

香港交易及結算所有限公司及香港聯合交易所有限公司對本公佈的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公佈全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。



SIM TECHNOLOGY GROUP LIMITED

晨訊科技集團有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：2000)

海外監管公告

本公告是由晨訊科技集團有限公司*(「本公司」)根據香港聯合交易所有限公司證券上市規則第 13.10B條而作出。

以下附件是本公司依台灣相關證券法律的規定於二零一六年九月二十三日在台灣證券交易所股份有限公司網頁刊發的公告。

承董事會命
晨訊科技集團有限公司
公司秘書
黃荻

香港，二零一六年九月二十三日

於本公佈日期，本公司執行董事為楊文瑛女士、王祖同先生、唐融融女士、陳達榮先生、劉泓先生及劉軍先生，本公司獨立非執行董事為廖慶雄先生、謝麟振先生及董雲庭先生。

* 僅供識別

晨訊科技集團有限公司及子公司

民國 105 年上半年度
合併財務報告暨會計師複核報告
(上市之臺灣存託憑證用外國公司財務報告)
(股票代碼 912000)

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附 件 一

會計師複核報告

晨訊科技集團有限公司 公鑒：

晨訊科技集團有限公司及子公司按香港聯合交易所有限公司主板證券上市規則(Main Board Listing Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited)要求遵照其有關係文及國際會計準則委員會頒佈的國際會計準則第 34 號「期中財務報導」(International Accounting Standard 34 "Interim financial reporting" ("IAS"34) issued by International Accounting Standards Board)而編製之民國 105 年及 104 年 6 月 30 日之簡明綜合財務狀況表，暨民國 105 年及 104 年 1 月 1 日至 6 月 30 日之簡明綜合損益表及其相關資訊（金額以港幣為單位），業經香港德勤・關黃陳方會計師行（Deloitte Touche Tohmatsu）核閱完竣，並分別於民國 105 年 8 月 25 及 104 年 8 月 21 日出具標準式無保留之核閱報告（詳附件四）。隨附晨訊科技集團有限公司及子公司之上述財務報表依新臺幣換算表示之資訊（詳附件二）暨其相關資訊（詳附件三），業經本會計師依照「第二上市（櫃）公司財務報告複核要點」，採行必要之複核程序予以複核竣事。由於本會計師並未依照一般公認審計準則查核，故無法對上開財務資訊表示意見。

依本會計師之複核結果，並未發現第一段所述晨訊科技集團有限公司及子公司依新臺幣換算之主要財務報表暨其相關資訊，有違反「第二上市（櫃）財務報告複核要點」規定而須作重大修正、調整或再補充揭露之情事。

勤業眾信聯合會計師事務所
會計師 柯 志 賢

柯志賢



會計師 陳 清 祥

陳清祥



行政院金融監督管理委員會核准文號
金管證六字第 0930160267 號

財政部證券暨期貨管理委員會核准文號
台財證六字第 0920123784 號

中 華 民 國 105 年 9 月 21 日

附 件 二

晨訊科技集團有限公司及子公司



簡明綜合財務狀況表

民國 105 年 6 月 30 日及 104 年 12 月 31 日

單位：仟元

	105年6月30日 (未經查核)				104年12月31日 (經查核)					
	港	幣	新	臺	幣	港	幣	新	臺	幣
非流動資產										
投資性不動產	\$	358,187		\$	1,490,058	\$	355,981		\$	1,480,881
不動產、廠房及設備		408,292			1,698,495		405,976			1,688,860
土地使用權		89,188			371,022		91,605			381,077
無形資產		138,725			577,096		117,017			486,791
遞延所得稅資產		45,049			187,404		45,487			189,226
應收租賃款		2,778			11,556		3,184			13,245
投資關聯企業		4,586			19,078		5,333			22,185
備供出售金融資產		16,875			70,200		16,875			70,200
應收委託貸款		-			-		47,360			197,018
應收出售子公司價款		1,687			7,018		1,806			7,513
		<u>1,065,367</u>			<u>4,431,927</u>		<u>1,090,624</u>			<u>4,536,996</u>
流動資產										
存 貨		613,131			2,550,624		668,271			2,780,007
應收租賃款		8,535			35,506		9,954			41,408
在建房地		272,546			1,133,791		227,010			944,362
待售房地		293,125			1,219,400		340,681			1,417,233
待出售非流動資產		27,119			112,815		27,384			113,917
應收帳款及票據		305,273			1,269,936		292,356			1,216,201
應收出售子公司價款		704			2,929		754			3,137
其他應收款、存出保證金及預付款項		253,930			1,056,349		263,213			1,094,966
應收委託貸款		117,300			487,968		74,592			310,303
質押定期存款		50,580			210,413		102,864			427,914
銀行存款及現金		245,687			1,022,058		298,386			1,241,286
		<u>2,187,930</u>			<u>9,101,789</u>		<u>2,305,465</u>			<u>9,590,734</u>
流動負債										
應付帳款及票據		488,112			2,030,546		628,401			2,614,148
其他應付款、存入保證金及應付費用		325,631			1,354,625		239,761			997,405
其他短期借款		37,067			154,199		46,911			195,150
銀行借款		205,275			853,944		333,520			1,387,443
應付所得稅		19,438			80,862		8,229			34,233
與待出售非流動資產直接相關之負債		24,574			102,228		24,805			103,189
		<u>1,100,097</u>			<u>4,576,404</u>		<u>1,281,627</u>			<u>5,331,568</u>
流動資產淨額		<u>1,087,833</u>			<u>4,525,385</u>		<u>1,023,838</u>			<u>4,259,166</u>
總資產減流動負債		<u>2,153,200</u>			<u>8,957,312</u>		<u>2,114,462</u>			<u>8,796,162</u>

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	105年6月30日 (未經查核)			104年12月31日 (經查核)		
	港	幣	新	臺	幣	港
非流動負債						
遞延所得稅負債	\$	68,252	\$	283,928	\$	63,528
遞延收入		<u>58,227</u>		<u>242,225</u>		<u>52,550</u>
		<u>126,479</u>		<u>526,153</u>		<u>116,078</u>
資產淨額	\$	<u>2,026,721</u>	\$	<u>8,431,159</u>	\$	<u>1,998,384</u>
股本及準備						
股本	\$	255,790	\$	1,064,086	\$	255,790
準備		<u>1,668,287</u>		<u>6,940,074</u>		<u>1,639,989</u>
歸屬於母公司業主之權益		<u>1,924,077</u>		<u>8,004,160</u>		<u>1,895,779</u>
非控制權益		<u>102,644</u>		<u>426,999</u>		<u>102,605</u>
權益總額	\$	<u>2,026,721</u>	\$	<u>8,431,159</u>	\$	<u>1,998,384</u>

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$4.16) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
104.1.1-104.12.31		HK\$1 : NT\$4.260		HK\$1 : NT\$3.916		HK\$1 : NT\$4.088	
103.1.1-103.12.31		HK\$1 : NT\$4.122		HK\$1 : NT\$3.838		HK\$1 : NT\$3.938	
102.1.1-102.12.31		HK\$1 : NT\$3.893		HK\$1 : NT\$3.723		HK\$1 : NT\$3.827	

(請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日覆核報告)



晨訊科技集團有限公司及子公司

簡明綜合損益表

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：除每股盈餘外，餘係仟元

	105年1月1日至6月30日 (未經查核)			104年1月1日至6月30日 (未經查核)		
	港 幣	新 臺 幣	港 幣	新 臺 幣		
收 入	\$ 1,325,658	\$ 5,514,737	\$ 1,124,772	\$ 4,679,051		
銷貨成本	(1,124,405)	(4,677,525)	(947,133)	(3,940,073)		
毛 利	201,253	837,212	177,639	738,978		
其他收入	32,926	136,972	48,009	199,717		
其他收益及虧損	(3,391)	(14,106)	(3,702)	(15,400)		
銷售及配銷費用	(64,828)	(269,684)	(55,107)	(229,245)		
管理費用	(67,027)	(278,832)	(58,859)	(244,853)		
研發費用	(41,280)	(171,725)	(71,465)	(297,294)		
採用權益法之關聯企業損失份額	(747)	(3,108)	(473)	(1,968)		
財務成本	(4,639)	(19,298)	(4,972)	(20,684)		
稅前淨利	52,267	217,431	31,070	129,251		
所得稅費用	(19,518)	(81,195)	(13,910)	(57,865)		
淨 利	<u>\$ 32,749</u>	<u>\$ 136,236</u>	<u>\$ 17,160</u>	<u>\$ 71,386</u>		
歸屬予：						
母公司業主	\$ 31,012	\$ 129,010	\$ 16,465	\$ 68,495		
非控制權益	1,737	7,226	695	2,891		
	<u>\$ 32,749</u>	<u>\$ 136,236</u>	<u>\$ 17,160</u>	<u>\$ 71,386</u>		
每股盈餘（港幣元／新臺幣元）						
基 本	<u>\$ 0.012</u>	<u>\$ 0.050</u>	<u>\$ 0.006</u>	<u>\$ 0.025</u>		
稀 釋	<u>\$ 0.012</u>	<u>\$ 0.050</u>	<u>\$ 0.006</u>	<u>\$ 0.025</u>		

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率（HK\$1：NT\$4.16）換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
104.1.1-104.12.31	HK\$1：NT\$4.260	HK\$1：NT\$3.916	HK\$1：NT\$4.088
103.1.1-103.12.31	HK\$1：NT\$4.122	HK\$1：NT\$3.838	HK\$1：NT\$3.938
102.1.1-102.12.31	HK\$1：NT\$3.893	HK\$1：NT\$3.723	HK\$1：NT\$3.827

（請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日複核報告）



晨訊科技集團有限公司及子公

簡明綜合損益及其他全面收益表

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：仟元

	105年1月1日至6月30日 (未經查核)		104年1月1日至6月30日 (未經查核)	
	港幣	新臺幣	港幣	新臺幣
淨 利	\$ 32,749	\$ 136,236	\$ 17,160	\$ 71,386
其他全面收益（開支）				
不重分類至損益之項目				
國外營運機構財務報表換算之兌換差額	(5,026)	(20,908)	2,609	10,853
全面收益	\$ 27,723	\$ 115,328	\$ 19,769	\$ 82,239
歸屬予：				
母公司業主	\$ 26,846	\$ 111,680	\$ 19,004	\$ 79,057
非控制權益	877	3,648	765	3,182
	\$ 27,723	\$ 115,328	\$ 19,769	\$ 82,239

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率（HK\$1：NT\$4.16）換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
104.1.1-104.12.31	HK\$1：NT\$4.260	HK\$1：NT\$3.916	HK\$1：NT\$4.088
103.1.1-103.12.31	HK\$1：NT\$4.122	HK\$1：NT\$3.838	HK\$1：NT\$3.938
102.1.1-102.12.31	HK\$1：NT\$3.893	HK\$1：NT\$3.723	HK\$1：NT\$3.827

（請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日複核報告）



晨訊科技集團有限公司及子公司

簡明綜合權益變動表

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：港幣千元

	股 本	股 本 溢 價	法 定 盈 餘 準 備	其 他 準 備	認 股 權 準 備	投 資 性 不 動 產 重 估 增 值	股 本 回 購 準 備	換 算 準 備	保 留 盈 餘	歸 屬 於 母 公 司 業 主 之 權 益	非 控 制 權 益	權 益 總 計
104 年 1 月 1 日 (經查核)	\$ 255,750	\$ 831,188	\$ 27,599	\$ 97,091	\$ 32,374	\$ 102,827	\$ 2,282	\$ 261,495	\$ 301,405	\$ 1,912,011	\$ 86,443	\$ 1,998,454
淨 利	-	-	-	-	-	-	-	-	16,465	16,465	695	17,160
其他全面收益	-	-	-	-	-	-	-	2,539	-	2,539	70	2,609
全面收益	-	-	-	-	-	-	-	2,539	16,465	19,004	765	19,769
行使認股權發行新股	40	175	-	-	(74)	-	-	-	-	141	-	141
認股權失效	-	-	-	-	(3,400)	-	-	-	3,400	-	-	-
取得子公司部分權益	-	-	-	-	-	-	-	-	-	-	5,627	5,627
權益交割股份基礎給付	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452
104 年 6 月 30 日 (未經查核)	\$ 255,790	\$ 831,363	\$ 27,599	\$ 97,091	\$ 30,352	\$ 102,827	\$ 2,282	\$ 264,034	\$ 321,270	\$ 1,932,608	\$ 92,835	\$ 2,025,443
105 年 1 月 1 日 (經查核)	\$ 255,790	\$ 831,363	\$ 40,623	\$ 97,091	\$ 30,888	\$ 102,827	\$ 2,282	\$ 177,573	\$ 357,342	\$ 1,895,779	\$ 102,605	\$ 1,998,384
淨 利	-	-	-	-	-	-	-	-	31,012	31,012	1,737	32,749
其他全面開支	-	-	-	-	-	-	-	(4,166)	-	(4,166)	(860)	(5,026)
全面收益	-	-	-	-	-	-	-	(4,166)	31,012	26,846	877	27,723
提列法定盈餘公積	-	-	3,955	-	-	-	-	-	(3,955)	-	-	-
認股權失效	-	-	-	-	(4,125)	-	-	-	4,125	-	-	-
非控制權益減少	-	-	-	-	-	-	-	-	-	-	(2,220)	(2,220)
權益交割股份基礎給付	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452
對子公司所有權權益變動	-	-	-	-	-	-	-	-	-	-	1,382	1,382
105 年 6 月 30 日 (未經查核)	\$ 255,790	\$ 831,363	\$ 44,578	\$ 97,091	\$ 28,215	\$ 102,827	\$ 2,282	\$ 173,407	\$ 388,524	\$ 1,924,077	\$ 102,644	\$ 2,026,721

(請參閱物業眾信聯合會計師事務所民國 105 年 9 月 21 日複核報告)



晨訊科技集團有限公司及子公司

簡明綜合權益變動表

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：新臺幣仟元

	投資性不動產										歸屬於母公司																							
	股	本	股	本	溢	價	法定盈餘準備	其	他	準	備	換	算	準	備	保	留	盈	餘	業	主	之	權	益	非	控	制	權	益	總	計			
104 年 1 月 1 日 (經查核)	\$ 1,063,920	\$ 3,457,742	\$ 114,812	\$ 403,899	\$ 134,676	\$ 427,760	\$ 9,493	\$ 1,087,819	\$ 1,253,845	\$ 7,953,966	\$ 359,603	\$ 8,313,569																						
淨利	-	-	-	-	-	-	-	-	-	68,495	2,891	71,386																						
其他全面收益	-	-	-	-	-	-	-	-	-	-	-	10,853																						
全面收益	-	-	-	-	-	-	-	-	-	68,495	3,182	82,239																						
行使認股權發行新股	166	728	-	-	(308)	-	-	-	-	586	-	586																						
認股權失效	-	-	-	-	(14,144)	-	-	-	-	14,144	-	-																						
取得子公司部分權益	-	-	-	-	-	-	-	-	-	-	-	23,408																						
權益交割股份基礎給付	-	-	-	-	6,040	-	-	-	-	6,040	-	6,040																						
104 年 6 月 30 日 (未經查核)	\$ 1,064,086	\$ 3,458,470	\$ 114,812	\$ 403,899	\$ 126,264	\$ 427,760	\$ 9,493	\$ 1,098,381	\$ 1,336,484	\$ 8,039,649	\$ 386,193	\$ 8,425,842																						
105 年 1 月 1 日 (經查核)	\$ 1,064,086	\$ 3,458,470	\$ 168,992	\$ 403,899	\$ 128,494	\$ 427,760	\$ 9,493	\$ 738,704	\$ 1,486,542	\$ 7,886,440	\$ 426,837	\$ 8,313,277																						
淨利	-	-	-	-	-	-	-	-	-	129,010	7,226	136,236																						
其他全面開支	-	-	-	-	-	-	-	(17,330)	-	(17,330)	(3,578)	(20,908)																						
全面收益	-	-	-	-	-	-	-	(17,330)	-	129,010	3,648	115,328																						
提列法定盈餘公積	-	-	16,453	-	-	-	-	-	(16,453)	-	-	-																						
認股權失效	-	-	-	-	(17,160)	-	-	-	-	17,160	-	-																						
非控制權益減少	-	-	-	-	-	-	-	-	-	-	(9,235)	(9,235)																						
權益交割股份基礎給付	-	-	-	-	6,040	-	-	-	-	6,040	-	6,040																						
對子公司所有權權益變動	-	-	-	-	-	-	-	-	-	-	5,749	5,749																						
105 年 6 月 30 日 (未經查核)	\$ 1,064,086	\$ 3,458,470	\$ 185,445	\$ 403,899	\$ 117,374	\$ 427,760	\$ 9,493	\$ 721,374	\$ 1,616,259	\$ 8,004,160	\$ 426,999	\$ 8,431,159																						

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$4.16) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
104.1.1-104.12.31		HK\$1 : NT\$4.260		HK\$1 : NT\$3.916		HK\$1 : NT\$4.088	
103.1.1-103.12.31		HK\$1 : NT\$4.122		HK\$1 : NT\$3.838		HK\$1 : NT\$3.938	
102.1.1-102.12.31		HK\$1 : NT\$3.893		HK\$1 : NT\$3.723		HK\$1 : NT\$3.827	

(請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日複核報告)

晨訊科技集團有限公司及子



簡明綜合現金流量表

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：仟元

	105年1月1日至6月30日 (未經查核)		104年1月1日至6月30日 (未經查核)	
	港幣	新臺幣	港幣	新臺幣
營業活動之淨現金流入	\$ 170,275	\$ 708,344	\$ 32,305	\$ 134,389
投資活動之現金流量				
購買不動產、廠房及設備價款	(41,828)	(174,004)	(7,339)	(30,530)
出售不動產、廠房及設備價款	-	-	13,497	56,148
已付發展成本	(97,256)	(404,585)	(79,602)	(331,146)
出售子公司之淨現金流出	-	-	(465)	(1,934)
取得子公司之淨現金流入	-	-	5,629	23,417
出售關聯企業	-	-	1,256	5,225
應收委託貸款增加	(35,190)	(146,390)	(50,240)	(208,998)
應收委託貸款還款	38,709	161,029	50,240	208,998
提取結構性存款	-	-	22,642	94,191
子公司之非控股股東注資	4,972	20,684	-	-
存入質押定期存款	(50,968)	(212,027)	(58,702)	(244,200)
提取質押定期存款	102,690	427,190	74,358	309,329
投資活動之淨現金流出	(78,871)	(328,103)	(28,726)	(119,500)
籌資活動之現金流量				
舉借銀行借款	159,570	663,811	323,776	1,346,908
償還銀行借款	(286,566)	(1,192,114)	(321,477)	(1,337,344)
其他短期借款	(9,397)	(39,092)	54,600	227,137
行使認股權	-	-	141	586
已付利息	(4,639)	(19,298)	(4,972)	(20,684)
籌資活動之淨現金流入(出)	(141,032)	(586,693)	52,068	216,603
銀行存款及現金淨增加(減少)數	(49,628)	(206,452)	55,647	231,492
匯率變動對銀行存款及現金之影響	(3,071)	(12,776)	232	965
期初銀行存款及現金餘額	298,386	1,241,286	291,762	1,213,730
期末銀行存款及現金餘額	\$ 245,687	\$ 1,022,058	\$ 347,641	\$ 1,446,187

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率（HK\$1：NT\$4.16）換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
104.1.1-104.12.31		HK\$1：NT\$4.260		HK\$1：NT\$3.916		HK\$1：NT\$4.088	
103.1.1-103.12.31		HK\$1：NT\$4.122		HK\$1：NT\$3.838		HK\$1：NT\$3.938	
102.1.1-102.12.31		HK\$1：NT\$3.893		HK\$1：NT\$3.723		HK\$1：NT\$3.827	

（請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日複核報告）

附 件 三



晨訊科技集團有限公司及子公司
合併資產負債表
(依金管會認可之 IFRSs 重編)

民國 105 年 6 月 30 日暨 104 年 12 月 31 日及 6 月 30 日

單位：新臺幣仟元

代碼	資產	104年6月30日				104年12月31日				104年6月30日			
		依國際財務報告準則編製之金額		調增(減)	金額	依金管會認可之金額		調增(減)	金額	依國際財務報告準則編製之金額		調增(減)	金額
		\$	%			\$	%			\$	%		
1100	現金及約當現金	\$ 1,022,058	8		\$ 1,022,058	\$ -	9		\$ 1,446,187	\$ -		\$ 1,446,187	11
1110	透過損益按公允價值衡量之金融資產	-	4		-	-	2		-	78,374		78,374	1
1147	無活給市場債務工具投資	-	9		-	310,303	9		-	488,030		488,030	4
1170	應收帳款—淨額	1,269,936	-		1,269,936	-	-		1,102,105	-		1,102,105	8
1175	應收帳款—淨額	35,506	-		35,506	-	-		44,350	-		44,350	-
1200	其他應收款	1,059,278	3		1,059,278	3	36		1,229,621	4		1,229,621	4
1300	存貨—淨額	2,550,624	35		2,550,624	35	36		2,047,086	36		2,047,086	31
1321	待售房地	1,219,400	-		1,219,400	-	-		1,359,026	-		1,359,026	-
1324	在建房地	1,133,791	-		1,133,791	-	-		963,839	-		963,839	-
1460	待出售非流動資產	112,815	1		112,815	1	1		120,598	1		120,598	1
1470	其他非流動資產	-	5		-	579,867	4		-	731,964		731,964	5
1476	其他金融資產	-	2		-	427,914	3		-	105,240		105,240	1
1479	質押定期存款	210,413	-		210,413	-	-		105,240	-		105,240	-
1479	應收票據貸款	487,968	-		487,968	-	-		488,030	-		488,030	-
1479	結構性存款	-	-		-	-	-		78,374	-		78,374	-
11XX	流動資產合計	\$ 9,101,789	67		\$ 9,101,789	67	68		\$ 8,984,456	68		\$ 8,984,456	66
非流動資產													
1523	備供出售金融資產	70,200	-		70,200	-	-		70,200	-		70,200	-
1543	以成本衡量之金融資產	-	-		-	-	-		-	-		-	-
1546	無活給市場債務工具投資	-	-		-	197,018	1		-	208,998		208,998	2
1550	採用權益法之投資	19,078	-		19,078	-	-		5,092	-		5,092	-
1600	不動產、廠房及設備—淨額	1,698,495	14		1,698,495	14	13		1,750,116	13		1,750,116	13
1760	投資性不動產—淨額	1,490,058	11		1,490,058	11	11		1,514,823	11		1,514,823	11
1780	無形資產—淨額	577,096	4		577,096	4	3		455,054	3		455,054	3
1840	遞延所得稅資產	187,404	1		187,404	1	1		196,610	1		196,610	1
1930	長期應收款項	7,018	-		7,018	-	-		7,517	-		7,517	-
1932	應收票據貸款	-	-		-	197,018	-		208,998	-		208,998	-
1975	應收租賃款	11,556	-		11,556	-	-		36,175	-		36,175	-
1985	長期預付租金	371,022	3		371,022	3	3		410,817	3		410,817	3
15XX	非流動資產合計	\$ 4,431,927	33		\$ 4,431,927	33	32		\$ 4,655,402	32		\$ 4,655,402	34
資產總計		\$ 13,533,716	100		\$ 13,533,716	100	100		\$ 13,639,858	100		\$ 13,639,858	100

