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## **EVERGREEN INTERNATIONAL HOLDINGS LIMITED**

**長興國際(集團)控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 238)**

### **ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2018**

	<b>Six months ended 30 June</b>		<b>Change %</b>
	<b>2018</b>	<b>2017</b>	
	<i>RMB'million</i>	<i>RMB'million</i>	
Revenue	<b>144.6</b>	162.6	-11.0%
Gross profit	<b>79.9</b>	93.6	-14.7%
Loss attributable to ordinary equity holders of the Company	<b>(51.4)</b>	(78.8)	-34.7%
Basic and diluted loss per share (RMB cents)	<b>(5.4)</b>	(8.3)	-34.7%
Interim dividend per share (HK cents)	–	19	
Gross profit margin	<b>55.2%</b>	57.6%	
Net loss margin	<b>(35.6)%</b>	(48.5)%	
Effective tax rate	<b>6.8%</b>	(11.7)%	
	<b>As at</b>	<b>As at</b>	
	<b>30 June</b>	<b>31 December</b>	
	<b>2018</b>	<b>2017</b>	
Inventory turnover days	<b>407</b>	499	
Trade receivables turnover days	<b>81</b>	91	
Trade payables turnover days	<b>43</b>	43	

The board (the “Board”) of directors (the “Directors”) of Evergreen International Holdings Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 June 2018 together with the comparative figures for the same period of last year, as follows:

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS**

*For the six months ended 30 June 2018*

		<b>Six months ended 30 June</b>	
		<b>2018</b>	<b>2017</b>
	<i>Notes</i>	<b>RMB'000</b>	<b>RMB'000</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
<b>REVENUE FROM CONTRACTS WITH CUSTOMERS</b>			
Cost of sales	4	<b>144,606</b>	162,560
		<b>(64,734)</b>	(68,924)
Gross profit		<b>79,872</b>	93,636
Other income and gains	5	<b>6,127</b>	13,164
Selling and distribution expenses		<b>(89,962)</b>	(110,534)
Administrative expenses		<b>(26,087)</b>	(31,643)
Other expenses		<b>(13,056)</b>	(23,479)
Finance costs	7	<b>(12,109)</b>	(11,675)
<b>LOSS BEFORE TAX</b>	6	<b>(55,215)</b>	(70,531)
Income tax credit/(expense)	8	<b>3,782</b>	(8,268)
<b>LOSS ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY</b>		<b>(51,433)</b>	(78,799)
<b>LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY</b>			
Basic and diluted	9	<b>RMB(5.4) cents</b>	RMB(8.3) cents

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

*For the six months ended 30 June 2018*

	<b>Six months ended 30 June</b>	
	<b>2018</b>	2017
	<i><b>RMB'000</b></i>	<i><b>RMB'000</b></i>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
<b>LOSS ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY</b>	<b>(51,433)</b>	<b>(78,799)</b>
<b>OTHER COMPREHENSIVE (LOSS)/INCOME TO BE RECLASSIFIED TO PROFIT OR LOSS IN SUBSEQUENT PERIODS:</b>		
Exchange differences on translation of operations outside Mainland China	<u>(5,216)</u>	<u>10,781</u>
Net other comprehensive (loss)/income to be reclassified to profit or loss in subsequent periods	<u>(5,216)</u>	<u>10,781</u>
<b>OTHER COMPREHENSIVE INCOME NOT TO BE RECLASSIFIED TO PROFIT OR LOSS IN SUBSEQUENT PERIODS:</b>		
Changes in fair value of equity instruments at fair value through other comprehensive income (“FVOCI”)	<b>639</b>	–
Gains on property revaluation	<b>77,626</b>	–
Income tax effect	<u>(19,406)</u>	–
	<b>58,220</b>	–
Net other comprehensive income not to be reclassified to profit or loss in subsequent periods	<u>58,859</u>	–
<b>OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX</b>	<b>53,643</b>	<b>10,781</b>
<b>TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD</b>	<b>2,210</b>	<b>(68,018)</b>

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**30 June 2018**

	<i>Notes</i>	<b>30 June 2018 RMB'000 (Unaudited)</b>	31 December 2017 RMB'000 (Audited)
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		107,047	354,943
Investment properties		316,715	–
Prepaid land lease payment		44,643	45,124
Goodwill		1,880	1,880
Other intangible asset		3,884	3,845
Long term lease prepayment		61,805	62,596
Available-for-sale investments		–	36,800
Equity instruments at fair value through other comprehensive income		26,773	–
Deferred tax assets		22,713	18,921
Total non-current assets		<u>585,460</u>	<u>524,109</u>
<b>CURRENT ASSETS</b>			
Inventories	<i>11</i>	130,181	160,746
Trade receivables	<i>12</i>	50,501	79,506
Prepayments, deposits and other receivables		36,831	38,048
Tax recoverable		2,769	2,974
Cash and cash equivalents		486,021	434,403
Total current assets		<u>706,303</u>	<u>715,677</u>
<b>CURRENT LIABILITIES</b>			
Trade payables	<i>13</i>	13,579	17,310
Other payables and accruals		48,337	56,372
Amount due to the ultimate holding company		8,458	–
Interest-bearing bank and other borrowings		216,882	160,686
Tax payable		1,614	2,856
Total current liabilities		<u>288,870</u>	<u>237,224</u>
<b>NET CURRENT ASSETS</b>		<u>417,433</u>	<u>478,453</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>1,002,893</u>	<u>1,002,562</u>
<b>NON-CURRENT LIABILITIES</b>			
Interest-bearing bank and other borrowings		111,011	132,477
Deferred tax liabilities		19,406	–
Total non-current liabilities		<u>130,417</u>	<u>132,477</u>
Net assets		<u>872,476</u>	<u>870,085</u>
<b>EQUITY</b>			
<b>Equity attributable to ordinary equity holders of the Company</b>			
Issued capital		829	829
Reserves		871,647	869,256
Total equity		<u>872,476</u>	<u>870,085</u>

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 30 June 2018

### 1. CORPORATE INFORMATION

The Company was incorporated in the Cayman Islands on 26 June 2008 as an exempted company with limited liability under the Companies Law, Cap. 22 of the Cayman Islands. The registered office address of the Company is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal activity of the Company is investment holding.

During the period, the Group was principally engaged in the manufacturing and trading of clothing and clothing accessories in the People's Republic of China (the "PRC").

In the opinion of the Directors, the ultimate holding company of the Company is Pacific Success Holdings Limited, which was incorporated in the British Virgin Islands.

