shareholding upon the exercise of the options
Executive Director						
XUE Peng	25 October 2011	300,000	-	-	300,000	
	10 March 2015	400,000	-	-	400,000	0.03%
LAI Zhiyong	25 October 2011	100,000	-	100,000	-	
	10 March 2015	600,000	-	300,000	300,000	0.01%
XUE Mingyuan	25 October 2011	500,000	-	-	500,000	
	10 March 2015	600,000	-	-	600,000	0.04%
Independent						
non-executive Direct	or					
LO Wing Yan, William	10 March 2015	400,000	-	300,000	100,000	0.01%
Other Employees						
Other employees	25 October 2011	1,439,000	-	150,000	1,289,000	
	10 March 2015	4,511,000	-	289,000	4,222,000	0.21%
Total		8,850,000	-	1,139,000	7,711,000	0.29%

As at 30 June 2018, the Company had 7,711,000 share options outstanding under the Post-IPO Share Option Scheme, which represented approximately 0.29% of the Shares of the Company in issue as at 30 June 2018.

## PRE-IPO SHARE OPTION SCHEME

The Company adopted a Pre-IPO share option scheme on 10 September 2010 (the "Pre-IPO Share Option Scheme"). The purpose of the Pre-IPO Share Option Scheme is to reward the contribution of certain employees, executives or officers of the Company made or may have made to the growth of the Company and/or the listing of Shares on the Stock Exchange. The principal terms of the Pre-IPO Share Option Scheme, which were confirmed and approved by resolutions in writing of all the Shareholders passed on 10 September 2010, are substantially the same as the terms of the Post-IPO Share Option Scheme except that:

- (a) The exercise price per share shall be a price equivalent to a 20% discount to the Offer Price of the Shares under the Global Offering, that means HK\$3.824 per share;
- (b) The total number of shares involved in the Pre-IPO Share Option Scheme was 79,160,000 shares, which is equivalent to approximately 3.0% of the Shares in issue of the Company after completion of the Global Offering; and
- (c) the eligible participants under the Pre-IPO Share Option Scheme are the full-time employees, executives or officers (including executive, non-executive and independent non- executive Directors) of the Company or the full-time employees of any of the subsidiaries of the level of manager or above and other full-time employees of the Company or any of the subsidiaries who have been in employment with the Company for over one year prior to the date of the adoption of the Pre-IPO Share Option Scheme or any other persons who, in the sole opinion of the Board, will contribute or have contributed to the Company and/or any of the subsidiaries;
- (d) the conditions which the Board may in its absolute discretion to consider (including, without limitation, any minimum period for which an Option must be held before it can be exercised and/or any performance targets which must be achieved before an Option can be exercised) as it may think fit; and
- (e) save for the options which have been granted under the Pre-IPO Share Option Scheme, no further options will be offered or granted under the Pre-IPO Share Option Scheme, as the right to do so will terminate upon the listing of the Shares on the Stock Exchange.

The followings are details of the options granted pursuant to the Pre-IPO Share Option Scheme but not yet exercised for the six months ended 30 June 2018:

Grantee and position	Date of grant of options	Number of options granted and outstanding as at 1 January 2018	Number of options exercised/ cancelled/lapsed during the period	Number of options not yet exercised on 30 June 2018	Approximate percentage of shareholding upon the exercise of the options
LAI Zhiyong (Executive Director)	10 September 2010	200,000	200,000	-	_
Other employees	10 September 2010	14,736,000	4,697,000	10,039,000	0.38%
Total		14,936,000	4,897,000	10,039,000	0.38%

As at 30 June 2018, the Company had 10,039,000 share options outstanding under the Pre-IPO Share Option Scheme, which represented approximately 0.38% of the Shares of the Company in issue as at 30 June 2018.

The grantees to whom an option has been granted under the Pre-IPO Share Option Scheme will be entitled to exercise his/her option in the following manner:

- up to 25% of the Shares that are subject to the Option so granted to him/her (rounded down to the nearest whole number) at any time during the period commencing from the first anniversary of 6 October 2010 (the "Listing Date") and ending on the second anniversary of the Listing Date;
- (b) up to 25% of the Shares that are subject to the Option so granted to him/her (rounded down to the nearest whole number) at any time during the period commencing from the second anniversary of the Listing Date and ending on the third anniversary of the Listing Date;

- (c) up to 25% of the Shares that are subject to the Option so granted to him/her (rounded down to the nearest whole number) at any time during the period commencing from the third anniversary of the Listing Date and ending on the fourth anniversary of the Listing Date; and
- (d) such number of Shares that are subject to the Option so granted to him/her less the number of Shares in respect of which the Options has been exercised at any time during the period commencing from the fourth anniversary of the Listing Date and ending on the expiry of the option period.

The options granted under the Pre-IPO share option scheme are not transferable and options not exercised within the exercise period above will lapse and cease to be of further effect.

Upon acceptance of the Options, the grantee shall pay HK\$1.00 to the Company as consideration for each grant of the Option. The Options granted under the Pre-IPO Share Option Scheme are not transferable and options not exercised within the exercise period above will lapse and cease to be of further effect.

Other details of the Pre-IPO Share Option Scheme are set forth in the Prospectus.

### SHARE AWARD SCHEME

A share award scheme was adopted by the Board on 13 September 2017 (the "Share Award Scheme") to:

- recognise and motivate the contributions by certain Eligible Participants and to give incentives thereto in order to retain them for the continual operation and development of the Group;
- 2. attract suitable personnel for further development of the Group; and
- 3. provide certain Eligible Participants with a direct economic interest in attaining a long-term relationship between the Group and certain Eligible Participants.

The Share Award Scheme shall be valid and effective for a term of ten years commencing on the date of adoption, unless otherwise early terminated by the Board.

Pursuant to the Share Award Scheme, shares will be purchased and/or subscribed by the independent trustee at the cost of the Company and be held in trust for selected employees until the end of each vesting period. Vested shares will be transferred to the selected employees at no cost. At no point in time shall the independent trustee be holding more than 5% of the total number of shares of the Company in issue under the Share Award Scheme.

Details of the rules of the Share Award Scheme are set out in the announcement of the Company dated 13 September 2017.

On 22 December 2017, the Board resolved to grant an aggregate of 3,890,033 Awarded Shares to 518 Selected Participants pursuant to the rules under the Scheme Rules. Please refer to the announcement of the Company dated 22 December 2017 for details of the grant.

A summary of the Awarded Shares granted to Selected Participants are set forth below:

	No. of Awarded Shares granted				
Name of Awardees	on	Sub-total	Total	Vesting Date	Vesting conditions
Yang Xianxiang	22 December 2017	106,223		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	Subject to the terms of the Scheme Rules and the fulfillment of such additional performance requirements as specified by the Board.
	29 March 2018	180,381	286,604	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Liu Kecheng	22 December 2017	106,223		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	

	No. of Awarded Shares granted				
Name of Awardees	on	Sub-total	Total	Vesting Date	Vesting conditions
	29 March 2018	180,381	286,604	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Xue Peng	22 December 2017	70,815		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	127,328	198,143	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Xue Mingyuan	22 December 2017	177,039		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	291,794	468,833	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Lai Zhiyong	22 December 2017	53,111		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	

	No. of Awarded Shares granted				
Name of Awardees	on	Sub-total	Total	Vesting Date	Vesting conditions
	29 March 2018	84,885	137,996	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Tsui Yung Kwok	22 December 2017	10,622		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	18,568	29,190	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Yeung Kwok On	22 December 2017	10,622		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	18,568	29,190	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Lo Wing Yan	22 December 2017	10,622		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	

Name of Awardees	No. of Awarded Shares granted on	Sub-total	Total	Vesting Date	Vesting conditions
	29 March 2018	18,568	29,190	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Ngai Wai Fung	22 December 2017	10,622		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	18,568	29,190	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Other employees	22 December 2017	3,334,134		The third anniversary of the date of grant, i.e. 22 December 2020 or an earlier date as approved by the Board.	
	29 March 2018	5,631,319	8,965,453	The third anniversary of the date of grant (i.e. 29 March 2021) or such earlier date as otherwise approved by the Board.	
Total		10,460,393			

Note: The grant on 29 March 2018 to directors was approved by shareholders on 14 May 2018.