註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$4.16) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	最高	最低	平均
104.1.1-104.12.31	HK\$1 : NT\$4.260	HK\$1 : NT\$3.916	HK\$1 : NT\$4.088
103.1.1-103.12.31	HK\$1 : NT\$4.122	HK\$1 : NT\$3.838	HK\$1 : NT\$3.938
102.1.1-102.12.31	HK\$1 : NT\$3.893	HK\$1 : NT\$3.723	HK\$1 : NT\$3.827



董事長：楊文瑛



經理人：劉軍

(請參閱勤業眾信聯合會計師事務所民國 105 年 9 月 21 日提報報告)

會計主管：陳達榮





晨訊科技集團有限公司及其子公司
合併資產負債表

(依金管會認可之 IFRSs 重編)

民國 105 年 6 月 30 日暨 104 年 12 月 31 日及 6 月 30 日

單位：新臺幣千元

代碼	資產	105年6月30日			104年12月31日			104年6月30日		
		金額	調增	依金管會認可之 IFRSs 編製之金額	金額	調增	依金管會認可之 IFRSs 編製之金額	金額	調增	依金管會認可之 IFRSs 編製之金額
2100	流動負債	\$	\$	\$	\$	\$	\$	\$	\$	\$
2108	短期借款	855,944	-	855,944	1,387,443	-	1,387,443	1,368,865	-	1,368,865
2109	其他短期借款	154,199	-	154,199	195,150	-	195,150	434,038	-	434,038
2170	應付帳款及票據	2,030,546	-	2,030,546	2,614,148	-	2,614,148	1,893,602	-	1,893,602
2200	其他應付款	1,354,625	(1,193,250)	161,375	997,405	(798,391)	199,014	936,416	(764,758)	171,658
2230	本期所得稅負債	80,862	-	80,862	34,233	-	34,233	44,138	-	44,138
2260	與待出售非流動資產直接相關之負債	102,228	-	102,228	103,189	-	103,189	72,833	-	72,833
2311	預收貨款	1,171,414	-	1,171,414	772,861	-	772,861	726,569	-	726,569
2313	遞延收入	21,836	-	21,836	25,530	-	25,530	38,189	-	38,189
21XX	流動負債合計	4,576,404	-	4,576,404	5,331,568	-	5,331,568	4,749,892	-	4,749,892
2570	非流動負債	283,928	-	283,928	264,277	-	264,277	268,612	-	268,612
2630	遞延收入	242,225	-	242,225	218,608	-	218,608	195,512	-	195,512
25XX	非流動負債合計	526,153	-	526,153	482,885	-	482,885	464,124	-	464,124
2XXX	負債合計	5,102,557	-	5,102,557	5,814,453	-	5,814,453	5,214,016	-	5,214,016
3100	權益									
3110	普通股股本	1,064,086	-	1,064,086	1,064,086	-	1,064,086	1,064,086	-	1,064,086
3210	資本公積	3,458,470	-	3,458,470	3,458,470	-	3,458,470	3,458,470	-	3,458,470
3271	股票溢價	117,374	-	117,374	128,494	-	128,494	126,264	-	126,264
3280	員工股票權	94,370	-	94,370	94,370	-	94,370	77,210	-	77,210
3200	其他資本公積合計	3,575,844	-	3,575,844	3,681,334	-	3,681,334	3,584,734	-	3,584,734
3300	保留盈餘									
3310	法定盈餘公積	185,445	-	185,445	168,992	-	168,992	114,812	-	114,812
3320	特別盈餘公積	413,392	-	413,392	413,392	-	413,392	413,392	-	413,392
3350	未分配盈餘	1,616,259	(94,370)	1,521,889	1,392,172	(94,370)	1,396,484	1,336,484	(77,210)	1,259,274
3300	保留盈餘合計	2,215,096	(94,370)	2,120,726	1,974,556	(94,370)	1,864,688	1,864,688	(77,210)	1,787,478
3410	股東權益其他調整項目									
3460	國外營運機構財務報表換算之兌換差額	721,374	-	721,374	738,704	-	738,704	1,098,381	-	1,098,381
3400	重估增值	427,760	-	427,760	427,760	-	427,760	427,760	-	427,760
3400	股東權益其他項目合計	1,149,134	-	1,149,134	1,166,464	-	1,166,464	1,526,141	-	1,526,141
31XX	母公司股東權益合計	8,004,160	-	8,004,160	7,886,440	-	7,886,440	8,039,649	-	8,039,649
36XX	非控制權益	426,999	-	426,999	426,837	-	426,837	386,193	-	386,193
3XXX	股東權益合計	8,431,159	-	8,431,159	8,313,277	-	8,313,277	8,425,842	-	8,425,842
	負債及股東權益總計	\$ 13,533,716	\$	\$ 13,533,716	\$ 14,127,730	\$	\$ 14,127,730	\$ 13,639,858	\$	\$ 13,639,858

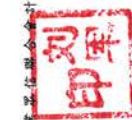
註一：上列財務報表之所有資產、負債及權益科目金額，係以 105 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$4.16) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	最高	最低	平均
104.1.1-104.12.31	HK\$1 : NT\$4.260	HK\$1 : NT\$3.916	HK\$1 : NT\$4.088
103.1.1-103.12.31	HK\$1 : NT\$4.122	HK\$1 : NT\$3.838	HK\$1 : NT\$3.938
102.1.1-102.12.31	HK\$1 : NT\$3.893	HK\$1 : NT\$3.723	HK\$1 : NT\$3.827



董事長：楊文瑛



經理人：劉軍

(請參閱勤業信託聯合會計師事務所民國 105 年 9 月 21 日提報報告)

會計主管：陳達榮





晨訊科技集團有限公司及子

合併綜合損益表

(依金管會認可之 IFRSs 重編)

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：除每股盈餘外，
餘係新臺幣仟元

代碼	項 目	105年1月1日至6月30日				104年1月1日至6月30日			
		依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之 IFRSs 編製之金額	%	依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之 IFRSs 編製之金額	%
4000	營業收入	\$5,514,737	\$ -	\$5,514,737	100	\$4,679,051	\$ -	\$4,679,051	100
5000	營業成本	(4,677,525)	-	(4,677,525)	(85)	(3,940,073)	-	(3,940,073)	(84)
5950	營業毛利	837,212	-	837,212	15	738,978	-	738,978	16
	營業費用								
6100	推銷費用	(269,684)	-	(269,684)	(5)	(229,245)	-	(229,245)	(5)
6200	管理及總務費用	(278,832)	(19,735)	(298,567)	(5)	(244,853)	-	(244,853)	(5)
6300	研發費用	(171,725)	-	(171,725)	(3)	(297,294)	-	(297,294)	(6)
6000	營業費用合計	(720,241)	(19,735)	(739,976)	(13)	(771,392)	-	(771,392)	(16)
6900	營業淨益(損)	116,971	(19,735)	97,236	2	(32,414)	-	(32,414)	-
	營業外收入及支出								
7020	其他利益及損失	140,346	19,735	160,081	2	210,039	-	210,039	3
7060	採用權益法認列之關聯企業損失份額	(3,108)	-	(3,108)	-	(1,968)	-	(1,968)	-
7230	外幣兌換淨益	-	-	-	-	2,242	-	2,242	-
7510	利息費用	(19,298)	-	(19,298)	-	(20,684)	-	(20,684)	-
7610	處分不動產、廠房及設備損失	(2,966)	-	(2,966)	-	(9,219)	-	(9,219)	-
7630	外幣兌換淨損	(14,514)	-	(14,514)	-	-	-	-	-
7670	減損損失	-	-	-	-	(18,745)	-	(18,745)	-
7000	營業外收入及支出合計	100,460	19,735	120,195	2	161,665	-	161,665	3
7900	稅前淨利	217,431	-	217,431	4	129,251	-	129,251	3
7950	所得稅費用	(81,195)	-	(81,195)	(1)	(57,865)	-	(57,865)	(1)
8200	淨 利	136,236	-	136,236	3	71,386	-	71,386	2
	其他綜合(損)益								
8310	國外營運機構財務報表換算之兌換差額	(20,908)	-	(20,908)	-	10,853	-	10,853	-
8500	綜合(損)益	\$ 115,328	-	\$ 115,328	3	\$ 82,239	-	\$ 82,239	2
8600	淨利歸屬於：								
8610	母公司業主	\$ 129,010	\$ -	\$ 129,010	3	\$ 68,495	\$ -	\$ 68,495	2
8620	非控制權益	7,226	-	7,226	-	2,891	-	2,891	-
		\$ 136,236	\$ -	\$ 136,236	3	\$ 71,386	\$ -	\$ 71,386	2

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代碼	項 目	105年1月1日至6月30日				104年1月1日至6月30日			
		依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之IFRSs編製之金額	%	依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之IFRSs編製之金額	%
8700	綜合(損)益總額歸屬於：								
8710	母公司業主	\$ 111,680	\$ -	\$ 111,680	3	\$ 79,057	\$ -	\$ 79,057	2
8720	非控制權益	<u>3,648</u>	<u>-</u>	<u>3,648</u>	<u>-</u>	<u>3,182</u>	<u>-</u>	<u>3,182</u>	<u>-</u>
		<u>\$ 115,328</u>	<u>\$ -</u>	<u>\$ 115,328</u>	<u>3</u>	<u>\$ 82,239</u>	<u>\$ -</u>	<u>\$ 82,239</u>	<u>2</u>
每股盈餘(新臺幣元)									
9710	基 本	<u>\$ 0.050</u>	<u>\$ -</u>	<u>\$ 0.050</u>		<u>\$ 0.025</u>	<u>\$ -</u>	<u>\$ 0.025</u>	
9810	稀 釋	<u>\$ 0.050</u>	<u>\$ -</u>	<u>\$ 0.050</u>		<u>\$ 0.025</u>	<u>\$ -</u>	<u>\$ 0.025</u>	

註一：上列財務報表之所有資產、負債及權益科目金額，係以105年6月30日之港幣對新臺幣匯率(HK\$1:NT\$4.16)換算。

註二：最近3年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
104.1.1-104.12.31	HK\$1:NT\$4.260	HK\$1:NT\$3.916	HK\$1:NT\$4.088
103.1.1-103.12.31	HK\$1:NT\$4.122	HK\$1:NT\$3.838	HK\$1:NT\$3.938
102.1.1-102.12.31	HK\$1:NT\$3.893	HK\$1:NT\$3.723	HK\$1:NT\$3.827

(請參閱勤業眾信聯合會計師事務所民國105年9月21日複核報告)

董事長：楊文瑛



經理人：劉 軍



會計主管：陳達榮





晨訊科技集團有限公司及子

合併現金流量表

(依金管會認可之 IFRSs 重編)

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

單位：新臺幣仟元

代 碼	項 目	105年1月1日至6月30日			104年1月1日至6月30日		
		依國際財務報告準則編製之金額	調 節 金 額 增 (減)	依金管會認可之 IFRSs 編製之金額	依國際財務報告準則編製之金額	調 節 金 額 增 (減)	依金管會認可之 IFRSs 編製之金額
AAAA	營業活動之現金流量						
A10000	稅前淨利	\$ 217,431	\$ -	\$ 217,431	\$ 129,251	\$ -	\$ 129,251
	調整項目：						
A20100	折舊及攤銷費用	459,260	-	459,260	347,851	-	347,851
A20300	呆帳費用	19,735	-	19,735	-	-	-
A20900	利息費用	19,298	-	19,298	20,684	-	20,684
A21200	利息收入	(22,992)	-	(22,992)	(36,051)	-	(36,051)
A21900	股份基礎給付酬勞成本	6,040	-	6,040	6,040	-	6,040
A22300	採用權益法認列之關聯企業損失份額	3,108	-	3,108	1,968	-	1,968
A22500	處分不動產、廠房及設備損失 (利益)	2,966	-	2,966	9,219	-	9,219
A23100	處分投資淨益	-	-	-	(9,115)	-	(9,115)
A23700	非金融資產減損損失	-	-	-	18,745	-	18,745
A23800	非金融資產減損迴轉利益	(12,214)	-	(12,214)	-	-	-
A24600	投資性不動產公允價值調整利益	(23,109)	-	(23,109)	(1,206)	-	(1,206)
	營業資產及負債之淨變動數	669,523	-	669,523	487,386	-	487,386
A31110	持有供交易之金融資產	-	-	-	-	94,191	94,191
A31150	應收帳款	(81,632)	-	(81,632)	32,827	-	32,827
A31150	應收租賃款	7,218	-	7,218	(2,209)	-	(2,209)
A31170	應收建造合約款	8,403	(8,403)	-	(27,356)	27,356	-
A31180	其他應收款	(21,561)	112,969	91,408	(165,289)	98,880	(66,409)
A31200	存 貨	255,765	8,403	264,168	(549,783)	(27,356)	(577,139)
A31240	其他流動資產	-	(112,969)	(112,969)	-	(98,880)	(98,880)
A32150	應付帳款	(559,316)	-	(559,316)	186,830	-	186,830
A32180	其他應付款	401,972	394,859	796,831	170,535	175,590	346,125
A32210	遞延收入—流動	-	3,694	3,694	-	(26,030)	(26,030)
A32230	其他流動負債	-	(398,553)	(398,553)	-	(149,560)	(149,560)
A33000	營運產生之現金流入	680,372	-	680,372	132,941	94,191	227,132
A33100	收取之利息	36,342	-	36,342	36,051	-	36,051
A33500	支付之所得稅	(8,370)	-	(8,370)	(34,603)	-	(34,603)
AAAA	營業活動之淨現金流入	708,344	-	708,344	134,389	94,191	228,580
BBBB	投資活動之現金流量						
B00600	取得無活絡市場之債務工具投資	-	(19,352)	(19,352)	-	-	-
B00700	處分無活絡市場之債務工具投資	-	-	-	-	998	998
B01900	處分採用權益法之投資	-	-	-	5,225	-	5,225
B02200	取得子公司之淨現金流入	-	-	-	23,417	-	23,417
B02300	出售子公司之淨現金流出	-	-	-	(1,934)	-	(1,934)
B02700	購買不動產、廠房及設備	(174,004)	-	(174,004)	(30,530)	-	(30,530)
B02800	出售不動產、廠房及設備	-	-	-	56,148	-	56,148
B04500	取得無形資產	(404,585)	-	(404,585)	(331,146)	-	(331,146)
B06500	其他金融資產減少	-	215,163	215,163	-	65,129	65,129
B09900	應收委託貸款減少 (增加)	14,639	19,352	33,991	-	(998)	(998)
B09900	質押定期存款減少	215,163	(215,163)	-	65,129	(65,129)	-
B09900	結構性存款減少	-	-	-	94,191	(94,191)	-
B09900	子公司之非控制權益增資	20,684	(20,684)	-	-	-	-
BBBB	投資活動之淨現金流出	(328,103)	(20,684)	(348,787)	(119,500)	(94,191)	(213,691)
CCCC	籌資活動之現金流量						
C00100	舉借銀行借款	663,811	-	663,811	1,346,908	-	1,346,908
C00200	償還銀行借款	(1,192,114)	-	(1,192,114)	(1,337,344)	-	(1,337,344)
C01800	其他短期借款增加	-	-	-	227,137	-	227,137
C01900	其他短期借款減少	(39,092)	-	(39,092)	-	-	-
C04800	員工執行認股權	-	-	-	586	-	586
C05600	支付之利息	(19,298)	-	(19,298)	(20,684)	-	(20,684)
C05600	非控制權益變動	-	20,684	20,684	-	-	-
CCCC	籌資活動之淨現金流入 (出)	(586,693)	20,684	(566,009)	216,603	-	216,603

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代 碼 項 目	105年1月1日至6月30日			104年1月1日至6月30日		
	依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之IFRSs編製之金額	依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可之IFRSs編製之金額
DDDD 匯率變動對現金及約當現金之影響	(\$ 12,776)	-	(\$ 12,776)	\$ 965	\$ -	\$ 965
EEEE 銀行存款及現金淨增加(減少)數	(219,228)	-	(219,228)	232,457	-	232,457
E00100 期初銀行存款及現金餘額	<u>1,241,286</u>	<u>-</u>	<u>1,241,286</u>	<u>1,213,730</u>	<u>-</u>	<u>1,213,730</u>
E00200 期末銀行存款及現金餘額	<u>\$1,022,058</u>	<u>\$ -</u>	<u>\$1,022,058</u>	<u>\$1,446,187</u>	<u>\$ -</u>	<u>\$1,446,187</u>

註一：上列財務報表之所有資產、負債及權益科目金額，係以105年6月30日之港幣對新臺幣匯率(HK\$1:NT\$4.16)換算。

註二：最近3年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
104.1.1-104.12.31	HK\$1:NT\$4.260	HK\$1:NT\$3.916	HK\$1:NT\$4.088
103.1.1-103.12.31	HK\$1:NT\$4.122	HK\$1:NT\$3.838	HK\$1:NT\$3.938
102.1.1-102.12.31	HK\$1:NT\$3.893	HK\$1:NT\$3.723	HK\$1:NT\$3.827

(請參閱勤業眾信聯合會計師事務所民國105年9月21日複核報告)

董事長：楊文瑛



經理人：劉 軍



會計主管：陳達榮





晨訊科技集團有限公司及子公司

合併財務報表重編說明

民國 105 年及 104 年 1 月 1 日至 6 月 30 日

(金額除另予註明者外，係以新臺幣仟元為單位)

一、合併財務報表重編原則

晨訊科技集團有限公司及子公司（以下稱「合併公司」）如附件四所列之民國 105 年及 104 年 1 月 1 日至 6 月 30 日財務報告，係包括晨訊科技集團有限公司及子公司之合併財務資訊。

合併公司依香港聯合交易所有限公司證券上市規則附錄 16 之適用揭露規定及國際會計準則委員會頒布的國際會計準則第 34 號「期中財務報導」（以下稱「國際財務報告準則」）編製之合併資產負債表、合併綜合損益表及合併現金流量表，因適用之會計原則及報表格式不同，與「證券發行人財務報告編製準則」及金融監督管理委員會認可之國際財務報導準則、國際會計準則、解釋及解釋公告（以下稱「金管會認可之 IFRSs」）編製規定不同，爰依中華民國金融監督管理委員會民國 101 年 12 月 13 日金管證審字第 1010056540 號令「第二上市（櫃）公司財務報告複核要點」，就上述合併資產負債表、合併綜合損益表及合併現金流量表依金管會認可之 IFRSs 予以重編（以下稱「重編合併財務報表」）。

因適用之會計原則及報表格式不同，對合併公司民國 105 及 104 年上半年度合併財務報表之分類及損益影響金額，業已依證券發行人財務報告編製準則及金管會認可之 IFRSs 規定之格式與分類將上述合併資產負債表、合併綜合損益表及合併現金流量表予以重分類調整。

二、金管會認可之 IFRSs 與國際財務報告準則適用之會計原則重大差異彙總說明

合併公司之以下交易事項於現行已發布生效之中華民國金管會認可之 IFRSs 及國際財務報告準則之主要差異，茲彙總說明如下：

項 目	金 管 會 認 可 之 I F R S s	國 際 財 務 報 告 準 則	對 重 編 合 併 財 務 報 表 之 影 響
股份基礎給付交易會計處理	員工於認股權存續期間屆滿仍未行使認股權利，以往認列員工酬勞成本而累計於「資本公積－員工認股權」之餘額轉列「資本公積－其他」項下。	員工於認股權存續期間屆滿仍未行使認股權利，以往認列員工酬勞成本而累計於「資本公積－員工認股權」之餘額轉列「未分配盈餘」項下。	已依金管會認可之 IFRSs 規定予以調整。 權益影響數 105.06.30：0 仟元 104.12.31：0 仟元 104.06.30：0 仟元

三、金管會認可之 IFRSs 與國際財務報告準則適用報表格式不同之重大差異彙總說明

項 目	金 管 會 認 可 之 I F R S s	國 際 財 務 報 告 準 則	對 重 編 合 併 財 務 報 表 之 影 響
(一)合併資產負債表	資產負債表表達期間為當期與去年同期及前一會計年度會計期間終了日。	期中財務報導規定財務狀況表兩期表達期間為當期期中結束日與前一會計年度結束日。	已依金管會認可之 IFRSs 規定予以表達揭露。
	一般之分類方式，資產係以流動性大小排列，流動性大者在前，流動性小者在後。負債則按到期日的遠近排列，近者在先，遠者在後。股東權益按永久性大小排列，永久性大者在先，小者在後。	一般之分類方式，資產係以非流動性資產在前，流動資產在後。負債及權益，係以負債在前，股本及各項準備在後，負債以流動負債在前，非流動負債在後。	已依金管會認可之 IFRSs 規定予以表達揭露。

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項	金 管 會 目 認 可 之 I F R S s	國 際 財 務 報 告 準 則	對 重 編 合 併 財 務 報 表 之 影 響
	為求允當表達企業財務狀況，擬將其他應收款及其他應付款科目按其性質再予以細分表達。	應於資產負債表中表達額外之單行項目、標題及小計。若某一項目因其大小、性質或功能致單獨表達與企業財務狀況之了解攸關，則應列為單行項目；各項目所用之敘述及順序，可依企業及其交易性質修改，以提供有助於了解企業財務狀況之攸關資訊。另企業應評估資產之性質及流動性、資產於企業內之功能及負債之金額、性質及時點，以判斷是否須單獨表達額外項目。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105.06.30：692,836 仟元 104.12.31：579,867 仟元 104.06.30：731,964 仟元 負債重分類金額 105.06.30：1,193,250 仟元 104.12.31：798,391 仟元 104.06.30：764,758 仟元
	結構性存款分類為流動資產項下，並按其性質列示為透過損益按公允價值衡量之金融資產科目表達。	結構性存款列為單行科目。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105.06.30：0 仟元 104.12.31：0 仟元 104.06.30：78,374 仟元
	因公允價值無法可靠衡量而採成本評價之股權投資，應分類為以成本衡量之金融資產。	權益投資皆應以公允價值衡量。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105.06.30：70,200 仟元 104.12.31：70,200 仟元 104.06.30：70,200 仟元

