#### CHINA HONGCHENG HOLDINGS LIMITED 中国宏诚控股有限公司

(Incorporated in Bermuda on 25 January 2007) (Co. Reg. No: 39504)

### FULL YEAR FINANCIAL STATEMENT ANNOUNCEMENT FOR THE YEAR ENDED 30 JUNE 2015

截至 2015 年 6 月 30 日全年财务报表公告

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

第一部分- 季度(Q1, Q2 和 Q3), 半年和全年业绩公告所需资料

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

(集团)的收入报表连同上一财政年同期的对比度报表

Group Statement of Comprehensive Income for the year ended 30 June 2015. These figures have not been audited.

截至2015年6月30日全年集团综合收入报表。这些数字尚未经审计。

成工 2010 ~ 071 00 日 工 1 水色 冰日 队 / ·	F来图综合权人体权。这三数于阿尔廷中们。  Group集团			
	Year ended 30 Jun 2015 截至 2015 年 6 月 30 日全年 RMB'000	Year ended 30 Jun 2014 截至 2014 年 6月 30 日全年 RMB'000	Increase/ (Decrease) 增减 %	
	Unaudited	Audited		
	未经审计	经审计		
Revenue				
销售收入	294,962	383,930	(23.2)	
Cost of sales	204,002	000,000	(20.2)	
销售成本	(468,464)	(397,112)	18.0	
Gross loss		•		
亏损	(173,502)	(13,182)	1,216.2	
Other income				
其他收入	6,404	9,388	(31.8)	
Selling and distribution expenses				
销售费用	(5,656)	(4,785)	18.2	
Administrative expenses 管理费用	(22,813)	(27,356)	(16.6)	
Other operating expenses 其他营业费用	290	9,189	(96.8)	
Finance costs			,	
财务成本	(40,023)	(50,763)	(21.2)	
Loss before income tax				
税前亏损	(235,300)	(77,509)	(203.6)	
Income tax expenses				
所得税开支	-	(34)	(100.0)	
Loss for the year attributable to the owners of the Company				
本年公司拥有人的亏损	(235,300)	(77,543)	203.4	
Other comprehensive income	(,,	( ,/		
其他综合收入	-	-	-	
Total comprehensive loss for the year attributable to				
the owners of the Company	(0	<b>,</b>		
本年公司拥有人总综合亏损	(235,300)	(77,543)	203.4	

#### Note:

Loss before income tax is arrived at after charging/(crediting): 税前亏损已计入以下项目:

	<u>Group 集团</u>		
	Year ended	Year ended	
	30 Jun 2015	30 Jun 2014	
	<b>截至</b> 2015 年 6 月 30 日	截至 2014 年 6 月 30 日	
	6万30日 <b>全年</b>	全年	
	RMB'000	жт RMB'000	
	Unaudited	Unaudited	
	未经审计	经审计	
Interest income 利息收入	(5,269)	(8,162)	
Interest expenses on 利息支出:			
- Bank loans wholly repayable within five years			
五年内应付清之银行贷款	40,023	50,763	
Depreciation 折旧	47,138	48,580	
Amortisation of land use rights 土地使用权摊销	139	139	
(Gain)/loss on disposal of property, plant and equipment 变买			
设备/(收益)/损失	(774)	28	
Allowance for inventories obsolescence			
呆帐存货拨备	2,180	1,507	
Reversal of allowance for inventories obsolescence upon sales			
回拨已销售呆帐存货拨备	(3,147)	(16,677)	
Properties, plant and equipment written off 房屋设备报废	-	4,607	
Minimum lease payments under operating leases for property, plant and equipment and land use rights			
厂房设备和土地使用权租赁合同下最低付款额	95	93	

Depreciation expenses of approximately RMB45,328,000 had been charged to cost of sales in the Group Statement of Comprehensive Income for the year ended 30 June 2015 (year ended 30 June 2014: approximately RMB46,800,000). Depreciation expenses of approximately RMB1,810,000 had been charged to administrative expenses in the Group Statement of Comprehensive Income for the year ended 30 June 2015 (year ended 30 June 2014: approximately RMB1,780,000).

约人民币四千五百三十二万八千元的折旧费已被计在截至 2015 年 6 月 30 日全年的综合收入报表内的销售成本里(截至 2014 年 6 月 30 日全年:约人民币四千六百八十万元)。约人民币一百八十一万元的折旧费已被计在截至 2015 年 6 月 30 日全年的综合收入报表内的管理费用里(截至 2014 年 6 月 30 日全年:约人民币一百七十八万元)。

Amortisation of land use rights of approximately RMB139,000 had been charged to cost of sales in the Group Statement of Comprehensive Income for the year ended 30 June 2015 (year ended 30 June 2014: approximately RMB139,000).

