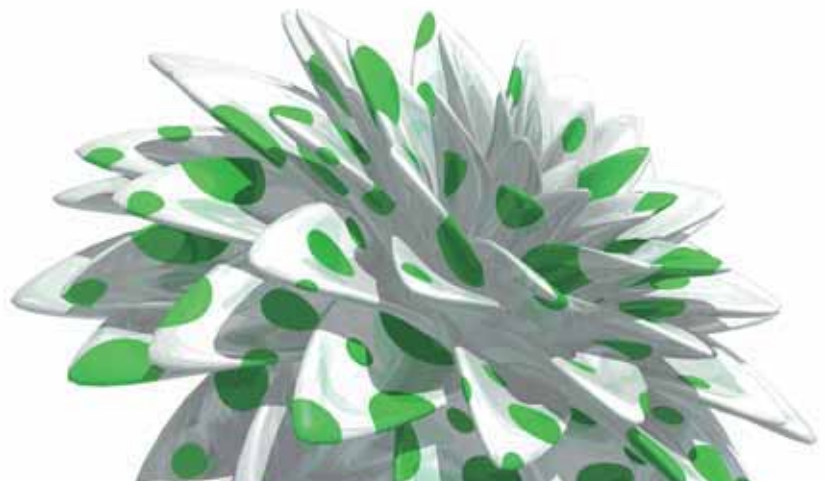




Onwards & Upwards

Interim Report 中期報告 2010



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Corporate Information

企業簡介

Board of Directors

Executive Directors

Mr. Lau Luen-hung, Thomas (*Managing Director*)
Mr. Doo Wai-hoi, William

Non-Executive Directors

Dató Dr. Cheng Yu-tung (*Chairman*)
Dr. Cheng Kar-shun, Henry
Mr. Lau Luen-hung, Joseph
Ms. Lau Yuk-wai, Amy

Independent Non-executive Directors

Mr. Lam Siu-lun, Simon (*ACA, FTIHK*)
Mr. Cheung Yuet-man, Raymond
The Hon. Shek Lai-him, Abraham
Mr. Hui Chiu-chung, Stephen

Chief Financial Officer

Mr. Poon Fuk-chuen, Terry (*CPA*)

Company Secretary

Ms. Siu Po-sim, Katherine (*ACS, ACIS*)

Authorised Representatives

Mr. Lau Luen-hung, Thomas
Ms. Siu Po-sim, Katherine (*ACS, ACIS*)

Audit Committee

Mr. Lam Siu-lun, Simon (*ACA, FTIHK*) (*Chairman of the Audit Committee*)
Mr. Cheung Yuet-man, Raymond
The Hon. Shek Lai-him, Abraham
Mr. Hui Chiu-chung, Stephen

Remuneration Committee

Mr. Lau Luen-hung, Thomas (*Chairman of the Remuneration Committee*)
Mr. Lam Siu-lun, Simon (*ACA, FTIHK*)
The Hon. Shek Lai-him, Abraham
Mr. Hui Chiu-chung, Stephen

Registered Office

Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

董事局

執行董事

劉鑾鴻先生(*董事總經理*)
杜惠愷先生

非執行董事

拿督鄭裕彤博士(*主席*)
鄭家純博士
劉鑾雄先生
劉玉慧女士

獨立非執行董事

林兆麟先生(*ACA, FTIHK*)
張悅文先生
石禮謙議員
許照中先生

財務總監

潘福全先生(*CPA*)

公司秘書

蕭寶嬋女士(*ACS, ACIS*)

授權代表

劉鑾鴻先生
蕭寶嬋女士(*ACS, ACIS*)

審核委員會

林兆麟先生(*ACA, FTIHK*) (*審核委員會主席*)
張悅文先生
石禮謙議員
許照中先生

薪酬委員會

劉鑾鴻先生(*薪酬委員會主席*)
林兆麟先生(*ACA, FTIHK*)
石禮謙議員
許照中先生

註冊辦事處

Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head Office and Principal Place of Business

20th Floor, East Point Centre
555 Hennessy Road
Causeway Bay
Hong Kong

Principal Banker

Bank of China (Hong Kong) Limited

Auditors

Deloitte Touche Tohmatsu

Solicitors

Richards Butler
in association with Reed Smith LLP
Sit, Fung, Kwong & Shum

Hong Kong Share Registrar and Transfer Office (Branch Registrar)

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre, 183 Queen's Road East,
Wanchai, Hong Kong

Cayman Islands Share Registrar and Transfer Office (Registrar)

Butterfield Fulcrum Group (Cayman) Limited
Butterfield House, 68 Fort Street
P.O. Box 609
Grand Cayman KY1-1107
Cayman Islands

Share Information

Place of listing: Main Board of The Stock Exchange of Hong Kong Limited
Stock code: 1212
Board lot: 500 shares
Financial year end: 31st December
Share price at 30th June, 2010: HK\$15.20
Market capitalization at 30th June, 2010: HK\$25,508 million

Website Address

www.lifestylehk.com.hk

總辦事處及主要營業地點

香港
銅鑼灣
軒尼詩道555號
東角中心20樓

主要往來銀行

中國銀行(香港)有限公司

核數師

德勤·關黃陳方會計師行

律師

齊伯禮律師行
禮德律師行聯營行
薛馮鄭岑律師行

香港股份過戶登記處(分處)

香港中央證券登記有限公司
香港灣仔
皇后大道東183號合和中心17M樓

開曼群島股份過戶登記處 (總處)

Butterfield Fulcrum Group (Cayman) Limited
Butterfield House, 68 Fort Street
P.O. Box 609
Grand Cayman KY1-1107
Cayman Islands

股份資料

上市地點：香港聯合交易所有限公司主板
股份代號：1212
每手買賣單位：500股
財政年度年結：十二月三十一日
於二零一零年六月三十日股價：15.20港元
於二零一零年六月三十日市值：255.08億港元

網址

www.lifestylehk.com.hk

Financial Highlights - Half Year Ended 30th June, 2010

財務摘要—截至二零一零年六月三十日止半年度

- Turnover amounted to HK\$1,993 million, representing 14.6% increase
營業額增加14.6%至19.93億港元
- Profit for the period surged 38.8% to HK\$616 million
期內溢利增加38.8%至6.16億港元
- Earnings per share increased 38.3% to HK cents 36.8
每股盈利上升38.3%至36.8港仙
- Interim dividend HK cents 14.7 per share
中期股息每股14.7港仙

Financial Results

財務業績

The Board of Directors (the "Board") of Lifestyle International Holdings Limited (the "Company") is pleased to announce the unaudited consolidated results for the six months ended 30th June, 2010 of the Company and its subsidiaries (collectively, the "Group"), together with comparative figures for the previous period, as follows:

利福國際集團有限公司(「本公司」)董事局(「董事局」)欣然宣佈，本公司及其附屬公司(統稱「本集團」)截至二零一零年六月三十日止六個月之未經審核綜合業績，連同一個期間之比較數字如下：

Condensed Consolidated Statement of Comprehensive Income For the six months ended 30th June, 2010