# INTEREST AND SHORT POSITIONS OF DIRECTORS IN THE SHARES, **UNDERLYING SHARES OR DEBENTURES**

As at 30 June 2018, the interest or short position of the Directors or chief executives of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which would be required, pursuant to Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") are as follows:

#### (i) Interest in the Company

			Approximate
		Number of	percentage of
Name of Director	Nature of Interest	Shares (1)	Shareholding
YANG Shaopeng (2)	Beneficiary of the Pengli Trust	1,375,390,231 (L)	51.59%
g	Beneficial Owner	10,619,000 (L)	0.40%
YANG Xianxiang	Beneficial Owner	8,506,604 (L)	0.32%
LIU Kecheng	Beneficial Owner	1,286,604 (L)	0.05%
XUE Peng (3)	Settlor of the Xue Trust	12,866,176 (L)	0.48%
	Beneficial Owner	1,698,143 (L)	0.06%
LAI Zhiyong (4)	Beneficiary of the Go Thrive Trust	3,037,847 (L)	0.11%
	Beneficial Owner	1,222,996 (L)	0.05%
XUE Mingyuan (4)	Beneficiary of the Go Thrive Trust	1,906,100 (L)	0.07%
	Beneficial Owner	2,368,833 (L)	0.09%
TSUI Yung Kwok	Beneficial Owner	829,190 (L)	0.03%
YEUNG Kwok On	Beneficial Owner	730,190 (L)	0.03%
LO Wing Yan, William	Beneficial Owner	129,190 (L)	0.01%
NGAI Wai Fung	Beneficial Owner	829,190 (L)	0.03%

#### Notes:

- (1) The letters "L" denotes the person's long position in the Shares.
- (2) 1,375,390,231 Shares are held by Resourceful Link. The issued share capital of Resourceful Link is owned as to 79.82% by Better Master. Better Master is owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Pengli Trust, namely Mr. YANG Shaopeng and his family. The Pengli Trust is a revocable discretionary trust established under the laws and regulations of the British Virgin Islands. Mr. YANG Shaopeng is the settlor and a beneficiary of the Pengli Trust.
- (3) 12,866,176 Shares were held by Watercrests Profits Limited, which was owned as to 52.8% by Add Investments Company Limited, which was owned as to 100% by JTC Trustees (BVI) Limited as the trustee of the Xue Trust holding such interests for the beneficiary of the Xue Trust, namely Ms. Jiao Lei, the spouse of Mr. XUE Peng. Mr. XUE Peng is the settlor.
- (4) 3,037,847 Shares and 1,906,100 Shares are held by Go Thrive Limited, which is wholly owned by Mr. ZHAO Zhiyong, as the trustee holding such interests for the beneficiaries of Go Thrive Trust, including Mr. LAI Zhiyong and Mr. XUE Mingyuan.

# (ii) Interest in underlying Shares

				Approximate percentage
		Number of		of shareholding
		Shares in the	Number of Shares	attributable to the options
		Company subject to	in the Company	under the Pre-IPO
		options under	subject to options	<b>Share Option Scheme</b>
		the Pre-IPO	under the Post-IPO	and Post-IPO
Name of Director	Material Character	01 0 11 0 1	0.00	Olivery Overland Overlands (Note)
rame of Birector	Nature of Interest	Share Option Scheme	Option Scheme	Share Option Scheme (Note)
Number 5 Billions	Nature of Interest	Share Option Scheme	Option Scheme	Snare Option Scheme (Male)
XUE Peng	Beneficial owner	Share Option Scheme	700,000	Snare Option Scheme (***) 0.06%
		Share Option Scheme		
XUE Peng	Beneficial owner	-	700,000	0.06%

Note: Assuming full exercise of the options under both the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme

## (iii) Interest in associated corporations

Name of Director	Name of associated corporation	Number of shares	Percentage of Shareholding
YANG Shaopeng (1)	Resourceful Link	55,290	79.82%
YANG Xianxiang (2)	Resourceful Link	11,776	17.00%
LIU Kecheng (3)	Resourceful Link	2,205	3.18%

#### Notes:

- (1) Resourceful Link is interested in approximately 51.59% of the issued share capital of the Company. Resourceful Link is owned as to 79.82% by Better Master, which is owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Pengli Trust, namely Mr. YANG Shaopeng and his family. The Pengli Trust is a revocable discretionary trust established under the laws and regulations of the British Virgin Islands. Mr. YANG Shaopeng is the settlor and a beneficiary of the Pengli Trust.
- (2) Resourceful Link is interested in approximately 51.59% of the issued share capital of the Company. Jixiang Limited is interested in 17.00% of the issued share capital of Resourceful Link. Jixiang Limited is in turn owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Jixiang Trust, namely Mr. YANG Xianxiang and his family. The Jixiang Trust is a revocable discretionary trust established under the laws and regulations of the British Virgin Islands. Mr. YANG Xianxiang is the settlor and a beneficiary of the Jixiang Trust. YANG Xianxiang is the settlor and a beneficiary of the Jixiang Trust.
- (3) Resourceful Link is interested in approximately 51.59% of the issued share capital of the Company. Yicheng Investments Limited is interested in 3.18% of the issued share capital of Resourceful Link. Yicheng Group Limited is in turn owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Yicheng Trust, namely Mr. LIU Kecheng and his family. The Yicheng Trust is a revocable discretionary trust established under the laws and regulations of the British Virgin Islands. Mr. LIU Kecheng is the settlor and a beneficiary of the Yicheng Trust.

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS

So far as is known to any Director, as at 30 June 2018, the following persons (other than the Directors and chief executives of the Company) had or deemed or taken to have an interest and/or short position in the Shares or the underlying Shares which would fall to be disclosed under the provisions of Division 2 and 3 of Part XV of the SFO:

Name	Capacity	Number of Shares (1)	Percentage of Shareholding
LIU Rongli (2)	Beneficiary of the Pengli Trust	1,375,390,231 (L)	51.59%
	Beneficial owner	10,619,000 (L)	0.40%
Resourceful Link (3)	Beneficial owner	1,375,390,231 (L)	51.59%
Better Master (3)	Interest in controlled corporation	1,375,390,231 (L)	51.59%
UBS Trustees (B.V.I.) Limited (3)	Trustee	1,375,390,231 (L)	51.59%

#### Notes:

- (1) The letters "L" denotes the person's long position in the Shares.
- (2) Ms. LIU Rongli is the spouse of Mr. YANG Shaopeng and is also deemed to be interested in all the shares of the Company held by Mr. YANG Shaopeng by virtue of the SFO.
- (3) Resourceful Link is owned as to 79.82%, 17.00% and 3.18% by Better Master, Jixiang Limited and Yicheng Group Limited. Better Master is owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Pengli Trust. Jixiang Limited is owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited as the trustee, holds such interests for the beneficiaries of the Jixiang Trust. Yicheng Group Limited is owned as to 100% by UBS Nominees Limited. UBS Trustees (B.V.I.) Limited, as the trustee, holds such interests for the beneficiaries of the Yicheng Trust. Each of the Pengli Trust, the Jixiang Trust and the Yicheng Trust is a revocable discretionary trust established under the laws and regulations of the British Virgin Islands by certain of the Directors to hold their family interests in the Company.

### **CORPORATE GOVERNANCE**

The Company is committed to maintain a stringent corporate governance practices and procedures with a view to enhancing investor confidence and the Company's accountability and transparency. For the six months ended 30 June 2018, the Board is of the view that the Company has complied with the code provisions set out in the Corporate Governance Code (the "CG Code") in Appendix 14 to the Listing Rules.

### **DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted its own code of conduct regarding directors' dealings in the Company's securities (the "Code of Conduct") on terms no less exacting than the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules. The Company has made specific enquiry of all directors regarding any non-compliance with the Model Code and all Directors confirmed that they have complied with the Model Code during the six months ended 30 June 2018.