约人民币十三万九千元的土地使用权摊销已被计在截至 2015 年 6 月 30 日全年的综合收入报表内的销售成本里(截至 2014 年 6 月 30 日全年: 约人民币十三万九千元)。

Included in other expenses, an allowance for inventories obsolescence of RMB2,180,000 was made for finished goods with aging over 365 days for the year ended 30 June 2015 compared with RMB1,507,000 for the year ended 30 June 2014. However, certain obsolete inventories of RMB3,147,000 were utilised for sales and further production in the year ended 30 June 2015 and a reversal for inventories obsolescence of RMB3,147,000 was included in the other operating expense in the Group Statement of Comprehensive Income for the year ended 30 June 2015 (year ended 30 June 2014: approximately RMB16,677,000)

FY2015 的呆帐存货拨备人民币二百一十八万元是为于账龄超过 365 日的成品所准备的。FY2014 的金额是人民币一百五十万七千元。但是有部分呆帐存货金额人民币三百一十四万七千元在 FY2015 已利用于销售或再加工,所以在截至2015 年 6 月 30 日全年的综合收入报表内的其他营业费用里包含了有关的呆帐存货拨备的回拨人民币三百一十四万七千元(截至 2014 年 6 月 30 日全年: 约人民币一千六百六十七万七千元)。

A gain on disposal of certain cotton yarn manufacturing machines of RMB774,000 had been charged to other income for the year ended 30 June 2015 (for the year ended 30 June 2014: loss on disposal of RMB28,000).

变卖棉纱设备的利润人民币七十七万四千元已被计在截至 2015 年 6 月 30 日三个月的综合收入报表内的其他费用里(截至 2014 年 6 月 30 日全年: 变卖亏损约人民币二万八千元).

## 1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

(本公司及集团)的资产负债表连同上一财政年的对比报表。

(本公可及集团)的资厂贝顶农建同工一则或年的对	Group 集	<u> </u>	Company	<u>本公司</u>
	30 Jun	30 Jun	30 Jun	30 Jun
	2015	2014	2015	2014
	2015 年	2014 年	2015 年	2014 年
	6月30日	6月30日	6月30日	6月30日
	RMB'000	RMB'000	RMB'000	RMB'000
	Unaudited	Audited	Unaudited	Audited
	未经审计	经审计	未经审计	经审计
ASSETS 资产				
Non-current assets 非流动资产				
Property, plant and equipment 物业、厂房和设备	480,797	528,710	-	-
Land use rights 土地使用权	5,302	5,441	-	-
Investments in subsidiaries 集团子公司投资		-	-	134,153
<del>-</del>	486,099	534,151	-	134,153
Current assets 流动资产				
Inventories 库存	60,794	247,827		
Trade and bills receivables 应收帐款及票据	35,520	53,266	-	-
Prepayments, other receivables and deposits 预付款、其他应	33,320	33,200	-	-
收款及预付订金	37,637	48,904	_	_
Due from subsidiary 集团子公司往来	-	-	_	597
Pledged deposits 抵押存款	305,902	312,650	_	-
Cash and cash equivalents 现金和现金等值物	25,522	31,209	-	-
_	465,375	693,856	-	597
TOTAL ASSETS 总资产	951,474	1,228,007	-	134,750
=	,	<u> </u>		
EQUITY AND LIABILITIES 权益和负债				
Equity attributable to owners of the Company 公司权益持				
有人所属权益				
Share capital 股本	78,438	78,438	78,438	78,438
Reserves 储备	(166,605)	68,695	(94,422)	43,929
Total equity 股东权益	(88,167)	147,133	(15,984)	122,367
Non-acceptable listing 引水 th 在体				
Non-current liabilities <b>非流动负债</b> Government grant 政府补贴	1 100	1.047		
Government grant by hy Yright	1,122 1,122	1,347 1,347		<del></del>
Current liabilities 流动负债	1,122	1,047		
Trade payables 应付帐款	7,286	24,265	_	_
Accrued liabilities, other payables and deposits received 计提	7,200	21,200		
负债、 其他应付款及预收订金	105,910	94,485	13,210	12,383
Due to subsidiaries 集团子公司往来	-	-	2,774	-
Government grant 政府补贴	225	225	, ·	-
Bank borrowings 银行贷款 1	914,000	949,036	-	-
Tax payable 应付税金	11,098	11,516		
	1,038,519	1,079,527	15,984	12,383
Total liabilities 总负债	1,039,641	1,080,874	15,984	12,383
TOTAL FOURTY AND LIABILITIES & A T & A AC	<u></u>			
TOTAL EQUITY AND LIABILITIES 权益及负债总额 =	951,474	1,228,007	-	134,750

In view of the Group's continued operating losses, management has carried out an assessment to determine
whether the Company's investment in subsidiaries is impaired, and consequently an allowance for impairment
loss was made, amounting to approximately RMB134,153,000 (FY2014: RMB110,073,000) to write down the
carrying amount of the investment to its estimated recoverable amount as at the statement of financial position
date.

在 2015 年 6 月 30 日,因为集团是持续业绩亏损,公司对集团子公司投资于资产负债表目的帐面价值作评估并为此作了了人民币一亿三千四百一十五万三千元的减值准备(FY201:人民币一亿一千零七万三千元)来反映其可回收价值。

#### 1(b)(ii) Aggregate amount of group's borrowings and debt securities. 集团贷款及抵押债务总额

Amount repayable in one year or less, or on demand 一年内应偿还或见索即付款额

As at 30 Jun 2015	于 2015 年 6 月 30 日	As at 30 Jun 2014	于 2014 年 6 月 30 日
Secured 有抵押	Unsecured 无抵押	Secured 有抵押	Unsecured 无抵押
RMB'000	RMB'000	RMB'000	RMB'000
914,000	-	949,036	-