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項 目	金 管 會 認 可 之 I F R S s	國 際 財 務 報 告 準 則	對 重 編 合 併 財 務 報 表 之 影 響
	質押定期存款分類為流動資產項下，並列示為其他金融資產科目表達。	質押定期存款列為單行科目。	已依金管會認可之IFRSs規定予以表達揭露。 資產重分類金額 105.06.30：210,413 仟元 104.12.31：427,914 仟元 104.06.30：105,240 仟元
	應收委託貸款分類為流動資產項下，並列示為無活絡市場之債務工具投資科目表達。	應收委託貸款列為單行科目。	已依金管會認可之IFRSs規定予以表達揭露。 資產重分類金額 105.06.30：487,968 仟元 104.12.31：507,321 仟元 104.06.30：697,028 仟元
	在建房地及待售房地分類為流動資產項下，並列示為存貨科目彙總表達。	在建房地及待售房地分別列為單行科目。	已依金管會認可之IFRSs規定予以表達揭露。 資產重分類金額 105.06.30：2,353,191 仟元 104.12.31：2,361,595 仟元 104.06.30：2,322,865 仟元
(二)合併綜合損益表	應區分營業收入、營業成本、營業費用、營業外收入、營業外費用及所得稅費用，分別予以列示，但營業成本及營業費用不能分別列示者，得合併之。	應區分收入、財務成本、所得稅費用、本年度利益。無需區分營業外收入與支出。	已依金管會認可之IFRSs規定予以表達揭露。
	與營業有關應收帳款之壞帳費用係分類於營業費用之管理及總務費用項下。	應收帳款減損損失係分類於其他利益及損失項下。	已依金管會認可之IFRSs規定予以表達揭露。 損益重分類金額 105 年上半年度：4,744 仟元 104 年上半年度：0 仟元

(接次頁)

(承前頁)

項	目	金 管 會 認 可 之 I F R S s	國 際 財 務 報 告 準 則	對 重 編 合 併 財 務 報 表 之 影 響
		與營業有關應收帳款之呆帳費用係分類於營業費用之管理及總務費用項下。	應收帳款減損損失係分類於其他利益及損失項下。	已依金管會認可之 IFRSs 規定予以表達揭露。 損益重分類金額 105 年上半年度：19,735 仟元 104 年上半年度：0 仟元
(三)合併現金流量表	結構性存款應屬透過損益按公允價值衡量之金融資產範疇。	結構性存款於現金流量表中獨立列示。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105 年上半年度：0 仟元 104 年上半年度：94,191 仟元	
	質押定期存款應屬其他金融資產範疇。	質押定期存款於現金流量表中獨立列示。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105 年上半年度：215,163 仟元 104 年上半年度：65,129 仟元	
	應收委託貸款應屬無活絡市場之債務工具投資範疇。	應收委託貸款於現金流量表中獨立列示。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 105 年上半年度：19,352 仟元 104 年上半年度：998 仟元	
	子公司從非控制權益收到之現金增資款項應屬籌資活動－非控制權益變動之範疇。	子公司從非控制權益收到之現金增資款項係分類於投資活動項下。	已依金管會認可之 IFRSs 規定予以表達揭露。 現金流量重分類金額 105 年上半年度：20,684 仟元 104 年上半年度：0 仟元	

附 件 四

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

TO THE BOARD OF DIRECTORS OF SIM TECHNOLOGY GROUP LIMITED

(Incorporated in Bermuda with limited liability)

Introduction

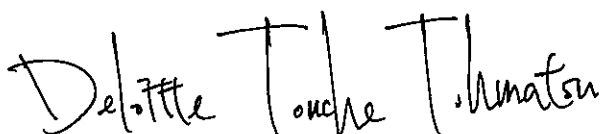
We have reviewed the condensed consolidated financial statements of SIM Technology Group Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 15 to 46, which comprises the condensed consolidated statement of financial position as of 30 June 2016 and the related condensed consolidated statement of profit or loss, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34") issued by International Accounting Standards Board. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with IAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other persons for the content of this report.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the International Auditing and Assurance Standards Board. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.



Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
25 August 2016

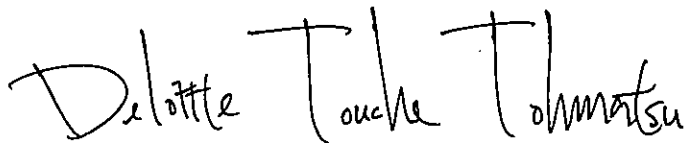
25 August 2016

The Directors
SIM Technology Group Limited
Unit 2908, 29/F
248 Queen's Road East
Wanchai
Hong Kong

Dear Sirs,

We are satisfied that we are independent of SIM Technology Group Limited and its subsidiaries with reference to Section 290 "Independence - Audit and Review Engagements" of Code of Ethics for Professional Accountants issued by the Hong Kong Institute of Certified Public Accountants.

Yours faithfully,

A handwritten signature in black ink that reads "Deloitte Touche Tohmatsu". The signature is written in a cursive, flowing style, with the first letters of each word being capitalized and prominent.



Interim Report 2016

sim

SIM Technology

SIM Technology Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code : 2000)

CHAIRMAN'S STATEMENT

Chairman's Statement

On behalf of the board ("Board") of the directors ("Directors") of SIM Technology Group Limited ("Company"), I am presenting the interim results of the Company and its subsidiaries (collectively referred to as the "Group") for the six months ended 30 June 2016.

Business Review

Reviewing 2015, the Group's business positioning and development strategies after its business transformation have begun to show notable results. In the first half of 2016, the Group has continued to consolidate the growth in its quality Original Design Manufacturer (ODM) consumer handset and wireless communication modules businesses. At the same time, the Group has also actively expanded the industrial application terminal, Internet of Things ("IOT") and intelligent robotic manufacturing businesses. During the reporting period, most of the core businesses of the Group recorded growth in revenue and gross profit, laying a solid foundation for the sustainable development of its overall operation in the future.

For the handsets and solutions business, the handsets developed for an internet operator last year were sold in the market throughout the first half of 2016. Meanwhile, the Group also boosted its research and development ("R&D") efforts in industry applications and IOT terminals last year. The combined effect contributed to the growth of the shipment volume and revenue in the first half of 2016, as compared to the same period last year. However, consumer handsets, which accounted for a larger proportion of shipment volume and sales, had a lower gross profit margin, resulting in a slight decrease in gross profit and gross profit margin in the handsets and solutions business during the period.

Due to the increasing demand for the Group's wireless communication modules from domestic and overseas markets, overall shipments have risen more than 27% as compared to the same period last year, of which 3G and 4G products had higher sales amounting to an increase of 40% and 12-times respectively. Hence, the shipment, sales and gross profit during the period recorded considerable growth. Benefitting from the notable growth in sales volume of 4G modules, gross profit margin for the period remained at the same level as compared to the same period last year despite the declining average selling price ("ASP") of 2G and other low-end modules.

CHAIRMAN'S STATEMENT

As for the IOT business, the Group has continued to boost the investment in the value-added services of intelligent vending machines. It has expanded the business from retail, finance leasing and beverage trading to sectors including the operation of Online-To-Offline ("O2O") big data platform and the manufacturing of intelligent vending machine controllers. During the reporting period, the Group rationalised some of the Point-Of-Sales ("POS") that incurred higher rental or did not reach the sales target and tightened the cost control of rental fees over its newly-added POS. In addition, the Group has continued to expand the cloud computing and big data service platform, which has been applied in areas such as intelligent community and intelligent elderly care services, Internet of Vehicles ("IOV") applications and property management.

During the period under review, the Group has continued to actively expand the intelligent manufacturing business, fully utilized its advantage of manufacturing techniques and thorough understanding in the area of handsets and related components, and expanded its R&D team for robotics application and integration. These initiatives have enable it to quickly capture opportunities in the handset manufacturing market with notable results. The Group has enjoyed recognition as a prestigious brand in the communication and Surface-Mount Technology (SMT) testing sectors. During the reporting period, both sales and gross profit recorded significant growth. However, in order to secure more customers who can afford to consume our intelligent manufacturing products, the price reduction strategy adopted amidst the fierce market competition has affected the growth in gross profit margin for the period.

Handsets and solutions business

Handset operators continue to purchase low-end 4G handsets from low-end to mid-range brands in China and use these handsets to boost their sales through giving away handsets when customers sign up for their mobile subscriptions. At the same time, some major handset brands sell their flagship products through their numerous POS. However, the intensifying competition in the open consumer market and price war have compelled some brands to focus their differentiated products on niche markets which have achieved progress. During the period, in light of this development trend, the Group has continued to develop products for education, training, light luxury segments and government affairs to secure branded customers in various differentiated product markets, which is expected to bring a contribution to revenue in the second half of the year.

CHAIRMAN'S STATEMENT

Demand for industrial application terminals has continued to increase along with the further development of the IOT and Business-To-Business (B2B) sectors. In addition to expanding traditional scan terminals, police operational terminals and waterproof, dust-proof and shock-resistant terminals, the Group is further increasing investment in two-to-three target industries aiming to become a comprehensive solution provider in that industry. The rapid development of the global IOT market presents enormous potential market demand for terminals. Thus, the Group is continuing its strategy of investment in new areas in order to generate considerable returns in the future.

For the overseas market, the Group has continued to focus on Europe, Japan and North America. These markets have higher entry barriers with a longer investment period. Nevertheless, this strategic thrust is beneficial to the Group's long-term business development due to the overall income and strong customer loyalty. Apart from traditional consumer terminals, the Group has also been expanding into the IOT and the industrial application terminal segments in these geographic markets and the related new products are to be launched in the next two years.

Wireless communication modules business

The IOT market in China has continued to flourish. The leading companies in different industries and the three largest operators in China have continued to implement favourable strategies such as network upgrades, provision of subsidies and customised terminals, which stimulated the diversification of terminal products and recorded notable growth in mainstream application markets such as smart homes, smart home electrical appliances, mobile payment POS, IOV, wireless automated meter reading (AMR) and security and surveillance. Thanks to the Group's extensive IOT industry application experience, it has achieved outstanding results across a wide range of IOT applications, enabling it to retain a leading presence in the IOT sector over the years. At the same time, the Group has continued to develop new products and provide prompt quality customised services for customers, while also achieving satisfactory results in the emerging industries including security and surveillance, smart home, smart home electrical appliances and health care sectors. Besides, the Group is also developing projects according to specification for customers in specific industries, thereby assisting customers to speed up the R&D of terminal products and saving their development costs.

CHAIRMAN'S STATEMENT

Demand in Europe has shown clear signs of warming up. During the period under review, sales volume grew more than 30%. Meanwhile, demand for 2G, 3G and Global Navigation Satellite System ("GNSS") modules in South East Asia and Australia has also recorded significant growth. The Group and its business partners have actively participated in undertaking tenders for 3G and 4G products in Europe, South Asia, South East Asia and Australia. In North America, the shipment volume of 3G modules has almost doubled, while our SIM7100A 4G module has been applied by some customers. The SIM7500A 4G module is also preparing for passing the AT&T certification. In the Japan market, the certification for 4G modules has been almost completed and the design work for customers' terminal products has also commenced. The Group expects that these modules and terminal projects would generate more revenue in the second half of 2016. According to an ABI 2015 research report, SIMCOM branded modules accounted for the largest and second largest market share in China and in the world respectively between 2008 and 2014, and ranked the first in freight volume globally in 2015.

IOT business

During the period under review, the Group's big data platform has continued to focus on a series of IOT application integrated solutions such as intelligent community and intelligent elderly care services, health monitoring systems, vehicle anti-theft management, management systems for property security, management systems for student safety, an automatic vending machine O2O service, and an industrial Internet. The platform also provides all-round cloud computing services to the Group through designing servers with uniform standards.

Regarding the vending machine business, after more than two years' development, the Group has enhanced the digital and networking functions of its vending machines, which has enabled multiple online payment functions such as QuickPass, Alipay and WeChat. This becomes an innovative payment model in the PRC which has drawn attention across different industries. In addition to the sale of traditional products such as food and beverages, it will gradually expand to cover other products such as packaged meals, medicine and daily personal necessities. During the period, the Group has optimized the POS, adjusted the product structure of certain POS and facilitated new arrangements and trials for new POS. Besides, the Group has shortened the lease period of certain customers to reduce the scale of finance leasing, lower the burden and risks of its assets and concentrate its resources on developing the profitability of its online business in the future.

CHAIRMAN'S STATEMENT

The Group's intelligent elderly care services and intelligent community businesses are expanding. The Secretary of the municipal party committee of Shanghai City and Mayor of Shanghai visited one of the high-end intelligent elderly care homes in Shanghai which is using the intelligent platforms and intelligent positioning products produced by the Group and provided a high recognition. Currently, the Group is undertaking intelligent engineering for six intelligent communities. These efforts are expected to form a solid foundation for the Group to develop in the IOT industry.

Intelligent manufacturing business

Since the Group has entered the intelligent manufacturing business segment in 2015, it has developed an automated testing system and subsequently entered the intelligent manufacturing market in the first half of 2016. Leveraging its significant advantages such as technological expertise, prompt attentive service and strong R&D capability, the Group has achieved impressive results in the China market. During the period, the Group has continued to allocate substantial resources to its R&D and design team, which has attained a level comparable to major integrated enterprises in the industry with the capacity to develop and design more than 20 projects concurrently.

The Group's efforts in the intelligent manufacturing business have begun to bear fruit. After the Group was designated as a pilot entity of "Integrated Standardisation and New Model Application for Intelligent Manufacturing", it was also included as one of the 63 companies on the "2016 Intelligent Manufacturing Pilot Demonstration Project" list by the Ministry of Industry and Information Technology. This is the highest honour awarded in the PRC to enterprises which have made significant contribution to execute the national "Made in China 2025" strategy.

Properties development

As at 30 June 2016, "The Riverside Country" (晨與 • 翰林水郡), in Shenyang City, the PRC, has a total of 1,616 residential units in three phases, of which 1,248 units had been sold.

As at 30 June 2016, Phase I of "Seven River in Sweet" (七里香溪), in Taizhou City, the PRC, has a total of 310 residential units, of which 228 units had been sold. The construction of Phase II has been commence and is expected to be completed in the second half of 2017.

CHAIRMAN'S STATEMENT

The sales recognised for the first half of 2016 amounted to HK\$112.5 million (2015 HK\$66.4 million) with a gross profit margin of 12.9% (2015: 18.5%).

Interim dividend

The Board does not recommend the payment of interim dividend to the shareholders of the Company for the six months ended 30 June 2016.

Prospects

In the future, the Group will continue to implement its ongoing strategies. As for the handset business, more new products developed in the first half are to be launched in the second half of 2016, with most of the profit expected to come from differentiated handset and industrial application terminals. The shipment to several major domestic and overseas customers will create room for increasing profitability. The Group will continue to secure more high-end differentiated customers and increase investment in industry terminals as it broadens its product range and scope of service. Apart from strengthening close cooperation with its current and industry consumers, our future development strategy for the handset business will be to develop domestic and overseas markets.

The global IOT industry is still in a fast-growth stage and has enormous room for expansion. As such, the Group will continue to enrich and optimise 2G modules and launch 3G modules with a higher price performance ratio. Besides, the highly integrated GNSS+GSM combo module will be marketed in the second half of 2016, optimising the GNSS module product mix. As for 4G modules, this product will be the key driver of the module businesses in the future. The Group has already started delivery of 4G modules and will launch the CAT4 and CAT1 4G modules boasting stronger technology in the second half of the year. At the same time, the Group has developed Narrow Band IOT (NB-IOT) and CAT-M technologies, and will launch customised supporting modules based on the network development of operators and upon the request of customers. Building upon the good results in the past few years and the new projects we have secured from customers, and more recently have captured the world number one market share in 2015, while in the future the Group will strive to enter more high-end markets and maintain its leadership in the global IOT module application and solution market.

CHAIRMAN'S STATEMENT

The Group's vending machines offer the potential to optimise the POS burdened with higher expenses but low sales volume and reform the old vending machine payment model, and can also connect to a standardised payment platform, so the Group will also continue to enhance the development of value-added business within the intelligent automatic vending machine segment. It will step up its efforts to promote the O2O business and accelerate cooperation within the cloud-based business by working with UnionPay and banks, and use our vending machine network as a satisfactory high-frequency small-amount transaction channel, to promote the new business, hence providing marketing and channel support for them. Moreover, the Group continues to expand the cloud computing and big data service platform to support our self-developed smart home elderly service systems, health monitoring systems and vehicle anti-theft management systems and to promote these systems in both domestic and overseas markets.

Intelligent manufacturing is the latest business area that the Group has entered. It also offers the great development potential and its efforts over the years have started to bear fruit. The Group intends to increase its investment and expand its business scale into more industrial markets. Furthermore, the Group will develop the industrial internet by increasing investment in areas such as intelligent storage and logistics. In the past, our focus has been placed in replacing workers along production lines with equipment. The Group's direction in the future would be replacing workers handling simple, repetitive and mundane paper-work or desk jobs with robots, visual systems and artificial intelligence, which will increase work efficiency, eliminate human failure or error, and ultimately build an intelligent factory in which operations are digitalised, connected by networks with flexibility as described in Industry 4.0.

The management believes that the Group has reported good performances in new growth points and set effective development directions for laying a foundation for its sustainable development. The ensuing growth of its new business is set to advance the Group's overall business to new heights in the coming years.

Appreciation

The Board would like to thank our shareholders, customers, suppliers, bankers and professional advisers for their support of the Group and to extend our appreciation to all our staff for their dedication and contribution throughout the reporting period.

Yeung Man Ying

Chairman

Hong Kong, 25 August 2016

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

For the six months ended 30 June 2016 ("1H-2016"), the revenue of the Group was HK\$1,325.7 million (2015: HK\$1,124.8 million), in which the revenue from sale of handsets and solutions, wireless communication modules, display modules, internet of things business and intelligent manufacturing business (together, "core business") increased by 14.6% to HK\$1,213.2 million (2015: 1,058.4 million) as compared with that of the first half of 2015 ("1H-2015"). The revenue from the sale of residential units in Shenyang and Taizhou, PRC was HK\$112.5 million in 1H-2016 (2015: HK\$66.4 million).

The gross profit for 1H-2016 for core business of the Group increased year-on-year by 13.0% to HK\$186.8 million (2015: HK\$165.4 million). The gross profit margin for core business maintained at 15.4% (2015: 15.6%). The overall gross profit margin of the Group for 1H-2016 was 15.2% (2015: 15.8%).

As a result of the increase in revenue and the gross profit in 1H-2016, the Group achieved a profit attributable to owners of the Company of HK\$31.0 million (2015: HK\$16.5 million). The basic earnings per share for 1H-2016 was HK1.2 cents (2015: HK0.6 cents).

Segment results of core business

	Six months ended 30 June 2016			Six months ended 30 June 2015		
	Revenue HK\$'M	Gross profit HK\$'M	Gross profit margin %	Revenue HK\$'M	Gross profit HK\$'M	Gross profit margin %
Handsets and solutions	687	87	12.7	625	92	14.8
Wireless communication modules	331	50	15.0	286	44	15.3
Internet of things business	122	21	17.4	121	17	14.5
Intelligent manufacturing business	73	29	39.0	26	12	43.9
Total	1,213	187	15.4	1,058	165	15.6

MANAGEMENT DISCUSSION AND ANALYSIS

Handsets and solutions

Due to the year-on-year growth of the shipment volume of the handsets and solutions, the revenue of this segment for 1H-2016 increased 10.0% to HK\$687.0 million (2015: HK\$ 624.7 million) as compared to that of 1H-2015. However, consumer handsets, which normally accounts for a larger proportion of shipment volume and sales, recorded a lower gross profit margin, resulting in a slight decrease in gross profit and gross profit margin during 1H-2016. The gross profit margin for this segment slightly decreased to 12.7% in 1H-2016 (2015: 14.8%). The revenue of ODM business contributed to approximately 79% of the revenue of this segment in 1H-2016 (2015: 83%).

Wireless communication modules

Due to the increasing demand for the Group's wireless communication modules from domestic and overseas markets, overall shipment in 1H-2016 have risen more than 27% as compared to the same period last year. Hence, the revenue of this segment increased year-on-year by 15.6%. Benefitting from the notable growth in sales volume of 4G modules, the gross profit margin maintained at 15.0% (2015: 15.3%) despite the declining ASP of 2G and other low-end modules.

IOT business

During 1H-2016, the Group rationalised some of the POS that incurred higher rental or did not reach the sales target and tightened the cost control of rental fees over its newly-added POS. As a result, the revenue of IOT business recorded HK\$121.6 million (2015: HK\$120.9 million) in 1H-2016 while the gross profit margin increased to 17.4% (2015: 14.5%).

Intelligent manufacturing business

During 1H-2016, the Group has continued to actively expand the intelligent manufacturing business and both revenue and gross profit recorded significant growth. However, in order to secure more customers who can afford to consume our intelligent manufacturing products, the price reduction strategy adopted amidst the fierce market competition has affected the growth in gross profit margin for the period. The revenue of this segment increased to HK\$73.5 million (2015: HK\$26.5 million) and the gross profit margin decreased to 39.0% in 1H-2016 (2015: 43.9%).

MANAGEMENT DISCUSSION AND ANALYSIS

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Liquidity

As at 30 June 2016, the Group had bank balances and cash of HK\$245.7 million (31 December 2015: HK\$298.4 million), of which 76.4% was held in Renminbi, 23.4% was held in US dollars and the remaining balance was held in Hong Kong dollars. As at 30 June 2016, the Group also had pledged bank deposits of HK\$50.6 million (31 December 2015: HK\$102.9 million) in Renminbi for the purpose of the Group's borrowings. The Group intends to finance its working capital and capital expenditure plans from such bank balances. The Group has pledged certain of its assets (including bank deposits, property, plant and equipment, investment properties and land use rights) to secure the bank borrowings. The total bank borrowings of the Group amounted to HK\$205.3 million as at 30 June 2016 (31 December 2015: HK\$333.5 million), all of which carried at floating interest rates and repayable within one year.

Operating efficiency

The turnover period of inventory, trade and notes receivables, trade and notes payables of the Group for the core business are presented below:

	30 June 2016 Days	31 December 2015 Days
Inventory turnover period	114	71
Trade and notes receivables turnover period	45	33
Trade and notes payables turnover period	101	64

As at 30 June 2016, the current ratio, calculated as current assets over current liabilities, was 2.0 times (31 December 2015: 1.8 times).

MANAGEMENT DISCUSSION AND ANALYSIS

Treasury policies

The Group adopts a prudent approach in its treasury policy. The Group's surplus funds are held under fixed and savings deposits in reputable banks to earn interest income. As at 30 June 2016, the Group has entrusted a total amount of HK\$117.3 million under certain asset management agreements for an investment period from six months to one year. During 1H-2016, the Group did not have any other security or capital investments or derivative investments.