# PURCHASE, SALE AND REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the six months ended 30 June 2018.

# SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors as at the date of this report, the Company maintained the prescribed public float under the Listing Rules throughout six months ended 30 June 2018.

### **AUDIT AND RISK MANAGEMENT COMMITTEE**

The Company has an audit and risk management committee (the "Audit and Risk Management Committee") which was established in compliance with Rule 3.21 of the Listing Rules for the purpose of reviewing and providing supervision over the Group's financial reporting process, risk management and internal controls as well as internal audit. The members currently are Dr. LO Wing Yan, William and Dr. NGAI Wai Fung and Mr. TSUI Yung Kwok, being the Chairman of the Audit and Risk Management Committee. The Audit and Risk Management Committee and the Company's management have reviewed the accounting principles and practices adopted by the Group, and discussed internal control and financial reporting matters including review of the unaudited interim results of the Group for the six months ended 30 June 2018.

The condensed consolidated interim financial information has not been audited, but has been reviewed by the Company's Audit and Risk Management Committee.

### **PUBLICATION OF INTERIM REPORT**

The interim report of the Company for the six months ended 30 June 2018 containing all the information required by the Listing Rules will be despatched to the shareholders of the Company and made available for review on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.sitc.com) in due course.

For and on behalf of the Board of Directors

YANG Shaopeng

Chairman

17 August 2018

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income For the six months ended 30 June 2018

		For the six months ended 30 June	
	Notes	2018	2017
		US\$'000	US\$'000
		(Unaudited)	(Unaudited)
REVENUE	2	692,754	645,553
Cost of sales		(574,676)	(531,838)
Gross profit		118,078	113,715
Other income and gains, net	4	15,406	8,524
Administrative expenses		(36,854)	(33,701)
Other expenses and losses		(898)	(279)
Finance costs	6	(4,937)	(4,176)
Share of profits and losses of:			
Joint ventures		5,025	5,079
Associates		178	352
PROFIT BEFORE TAX	5	95,998	89,514
Income tax	7	(4,183)	(3,680)
PROFIT FOR THE PERIOD		91,815	85,834

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income For the six months ended 30 June 2018

	For the six months ended 30 June	
	2018 US\$'000	2017 US\$'000 (Unaudited)
OTHER COMPREHENSIVE LOSS,  NET OF INCOME TAX  Other comprehensive income/(loss)  that may be reclassified to profit or loss in subsequent periods:	(Unaudited)	(Orlaudited)
Cash flow hedges:  Effective portion of changes in fair value of hedging instruments arising during the period  Reclassification adjustments for losses included in consolidated profit or loss	(3,263) 876	(8,672) 270
profit of loop	(2,387)	(8,402)
Changes in financial assets at fair value through other comprehensive income (recycling)  Exchange differences on translation of	(2,115)	154
foreign operations  Share of other comprehensive income of joint ventures	(3,213) 650	2,148 657
Share of other comprehensive income of associates	167	280
Net other comprehensive loss that may be reclassified to profit or loss in subsequent periods	(6,898)	(5,163)

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income For the six months ended 30 June 2018

	For the six months ended 30 June	
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Unaudited)
OTHER COMPREHENSIVE LOSS FOR THE PERIOD, NET OF INCOME TAX	(6,898)	(5,163)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	84,917	80,671
Profit for the period attributable to: Shareholders of the Company Non-controlling interests	91,010 805	85,078 756
	91,815	85,834
Total comprehensive income for the period attributable to: Shareholders of the Company Non-controlling interests	84,280 637	79,702 969
	84,917	80,671

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income For the six months ended 30 June 2018

		For the si	
	Note	2018	2017
		US\$'000	US\$'000
		(Unaudited)	(Unaudited)
EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY	9		
Basic (US cents per share)		3.43	3.24
Diluted (US cents per share)		3.42	3.23

## Condensed Consolidated Statement of Financial Position

30 June 2018

	Notes	30 June 2018 US\$'000 (Unaudited)	31 December 2017 US\$'000 (Audited)
NON-CURRENT ASSETS  Property, plant and equipment  Prepaid land lease payments  Advance payments for acquisition of	10	876,113 18,115	891,787 18,656
vessels and trademarks Goodwill Investments in joint ventures Investments in associates Non-current financial assets	11	38,384 1,070 36,897 9,811 22,368	13,172 1,088 32,743 9,800 26,983
Total non-current assets  CURRENT ASSETS		1,002,758	994,229
Bunkers Trade receivables Prepayments, deposits and other receivables	12	21,943 63,489	17,723 64,065
Other receivables  Due from related companies  Other current financial assets  Cash and bank balances	11	18,626 1,214 7,302 397,578	13,513 1,126 12,023 505,684
Total current assets		510,152	614,134

# Condensed Consolidated Statement of Financial Position 30 June 2018

	Notes	30 June 2018 US\$'000 (Unaudited)	31 December 2017 US\$'000 (Audited)
CURRENT LIABILITIES			
Trade payables	13	140,600	131,812
Other payables and accruals	14	50,435	53,555
Due to related companies		365	164
Bank borrowings		55,145	117,407
Dividend payables		1	33,964
Other current financial liabilities	11	. 7	709
Income tax payables		950	1,298
Total current liabilities		247,496	338,909
NET CURRENT ASSETS		262,656	275,225
TOTAL ASSETS LESS CURRENT LIABILITIES		1,265,414	1,269,454
NON-CURRENT LIABILITIES Bank borrowings		273,434	298,016
Net assets		991,980	971,438

## Condensed Consolidated Statement of Financial Position

30 June 2018

Note	30 June 2018 US\$'000 (Unaudited)	31 December 2017 US\$'000 (Audited)
EQUITY		
Equity attributable to shareholders of		
the Company		
Issued capital 15	34,368	34,213
Reserves	949,427	929,305
	983,795	963,518
Non-controlling interests	8,185	7,920
Total equity	991,980	971,438

## Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 June 2018

					Attributable to	Attributable to shareholders of the Company	the Company							
	Issued capital (Uhaudted)	Share premium account (Uhaudited) US\$'000	Capital redemption redemption reserve (Uhaudited) US\$'000	Merger reserve (Unaudited) US\$'000	PRC reserve funds (Uhaudted) US\$1000	Capital reserve (Unaudited) US\$1000	Share-based compensation reserve (Unaudied) US\$1000	Hedging reserve (Uhaudited) US\$'000	Available- for-sale investment revaluation reserve (Uhaudisci) US\$'000	Exchange fuctuation reserve (Uhaudfed) US\$'000	Petained profits (Uhaudited) US\$'000	Tota (Uhaudited) US\$'000	Non- controling interests (Uhaudited) US\$'000	Total equity (Unaudited) US\$'000
At 1 January 2017	33,713	362,787	200	(7,362)	4,543	(463)	8,368	2,788	275	(5,140)	480,286	879,997	7,243	887,240
Pofit for the period Other comprehensive incomel/loss) for the period:	1	1	ı	1	ı	ı	ı	1	1	1	82,078	85,078	756	85,834
Charges in fair value of available-for-sale investments, net of income tax Cash fow hedges, net of income tax Cash fow hedges, net of income tax	1 1	1 1	1 1	1 1	1 1	1 1	1 1	(8,402)	호 '	1 1	1 1	154 (8,402)	1 1	151 (8,402)
covarions operations Observed of other encountries in present of		1	1	1	1	1	1	1	1	1,985	1	1,935	213	2,148
olde u outel competers ve mourre ou. Joint ventures Associates		1 1	1 1	1 1	1 1	1 1	1 1		1 1	280	1 1	799 82	1 1	790
Total comprehensive incomelfoss) for the period Acquisition of non-controlling interests of a subsidiary	1 1	1 1	1 1	1 1	1 1	1 1	1 1	(8,402)	室 '	2,872	85,078	79,702	86 %	179'08
issue of shares upon exercise of share options under pre-IPO share option scheme (note 15)	623	8,935	ı		1	1	(464)	1	ı	ı	1	8,700	ı	8,700
issue oi sirates quori exeruse oi srare quiris under post-IPO share option scheme (note 15) Transfer to share ontion receve inon the fortistime	87	4,336	ı			1	(1,016)	1	1	1	ı	3,407	ı	3,407
creptify of share options Oracle option expense Transfer to MC reserve funds	1 1 1	1 1 1	1 1 1	1 1 1	' ' %	1 1 1	(18)	1 1 1	1 1 1	1 1 1	8 - (282)	. 30 .	1 1 1	- 50
Dividends paid to non-controlling equity holdes of subsidaries Final 2016 dividend paid				1 1	1 1	1 1				1 1	(54,171)	- (54,171)	(1,299)	(1,299)
At 30 June 2017	34,029	376,058	202	(296,7)	4,805	(463)	6,975	(5,614)	429	(2,268)	510,949	917,740	2,010	924,750