#### Amount repayable after one year 一年后应偿还款额

As at 30 Jun 2015 于	2015年6月30日	As at 30 Jun 2014	F 2014 年 6 月 30 日
Secured 有抵押	Unsecured 无抵押	Secured 有抵押	Unsecured 无抵押
RMB'000	RMB'000	RMB'000	RMB'000

#### Details of any collateral

#### 抵押品的详情

The Group's bank borrowings as at 30 June 2015 included bank loans of (i) RMB48,000,000 (30 June 2014: RMB50,000,000) which were secured by pledge of certain of the Group's bank deposit and property, plant and equipment, (ii) RMB335,000,000 (30 June 2014: RMB384,536,000) which were guaranteed by independent third parties, a related company, Hongcheng Company and a shareholder, Liu Ming and (iii) RMB50,000,000 (30 June 2014: RMB88,000,000) which were secured by a pledge of certain of the Group's property, plant and equipment and were guaranteed by independent third parties, with interests ranging from 5.1% to 8.50% per annum as at 30 June 2015 (FY2014: ranging from 5.5% to 8.4% per annum).

集团的银行贷款包括(i)以集团的银行存款、厂房设备作抵押的银行借款人民币四千八百万元(2014年6月30日:人民币五千万元)、(ii)由独立第三方、宏诚集团和股东刘明提供担保的银行借款人民币三亿三千五百万元(2014年6月30日:人民币三亿八千四百五十三万六千元)及(iii)以集团的厂房设备作抵押和由独立第三方提供担保的银行借款人民币五千万元(2014年6月30日:人民币八千八百万元)。于2015年6月30日这些贷款年利率由每年5.1%至8.5%不等(FY2014:由5.5%至8.4%不等)。

The Group's bank borrowings as at 30 June 2015 included other bank borrowings in the form of bills payables RMB481.0 million (30 June 2014: RMB426.5 million) with credit period of 180 days which were guaranteed by independent third parties and secured by the Group's pledged deposits. These were repayable within 6 months.

集团的银行贷款包括由独立第三方提供担保和以集团的存款作抵押的应付票据人民币四亿八千一百万元(2014年6月30日:人民币四亿二千六百五十万元),还款期是180日。它们会于6个月内到期还款。

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.
(集团)的现金流量表连同上一财政年同期的对比报表.

Cash flow statement for the year ended 30 June 2015 截至 2015 年 6 月 30 日全年现金流量表

MT -0.0 LOW HIT LANDER	<u>Group 集团</u>		
	Year ended 30 Jun 2015 截至 2015 年 6 月 30 日	Year ended 30 Jun 2014 截至 2014 年 6 月 30 日	
	<b>全年</b> RMB'000 Unaudited 未经审计	<b>全年</b> <b>RMB'000</b> Audited 经审计	
Cash flows from operating activities 营运所得现金流量	水红甲川	红甲月	
Loss before income tax 税前亏损 Adjustments for 调整:	(235,300)	(77,509)	
Interest income 利息收入	(5,269)	(8,162)	
Interest expenses 利息支出	40,023	50,763	
Depreciation 折旧	47,138	48,580	
Amortisation of land use rights 土地使用权摊销	139	139	
Amortisation of government grants 政府补贴摊销	(225)	(225)	
(Gain)/loss on disposals of property, plant and equipment 变买设备(利润)/亏损	(774)	28	
Allowance for slow-moving inventories 呆帐存货拨备	2,180	1,507	
Reversal of allowance for inventories obsolescence 回拨呆帐存货拨备	(3,147)	(16,677)	
Properties, plant and equipment written off 房屋设备报废	-	4,607	
Operating (loss)/profit before working capital changes 计算流动资金变更前的营运(亏			
损)/利润	(155,235)	3,051	
Decrease in inventories 存货减少	188,000	19,287	
Decrease in trade and bills receivables 应收帐款和应收票据减少 Decrease/(Increase) in prepayments, other receivables and deposits 预付款, 其他	17,746	6,102	
应收款和预付订金减少/(增加)	11,267	(1,850)	
Decrease in trade payables 应付帐款减少	(16,979)	(15,314)	
Increase in accrued liabilities, other payables and deposits received 计提负债, 其他应付款和预收订金增加	11,425	20,092	
Cash generated from operations 营运所得现金	56,224	31,368	
Income taxes paid 已付税款	(418)	(414)	
Net cash generated from operating activities 营运活动所得净现金	55,806	30,954	
Cash flows from investing activities 投资活动所得现金流量			
Purchases of property, plant and equipment 购买物业, 厂房和设备	(100)	(443)	
Proceeds from disposals of property, plant and equipment 变买设备所得款	1649	40	
Interest received 已收利息	5,269	8,162	
Net cash generated from investing activities 投资活动所得净现金	6,818	7,759	
Cash flows from financing activities 融资活动所得现金流量			
Proceeds from bank loans 新增银行贷款	743,084	489,420	
Repayment of bank loans 偿还银行贷款	(832,620)	(561,384)	
Proceeds from bills payables 新增应付票据	696,000	671,500	
Repayment of bill payables 偿还应付票据	(641,500)	(555,000)	
Decrease/(increase) in pledged deposits 抵押存款减少/(增加)	6,748	(36,100)	
Interest paid 已付利息	(40,023)	(50,763)	
Net cash used in financing activities 融资活动所用净现金	(68,311)	(42,327)	
Net decrease in cash and cash equivalents 现金和现金等值物净减少	(5,687)	(3,614)	
Cash and cash equivalents at 1 Jul 于 7 月 1 日的现金和现金等值物	31,209	34,823	
Cash and cash equivalents at 1 out 1 7 万 1 日的观念和观念等值物	25,522	31,209	
Canada and additional of on one 1 0 1 00 日出如本山心本人国的	20,022	51,203	