Certain sales and purchases of inventories of the Group are denominated in US dollars. Furthermore, certain trade receivables, trade payables and bank balances are denominated in US dollars, therefore exposing the Group to the currency risk of US dollars. During 1H-2016, the Group did not use any financial instrument for hedging purpose but it will consider entering into non-deliverable foreign exchange forward contracts to eliminate the foreign exchange exposures in US dollars when necessary.

Capital structure

As at 30 June 2016, the Company had 2,557,896,300 ordinary shares of HK\$0.10 each in issue.

No shares of the Company has been issued or repurchased during the period under review.

MANAGEMENT DISCUSSION AND ANALYSIS

CASH FLOW STATEMENT HIGHLIGHTS

The following is the highlights of the cash flow statement of the Group for 1H-2016 and 1H-2015:

	1H-2016 HK\$'M	1H-2015 HK\$'M
Net cash from operating activities	170.3	32.3
Capital expenditure	(41.8)	(7.3)
Proceeds on disposal of equipment	-	13.5
Development costs	(97.3)	(79.6)
Net (decrease) increase in bank borrowings	(127.0)	2.3
Deposits received for disposal of an associate	-	1.3
Net decrease in entrusted loan receivables	3.5	-
Advance from a director	-	54.6
Interests paid	(4.6)	(5.0)
Others	(8.1)	5.6
Net (decrease) increase in cash and cash equivalents (including pledged bank deposits and structured deposits)	(105.0)	17.7

GEARING RATIO

As at 30 June 2016, the total assets value of the Group was HK\$3,253.3 million (31 December 2015: HK\$3,396.1 million) and the bank borrowings was HK\$205.3 million (31 December 2015: HK\$333.5 million). The gearing ratio of the Group, calculated as total bank borrowings over total assets, was 6.3% (31 December 2015: 9.8%).

MANAGEMENT DISCUSSION AND ANALYSIS

EMPLOYEES

As at 30 June 2016, the Group had approximately 2,410 (31 December 2015: 2,600) employees. The Group operates a mandatory provident fund retirement benefits scheme for all its employees in Hong Kong, and provides its PRC employees with welfare schemes as required by the applicable laws and regulations of the PRC. The Group also offers discretionary bonuses and may grant share options under the share option scheme of the Company to its employees by reference to individual performance and the performance of the Group.

EMOLUMENT POLICY

The emolument policy of the employees of the Group is set by the human resources department. The Group seeks to provide remuneration packages on the basis of the merit, qualifications and competence of the employees.

The emoluments of the Directors and senior management of the Company are reviewed by the remuneration committee of the Board, having regard to factors including the Group's operating results, responsibilities of the Directors and senior management and comparable market statistics.

The Company adopted a post-listing share option scheme ("Post-IPO Share Option Scheme") on 30 May 2005 and a new share option scheme ("New Share Option Scheme") on 2 June 2016. The primary purpose of both schemes is to motivate the eligible persons referred to in the scheme, which include executive Directors and employees of the Group, to optimise their future contributions to the Group and to reward them for their efforts.

FUTURE PLANS FOR MATERIAL INVESTMENT

As at 30 June 2016, the Group did not have any other plans for material investment or capital assets save as disclosed in this report.

MANAGEMENT DISCUSSION AND ANALYSIS

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE

During 1H-2016, the Group did not have any material acquisition or disposal of subsidiaries, associates or joint ventures.

CONTINGENT LIABILITIES

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

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE SIX MONTHS ENDED 30 JUNE 2016

		Six months ended 30 June	
		2016	2015
		HK\$'000	HK\$'000
	NOTES	(unaudited)	(unaudited)
Revenue	3	1,325,658	1,124,772
Cost of sales		(1,124,405)	(947,133)
Gross profit		201,253	177,639
Other income	5	32,926	48,009
Other gains and losses	5	(3,391)	(3,702)
Research and development expenses		(41,280)	(71,465)
Selling and distribution costs		(64,828)	(55,107)
Administrative expenses		(67,027)	(58,859)
Share of results of associates		(747)	(473)
Finance costs		(4,639)	(4,972)
Profit before taxation		52,267	31,070
Taxation	6	(19,518)	(13,910)
Profit for the period	7	32,749	17,160
Profit for the period attributable to:			
Owners of the Company		31,012	16,465
Non-controlling interests		1,737	695
		32,749	17,160
Earnings per share (HK cents)	9		
Basic		1.2	0.6
Diluted		1.2	0.6

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2016

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Profit for the period	32,749	17,160
Other comprehensive income (expense):		
Items that may not be subsequently reclassified to profit or loss for the period:		
Exchange difference arising on translation to presentation currency	(5,026)	2,609
Total comprehensive income for the period	27,723	19,769
Total comprehensive income attributable to:		
Owners of the Company	26,846	19,004
Non-controlling interests	877	765
	27,723	19,769

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30 JUNE 2016

		30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
	NOTES		
Non-current assets			
Investment properties	10	358,187	355,981
Property, plant and equipment	10	408,292	405,976
Land use rights		89,188	91,605
Intangible assets	10	138,725	117,017
Deferred tax assets	12	45,049	45,487
Finance lease receivables		2,778	3,184
Interests in associates		4,586	5,333
Available-for-sale investments		16,875	16,875
Entrusted loan receivables	13	–	47,360
Consideration receivable	19	1,687	1,806
		1,065,367	1,090,624
Current assets			
Inventories		613,131	668,271
Finance lease receivables		8,535	9,954
Properties under development for sale		272,546	227,010
Properties held for sale		293,125	340,681
Trade and notes receivables	14	305,273	292,356
Other receivables, deposits and prepayments		249,836	254,709
Amount due from an associate	16	1,400	–
Amounts due from non-controlling shareholders of subsidiaries	16	2,694	8,504
Consideration receivable	19	704	754
Entrusted loan receivables	13	117,300	74,592
Pledged bank deposits		50,580	102,864
Bank balances and cash		245,687	298,386
		2,160,811	2,278,081
Asset classified as held for sale	11	27,119	27,384
		2,187,930	2,305,465

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		30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
	NOTES		
Current liabilities			
Trade and notes payables	15	488,112	628,401
Other payables, deposits received and accruals		325,631	236,260
Amount due to a non-controlling shareholder of a subsidiary	16	37,067	46,911
Amount due to an associate	16	—	3,501
Bank borrowings	17	205,275	333,520
Tax payable		19,438	8,229
		1,075,523	1,256,822
Liability associated with asset classified as held for sale	11	24,574	24,805
		1,100,097	1,281,627
Net current assets		1,087,833	1,023,838
		2,153,200	2,114,462
Capital and reserves			
Share capital	18	255,790	255,790
Reserves		1,668,287	1,639,989
Equity attributable to owners of the Company		1,924,077	1,895,779
Non-controlling interests		102,644	102,605
Total equity		2,026,721	1,998,384
Non-current liabilities			
Deferred tax liabilities	12	68,252	63,528
Deferred income		58,227	52,550
		126,479	116,078
		2,153,200	2,114,462

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTHS ENDED 30 JUNE 2016

	Attributable to owners of the Company												
	Share capital HK\$'000	Share premium HK\$'000	Statutory surplus reserve HK\$'000 (Note a)	Other reserve HK\$'000 (Note b)	Share option reserve HK\$'000	Properties revaluation reserve HK\$'000	Capital redemption reserve HK\$'000	Translation reserve HK\$'000	Accumulated profits HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	Total HK\$'000	
At 1 January 2015 (audited)	255,750	831,188	27,599	97,091	32,374	102,827	2,282	261,495	301,405	1,912,011	86,443	1,998,454	
Profit for the period	-	-	-	-	-	-	-	-	16,465	16,465	695	17,160	
Other comprehensive income for the period	-	-	-	-	-	-	-	2,539	-	2,539	70	2,609	
Total comprehensive income for the period	-	-	-	-	-	-	-	2,539	16,465	19,004	765	19,769	
Issue of new shares upon exercising of share options	40	101	-	-	-	-	-	-	-	141	-	141	
Transfer upon exercise of share options	-	74	-	-	(74)	-	-	-	-	-	-	-	
Acquisitions of non-wholly owned subsidiaries	-	-	-	-	-	-	-	-	-	-	5,627	5,627	
Share options lapsed	-	-	-	-	(3,400)	-	-	-	3,400	-	-	-	
Recognition of equity settled share-based payments	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452	
At 30 June 2015 (unaudited)	255,790	831,363	27,599	97,091	30,352	102,827	2,282	264,034	321,270	1,932,608	92,835	2,025,443	
At 1 January 2016 (audited)	255,790	831,363	40,623	97,091	30,888	102,827	2,282	177,573	357,342	1,895,779	102,605	1,998,384	
Profit for the period	-	-	-	-	-	-	-	-	31,012	31,012	1,737	32,749	
Other comprehensive income for the period	-	-	-	-	-	-	-	(4,168)	-	(4,168)	(860)	(5,028)	
Total comprehensive income for the period	-	-	-	-	-	-	-	(4,168)	31,012	26,846	877	27,723	
Share options lapsed	-	-	-	-	(4,125)	-	-	-	4,125	-	-	-	
Recognition of equity settled share-based payments	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452	
Capital injection from non-controlling shareholders of subsidiaries	-	-	-	-	-	-	-	-	-	-	1,382	1,382	
Capital reduction of non-wholly owned subsidiaries	-	-	-	-	-	-	-	-	-	-	(2,220)	(2,220)	
Transfer to statutory surplus reserve	-	-	3,955	-	-	-	-	-	(3,955)	-	-	-	
At 30 June 2016 (unaudited)	255,790	831,363	44,578	97,091	28,215	102,827	2,282	173,407	388,524	1,924,077	102,644	2,026,721	

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Notes:

- (a) As stipulated by the relevant laws and regulations of the People's Republic of China ("PRC"), before distribution of the net profit each year, the subsidiaries established in the PRC shall set aside 10% of their net profit after taxation for the statutory surplus reserve fund (except where the reserve has reached 50% of the subsidiaries' registered capital). The reserve fund can only be used, upon approval by the board of directors of the relevant subsidiaries and by the relevant authority, to offset accumulated losses or increase capital.
- (b) Other reserve was arisen from the reorganisation in preparation for the listing of the Company's shares on the Main Board of The Stock Exchange of Hong Kong Limited.

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2016

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
OPERATING ACTIVITIES		
Operating cash flows before movements in working capital	159,483	125,826
Decrease (increase) in properties under development for sales and properties held for sales	2,020	(6,576)
Other movements in working capitals	2,048	(87,293)
Cash generated from operations	163,551	31,957
Interest received	8,736	8,666
Tax paid	(2,012)	(8,318)
NET CASH FROM OPERATING ACTIVITIES	170,275	32,305
INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(41,828)	(7,339)
Proceeds on disposal of property, plant and equipment	—	13,497
Expenditure paid for intangible assets	(97,256)	(79,602)
Deposits received for disposal of an associate	—	1,256
Net cash from disposal of a subsidiary	—	(465)
Net cash from acquisitions of subsidiaries	—	5,629
Injection from non-controlling shareholders of subsidiaries	4,972	—
Investment in entrusted loan receivables	(35,190)	(50,240)
Receipt of entrusted loan receivables	38,709	50,240
Withdrawal of structured deposits	—	22,642
Placement of pledged bank deposits	(50,968)	(58,702)
Withdrawal of pledged bank deposits	102,690	74,358
NET CASH USED IN INVESTING ACTIVITIES	(78,871)	(28,726)

INTERIM FINANCIAL STATEMENTS

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
FINANCING ACTIVITIES		
New bank borrowings raised	159,570	323,776
Repayments of bank borrowings	(286,566)	(321,477)
Interest paid	(4,639)	(4,972)
Advance from a director	–	54,600
Repayment to non-controlling shareholders of subsidiaries	(9,397)	–
Net proceeds from issue of shares upon exercise of share options	–	141
NET CASH (USED IN) FROM FINANCING ACTIVITIES	(141,032)	52,068
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(49,628)	55,647
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	298,386	291,762
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	(3,071)	232
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD, REPRESENTED BY BANK BALANCES AND CASH	245,687	347,641

INTERIM FINANCIAL STATEMENTS

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

1. GENERAL INFORMATION AND BASIS OF PREPARATION

The Company was incorporated in Bermuda as an exempted company under the Companies Act 1981 of Bermuda (as amended) with limited liability.

The company is an investment holding company. The principal activities of its subsidiaries are the manufacturing, design and development and sale of display modules, handsets and solutions, wireless communication modules, carrying out internet of things business and intelligent manufacturing business and property development in the PRC.

The functional currency of the Company is Renminbi ("RMB"). The condensed consolidated financial statements are presented in Hong Kong dollars ("HK\$"), as the Directors of the Company consider that it is a more appropriate presentation for a company listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and for the convenience of the shareholders.

The condensed consolidated financial statements of the Group have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting" issued by the International Accounting Standards Board ("IASB") as well as the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period.

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

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In the current interim period, the Group has applied, for the first time, certain amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") that are mandatorily effective for the current interim period. The application of the above amendments to HKFRSs in the current interim period has had no material effect on the amounts reported in these condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

3. REVENUE

Revenue represents the amounts received and receivable for goods sold net of discounts and sales related taxes, interest income generated from equipment financial leasing to outsiders and service income generated from service provided to outsiders.

4. SEGMENT INFORMATION

Segment information is presented based on internal reports about components of the Group that are regularly reviewed by the chief operating decision maker, being the executive directors, for the purpose of allocating resources to segments and assessing their performance.

During the six-month period ended 30 June 2016, the Group was organised into six (2015: six) reportable and operating segments, being sale of handsets and solutions, sale of wireless communication modules, internet of things business, intelligent manufacturing business, sale of display modules and property development.

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Six months ended 30 June 2016 (unaudited)

	Sale of handsets and solutions HK\$'000	Sale of wireless communication modules HK\$'000	Internet of things business HK\$'000 (Note)	Intelligent manufacturing business HK\$'000	Sale of display modules HK\$'000	Property development HK\$'000	Segment total HK\$'000	Consolidated HK\$'000
Revenue								
External sales	687,030	331,019	121,613	73,463	-	112,533	1,325,658	1,325,658
Segment profit	8,404	25,255	181	5,687	-	4,922	44,449	44,449
Other income and other gains and losses								26,189
Share of results of associates								(747)
Corporate expenses								(12,985)
Finance costs								(4,639)
Profit before taxation								52,267

INTERIM FINANCIAL STATEMENTS

Six months ended 30 June 2015 (unaudited)

	Sale of handsets and solutions HK\$'000	Sale of wireless communication modules HK\$'000	Internet of things business HK\$'000 (Note)	Intelligent manufacturing business HK\$'000	Sale of display modules HK\$'000	Property development HK\$'000	Segment total HK\$'000	Consolidated HK\$'000
Revenue								
External sales	624,693	286,359	120,887	26,460	-	66,373	1,124,772	1,124,772
Segment profit (loss)	8,121	29,124	(5,509)	(8,883)	(5,288)	3,887	21,452	21,452
Other income and other gains and losses								24,059
Share of result of an associate								(473)
Corporate expenses								(8,996)
Finance costs								(4,972)
Profit before taxation								31,070

Note: The internet of things business is still in a developing stage in the current period. The revenue of this segment represents the income generated from equipment finance lease service, sale of goods to vending machine customers and franchisees, and provision of procurement agency service.

INTERIM FINANCIAL STATEMENTS

Segment result represents the financial result by each segment without allocation of gain from changes in fair values of investment properties, rental income, interest income, unallocated exchange loss (gain), loss on disposal of property, plant and equipment, share of results of associates, corporate expenses, finance costs and taxation.

The following is an analysis of the Group's assets and liabilities by reportable and operating segments:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Segment assets		
Sale of handsets and solutions	839,599	1,057,811
Sale of wireless communication modules	444,241	348,219
Internet of things business	214,471	211,472
Intelligent manufacturing business	226,214	135,349
Sale of display modules	—	—
Property development	611,901	602,675
Total segment assets	2,336,426	2,355,526
Segment liabilities		
Internet of things business	14,168	12,673
Property development	210,956	132,627
Sale of display modules	—	—
Intelligent manufacturing business	79,591	49,914
Attributable to operating segments other than sale of display modules, internet of things business, intelligent manufacturing business and property development (<i>Note</i>)	561,973	736,504
Total segment liabilities	866,688	931,718

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For the purposes of monitoring segment performances and allocating resources between segments, all assets are allocated to reportable and operating segments other than investment properties, certain property, plant and equipment, certain land use rights, interests in associates, entrusted loan receivables, consideration receivable, amounts due from non-controlling shareholders of subsidiaries, pledged bank deposits, bank balances and cash, available-for-sale investments, deferred tax assets, certain other receivables, deposits and prepayments, amount due from an associate and asset classified as held for sale. Assets used jointly by operating segments are allocated on the basis of the revenues earned by individual operating segments.

Note: Other than liabilities specifically identified for reportable and operating segments on sale of display modules, internet of things business, intelligent manufacturing business and property development, the remaining liabilities are allocated between payables jointly consumed by reportable and operating segments of sale of handsets and solutions and sale of wireless communication modules and corporate liabilities. Corporate liabilities include certain other payables, deposits received and accruals, amount due to an associate, amounts due to non-controlling shareholders of subsidiaries, tax payable, bank borrowings, deferred tax liabilities and liability associated with asset classified as held for sale.

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5. OTHER INCOME/OTHER GAINS AND LOSSES

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Other income		
Refund of Value Added Tax ("VAT") (Note i)	4,289	2,274
Government grants (Note ii)	7,761	16,970
Interest income earned on bank balances and structured deposits	1,781	2,768
Interest income earned on entrusted loan receivables	3,746	5,898
Rental income (Less: outgoings of HK\$200,000 (six months ended 30 June 2015: HK\$201,000))	15,187	15,468
Others	162	4,631
	32,926	48,009
Other gains and losses		
Loss on disposal of property, plant and equipment	(713)	(2,216)
Impairment loss recognised in respect of property, plant and equipment	–	(4,506)
Net foreign exchange (loss) gain	(3,489)	539
Changes in fair values of investment properties	5,555	290
Gain on disposal of a subsidiary (Note 19)	–	2,191
Net allowance for bad and doubtful debts	(4,744)	–
	(3,391)	(3,702)

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Notes:

- (i) Shanghai Simcom Limited ("Shanghai Simcom"), Shanghai Simcom Wireless Solutions Limited ("Simcom Wireless") and Shenzhen Zhuoxuda Technology Development Company Limited are engaged in the business of distribution of self-developed and produced software and the development of automated test equipment and software. Under the current PRC tax regulation, they are entitled to a refund of VAT paid for sales of self-developed and produced software and the development of automated test software in the PRC.
- (ii) During the six months ended 30 June 2015, the amount included HK\$14,681,000 related to a conditional government grant granted to the Group in prior years. In the opinion of the Directors, during the period ended 30 June 2015, the conditions attached to the government grant had been all fulfilled, amongst others, including the completed works were approved and verified by government officers. Therefore, government grants of HK\$14,681,000 was recognised to profit or loss during the six months ended 30 June 2015. As at 30 June 2016, the amount has yet been received and hence the amount was included in other receivables, deposits and prepayments.

The amount includes HK\$3,775,000 (six months ended 30 June 2015: HK\$329,000) unconditional government grants received during the period which was granted to encourage for the Group's research and developments activities in the PRC.

In addition, during the current period, the Group received HK\$9,363,000 (six months ended 30 June 2015: HK\$8,022,000) government grants towards the cost of development on wireless communication modules and handset modules in Shanghai and Shenyang. The amounts received were deferred and transferred to other income to match actual expenditure used in research and development activities and HK\$3,986,000 (six months ended 30 June 2015: HK\$1,960,000) was recognised in the profit or loss during the period.

As at 30 June 2016, an amount of HK\$63,477,000 (31 December 2015: HK\$58,687,000) remained to be amortised and is included in other payables (for current portion) and deferred income (for non-current portion).

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6. TAXATION

	Six months ended 30 June	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Taxation comprises:		
PRC Enterprise Income Tax ("EIT")	(12,778)	(10,254)
PRC Land Appreciation Tax ("LAT")	(2,251)	(1,325)
Overprovisions on PRC EIT in previous years	985	1,096
Deferred tax charge (<i>Note 12</i>)	(5,474)	(3,427)
Taxation for the period	(19,518)	(13,910)

No provision for Hong Kong Profits Tax has been made for both periods as the Company and its subsidiaries have no assessable profits arising in Hong Kong.

EIT is calculated at the rates prevailing in the relevant districts of the PRC taking relevant tax incentives into account. Shanghai Simcom, Simcom Wireless and Shanghai Sunrise Simcom Limited ("Shanghai Sunrise Simcom") are classified as New and High Technology Enterprise and is entitled to adopt a tax rate of 15% (six months ended 30 June 2015: Shanghai Simcom was classified as Key Production Enterprise and was entitled to adopt an applicable tax rate of 10%). The relevant annual tax rate used for PRC Enterprise Income Tax for the Group's subsidiaries ranged from 15% to 25% (six months ended 30 June 2015: 10% to 25%).

The provision of LAT is estimated according to the requirements set forth in the relevant tax laws and regulations of the PRC, which is charged at progressive rates ranging from 30% to 60% (six months ended 30 June 2015: 30% to 60%) of the appreciation value, with certain allowable deductions.

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7. PROFIT FOR THE PERIOD

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Profit for the period is arrived at after charging:		
Amortisation of intangible assets (included in cost of sales)	74,286	47,041
Less: Amount capitalised in development costs classified as intangible assets	(177)	(586)
	74,109	46,455
Amortisation of land use rights	1,578	1,477
Depreciation of property, plant and equipment	34,534	37,060
Less: Amount capitalised in development costs classified as intangible assets	(1,516)	(1,519)
	33,018	35,541
Staff costs including directors' emoluments	147,114	136,132
Share-based payments	1,452	1,452
Less: Amount capitalised in development costs classified as intangible assets	(62,612)	(48,577)
	85,954	89,007
Operating lease rentals in respect of land and buildings	4,795	4,294
Less: Amount capitalised in development costs classified as intangible assets	(1,434)	(756)
	3,361	3,538
Cost of inventories recognised as expense (included in cost of sales)	1,000,287	870,295
Cost of properties sold (included in cost of sales)	98,068	54,102

INTERIM FINANCIAL STATEMENTS

8. DIVIDENDS

The Directors do not recommend the payment of an interim dividend for six months ended 30 June 2016 and 2015.