Six months ended 30 June 2017

### Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 June 2018

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						Attributable to shareholders of the Company	shareholders o	f the Company								
		Share	Shares held under share award	Capital			:	Share-based	:	Financial assets revaluation	Financial assets revaluation	Exchange			Non-	
	capital	account US\$'000	account US\$'000	redemption reserve US\$000	nerger US\$'000	funds NS\$000	capital reserve US\$'000	nompensation reserve US\$'000	reserve US\$'000	reserve (recyding) US\$000	recycling recycling US\$000	reserve US\$'000	profits US\$000	Total US\$'000	controlling interests US\$'000	equity US\$'000
Nt 1 January 2018 Changes in accounting polices	34,213	383,513	(3,659)	705	(7,362)	4,779	(463)	6,365	(4,332)	1,601	, <u>%</u>	2,165	546,496	963,518	7,920	971,438
4: 1 January 2018	34,213	383,513*	(3,659)*	202*	(7,362)*	4,779*	(463)*	6,365*	(4,332)*	1,449*	122°	2,165*	546,496*	98,518	7,920	971,438
Polit for the period Other comprehensive income@oss for the period: Changas in fair value of financial assets at fair	•		•			•	•		•			•	91,010	91,010	98	91,815
vade irrugiromer cumprenersmemomie (recycling) Cash flow hedges, net of income tax			• •		• •		• •		(2,387)	(2,115)				2,115 2,387		2,415)
of foreign operations	٠	٠					٠			٠	•	(3,045)	•	(3,045)	(168)	(3,213)
Sylate of other comprehensive moome or. Joint ventures Associates					٠.							650 167		650 167		650
(dtal comprehensive income/)(loss) for the period									(2,387)	(2,115)		(2,228)	91,010	84,280	637	716,48
Aquisition of a subsidiary (note 16)							٠				•			•	813	813
Opisius or abultual materials in a join vanue (note 17) Social of control or a subsidiar buson controller	٠	٠	٠			٠	٠	٠	٠	٠	٠			٠	191	Ð
ijeciudi oli dalia i ola subsidary by nori-currumgi shaehiddas suucei obece for demochali undochee	٠	٠	٠	٠	٠	٠	٠	٠	٠	٠	٠	٠	٠	٠	<del>2</del>	195
soue of states for under state award schane source from committee of observe management	志	6,529	(6,613)				•		٠	•	٠		٠	٠	•	•
under pre-IPO share option scheme (note 15)	23	2,23	•	٠	٠	٠	٠	(116)	٠	•	٠	٠		2,164	٠	2,164
soute or states qualificate use or state Quildis under post-IPO share option scheme (note 15) Francier of state online receive und fortilities	*	730	•				•	(172)			٠			215		572
or expiry of stare options		٠	٠		٠	٠	٠	Ξį	٠	٠	٠	٠	=	. 6	٠	' 5
State awaru expenses Transfer to reserve funds						212		/gl <sup>*</sup>					215)	,101,1		, lo, .
Trial 2017 dividend paid			۰			•	٠		٠		•		(67,876)	(67,876)		(67,876)
inden pau to nitroim unit sia anuas of subsidiaries	٠	•	٠	٠	٠	٠	•	٠	٠	٠	٠	٠	•	٠	(1,541)	(1,541)
4) 30 June 2018	34,368	392,995*	(10,272)*	202*	(7,362)*	4,994*	(463)*	7,203*	(6,719)*	£(999)	±25	·(63)*	569,426*	983,795	8,185	991,980
				l	l	l	l	l		l		l		l		

These reserve accounts comprise the consolidated reserves of US\$949,427,000 (unaudited) (31 December 2017: US\$929,305,000) in the condensed consolidated statement of financial position as at 30 June 2018.

## Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2018

		For the si	
	Notes	2018 US\$'000 (Unaudited)	2017 US\$'000 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES Cash generated from operations Interest income received Interest paid Hong Kong profits tax paid Overseas tax paid		110,339 6,437 (5,047) (94) (4,457)	104,459 2,916 (3,943) (22) (3,381)
Net cash flows from operating activities		107,178	100,029
CASH FLOWS FROM INVESTING ACTIVITIES Contribution of capital to a non-wholly		405	
owned subsidiary Purchases of items of property, plant and equipment		195 (13,734)	(3,801)
Proceeds from disposal of items of property, plant and equipment		2,447	1,021
Advance payments for acquisition of vessels Investment in a joint venture Proceeds from disposal of		(25,212) (779)	(825)
financial assets at fair value through profit or loss  Proceeds from disposal of financial assets at fair value through other		4,095	6,570
comprehensive income  Net cash flows from acquisition of		5,026	3,103
a subsidiary  Net cash flows from acquisition of	16	1,244	-
additional interest in a joint venture Purchase of listed debt investments Increase in non-pledged time deposits with	17	455 -	(7,627)
original maturity of over three months but less than one year when acquired Dividends received from joint ventures Other cash flows from investing activities, net		(30,992) 1,144 505	(128,957) 2,281 1,113
Net cash flows used in investing activities		(55,606)	(127,122)

### Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2018

	For the si ended 3	x months 30 June
	2018 US\$'000 (Unaudited)	2017 US\$'000 (Unaudited)
CASH FLOWS FROM FINANCING ACTIVITIES Issue of shares pursuant to exercise of share options New bank borrowings Repayment of bank borrowings Dividends paid Dividends paid to non-controlling equity holders of subsidiaries	2,736 - (91,749) (101,839) (1,541)	12,107 58,769 (60,850) (54,171)
Net cash flows used in financing activities	(192,393)	(46,646)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(140,821)	(73,739)
Cash and cash equivalents at beginning of period  Effect of foreign exchange rate changes, net	293,654 1,722	157,235 739
CASH AND CASH EQUIVALENTS AT END OF PERIOD	154,555	84,235
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS Cash and bank balances other than time deposits Non-pledged time deposits with original maturity of less than three months when acquired	68,829 85,726	50,296 33,939
Cash and cash equivalents as stated in the condensed consolidated statement of cash flows  Non-pledged time deposits with original maturity of over three months when acquired	154,555 243,023	84,235 324,679
Cash and cash equivalents as stated in the condensed consolidated statement of financial position	397,578	408,914

### 1.1 CORPORATE INFORMATION

SITC International Holdings Company Limited (the "Company") was a limited liability company incorporated in the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY-1111, Cayman Islands. The Company's principal place of business in Hong Kong is located at 21/F, World Trade Centre, 280 Gloucester Road, Causeway Bay, Hong Kong.

The Company and its subsidiaries (collectively referred to as the "Group") were principally engaged in the provision of marine, transportation services, freight forwarding services for marine transportation, depot and warehouse services and related business.

In the opinion of the directors, the immediate holding company of the Company is Resourceful Link Management Limited, which is incorporated in the British Virgin Islands (the "BVI"), and the ultimate holding company of the Company is Better Master Investments Limited, which is incorporated in the BVI.

#### 1.2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

This condensed consolidated interim financial information has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). It is presented in the United States dollar ("US\$") and all values are rounded to the nearest thousand except when otherwise indicated.