簡明綜合全面收益表

截至二零一零年六月三十日止六個月

		Six months ended 30th June, 截至六月三十日止六個月		
		2010	2009	
		二零一零年	二零零九年	
		HK\$'000	HK\$'000	
		千港元	千港元	
		(Unaudited)	(Unaudited)	
		(未經審核)	(未經審核)	
	NOTES 附註			
Turnover	營業額	3	1,993,433	1,739,764
Cost of sales	銷售成本	4	(850,344)	(756,314)
Gross profit	毛利		1,143,089	983,450
Other income	其他收入		86,453	71,576
Selling and distribution costs	銷售及分銷成本		(420,408)	(386,756)
Administrative expenses	行政開支		(98,465)	(112,809)
Investment (expense) income	投資(開支)收入	5	(278)	22,147
Fair value changes on investment properties	投資物業公平值變動		3,239	—
Share of profit of a jointly controlled entity	應佔一家共同控制實體溢利		7,361	7,070
Discount arising on acquisition of additional interest in an associate	收購一家聯營公司額外權益產生之折讓		114,556	—
Share of profits of associates	應佔聯營公司溢利		44,747	18,026
Finance costs	融資成本	6	(17,873)	(19,304)
Profit before taxation	除稅前溢利		862,421	583,400
Taxation	稅項	7	(146,444)	(114,430)
Profit for the period	本期間溢利	8	715,977	468,970
Other comprehensive income	其他全面收入			
Exchange difference arising on translation of foreign operation	換算海外業務時產生之匯兌差額		42,652	33,945
Change in fair value for available-for-sale investments	可供出售投資公平值變動		1,947	(12,675)
Reclassification upon impairment of available-for-sale investments	可供出售投資減值時重新分類		—	12,675
Transfer of properties to investment properties:	將物業轉撥至投資物業：			
– surplus on revaluation	– 重估盈餘		—	159,948
– deferred tax relating to revaluation surplus	– 有關重估盈餘之遞延稅項		—	(39,987)
Other comprehensive income for the period (net of tax)	本期間其他全面收入(扣除稅項)		44,599	153,906
Total comprehensive income for the period	本期間全面收入總額		760,576	622,876
Profit for the period attributable to:	本期間應佔溢利：			
Owners of the Company	本公司擁有人		615,998	443,710
Non-controlling interests	非控股權益		99,979	25,260
			715,977	468,970
Total comprehensive income attributable to:	應佔全面收入總額：			
Owners of the Company	本公司擁有人		653,731	599,231
Non-controlling interests	非控股權益		106,845	23,645
			760,576	622,876
Earnings per share	每股盈利	10		
– basic	– 基本		HK\$0.368 港元	HK\$0.266 港元
– diluted	– 攤薄		HK\$0.365 港元	HK\$0.265 港元

Condensed Consolidated Statement of Financial Position

At 30th June, 2010

簡明綜合財務狀況表

於二零一零年六月三十日

			30th June, 2010	31st December, 2009
			二零一零年 六月三十日	二零零九年 十二月三十一日
	NOTES 附註		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
Non-current assets		非流動資產		
Investment properties		投資物業	11 1,416,378	1,411,108
Property, plant and equipment		物業、廠房及設備	12 3,850,427	3,895,014
Prepaid lease payments		預付租賃款項	1,385,866	1,407,190
Long-term deposits paid		已付長期按金	1,367	237,391
Interests in associates		於聯營公司權益	13 1,279,678	720,442
Interest in a jointly controlled entity		於一家共同控制實體權益	512,269	502,298
Available-for-sale investments		可供出售投資	14 11,685	9,688
Club debenture		會所債券	12,737	10,756
			8,470,407	8,193,887
Current assets		流動資產		
Inventories		存貨	57,581	60,513
Prepaid lease payments		預付租賃款項	10,006	9,952
Trade and other receivables		應收賬款及其他應收款項	15 163,563	163,924
Amount due from a jointly controlled entity		應收一家共同控制實體款項	23,186	47,484
Financial assets designated at fair value through profit or loss		按公平值計入損益之 金融資產	16 21,580	-
Held for trading investments		持作買賣投資	17 378,496	341,457
Loan receivable		應收貸款	18 -	157,583
Pledged bank deposits		已抵押銀行存款	-	120,203
Bank balances and cash		銀行結存及現金	3,154,117	2,769,490
			3,808,529	3,670,606
Assets classified as held for sale		分類為持作出售資產	19 438,455	436,909
			4,246,984	4,107,515
Current liabilities		流動負債		
Trade and other payables		應付賬款及其他應付款項	20 1,555,606	2,145,163
Tax payable		應繳稅項	170,963	114,084
Bank borrowings – due within one year		銀行借貸 – 一年內到期	21 1,667,450	1,043,290
			3,394,019	3,302,537
Net current assets		流動資產淨值	852,965	804,978
			9,323,372	8,998,865

Condensed Consolidated Statement of Financial Position (Continued)
At 30th June, 2010

簡明綜合財務狀況表(續)
於二零一零年六月三十日

			30th June, 2010	31st December, 2009
			二零一零年 六月三十日	二零零九年 十二月三十一日
		NOTES	HK\$'000	HK\$'000
		附註	千港元 (Unaudited) (未經審核)	千港元 (Audited) (經審核)
Non-current liabilities	非流動負債			
Bank borrowings – due after one year	銀行借貸 – 一年後到期	21	1,788,110	2,143,430
Deferred tax liabilities	遞延稅項負債		175,656	168,983
Amount due to a minority shareholder of a subsidiary	應付一家附屬公司一名少數股東之貸款		162,690	3,445
			2,126,456	2,315,858
			7,196,916	6,683,007
Capital and reserves	資本及儲備			
Share capital	股本	22	8,391	8,368
Reserves	儲備		6,520,142	6,113,101
Equity attributable to owners of the Company	本公司擁有人應佔權益		6,528,533	6,121,469
Non-controlling interests	非控股權益		668,383	561,538
			7,196,916	6,683,007

The condensed consolidated financial statements on pages 5 to 26 were approved and authorised for issue by the Board of Directors on 9th August, 2010 and are signed on its behalf by:

第5至26頁簡明綜合財務報表獲董事局於二零一零年八月九日批准及授權刊發，並由下列董事代表簽署：

Lau Luen-hung, Thomas
Managing Director

劉鑾鴻
董事總經理

Doo Wai-hoi, William
Executive Director

杜惠愷
執行董事

Condensed Consolidated Statement of Changes in Equity

For the six months ended 30th June, 2010

簡明綜合權益變動表

截至二零一零年六月三十日止六個月

Attributable to owners of the Company
本公司擁有人應佔部份

	Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Reserve 儲備 HK\$'000 千港元	Capital redemption reserve 資本贖回儲備 HK\$'000 千港元	Asset revaluation reserve 資產重估儲備 HK\$'000 千港元	Exchange reserve 匯兌儲備 HK\$'000 千港元	Share-based payment reserve 股份付款儲備 HK\$'000 千港元	Investment reserve 投資儲備 HK\$'000 千港元	Retained profits 保留溢利 HK\$'000 千港元	Subtotal 小計 HK\$'000 千港元	Non-controlling interests 非控股權益 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 1st January, 2009	8,370	2,297,533	-	166	3,680	212,615	123,448	-	2,531,900	5,177,712	677,271	5,854,983
Exchange differences arising on translation of foreign operations	-	-	-	-	-	35,560	-	-	-	35,560	(1,615)	33,945
Transfer of properties to investment properties	-	-	-	-	159,948	-	-	-	-	159,948	-	159,948
- surplus on revaluation	-	-	-	-	-	-	-	-	-	-	-	-
- deferred tax relating to revaluation surplus	-	-	-	-	(39,987)	-	-	-	-	(39,987)	-	(39,987)
Change in fair value for available-for-sale investments	-	-	-	-	-	-	-	(12,675)	-	(12,675)	-	(12,675)
Reclassification upon impairment of available-for-sale investments	-	-	-	-	-	-	-	12,675	-	12,675	-	12,675
Other comprehensive income for the period	-	-	-	-	119,961	35,560	-	-	-	155,521	(1,615)	153,906
Profit for the period	-	-	-	-	-	-	-	-	443,710	443,710	25,260	468,970
Total comprehensive income for the period	-	-	-	-	119,961	35,560	-	-	443,710	599,231	23,645	622,876
Recognition of equity-settled share-based payments	-	-	-	-	-	-	31,305	-	-	31,305	-	31,305
Share repurchase	-	-	-	-	-	-	-	-	-	-	-	-
- repurchase of shares	(62)	-	-	-	-	-	-	-	-	(62)	-	(62)
- premium on repurchase of shares	-	(90,937)	-	-	-	-	-	-	-	(90,937)	-	(90,937)
- transfer	-	-	-	62	-	-	-	-	(62)	-	-	-
Exercise and lapse of share options	2	3,065	-	-	-	-	(4,903)	-	4,337	2,501	-	2,501
Dividends paid	-	(199,998)	-	-	-	-	-	-	-	(199,998)	-	(199,998)
At 30th June, 2009	8,310	2,009,663	-	228	123,641	248,175	149,850	-	2,979,865	5,519,752	700,916	6,220,668
Exchange differences arising on translation of foreign operations	-	-	-	-	-	(3,853)	-	-	-	(3,853)	3,660	(193)
Change in fair value for available-for-sale investments	-	-	-	-	-	-	-	(5,812)	-	(5,812)	-	(5,812)
Reclassification upon impairment of available-for-sale investments	-	-	-	-	-	-	-	5,812	-	5,812	-	5,812
Other comprehensive income for the period	-	-	-	-	-	(3,853)	-	-	-	(3,853)	3,660	(193)
Profit for the period	-	-	-	-	-	-	-	-	698,758	698,758	27,167	725,925
Total comprehensive income for the period	-	-	-	-	-	(3,853)	-	-	698,758	694,905	30,827	725,732
Recognition of equity-settled share-based payments	-	-	-	-	-	-	16,865	-	-	16,865	-	16,865
Acquisition of additional interest in a subsidiary	-	-	-	-	-	-	-	-	-	-	(149,164)	(149,164)
Exercise and lapse of share options	58	90,817	-	-	-	-	(17,334)	-	475	74,016	-	74,016
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(21,041)	(21,041)
Dividends paid	-	(184,069)	-	-	-	-	-	-	-	(184,069)	-	(184,069)
Transfer of reserves	-	-	13,115	-	-	-	-	-	(13,115)	-	-	-
As at 31st December, 2009	8,368	1,916,411	13,115	228	123,641	244,322	149,381	-	3,666,003	6,121,469	561,538	6,683,007
Exchange differences arising on translation of foreign operations	-	-	-	-	-	35,786	-	-	-	35,786	6,866	42,652
Change in fair value for available-for-sale investments	-	-	-	-	-	-	-	1,947	-	1,947	-	1,947
Other comprehensive income for the period	-	-	-	-	-	35,786	-	1,947	-	37,733	6,866	44,599
Profit for the period	-	-	-	-	-	-	-	-	615,998	615,998	99,979	715,977
Total comprehensive income for the period	-	-	-	-	-	35,786	-	1,947	615,998	653,731	106,845	760,576
Recognition of equity-settled share-based payments	-	-	-	-	-	-	9,624	-	-	9,624	-	9,624
Exercise of share options	23	35,304	-	-	-	-	(6,503)	-	-	28,824	-	28,824
Dividends paid	-	(285,115)	-	-	-	-	-	-	-	(285,115)	-	(285,115)
At 30th June, 2010	8,391	1,666,600	13,115	228	123,641	280,108	152,502	1,947	4,282,001	6,528,533	668,383	7,196,916