9. EARNINGS PER SHARE

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

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Earnings		
Earnings for the purposes of basic and diluted earnings per share (profit for the period attributable to the owners of the Company)	31,012	16,465
	'000	'000
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings per share	2,557,897	2,557,596
Effect of dilutive potential ordinary shares – share options	2,469	62,613
Weighted average number of ordinary shares for the propose of diluted earnings per share	2,560,366	2,620,209

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The computation of diluted earnings per share for the six months ended 30 June 2016 and 2015 did not assume the exercise of certain of the Company's share options because the exercise price of these options was higher than the average market price for both six month periods ended 30 June 2016 and 2015.

10. MOVEMENTS IN INVESTMENT PROPERTIES, PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Investment properties

The fair value of the Group's investment properties at 30 June 2016 and 31 December 2015 have been arrived at on the basis of a valuation carried out on that date by Vigers Appraisal & Consulting Limited, an independent qualified professional valuer not related to the Group.

The fair value was determined based on the income capitalisation approach, where the market rentals of all lettable units of the properties are assessed and discounted at the market yield expected by investors for this type of properties. The market rentals are assessed based on estimates of future cash flows, supported by the terms of existing lease and reasonable and supportable assumptions that represent what knowledgeable willing parties would assume about rental income for future leases in the light of current conditions. The rate is determined by reference to the yields derived from analysing the sales transactions of similar commercial properties in Shanghai. There has been no change from the valuation technique used in the prior year.

In estimating the fair value of the properties, the highest and best use of the properties is their current use. At the end of the reporting period, the chief financial officer of the Group works closely with the independent qualified professional valuer to establish and determine the appropriate valuation techniques and inputs. Where there is a material change in the fair value of the assets, the causes of the fluctuations will be reported to the management of the Group.

The fair value of investment properties as at 30 June 2016 is HK\$358,187,000 (31 December 2015: HK\$355,981,000) and a fair value gain of HK\$5,555,000 (six months ended 30 June 2015: HK\$290,000) have been recognised directly in profit or loss for the six months ended 30 June 2016.

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Property, plant and equipment

During the current interim period, additions to the Group's property, plant and equipment amounted to HK\$41,828,000 (six months ended 30 June 2015: HK\$7,339,000).

During the current interim period, the Group disposed of certain property, plant and equipment with an aggregate carrying amount of HK\$713,000 (six months ended 30 June 2015: HK\$15,713,000) for cash proceeds of HK\$nil (six months ended 30 June 2015: HK\$13,497,000), resulting in a loss on disposal of HK\$713,000 (six months ended 30 June 2015: HK\$2,216,000).

During the six months ended 30 June 2015, the Group recognised impairment loss of HK\$4,506,000 to its property, plant and equipment.

Intangible assets

During the current interim period, additions to the Group's intangible assets amounted to HK\$97,256,000 (six months ended 30 June 2015: HK\$79,602,000) including addition to development costs of HK\$97,246,000 (six months ended 30 June 2015: HK\$78,699,000) for development projects on the products.

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11. ASSET CLASSIFIED AS HELD FOR SALE/LIABILITY ASSOCIATED WITH ASSET CLASSIFIED AS HELD FOR SALE

As at 30 June 2016, the Group held 30% equity interest in Xian Helicopter Co., Ltd. ("Xian Helicopter"), a company registered in the PRC with carrying amount of HK\$27,119,000 (31 December 2015: HK\$27,384,000). The principal activity of Xian Helicopter is provision of industrial use helicopter services in the PRC.

During the year ended 31 December 2014, the Group entered into a sale and purchase agreement with the existing major shareholder of Xian Helicopter to dispose of the Group's entire 30% equity interest in Xian Helicopter for a consideration of RMB26,160,000 which will be settled by three instalments. As at 30 June 2016, part of the consideration amounting to RMB20,950,000 (31 December 2015: RMB20,950,000) has been received by the Group and the remaining RMB5,210,000 (31 December 2015: RMB5,210,000) has not been settled. The transaction will be completed upon the receipt of the full consideration by the Group. As at 30 June 2016, the interest in Xian Helicopter of HK\$27,119,000 (31 December 2015: HK\$27,384,000) has been classified as asset classified as held for sale and the consideration received of HK\$24,574,000 (31 December 2015: HK\$24,805,000) has been classified as liability associated with asset classified as held for sale.

The sale proceeds exceed the carrying amount of the interest in Xian Helicopter and, accordingly, no impairment loss has been recognised.

INTERIM FINANCIAL STATEMENTS

12. DEFERRED TAXATION

The followings are the major deferred tax (liabilities) assets recognised by the Group and the movement thereon during the current period:

	Development cost capitalised HK\$'000	Write-down of inventories and trade receivables HK\$'000	Impairment of property, plant and equipment HK\$'000	Revaluation of investment properties HK\$'000	Total HK\$'000
At 31 December 2015 (audited)	(9,830)	28,333	17,154	(53,698)	(18,041)
Exchange differences	240	(279)	(159)	510	312
Charge to profit or loss (Note 6)	(4,085)	-	-	(1,389)	(5,474)
At 30 June 2016 (unaudited)	(13,675)	28,054	16,995	(54,577)	(23,203)

The following is the analysis of the deferred tax balances for financial reporting purposes:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Deferred tax assets	45,049	45,487
Deferred tax liabilities	(68,252)	(63,528)
	(23,203)	(18,041)

INTERIM FINANCIAL STATEMENTS

13. ENTRUSTED LOAN RECEIVABLES

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Carrying amount receivable based on maturity set out in the loan agreements		
Within one year	117,300	74,592
More than one year but less than two years	–	47,360
	117,300	121,952

As at 30 June 2016, the Group's wholly owned subsidiary, Shanghai Suncom Logistics Limited ("Suncom Logistics") had an entrusted loan agreement with Bank of Communications. Pursuant to the agreement, Suncom Logistics entrusted an aggregated amount of RMB30,000,000 (equivalent to approximately HK\$35,190,000) to a specific corporate borrower at an interest rate of 10% per annum. Bank of Communications acted as the trustee of the entrusted loan for a trustee fee of 0.1% per month. This entrusted loan will be matured in April 2017.

As at 30 June 2016, the Group's wholly owned subsidiary, Suncom Logistics had two entrusted loan agreements with China Fortune Securities Co. Ltd. ("China Fortune") and China Minsheng Banking Corp., Ltd. Shanghai Branch ("Minsheng Bank"). Pursuant to these agreements, Suncom Logistics entrusted an aggregated amount of RMB40,000,000 (30 June 2016: equivalent to approximately HK\$46,920,000; 31 December 2015: equivalent to approximately HK\$47,360,000) to a specific corporate borrower at an interest rate of 9.25% per annum. China Fortune acted as a manager to manage the entrusted loan for a management fee of 1.2% per annum and Minsheng Bank acted as the trustee of the entrusted loan for a trustee fee of 0.05% per month. These entrusted loans will be matured in April 2017.

INTERIM FINANCIAL STATEMENTS

As at 30 June 2016, Suncom Logistics also had an entrusted loan agreement with Shanghai Pudong Development Bank. Pursuant to the agreement, Suncom Logistics entrusted an aggregated amount of RMB30,000,000 (30 June 2016: equivalent to approximately HK\$35,190,000; 31 December 2015: equivalent to approximately HK\$35,520,000) to a specific corporate borrower at an interest rate of 8.6% per annum. Shanghai Pudong Development Bank acted as the trustee of the entrusted loan for a trustee fee of 0.1% per month. This entrusted loan will be matured in August 2016.

As at 31 December 2015, the Group's wholly owned subsidiary, Simcom Wireless, had an entrusted loan agreement with Agricultural Bank of China. Pursuant to the agreement, Simcom Wireless entrusted an aggregated amount of RMB33,000,000 (equivalent to approximately HK\$39,072,000) to a specific corporate borrower at an interest rate of 10% per annum. Agricultural Bank of China acted as the trustee of this entrusted loan. Trustee fee of 0.05% per month is charged by Agricultural Bank of China. This entrusted loan matured in October 2015, and had been extended to April 2016 pursuant to an extension loan agreement signed during the year ended 31 December 2015. The entrusted loan has been fully settled during the period ended 30 June 2016.

As at 30 June 2016 and 31 December 2015, no entrusted loan receivables have been past due or impaired.

All the Group's entrusted loan receivables are denominated in RMB, which is the functional currency of the respective group companies.

INTERIM FINANCIAL STATEMENTS

14. TRADE AND NOTES RECEIVABLES

The normal credit period given on sale of goods relating to handsets and solutions, display modules and wireless communication modules is 0-90 days. A longer period is granted to a few customers with whom the Group has a good business relationship and which are in sound financial condition. There is no credit given to sales of properties.

The following is an aged analysis of trade receivables, net of allowance for bad and doubtful debts, as well as notes receivables presented based on the invoice dates at the end of the reporting period, which approximated the revenue recognition dates:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
0-30 days	173,300	169,379
31-60 days	74,006	75,372
61-90 days	42,872	26,913
91-180 days	10,341	3,688
Over 180 days	36,267	30,964
	336,786	306,316
Less: Accumulated allowances	(35,966)	(31,551)
Trade receivables	300,820	274,765
Notes receivables (Note)		
0-30 days	3,490	17,591
91-180 days	963	-
	4,453	17,591
	305,273	292,356

Note: Notes receivables represent the promissory notes issued by banks received from the customers.

INTERIM FINANCIAL STATEMENTS

15. TRADE AND NOTES PAYABLES

Trade and notes payables (other than for the construction of properties held for sale) principally comprise amounts outstanding for trade purchases. The normal credit period taken for trade purchases is 30-90 days.

Payables and accrued expenditure on construction of properties held for sale comprise construction costs and other project-related expenses which are payable based on project progress measured by the Group.

An aged analysis of the Group's trade and notes payables at the end of the reporting period presented based on the invoice dates for trade payables or date of issuance for notes payables is as follows:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
0-30 days	347,843	569,902
31-60 days	116,360	35,444
61-90 days	8,112	4,112
Over 90 days	15,797	18,943
	488,112	628,401

16. AMOUNTS DUE FROM/TO NON-CONTROLLING SHAREHOLDERS OF SUBSIDIARIES AND AN ASSOCIATE

Amounts due from/to non-controlling shareholders and an associate are unsecured, interest-free and repayable on demand.

INTERIM FINANCIAL STATEMENTS

17. BANK BORROWINGS

During the period, the Group obtained new short-term bank borrowings with total amount of HK\$159,570,000 (six months ended 30 June 2015: HK\$323,776,000). The bank borrowings carry variable interest ranging from 1.6% to 3.8% per annum (six months ended 30 June 2015: London Interbank Offer Rate plus a spread ranged from 1.0% to 3.6% per annum) and are repayable within one year. Pursuant to the loan agreements, the bank borrowings were secured by investment properties, property, plant and equipment, land use rights and bank deposits.

18. SHARE CAPITAL

	Number of shares '000	Share capital HK\$'000
<hr/>		
Ordinary shares of HK\$0.1 each		
Authorised:		
At 1 January 2016 and 30 June 2016	3,000,000	300,000
	<hr/>	<hr/>
Issued:		
At 1 January 2016 and 30 June 2016	2,557,897	255,790
	<hr/>	<hr/>
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INTERIM FINANCIAL STATEMENTS

19. DISPOSAL OF A SUBSIDIARY

During the six months ended 30 June 2015, the Group disposed of its 60% equity interest in 上海鼎希物聯網科技有限公司 (unofficial English name being Shanghai Dingxi Internet of Things Technology Limited) ("Shanghai Dingxi") at a total consideration of RMB4,000,000 to the non-controlling shareholder ("Purchaser") of Shanghai Dingxi ("Disposal"). The consideration will be satisfied by cash, of which (i) the first instalment of RMB1,200,000 will be settled at the date of the completion of the Disposal; (ii) the second instalment of RMB600,000 will be settled on the 90th day of the date of the completion of the Disposal; and (iii) the final instalment of RMB2,200,000 will be settled at the third anniversary date of the date of completion of the Disposal. The settlement date of final instalment of RMB2,200,000 could be delayed to the sixth anniversary date of the date of completion of the Disposal at the discretion of the Purchaser. Fair value of the consideration receivable is estimated by using discounted cash flow method with imputed interest rate of 7.345% per annum at initial recognition and subsequently measured at amortised cost. As at 30 June 2016, the unsettled consideration of RMB2,038,000 (30 June 2016: equivalent to approximately HK\$2,391,000, 31 December 2015: equivalent to approximately HK\$2,560,000) was recorded as consideration receivable in the condensed consolidated statement of financial position.

Gain on disposal of a subsidiary of HK\$2,191,000 was recognised to profit or loss during the six months ended 30 June 2015.

INTERIM FINANCIAL STATEMENTS

20. OPERATING LEASE ARRANGEMENTS

The Group as lessee

At the end of the reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Within one year	1,659	3,553
In the second to fifth year inclusive	781	1,597
	2,440	5,150

The Group as lessor

At the end of the reporting period, the Group had contracted with tenants for the following future minimum lease payments:

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Within one year	29,746	26,500
In the second to fifth year inclusive	58,555	39,410
After five years	3,623	1,692
	91,924	67,602

INTERIM FINANCIAL STATEMENTS

21. COMMITMENTS

	30 June 2016 HK\$'000 (unaudited)	31 December 2015 HK\$'000 (audited)
Expenditure in respect of investment in an associate contracted for but not provided in the condensed consolidated financial statements	4,692	4,736
Expenditure in respect of properties under development for sale contracted for but not provided in the condensed consolidated financial statements	87,366	158,672

22. MAJOR NON-CASH TRANSACTIONS

During the six months ended 30 June 2016, the capital injection of HK\$520,000 from non-controlling shareholders of certain non-wholly owned subsidiaries remained unsettled and included in amounts due from non-controlling shareholders of subsidiaries as at 30 June 2016. As at 30 June 2016, total unsettled capital injection due from non-controlling shareholders of subsidiaries amounted to HK\$2,694,000.

During the six months ended 30 June 2015, the Group recognised a government grant of HK\$14,681,000 to profit or loss, and the amount remained unsettled and included in other receivables, deposits and prepayments as at 30 June 2015. As at 30 June 2016, the amount remained unsettled and continued to be included in other receivables, deposits and prepayments.

During the six months ended 30 June 2015, the purchase consideration of property, plant and equipment amounting to HK\$4,800,000 remained unsettled and included in other payables, deposits received and accruals as at 30 June 2015.

INTERIM FINANCIAL STATEMENTS

23. RELATED PARTY TRANSACTIONS

During the six month period ended 30 June 2015, interest of HK\$775,000 was charged for the amount due to a director.

The remuneration of key management during the period was as follows:

	Six months ended 30 June	
	2016	2015
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Short term benefits	2,928	3,221
Post-employment benefits	164	177
	3,092	3,398

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITION IN SHARES

As at 30 June 2016, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) ("SFO")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules"), were as follows:

Long position in the shares of the Company

Name of Director	Nature of interest	Total number of ordinary shares of the Company	Underlying shares of the Company	Total	Approximate percentage of interest in the Company (note 3)
Mr Wong Cho Tung	Corporate interest (note 1)	1,209,084,000		1,209,084,000	47.27%
	Personal interest	3,098,000		3,098,000	0.12%
	Total			1,212,182,000	47.39%
Ms Yeung Man Ying	Corporate interest (note 2)	734,857,000		734,857,000	28.73%
	Personal interest	3,418,000		3,418,000	0.13%
	Total			738,275,000	28.86%
Ms Tang Rongrong	Personal interest	-	4,446,000	4,446,000	0.17%
Mr Chan Tat Wing Richard	Personal interest	-	5,382,000	5,382,000	0.21%
Mr Liu Hong	Personal interest	-	1,446,120	1,446,120	0.06%
Mr Liu Jun	Personal interest	1,000,000	936,000	1,936,000	0.08%

OTHER INFORMATION

Notes:

1. Mr Wong Cho Tung ("Mr Wong") controls more than one-third of the voting power of Info Dynasty Group Limited ("Info Dynasty"). Mr Wong is therefore deemed to be interested in all the 734,857,000 shares held by Info Dynasty in the Company by virtue of Part XV of the SFO. Both Intellipower Investments Limited ("Intellipower") and Simcom Limited ("Simcom (BVI)") are wholly-owned by Mr Wong and he is therefore deemed to be interested in all the 454,227,000 shares and 20,000,000 shares held by Intellipower and Simcom (BVI) respectively in the Company by virtue of Part XV of the SFO respectively.
2. Ms Yeung Man Ying ("Mrs Wong"), the spouse of Mr Wong, controls more than one-third of the voting power of Info Dynasty. Mrs Wong is therefore deemed to be interested in all the 734,857,000 shares held by Info Dynasty by virtue of Part XV of the SFO.
3. Calculation of percentage of interest in the Company is based on the issued share capital of 2,557,896,300 shares of the Company as at 30 June 2016.

As at 30 June 2016, save as disclosed above, none of the Directors, chief executives of the Company or their associates had any interests or short positions, whether beneficial or non-beneficial, in the shares, underlying shares or debentures of the Company or any of its associated corporations as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

OTHER INFORMATION

SUBSTANTIAL SHAREHOLDERS' OR OTHERS' INTERESTS IN THE SECURITIES OF THE COMPANY

Based on the necessary enquiry by the Company, at 30 June 2016, the interests and short positions of other persons (other than Directors or chief executives of the Company) in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO were as follows:

Name of shareholder	Nature of interest	Total number of ordinary shares of the Company	Approximate percentage of interest in the Company (note 1)
Info Dynasty (note 2)	Personal interest	734,857,000	28.73%
Intellipower (note 3)	Personal interest	454,227,000	17.76%

Notes:

1. Calculation of percentage of interest in the Company is based on the issued share capital of 2,557,896,300 shares of the Company as at 30 June 2016.
2. The relationship between Info Dynasty and Mr Wong and the relationship between Info Dynasty and Mrs Wong is disclosed under the paragraph headed "Directors' and Chief Executives' Interests and Short Position in Shares" above.
3. The relationship between Intellipower and Mr Wong is disclosed under the paragraph headed "Directors' and Chief Executives' Interests and Short Position in Shares" above.

Save as disclosed above, as at 30 June 2016, there is no other substantial shareholders or persons who had any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

OTHER INFORMATION

SHARE OPTIONS

The Company granted share options under the Post-IPO Share Option Scheme ("Post-IPO Options") and the details of the Post-IPO Options granted to certain Directors and employees of the Group and movements in such holdings were illustrated below:

Category of participants	Name of scheme	Date of grant	Outstanding at 1 January 2016	Exercised during the period	Lapsed/ expired during the period	Outstanding at 30 June 2016
Directors						
Ms Tang Rongrong	Post-IPO	28.3.2008	936,000	-	-	936,000
	Post-IPO	3.9.2009	3,510,000	-	-	3,510,000
Mr Chan Tat Wing	Post-IPO	28.3.2008	1,872,000	-	-	1,872,000
	Richard	Post-IPO	3.9.2009	3,510,000	-	3,510,000
Mr Liu Hong	Post-IPO	13.11.2007	117,000	-	-	117,000
	Post-IPO	28.3.2008	393,120	-	-	393,120
	Post-IPO	3.9.2009	936,000	-	-	936,000
Mr Liu Jun	Post-IPO	3.9.2009	936,000	-	-	936,000
Sub-total			12,210,120	-	-	12,210,120

OTHER INFORMATION

Category of participants	Name of scheme	Date of grant	Outstanding at 1 January 2016	Exercised during the period	Lapsed/ expired during the period	Outstanding at 30 June 2016
Employees of the Group	Post-IPO	12.5.2006	2,363,400	-	(2,363,400)	-
	Post-IPO	13.11.2007	3,635,775	-	(93,600)	3,542,175
	Post-IPO	28.3.2008	12,667,005	-	(210,600)	12,456,405
	Post-IPO	3.9.2009	40,377,015	-	(1,678,950)	38,698,065
	Post-IPO	19.7.2013	17,213,000	-	-	17,213,000
Consultants	Post-IPO	19.7.2013	45,400,000	-	-	45,400,000
Sub-total			121,656,195	-	(4,346,550)	117,309,645
Total			133,866,315	-	(4,346,550)	129,519,765

Notes:

1. In relation to each grantee of the options granted on 12 May 2006 under Post-IPO Options, 25% of the options vested in each of the four calendar years from 1 January 2007. The exercise price per share is HK\$3.14 and the exercise period is 1 January 2007 to 11 May 2016.
2. In relation to each grantee of the options granted on 13 November 2007 under Post-IPO Options, 25% of the options vested in each of the four calendar years from 1 April 2008. The exercise price per share is HK\$1.40 and the exercise period is 1 April 2008 to 12 November 2017.
3. In relation to each grantee of the options granted on 28 March 2008 under Post-IPO Options, 25% of the options vested in each of the four calendar years from 15 April 2009. The exercise price per share is HK\$0.69 and the exercise period is 15 April 2009 to 27 March 2018.
4. In relation to each grantee of the options granted on 3 September 2009 under Post-IPO Options, 25% of the options vested in each of the four calendar years from 15 April 2010. The exercise price per share is HK\$0.68 and the exercise period is 15 April 2010 to 2 September 2019.
5. There was no share options granted during the reporting period.

OTHER INFORMATION

Other than as disclosed above, at no time during 1H-2016 was the Company or any of its subsidiaries a party to any arrangements that enable the Directors or the chief executive of the Company to acquire benefits by means of acquisition of shares in, or debt securities (including debentures) of, the Company or any other body corporate and save as disclosed in this report, none of the Directors, the chief executive, their spouses or children under the age of 18, had any right to subscribe for securities of the Company, or had exercised any such right during 1H-2016.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During 1H-2016, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

CORPORATE GOVERNANCE CODE

Save as mentioned below, the Company has complied with the code provisions laid down in the Corporate Governance Code ("Corporate Governance Code") as set out in Appendix 14 to the Listing Rules for 1H-2016.

Code provision A.2.7 of the Corporate Governance Code requires the chairman of the Board to hold meetings at least annually with the non-executive Directors (including independent non-executive Directors) without the executive Directors present. As Ms Yeung Man Ying, the chairman of the Board, is also an executive Director, the Company has deviated from this code provision as it is not applicable. Currently, the chairman of the Board may communicate with the non-executive Directors on a one-to-one or group basis periodically to understand their concerns, to discuss pertinent issues and to ensure that there is access to adequate and complete information.

In respect of code provisions A.5.1 to A.5.4 of the Corporate Governance Code, the Company does not have a nomination committee. At present, the Company does not consider it necessary to have a nomination committee as the full Board is responsible for reviewing the structure, size and composition of the Board and the appointment of new Directors from time to time to ensure that it has a balanced composition of skills and experience appropriate for the requirements of the businesses of the Company, and the Board as a whole is also responsible for assessing the independence of the independent non-executive Directors and reviewing the succession plan for the Directors, in particular the chairman of the Board.