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

显示(上市公司及集团) (i) 股东权益的所有变更的报表或 (ii) 资本化发行及分配产生的股东权益 变更除外的股东权益变更的报表, 连同上一财政年同期的对比报表。

Statements of changes in equity for the year ended 30 Jun 2015 截至 2015 年 6 月 30 日全年的股东权益变更报表

Group 集团	Share capital 股本 RMB'000 Unaudited 未经审计	Share premium 股票 <b>溢价</b> RMB'000 Unaudited 未经审计	Merger reserve <b>合并储备</b> RMB'000 Unaudited 未经审计	Statutory reserve 法定储备 RMB'000 Unaudited 未经审计	Exchange fluctuation reserve 兑汇浮动储备 RMB'000 Unaudited 未经审计	Accumulated loss 累计亏损 RMB'000 Unaudited 未经审计	Total equity 总股东 权益 RMB'000 Unaudited 未经审计
Balance at 1 Jul 2014 2014 年 7 月 1 日余額 Loss for the period 本期亏损	78,438	137,794	(18,488)	33,647	(5,348)	(78,910) (235,300)	147,133
Total comprehensive income for the period 期内总综合收入 Balance at 30 Jun 2015		-	-	-	-	(235,300)	(235,300)
2015 年 6 月 30 日余額 Balance at 1 Jul 2013 2013 年 7 月 1 日余額 Loss for the period	78,438	137,794 137,794	(18,488)	33,647 33,647	(5,348)	(314,210)	(88,167) 224,676
本期亏损 Total comprehensive income for the period 期内总综合收入	-	-	-	<u>-</u>	<u>-</u>	(77,543) (77,543)	(77,543)
Transfer to statutory reserve 转法定储备 Balance at 30 Jun 2014 2014 年 6 月 30 日余額		137.794	(18.488)	33.647	(5.348)	(78.910)	
2014年6月30日余鞭	78,438	137,794	(18,488)	33,647	(5,348)	(78,910)	147,13

Company 本公司	Share capital 股本 RMB'000 Unaudited	Share premium 股票溢价 RMB'000 Unaudited	Merger reserve 合并储备 RMB'000 Unaudited	Accumulated losses 累计亏损 RMB'000 Unaudited	Total equity 总股东 权益 RMB'000 Unaudited
	未经审计	未经审计	未经审计	未经审计	未经审计
Balance at 1 Jul 2014 2014 年 7 月 1 日余鞭 Loss for the period 本期亏损	78,438 -	137,794 -	34,364	(128,229)	122,367
Total comprehensive income for the period					
本期总综合收入	-	-	-	(138,351)	(138,351)
Balance at 30 Jun 2015 2015 年 6 月 30 日余鞭	78,438	137,794	34,364	(266,580)	(15,914)
Balance at 1 Jul 2013					
<b>2013 年 7 月 1 日余额</b> Loss for the period 本期亏损	78,438 -	137,794 -	34,364 -	(49,592) (78,637)	201,004 (78,637)
Total comprehensive income for the period					
本期总综合收入	-	-	-	(78,637)	(78,637)
Balance at 30 Jun 2014 2014 年 6 月 30 日余额	78,438	137,794	34,364	(128,229)	122,367

<sup>1.</sup> In accordance with the relevant laws and regulations of the PRC, the subsidiaries of the Company established in the PRC are required to transfer 10% of its profit after taxation prepared in accordance with the accounting regulation in the PRC to the statutory reserve until the reserve balance reaches 50% of the respective registered capital. This statutory reserve is non-distributable except upon liquidation of the PRC subsidiaries.

根据中国有关法例和守则,本公司于中国设立的子公司需将税后利润(根据中国会计制度计算)的 10%转入法定储备直到法定储备达到该子公司的注册资本的50%为止。这法定储备(除在该子公司清盘的情况下以外)是不可作分配的。

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

自上一财政期,本公司因附加股、红股、股份购回、行使认股選择权或认股证、其他权益发行兑换、发行股票以取得现金或收购对价或为任何其他目的而发行股票而发生的任何变更的详情。亦须注明截至本财政期末及截至上一财政年同期可能因所有有效可换股证券行使时会发行的股票数目,及库存股票股数(如有)占上市公司已发行股票的总数(扣除库存股票)。

There were no changes in the Company's share capital for the three months ended 30 June 2015 and the year ended 30 June 2015.

截至 2015年6月30日三个月和截至2015年6月30日全年公司的股本没有任何变动。

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year. 显示于本财政期末和上一财政年末已发行股票数量,不包括库股票。

### Ordinary shares of HK\$0.30 each 每股面值港币 0.30 元的普通股

**As at 30 Jun 2015** 截至 2015 年 6 月 30 日 **As at 30 Jun 2014** 截至 2014 年 6 月 30 日

268,000,000

268,000,000

The Company does not have any treasury shares as at 30 June 2015 and 30 June 2014. 公司于 2015 年 6 月 30 日和 2014 年 6 月 30 日没有任何库存股票。

1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

显示本财政期末的所有销售、转让、弃置、取消和/或使用库存股票的报告声明。

Not applicable.