This condensed consolidated interim financial information has not been audited but has been reviewed by the Audit and Risk Management Committee of the Company. It does not include all the information and disclosures required in the annual financial information, and should be read in conjunction with the Group's financial information for the year ended 31 December 2017.

### Changes in accounting policies and disclosures

In the accounting period from 1 January 2018, the Group has adopted, for the first time, the following the Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that affect the Group and are adopted for the first time for the current period's financial information:

HKFRS 9 Financial Instruments

HKFRS 15 Revenue from Contracts with Customers

Amendments to HKFRS 15 Clarifications to HKFRS 15 Revenue from

Contracts with Customers

HK (IFRIC)-Int 22 Foreign Currency Transactions and

Advance Consideration

Other than as explained below regarding the impact of HKFRS 9, HKFRS 15 and Amendments to HKFRS 15, the adoption of the above new and revised standards has had no significant financial effect on the interim financial information.

The nature and the impact of the changes are described below:

#### HKFRS 9 Financial Instruments

HKFRS 9 Financial Instruments replaces HKAS 39 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement, impairment and hedge accounting. The Group has applied HKFRS 9 retrospectively to items that existed at 1 January 2018 in accordance with the transition requirements. The impacts relating to the classification and measurement and the impairment requirements are summarised as follows:

### Changes in accounting policies and disclosures (continued)

HKFRS 9 Financial Instruments (continued)

(i) Classification and measurement

Under HKFRS 9, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Under HKFRS 9, debt financial instruments are subsequently measured at fair value through profit or loss or amortised cost. The classification is based on two criteria: the Group's business model for managing the assets; and whether the instruments' contractual cash flows represent "solely payments of principal and interest" on the principal amount outstanding (the "SPPI criterion").

The new classification and measurement of the Group's financial assets are as follows:

- Debt instruments at amortised cost that are held within a business model with the objective to hold the financial assets in order to collect contractual cash flows that meet the SPPI criterion.
- Financial assets at fair value through other comprehensive income, with gains or losses recycled to profit or loss on derecognition. Financial assets in this category are the Group's quoted debt instruments that meet the SPPI criterion and are held within a business model both to collect cash flows and to sell. Under HKAS 39, the Group's quoted debt instruments were classified as available-for-sale ("AFS") financial assets.
- Financial assets at fair value through profit or loss include debt instruments whose cash flow characteristics fail the SPPI criterion or are not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell

### Changes in accounting policies and disclosures (continued)

HKFRS 9 Financial Instruments (continued)

### (i) Classification and measurement (continued)

The assessment of the Group's business models was made as of the date of initial application, 1 January 2018, and then applied retrospectively to those financial assets that were not derecognised before 1 January 2018. The assessment of whether contractual cash flows on debt instruments are solely comprised of principal and interest was made based on the facts and circumstances as at the initial recognition of the assets.

The accounting for the Group's financial liabilities remains largely the same as it was under HKAS 39. Similar to the requirements of HKAS 39, HKFRS 9 requires contingent consideration liabilities to be treated as financial instruments measured at fair value, with the changes in fair value recognised in profit or loss.

Under HKFRS 9, embedded derivatives are no longer separated from a host financial asset. Instead, financial assets are classified based on their contractual terms and the Group's business model. The accounting for derivatives embedded in financial liabilities and in non-financial host contracts has not changed from that required by HKAS 39.

The adoption of HKFRS 9 has had no significant impact on the Group's interim financial information on classification and measurement of its financial assets.

### (ii) Impairment

HKFRS 9 requires an impairment on trades receivables, contract assets, other receivables and amounts due from joint ventures and associates that are not accounted for at fair value through profit or loss under HKFRS 9, to be recorded based on an expected credit loss model either on a twelvemonth basis or a lifetime basis. The Group applied the simplified approach and recorded lifetime expected losses on its trade receivables and contract assets. The Group applied general approach and recorded twelve-month expected losses on its other receivables and amounts due from joint ventures and associates. The adoption of HKFRS 9 has had no significant impact on the impairment of the financial assets of the Group.

### Changes in accounting policies and disclosures (continued)

#### HKFRS 15 Revenue from Contracts with Customers

The Group's principal activities which are in the scope of HKFRS 15 consist of the provision of container shipping services, freight forwarding services, shipping agency services, and depot and warehousing services, etc. After assessment, the accounting policy adopted under HKAS 18 for recognition of container shipping revenue based on the percentage of completion is an appropriate method under HKFRS 15. In respect of other services, given the short period of time to complete the services, the Group continues to recognise revenue from other services when the services have been rendered upon the adoption of HKFRS 15. Accordingly, there is no significant impact on the Group's financial position and financial performance upon the adoption of HKFRS 15. The Group assessed that the application of HKFRS 15 resulted in more disclosures in the current period's financial information.

### 1.3 ISSUED BUT NOT YET EFFECTIVE HKFRSs

The Group has already commenced an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRSs would have a potential impact on its results of operations and financial position.

### 2. REVENUE

Revenue represents the net value of services rendered, and net chartering income received and receivables from dry bulk vessels during the period.

Set out below is the disaggregation of the Group's revenue from contracts with customers:

### Six months ended 30 June 2018

	Container shipping and logistics US\$'000 (Unaudited)	Dry bulk and others US\$'000 (Unaudited)	Total US\$'000 (Unaudited)
Type of services Container shipping and supporting logistics income Other container logistics income#	624,081 57,255	<u>-</u>	624,081 57,255
Total revenue from contracts with customers Dry bulk vessel chartering service and other businesses	681,336 -	- 11,418	681,336 11,418
Total revenue	681,336	11,418	692,754
Geographical markets based on locations of customers			
Greater China*	283,934	-	286,414
Japan Southeast Asia	170,967 140,237	-	170,967 140,237
Others	86,198	_	86,198
Total revenue from contracts with customers	681,336	_	681,336
Dry bulk vessel chartering service and other businesses	_	11,418	11,418
and other publicases		11,710	11,710
	681,336	11,418	692,754

### 2. **REVENUE** (continued)

Six months ended 30 June 2018 (continued)

	Container shipping and logistics US\$'000 (Unaudited)	Dry bulk and others US\$'000 (Unaudited)	Total US\$'000 (Unaudited)
Timing of revenue recognition Services transferred over time Services transferred at a point in time	624,081 57,255	-	624,081 57,255
Total revenue from contracts with customers  Dry bulk vessel chartering service and other businesses	681,336 -	- 11,418	681,336 11,418
	681,336	11,418	692,754

The amount includes freight forwarding income, shipping agency income and depot and warehousing income.

<sup>\*</sup> Greater China includes Mainland China, Hong Kong and Taiwan.

### **2. REVENUE** (continued)

### Six months ended 30 June 2017

	Container shipping and logistics US\$'000 (Unaudited)	Dry bulk and others US\$'000 (Unaudited)	Total US\$'000 (Unaudited)
Type of services Container shipping and supporting logistics income Other container logistics income	586,116 51,952	<u>-</u>	586,116 51,952
Total revenue form contracts with customers Dry bulk vessel chartering service and other business	638,068	7 405	638,068
Total revenue	638,068	7,485 7,485	7,485 645,553
Geographical markets based on locations of customers Greater China* Japan Southeast Asia Others	261,891 164,300 129,155 82,722	- - - -	262,529 164,300 129,155 89,569
Total revenue form contracts with customers Dry bulk vessel chartering service and other business	638,068	7,485	638,068
Total revenue	638,068	7,485	645,553
Timing of revenue recognition Services transferred over time Services transferred at a point in time	586,116 51,952	-	586,116 51,952
Total revenue form contracts with customers Dry bulk vessel chartering service and other business	638,068	- 7,485	638,068
Total revenue	638,068	7,485	645,553

<sup>#</sup> The amount includes freight forwarding income, shipping agency income and depot and warehousing income.

<sup>\*</sup> Greater China includes Mainland China, Hong Kong and Taiwan.