OTHER INFORMATION

According to the code provision E.1.2 of the Corporate Governance Code, the chairman of the Board shall attend the annual general meeting of the Company and arrange for the chairmen of the audit, remuneration and nomination committees (as appropriate) or in the absence of the chairman of such committees, another member of the committee or failing this his duly appointed delegate, to be available to answer questions at the annual general meeting.

At the annual general meeting of the Company held on 1 June 2016 ("2016 AGM"), Ms Yeung Man Ying, the chairman of the Board, was unable to attend due to an unexpected business engagement. Mr Chan Tat Wing, Richard, an executive Director and the chief finance officer of the Group, chaired the 2016 AGM on behalf of the chairman of the Board pursuant to the bye-laws of the Company and was available to answer questions. Mr Liu Hing Hung, an independent non-executive Director and the chairman of the remuneration committee of the Board and the audit committee of the Board ("Audit Committee"), was also available at the 2015 AGM to answer questions from shareholders.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code for securities transactions. All Directors have confirmed, following specific enquiry by the Company with all Directors, that they have fully complied with the required standard as set out in the Model Code for 1H-2016.

AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practice adopted by the Group and reviewed the unaudited condensed consolidated interim financial information of the Group for 1H-2016. In addition, the unaudited condensed consolidated interim financial information of the Group for 1H-2016 have been reviewed by our auditor, Messrs. Deloitte Touche Tohmatsu. The Audit Committee comprises all three independent non-executive Directors.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Ms YEUNG Man Ying (*Chairman*)

Mr WONG Cho Tung (*President*)

Ms TANG Rongrong

Mr CHAN Tat Wing, Richard

Mr LIU Hong

Mr LIU Jun (*Chief executive officer*)

Independent non-executive Directors

Mr LIU Hing Hung

Mr XIE Linzhen

Mr DONG Yunting

AUDIT COMMITTEE

Mr LIU Hing Hung (*Chairman*)

Mr XIE Linzhen

Mr DONG Yunting

REMUNERATION COMMITTEE

Mr LIU Hing Hung (*Chairman*)

Mr XIE Linzhen

Mr DONG Yunting

Mr Wong Cho Tung

COMPANY SECRETARY

Ms WONG Tik

AUDITORS

Deloitte Touche Tohmatsu

LEGAL ADVISER AS TO HONG KONG LAW

LEUNG & LAU

PRINCIPAL BANKERS

Hang Seng Bank Limited

Bank of Communications

Shanghai Pudong Development Bank

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HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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WEBSITE ADDRESS

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STOCK CODE

2000

簡明綜合財務報表審閱報告

致晨訊科技集團有限公司董事會
(於百慕達註冊成立之有限公司)

緒言

我們已審閱載於第15至第46頁之晨訊科技集團有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)之簡明綜合財務報表,包括於二零一六年年六月三十日之簡明綜合財務狀況表及截至該日止六個月期間有關簡明綜合損益表、損益及其他全面收益表、權益變動表及現金流量表以及若干解釋性附註。香港聯合交易所有限公司證券上市規則規定,必須按照其相關條文及國際會計準則委員會頒佈之國際會計準則第34號「中期財務報告」(「國際會計準則第34號」)之規定,就中期財務資料編製報告。根據國際會計準則第34號,貴公司董事有責任編製及呈報此等簡明綜合財務報表。我們之責任是根據審閱工作,對此等簡明綜合財務報表作出結論,並按照雙方協定之委聘條款,僅向閣下(作為一個團體)呈報,除此以外,我們之報告不可作其他用途。我們概不會就本報告之內容對任何其他人士負責或承擔任何責任。

審閱範圍

我們已根據國際審核與鑒證準則理事會頒佈之國際審閱委聘準則第2410號「由實體獨立核數師審閱中期財務資料」進行審閱。此等簡明綜合財務報表之審閱工作主要包括向負責財務及會計事宜之人員作出查詢,並進行分析及其他審閱程序。由於審閱之範圍遠較按照國際審核準則進行審核之範圍為小,故我們不能保證將注意到在審核中可能會被發現之所有重大事項。因此我們不會發表任何審核意見。

結論

根據我們之審閱工作,我們並無發現有任何事項導致我們相信簡明綜合財務報表在各重大方面未有按照國際會計準則第34號編製。

德勤·關黃陳方會計師行
執業會計師
香港
二零一六年八月二十五日

The background features a complex network of blue and green lines forming a mesh-like pattern. Various white icons are scattered throughout, including a smartphone, a lightbulb, a car with a signal wave, a robotic arm, a Wi-Fi symbol, a download arrow, a mail envelope, a share symbol, and a radio tower.

中期報告 2016

sim
SIM Technology

晨訊科技集團有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：2000)

主席報告書

主席報告書

本人謹代表晨訊科技集團有限公司(「本公司」)董事(「董事」)會(「董事會」)提呈本公司及其附屬公司(統稱「本集團」)截至二零一六年六月三十日止六個月之中期業績報告。

業務回顧

回顧二零一五年，本集團轉型後的業務定位和發展方向戰略已取得顯著成效。二零一六年上半年本集團持續鞏固消費類手機優質ODM業務及無線通訊模塊業務增長的同時，繼續積極拓展行業應用終端，物聯網業務(IOT)和機器人智能製造業務的市場。報告期內，大部份主營業務的收入及毛利均有所增長，為本集團未來整體業務可持續發展奠定了基礎。

手機和解決方案業務方面，去年開發的某一款互聯網品牌手機在二零一六年上半年持續出貨，同時去年研發的行業應用和物聯網終端較多，因此二零一六年上半年的出貨量和銷售額比去年同期有一定增長。但佔較大出貨量和銷售額比例的消費類手機的毛利率較低，以至期內毛利及毛利率略有下降。

由於國內和海外市場對本集團的無線通訊模塊的需求持續增加，整體付運量比去年同期有超過27%的增長，尤以3G及4G的銷售量增幅較大，分別增加40%和12倍。因此期內的付運量、銷售額及毛利均有可觀的增長。儘管2G及其他低端模塊的平均售價(ASP)呈現下降趨勢，但受惠於4G模塊銷量的大幅增長，期內毛利率仍能維持去年同期的水平。

物聯網業務方面，本集團繼續加速智能售賣機增值服務的投入，該業務涉及領域由零售、融資租賃及飲料貿易，至售賣機線下線上(O2O)大數據平台運營及智能售賣機控制器製造等。報告期內，本集團針對某些銷售點租金偏高或銷售額不達標的網點進行優化，及加強對新增加的網點對租金等費用的控制。另外，本集團繼續拓展雲計算大數據服務平台，應用於智慧社區、智慧養老、車聯網和物業管理等領域。

回顧期內，本集團繼續大力發展智能製造業務，發揮本集團對於手機和相關零部件製造工藝深刻理解的優勢，大力擴張機器人應用集成的研發市場團隊，迅速佔領手機製造行業市場，並取得顯著成果。在通信和SMT行業測試設備領域有很高的品牌知名度。報告期內，銷售及毛利額均有大幅增長。但為了爭取更多的客戶，讓更多的客戶買得起、用得起我們的智能製造產品，我們採取的降價策略，影響期內毛利率的增長。

手機及解決方案業務

國內運營商仍主要以中小品牌採購低端4G手機，採用存話費贈手機的方式進行銷售。同時幾個大手機品牌商，通過數量龐大的運營商運營廳，銷售自己的主力產品。但由於消費類公開市場及價格競爭進一步加劇，驅使一些品牌商把差異化產品的特定細分市場作為主攻方向並取得了一定的進展。期內，本集團抓緊這個發展趨勢，繼續開拓跨界的差異化市場的品牌客戶群，研發了包括面向教育、培訓、輕奢侈品及政務等產品，預計會對下半年的業績產生貢獻。

主席報告書

隨著物聯網和B2B行業的進一步發展，行業應用終端市場需求繼續擴大，本集團除了開拓傳統的掃描終端、警務終端、三防終端外，同時將聚焦二至三個目標行業，進一步加大投入，目標成為該行業整體解決方案的提供商。全球範圍物聯網市場的高速發展，將會帶來巨大的終端需求市場空間，本集團會繼續持續投入，後續將帶來可觀的回報。

在海外市場方面，本集團仍然聚焦歐洲、日本和北美市場，這些市場的進入門檻較高、投入期較長，但整體收益和客戶粘性高，有利於集團業務的長期發展。除了傳統的消費類終端，本集團也在這些市場拓展物聯網和行業應用終端，預計今明兩年會有實質性的產出。

無線通訊模塊業務

隨著國內的物聯網市場繼續蓬勃發展及在各行業龍頭企業和國內三大運營商積極推動網絡更新換代、資助費補貼、終端定制等政策的激勵下，主流應用市場包括智能家居、智能家電、移動支付(POS)、車聯網、無線抄表和安防監控等領域的終端產品呈現多樣化、高增長的態勢。受惠於較豐富的物聯網行業應用經驗積累，本集團在各個物聯網行業應用中均取得優異的成績，連續多年保持領先地位。與此同時，本集團積極開發新產品和提供優質、快速的客制化服務，在安防監控、智能家居、智能家電和健康醫療等新興行業上，取得了不錯的市場成績。此外，本集團也幫客戶做了一些行業深度定制項目，以幫助客戶加快終端產品研發並節省成本。

歐洲區域的需求有明顯回暖的跡象，報告期內，銷售數量增幅超過30%；同時，東南亞和澳洲的2G、3G及GNSS模塊需求都有明顯增長。另外，本集團和合作夥伴積極參與歐洲、南亞、東南亞和澳洲區域的3G和4G產品招標項目。在北美區域，集團的3G模塊出貨量有近倍的增長，4G模塊SIM7100A已被一些客戶選用；同時，4G模塊SIM7500A也已準備通過AT&T認證，在日本市場，4G模塊的認證已經接近完成，客戶的終端產品也已展開設計，預計二零一六年下半年將會帶來較大的收益。根據ABI調查報告顯示(ABI Research 2015)：按付運量計算，SIMCOM品牌的模塊產品市場份額自2008年到2014年始終保持中國第一、全球第二，而在2015年已傲居全球第一的位置。

物聯網業務

回顧期內，本集團的大數據服務平台繼續致力於發展智慧社區、智慧養老、健康監護、車輛防管理、物業保安、學童安全管理及自動售賣機線上線下(O2O)服務、工業互聯網等領域的物聯網應用綜合解決方案，並通過統一標準的服務器設計，為本集團提供全方位的雲計算服務。

本集團的自動售賣機業務，經過前兩年多的發展，實現了售賣機的數位化和網絡化，整合了銀聯支付、支付寶、微信等各種線上支付功能，在國內更成為一個新興的消費場景，被越來越多的行業關注，除了傳統售賣飲料和食品，其它商品如盒飯、藥物、個人日常用品等都逐漸推出。期內，本集團對售賣點位優化的同時，也對某些售賣點位的商品結構進行了調整，及在一些新的售賣點位定立了新布局和嘗試。另外，本集團繼續把一些客戶租賃期減短，從而降低部分融資租賃的規模，減少資產的負重及風險，集中資源發展未來在線業務盈利的能力。

主席報告書

本集團的智慧養老、智慧社區等業務，也在持續擴展。上海市委書記、市長等參觀考察在上海地區使用了由本集團承擔的智慧平台、智能定位的某高端智慧養老院，並給與了高度評價。本集團目前還承建了6個智慧社區的智能化工程。預期為集團在物聯網業務的發展打下一定的基礎。

智能製造業務

本集團自二零一五年大力發展智能製造業務，從開發出機器自動測試設備到二零一六年上半年全面進入智能製造業領域，通過技術儲備、設備服務意識及研發設計能力一體化的優勢，在中國市場取得了顯著成果。期內，本集團繼續加大投入資源並擴大研發和設計團隊，加強在工業互聯網方面的研發，具備同時開展超過20個項目的研發設計能力，並已經達到與業內大規模集成企業同等能力水平。

目前，本集團的智能製造已經取得了初步成效，繼獲得國家《智能製造綜合標準化與新模式應用》試點單位，更獲得工業和資訊化部授予的全國僅63家之《2016年智能製造試點示範項目》殊榮，這是目前國內對中國製造2025上做出成績企業的最高榮譽。

房地產項目

截至二零一六年六月三十日，位於中國瀋陽的「晨興•翰林水郡」項目，三期共有1,616個住宅單位，其中已出售了共1,248個住宅單位。

截至二零一五年六月三十日，位於中國泰州的「七裡香溪」項目，第一期共有310個住宅單位，其中已出售了共228個住宅單位，第二期工程已開展，並預計於二零一七年下半年完成。

二零一六年上半年物業發展的銷售額為112,500,000港元(二零一五年：66,400,000港元)，毛利率為12.9%(二零一五年：18.5%)。

中期股息

董事會不建議向本公司股東(「股東」)派發截至二零一六年六月三十日止六個月之中期股息。

展望

未來本集團將會持續執行既定的策略方針，在手機業務方面，二零一六下半年有更多的產品量產上市，盈利將大部分來源於差異化手機和行業應用終端產品，預計幾個國內和海外大客戶的出貨量，將帶主要的來盈利增長空間。本集團會繼續積極開拓更多的高端差異化客戶及加大在行業終端方面投入，擴大產品和服務範圍，除繼續加強跟現有消費類和行業客戶的緊密合作外，國內和海外市場並進是本集團手機業務的未來發展策略。

全球的物聯網相關產業仍然處於高速發展期，成長空間巨大，本集團會持續豐富和完善2G模塊產品及繼續推出一些性價比更高的3G模塊產品，另外，下半年會推出集成度更高的GNSS+GSM combo模塊，並繼續完善GNSS模塊產品系列。4G模塊產品是未來模塊業務的主要增長點，本集團現有的一些4G模塊產品已穩定出貨，下半年將會推出更具技術優勢的4G CAT4及CAT1模塊產品。同時，本集團已經在做NB-IOT和CAT-M的技術儲備，會按運營商網絡發展和客戶需求及時推出相應的模塊產品。基於過去幾年的良好業績及眾多的客戶新增項目基礎，亦受到2015年模塊出貨量躍居全球第一的鼓舞，本集團將會攻克更多高端市場，繼續保持在物聯網模塊應用和方案上的全球市場領跑者地位。

主席報告書

本集團的自動售賣機，除繼續對一些費用高、銷量差的售賣點位進行優化及對舊售賣機進行支付改造，連接統一支付平台外，本集團將會繼續加強開發智能自動售賣機行業的增值業務，加強在線(O2O)業務推廣力度及加快雲貿體系內業務合作，如與銀聯和銀行合作，使售賣機能成為他們推廣新業務的一個小額高頻的理想渠道，同時也會給予營銷和渠道上的支持。另外，本集團將會繼續擴展雲計算和大數據服務平台，支持本集團自主開發的智能家居養老系統，健康監護系統和車輛防盜管理系統，從而推廣到國內外市場。

智能製造是本集團最新的業務，也是當前發展潛力最大的一塊業務。基於過去幾年的努力，本集團在此方面已取得明顯的成果，並將繼續加大投入力度，快速切入更多的行業市場，擴大業務的規模。其次，將大力發展工業互聯網，在智能倉儲、智能物流等領域加大投入。如果說過去我們主要是解決用我們的設備代替生產線上的操作工人，未來我們的方向是要用機器人、視覺系統、人工智能代替一些在紙上、鍵盤前從事簡單、重複、乏味工作的文員，從而提高效率，根本杜絕人為的疏忽和錯誤。實現工業4.0所描繪的數位化、網絡化、柔性化的智能工廠。

管理層認為，本集團已經找到了新的增長點和發展方向，並且取得初步的成效，為可持續發展奠定了基礎，完成了佈局，未來的幾年新業務的成長必定將本集團的發展推向又一次高峰。

致謝

董事會感謝本集團之股東、客戶、供應商、往來銀行及專業顧問對本集團給予支持，本人並為本公司所有員工於本年度內盡忠職守作出貢獻致謝。

楊文瑛
主席

香港，二零一六年八月二十五日

管理層討論及分析

財務回顧

截至二零一六年六月三十日止六個月(「二零一六年上半年」)，本集團之收入為1,325,700,000港元(二零一五年：1,124,800,000港元)，其中來自手機及解決方案、無線通訊模塊、顯示模塊、物聯網業務及智能製造業務(統稱「主營業務」)之收入較二零一五年上半年(「二零一五年上半年」)增加14.6%至1,213,200,000港元(二零一五年：1,058,400,000港元)。二零一六年上半年，於中國瀋陽及泰州銷售的住宅物業之收入為112,500,000港元(二零一五年：66,400,000港元)。

本集團二零一六年上半年主營業務的毛利增加13.0%至186,800,000港元(二零一五年：165,400,000港元)，主營業務之毛利率維持在15.4%(二零一五年：15.6%)。二零一六年上半年本集團整體毛利率為15.2%(二零一五年：15.8%)。

在二零一六年上半年的收入及毛利增加下，本集團錄得本公司擁有人應佔溢利為31,000,000港元(二零一五年：16,500,000港元)，二零一六年上半年之每股基本盈利為1.2港仙(二零一五年：0.6港仙)。

核心業務的分類業績

	截至二零一六年 六月三十日止六個月			截至二零一五年 六月三十日止六個月		
	收入 百萬港元	毛利 百萬港元	毛利率 %	收入 百萬港元	毛利 百萬港元	毛利率 %
手機及解決方案	687	87	12.7	625	92	14.8
無線通訊模塊	331	50	15.0	286	44	15.3
物聯網業務	122	21	17.4	121	17	14.5
智能製造業務	73	29	39.0	26	12	43.9
總計	1,213	187	15.4	1,058	165	15.6

管理層討論及分析

手機及解決方案

由於手機及解決方案的出貨量比去年同期增加，二零一六年上半年本分類之收入較二零一五年上半年上升10.0%至687,000,000港元(二零一五年：624,700,000港元)；但佔較大出貨量和銷售額比例的消費類手機的毛利率較低，以至二零一六年上半年之毛利及毛利率略有下降。本分類之毛利率於二零一六年上半年輕微減少至12.7%(二零一五年：14.8%)。於二零一六年上半年，ODM業務收入佔本分類收入約79%(二零一五年：83%)。

無線通訊模塊

由於國內和海外市場對本集團的無線通訊模塊的需求持續增加，二零一六年上半年之整體付運量比去年同期有超過27%的增長，因此，本分類之收入按年增加15.6%；儘管2G及其他低端模塊的平均售價(ASP)呈現下降趨勢，但受惠於4G模塊銷量的大幅增長，毛利率仍能維持在15.0%(二零一五年：15.3%)。

物聯網業務

於二零一六年上半年，本集團針對某些銷售點租金偏高或銷售額不達標的網點進行優化，及加強對新增加的網點對租金等費用的控制，因此，物聯網業務的收入於二零一六年上半年錄得121,600,000港元(二零一五年：120,900,000港元)，而毛利率則增加至17.4%(二零一五年：14.5%)。

智能製造業務

於二零一六年上半年，本集團繼續大力發展智能製造業務，銷售及毛利額均錄得大幅增長。但為了爭取更多的客戶，讓更多的客戶買得起、用得起我們的智能製造產品，我們採取的降價策略，影響期內之毛利率的增長。於二零一六年上半年，本分類的收入增加至73,500,000港元(二零一五年：26,500,000港元)及毛利率減少至39.0%(二零一五年：43.9%)。

管理層討論及分析

流動資金、財務資源及資本結構

流動資金

於二零一六年六月三十日，本集團的銀行結餘及現金為245,700,000港元(二零一五年十二月三十一日：298,400,000港元)，其中76.4%以人民幣持有，23.4%以美元持有，其餘則以港元持有。於二零一六年六月三十日，本集團亦就其借貸抵押以人民幣計值的銀行存款為50,600,000港元(二零一五年十二月三十一日：102,900,000港元)。本集團擬以該等銀行結餘撥付本集團的營運資金及資本開支計劃所需的資金。本集團已抵押若干資產(包括銀行存款、物業、廠房及設備，投資物業以及土地使用權)，作為獲得銀行借貸之擔保。於二零一六年六月三十日，本集團之總銀行借貸為205,300,000港元(二零一五年十二月三十一日：333,500,000港元)，該借貸全部以浮動利率計息及於一年內償還。

營運效率

本集團主營業務之存貨、應收貿易賬款及票據、應付貿易賬款及票據的週轉期呈列如下：

	二零一六年 六月三十日 天	二零一五年 十二月三十一日 天
存貨週轉期	114	71
應收貿易賬款及票據週轉期	45	33
應付貿易賬款及票據週轉期	101	64

於二零一六年六月三十日，流動比率(按流動資產對流動負債計算)為2.0倍(二零一五年十二月三十一日：1.8倍)。

管理層討論及分析

庫務政策

本集團採納審慎之庫務政策。本集團之盈餘資金乃存入聲譽良好之銀行作為定期及活期存款，以賺取利息收入。於二零一六年六月三十日，本集團已根據若干份投資期為六個月至1年之資產管理合約委託合共117,300,000港元。於二零一六年上半年，本集團並無任何其他抵押或資本投資或衍生投資。

本集團若干銷售及購買存貨以美元計值，另本集團若干應收貿易賬款、應付貿易賬款及銀行結餘以美元計值，本集團因此承受美元貨幣風險。於二零一六年上半年，本集團無使用任何金融工具作對沖用途，但在需要時會考慮簽訂不交割遠期外匯合約抵銷以美元計值的外匯風險。

資本結構

截至二零一六年六月三十日，本公司已發行2,557,896,300股每股面值0.10港元之普通股。

於回顧期內，概無發行或回購本公司之股票。

管理層討論及分析

現金流量表摘要

以下為本集團二零一六年上半年及二零一五年上半年的現金流量表摘要：

	二零一六年 上半年 百萬元	二零一五年 上半年 百萬元
來自經營活動之現金淨額	170.3	32.3
資本開支	(41.8)	(7.3)
出售設備所得款項	-	13.5
開發成本	(97.3)	(79.6)
銀行借貸(減少)增加淨額	(127.0)	2.3
就出售一家聯營公司收取之訂金	-	1.3
應收信託貸款減少淨額	3.5	-
一名董事之墊款	-	54.6
支付利息	(4.6)	(5.0)
其他	(8.1)	5.6
現金及現金等值項目(減少)增加淨額 (包括已抵押銀行存款及結構性存款)	(105.0)	17.7

負債比率

於二零一六年六月三十日，本集團之資產總值為3,253,300,000港元(二零一五年十二月三十一日：3,396,100,000港元)，銀行借貸為205,300,000港元(二零一五年十二月三十一日：333,500,000港元)。本集團之負債比率(按銀行借貸總額除以資產總值計算)為6.3%(二零一五年十二月三十一日：9.8%)。