不适用。

2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

有关数字是否已根据审计准则或惯例被审计或审阅。

The figures have not been audited or reviewed by auditors.

有关数字未经审计师审核或审阅。

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

如有关数字被审计或审阅,须附上审计师报告(包括对任何特定事项的澄清或强调)

Not applicable.

不适用。

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

是否已应用与上市公司最近经审核的年度财务报表内应用的相同会计政策和计算方法。

The Group has adopted the same accounting policies and methods of computation as stated in the audited financial statements for the year ended 30 June 2015, except for the adoption of the new and amended International Financial Reporting Standards (IFRSs) which became effective for financial year beginning on or after 1 July 2015. The adoption of these IFRSs did not have any material impact to the Group's financial statement.

集团已应用与截至 2015 年 6 月 30 日财政年经审核的年度财务报表内应用的相同会计政策和计算方法(除采用了适用于财政年以 2015 年 7 月 1 日或以后的新修订国际财务报告准则 (IFRSs))。采用这些 IFRSs 不会对集团的财务报表有重大影响。

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

如会计政策和计算方法有任何变更(包括会计准则要求),须列出有关的变更、变更原因和变更的影响。

Not applicable.

不适用。

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

扣除优先股股息准备后,集团在本财政期间及上一财政年同期每股普通股的盈利

/ear ended 0 Jun 2014 0 至 2014 年 6 月 30 日
全年
Audited 经审计
(28.93)
(28.93)
(

#### Note:

The calculation of basic loss per share for the year ended 30 June 2015 is computed by dividing the Group's loss for the year by the number of 268,000,000 ordinary shares (year ended 30 June 2014: 268,000,000 ordinary shares) during the year.

截至 2015 年 6 月 30 日全年的每股亏损的计算方法是将集团本年亏损除以本年普通股数量 268,000,000 股(截至 2014 年 6 年 30 日全年: 268,000,000 普通股)。

- 7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the:
  - (a) current financial period reported on; and
  - (b) immediately preceding financial year.

基于期末已发行股本(扣除库存股票)计算,(a)于本财政期末;和(b)于上一财政年末上市公司和集团每股普通股资产净值。

	Group 集团		<u>Company 本公司</u>	
In RMB 人民币	30 Jun	30 Jun	30 Jun	30 Jun
	2015	2014	2015	2014
	2015 年	2014 年	2015 年	2014 年
	6 月 30 日	6 月 30 日	6 月 30 日	6 月 30 日
ш имв ХФін	Unaudited	Unaudited	Unaudited	Unaudited
	未经审计	未经审计	未经审计	未经审计
Net asset value per ordinary share based on issued share capital at the end of: 基于期末已发行股本计算, 每股普通股资产净值	(0.33)	0.55	(0.06)	0.46

#### Note:

The net asset value is calculated by dividing the Group's net asset value by the number of ordinary shares of 268,000,000 (30 Jun 2014: 268,000,000).

资产净值的计算方法是将集团资产净值的除以本期普通股数量 268,000,000 股(截至 2014 年 6 年 30 日: 268,000,000 股)。

- 8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
  - (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
  - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

回顾集团表现使能对集团业务得到合理了解。此必包括以下分析:

- (a) 本财政期内影响集团销售收入、销售成本和盈利的季节性或周期性因素(如适用);和
- (b) 本财政期内影响集团现金流、流动资金、资产或负债的因素。

REVIEW OF FINANCIAL RESULTS FOR THE YEAR ENDED 30 JUNE 2015("FY2015") COMPARED TO THE YEAR ENDED 30 JUNE 2014("FY2014")

截至 2015 年 6 月 30 日全年("FY2015")比较截至 2014 年 6 月 30 日全年("FY2014")的财务业 绩回顾

#### Revenue 销售收入

Revenue decreased by 23.2% or approximately RMB88.9 million from RMB383.9 million in FY2014 to RMB295.0 million in FY2015. This was mainly attributable to the intense price competition and decrease in selling prices of the Group's products which was offset by the increase in sales volume, due to intense price competition brought by the decrease in the domestic cotton prices.

由于价格竞争激烈和销售价格下降,销售收入由 FY2014 的人民币三亿八千三百九十万元减少23.2%或约人民币八千八百九十万元至 FY2015 的人民币二亿九千五百万元。主要原因是市场价格竞争激烈和近日棉价下滑使集团产品的销售价格下跌抵消了销售量上升的影响。

Overall sales to local customers decreased by 29.1% or approximately RMB87.2 million from RMB300.3 million in FY2014 to RMB213.1 million in FY2015 due to the keen competition and weak demand in the domestic market. In addition, overseas sales dropped slightly by 2% or approximately RMB1.7 million from RMB83.6 million in FY2014 to RMB81.9 million in FY2015.

As a result, the revenue contributed from the PRC and overseas sales accounted for 72.2% and 27.8% respectively (FY2014: 78.2% and 21.8% respectively) of the Group's total sales in FY2015.