Condensed Consolidated Statement of Cash Flows
For the six months ended 30th June, 2010

簡明綜合現金流量表
截至二零一零年六月三十日止六個月

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Net cash from operating activities	經營業務所得現金淨額	288,923	307,268
Net cash used in investing activities	投資活動所用現金淨額		
Purchase of held for trading investments	購買持作買賣投資	(196,056)	(260,284)
Deposits paid for acquisition of property, plant and equipment	購買物業、廠房及設備所付訂金	(350)	-
Purchase of property, plant and equipment	購買物業、廠房及設備	(36,558)	(246,929)
Purchase of investment properties	購買投資物業	(4,571)	(1,418)
Proceeds from redemption of index-linked notes and equity-linked notes	贖回與指數掛鈎票據及與權益掛鈎票據所得款項	16,607	339,616
Proceeds from disposal of held for trading investments	出售持作買賣投資所得款項	138,013	137,497
Proceeds from disposal of investment properties	出售投資物業所得款項	4,889	-
Decrease (increase) in amount due from a jointly controlled entity	應收一家共同控制實體之款項減少(增加)	24,298	(69,647)
Interest received from held for trading investments	持作買賣投資之已收利息	6,632	2,747
Dividend received from available-for-sale investments/held for trading investments	可供出售投資/持作買賣投資之已收股息	2,703	3,101
Acquisition of additional interests in an associate	收購一家聯營公司額外權益	(157,584)	-
Decrease in loan receivable	應收貸款減少	159,246	-
Other investing cash flows	其他投資現金流量	(10,671)	(714)
		(53,402)	(96,031)
Net cash from (used in) financing activities	融資活動所得(所用)現金淨額		
Proceeds from issue of shares	發行股份所得款項	28,824	2,501
New bank borrowings raised	新借銀行借貸	1,000,000	216,600
Repayments of bank borrowings	償還銀行借貸	(737,880)	(234,200)
Loan from (repayment to) a minority shareholder of a subsidiary	一家附屬公司一名少數股東貸款(償還一家附屬公司一名少數股東貸款)	159,245	(14,884)
Dividends paid	已派付股息	(285,115)	(199,998)
Repurchase of shares	購回股份	-	(90,999)
Other financing cash flows	其他融資現金流量	(17,873)	(22,146)
		147,201	(343,126)
Net increase (decrease) in cash and cash equivalents	現金及現金等價物增加(減少)淨額	382,722	(131,889)
Effect of foreign exchange rate difference	匯率差異之影響	1,905	4,684
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	2,769,490	2,439,443
Cash and cash equivalents at end of the period, representing bank balances and cash	期終現金及現金等價物，即銀行結存及現金	3,154,117	2,312,238

Notes to the Condensed Consolidated Financial Statements

For the six months ended 30th June, 2010

1. Basis of preparation

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

2. Principal accounting policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at revalued amounts or fair values, as appropriate.

The accounting policies used in the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st December, 2009, except as described below.

In the current interim period, the Group has applied, for the first time, the following new and revised standards, amendments and interpretations ("new and revised HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

HKFRSs (Amendments)	Amendment to HKFRS 5 as part of Improvements to HKFRSs 2008
HKFRSs (Amendments)	Improvements to HKFRSs 2009
HKAS 27 (Revised)	Consolidated and separate financial statements
HKAS 39 (Amendment)	Eligible hedged items
HKFRS 1 (Amendment)	Additional exemptions for first-time adopters
HKFRS 2 (Amendment)	Group cash-settled share-based payment transactions
HKFRS 3 (Revised)	Business combinations
HK(IFRIC) – INT 17	Distributions of non-cash assets to owners

簡明綜合財務報表附註

截至二零一零年六月三十日止六個月

1. 編製基準

簡明綜合財務報表乃遵照香港聯合交易所有限公司證券上市規則附錄16之適用披露規定及香港會計準則第34號「中期財務報告」編製。

2. 主要會計政策

除若干物業及金融工具按重估值或公平值(按適用情況)計量外,簡明綜合財務報表乃按歷史成本基準編製。

除下述者外,簡明綜合財務報表所用會計政策與編製本集團截至二零零九年十二月三十一日止年度之年度財務報表所遵循者貫徹一致。

於本中期期間,本集團首次應用下列由香港會計師公會(「香港會計師公會」)所頒佈之新訂及經修訂準則、修訂及詮釋(「新訂及經修訂香港財務報告準則」)。

香港財務報告準則 (修訂)	就改進二零零八年頒佈之香港財務報告準則修訂香港財務報告準則第5號
香港財務報告準則 (修訂)	二零零九年頒佈之香港財務報告準則之改進
香港會計準則第27號 (經修訂)	綜合及獨立財務報表
香港會計準則第39號 (修訂)	合資格對沖項目
香港財務報告準則 第1號(修訂)	首次採納者的額外豁免
香港財務報告準則 第2號(修訂)	集團之現金結算股份付款交易
香港財務報告準則 第3號(經修訂)	業務合併
香港(國際財務報告 詮釋委員會) — 詮釋第17號	向擁有人分派非現金資產

Notes to the Condensed Consolidated Financial Statements

(Continued)

2. Principal accounting policies (Continued)

The Group applies HKFRS 3 (Revised) "Business Combinations" prospectively to business combinations for which the acquisition date is on or after 1st January, 2010. The requirements in HKAS 27 (Revised) "Consolidated and Separate Financial Statements" in relation to accounting for changes in ownership interests in a subsidiary after control is obtained and for loss of control of a subsidiary are also applied prospectively by the Group on or after 1st January, 2010.

As there was no transaction during the current interim period in which HKFRS 3 (Revised) and HKAS 27 (Revised) are applicable, the application of HKFRS 3 (Revised), HKAS 27 (Revised) and the consequential amendments to other HKFRSs had no effect on the condensed consolidated financial statements of the Group for the current or prior accounting periods.