### 2. BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES

#### Basis of preparation

These unaudited interim condensed consolidated financial statements of the Group for the six months ended 30 June 2018 have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("the Stock Exchange") ("the Listing Rules") and International Accounting Standard 34 "*Interim Financial Reporting*" issued by the International Accounting Standards Board. These unaudited interim condensed consolidated financial statements are presented in Renminbi ("RMB") and all values are rounded to the nearest thousand except when otherwise indicated.

These unaudited interim condensed consolidated financial statements have been prepared under the historical cost convention, except for investment properties, equity instruments at fair value through profit or loss ("FVPL"), and equity instruments at fair value through other comprehensive income ("FVOCI"), which have been measured at fair value.

As at 30 June 2018, a subsidiary did not meet a financial covenant requirement of a long term loan provided by a bank in Mainland China. As set out in the respective loan agreement, the bank has the rights to demand for immediate repayment from the subsidiary when it becomes aware of the non-compliance incidence. Management has reported the non-compliance incidence to the bank during the six months ended 30 June 2018, however, no waiver was granted by the bank, but no immediate repayment was demanded by the bank up to the date of this announcement. The outstanding loan balance amounting to approximately RMB56,260,000 was reclassified from long term liability to short term liability as at 30 June 2018 (2017: RMB75,660,000).

In the opinion of the Directors, the going concern assumption to prepare the interim condensed consolidated financial statements is considered to be appropriate because the Group had cash and cash equivalents of RMB486,021,000, net current assets of RMB417,433,000 and net assets of RMB872,476,000 as at 30 June 2018, and unused bank and other borrowings facilities of RMB145,843,000 as at the same date to meet the future operation and funding needs of the Group, respectively.

These unaudited interim condensed consolidated financial statements do not include all information and disclosures required in the Group's annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2017.

## Changes in accounting policies and disclosures

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's audited consolidated financial statements for the year ended 31 December 2017, except for the adoption of new standards effective as of 1 January 2018. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

In the current interim period, the Group has applied, for the first time, the following amendments to International Financial Reporting Standards ("IFRSs", which also include International Accounting Standards ("IASs") and interpretations) that are relevant to the Group's operation for the preparation of the Group's interim condensed consolidated financial statements:

Amendments to IFRS 2	<i>Classification and Measurement of Share-based Payment Transactions</i>
Amendments to IFRS 4	<i>Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts</i>
IFRS 9	<i>Financial Instruments</i>
IFRS 15	<i>Revenue from Contracts with Customers</i>
Amendments to IFRS 15	<i>Clarifications to IFRS 15 Revenue from Contracts with Customers</i>
Amendments to IAS 40	<i>Transfers of Investment Property</i>
IFRIC 22	<i>Foreign Currency Transactions and Advance Consideration</i>
Annual improvements 2014–2016 Cycle	<i>Amendments to IFRS 1 and IAS 28</i>

Other than as further explained below, the Directors do not anticipate that the application of the new and revised IFRSs above will have a material effect on these interim condensed consolidated financial statements and the disclosure.

### ***IFRS 15 Revenue from Contracts with Customers***

IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

IFRS 15 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Group adopted IFRS 15 using the modified retrospective method of adoption and elected to apply that method to only those contracts that were not completed at the date of initial application. The comparative information for each of the primary financial statements would be presented based on the requirements of IAS 18 and related interpretations, thus the comparative figures have not been restated.

The Group mainly engages in the manufacturing and trading of clothing and clothing accessories. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer, generally on delivery of these products, at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods. Therefore, the adoption of IFRS 15 did not have an impact on the timing of revenue recognition. The other elements of IFRS 15 were further explained below:

#### (a) Performance obligation

The Group's revenue is measured at the fair value of the consideration received or receivable based on the consideration specified in a contract with a customer for the products. Revenue is shown, net of discounts. Revenue is recognised when the Group satisfies the performance obligation by transferring promised products to its customers.

(b) Right of return

When a contract provides a customer with a right to return the goods within a specified period, the Group previously estimated expected returns using a probability-weighted average amount approach similar to the expected value method under IFRS 15.

Prior to the adoption of IFRS 15, the amount of revenue related to the expected returns was deferred and recognised in the statement of financial position by deducting trade receivables and sales with a corresponding adjustment to inventories and cost of sales.

Under IFRS 15, the consideration received from the customer is variable because the contract allows the customer to return the products. The Group used the expected value method to estimate the goods that will not be returned. For goods expected to be returned, the Group presented a refund liability as “Refund Liabilities” within the account “Other payables and accruals” and an asset for the right to recover products from a customer as “Contract assets” within the account “Inventories”, respectively.

(c) Variable considerations

The Group applies the requirements in IFRS 15 on constraining estimates of variable consideration to determine the amount of variable consideration that can be included in the transaction price.

Certain sales contracts of the Group provide customers with rights of return. Under IFRS 15, rights of return gives rise to variable consideration. The variable consideration is estimated at contract inception and constrained until the associated uncertainty is subsequently resolved.

***IFRS 9 Financial Instruments***

IFRS 9 Financial Instruments replaces IAS 39 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting.

The Group had adopted IFRS 9 from 1 January 2018. The Group did not restate comparative information and recognised any material transition adjustments against the opening balance of equity at 1 January 2018.

*Financial assets*

(a) Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset’s contractual cash flow characteristics and the Group’s business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are “solely payments of principal and interest (SPPI)” on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

(b) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss (FVPL)

(i) Financial assets at amortised cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group’s financial assets at amortised cost includes trade receivables and financial assets included in prepayments, deposits and other receivables.

(ii) Financial assets at fair value through OCI (debt instruments)

The Group measures debt instruments at fair value through OCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and,
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.



(iii) Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

(iv) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes listed equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

(c) Impairment of financial assets

The adoption of IFRS 9 has fundamentally changed the Group's accounting for impairment losses for financial assets by replacing IAS 39's incurred loss approach with a forward-looking expected credit losses ("ECL") approach.

The Group recognises an allowance for ECLs for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

As at 30 June 2018, the Group has applied the simplified approach and recorded lifetime ECLs on trade receivables, and general approach and recorded 12-month ECLs on financial assets included in prepayments, deposits and other receivables. The Group determined that there are no significant financial impact arising from these changes.

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience adjusted for forward-looking factors specific to the debtors and economic environment.

The Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due. The Group considers a financial asset in default when contractual payments are one year past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

### *Financial liabilities*

#### (a) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade payables, financial liabilities included in other payables and accruals and interest-bearing loans and borrowings.