因为本地市场竞争激烈,整体本地客户销售由 FY2014 的人民币三亿零三十万元减少 29.1%或约人民币八千七百二十万元至 FY2015 的人民币二亿一千三百一十万元,而海外的销售收入由 FY2014 的人民币八千三百六十万元轻微减少 2%或约人民币一百七十万元至 FY2015 的人民币八千一百九十万元。

总结, FY2015 本地销售收入和海外销售贡献占集团的总销售收入分别 72.2%和27.8%(FY2014: 78.2%和21.8%)。

#### Cost of sales and gross loss 销售成本和亏损

Cost of sales increased by approximately RMB71.4 million from RMB397.1 million in FY2014 to RMB468.5 million in FY2015 mainly due to an increase in sales volume of the Group's products. Gross loss increased by RMB160.3 million from RMB13.2 in FY2014 to RMB173.5 million in FY2015 and gross loss margin increased from 3.4% in FY2014 to 58.8% in FY2015. There was a significant decrease in the gross profit margin as the Group was still utilising its higher-priced cotton purchased previously to produce the Group's products and also due to the decline of the selling prices of the Group's products due to intense competition.

Costs of inventories sold amounting to approximately RMB151 million were included in the Group's cost of sales for the financial year ended 30 June 2015. As the External Auditors had not yet completed their necessary audit procedures and will need to carry out their audit on

the underlying supporting documents which Management was in the midst of compiling, they are unable to conclude on the validity and appropriateness of those costs of inventories sold. Notwithstanding this, the Audit Committee had commissioned Management to work with the External Auditors on the provision of the underlying supporting documents of those cost of inventories.

销售成本由 FY2014 的人民币三亿九千七百一十万元增加约人民币七千一百四十万元至 FY2015 的人民币四亿六千八百五十万元,主要是因为期内销售量增加。亏损由 FY2014 的人民币一千三百二十万增加约人民币一亿六千零三百万元至 FY2015 的人民币一亿七千三百五十万元和亏损率由 FY2014 的 3.4%增加至 FY2015 的 58.8%,主要原因是 FY2015 集团产品销售价格下跌但集团目前仍使用之前采购价格较高的棉花来生产产品,所以造成显著的毛利率下滑。

约人民币一亿五千一百万元的存货销售成本已被计在截止 **2015** 年六月三十日的集团的销售成本里。因为审计师目前仍未完成审始有关支持文件和审计程序。他们未能就此存货销成本的真确性和适当性出具意见。因此,审计委員会合管理层協力提供审计师有关的支持文件。

#### Other income 其他收入

Other income decreased by approximately RMB3.0 million from RMB9.4 million in FY2014 to RMB6.4 million in FY2015 mainly due to the decrease in interest income as a result of the decrease in bank interest rates.

其他收入由 FY2014 的人民币九百四十万元减少约人民币三百万元至 FY2015 的人民币六百四十万元,主要原因是因利率下降利息收入减少所致。

#### Administrative expenses 管理费用

Administrative expenses decreased by approximately RMB4.6 million from RMB27.4 million in FY2014 to RMB22.8 million in FY2015 mainly due to the decrease in staff welfare expenses for the workers as the number of workers was reduced due to the decline in the Group's production capacity during FY2015.

管理费用由 FY2014 的人民币二千七百四十万元减少约人民币四百六十万元至 FY2015 的人民币二千二百八十万元,主要原因是集团调节产能减少工人使有关的员工福利费用减少所致。

#### Other expenses 其他费用

Other expenses decreased by approximately RMB8.9 million from a credit balance of RMB9.2 million in FY2014 to a credit balance of RMB290,000 in FY2015. This decrease was mainly attributable to the decrease in reversal of provision for slow moving inventories made previously.

其他费用由 FY2014 的贷方余额人民币九百二十万元减少约人民币八百九十万元至 FY2015 的人民币二十九万元,主要原因是 FY2015 作了的呆帐库存拨备的回拨减少所致。

#### Finance costs 财务成本

Finance costs decreased by approximately RMB10.8 million from RMB50.8 million in FY2014 to RMB40.0 million in FY2015 due to the decrease in effective interest rates. As there is no alternative source of funding, the high finance costs continue to be an extremely significant cause of the loss.

财务成本由 FY2014 的人民币五千零八十万元减少约人民币一千零八十万元至 FY2015 的人民币四千万元,主要原因是利率下降所致。因没有其他较佳融资渠道,财务成本依然会是集团亏损的一个极重要因素。

#### Loss before income tax 税前亏损

Loss before income tax increased significantly by approximately RMB157.8 million from RMB77.5 million in FY2014 to RMB235.3 million in FY2015

税前亏损由 FY2014 的人民币七千七百五十万元增加约人民币一亿五千七百八十万元至 FY2015 的人民币二亿三千五百三十万元。

#### Income tax expenses 所得税开支

There was no income tax chargeable for FY2015 (FY2014: RMB34,000).

FY2015 没有应计所得税 (FY2014: 人民币三万四千元)。

#### Loss for the year 本年亏损

As a result of the above, loss for the year increased significantly by approximately RMB157.8 million from RMB77.5 million in FY2014 to RMB235.3 million in FY2015.