Results of the Group in future periods may be affected by future transactions for which HKFRS 3 (Revised), HKAS 27 (Revised) and the consequential amendments to the other HKFRSs are applicable.

The application of the other new and revised HKFRSs had no effect on the condensed consolidated financial statements of the Group for the current or prior accounting periods.

The Group has not early applied the following new or revised standards, amendments or interpretations that have been issued but are not yet effective:

HKFRSs (Amendments)	Improvements to HKFRSs 2010 ¹
HKAS 24 (Revised)	Related party disclosures ⁴
HKAS 32 (Amendment)	Classification of rights issues ²
HKFRS 1 (Amendment)	Limited exemption from comparative HKFRS 7 disclosures for first-time adopters ³
HKFRS 9	Financial Instruments ⁵
HK(IFRIC) – INT 14 (Amendment)	Prepayments of a minimum funding requirement ⁴
HK(IFRIC) – INT 19	Extinguishing financial liabilities with equity instruments ³

¹ Effective for annual periods beginning on or after 1st July, 2010 and 1st January, 2011, as appropriate

² Effective for annual periods beginning on or after 1st February, 2010

³ Effective for annual periods beginning on or after 1st July, 2010

⁴ Effective for annual periods beginning on or after 1st January, 2011

⁵ Effective for annual periods beginning on or after 1st January, 2013

簡明綜合財務報表附註(續)

2. 主要會計政策(續)

本集團已對收購日期為二零一零年一月一日或其後之業務合併應用香港財務報告準則第3號(經修訂)「業務合併」。另外，本集團已對處理於二零一零年一月一日或其後取得或失去附屬公司控制權之附屬公司擁有權變動之會計事宜應用香港會計準則第27號(經修訂)「綜合及獨立財務報表」。

由於在本中期期間，概無香港財務報告準則第3號(經修訂)及香港會計準則第27號(經修訂)適用之有關交易，應用香港財務報告準則第3號(經修訂)、香港會計準則第27號(經修訂)及其他香港財務報告準則就此作出之修訂對本集團於本會計期間或過往會計期間之簡明綜合財務報表並無影響。

香港財務報告準則第3號(經修訂)、香港會計準則第27號(經修訂)及其他香港財務報告準則就此作出之修訂可能適用於未來之交易，從而或會對本集團業績構成影響。

應用其他新訂及經修訂香港財務報告準則對本會計期間或過往會計期間之簡明綜合財務報表並無影響。

本集團並無提早應用下列已頒佈惟尚未生效之新訂或經修訂準則、修訂或詮釋：

香港財務報告準則(修訂)	二零一零年頒佈之香港財務報告準則之改進 ¹
香港會計準則第24號(經修訂)	關連人士披露 ⁴
香港會計準則第32號(修訂)	供股分類 ²
香港財務報告準則第1號(修訂)	首次採納者就香港財務報告準則第7號披露的比較資料所獲有限豁免 ³
香港財務報告準則第9號	金融工具 ⁵
香港(國際財務報告詮釋委員會)詮釋第14號(修訂)	最低資金規定的預付款項 ⁴
香港(國際財務報告詮釋委員會)詮釋第19號	以股本工具抵銷金融負債 ³

¹ 於二零一零年七月一日及二零一一年一月一日(按適用情況)或之後開始之年度期間生效

² 於二零一零年二月一日或之後開始之年度期間生效

³ 於二零一零年七月一日或之後開始之年度期間生效

⁴ 於二零一一年一月一日或之後開始之年度期間生效

⁵ 於二零一三年一月一日或之後開始之年度期間生效

Notes to the Condensed Consolidated Financial Statements

(Continued)

2. Principal accounting policies (Continued)

HKFRS 9 Financial Instruments introduces new requirements for the classification and measurement of financial assets and will be effective from 1st January, 2013, with earlier application permitted. The Standard requires all recognised financial assets that are within the scope of HKAS 39 Financial Instruments: Recognition and Measurement to be measured at either amortised cost or fair value. Specifically, debt investments that (i) are held within a business model whose objective is to collect the contractual cash flows and (ii) have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost. All other debt investments and equity investments are measured at fair value. The application of HKFRS 9 might affect the classification and measurement of the Group's financial assets.

The directors of the Company anticipate that the application of other new and revised standards, amendments or interpretations will have no material impact on the results and the financial position of the Group.

簡明綜合財務報表附註(續)

2. 主要會計政策(續)

香港財務報告準則第9號「金融工具」引入金融資產分類及計量之新規定，將於二零一三年一月一日起生效，並准許提早應用。該準則規定，屬於香港會計準則第39號「金融工具：確認及計量」範圍內之所有已確認金融資產，將按攤銷成本或公平值計量。具體來說，即(i)於目標為收取合約現金流量之業務模式內持有；及(ii)具有合約現金流純粹用以支付本金及未償還本金利息之債務投資，一般按攤銷成本計量。所有其他債務投資及股本投資均按公平值計量。應用香港財務報告準則第9號或會影響本集團金融資產之分類及計量。

本公司董事預計應用其他新訂及經修訂準則、修訂或詮釋將不會對本集團業績及財務狀況造成重大影響。

Notes to the Condensed Consolidated Financial Statements

(Continued)

3. Turnover and segment information

Turnover represents the amount received and receivable for goods sold by the Group to customers, net of discounts and sales related taxes, income from concessionaire sales, services income and rental income during the period, and is analysed as follows:

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
Sales of goods – direct sales	貨品銷售 – 直接銷售	1,155,232	1,027,543
Income from concessionaire sales	特許專權銷售之收益	759,659	643,198
Rental income	租金收入	35,068	30,223
Services income	服務收入	43,474	38,800
		1,993,433	1,739,764

The following is an analysis of the Group's turnover and results by operating segments for the period under review:

For the six months ended 30th June, 2010

		Hong Kong	PRC	Consolidated total
		香港	中國	綜合總額
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Turnover	營業額			
External sales	對外銷售	1,585,420	408,013	1,993,433
Result	業績			
Segment result	分部業績	626,445	84,224	710,669
Investment expense	投資開支			(278)
Fair value changes on investment properties	投資物業公平值變動			3,239
Share of profit of a jointly controlled entity	應佔一家共同控制實體溢利			7,361
Discount arising on acquisition of additional interest in an associate	收購一家聯營公司額外權益產生之折讓			114,556
Share of profits of associates	應佔聯營公司溢利			44,747
Finance costs	融資成本			(17,873)
Profit before taxation	除稅前溢利			862,421

簡明綜合財務報表附註(續)

3. 營業額及分部資料

營業額指本集團期內就向客戶售出貨品的已收及應收款項減折扣及銷售相關稅項、來自特許專權銷售之收益、服務收入以及租金收入，茲分析如下：

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
Sales of goods – direct sales	貨品銷售 – 直接銷售	1,155,232	1,027,543
Income from concessionaire sales	特許專權銷售之收益	759,659	643,198
Rental income	租金收入	35,068	30,223
Services income	服務收入	43,474	38,800
		1,993,433	1,739,764

以下為本集團於回顧期內按經營分部劃分之營業額及業績分析：

截至二零一零年六月三十日止六個月

		Hong Kong	PRC	Consolidated total
		香港	中國	綜合總額
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Turnover	營業額			
External sales	對外銷售	1,585,420	408,013	1,993,433
Result	業績			
Segment result	分部業績	626,445	84,224	710,669
Investment expense	投資開支			(278)
Fair value changes on investment properties	投資物業公平值變動			3,239
Share of profit of a jointly controlled entity	應佔一家共同控制實體溢利			7,361
Discount arising on acquisition of additional interest in an associate	收購一家聯營公司額外權益產生之折讓			114,556
Share of profits of associates	應佔聯營公司溢利			44,747
Finance costs	融資成本			(17,873)
Profit before taxation	除稅前溢利			862,421

Notes to the Condensed Consolidated Financial Statements*(Continued)***3. Turnover and segment information** *(Continued)***For the six months ended 30th June, 2009**

		Hong Kong	PRC	Consolidated total
		香港	中國	綜合總額
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Turnover	營業額			
External sales	對外銷售	1,409,639	330,125	1,739,764
Result	業績			
Segment result	分部業績	516,084	39,377	555,461
Investment income	投資收入			22,147
Share of profit of a jointly controlled entity	應佔一家共同控制實體溢利			7,070
Share of profits of associates	應佔聯營公司溢利			18,026
Finance costs	融資成本			(19,304)
Profit before taxation	除稅前溢利			583,400

Segment profit represents the profit earned by each segment without allocation of share of profits of associates and a jointly controlled entity, discount arising on acquisition of additional interests in an associate, fair value changes on investment properties, investment (expense) income and finance costs. This is the measure reported to the Group's Managing Director for the purposes of resource allocation and performance assessment.