The measurement of financial liabilities depends on their classification, as described below:

#### (i) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. The Group has not designated any financial liability as at fair value through profit or loss.

(ii) Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

### 3. OPERATING SEGMENT INFORMATION

The Group is principally engaged in the manufacturing and trading of clothing and clothing accessories. For management purposes, the Group operates in one business unit and has one reportable operating segment, which is the clothing segment that produces and trades menswear, children's wear and other accessories.

No operating segments have been aggregated to form the above reportable operating segment.

As all of the Group's revenue is derived from customers based in the PRC and all of the Group's identifiable non-current assets are located in the PRC, no geographical information is presented in accordance with IFRS 8 *Operating Segments*.

### 4. REVENUE FROM CONTRACTS WITH CUSTOMERS

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

	Six months ended 30 June	
	2018	2017
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Revenue from contracts with customers		
Sale of goods	<u>144,606</u>	<u>162,560</u>

The Group recognised impairment losses on receivables and contract assets arising from contracts with customers, included under "Other expenses" in the statement of profit or loss, amounting to RMB774,000 and RMB3,327,000 for the six months ended 30 June 2018 and 2017, respectively.

### 5. OTHER INCOME AND GAINS

An analysis of other income and gains is as follows:

	Six months ended 30 June	
	2018	2017
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Rental income	1,585	–
Investment income	–	1,855
Foreign exchange gains	2,689	–
Bank interest income	909	10,981
Others	944	328
	<u>6,127</u>	<u>13,164</u>

## 6. LOSS BEFORE TAX

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

	Six months ended 30 June	
	2018 RMB'000 (Unaudited)	2017 RMB'000 (Unaudited)
Cost of inventories sold	64,734	68,924
Depreciation	9,275	13,618
Recognition of prepaid land lease payment	481	481
Amortisation of long term lease prepayment	791	791
Operating lease rental expense:		
Minimum lease payments	9,010	13,582
Contingent rents	35,595	39,677
	<u>44,605</u>	<u>53,259</u>
Employee benefit expense:		
Wages and salaries	26,407	32,547
Pension scheme contributions	2,613	3,089
Equity-settled share option expense	181	731
	<u>29,201</u>	<u>36,367</u>
Write-down of inventories*	10,371	9,566
Foreign exchange differences, net	(2,689)	10,350*
Impairment of trade receivables*	774	3,327
Impairment of other receivables*	1,654	–
	<u>1,654</u>	<u>–</u>

\* These items are included in "Other expenses" in the interim condensed consolidated statement of profit or loss.

## 7. FINANCE COSTS

	Six months ended 30 June	
	2018 RMB'000 (Unaudited)	2017 RMB'000 (Unaudited)
Interest on interest-bearing bank and other borrowings	<u>12,109</u>	<u>11,675</u>

## 8. INCOME TAX

	Six months ended 30 June	
	2018 RMB'000 (Unaudited)	2017 RMB'000 (Unaudited)
Current — Charge for the period		
Mainland China	—	9
Hong Kong	10	565
Deferred	(3,792)	7,694
	<u>(3,782)</u>	<u>7,694</u>
Total tax (credit)/charge for the period	<u>(3,782)</u>	<u>8,268</u>

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operated.

No profits tax has been provided for profits derived from the Cayman Islands and the British Virgin Islands in both the six months ended 30 June 2018 and 2017 since the applicable profits tax rate was zero.

No provision for Mainland China profits tax has been made as the Group had no assessable profits arising in Mainland China during the six months ended 30 June 2018. The income tax provision of the Group in respect of its operations in Mainland China has been provided at the rate of 25% on the taxable profits for the six months ended 30 June 2017, based on the existing legislation, interpretations and practices in respect thereof.

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the six months ended 30 June 2018 and 2017.

No provision for Macau profits tax has been made as the Group had no assessable profits arising in Macau during the six months ended 30 June 2018 and 2017.

No deferred tax provision has been made in respect of withholding tax calculated at 5% on the distributable profit of the Group's subsidiaries in Mainland China during the six months ended 30 June 2018 (the six months ended 30 June 2017: RMB7,591,000).

## 9. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of basic loss per share amounts is based on the loss for the period attributable to ordinary equity holders of the Company, and the weighted average number of ordinary shares in issue of 948,799,763 (six months ended 30 June 2017: 948,799,763) during the six months ended 30 June 2018, which reflects the shares held for the share award plan of the Company (the "Share Award Plan") during the period.

The calculation of the diluted loss per share amounts is based on the loss for the period attributable to ordinary equity holders of the Company. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic loss per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares under the share option scheme.

No adjustment has been made to the basic loss per share amounts presented for the six months ended 30 June 2018 in respect of a dilution as the impact of the outstanding share options had an anti-dilutive effect on the basic loss per share amounts presented.

The calculation of basic and diluted loss per share is based on:

	<b>Six months ended 30 June</b>	
	<b>2018</b>	2017
	<b>RMB'000</b>	RMB'000
	<b>(Unaudited)</b>	(Unaudited)
<b>Loss</b>		
Loss attributable to ordinary equity holders of the Company, used in the basic loss per share calculation	<u>51,433</u>	<u>78,799</u>
	<b>Number of Shares</b>	
	<b>2018</b>	2017
<b>Shares</b>		
Weighted average number of ordinary shares in issue	<b>948,825,763</b>	948,825,763
Weighted average number of shares held for the Share Award Plan	<u>(26,000)</u>	<u>(26,000)</u>
Adjusted weighted average number of ordinary shares in issue used in the basic loss per share calculation	<u><b>948,799,763</b></u>	<u>948,799,763</u>
Effect of dilution — weighted average number of ordinary shares:		
Share options	<u>—</u>	<u>551,613</u>
Adjusted weighted average number of ordinary shares in issue used in the diluted loss per share calculation	<u><b>948,799,763</b></u>	<u>949,351,376</u>

## 10. DIVIDEND

No interim dividend was proposed for the six months ended 30 June 2018 (six months ended 30 June 2017: RMB151,812,000).

## 11. INVENTORIES

	<b>30 June</b>	31 December
	<b>2018</b>	2017
	<b>RMB'000</b>	RMB'000
	<b>(Unaudited)</b>	(Audited)
Raw materials	<b>3,310</b>	3,549
Work in progress	<b>5,306</b>	3,423
Finished goods	<u><b>121,565</b></u>	<u>153,774</u>
	<u><b>130,181</b></u>	<u>160,746</u>

## 12. TRADE RECEIVABLES

Retail sales are made in cash or by credit card and sales through department stores are generally collectible within one month to three months. Sales to distributors are mainly on credit. The credit period is generally one month, extending up to three months. The Group grants longer credit periods to those long standing customers with good payment history.