本年亏损由 FY2014 的人民币七千七百五十万元增加约人民币一亿五千七百八十万元至 FY2015 的人民币二亿三千五百三十万元,主要原因已于上文陈述。

## REVIEW OF FINANCIAL POSITION AS AT 30 JUNE 2015 2015 年 6 月 30 日财务状况审阅

#### Inventories 库存

Inventories decreased by RMB187.0 million during the period under review, mainly due to the Group's policy to reduce those higher-priced cotton which were purchased previously, given the current situation where cotton prices are decreasing.

库存减少人民币一亿八百七十万元,主要原因是棉价正下降,期内集团策略减少库存以消化之前用较高价钱采购的棉花所致。

#### Trade and bills receivables 应收帐款和票据

Trade and bills receivables decreased in line with sales by RMB17.7 million.

应收账款和票据随销售减少人民币一千七百七十万元。

#### Prepayments, other receivables and deposits 预付款、其他应收款及预付订金

Prepayments, other receivables and deposits decreased by RMB11.3 million in line with the decrease in sales. This was attributable mainly to the decrease in deposits paid to suppliers for the purchase of raw materials.

预付款、其他应收款及预付订金减少人民币一千一百三十万元,主要原因是向供应商购买原材料的订金来采购原材料减少所致。

#### Trade payables 应付帐款

Trade payables decreased by RMB17.0 million mainly due to a decrease in the purchase of raw materials.

应付帐款减少人民币一千七百万元,主要原因是集团减少原料采购所致。

Accrued liabilities, other payables and deposits 计提负债、 其他应付款及预收订金应付帐款 Accrued liabilities, other payables and deposits received increased by RMB11.4 million due to a longer credit period obtained by the Group for staff insurances payable.计提负债、 其他应付款及预收订金应付帐款增加人民币一千一百四十万元,主要原因是集团职工保险的付款期延长所致。

Other major assets and liabilities such as pledged deposits, bank borrowings and tax payable remained at approximately the same level as 30 June 2014.

其他主要的资产和负债如抵押存款应、银行贷款和应付税金都维持与 **2014** 年 **6** 月 **30** 日相约水 平。

The net current liabilities of RMB573.1 million as at 30 June 2015 were mainly due to the Group's utilisation of short term bank borrowings to increase the flexibility in managing the Group's bank borrowings in accordance with the Group's working capital needs, which resulted in the reduction of interest costs.

因此,于 2015 年 6 月 30 日有净流动负债人民币五亿七千三百一十万元,因为集团利用短期贷款以加强集团管理贷款的灵活性,方便根据集团资金需要减少贷款及其相关利息。

The Group has maintained good relationships with the banks. As such, the Group is confident that the existing bank borrowings can be renewed as and when they fall due so that the operations of the Group will not be affected. Nevertheless, management is monitoring the Group's cash flow closely to ensure that the Group has adequate working capital.

集团与银行一直保持良好业务关系。按惯例,贷款到期时,集团会与银行再安排贷款。所以, 集团有信心目前贷款到期时也能安排跟新延续而集团运作不受影响。无论如何,管理层会紧密 监察集团的现金流,确保集团有足够的流动资金。

### CASH FLOW STATEMENT REVIEW 现金流量表审阅

#### FY2015 vs 对比 FY2014

Net cash generated from operating activities was RMB55.8 million in FY2015 mainly due to the decrease in inventories compared with RMB31.0 million in FY2014.

FY2015 的营运活动所得净现金是人民币五千五百八十万元,主要原因是存货减少所致。而 FY2014 的营运活动所得净现金是人民币三千一百万元。

Net cash generated from investing activities was RMB6.8 million in FY2015 mainly due to the bank deposits interest received compared with RMB7.8 million in FY2014.

FY2015 投资活动所得净现金是的人民币六百八十万元,主要来源是银行存款利息。而 FY2014 的投资活动所得净现金是人民币七百八十万元。

Net cash used in financing activities was RMB68.3 million in FY2015 mainly due to the interest paid and repayment of bank borrowings during the period under review compared with RMB42.3 million in FY2014.

FY2015 的融资活动所用净现金是人民币六千八百三十万元,主要原因是支付银行利息和偿还银行贷款所致。而 FY2014 的融资活动所用净现金是人民币四千二百三十万元。

As a result, there was a net decrease in cash and cash equivalents of RMB5.7 million in FY2015 compared with RMB3.6 million in FY2014.

因此, FY2015 现金和现金等值物净减少是人民币五百七十万元。而 FY2014 的现金和现金等值物净减少是人民币三百六十万元。

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.
如以前曾向股东披露预测或前景声明,列明它与实际业绩的差别。

The FY2015 results are in line with the information described in paragraph 10 of the 3QFY2015 results announcement.

FY2015业绩与3QFY2015的业绩公告第10段描述的内容相符。

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

截至公告日,集团所处行业的显著趋势和竞争情况以及可能影响集团在下个报告和未来 12 个月的任何已知因素或事项的有关评论。

In the past year, the global economy recovery was at a slow pace and the market demand was weak. This has led to the decrease in the selling prices of cotton textile products produced by domestic textile manufacturers. The increasing labour costs, high energy costs and finance costs have continued to affect the domestic textile industry. However, domestic textile manufacturers are expected to benefit from the decrease in domestic cotton prices and therefore gradually improve their performance.