管理層討論及分析

僱員

於二零一六年六月三十日，本集團共有約2,410名(二零一五年十二月三十一日：2,600名)僱員。本集團為其所有香港僱員設立一項強制性公積金退休福利計劃，並根據中國適用法律及法規之規定向中國僱員提供福利。本集團亦根據僱員個別表現及本集團之表現向僱員提供酌情花紅及根據本公司之購股權計劃授予股權。

薪酬政策

本集團之僱員薪酬政策由人力資源部釐定。本集團根據僱員之功績、資格及能力而提供薪酬待遇。

董事及高級管理層之酬金會由十董事會薪酬委員會參考本集團經營業績、董事及高級管理層所承擔之責任及可作比較之市場統計數據後進行審閱。

本公司已於二零零五年五月三十日採納一項上市後購股權計劃(「首次公開發售後購股權計劃」)，及於二零一六年六月二日採納一項新購股權計劃(「新購股權計劃」)，兩項計劃主要目的為鼓勵計劃所述包括本集團執行董事及僱員在內的合資格人士於日後為本集團帶來最大貢獻，並回報彼等所作出的努力。

未來重大投資計劃

於二零一六年六月三十日，除本報告所披露者外，本集團並無任何其他重大投資或資本資產之計劃。

管理層討論及分析

有關附屬公司、聯營公司及合營企業的重大收購及出售

於二零一六年上半年，本集團並無任何有關附屬公司、聯營公司及合營企業的重大收購或出售。

或然負債

於二零一六年六月三十日，本集團並無任何重大或然負債。

中期財務報表

簡明綜合損益表

截至二零一六年六月三十日止六個月

	附註	截至六月三十日止六個月	
		二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
收入	3	1,325,658	1,124,772
銷售成本		(1,124,405)	(947,133)
毛利		201,253	177,639
其他收入	5	32,926	48,009
其他收益及虧損	5	(3,391)	(3,702)
研究及開發費用		(41,280)	(71,465)
銷售及分銷成本		(64,828)	(55,107)
行政開支		(67,027)	(58,859)
分佔聯營公司業績		(747)	(473)
融資成本		(4,639)	(4,972)
除稅前盈利		52,267	31,070
稅項	6	(19,518)	(13,910)
本期盈利	7	32,749	17,160
下列各項應佔本期盈利：			
本公司擁有人		31,012	16,465
非控股權益		1,737	695
		32,749	17,160
每股盈利(港仙)	9		
基本		1.2	0.6
攤薄		1.2	0.6

中期財務報表

簡明綜合損益及其他全面收益表 截至二零一六年六月三十日止六個月

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
本期盈利	32,749	17,160
其他全面收益(開支)：		
其後不會可重新分類至本期損益之項目：		
換算至呈列貨幣產生之匯兌差額	(5,026)	2,609
本期全面收益總額	27,723	19,769
下列各項應佔全面收益總額：		
本公司擁有人	26,846	19,004
非控股權益	877	765
	27,723	19,769

中期財務報表

簡明綜合財務狀況表

於二零一六年六月三十日

		二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
非流動資產			
投資物業	10	358,187	355,981
物業、廠房及設備	10	408,292	405,976
土地使用權		89,188	91,605
無形資產	10	138,725	117,017
遞延稅項資產	12	45,049	45,487
應收融資租賃		2,778	3,184
於聯營公司之權益		4,586	5,333
可供出售投資		16,875	16,875
應收委託貸款	13	—	47,360
應收代價	19	1,687	1,806
		1,065,367	1,090,624
流動資產			
存貨		613,131	668,271
應收融資租賃		8,535	9,954
發展中的銷售物業		272,546	227,010
持作銷售物業		293,125	340,681
應收貿易賬款及票據	14	305,273	292,356
其他應收賬款、按金及預付款項		249,836	254,709
應收一間聯營公司款項	16	1,400	—
應收附屬公司非控股股東款項	16	2,694	8,504
應收代價	19	704	754
應收委託貸款	13	117,300	74,592
已抵押銀行存款		50,580	102,864
銀行結餘及現金		245,687	298,386
		2,160,811	2,278,081
分類為持作出售之資產	11	27,119	27,384
		2,187,930	2,305,465

中期財務報表

		二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
流動負債			
應付貿易賬款及票據	15	488,112	628,401
其他應付賬款、已收按金及應計款項		325,631	236,260
應付一間附屬公司一名非控股股東款項	16	37,067	46,911
應付一間聯營公司款項	16	—	3,501
銀行借貸	17	205,275	333,520
應付稅項		19,438	8,229
		1,075,523	1,256,822
與分類為持作出售之資產相關之負債	11	24,574	24,805
		1,100,097	1,281,627
流動資產淨值		1,087,833	1,023,838
		2,153,200	2,114,462
資本及儲備			
股本	18	255,790	255,790
儲備		1,668,287	1,639,989
本公司擁有人應佔權益		1,924,077	1,895,779
非控股權益		102,644	102,605
權益總額		2,026,721	1,998,384
非流動負債			
遞延稅項負債	12	68,252	63,528
遞延收入		58,227	52,550
		126,479	116,078
		2,153,200	2,114,462

中期財務報表

簡明綜合權益變動表

截至二零一六年六月三十日止六個月

	本公司擁有人應佔									非控股權益	合計	
	股本 千港元	股份溢價 千港元	法定 盈餘儲備 千港元 (附註a)	其他儲備 千港元 (附註b)	購股權 儲備 千港元	物業重 估儲備 千港元	資本 贖回儲備 千港元	換算儲備 千港元	累計溢利 千港元	合計 千港元	合計 千港元	
於二零一五年一月一日(經審核)	255,750	831,188	27,599	97,091	32,374	102,827	2,282	261,495	301,405	1,912,011	86,443	1,998,454
本期盈利	-	-	-	-	-	-	-	-	16,465	16,465	695	17,160
本期間其他全面收益	-	-	-	-	-	-	-	2,539	-	2,539	70	2,609
本期間其他全面收益總額	-	-	-	-	-	-	-	2,539	16,465	19,004	765	19,769
於行使購股權時發行新股份	40	101	-	-	-	-	-	-	-	141	-	141
於行使購股權時轉撥	-	74	-	-	(74)	-	-	-	-	-	-	-
收購非全資附屬公司	-	-	-	-	-	-	-	-	-	-	5,627	5,627
購股權失效	-	-	-	-	(3,400)	-	-	-	3,400	-	-	-
確認以權益結算之股份付款	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452
於二零一五年六月三十日(未經審核)	255,790	831,363	27,599	97,091	30,352	102,827	2,282	264,034	321,270	1,932,608	92,835	2,025,443
於二零一六年一月一日(經審核)	255,790	831,363	40,623	97,091	30,888	102,827	2,282	177,573	357,342	1,895,779	102,605	1,998,384
本期盈利	-	-	-	-	-	-	-	-	31,012	31,012	1,737	32,749
本期間其他全面收益總額	-	-	-	-	-	-	-	(4,166)	-	(4,166)	(860)	(5,026)
本期間其他全面收益總額	-	-	-	-	-	-	-	(4,166)	31,012	26,846	877	27,723
購股權失效	-	-	-	-	(4,125)	-	-	-	4,125	-	-	-
確認以權益結算之股份付款	-	-	-	-	1,452	-	-	-	-	1,452	-	1,452
附屬公司非控股股東注資	-	-	-	-	-	-	-	-	-	-	1,382	1,382
非全資附屬公司資本減少	-	-	-	-	-	-	-	-	-	-	(2,220)	(2,220)
轉撥至法定儲備	-	-	3,955	-	-	-	-	-	(3,955)	-	-	-
於二零一六年六月三十日(未經審核)	255,790	831,363	44,578	97,091	28,215	102,827	2,282	173,407	388,524	1,924,077	102,644	2,026,721

中期財務報表

附註：

- (a) 誠如中華人民共和國(「中國」)法律及法規之規定，於中國成立之附屬公司每年須於派發淨盈利之前撥出其稅後淨盈利10%作為法定盈餘儲備金(儲備達致附屬公司註冊資本50%情況下除外)。該等儲備金僅可用於抵銷累計虧損或增加資本，惟須獲得相關附屬公司董事會及相關主管機構之批准。
- (b) 為籌備本公司股份於香港聯合交易所有限公司主板上市而進行重組產生之其他儲備。

中期財務報表

簡明綜合現金流量表

截至二零一六年六月三十日止六個月

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
經營活動		
營運資金變動前之經營現金流量	159,483	125,826
發展中的銷售物業及持作銷售物業減少(增加)	2,020	(6,576)
營運資金之其他變動	2,048	(87,293)
來自經營之現金	163,551	31,957
已收利息	8,736	8,666
已付稅項	(2,012)	(8,318)
來自經營活動之現金淨額	170,275	32,305
投資活動		
購置物業、廠房及設備	(41,828)	(7,339)
出售物業、廠房及設備之所得款項	-	13,497
已付無形資產支出	(97,256)	(79,602)
已收出售一間聯營公司之按金	-	1,256
出售一間附屬公司所得之現金淨額	-	(465)
收購附屬公司之現金淨額	-	5,629
附屬公司非控股股東注資	4,972	-
於應收委託貸款之投資	(35,190)	(50,240)
已收應收委託貸款	38,709	50,240
提取結構性存款	-	22,642
存入已抵押銀行存款	(50,968)	(58,702)
提取已抵押銀行存款	102,690	74,358
用於投資活動之現金淨額	(78,871)	(28,726)

中期財務報表

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
融資活動		
新造銀行借貸	159,570	323,776
償還銀行借貸	(286,566)	(321,477)
已付利息	(4,639)	(4,972)
來自一名董事之墊款	-	54,600
向附屬公司非控股股東還款	(9,397)	-
來自於行使購股權後發行股份 之所得款項淨額	-	141
(用於)來自融資活動之現金淨額	(141,032)	52,068
現金及現金等值項目(減少)增加淨額	(49,628)	55,647
期初現金及現金等值項目	298,386	291,762
匯率變動之影響	(3,071)	232
期終現金及現金等值項目， 即銀行結餘及現金	245,687	347,641

中期財務報表

簡明綜合財務報表附註

截至二零一六年六月三十日止六個月

1. 一般資料及編製基準

本公司乃根據百慕達一九八一年公司法(經修訂)於百慕達註冊成立為獲豁免有限公司。

本公司為一間投資控股公司。其附屬公司之主要業務為顯示模塊、手機及解決方案及無線通訊模塊之製造、設計、開發及銷售，進行物聯網業務及智能製造業務，以及在中國從事物業發展。

本公司之功能貨幣為人民幣(「人民幣」)。本簡明綜合財務報表以港元(「港元」)呈列，乃因董事認為作為一間香港聯合交易所有限公司(「聯交所」)的上市公司和方便股東，財務報表以港元呈列更為恰當。

本集團之簡明綜合財務報表已根據國際會計準則委員會(「國際會計準則委員會」)頒佈之國際會計準則(「國際會計準則」)第34號「中期財務報告」以及聯交所證券上市規則附錄十六之適用披露規定編製。

2. 主要會計政策

除若干金融工具按各報告期末之公平值計算外，簡明綜合財務報表以歷史成本基準編製。

除下列所述者外，截至二零一六年六月三十日止六個月之簡明綜合財務報表中採納之會計政策及計算方法與本集團編製截至二零一五年十二月三十一日止年度之年度財務報表所採納者相同。

中期財務報表

於本中期期間，本集團已首次應用香港會計師公會（「香港會計師公會」）所頒佈且於本中期期間強制生效的香港財務報告準則（「香港財務報告準則」）之若干修訂。於本中期期間應用上述香港財務報告準則之修訂對該等簡明綜合財務報表及／或該等簡明綜合財務報表所載披露並無重大影響。

3. 收入

收入指已售貨物扣除折扣及銷售相關稅項後的已收款項及應收賬款、向外界融資租賃設備所產生的利息收入及向外界提供服務所產生的服務收入。

4. 分類資料

分類資料按主要營運決策者（即執行董事）定期審閱有關本集團構成部分之內部報告而呈列，以分配資源予分類及評估其表現。

截至二零一六年六月三十日止六個月期間，本集團已分有六個（二零一五年：六個）可呈報及營運分類，即銷售手機及解決方案、銷售無線通訊模塊、物聯網業務、智能製造業務、銷售顯示模塊及物業發展。

中期財務報表

截至二零一六年六月三十日止六個月(未經審核)

	銷售手機及 解決方案 千港元	銷售無線 通訊模塊 千港元	物聯網 業務 千港元 (附註)	智能 製造業務 千港元	銷售 顯示模塊 千港元	物業發展 千港元	分類總額 千港元	綜合 千港元
收入								
對外銷售	687,030	331,019	121,613	73,463	-	112,533	1,325,658	1,325,658
分類盈利	8,404	25,255	181	5,687	-	4,922	44,449	44,449
其他收入及其他收益及虧損								26,189
分佔聯營公司業績								(747)
公司開支								(12,985)
融資成本								(4,639)
除稅前盈利								52,267

中期財務報表

截至二零一五年六月三十日止六個月(未經審核)

	銷售手機及 解決方案 千港元	銷售無線 通訊模塊 千港元	物聯網 業務 千港元 (附註)	智能 製造業務 千港元	銷售 顯示模塊 千港元	物業發展 千港元	分類總額 千港元	綜合 千港元
收入								
對外銷售	624,693	286,359	120,887	26,460	-	66,373	1,124,772	1,124,772
分類盈利(虧損)	8,121	29,124	(5,509)	(8,883)	(5,288)	3,887	21,452	21,452
其他收入及其他收益及虧損								24,059
分佔一間聯營公司業績								(473)
公司開支								(8,996)
融資成本								(4,972)
除稅前盈利								31,070

附註：於本期間，物聯網業務仍處於發展階段。該分類的收入指設備融資租賃服務及向售賣機客戶及特許經營商銷售貨品，以及提供採購代理服務所產生的收入。

中期財務報表

分類業績代表每一分類在未分配投資物業公平值變動收益、租金收入、利息收入、未分配匯兌(虧損)收益、出售物業、廠房及設備之虧損、分佔聯營公司業績、公司開支、融資成本及稅項的情況下的財務業績。

下表載列本集團按可呈報及營運分類劃分的資產及負債分析：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
分類資產		
銷售手機及解決方案	839,599	1,057,811
銷售無線通訊模塊	444,241	348,219
物聯網業務	214,471	211,472
智能製造業務	226,214	135,349
銷售顯示模塊	-	-
物業發展	611,901	602,675
分類資產總額	2,336,426	2,355,526
分類負債		
物聯網業務	14,168	12,673
物業發展	210,956	132,627
銷售顯示模塊	-	-
智能製造業務	79,591	49,914
銷售顯示模塊、物聯網業務、 智能製造業務及物業發展 以外的營運分類應佔(附註)	561,973	736,504
分類負債總額	866,688	931,718

中期財務報表

為監控分類表現及在各分類間分配資源，除投資物業、若干物業、廠房及設備、若干土地使用權、於聯營公司之權益、應收委託貸款、應收代價、應收附屬公司非控股股東款項、已抵押銀行存款、銀行結餘及現金、可供出售投資、遞延稅項資產、若干其他應收賬款、按金及預付款項、應收一間聯營公司款項及分類為持作出售之資產外，所有資產均分配至可呈報及營運分類。營運分類共同使用的資產按各營運分類所賺取的收入分配。

附註：除具體確定為銷售顯示模塊、物聯網業務、智能製造業務及物業發展之可呈報及營運分類之負債外，其餘負債已分配至由銷售手機及解決方案與銷售無線通訊模塊之可呈報及營運分類共同消耗之應付賬款，以及企業負債。企業負債包括若干其他應付賬款、已收按金及應計款項、應付一間聯營公司款項、應付附屬公司非控股股東款項、應付稅項、銀行借貸、遞延稅項負債及與分類為持作出售之資產相關之負債。

中期財務報表

5. 其他收入／其他收益及虧損

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
<hr/>		
其他收入		
增值稅退稅(附註i)	4,289	2,274
政府補助(附註ii)	7,761	16,970
銀行結餘及結構性存款賺取之利息收入	1,781	2,768
應收委託貸款賺取之利息收入	3,746	5,898
租金收入(減：支出200,000港元 (截至二零一五年六月三十日 止六個月：201,000港元))	15,187	15,468
其他	162	4,631
	<hr/>	<hr/>
	32,926	48,009
<hr/>		
其他收益及虧損		
出售物業、廠房及設備之虧損	(713)	(2,216)
就物業、廠房及設備確認之減值虧損	-	(4,506)
外匯(虧損)收益淨額	(3,489)	539
投資物業公平值變動	5,555	290
出售一間附屬公司之收益(附註19)	-	2,191
呆壞賬撥備淨額	(4,744)	-
	<hr/>	<hr/>
	(3,391)	(3,702)
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中期財務報表

附註：

- (i) 希姆通信息技術(上海)有限公司(「上海希姆通」)、芯訊通無線科技(上海)有限公司(「芯訊通無線」)及深圳卓訊達科技發展有限公司均從事分銷自行開發及生產之軟件，以及開發自動化檢測設備及軟件之業務。根據中國現行之稅務法規，在中國就銷售自行開發及生產之軟件以及開發自動化檢測軟件已繳付之增值稅可享有退稅。
- (ii) 截至二零一五年六月三十日止六個月，此金額包括於過往年度本集團獲授之有條件政府項目收入14,681,000港元。董事認為，於截至二零一五年六月三十日止期間，政府補貼附帶之條件均已達成，當中包括完工項目獲政府人員審批及核實。因此，於截至二零一五年六月三十日止六個月，政府補貼收入14,681,000港元於損益中確認。於二零一六年六月三十日，尚未收到有關金額，因此有關金額計入其他應收賬款、按金及預付款項。

此金額包括於本期間收到之無條件政府補助3,775,000港元(截至二零一五年六月三十日止六個月：329,000港元)，乃為鼓勵本集團於中國的研發活動而授出。

此外，本集團於本期間獲得政府補助9,363,000港元(截至二零一五年六月三十日止六個月：8,022,000港元)，用作於上海及瀋陽開發無線通訊模塊及手機模塊的成本。所收取之金額屬遞延性質，並已轉撥至其他收入以配合研發活動的實際開支，並已於年內在損益中確認3,986,000港元(截至二零一五年六月三十日止六個月：1,960,000港元)。

於二零一六年六月三十日，一筆63,477,000港元(二零一五年十二月三十一日：58,687,000港元)的款項仍然未攤銷並已計入其他應付賬款(就即期部分而言)及遞延收入(就非即期部分而言)。

中期財務報表

6. 稅項

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
<hr/>		
稅項包括：		
中國企業所得稅	(12,778)	(10,254)
中國土地增值稅	(2,251)	(1,325)
過往年度中國企業所得稅超額撥備	985	1,096
遞延稅項扣除(附註12)	(5,474)	(3,427)
	<hr/>	
本期間稅項	(19,518)	(13,910)
	<hr/>	

由於本公司及其附屬公司在香港並無產生應課稅溢利，於兩段期間均無作出香港利得稅撥備。

企業所得稅於計及相關稅務優惠後，按中國有關地區之現行稅率計算。上海希姆通、芯訊通無線及上海晨興希姆通電子科技有限公司(「上海晨興希姆通」)被評為「高新技術企業」，並有權採用15%的稅率(截至二零一五年六月三十日止六個月：上海希姆通被評為「重點生產企業」，並有權採用10%的適用稅率)。本集團附屬公司採用之中國企業所得稅相關年度稅率介乎15%至25%之間(截至二零一五年六月三十日止六個月：10%至25%)。

土地增值稅撥備乃根據中國有關的稅務法律和法規所載的規定估計作出，有關稅項就增值部分按漸進稅率30%至60%(截至二零一五年六月三十日止六個月：30%至60%)計算，並可作若干扣減。

中期財務報表

7. 本期盈利

截至六月三十日止六個月
二零一六年 二零一五年
千港元 千港元
(未經審核) (未經審核)

本期盈利已扣除：

無形資產攤銷(計入銷售成本)

減：已資本化分類為無形資產之開發成本

74,286

(177)

47,041

(586)

土地使用權攤銷

74,109

1,578

46,455

1,477

物業、廠房及設備折舊

減：減：已資本化分類為

無形資產之開發成本

34,534

(1,516)

33,018

37,060

(1,519)

35,541

員工成本，包括董事酬金

以股份付款

減：已資本化分類為無形資產之開發成本

147,114

1,452

(62,612)

85,954

136,132

1,452

(48,577)

89,007

土地和樓宇的經營租賃租金

減：已資本化分類為無形資產之開發成本

4,795

(1,434)

3,361

4,294

(756)

3,538

確認為開支的存貨成本(計入銷售成本)

1,000,287

已售物業的成本(計入銷售成本)

98,068

870,295

54,102

中期財務報表

8. 股息

董事並不建議就截至二零一六年及二零一五年六月三十日止六個月派付中期股息。

9. 每股盈利

本公司擁有人應佔之每股基本及攤薄盈利乃按以下數據計算：

	截至六月三十日止六個月 二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
盈利		
計算每股基本及攤薄盈利之盈利 (本公司擁有人應佔本期盈利)	31,012	16,465
	千股	千股
股份數目		
計算每股基本盈利之普通股加權平均數	2,557,897	2,557,596
具攤薄潛力之普通股的影響 — 購股權	2,469	62,613
計算每股攤薄盈利之普通股加權平均數	2,560,366	2,620,209

計算截至二零一六年及二零一五年六月三十日止六個月的每股攤薄盈利並無假設本公司的若干購股權獲行使，因為該等購股權的行使價高於截至二零一六年及二零一五年六月三十日止六個月兩段期間的平均市價。

10. 投資物業、物業、廠房及設備及無形資產之變動

投資物業

本集團投資物業於二零一六年六月三十日及二零一五年十二月三十一日之公平值，乃以與本集團並無關連之獨立合資格專業估值師威格斯資產評估顧問有限公司於該日進行之估值為依據得出。

公平值乃根據收入資本化法釐定，據此，物業的所有可出租單位之市場租金將獲評估，並按此類物業投資者所預期之市場回報率貼現。市場租金乃根據未來現金流的估算作評估，並以現有租期及合理及有力之假設（即知情自願各方在現行情況下對未來租金所出之假設）作支持。利率則參考分析上海同類商業物業銷售交易之收益率釐定。估值技巧與過往年度所採用者並無不同。

在估計物業之公平值時，物業之最高及最佳用途為其目前用途。於報告期末，本集團財務總監與獨立合資格專業估值師緊密合作，從而確立及釐定合適的估值技巧及輸入數據。倘資產之公平值出現重大變動，將向本集團管理層匯報出現波幅之原因。