The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing.

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

	<b>30 June 2018 RMB'000 (Unaudited)</b>	31 December 2017 RMB'000 (Audited)
Within 1 month	25,945	56,674
1 to 3 months	8,516	10,696
3 to 6 months	9,441	2,094
6 months to 1 year	4,223	4,799
Over 1 year	2,376	5,243
	<u>50,501</u>	<u>79,506</u>

## 13. TRADE PAYABLES

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

	<b>30 June 2018 RMB'000 (Unaudited)</b>	31 December 2017 RMB'000 (Audited)
Within 1 month	979	7,561
1 to 3 months	6,422	5,845
3 to 6 months	2,252	1,505
6 months to 1 year	2,247	979
Over 1 year	1,679	1,420
	<u>13,579</u>	<u>17,310</u>

Trade payables of the Group are non-interest-bearing and are normally settled on terms of three months, extending to longer periods with those long standing suppliers. The carrying amounts of the trade payables approximate to their fair values.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Market Review

In the first half of 2018, the economy in the People's Republic of China (the "PRC", "Mainland China" or "China") continued to be complicated and volatile. According to the National Bureau of Statistics of China, the gross domestic product ("GDP") for the first half of 2018 amounted to RMB41.9 trillion, representing an increase of 6.8% compared to the same period of last year.

The total retail sales of consumer goods in China amounted to RMB18.0 trillion, representing an increase of 9.4% compared to the same period of last year. The total retail sales of consumer goods realised in urban area and rural area amounted to RMB15.4 trillion and RMB2.6 trillion, respectively, representing an increase of 9.2% and 10.5%, respectively, compared to the same period of last year. The growth rates were 0.9 percentage points lower and 1.8 percentage points lower than that in the first half of 2017, respectively. In particular, the total sales of garments, footwear, hats and knitwear in the first half of 2018 amounted to RMB0.7 trillion, representing an increase of 9.2% compared to the same period of last year. The growth rate was 1.9 percentage points higher than that of 7.3% in the first half of 2017.

The premium menswear industry is facing intense competition. Due to the vast development of e-Commerce in China, more customers have switched their shopping behavior from traditional retail stores to online shopping. This has adversely affected our performance especially in department stores. In view of the challenging economic and market environment, the Group continued to adjust its strategies in response to the changes in the market in order to enhance the demand from customers who purchased for their own use. During the period, the Group continued to invest resources in online retail platform, refining marketing strategy in brand building, reinforcing customer loyalty by organising marketing events, consolidating the network of self-operated retail stores and closing under-performing retail stores. It also organised various training to its staff and strived to improve operational efficiency and business infrastructure. Such efforts were aimed at maintaining the Group's financial position at a healthy level to achieve a sustainable development of the Group in the long run. On the other hand, the Group has been actively looking for other investment opportunities so as to diversify its income and returns.

### Financial Review

During the six months ended 30 June 2018, the Group recorded an aggregate turnover of approximately RMB144,606,000 (six months ended 30 June 2017: RMB162,560,000), representing a decrease of approximately 11.0% compared to the same period of last year. Gross profit for the period decreased from RMB93,636,000 for the six months ended 30 June 2017 to RMB79,872,000, representing a decrease of about 14.7%, and gross profit margin decreased from 57.6% for the six months ended 30 June 2017 to 55.2% for the same period of 2018. The Group recorded a loss attributable to ordinary equity holders of the Company of RMB51,433,000 for the six months ended 30 June 2018 (six months ended 30 June 2017: RMB78,799,000) and net loss margin for the six months ended 30 June 2018 of 35.6% as compared to a net loss margin of 48.5% for the six months ended 30 June 2017. The loss was mainly attributable to (i) the decrease in revenue in our licensed brands; and (ii) non-cash write-down of inventories.



## Turnover

	Six months ended 30 June				Change %
	2018		2017		
	<i>RMB'000</i>	<i>% of turnover</i>	<i>RMB'000</i>	<i>% of turnover</i>	
<b><i>Proprietary brands–Menswear</i></b>					
Self-operated stores	<b>94,844</b>	<b>65.6%</b>	98,177	60.4%	-3.4%
Distributors	<b>21,826</b>	<b>15.1%</b>	18,573	11.4%	17.5%
	<b><u>116,670</u></b>	<b><u>80.7%</u></b>	<u>116,750</u>	<u>71.8%</u>	-0.1%
<b><i>Licensed brands</i></b>	<b><u>27,936</u></b>	<b><u>19.3%</u></b>	<u>45,810</u>	<u>28.2%</u>	-39.0%
	<b><u>144,606</u></b>		<u>162,560</u>		-11.0%

The total turnover of the Group for the six months ended 30 June 2018 decreased by 11.0% to approximately RMB144,606,000 (six months ended 30 June 2017: RMB162,560,000). The decrease in turnover was mainly due to the decrease in sales of licensed brands as the Group has been refining the network of retail stores for the licensed brands. The Group continued to close underperforming stores and offered more discounts to customers to boost the sales of the products, in particular the aged products, amidst the overall weak and sluggish retail market. The sales of menswear has maintained the same level as the prior period due to the Group's effort.

Turnover of the Group for the six months ended 30 June 2018 comprised sales from self-operated stores of about RMB94,844,000 (six months ended 30 June 2017: RMB98,177,000), sales to distributors of RMB21,826,000 (six months ended 30 June 2017: RMB18,573,000) and sales from the licensed brands business of RMB27,936,000 (six months ended 30 June 2017: RMB45,810,000).

The aggregate sales from self-operated stores for the six months ended 30 June 2018 decreased by 3.4% as compared to the same period of last year, and accounted for about 65.6% (six months ended 30 June 2017: 60.4%) of the total turnover under the current challenging retail environment. The aggregate sales to distributors for the six months ended 30 June 2018 increased by 17.5% as compared to the same period of last year and accounted for about 15.1% (six months ended 30 June 2017: 11.4%) of the total turnover, as the distributors were generally positive towards the retail market in the PRC in the coming future.