4. Cost of sales

The cost of sales are analysed as follows:

Cost of goods sold	貨品銷售成本	823,334	730,027
Other cost of sales	其他銷售成本	27,010	26,287
		850,344	756,314

簡明綜合財務報表附註 *(續)***3. 營業額及分部資料** *(續)***截至二零零九年六月三十日止六個月**

	Hong Kong	PRC	Consolidated total
	香港	中國	綜合總額
	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元
Turnover			
External sales	1,409,639	330,125	1,739,764
Result			
Segment result	516,084	39,377	555,461
Investment income			22,147
Share of profit of a jointly controlled entity			7,070
Share of profits of associates			18,026
Finance costs			(19,304)
Profit before taxation			583,400

分部溢利指各分部賺取之溢利，惟未計及就應佔聯營公司及一家共同控制實體之溢利、收購一家聯營公司額外權益產生之折讓、投資物業公平值變動、投資(開支)收入及融資成本作出之分配。此乃向本集團董事總經理就資源分配及表現評估作出報告之計量方式。

4. 銷售成本**Six months ended 30th June,**
截至六月三十日止六個月

2010	2009
二零一零年	二零零九年
HK\$'000	HK\$'000
千港元	千港元

Cost of goods sold	貨品銷售成本	823,334	730,027
Other cost of sales	其他銷售成本	27,010	26,287
		850,344	756,314

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註(續)

(Continued)

5. Investment (expense) income

5. 投資(開支)收入

		Six months ended 30th June, 截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
Interest income on bank deposits	銀行存款利息收入	5,443	6,669
Interest income on loan receivable	應收貸款利息收入	6,029	5,917
Other interest income	其他利息收入	-	57
Dividend income	股息收入		
Available-for-sale investments	可供出售投資	1,555	1,550
Held for trading investments	持作買賣投資	1,148	1,551
Realised gain on disposal of held for trading investments/financial assets designated at fair value through profit or loss	出售持作買賣投資/按公平值計入損益之金融資產之已變現盈利	2,221	-
Impairment loss on available-for-sale investments	可供出售投資之減值虧損	-	(12,675)
Change in fair value of financial assets	金融資產公平值變動		
Financial assets designated at fair value through profit or loss	按公平值計入損益之金融資產	(1,959)	(2,796)
Held for trading investments	持作買賣投資	(14,715)	21,874
		(278)	22,147

6. Finance costs

6. 融資成本

		Six months ended 30th June, 截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
Interest on:	以下項目之利息：		
Bank borrowings and overdrafts:	銀行借貸及透支：		
- wholly repayable within five years	- 須於五年內悉數償還	13,471	12,802
- wholly repayable after five years	- 須於五年後悉數償還	5,837	8,688
Others	其他	572	656
		19,880	22,146
Less: Amount capitalised	減：資本化金額	(2,007)	(2,842)
		17,873	19,304

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註(續)

(Continued)

7. Taxation

7. 稅項

		Six months ended 30th June, 截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
The charge comprises:	支出包括下列項目：		
Hong Kong Profits Tax	香港利得稅	101,425	81,078
PRC Enterprise Income Tax	中國企業所得稅	35,453	25,731
Underprovision in prior period:	過往期間撥備不足：		
Hong Kong	香港	2,893	—
		139,771	106,809
Deferred tax charge	遞延稅項支出		
Current period	即期	6,673	7,621
		146,444	114,430

Hong Kong Profits Tax is provided at 16.5% (six months ended 30th June, 2009: 16.5%) of the estimated assessable profit for the period. PRC Enterprise Income Tax is provided at 25% (six months ended 30th June, 2009: 25%) on the estimated assessable profit for the period.

香港利得稅按本期間之估計應課稅溢利按16.5%(截至二零零九年六月三十日止六個月：16.5%)稅率作出撥備。中國企業所得稅按本期間之估計應課稅溢利按25%(截至二零零九年六月三十日止六個月：25%)稅率作出撥備。

8. Profit for the period

8. 本期間溢利

		Six months ended 30th June, 截至六月三十日止六個月	
		2010	2009
		二零一零年	二零零九年
		HK\$'000	HK\$'000
		千港元	千港元
Profit for the period has been arrived at after charging:	本期間溢利已扣除下列項目：		
Depreciation	折舊	104,706	100,500
Equity-settled share-based payment expense	股本結算股份付款開支	9,624	31,305
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	555	65

Notes to the Condensed Consolidated Financial Statements

(Continued)

9. Dividends

During the period, a dividend of HK cents 17.0 (six months ended 30th June, 2009: HK cents 12.0) in cash per share, totaling HK\$285,115,000, was paid to shareholders as final dividend for the year ended 31st December, 2009 (six months ended 30th June, 2009: totaling HK\$199,998,000 for the year ended 31st December, 2008).

The Board have declared an interim dividend, for the six months ended 30th June, 2010, of HK cents 14.7 (2009: HK cents 11.0) in cash per share. The said interim dividend will be payable on or about 3rd September, 2010 to shareholders whose names appear on the Register of Members of the Company on 27th August, 2010.

10. Earnings per share

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

		Six months ended 30th June, 截至六月三十日止六個月	
		2010 二零一零年 HK\$'000 千港元	2009 二零零九年 HK\$'000 千港元
Earnings	盈利		
Profit for the period attributable to owners of the Company for the purposes of basic and diluted earnings per share	就計算每股基本及攤薄盈利而言之本公司擁有人應佔本期間溢利	615,998	443,710
		2010 二零一零年 '000 千股	2009 二零零九年 '000 千股
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic earnings per share	就計算每股基本盈利而言之普通股加權平均數	1,675,785	1,666,695
Effect of dilutive potential ordinary shares issuable under the Company's share option scheme	本公司購股權計劃下可發行普通股之潛在攤薄影響	10,328	5,514
Weighted average number of ordinary shares for the purpose of diluted earnings per share	就計算每股攤薄盈利而言之普通股加權平均數	1,686,113	1,672,209

簡明綜合財務報表附註(續)

9. 股息

期內，本公司已向股東派付現金股息每股17.0港仙(截至二零零九年六月三十日止六個月：12.0港仙)，合共285,115,000港元，作為截至二零零九年十二月三十一日止年度之末期股息(截至二零零九年六月三十日止六個月：截至二零零八年十二月三十一日止年度合共199,998,000港元)。

董事局宣佈分派截至二零一零年六月三十日止六個月之中期股息每股現金14.7港仙(二零零九年：11.0港仙)。該中期股息將於二零一零年九月三日或前後派付予二零一零年八月二十七日名列本公司股東名冊之股東。

10. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃根據以下數據計算：

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註(續)

(Continued)

11. Investment properties

11. 投資物業

		30th June, 2010
		二零一零年 六月三十日 HK\$'000 千港元
Fair value at 1st January	於一月一日之公平值	1,411,108
Additions during the period	期內添置	4,571
Increase in fair value recognised in the condensed consolidated statement of comprehensive income	於簡明綜合全面收益表確認公平值增加	3,239
Disposals	出售	(4,889)
Exchange adjustment	匯兌調整	2,349
Fair value at 30th June	於六月三十日之公平值	1,416,378

The carrying amount of investment properties shown above comprises:

上述投資物業之賬面值包括：

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日 HK\$'000 千港元	二零零九年 十二月三十一日 HK\$'000 千港元
Land in Hong Kong held under medium lease	於香港根據中期租約持有之土地	47,900	49,550
Land in PRC held under medium lease	於中國根據中期租約持有之土地	1,368,478	1,361,558
		1,416,378	1,411,108

The Group's investment properties were fair valued by the directors at 30th June, 2010. The resulting increase in fair value of investment properties of HK\$3,239,000 has been recognised directly in profit or loss for the six months ended 30th June, 2010 (six months ended 30th June, 2009: nil).