### 3. OPERATING SEGMENT INFORMATION

### Change in reportable segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker ("CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive directors of the Company who make key operating decisions.

CODM reviews operating activities on a number of bases, including by types of freight transportation methods, types of revenue generating assets and so on. As disclosed in the Group's financial information for the year ended 31 December 2017, in prior years, management considered the reportable segments to be the types of freight transportation methods, namely sea based and land based, over time the focus of internal management reporting provided to the CODM has moved towards by types of revenue generating assets. The shift in the focus of internal reporting was further augmented in recent years to include financial information and metrics on the consumption of, and returns on, capital by types of core revenue generating assets in using the Group's resources. As a result, the two reporting segments (i.e., defined by types of revenue generating assets), namely (i) container shipping and logistics assets; and (ii) dry bulk and other services related assets, are now the most prominent view used by CODM to allocate resources and assess performance. Consequently, management believes that the change in reportable segments would give out a more reliable and objective presentation of the segment information. Accordingly, the presentation of segment information for the period ended 30 June 2017 has been restated to reflect this change of segment composition.

### Basis of segment information

The Group restated its business segments from "sea freight logistics" and "landbased logistics" into two new reportable operating segments as follows:

- (a) the container shipping and logistics segment is engaged in the provision of integrated logistics services such as provision of container transport, freight forwarding, shipping agency, depot and warehousing; and
- (b) the dry bulk and others segment is engaged in the provision of dry-bulk vessel leasing, air-freight forwarding, land leasing and other businesses.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's profit before tax except that bank and other interest income, investment income, dividend income, finance costs and gains on disposal of financial assets at fair value through other comprehensive income are excluded from such measurement.

Segment assets exclude cash and bank balances, derivative financial instruments and other unallocated corporate assets as these assets are managed on a group basis.

Segment liabilities exclude bank borrowings, derivative financial instruments, income tax payables and other unallocated corporate liabilities as these liabilities are managed on a group basis.

### 3. OPERATING SEGMENT INFORMATION (continued)

### Basis of segment information (continued)

Intersegment sales and transfers are transacted in accordance with the terms and conditions mutually agreed by the parties involved.

### Six months ended 30 June 2018

	Container shipping and logistics US\$'000 (Unaudited)	Dry bulk and others US\$'000 (Unaudited)	Total US\$'000 (Unaudited)
Segment revenue:			
Sales to external customers	681,336	11,418	692,754
Segment results	89,077	3,620	92,697
Reconciliation: Bank interest income			5,364
Investment income of financial assets at fair value through profit or loss			944
Interest income of financial assets at fair value through other comprehensive			
income  Gain on disposal of a financial asset at fair value through			457
profit or loss			1,473
Finance costs			(4,937)
Profit before tax			95,998

Basis of segment information (continued)

Six months ended 30 June 2018 (continued)

	Container shipping and logistics US\$'000	Dry bulk and others US\$'000	Total US\$'000
As at 30 June 2018			
Segment assets	914,268	150,875	1,065,143
Reconciliation: Corporate and other unallocated assets  Total assets			447,767 1,512,910
Segment liabilities	177,318	3,929	181,247
Reconciliation: Corporate and other unallocated liabilities			339,683
Total liabilities			520,930

Basis of segment information (continued)

Six months ended 30 June 2017

Container shipping and logistics US\$'000 (Unaudited) (Restated)	Dry bulk and others US\$'000 (Unaudited) (Restated)	Total US\$'000 (Unaudited) (Restated)
638,068	7,485	645,553
89,177	343	89,520
		3,395
		330
		278
		166 (4,175)
		( ., )
		89,514
	shipping and logistics US\$'000 (Unaudited) (Restated)	shipping Dry bulk and logistics and others US\$'000 (Unaudited) ((Restated) (Restated) 638,068 7,485

Basis of segment information (continued)

Six months ended 30 June 2017 (continued)

	Container shipping and logistics US\$'000	Dry bulk and others US\$'000	Total US\$'000
As at 31 December 2017			
Segment assets	885,692	154,202	1,039,894
Reconciliation: Corporate and other unallocated assets  Total assets			568,469
Total assets			1,000,303
Segment liabilities	170,680	4,553	175,233
Reconciliation: Corporate and other unallocated liabilities			461,692
Total liabilities			636,925

### 4. OTHER INCOME AND GAINS, NET

·	For the six months ended 30 June	
	2018 US\$'000 (Unaudited)	2017 US\$'000 (Unaudited)
Other income Bank interest income	5,364	3,395
Investment income of financial assets at fair value through profit or loss Interest income of financial assets at fair value	944	330
through other comprehensive income Government subsidies* Others	457 1,134 996	278 498 10
	8,895	4,511
Gains Gain on disposal of items of property,	0.504	200
plant and equipment, net Gains on disposal of financial assets at fair value through profit or loss	3,504 1,473	830 166
Fair value gains of derivative instruments not qualifying as hedges, net Realised gain on settlement of derivative	127	778
financial instruments Foreign exchange gains, net	328 1,079	1,347 892
	6,511	4,013
Other income and gains, net	15,406	8,524

<sup>\*</sup> The amount represented subsidies received from certain governmental authorities in Mainland China for the Group's operation of marine and logistics businesses. There are no unfulfilled conditions or contingencies relating to these grants.

### 5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	For the six months ended 30 June	
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Unaudited)
Cost of services provided:	00.074	70 705
Cost of bunkers consumed	88,074	72,765
Depreciation	27,323	25,601
Others	459,279	433,472
	574,676	531,838
Depreciation  Less: Included in cost of services provided	29,300 (27,323)	27,465 (25,601)
2000. Included in code of convices provided	1,977	1,864
Recognition of prepaid land lease payments  Fair value losses on cash flow hedges  (transfor from equity), pot*	247 876	228 270
(transfer from equity), net*	8/6	270

<sup>\*</sup> This loss item is included in "Other expenses and losses" on the face of the condensed consolidated statement of profit or loss and other comprehensive income.

### 6. FINANCE COSTS

Finance costs are interest on bank loans.

### 7. INCOME TAX

	For the six months ended 30 June	
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Unaudited)
Current:		
Mainland China	420	829
Hong Kong	342	295
Elsewhere	3,421	2,556
Total tax expense for the period	4,183	3,680

Hong Kong profits tax has been provided at the rate of 16.5% (six months ended 30 June 2017: 16.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable in Mainland China and elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates.

The share of income tax expense attributable to joint ventures and associates for the six months ended 30 June 2018 amounting to US\$1,362,000 (six months ended 30 June 2017: US\$1,396,000) and nil (six months ended 30 June 2017: tax credit of US\$38,000) are included in "Share of profits and losses of joint ventures and associates" in the condensed consolidated statement of profit or loss and other comprehensive income.

#### 8. INTERIM DIVIDEND

At the meeting of the board of directors of the Company (the "**Board**") held on 17 August 2018, the Board resolved to declare an interim dividend of HK15 cents (equivalent to US1.91 cents) (six months ended 30 June 2017: HK10 cents) per share, totaling US\$50,920,000 (six months ended 30 June 2017: US\$33,815,000).

# 9. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount is based on the profit attributable to shareholders of the Company and the weighted average number of ordinary shares in issue during the period.

The calculation of diluted earnings per share amount is based on (i) the profit for the period attributable to shareholders of the Company; and (ii) the total of the weighted average number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all outstanding share options into ordinary shares.