### Turnover by Region

	Six months ended 30 June 2018		2017		Change %
	RMB'000	% of turnover	RMB'000	% of turnover	
<b>Menswear</b>					
Central China	6,819	5.8%	7,929	6.8%	-14.0%
North Eastern China	3,012	2.6%	5,164	4.4%	-41.7%
Eastern China	7,771	6.7%	12,449	10.7%	-37.6%
North Western China	22,519	19.3%	17,543	15.0%	28.4%
Northern China	16,414	14.1%	20,794	17.8%	-21.1%
South Western China	16,362	14.0%	17,958	15.4%	-8.9%
Southern China	41,578	35.6%	31,831	27.3%	30.6%
Hong Kong and Macau	2,195	1.9%	3,082	2.6%	-28.8%
<b>Total</b>	<b>116,670</b>		<b>116,750</b>		-0.1%

The sales in the North Western, Northern and Southern China for the six months ended 30 June 2018 accounted for 69.0% (six months ended 30 June 2017: 60.1%) of the total revenue generated by menswear, which was mainly attributable to the fact that **V.E. DELURE** retail stores were located in major cities such as Shanghai, Beijing and Guangzhou, where the targeted **V.E. DELURE** customers are relatively more affluent with strong purchasing power.

### Turnover by Product (self-operated stores only)

	Six months ended 30 June	
	2018 RMB'000	2017 RMB'000
<b>Menswear</b>		
Apparel <sup>(1)</sup>	91,268	94,134
Accessories <sup>(2)</sup>	3,576	4,043
	<b>94,844</b>	<b>98,177</b>

Six months ended 30 June	
2018	2017
Unit sold (pcs)	Unit sold (pcs)

### Sales Volume

<b>Menswear</b>		
Apparel <sup>(1)</sup>	83,651	108,693
Accessories <sup>(2)</sup>	5,142	16,380

<b>Six months ended 30 June</b>	
<b>2018</b>	2017
<b>RMB</b>	<b>RMB</b>

### **Average Selling Price**

#### ***Menswear***

Apparel <sup>(1)</sup>	<b>1,091</b>	866
Accessories <sup>(2)</sup>	<b>695</b>	247

*Notes:*

(1) Apparel products include, among others, suits, jackets, pants, coats, shirts and polo-shirts.

(2) Accessories products include, among others, ties, cuff-links, pens and leather products.

### **Cost of Sales**

The cost of sales of the Group decreased by 6.1% during the six months ended 30 June 2018 to approximately RMB64,734,000 (six months ended 30 June 2017: RMB68,924,000), which was in line with the decrease in sales volumes of the menswear products during the period. During the period, the Group continued to outsource the production process of most of the apparel and accessories products. The Group also purchased products under the licensed brand, **CARTIER** and purchased children's wear and accessories from the Group's licensed international fashion brands. The Group performed sampling, packaging and post-finish processing of the apparel products produced by outsourced manufacturers, and manufactured a small portion of the apparel products in its own plant.

### **Gross Profit and Gross Profit Margin**

The gross profit of the Group decreased by RMB13,764,000 or 14.7%, from approximately RMB93,636,000 for the six months ended 30 June 2017 to approximately RMB79,872,000 for the same period of 2018.

During the six months ended 30 June 2018, due to the implementation of various measures to boost the sales of aged inventories and as a result of weak consumer sentiment, more discounts were granted to the customers, which resulted in a decrease of 2.4 percentage points in gross profit margin from 57.6% for the six months ended 30 June 2017 to 55.2 % for the same period of 2018.

### **Other Income and Gains**

During the six months ended 30 June 2018, other income and gains mainly consisted of foreign exchange gains of approximately RMB2,689,000 (six months ended 30 June 2017: Nil) and rental income of approximately RMB1,585,000 (six months ended 30 June 2017: Nil).

During the six months ended 30 June 2018, the Group has entered into operating lease arrangements with independent third parties to lease its investments properties in the PRC in order to increase the Group's income sources. The terms of the lease agreements were negotiated on an arm's length basis with reference to the prevailing market rent for comparable premises in the vicinity.

### **Selling and Distribution Expenses**

For the six months ended 30 June 2018, selling and distribution expenses primarily represented concessionaire commission to shopping malls and department stores of approximately RMB35,595,000 (six months ended 30 June 2017: RMB39,677,000), advertising and promotion expenses of approximately RMB6,618,000 (six months ended 30 June 2017: RMB7,327,000), and staff costs of approximately RMB18,946,000 (six months ended 30 June 2017: RMB26,611,000). During the six months ended 30 June 2018, the total selling and distribution expenses represented about 62.2% (six months ended 30 June 2017: 68.0%) of the total turnover, representing a slight decrease of 5.8 percentage points.

### **Administrative Expenses**

For the six months ended 30 June 2018, administrative expenses decreased from RMB31,643,000 for the six months ended 30 June 2017 to RMB26,087,000, representing a decrease of RMB5,556,000 or 17.6% as compared to the same period of last year. The decrease in administrative expenses was mainly due to the decrease in staff costs. During the six months ended 30 June 2018, administrative expenses accounted for 18.0% (six months ended 30 June 2017: 19.5%) of turnover.

### **Finance Costs**

Finance costs for the six months ended 30 June 2018 mainly represented interest expenses on interest-bearing bank and other borrowings.

### **Effective Tax Rate**

During the six months ended 30 June 2018, the effective tax rate of the Group amounted to 6.8% (six months ended 30 June 2017: -11.7%).

### **Loss Attributable to Ordinary Equity Holders of the Company**

The Group recorded a loss attributable to ordinary equity holders of the Company of RMB51,433,000 for the six months ended 30 June 2018 (six months ended 30 June 2017: loss attributable to ordinary equity holder of the Company of RMB78,799,000) and net loss margin for the six month ended 30 June 2018 of 35.6% as compared to a net loss margin of 48.5% for the six month ended 30 June 2017. Basic and diluted loss per share of RMB5.4 cents was recorded for the six months ended 30 June 2018 (six months ended 30 June 2017: basic and diluted loss per share of RMB8.3 cents). The loss was mainly attributable to (i) the decrease in revenue; and (ii) non-cash write-down of inventories.

## Business Review

### *Proprietary Brands*

The Group currently operates two proprietary brands in the menswear market of China to cater to consumers with different needs, tastes and consumption patterns. *V.E. DELURE* offers business formal and casual menswear and accessories targeting affluent and successful men with a brand theme of “Love”; while *TESTANTIN* offers contemporary and chic casual menswear and accessories targeting a younger and more fashion conscious age group with a brand theme of “artistic expression and simplicity”.

The Group’s two proprietary brands, *V.E. DELURE* and *TESTANTIN*, recorded an overall positive same store sales growth for the self-operated stores business of 14.9% for the first half of 2018.