董事於二零一零年六月三十日估計本集團投資物業之公平值。因而產生之投資物業公平值增加3,239,000港元已於截至二零一零年六月三十日止六個月之損益中直接確認(截至二零零九年六月三十日止六個月：無)。

12. Property, plant and equipment

12. 物業、廠房及設備

		30th June, 2010
		二零一零年 六月三十日 HK\$'000 千港元
Carrying value at 1st January	於一月一日之賬面值	3,895,014
Additions	添置	38,565
Disposals	出售	(555)
Depreciation	折舊	(104,706)
Exchange adjustment	匯兌調整	22,109
Carrying value at 30th June	於六月三十日之賬面值	3,850,427

Notes to the Condensed Consolidated Financial Statements

(Continued)

13. Interests in associates

簡明綜合財務報表附註(續)

13. 於聯營公司權益

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Unlisted, at cost	非上市，按成本	1,068,986	675,028
Share of post-acquisition profits and reserves and other comprehensive income	應佔收購後之溢利、儲備及其他全面收入	210,692	45,414
		1,279,678	720,442

As at 30th June, 2010 and 31st December, 2009, the Group had interests in the following associates:

於二零一零年六月三十日及二零零九年十二月三十一日，本集團於以下聯營公司擁有權益：

Name of entity	Form of business structure	Place/ country of incorporation/ registration	Principal place of operation	Proportion of nominal value of issued capital/registered capital held by the Group		Proportion of voting power held		Principal activity
				30th June, 2010	31st December, 2009	30th June, 2010	31st December, 2009	
實體名稱	業務結構模式	註冊成立/註冊地點/國家	主要經營地點	本集團所持已發行股本/註冊股本面值比例		所持投票權比例		主要業務
				二零一零年 六月 三十日	二零零九年 十二月 三十一日	二零一零年 六月 三十日	二零零九年 十二月 三十一日	
石家莊北國人百集團有限責任公司 ("Beiren Group") (Note 1) (「北人集團」)(附註1)	Incorporation 註冊成立	PRC 中國	PRC 中國	49%	30%	49%	30%	Investment holding of a group of companies engaging in operation of department stores, supermarkets and property leasing 從事百貨店、超市及物業租賃業務之集團公司之投資控股
河北北國先天下廣場有限責任公司 ("Future Mall") (Note 2) (「先天下廣場」)(附註2)	Incorporation 註冊成立	PRC 中國	PRC 中國	48%	48%	48%	48%	Retailing businesses in the PRC 在中國從事零售業務
Dragon Sign Limited 龍信有限公司	Incorporation 註冊成立	Hong Kong 香港	PRC 中國	50%	50%	50%	50%	Investment holding of a company engaged in operation of restaurants in the PRC 在中國從事食肆經營之公司之投資控股

Notes to the Condensed Consolidated Financial Statements

(Continued)

13. Interests in associates (Continued)

Notes:

- The Group holds equity interest of 49% (2009: 30%) in Beiren Group indirectly through a 60% owned subsidiary, 河北旭源投資有限公司.
- The Group holds equity interest of 48% in Future Mall indirectly through a 60% owned subsidiary, Ample Sun Group Limited. At 30th June, 2010 and 31st December, 2009, Future Mall was also owned as to 51% by the Beiren Group.

14. Available-for-sale investments

Available-for-sale investments comprise an unlisted equity securities issued by a mutual fund company incorporated in Bermuda. The investment is denominated in United States Dollars ("USD") and its fair value is based on price quoted by the counterparty financial institution. During the period, increase in fair value of HK\$1,947,000 has been recognised in other comprehensive income and accumulated in investment reserve (six months ended 30th June, 2009: impairment loss of HK\$12,675,000 has been recognised in condensed consolidated statement of comprehensive income).

15. Trade and other receivables

		30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
Trade receivables	應收賬款	45,970	58,929
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項	117,593	104,995
Total trade and other receivables	應收賬款及其他應收款項總額	163,563	163,924

The Group's retail sales to customers are mainly on cash basis, either in cash, debit card or credit card payments. The Group does not have a defined fixed credit policy as its major trade receivables arise from credit card sales. The following is an aged analysis of trade receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period:

		30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
0 – 30 days	0日至30日	41,320	54,554
31 – 60 days	31日至60日	4,650	3,078
61 – 90 days	61日至90日	–	498
Over 90 days	超過90日	–	799
		45,970	58,929

簡明綜合財務報表附註(續)

13. 於聯營公司權益(續)

附註:

- 本集團間接透過其擁有60%權益之附屬公司河北旭源投資有限公司持有北人集團49%(二零零九年:30%)股本權益。
- 本集團間接透過其擁有60%權益之附屬公司益良集團有限公司持有先天下廣場48%股本權益。於二零一零年六月三十日及二零零九年十二月三十一日,北人集團亦擁有先天下廣場51%權益。

14. 可供出售投資

可供出售投資包括一家於百慕達註冊成立之互惠基金公司所發行非上市股本證券。該投資以美元為單位,其公平值按由交易方金融機構所提供之價格計算。期內,1,947,000港元之公平值增加已於其他全面收入確認,及於投資儲備累計(截至二零零九年六月三十日止六個月:減值虧損12,675,000港元於簡明綜合全面收益表確認)。

15. 應收賬款及其他應收款項

本集團向顧客作出的零售銷售主要以現金進行,可以現金、記賬卡或信用卡付款。由於本集團主要應收賬款來自信用卡銷售,故並無既定信貸政策。以下為於報告期間結算日應收賬款(扣除呆賬撥備)根據發票日期之賬齡分析:

Notes to the Condensed Consolidated Financial Statements

(Continued)

16. Financial assets designated at fair value through profit or loss

Financial assets designated at fair value through profit or loss refer to the index-linked notes.

The index-linked note is denominated in USD with principal amount of USD3 million and linked to the performance of Hang Seng China Enterprises Index ("HSCEI"). The issuer has an option to redeem the note before maturity or at maturity. If the note is redeemed before maturity, the note is settled at principal amount plus premium. Whereas, if the note is redeemed at maturity, the note may be redeemed at principal amount plus premium or at an amount lower than the principal amount, depending on whether HSCEI has dropped to a certain pre-determined level during the term of the note and the level of HSCEI at final valuation date.

The maturity date of the index-linked note outstanding as at 30th June, 2010 is 16th May, 2011 and was therefore classified as current assets.

17. Held for trading investments

		30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
Listed equity securities at fair value in Hong Kong	按公平值計算之香港上市 股本證券	57,042	78,498
Unlisted debt securities at fair value	按公平值計算之非上市債券	321,454	262,959
		378,496	341,457

18. Loan receivable

Loan receivable comprises:

		30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
Loan to 河北先天下房地產開發有限責任公司	向河北先天下房地產開發有限 責任公司提供之貸款	-	157,583

The amount represented a loan advanced to 河北先天下房地產開發有限責任公司, an independent third party who was in the process of acquiring an equity interest in an entity in 2009. It was unsecured, bears interest at 12% per annum and was fully repaid during the period.

簡明綜合財務報表附註(續)

16. 按公平值計入損益之金融資產

按公平值計入損益之金融資產指與指數掛鈎票據。

本金額為300萬美元之與指數掛鈎票據乃以美元結算，並與恒生中國企業指數之表現掛鈎。發行人有權於到期時或之前贖回有關票據。倘票據於到期前贖回，票據乃按本金額加溢價清付，而倘票據於到期時贖回，視乎恒生中國企業指數於票據年期內有否跌至若干預定水平及於最終估值日之恒生中國企業指數水平，則按本金額加溢價或低於本金額之金額贖回。

於二零一零年六月三十日尚未贖回之與指數掛鈎票據到期日為二零一一年五月十六日，故分類為流動資產。

17. 持作買賣投資

	30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
Listed equity securities at fair value in Hong Kong	57,042	78,498
Unlisted debt securities at fair value	321,454	262,959
	378,496	341,457

18. 應收貸款

應收貸款包括：

	30th June, 2010 二零一零年 六月三十日 HK\$'000 千港元	31st December, 2009 二零零九年 十二月三十一日 HK\$'000 千港元
Loan to 河北先天下房地產開發有限責任公司	-	157,583

該金額指於二零零九年向正在購入一家公司股本權益之獨立第三方河北先天下房地產開發有限責任公司墊付之貸款。該貸款為無抵押、按年利率12厘計息，已於期內悉數償還。

Notes to the Condensed Consolidated Financial Statements*(Continued)***19. Assets classified as held for sale**

On 16th December, 2009, Win Early Limited (“Win Early”), a wholly-owned subsidiary of the Group, and Smart Success Investment Limited (“Smart Success”), 40% shareholder of Ample Sun Group Limited, entered in a conditional sale and purchase agreement as Vendors with GS China Shopping No. 1 GmbH & Co. KG (the “Purchaser”), a limited partnership incorporated under the laws of the Federal Republic of Germany, whereby Win Early and Smart Success conditionally agreed to sell their respective 60% and 40% shareholding in Ample Sun Group Limited to the Purchaser.