The calculations of basic and diluted earnings per share amount are based on:

	For the six months ended 30 June	
	<b>2018</b> 201	
	US\$'000	US\$'000
	(Unaudited)	(Unaudited)
Earnings		
Profit attributable to shareholders of the		
Company, used in the basic and diluted		
earnings per share calculation	91,010	85,078

# 9. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY (continued)

Of THE OOMFANT (Continued)		
	Number of shares for the six months ended 30 June	
	<b>2018</b> 201	
	(Unaudited)	(Unaudited)
Shares		
Weighted average number of ordinary shares		
in issue during the period, used in the basic		
earnings per share calculation	2,653,340,144	2,624,372,762
Effect of dilution of share options -		
weighted average number of ordinary shares	11,443,004	10,612,329
Weighted average number of ordinary shares		
during the period, used in the diluted		
earnings per share calculation	2,664,783,148	2,634,985,091

### 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2018, the Group acquired items of property, plant and equipment at a total cost of US\$60,724,000 (six months ended 30 June 2017: US\$4,413,000) and disposed of items of property, plant and equipment with an aggregate carrying amount of US\$6,072,000 (six months ended 30 June 2017: US\$189,000). Included in the additions to property, plant and equipment during the period are assets of US\$602,000 and US\$28,000 acquired through acquisition of Dalian Hantong Logistics Company Limited ("Dalian Hantong") and PT. SITC Indonesia, respectively, during the period.

### 11. OTHER FINANCIAL ASSETS AND OTHER FINANCIAL LIABILITIES

### Other financial assets

Set out below is an analysis of other financial assets held by the Group as at 30 June 2018 and 31 December 2017:

	30 June 2018 US\$'000 (Unaudited)	31 December 2017 US\$'000 (Audited)
Financial assets at fair value through other comprehensive income (recycling) Listed bond investment Derivatives designated as hedging instruments  - Foreign exchange forward contracts	21,549 306	22,697
Equity instruments at fair value through other comprehensive income (non-recycling)  - Club debentures  Financial assets at fair value through	558	558
profit or loss: Listed equity investment Debts instrument at fair value through profit or loss Derivatives not designated as hedging instruments	- 6,792	3,553 10,887
<ul><li>Foreign exchange forward contracts</li><li>Interest rate swap contracts</li></ul>	109 356	1,071 240
Total	29,670	39,006
Portion classified as current assets	(7,302)	(12,023)
Non-current portion	22,368	26,983 ERIM REPORT 2018

## 11. OTHER FINANCIAL ASSETS AND OTHER FINANCIAL LIABILITIES

### Other financial liabilities

(continued)

Set out below is an analysis of other financial liabilities held by the Group as at 30 June 2018 and 31 December 2017:

	30 June 2018 US\$'000 (Unaudited)	31 December 2017 US\$'000 (Audited)
Financial liabilities at fair value through other comprehensive income (recycling):  Derivatives designated as hedging instruments  - Foreign exchange forward contracts  Financial liabilities at fair value through profit or loss:  Derivatives not designated as hedging instruments	-	174
- Foreign exchange forward contracts	-	535
Total other current financial liabilities	-	709

### 12. TRADE RECEIVABLES

	30 June	31 December
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Audited)
Trade receivables	63,809	64,414
Impairment	(320)	(349)
	63,489	64,065

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally 15 days, extending up to three months for major customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancement over its trade receivable balances. Trade receivables are non-interest-bearing.

### 12. TRADE RECEIVABLES (continued)

An ageing analysis of the trade receivables as at the end of reporting period, based on the invoice date and net of provisions, is as follows:

	30 June	31 December
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Audited)
Within 1 month	52,802	55,630
1 to 2 months	7,806	6,248
2 to 3 months	1,518	1,273
Over 3 months	1,363	914
	63,489	64,065

Included in the Group's trade receivables are amounts due from the Group's joint ventures, associates and companies controlled by the Mr. Yang Shaopeng, the controlling shareholder (the "Controlling Shareholder") of the Group of US\$8,085,000 (31 December 2017: US\$6,971,000), US\$10,000 (31 December 2017: US\$6,000) and Nil (31 December 2017: US\$258,000), respectively. All of the above amounts are repayable on credit terms similar to those offered to the major customers of the Group.

### 13. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	30 June	31 December
	2018	2017
	US\$'000	US\$'000
	(Unaudited)	(Audited)
Within 1 month	108,807	101,644
1 to 2 months	21,587	18,949
2 to 3 months	3,965	2,288
Over 3 months	6,241	8,931
	140,600	131,812

Included in the Group's trade payables are amounts due to the Group's joint ventures and associates of US\$3,830,000 (31 December 2017: US\$7,131,000), and US\$3,261,000 (31 December 2017: US\$990,000), respectively.

The above balances are repayable within 30 days, on credit terms similar to those offered by major suppliers of the Group.

The trade payables are non-interest-bearing and are normally settled on terms ranging from 15 to 45 days.

### 14. OTHER PAYABLES AND ACCRUALS

Under HKFRS 15, a receivable is recognised only if the Group has an unconditional right to consideration. If the Group recognises the related revenue before being unconditionally entitled to the consideration for the promised goods and services in the contract, then the entitlement to consideration is classified as a contract asset. Similarly, a contract liability, rather than a payable, is recognised when a customer pays consideration, or is contractually required to pay consideration and the amount is already due, before the Group recognises the related revenue.

Included in the balance as at 30 June 2018 are receipts in advance from customers (i.e. contract liabilities) amounting to US\$9,459,000 (31 December 2017: US\$15,287,000).

### 15. SHARE CAPITAL

	30 June 2018 HK\$'000 US\$'000		31 Decemb HK\$'000	US\$'000
	(Unaudited)	equivalent (Unaudited)	(Audited)	equivalent (Audited)
Authorised: 5,000,000,000 ordinary shares of HK\$0.1 each	500,000		500,000	
Issued and fully paid: 2,665,851,360 (31 December 2017: 2,653,685,000) ordinary shares of HK\$0.1 each	266,585	34,368	265,369	34,213

### 15. SHARE CAPITAL (continued)

A summary of the movement in the Company's issued share capital during the period is as follows:

	Number of issued and fully paid		
	ordinary shares	Issued sha	re capital
		HK\$'000	US\$'000 equivalent
	(Unaudited)	(Unaudited)	(Unaudited)
At 1 January 2018 Issue of new shares upon exercise of	2,653,685,000	265,369	34,213
share options (note (i))  Issue of new shares for shares held under share award scheme	5,596,000	559	71
(note (ii))	6,570,360	657	84
At 30 June 2018	2,665,851,360	266,585	34,368

#### Notes:

- (i) The subscription rights attaching to 4,457,000 share options issued under the pre-IPO share option scheme were exercised at subscription price of HK\$3.824 per share, resulting in the issue of 4,457,000 share of HK\$0.1 each for a total cash consideration, before expenses, of approximately HK\$17,044,000 (equivalent to approximately US\$2,164,000). An amount of US\$116,000 was transferred from the share option reserve to the share premium account upon the exercise of the share options.
  - The subscription rights attaching to 250,000 and 889,000 share options issued under the post-IPO share option schemes were exercised at the subscription price of HK\$1.968 and HK\$4.531 per share respectively, resulting in the issue of 1,139,000 shares of HK\$0.1 each for a total cash consideration, before expenses, of approximately HK\$4,520,000 (equivalent to approximately US\$572,000). An amount of US\$172,000 was transferred from the share option reserve to the share premium account upon the exercise of the share options.
- (ii) During the period, the Company issued and allotted 6,570,360 ordinary shares, with aggregate nominal value of approximately HK\$657,000 (equivalent to approximately US\$84,000) to the trustee of the share award scheme for the purpose of granting awarded shares to the participants under the share award scheme.

### 16. BUSINESS COMBINATION

On 13 March 2018, the Group acquired 80% interest in Dalian Hantong from Pantos Holding Inc. and Kerry Datong Logistics Company Limited. Dalian Hantong is engaged in the warehousing services. The acquisition was made as part of the Group's strategy to support the Group's warehousing services. The purchase consideration for the acquisition amounted to US\$3,224,000 in cash, with US\$1,375,000 paid at the date of acquisition and the remaining US\$1,849,000 will be settled within 2018.