### *Retail and Distribution Network*

#### *Number of stores of proprietary brands by region*

	As at 30 June 2018	As at 31 December 2017
Central China	12	14
North Eastern China	4	11
Eastern China	16	18
North Western China	12	25
Northern China	22	29
South Western China	19	22
Southern China	23	30
Hong Kong and Macau	1	2
	<u>109</u>	<u>151</u>

In line with its previous years’ business strategies, the Group continued to optimise the retail and sales network based on the demand from different target market segments. The Group has strategically used a mixed business model of opening self-operated stores in high-tier cities and franchised stores by distributors in low-tier cities. Opening self-operated stores enables the Group to directly contact and interact with target customers, so as to optimise its marketing efforts to customers and to directly instill in the customers the brand image and atmosphere that the Group intended to create and express. Engaging distributors to open franchised stores allows the Group to expand its retail network quickly, leverage the profound understanding and experience of the distributors in local markets in which they operated, and penetrate into fragmented menswear market in these cities with lower capital expenditure.

In view of the challenging retail environment and weak consumer sentiment, the Group adopted a more prudent approach in business development and strategically adjusted the store opening plan in response to the challenging market conditions and retail environment and consolidated stores which had been operated with low efficiency.

As at 30 June 2018, the Group had a total of 109 stores in 22 provinces and autonomous regions, covering 60 cities in China. There were 47 self-operated stores in 15 cities in China.

In addition, the total number of distributors of the Group amounted to 62, which operated franchised stores of *V.E. DELURE* in 45 cities.

*Number of stores of proprietary brands by city tier*

	<b>As at 30 June 2018</b>	As at 31 December 2017	Changes
<b>Self-operated stores</b>			
First-tier	<b>9</b>	12	-3
Second-tier	<b>30</b>	36	-6
Third-tier	<b>7</b>	8	-1
Fourth-tier	<b>1</b>	2	-1
	<hr/> <b>47</b> <hr/>	<hr/> 58 <hr/>	<hr/> -11 <hr/>
<b>Franchised stores</b>			
First-tier	–	–	–
Second-tier	<b>14</b>	17	-3
Third-tier	<b>39</b>	56	-17
Fourth-tier	<b>9</b>	20	-11
	<hr/> <b>62</b> <hr/>	<hr/> 93 <hr/>	<hr/> -31 <hr/>
	<hr/> <b>109</b> <hr/>	<hr/> 151 <hr/>	<hr/> -42 <hr/>

*First-tier cities: Beijing, Shanghai, Guangzhou, Hong Kong and Macau*

*Second-tier cities: provincial capital cities excluding Beijing, Shanghai and Guangzhou*

*Third-tier cities: prefecture-level cities other than provincial capital cities*

*Fourth-tier cities: county-level cities*

As at 30 June 2018, the number of menswear self-operated stores decreased from 58 as at 31 December 2017 to 47 as a result of the consolidation of inefficient stores. Franchised stores operated by the distributors of the Group decreased from 93 as at 31 December 2017 to 62 as at 30 June 2018. As at 30 June 2018, the total area of self-operated stores was approximately 9,597 square meters (31 December 2017: 12,147 square meters), representing a decrease of 21.0% as compared to the total area of self-operated stores as at 31 December 2017.

### ***Licensed International Brands***

Apart from licensed brand business of **CARTIER**, the Group commenced the new business segment of high-end children's wear and accessories products in August 2014. For the six months ended 30 June 2018, the Group has generated revenue from the sales of the following 10 international fashion brands:

#### ***Brand portfolio***

<b>Brands</b>	<b>Territories</b>
Diesel Kids	Mainland China, Hong Kong
Dsquared2	Mainland China
Fendi Kids	Mainland China
Kenzo Kids	Hong Kong
Mini Rodini	Mainland China, Hong Kong
Paul Smith Junior	Mainland China, Hong Kong
Roberto Cavalli Junior	Mainland China, Hong Kong
Sonia Rykiel Paris	Mainland China, Hong Kong
Simonetta	Mainland China, Hong Kong
Trussardi Junior	Mainland China, Hong Kong

As at the date of this announcement, the Group has 2 mono-brand retail stores in Hong Kong and Mainland China.

In addition, to cater to the consumer appetite and preference, especially those of the growing number of middle-class couples, the Group has invented and launched its new lifestyle concept store, **Kissocool**. This new concept store served as a one-stop platform offering children's wear and accessories from prestigious international brands and created a leisure shopping environment with recreational, entertainment and snack zones for customers. The Group is dedicated to enhancing the ultimate shopping experiences by catering to the desires of each family member under a relaxing shopping environment. This, in turn, can foster a more comprehensive and loyal customer base. The Group believes **Kissocool** will further strengthen the brand image and attract more brand owners to establish strategic partnerships. The Group has 5 **Kissocool** concept stores in the PRC and Hong Kong as at the date of this announcement.

Details of our shop locations by brand for children's wear and accessories are as follows:

<b>Brands</b>	<b>Shops Location</b>
Diesel Kids	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Dsquared2	China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Fendi Kids	China Hangzhou MixCity China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Kenzo Kids	Hong Kong Sogo Causeway Bay
Mini Rodini	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Paul Smith Junior	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Roberto Cavalli Junior	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) Hong Kong Kowloon Bay International Trade & Exhibition Centre Emax ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Sonia Rykiel Paris	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) Hong Kong Kowloon Bay International Trade & Exhibition Centre Emax ( <b><i>Kissocool</i></b> ) China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )
Simonetta	Hong Kong Sogo Causeway Bay ( <b><i>Kissocool</i></b> ) Hong Kong Kowloon Bay International Trade & Exhibition Centre Emax ( <b><i>Kissocool</i></b> ) China Qingdao Hisense Plaza ( <b><i>Kissocool</i></b> ) China Hangzhou MixCity ( <b><i>Kissocool</i></b> ) China Guangzhou La Perle ( <b><i>Kissocool</i></b> )



## **Brands**

## **Shops Location**

Trussardi Junior

Hong Kong Sogo Causeway Bay (***Kissocool***)  
Hong Kong Kowloon Bay International Trade  
& Exhibition Centre Emax (***Kissocool***)  
China Qingdao Hisense Plaza (***Kissocool***)  
China Hangzhou MixCity (***Kissocool***)  
China Guangzhou La Perle (***Kissocool***)

For the six months ended 30 June 2018, the Group's high-end children's wear and accessories product segment recorded a revenue of RMB16,425,000 and a net loss of RMB13,996,000.