In FY2015, the US market sales had grown at a faster pace while domestic market sales was stable. Nevertheless, the European and South East Asian markets were affected by the appreciation of Renminbi against the European and South East Asian countries' currencies and sales from these regions dropped slightly during the period under review. Generally, the overseas markets are expected to keep growing in the coming months. Furthermore, the recent depreciation of RMB against US dollar will strengthen the competitiveness of the Group's export products to the US market. Therefore, the Group will continue to increase its export sales. At the same time, the Group will work towards improving its domestic sales through strengthening its relationships with well-known domestic brands of home textile manufacturers.

Whilst Management continues to focus on its operational efficiencies and expand its local and overseas markets, the next twelve months are expected to continue to be challenging.

在过去一年,全球经济复苏放慢和市场需求疲弱。这引致本地纺织厂家的棉纺织品价格下 滑。在上升的劳工成本、高的能源成本和融资成本继续影响本地纺织行业。但是,预期本 地纺织厂家受惠棉花价格下跌,能逐步改善他们的表现。

于 FY2015,本地市场销售表现平稳,而美国市场销售表现较快增长步伐。但是,期内受 人民币兑欧洲和东南亚货币升值影响,这些地区的销售轻微减少。整体来说,海外销售预 计在未来数月会有維持增长。而且,最近的人民币兑美元贬值会增加集团出口美国市场的 产品竞争力。所以,集团会继续致力增加出口销售。同时,集团会加强与本地有名品牌家纺 制造商的合作来集团的本地销售。

虽然管理層会继续完善营运效率和扩大本地和海外市场,未來的 12 個月会依然是艱難和充满 挑戰。

#### **Dividend** 11.

股息

#### (a) Current Financial Period Reported On 本财政期

Any dividend declared for the current financial period reported on? 有否股息于本财政期被宣布派发?

Nil.

没有。

#### (b) Corresponding Period of the Immediately Preceding Financial Year 上财政年同期

Any dividend declared for the corresponding period of the immediately preceding financial vear?

有否股息于上财政年同期被宣布派发?

Nil

没有。

### (c) Date payable 支付日期

Not Applicable. 不适用。

(d) Books closure date 截止过户日期

> Not Applicable. 不适用。

12. If no dividend has been declared/recommended, a statement to that effect. 如没有宣布或建议派发股息,须作此声明。

Not Applicable. 不适用。

#### PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

第二部份 - 全年业绩公告所需资料(这部分不适用于 Q1, Q2, Q3 或半年业绩公告)

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

与最近已审计年度财务报表格式显示的集团业务或地域分类销售收入和业绩, 並显示上一财政年的 对比数字。

Sales revenue by geographical markets: 地域市场分类销售收入	Year ended 30 Jun 2015 截至 2015 年 6 月 30 日 全年 RMB'000 Unaudited 未经审计	Year ended 30 Jun 2014 截至 2014 年 6月30日 全年 RMB'000 Audited 己审计	Increase/ (Decrease) 增减 %
PRC 中国	213,091	300,330	(29.1)
United States of America 美国	24,581	2,287	974.8
Europe 欧洲	24,407	25,091	2.7
Others 其他	32,883	56,222	(41.5)
Total 总数	294,962	383,930	(23.2)

14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments. 考虑业绩表现,会重大影响业务或地域分类销售收入和盈利的因素

Please refer to Paragraph 8 above for more details.

详情请看以上第8段。

### 15. A breakdown of sales. 销售收入的明细

		Year ended 30 Jun 2015 截至 2015 年 6月 30 日 全年 RMB'000 Unaudited 未经审计	Year ended 30 Jun 2014 截至 2014 6月 30 日 全年 RMB'000 Unaudited 未经审计	Increase/ (Decrease) 增减 %
(a)	Sales reported for first half year			
	上半年录得的销售收入	188,637	221,470	(10.3)
(b)	Operating (loss)/profit after tax before deducting minority interests reported for first half year			
	上半年扣除少数股东权益的税后营运(亏损)/利润	(80,234)	(36,105)	122.2
(c)	Sales reported for second half year			
	下半年录得的销售收入	106,325	162,460	(34.6)
(d)	Operating loss after tax before deducting minority interests reported for second half year			
	下半年扣除少数股东权益的税后营运亏损	(155,066)	(41,438)	274.2

# 16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

上市公司最近全年和去年全年每年总的年度股息明细

	Latest Full Year Year ended 30 June 2015 最近全年 截至 2015 年 6 月 30 日全年 RMB'000	Previous Full Year Year ended 30 June 2014 去年全年 截至 2014 年 6月 30 日全年 RMB'000
Ordinary 普通股	Nil	Nil
Preference 优先股	Nil	Nil
Total: 总数:	Nil	Nil

# 17. Interested person transactions 关联人士交易

The Company does not have a general mandate from shareholders for interested person transactions.

本公司没有需股东授权的关联人士交易。

18. Person(s) occupying a managerial position in the issuer or any of its subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer

有否公司董事或总裁或重大股东的亲属在公司或其子公司内担当管理职位

There are no persons occupying a managerial position in the Company or any of its subsidiaries who are a relative of a director or chief executive officer or substantial shareholder of the Company.
没有。

BY ORDER OF THE BOARD 奉董事会之命

Liu Ming 刘明 Executive Chairman 执行主席 29 August 2015 2015 年 8 月 29 日