The Group acquired 60% shareholding in Ample Sun Group Limited in 2007. Ample Sun Group Limited is an investment holding company and its major asset is its 48% equity interest in Future Mall, a company established in the PRC.

The assets attributable to Ample Sun Group Limited expected to be sold within twelve months from 31st December, 2009 were classified as assets held for sale. The carrying amount of the assets as at 30th June, 2010 and 31st December, 2009, which has been presented separately in the condensed consolidated statement of financial position, is as follows:

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Interest in an associate held for sale	於一家持作出售聯營公司權益	438,455	436,909

簡明綜合財務報表附註 (續)**19. 分類為持作出售之資產**

於二零零九年十二月十六日，本集團全資附屬公司榮曉有限公司(「榮曉」)(及持有益良集團有限公司40%權益之股東 Smart Success Investment Limited(「Smart Success」)作為賣方與GS China Shopping No. 1 GmbH & Co. KG(「買方」，根據德意志聯邦共和國法律註冊成立之有限責任合夥企業)訂立有條件買賣協議，據此，榮曉及 Smart Success 有條件同意向買方出售彼等各自於益良集團有限公司60%及40%股權。

本集團於二零零七年收購益良集團有限公司60%股權。益良集團有限公司為投資控股公司，其主要資產為擁有在中國成立之公司先天下廣場48%權益。

預期益良集團有限公司應佔資產將於二零零九年十二月三十一日起計十二個月內出售，並分類為持作出售之資產。該等資產於二零一零年六月三十日及二零零九年十二月三十一日之賬面值已在簡明綜合財務狀況表內獨立呈列如下：

Notes to the Condensed Consolidated Financial Statements

(Continued)

20. Trade and other payables

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Trade payables	應付賬款	165,593	239,324
Concessionaire sales payable	應付特許專櫃銷售款項	610,152	832,745
Other payables, deposits and accrued charges	其他應付款項、按金及應計費用	779,861	1,073,094
Total trade and other payables	應付賬款及其他應付款項總額	1,555,606	2,145,163

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
0 – 30 days	0至30日	133,343	187,768
31 – 60 days	31至60日	31,768	42,648
61 – 90 days	61至90日	232	5,785
Over 90 days	超過90日	250	3,123
		165,593	239,324

The average credit period of trade payables and concessionaire sales payable is within 45 days. The Group has financial risk management policies in place to ensure that all payables are paid within the credit timeframe.

21. Bank borrowings

During the current period, the Group obtained new bank loan amounting to HK\$1,000 million (six months ended 30th June, 2009: HK\$217 million). The loan carries interest at HIBOR + 0.29% p.a. and is repayable in one year (six months ended 30th June, 2009: at 5.35% and repayable in eight years).

簡明綜合財務報表附註(續)

20. 應付賬款及其他應付款項

以下為於報告期間結算日應付賬款根據發票日期之賬齡分析：

		30th June, 2010	31st December, 2009
		二零一零年 六月三十日	二零零九年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
0 – 30 days	0至30日	133,343	187,768
31 – 60 days	31至60日	31,768	42,648
61 – 90 days	61至90日	232	5,785
Over 90 days	超過90日	250	3,123
		165,593	239,324

應付賬款及應付特許專櫃銷售款項之平均信貸期為45日以內。本集團設有財務風險管理政策，確保所有應付款項於信貸期限內支付。

21. 銀行借貸

於本期間，本集團取得新銀行貸款10億港元(截至二零零九年六月三十日止六個月：2.17億港元)。該筆貸款按香港銀行同業拆息加年息0.29厘計息，並須於一年內償還(截至二零零九年六月三十日止六個月：5.35厘，並須於八年內償還)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註(續)

(Continued)

22. Share capital

22. 股本

		Number of shares 股份數目	Amount 金額 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.005 each as at 31st December, 2009 and 30th June, 2010	於二零零九年十二月三十一日及 二零一零年六月三十日每股 面值0.005港元之普通股	4,000,000,000	20,000
Issued and fully paid:	已發行及繳足：		
At 1st January, 2010	於二零一零年一月一日	1,673,620,000	8,368
Exercise of share options (note)	行使購股權(附註)	4,516,000	23
At 30th June, 2010	於二零一零年六月三十日	1,678,136,000	8,391

Note: During the current period, 326,000 shares of HK\$0.005 each were issued at HK\$6.16 per share upon exercise of the 2005 share option and 4,190,000 shares of HK\$0.005 each were issued at HK\$6.40 per share upon exercise of the 2009 share option of the Company by share option holders and all these shares rank pari passu with other ordinary shares of the Company in all respects.

附註：期內，本公司於購股權持有人行使二零零五年之購股權時按每股6.16港元發行326,000股每股面值0.005港元之股份，及行使二零零九年之購股權時按每股6.40港元發行4,190,000股每股面值0.005港元之股份，所有該等股份於各方面與本公司其他普通股享有同等權益。

23. Share-based payment transactions

The Company has share options scheme for eligible employees and a director of the Company.

23. 股份付款交易

本公司為其合資格僱員及一名本公司董事設有購股權計劃。

Details of specific categories of options are as follows:

特定類別購股權詳情如下：

Option type 購股權種類	Date of grant 授出日期	Vesting period 歸屬期	Exercise period 行使期	Exercise price 行使價 HK\$ 港元
2005 二零零五年	7.10.2005 二零零五年十月七日	7.10.2005 – 7.10.2008 二零零五年十月七日至 二零零八年十月七日	7.10.2006 – 26.3.2014 二零零六年十月七日至 二零一四年三月二十六日	6.16
2007C 二零零七年丙	31.8.2007 二零零七年八月三十一日	31.8.2007 – 1.10.2010 二零零七年八月三十一日至 二零一零年十月一日	1.10.2008 – 26.3.2014 二零零八年十月一日至 二零一四年三月二十六日	18.50
2009 二零零九年	2.2.2009 二零零九年二月二日 (note) (附註)	2.2.2009 – 7.2.2012 二零零九年二月二日至 二零一二年二月七日	7.2.2010 – 26.3.2014 二零一零年二月七日至 二零一四年三月二十六日	6.40

Notes to the Condensed Consolidated Financial Statements

(Continued)

23. Share-based payment transactions (Continued)

Note: Option subject to approval by independent shareholders was proposed and granted by the Board of Directors on 2nd February, 2009. The approval was subsequently obtained on 3rd March, 2009 which is the date of grant as defined in accordance with HKFRS 2.

The following table discloses movements of the Company's share options held by certain employees and a director:

2010

二零一零年

Option type	購股權種類	Outstanding at	Exercised	Outstanding at
		31st December, 2009		30th June, 2010
		於二零零九年十二月三十一日尚未行使	期內行使	於二零一零年六月三十日尚未行使
2005	二零零五年	1,290,000	(326,000)	964,000
2007C	二零零七年丙	17,020,000	–	17,020,000
2009	二零零九年	19,960,000	(4,190,000)	15,770,000
Total	總計	38,270,000	(4,516,000)	33,754,000
Exercisable at end of the period	於期終可予行使			16,672,000
		HK\$	HK\$	HK\$
		港元	港元	港元
Weighted average exercise price per share	每股加權平均行使價	11.77	6.38	12.49

The Group recognised an expense in the condensed consolidated statement of comprehensive income of approximately HK\$9.6 million (six months ended 30th June, 2009: HK\$31.3 million) for the period ended 30th June, 2010 in relation to the share options granted by the Company.