## ***Sales Fair***

***V. E. DELURE*** 2018 Fall and Winter collections sales fair was held in March 2018. The total orders from franchised stores operated by the distributors of the Group decreased by 3% as compared to that of last year. Delivery of the orders commenced in August 2018.

***V. E. DELURE*** 2019 Spring and Summer collections sales fair was held in July 2018. The total orders from franchised stores operated by the distributors of the Group increased by 4% as compared to that of last year, mainly because the distributors were generally positive towards the retail market in the PRC in the coming future. Delivery of the orders will commence in January 2019.

## ***Inventory Management***

The Group has an effective inventory management system. In particular, the Group has adopted a flat distributor model comprising only one layer of distribution network, without any sub-distributor, which enables the Group to closely monitor the business performance and inventory of each franchised store and distributor. Moreover, orders made by the distributors are distributed proportionally into the first batch of order placed at the sales fair and the supplemental order placed following the commencement of the season. The inventory turnover days of the Group decreased from 499 days as at 31 December 2017 to 407 days as at 30 June 2018, representing a reduction of 92 days. The inventory turnover enhancement was achieved gradually through various effective inventory management measures to boost the sales of aged inventory in such channels as outlets, temporary promotional sales fair and online business platform. The inventory balance decreased from RMB160,746,000 as at 31 December 2017 to RMB130,181,000 as at 30 June 2018. The Group will continue to implement a series of measures to speed up the process to sell the aged inventories.

## ***Marketing and Promotion***

The Group has a dedicated marketing team to organise and execute the marketing and promotional activities of its products. The Group focuses on the long-term development of its brands. Various types of marketing and promotional activities of the Group not only strengthen the brand recognition and value, but also advocates its brand theme.

In the first half of 2018, the total expenditure of the Group in advertising and promotional activities amounted to approximately RMB6,618,000 (six months ended 30 June 2017: RMB7,327,000), which accounted for approximately 4.6% (six months ended 30 June 2017: 4.5%) of the total turnover of the Group. The Group will strive to maintain the ratio within 5% whilst promoting the brands in an effective approach.

During the period, the Group organised regular advertising and promotional activities through various channels, such as advertisements in fashion magazines, promotional activities through the internet and other media, and large advertising billboard in airport and well-known department stores.

The Group treats its retail stores as one of the important channels to promote and enhance brand equity. During the period, the Group continued to upgrade store image, enhance the display area to further promote its high-end brand image in order to attract customers more effectively.

The Group continues to be the exclusive sponsor of the formal attire of the PRC national table tennis team and badminton team and the sponsorship arrangement will last till 2020.

### ***Product Design and Development***

Due to the factors such as accelerating urbanisation and the rise of the middle class, consumption demand in the PRC keeps rising. Consumers pursue products with superior materials, suitable cutting and unique style. While there are abundant product choices to consumers, the Group fully understands that fashionable and innovative apparel products not only attract consumers, but also provide the Group with a better pricing capability.

During the period, the Group continued its commitment to innovative product designs and strict quality control, and launched unique product portfolios for ***V.E. DELURE***.

The Group also recruited experienced design talents to bring in fresh inspiration for innovation to further diversify product portfolio and increase product competitiveness. The Group has experienced innovative and independent design teams for ***V.E. DELURE***, which were led by experienced chief supervisors with extensive design experience in the industry.

### **Working Capital Management**

A substantial part of the inventories of the Group was finished goods. The Group performed specific review on finished goods regularly. For slow-moving and obsolete inventories, the Group made specific provision for inventories with the net realisable value lower than its carrying value.

Inventory turnover days was 407 days as at 30 June 2018, representing a decrease of 92 days as compared to 499 days as at 31 December 2017.

Trade receivables represented the receivables for goods sold to the distributors for franchised stores and the receivables from department stores and shopping malls for self-operated stores. Trade receivables turnover days decreased from 91 days as at 31 December 2017 to 81 days as at 30 June 2018.

Trade payables represented payables to suppliers and outsourced manufacturers. Trade payables turnover days was 43 days as at 30 June 2018 which was the same as at 31 December 2017.

### Use of Proceeds

The shares of the Company (the “Shares”) were listed on the Main Board of the Stock Exchange on 4 November 2010. Net proceeds from the global offering were approximately RMB1,017.4 million (equivalent to approximately HK\$1,167.0 million), after deducting the underwriting commission and relevant expenses. As at 30 June 2018, the unused proceeds were deposited in licensed banks in Hong Kong and Mainland China.

### Use of fund raised

	Percentage to total amount	Net proceeds RMB'million	Utilised amount (as at 30 June 2018) RMB'million	Unutilised amount (as at 30 June 2018) RMB'million
Expansion and improvement of retail network	45%	457.8	457.8	–
Developing independent lines of branded apparels and accessories under <i>V.E. DELURE</i> brand	10%	101.7	101.7	–
Acquisitions or licensing of additional brands	20%	203.5	–	203.5
Marketing and promotional activities	7%	71.2	71.2	–
Upgrade of ERP system and database management system	5%	50.9	4.3	46.6
Hiring international design talent and design consultant firms, expanding the Group's existing design team and establishing the Group's own research and design centre	5%	50.9	6.3	44.6
General working capital	8%	81.4	81.4	–
	<u>100%</u>	<u>1,017.4</u>	<u>722.7</u>	<u>294.7</u>

### Liquidity and Financial Resources

As at 30 June 2018, the Group had cash and cash equivalents of RMB486,021,000 (31 December 2017: RMB434,403,000). As at 30 June 2018, the balance of aggregate principal of unlisted corporate bonds issued by the Company amounted to HK\$201,200,000 (equivalent to approximately RMB169,873,160) which will mature on the date immediately following 12 months to 96 months after the first issue date unless early redemption requested by the Company. The bonds bear coupon rate ranging from 4.00% to 6.75% per annum, payable semi-annually in arrears. As at 30 June 2018, the interest-bearing bank and other borrowings amounted to RMB327,893,000 (31 December 2017: RMB293,163,000), which were denominated in RMB, Hong Kong dollars and Euros, with maturity from one year to eight years or on demand and bore effective interest rate ranging from 3.34% to 12.85% per annum

(31 December 2017: 2.55% to 12.85% per annum). The gearing ratio is calculated by dividing net debt by the capital plus net debt. Net debt includes interest-bearing bank and other borrowings, trade payables, other payables and accruals less cash and cash equivalents. Capital represents equity attributable to ordinary equity holders of the Company. The gearing ratio was not applicable as at 30 June 2018 and 31 December 2017.