於二零一六年六月三十日，投資物業之公平值為358,187,000港元(二零一五年十二月三十一日：355,981,000港元)，以及公平值收益5,555,000港元(截至二零一五年六月三十日止六個月：290,000港元)已經直接於截至二零一六年六月三十日止六個月之損益內確認。

中期財務報表

物業、廠房及設備

於本中期期間，本集團添置41,828,000港元(截至二零一五年六月三十日止六個月：7,339,000港元)之物業、廠房及設備。

於本中期期間，本集團出售賬面總值為713,000港元(截至二零一五年六月三十日止六個月：15,713,000港元)之若干物業、廠房及設備，現金所得款為零港元(截至二零一五年六月三十日止六個月：13,497,000港元)，產生出售虧損713,000港元(截至二零一五年六月三十日止六個月：2,216,000港元)。

於截至二零一五年六月三十日止六個月，本集團就物業、廠房及設備確認減值虧損4,506,000港元。

無形資產

於本中期期間，本集團添置97,256,000港元(截至二零一五年六月三十日止六個月：79,602,000港元)之無形資產，包括為產品開發項目增加開發成本97,246,000港元(截至二零一五年六月三十日止六個月：78,699,000港元)。

11. 分類為持作出售之資產／與分類為持作出售之資產相關之負債

於二零一六年六月三十日，本集團持有西安直升機有限公司（「西安直升機」）30%股權，該公司為一間在中國註冊之公司，賬面值為27,119,000港元（二零一五年十二月三十一日：27,384,000港元）。西安直升機之主要業務為在中國提供工業用直升機服務。

於截至二零一四年十二月三十一日止年度，本集團與西安直升機之現有主要股東訂立一份買賣協議，以出售本集團於西安直升機之全部30%股權，代價為人民幣26,160,000元，將分三期結清。於二零一六年六月三十日，本集團已收取部分代價人民幣20,950,000元（二零一五年十二月三十一日：人民幣20,950,000元），而餘下人民幣5,120,000元（二零一五年十二月三十一日：人民幣5,210,000元）尚未結清。該交易將在本集團收取全部代價後完成。於二零一六年六月三十日，於西安直升機之權益27,119,000港元（二零一五年十二月三十一日：27,384,000港元）已分類為分類為持作出售之資產，所收取之代價24,574,000港元（二零一五年十二月三十一日：24,805,000港元）已分類為與分類為持作出售之資產之相關之負債。

銷售所得款項超逾於西安直升機之權益之賬面值，因此並無確認減值虧損。

中期財務報表

12. 遞延稅項

以下為於本期間由本集團確認之主要遞延稅項(負債)資產及有關變動：

	已資本化 開發成本 千港元	存貨及 應收貿易 賬款撇減 千港元	物業、 廠房 及設備 之減值 千港元	重估 投資物業 千港元	總計 千港元
於二零一五年十二月 三十一日(經審核)	(9,830)	28,333	17,154	(53,698)	(18,041)
匯兌差額	240	(279)	(159)	510	312
計入損益表(附註6)	(4,085)	-	-	(1,389)	(5,474)
於二零一六年六月 三十日(未經審核)	(13,675)	28,054	16,995	(54,577)	(23,203)

以下為就財務報告而作出之遞延稅項結餘分析：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
遞延稅項資產	45,049	45,487
遞延稅項負債	(68,252)	(63,528)
	(23,203)	(18,041)

13. 應收委託貸款

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
根據貸款協議所載到期日計算之 應收賬面值		
一年內	117,300	74,592
一年以上但不足兩年	-	47,360
	117,300	121,952

於二零一六年六月三十日，本集團全資附屬公司上海羅捷斯迪電子有限公司(「羅捷斯迪」)與交通銀行訂立委託貸款協議。根據該協議，羅捷斯迪按10厘年利率向一名指定公司借款人墊付一筆總額為人民幣30,000,000元(相等於約35,190,000港元)之款項。交通銀行作為委託貸款之受託人每月收取0.1%託管費。委託貸款將於二零一七年四月到期。

於二零一六年六月三十日，本集團全資附屬公司羅捷斯迪與華鑫證券有限責任公司(「華鑫」)及中國民生銀行股份有限公司(上海分行)(「民生銀行」)訂立兩份委託貸款協議。根據該等協議，羅捷斯迪按9.25厘年利率向一名指定公司借款人墊付一筆總額為人民幣40,000,000元(二零一六年六月三十日：相等於約46,920,000港元；二零一五年十二月三十一日：相等於約47,360,000港元)之款項。華鑫作為管理人，就委託貸款每年收取1.2%之管理費，而民生銀行作為委託貸款之受託人，每月收取0.05%託管費。該等委託貸款將於二零一七年四月到期。

中期財務報表

於二零一六年六月三十日，羅捷斯迪亦與上海浦東發展銀行訂立一份委託貸款協議。根據該協議，羅捷斯迪按8.6厘年利率向一名指定公司借款人墊付一筆總額為人民幣30,000,000元(二零一六年六月三十日：相等於約35,190,000港元；二零一五年十二月三十一日：相等於約35,520,000港元)之款項。上海浦東發展銀行作為委託貸款之受託人每月收取0.1%託管費。委託貸款將於二零一六年八月到期。

於二零一五年十二月三十一日，本集團全資附屬公司芯訊通無線與中國農業銀行訂立委託貸款協議。根據該協議，芯訊通無線按10厘年利率向一名指定公司借款人墊付一筆總額為人民幣33,000,000元(相等於約39,072,000港元)之款項。中國農業銀行作為該委託貸款之受託人。中國農業銀行每月收取0.05%託管費。該委託貸款將於二零一五年十月到期，並根據於截至二零一五年十二月三十一日止年度內簽訂之延長貸款協議延長至二零一六年四月。該筆委託貸款已於截至二零一六年六月三十日止期間內結清。

於二零一六年及二零一五年十二月三十一日，應收委託貸款並無逾期或減值。

本集團所有應收委託貸款均以人民幣計值，而人民幣為相關集團公司之功能貨幣。

中期財務報表

14. 應收貿易賬款及票據

銷售手機及解決方案、顯示模塊及無線通訊模塊相關貨物的一般信貸期為零至90天。與本集團有良好業務關係且財務狀況穩健之少數客戶則獲授予較長的信貸期。銷售物業並無設有信貸期。

以下為於報告期末應收貿易賬款(已扣除呆壞賬撥備)及應收票據按發票日期(約為確認收入之日)之賬齡分析：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
零至30天	173,300	169,379
31至60天	74,006	75,372
61至90天	42,872	26,913
91至180天	10,341	3,688
超過180天	36,267	30,964
	336,786	306,316
減：累計撥備	(35,966)	(31,551)
應收貿易賬款	300,820	274,765
應收票據(附註)		
零至30天	3,490	17,591
91至180天	963	-
	4,453	17,591
	305,273	292,356

附註：應收票據為向客戶收取由銀行發出之承兌票據。

中期財務報表

15. 應付貿易賬款及票據

應付貿易賬款及票據(不包括興建持作銷售物業)主要包括未償還之貿易採購金額。貿易採購之一般信貸期為30至90天。

興建持作銷售物業之應付款項及應計費用包括建築成本及其他與項目相關之開支，有關款項根據本集團計量之項目進度支付。

以下為於報告期末本集團應付貿易賬款及票據按應付貿易賬款發票日期或應付票據發行日期之賬齡分析：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
零至30天	347,843	569,902
31至60天	116,360	35,444
61至90天	8,112	4,112
超過90天	15,797	18,943
	488,112	628,401

16. 應收／應付附屬公司非控股股東及一間聯營公司款項

應收／應付非控股股東及一間聯營公司款項為無抵押、免息及需應要求償還。

17. 銀行借貸

於本期間，本集團取得新造短期銀行借貸合共159,570,000港元(截至二零一五年六月三十日止六個月：323,776,000港元)。該銀行借貸按1.6厘至3.8厘(截至二零一五年六月三十日止六個月：倫敦銀行同業拆息加1.0厘至3.6厘之息差)之浮動利率計息，並需於一年內償還。根據該等貸款協議，銀行借貸以投資物業、物業、廠房及設備、土地使用權及銀行存款作為抵押。

18. 股本

	股份 數目 千股	已發行 股本 千港元
<hr/>		
每股面值0.1港元之普通股		
法定：		
於二零一六年一月一日及		
二零一六年六月三十日	3,000,000	300,000
	<hr/>	
已發行：		
於二零一六年一月一日		
及二零一六年六月三十日	2,557,897	255,790
	<hr/>	

中期財務報表

19. 出售一間附屬公司

於截至二零一五年六月三十日止六個月，本集團向上海鼎希的非控股股東(「買方」)出售其於上海鼎希物聯網科技有限公司(「上海鼎希」) 60% 股權，總代價為人民幣4,000,000元(「出售事項」)。有關代價將以現金償付，當中(i)首期人民幣1,200,000元將於出售事項完成日期償付；(ii)第二期人民幣600,000元將於出售事項完成日期後第90天償付；而(iii)最後一期人民幣2,200,000元將於出售事項完成日期後的三周年當日償付。買方可酌情將最後一期人民幣2,200,000元的還款日期延遲至出售事項完成日期後的六周年當日。應收代價的公平值乃於初始確認時採用現金流量折現法按估算利率每年7.345厘估計及其後按攤銷成本計量。於二零一六年六月三十日，尚未償付的代價人民幣2,038,000元(二零一六年六月三十日：相等於約2,391,000港元；二零一五年十二月三十一日：相等於約2,560,000港元)於簡明綜合財務狀況表記作應收代價。

於截至二零一五年六月三十日止六個月，出售一間附屬公司之收益2,191,000港元於損益中確認。

中期財務報表

20. 經營租賃安排

本集團作為承租人

於各報告期末，本集團根據不可撤銷經營租賃支付之未來最低租金款項承擔之到期日如下：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
一年內	1,659	3,553
第二至第五年(首尾兩年包括在內)	781	1,597
	2,440	5,150

本集團作為出租人

於報告期末，本集團與租客訂約之未來最低租金款項如下：

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
一年內	29,746	26,500
第二至第五年(包括首尾兩年)	58,555	39,410
五年後	3,623	1,692
	91,924	67,602

中期財務報表

21. 承擔

	二零一六年 六月三十日 千港元 (未經審核)	二零一五年 十二月三十一日 千港元 (經審核)
已訂約但未於簡明綜合財務報表中 撥備之有關於一間聯營公司 之投資開支	4,692	4,736
已訂約但未於簡明綜合財務報表中 撥備之發展中銷售物業開支	87,366	158,672

22. 主要非現金交易

於截至二零一六年六月三十日止六個月，若干非全資附屬公司非控股股東之注資520,000港元仍未結清，並已計入於二零一六年六月三十日之應收附屬公司非控股股東之款項。於二零一六年六月三十日，應收附屬公司非控股股東之未結清注資總額為2,694,000港元。

於截至二零一五年六月三十日止六個月，本集團於損益中確認政府補貼14,681,000港元，有關金額仍未結清，並已計入於二零一五年六月三十日之其他應收款項、按金及預付款項。於二零一六年六月三十日，有關款項仍未結清，並繼續計入其他應收賬款、按金及預付款項。

於截至二零一五年六月三十日止六個月，物業、廠房及設備之購入代價4,800,000港元仍未結清，並已計入於二零一五年六月三十日之其他應付款項、應收按金及應計款項。

中期財務報表

23. 關連人士交易

於截至二零一五年六月三十日止六個月期間，利息775,000港元計入應付一名董事款項。

期內主要管理人員之薪酬如下：

	截至六月三十日止六個月	
	二零一六年	二零一五年
	千港元	千港元
	(未經審核)	(未經審核)
短期福利	2,928	3,221
離職後福利	164	177
	3,092	3,398

其他資料

董事及主要行政人員於股份之權益及淡倉

於二零一六年六月三十日，董事及本公司主要行政人員於本公司或其任何相關法團之股份、相關股份及債券(定義見證券及期貨條例第XV部(香港法例第571章)(「證券及期貨條例」))中擁有根據證券及期貨條例第352條記錄於本公司須予備存之登記冊中，或根據載於香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄10中上市發行人董事進行證券交易的標準守則(「標準守則」)須知會本公司及聯交所之權益及淡倉如下：

持有本公司股份之好倉

董事姓名	權益性質	於本公司之 普通股份總數	本公司之 相關股份	總數	佔本公司權益 概約百分比 (附註3)
王祖同先生	公司權益(附註1)	1,209,084,000		1,209,084,000	47.27%
	個人權益	3,098,000		3,098,000	0.12%
	總數			1,212,182,000	47.39%
楊文瑛女士	公司權益(附註2)	734,857,000		734,857,000	28.73%
	個人權益	3,418,000		3,418,000	0.13%
	總數			738,275,000	28.86%
唐融融女士	個人權益	-	4,446,000	4,446,000	0.17%
陳達榮先生	個人權益	-	5,382,000	5,382,000	0.21%
劉泓先生	個人權益	-	1,446,120	1,446,120	0.06%
劉軍先生	個人權益	1,000,000	936,000	1,936,000	0.08%

附註：

1. 王祖同先生(「王先生」)控制Info Dynasty Group Limited(「Info Dynasty」)三分之一以上之投票權，根據證券及期貨條例第XV部，故王先生被視為擁有Info Dynasty所持全部本公司734,857,000股股份之權益。由於Intellipower Investments Limited(「Intellipower」)及Simcom Limited(「Simcom (BVI)」)均由王先生全資擁有，根據證券及期貨條例第XV部，故彼被視為擁有Intellipower及Simcom (BVI)所持全部本公司分別454,227,000股及20,000,000股股份之權益。
2. 楊文瑛女士(「王太太」)，王先生之配偶，控制Info Dynasty三分之一以上之投票權，根據證券及期貨條例第XV部，故王太太被視為擁有Info Dynasty所持全部本公司734,857,000股股份之權益。
3. 根據本公司於二零一六年六月三十日之已發行股本2,557,896,300股股份計算佔公司權益百分比。

於二零一六年六月三十日，除上文所披露者外，並無董事、本公司之主要行政人員或彼等之聯繫人士於本公司或其任何相聯法團之股份、相關股份或債券中，擁有任何根據證券及期貨條例第352條記錄於本公司須予備存之登記冊中，或根據標準守則須知會本公司及聯交所之實益或非實益的權益或淡倉。

其他資料

主要股東或其他人士於本公司之證券權益

根據本公司作出所需查詢後所得知，於二零一六年六月三十日，在根據證券及期貨條例第336條本公司須予備存之名冊所記錄，其他人士(董事或本公司主要行政人員除外)於本公司股份及相關股份中之權益及淡倉如下：

股東姓名	權益性質	於本公司之 普通股股份總數	佔本公司權益 概約百分比 (附註1)
Info Dynasty (附註2)	個人權益	734,857,000	28.73%
Intellipower (附註3)	個人權益	454,227,000	17.76%

附註：

1. 根據本公司於二零一六年六月三十日之已發行股本2,557,896,300股股份計算佔本公司權益百分比。
2. Info Dynasty與王先生之關係及Info Dynasty與王太太之關係於以上「董事及主要行政人員於股份之權益及淡倉」一段中披露。
3. Intellipower與王先生之關係於以上「董事及主要行政人員於股份之權益及淡倉」一段中披露。

除上文所披露者外，於二零一六年六月三十日，概無其他主要股東或人士於本公司股份及相關股份中擁有任何根據證券及期貨條例第336條記錄本公司須予備存的登記冊中之權益或淡倉。

購股權

本公司根據首次公開發售後購股權計劃授出購股權(「首次公開發售後購股權」)，有關首次公開發售後購股權授予若干董事及本集團僱員之購股權及該等權益之變動載列如下：

參與者類別	購股權計劃名稱	授出日期	於二零一六年		於二零一六年	
			一月一日 尚未行使	本期間失效／ 屆滿到期	六月三十日 尚未行使	
董事						
唐融融女士	首次公開發售後購股權	28.3.2008	936,000	-	-	936,000
	首次公開發售後購股權	3.9.2009	3,510,000	-	-	3,510,000
陳達榮先生	首次公開發售後購股權	28.3.2008	1,872,000	-	-	1,872,000
	首次公開發售後購股權	3.9.2009	3,510,000	-	-	3,510,000
劉泓先生	首次公開發售後購股權	13.11.2007	117,000	-	-	117,000
	首次公開發售後購股權	28.3.2008	393,120	-	-	393,120
劉軍先生	首次公開發售後購股權	3.9.2009	936,000	-	-	936,000
	首次公開發售後購股權	3.9.2009	936,000	-	-	936,000
小計			12,210,120	-	-	12,210,120

其他資料

參與者類別	購股權計劃名稱	授出日期	於二零一六年 一月一日	本期間失效／		於二零一六年 六月三十日
			尚未行使	本期間行使	屆滿到期	尚未行使
本集團僱員	首次公开发售後購股權	12.5.2006	2,363,400	-	(2,363,400)	-
	首次公开发售後購股權	13.11.2007	3,635,775	-	(93,600)	3,542,175
	首次公开发售後購股權	28.3.2008	12,667,005	-	(210,600)	12,456,405
	首次公开发售後購股權	3.9.2009	40,377,015	-	(1,678,950)	38,698,065
	首次公开发售後購股權	19.7.2013	17,213,000	-	-	17,213,000
顧問	首次公开发售後購股權	19.7.2013	45,400,000	-	-	45,400,000
小計			121,656,195	-	(4,346,550)	117,309,645
總計			133,866,315	-	(4,346,550)	129,519,765

附註：

- 就根據首次公开发售後購股權於二零零六年五月十二日獲授購股權的每名承授人而言，由二零零七年一月一日起的四個曆年每年分別有25%之購股權歸屬。經調整每股行使價為3.14港元，而行使期為二零零七年一月一日至二零一六年五月十一日。
- 就根據首次公开发售後購股權於二零零七年十一月十三日獲授購股權的每名承授人而言，由二零零八年四月一日起的四個曆年每年分別有25%之購股權歸屬。經調整每股行使價為1.40港元，而行使期為二零零八年四月一日至二零一七年十一月十二日。
- 就根據首次公开发售後購股權於二零零八年三月二十八日獲授購股權的每名承授人而言，由二零零九年四月十五日起的四個曆年每年分別有25%之購股權歸屬。經調整每股行使價為0.69港元，而行使期為二零零九年四月十五日至二零一八年三月二十七日。
- 就根據首次公开发售後購股權於二零零九年九月三日獲授購股權的每名承授人而言，由二零一零年四月十五日起的四個曆年每年分別有25%之購股權歸屬。經調整每股行使價為0.68港元，而行使期為二零一零年四月十五日至二零一九年九月二日。
- 於報告期內概無購股權授予。

除上文所披露者外，本公司或其任何附屬公司概無於二零一六年上半年內訂立任何安排，致使本公司之董事或主要行政人員可藉買入本公司或任何其他法人團體之股份或債務證券(包括債券)而獲取利益，及除本報告所披露外，亦概無董事、主要行政人員、彼等之配偶或未滿18歲之子女於二零一六年上半年內擁有任何可認購本公司證券之權利或已行使任何該等權利。

購買、出售或贖回本公司上市證券

於二零一六年上半年，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

企業管治守則

除下文所述者外，本公司於二零一六年上半年已遵守上市規則附錄14所載之企業管治守則(「企業管治守則」)內之守則條文。

企業管治守則之守則條文A2.7規定，董事會主席須至少每年在沒有執行董事出席下與非執行董事(包括獨立非執行董事)會面。由於董事會主席楊文瑛女士亦為執行董事，故本公司已偏離此條並不適用的守則條文。目前，董事會主席可透過單對單或小組會議與非執行董事定期溝通，以了解其關注、討論相關事務及確保可獲得足夠及完備的資料。

就企業管治守則之守則條文第A5.1至A5.4條而言，本公司並未設立提名委員會。由於董事會全體成員負責不時審閱董事會之架構、人數及組成，並委任新董事，以確保董事會由具備配合本公司業務所需技能及經驗之人士組成，加上董事會全體共同負責評估獨立非執行董事之獨立性以及審閱董事(尤其是董事會主席)之繼任計劃，因此本公司認為目前不需設立提名委員會。

其他資料

根據企業管治守則之守則條文第E1.2條，董事會主席須出席本公司之股東週年大會，及安排審核委員會、薪酬委員會及提名委員會(如合適)之主席或(倘該等委員會主席缺席)委員會其他成員(或如其未能出席時，由其正式指定代表)出席該股東週年大會回答提問。

董事會主席楊文瑛女士由於有未能預料之業務事宜，未能出席本公司於二零一六年六月一日舉行之股東週年大會(「二零一六年股東週年大會」)。根據本公司之章程細則，執行董事兼本集團財務總監陳達榮先生，代表董事會主席主持二零一六年股東週年大會及回答提問。獨立非執行董事兼董事會轄下之薪酬委員會及董事會轄下之審核委員會(「審核委員會」)主席廖慶雄先生亦出席二零一六年股東週年大會，並回答股東提問。

遵守標準守則

本公司已採納上市規則附錄10所載之標準守則，作為其進行證券交易的守則條文。本公司在進行具體查詢後，全體董事均確認於二零一六年上半年已遵守標準守則所列明之規定標準。

審核委員會

審核委員會已與管理層審閱本集團所採納之會計原則及常規，並審閱二零一六年上半年之本集團未經審核簡明綜合中期財務資料。此外，二零一六年上半年之本集團未經審核簡明綜合中期財務資料亦已由本公司核數師德勤•關黃陳方會計師行進行審閱。審核委員會由所有三位獨立非執行董事組成。

董事會

執行董事

楊文瑛女士(主席)
王祖同先生(總裁)
唐融融女士
陳達榮先生
劉泓先生
劉軍先生(首席執行官)

獨立非執行董事

廖慶雄先生
謝麟振先生
董雲庭先生

審核委員會

廖慶雄先生(主席)
謝麟振先生
董雲庭先生

薪酬委員會

廖慶雄先生(主席)
謝麟振先生
董雲庭先生
王祖同先生

公司秘書

黃荻女士

核數師

德勤•關黃陳方會計師行

香港法律之法律顧問

梁寶儀劉正豪律師行

主要往來銀行

恒生銀行有限公司
交通銀行
上海浦東發展銀行

註冊辦事處

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

香港總辦事處及主要營業地點

香港
灣仔
皇后大道東248號
29樓2908室

股份過戶登記總處

Butterfield Fund Services (Bermuda) Limited
Rosebank Centre
11 Bermudiana Road
Pembroke
Bermuda

香港股份過戶登記分處

香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心
17樓1712-1716室

網址

<http://www.sim.com>

股份編號

2000