The fair values of the identifiable assets and liabilities of Dalian Hantong as at the date of acquisition were as follows:

	Note	Fair value recognised on acquisition US\$'000 (Unaudited)
Property, plant and equipment	10	602
Inventories		56
Cash and bank balances		3,093
Trade receivables		220
Prepayments and other receivables		123
Trade payables		(6)
Accruals and other payables		(30)
Income tax payable		(1)
Total identifiable net assets at fair value		4,057
Non-controlling interests		(813)
		3,244
Satisfied by cash		3,244

### 16. BUSINESS COMBINATION (continued)

The fair values of the property, plant and equipment as at the date of acquisition amounted to US\$602,000. The carrying amount of property, plant and equipment was US\$497.000.

The Group incurred transaction costs of US\$44,000 for this acquisition. These transaction costs have been expensed and are included in administrative expenses in the profit or loss.

An analysis of the cash flows in respect of the acquisition of a subsidiary is as follows:

	US\$'000 (Unaudited)
Cash consideration paid Cash and bank balances acquired	(1,849)
Net inflow of cash and cash equivalents included in cash flows from investing activities  Transaction costs of the acquisition included in cash flows	1,244
from operating activities	(44)
	1,200

Since the acquisition, Dalian Hantong contributed US\$406,000 to the Group's revenue and incurred a loss of US\$6,000 for the period ended 30 June 2018.

Had the combination taken place at 1 January 2018, the revenue of the Group and the profit of the Group for the six months period ended 30 June 2018 would have been US\$692,701,000 and US\$91,757,000, respectively.

#### 17. CAPITAL COMMITMENTS

At 30 June 2018, the Group had capital commitments of US\$237,280,000 in total (31 December 2017: US\$140,100,000) in total, which are contracted but not provided for, in respect of acquisition of vessels.

### 18. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions detailed elsewhere in these condensed interim financial information, the Group had the following material transactions with related parties during the period:

	For the six months ended 30 June		
	2018 US\$'000 (Unaudited)	2017 US\$'000 (Unaudited)	
Companies controlled by the Controlling Shareholder: Container marine transportation services income Freight forwarding services expense for	11,659	8,133	
marine transportation Freight forwarding services income for marine transportation	303	2	
Shipping agency expenses Vessel management income Vessel rental expenses	971 35 2,195	860 35 1,941	
Joint ventures:  Container marine transportation services income Freight forwarding services income for marine transportation	86,195 524	87,240 262	
Warehousing expenses Warehousing income	212 2 850	5,124 - 840	
Land and building rental income Shipping agency expenses Custom service income	2,470 2	2,527	
Freight forwarding services expenses Technology outsourcing services income	2,055 255	1,097 694	
Associates: Container marine transportation services income Freight forwarding services income for	67,926	65,798	
marine transportation Shipping agency expenses Freight forwarding services expenses	1 933 10	132 997 –	

The above transactions were conducted in accordance with the terms and conditions mutually agreed by the parties involved.

### 18. RELATED PARTY TRANSACTIONS (continued)

(b) Compensation of key management personnel of the Group, which are also the directors of the Company, is as follows:

	For the six months ended 30 June		
	2018 20 US\$'000 US\$'0 (Unaudited) (Unaudit		
Short term employee benefits Post-employment benefits Equity-settled share option expense Share-based compensation expense	4,470 47 - 158	2,513 34 44 -	
Total compensation paid to key management	4,675	2,591	

### (c) Outstanding balances with related companies

The balances with related companies represent balances with companies which are controlled by the Controlling Shareholder, the joint ventures and the associates. The balances are unsecured, interest-free and repayable on demand.

None of the balances with related companies are either past due or impaired. The financial assets included in the above balances related to receivables for which there was no recent history of default.

# 19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and bank balances, trade receivables, trade payables, financial assets included in prepayments, deposits and other receivables, financial liabilities included in other payables and accruals and amounts due from/to related companies approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair values measurement of financial instruments. The finance manager reports directly to the Chief Financial Officer and the Audit and Risk Management Committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the Chief Financial Officer. The valuation process and results are discussed with the Audit and Risk Management Committee twice a year for interim and annual financial reporting.

The fair values of the financial assets and liabilities are included at the amounts at which the instruments could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair value of club debenture of financial assets at fair value through other comprehensive income is based on quoted market prices. The directors believe that the estimated fair values resulting from the changes in quoted market prices, which are recorded in the consolidated statement of financial position, and the related changes in fair values, which are recorded in other comprehensive income, are reasonable, and that they were the most appropriate values at the end of the reporting period.

The fair values of interest-bearing bank borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The non-performance risk from the Group for its interest-bearing bank borrowings as at 30 June 2018 was assessed to be insignificant.

The Group enters into derivative financial instruments with various counterparties, principally financial institutions of creditworthy banks. Derivative financial instruments, including forward currency contracts and interest rate swaps, are measured using valuation techniques similar to forward pricing and swap models, using present value calculations. The models incorporate various market observable inputs including the credit quality of counterparties, foreign exchange spot and forward rates and interest rate curves. The carrying amounts of forward currency contracts and interest rate swaps are the same as their fair values.

### 19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL **INSTRUMENTS** (continued)

### Fair value hierarchy

The following tables illustrate the fair value measurement of the Group's financial instruments:

### Assets measured at fair value

As at 30 June 2018

	Fair value measurement using			
	Quoted			
	prices	Significant	Significant	
	in active	observable	unobservable	
	markets	inputs	inputs	
	(Level 1)	(Level 2)	(Level 3)	Total
	US\$'000	US\$'000	US\$'000	US\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Financial assets at fair value through				
other comprehensive income:				
Listed debt investments	21,549	-	-	21,549
Club debentures	558	-	-	558
Derivatives designated as				
hedging instruments	-	306	-	306
Financial assets at fair value through				
profit or loss:				
Debt instrument at fair value				
through profit or loss	-	6,792	-	6,792
Derivatives not designated as				
hedging instruments	-	465	-	465
	22,107	7,563	-	29,670

# 19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Assets measured at fair value (continued)

As at 31 December 2017

	Fair value measurement using			
	Quoted			
	prices	Significant	Significant	
	in active	observable	unobservable	
	markets	inputs	inputs	
	(Level 1)	(Level 2)	(Level 3)	Total
	US\$'000	US\$'000	US\$'000	US\$'000
Financial assets at fair value through				
other comprehensive income:				
Listed debt investments	22,697	-	-	22,697
Club debentures	558	-	-	558
Financial assets at fair value through				
profit or loss:				
Debt investment at fair value				
through profit or loss	-	10,887	-	10,887
Listed equity investments	3,553	-	-	3,553
Derivatives not designated as				
hedging instrument	_	1,311	_	1,311
	26,808	12,198		39,006

# 19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

### Liabilities measured at fair value

There was no liabilities measured at fair value as at 30 June 2018.

As at 31 December 2017

	Fair value measurement using			
	Quoted			
	prices	Significant	Significant	
	in active	observable	unobservable	
	markets	inputs	inputs	
	(Level 1)	(Level 2)	(Level 3)	Total
	US\$'000	US\$'000	US\$'000	US\$'000
Debt instruments at fair value				
through other comprehensive				
income (recycling):				
Derivatives designated as				
hedging instrument				
- Foreign exchange forward				
contracts	-	174	-	174
Financial assets at fair value through				
profit or loss:				
Derivatives not designated as				
hedging instruments				
- Foreign exchange forward				
contracts		535	_	535
		700		700
	-	709	-	709

During the period, there were no transfer of fair value measurements between Level 1 and Level 2 (six months ended 30 June 2017: Nil) and no transfer into or out of Level 3 for both financial assets and financial liabilities (six months ended 30 June 2017: Nil).

### 20. COMPARATIVE AMOUNTS

As further explained in note 3 to the financial information, due to the change in the focus of internal management reporting, the presentation of segment information in the financial information have been revised. Accordingly, certain comparative amounts have been reclassified and restated to conform to the current period's segment presentation.

Furthermore, the Group has initially applied HKFRS 9 at 1 January 2018. Under the transition method chosen, certain comparative amounts have been reclassified. Further details of the change in accounting policies are disclosed in note 1.2.

# 21. APPROVAL OF THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

These condensed consolidated interim financial information was approved and authorised for issue by the board of directors on 17 August 2018.