### **Contingent Liabilities**

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

### **Pledge of Assets**

As at 30 June 2018, certain buildings and investment properties, which had aggregate carrying value of approximately RMB96,486,000 and RMB293,887,000, respectively (31 December 2017: RMB340,542,000 and Nil, respectively) were pledged as security for the bank borrowings of the Group.

### **Exchange Risk**

The Group conducts business primarily in Hong Kong and Mainland China with most of the transactions denominated and settled in Hong Kong dollars and Renminbi. The reporting currency of the Group is Renminbi. Nevertheless, the Group purchases some raw materials and outsourced products in Euros and depreciation of Renminbi against these foreign currencies may increase the cost of sales of the Group.

The Group has not entered into any foreign exchange contracts to hedge against the fluctuations in exchange rate between Renminbi and Hong Kong dollars. However, the Group monitors foreign exchange exposure regularly and considers if there is a need to hedge against significant foreign currency exposure when necessary.

### **Employee's Benefits**

The Group offered its staff competitive remuneration schemes and training and development opportunities. The Group also provided in-house sales and services coaching in order to develop human capital. In addition, discretionary bonuses, share options and shares awards will be granted to eligible staff based on individual and the Group's performance as a means of rewarding and retaining high-calibre staff. Through the above policies, the Group strives to motivate and recognise its employees as the important assets of the Group.

During the period, the Group continued to organise various staff leisure, welfare and charity activities so as to help the staff maintain work-life balance and enhance a sense of belongings within the Group.

As at 30 June 2018, the total number of full-time employees of the Group was 420. The total staff costs for the six months ended 30 June 2018 amounted to approximately RMB29,201,000 (six months ended 30 June 2017: RMB36,367,000).

The Group has adopted a defined contribution retirement benefits scheme (MPF Scheme) for Hong Kong employees, and contributions were made based on a certain percentage of the employee's basic salary. The contributions were charged to the income statement when they became payable. In Mainland China, the Group made monthly contributions to the social security fund, including retirement pension insurance, medical insurance, unemployment insurance, injury insurance and maternity insurance, for the employees of the Group according to the relevant laws in the PRC.

## **Prospects**

In view of the persistent economic restructuring and reform in China, the outlook of retail sector in the second half of 2018 still remains uncertain and tough. However, as the Chinese government continues to stimulate domestic consumption to support economic growth, domestic consumption will remain as the core contributor to GDP growth and it is expected that the retail industry will achieve healthy and sustainable growth in the long run.

Despite the challenging business environment in the menswear industry, the Group will continue to invest resources in refining market strategy for brand building, reinforcing customer loyalty by organising marketing events and enhancing product quality and design to increase the competitiveness of its products and brands. Furthermore, the Group will continue to enhance its retail network prudently to prepare for the long-term development. The Group plans to open approximately 15 self-operated stores and 5 franchised stores for menswear business in the second half of 2018. On the other hand, the Group will continue to consolidate inefficient stores in order to improve the operational efficiency. Our effort on inventory management in the first half of 2018 brought the stock level down from RMB160.7 million as at 31 December 2017 to RMB130.2 million as at 30 June 2018. The Group will continue to implement a series of measures including outlets, temporary promotional sales fair and online business platform to speed up the process of selling aged inventories. Given that (i) domestic consumption will remain as the core contributor to GDP growth and (ii) it is expected that there will be continuous increase in domestic household income and the pursuit for high quality products by middle-class income consumers, the Group will continue to adopt a prudent and responsive business strategy to maintain its advantageous position in the high-end menswear market in Mainland China. The Group is confident in the steady and healthy development of menswear market in Mainland China, especially that of the mid-end to high-end segments.

As at the date of this announcement, the Group has 2 mono-brand retail stores and 5 *Kissocool* in Hong Kong and Mainland China for the children's wear and accessories products of high-end international fashion brands. The Group will adopt a cautiously optimistic view when it discusses with a number of shopping mall operators in Mainland China and extends its retail network in Mainland China in the near future.

The Group will continue to reasonably and prudently use resources to explore business opportunities and market potentials in the retail sector in order to foster new opportunities for the profit growth in the long run.

## **INTERIM DIVIDEND**

No interim dividend was proposed by the Board for the six months ended 30 June 2018.

## **PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY**

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

## **CORPORATE GOVERNANCE**

In the opinion of the Directors, during the six months ended 30 June 2018, the Company has complied with all the code provisions set out in the Corporate Governance Code as contained in Appendix 14 to the Listing Rules.

## **MODEL CODE FOR SECURITIES TRANSACTIONS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as its code of conduct for dealings in securities of the Company by Directors. Specific enquiry has been made to all the Directors and all the Directors have confirmed that they have complied with the Model Code throughout the six months ended 30 June 2018.

No incident of non-compliance of the written guidelines governing the securities transactions by employees who are likely to be in possession of inside information of the Company by the employees was noted by the Company during the six months ended 30 June 2018.

## **REVIEW OF INTERIM RESULTS**

The Company has an audit committee (the "Audit Committee") which was established in compliance with Rule 3.21 of the Listing Rules for the purposes of reviewing and providing supervision over the Group's financial reporting process and risk management and internal controls. The Audit Committee comprises three members, namely Mr Ng Wing Fai (Chairman), Mr Fong Wo, Felix and Mr Cheng King Hoi, Andrew, all are independent non-executive Directors. The interim results of the Group for the six months ended 30 June 2018 have been reviewed by the Audit Committee.

## **FORWARD LOOKING STATEMENTS**

This announcement contains certain forward looking statements with respect to the financial condition, result of operations and business of the Group. These forward looking statements represent the Company's expectations or beliefs concerning future events and involve known and unknown risks and uncertainty that could cause actual results, performance or events to differ materially from those expressed or implied in such statements.

## **PUBLICATION OF INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT**

This interim results announcement is published on the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.evergreen-intl.com](http://www.evergreen-intl.com).

The 2018 interim report will also be published on the website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.evergreen-intl.com](http://www.evergreen-intl.com) and will be despatched to the shareholders of the Company in due course.

For and on behalf of the Board  
**Evergreen International Holdings Limited**  
**Chan Yuk Ming**  
*Chairman*

Hong Kong, 28 August 2018

*As at the date of this announcement, the Board comprises Mr Chan Yuk Ming, Mr Chen Yunan and Mr Chen Minwen as the executive Directors, and Mr Fong Wo, Felix, Mr Cheng King Hoi, Andrew and Mr Ng Wing Fai as the independent non-executive Directors.*