24. Capital and other commitments

Capital expenditure in respect of the acquisition of property, plant and equipment	有關購入物業、廠房及設備之資本開支		
– Authorised but not contracted for	– 已授權惟未訂約	2,929,700	2,954,400
– Contracted for but not provided in the condensed consolidated financial statements	– 已訂約惟未於簡明綜合財務報表撥備	38,200	13,800
		2,967,900	2,968,200

簡明綜合財務報表附註(續)

23. 股份付款交易(續)

附註：董事局於二零零九年二月二日建議及授出有待獨立股東批准之購股權，其後於根據香港財務報告準則第2號界定之授出日期二零零九年三月三日取得批准。

下表披露若干僱員及一名董事所持本公司購股權之變動：

Option type	購股權種類	Outstanding at	Exercised	Outstanding at
		31st December, 2009		30th June, 2010
		於二零零九年十二月三十一日尚未行使	期內行使	於二零一零年六月三十日尚未行使
2005	二零零五年	1,290,000	(326,000)	964,000
2007C	二零零七年丙	17,020,000	–	17,020,000
2009	二零零九年	19,960,000	(4,190,000)	15,770,000
Total	總計	38,270,000	(4,516,000)	33,754,000
Exercisable at end of the period	於期終可予行使			16,672,000
		HK\$	HK\$	HK\$
		港元	港元	港元
Weighted average exercise price per share	每股加權平均行使價	11.77	6.38	12.49

於截至二零一零年六月三十日止期間，本集團就本公司授出購股權於簡明綜合全面收益表確認為開支約960萬港元(截至二零零九年六月三十日止六個月：3,130萬港元)。

24. 資本及其他承擔

Capital expenditure in respect of the acquisition of property, plant and equipment	有關購入物業、廠房及設備之資本開支	30th June, 2010	31st December, 2009
– Authorised but not contracted for	– 已授權惟未訂約	二零一零年六月三十日	二零零九年十二月三十一日
– Contracted for but not provided in the condensed consolidated financial statements	– 已訂約惟未於簡明綜合財務報表撥備	HK\$'000	HK\$'000
		千港元	千港元
		2,929,700	2,954,400
		38,200	13,800
		2,967,900	2,968,200

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註(續)

(Continued)

25. Related party disclosure

During the period, the Group had entered into the following significant transactions with the following related parties:

25. 有關連人士披露

期內，本集團曾與以下有關連人士進行下列重大交易：

Name of related parties 有關連人士名稱	Nature of transaction 交易性質	Six months ended 30th June, 截至六月三十日止六個月	
		2010 二零一零年 HK\$'000 千港元	2009 二零零九年 HK\$'000 千港元
Shanghai Joinbuy City Plaza Co. Ltd. ("Property JV") 上海九百城市廣場有限公司(「物業合營企業」)	Rental and management fee paid (note 1) 已付租金及管理費(附註1)	90,653	89,020
Chow Tai Fook Jewellery Co., Ltd. ("CTF Jewellery") 周大福珠寶金行有限公司(「周大福珠寶」)	Income from concessionaire sales (note 2) 特許專櫃銷售收入(附註2)	6,234	5,130
周大福珠寶金行(蘇州)有限公司—蘇州分店 (「周大福蘇州珠寶—蘇州分店」)	Income from concessionaire sales (note 2) 特許專櫃銷售收入(附註2)	1,892	298
周大福珠寶金行(蘇州)有限公司—上海分店 (「周大福蘇州珠寶—上海分店」)	Income from concessionaire sales (note 2) 特許專櫃銷售收入(附註2)	1,466	1,121
Hong Kong Island Development Limited (「Hong Kong Island」) 香島發展有限公司(「香島」)	Rental, vetting fee, air-conditioning charges and management fee paid (note 2) 已付租金、審批費用、空調費及 管理費(附註2)	24,767	22,557
Pollution & Protection Services Limited ("PPS") 寶聯防污服務有限公司(「寶聯防污」)	Cleaning service fee paid (note 3) 已付清潔服務費用(附註3)	-	1,895

Notes:

附註：

- (1) Property JV is a jointly controlled entity in which the Group has 50% interest.
- (2) CTF Jewellery, 周大福蘇州珠寶—蘇州分店, 周大福蘇州珠寶—上海分店 and Hong Kong Island are companies in which Dató Dr. Cheng Yu-tung and Dr. Cheng Kar-shun, Henry, directors of the Company, have beneficial interests.
- (3) PPS was a company in which Dató Dr. Cheng Yu-tung and Dr. Cheng Kar-shun, Henry, directors of the Company, had beneficial interest, in 2009. During the period, the abovementioned directors ceased to have any beneficial interest in PPS.
- (4) At 30th June, 2010, concessionaire sales payable included amounts of approximately HK\$6,127,000 and HK\$7,688,000 (31st December, 2009: HK\$27,289,000 and HK\$5,550,000) aged within 30 days due to CTF Jewellery and 周大福蘇州珠寶 respectively in which related parties, Dató Dr. Cheng Yu-tung and Dr. Cheng Kar-shun, Henry, directors of the Company, have beneficial interests. The amount was trading in nature and related to payables arising from concessionaire sales. These trading balances are unsecured, non-interest bearing and repayable according to the terms of the concessionaire dealership agreement.

- (1) 物業合營企業為本集團擁有50%權益之共同控制實體。
- (2) 周大福珠寶、周大福蘇州珠寶—蘇州分店、周大福蘇州珠寶—上海分店及香島為本公司董事拿督鄭裕彤博士及鄭家純博士持有實益權益的公司。
- (3) 寶聯防污為本公司董事拿督鄭裕彤博士及鄭家純博士於二零零九年持有實益權益的公司。於期間，上述董事終止持有寶聯防污之任何實益權益。
- (4) 於二零一零年六月三十日，應付特許專櫃銷售款項包括須於30天內支付予有關連人士周大福珠寶及周大福蘇州珠寶之款項分別約6,127,000港元及7,688,000港元(二零零九年十二月三十一日：27,289,000港元及5,550,000港元)。本公司董事拿督鄭裕彤博士及鄭家純博士持有該等公司實益權益。該筆款項屬貿易性質，與特許專櫃銷售所產生應付款項相關。此等賬款結餘為無抵押、免息及須按特許專櫃經營協議條款償還。

Independent Review Report

獨立審閱報告

Deloitte.

德勤

**TO THE BOARD OF DIRECTORS OF
LIFESTYLE INTERNATIONAL HOLDINGS LIMITED**
(Incorporated in the Cayman Islands with limited liability)

Introduction

We have reviewed the interim financial information set out on pages 5 to 26, which comprises the condensed consolidated statement of financial position of Lifestyle International Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") as of 30th June, 2010 and the related condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended and certain explanatory notes. The Main Board Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The directors are responsible for the preparation and presentation of this interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with HKAS 34.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
9th August, 2010

致利福國際集團有限公司董事局
(於開曼群島註冊成立之有限公司)

引言

本核數師已審閱載於第5至26頁之中期財務資料。此中期財務資料包括利福國際集團有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)於二零一零年六月三十日之簡明綜合財務狀況表與截至該日止六個月期間之相關簡明綜合全面收益表、簡明綜合權益變動表及簡明綜合現金流量表及若干說明附註。香港聯合交易所有限公司主板證券上市規則規定，就中期財務資料編製之報告必須符合當中有關條文以及香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」。董事須負責根據香港會計準則第34號編製及呈列該中期財務資料。本核數師之責任是根據審閱對該中期財務資料作出結論，並按照委聘之協定條款僅向閣下作為一個團體報告結論，且並無其他目的。本核數師不會就本報告之內容向任何其他人士負上或承擔任何責任。

審閱範圍

本核數師已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體獨立核數師審閱中期財務資料」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務之人員作出查詢，並進行分析和其他審閱程序。審閱範圍遠少於根據香港核數準則進行審核之範圍，故本核數師不能保證本核數師將知悉在審核中可能發現之所有重大事項。因此，本核數師不會發表審核意見。

結論

按照本核數師之審閱，本核數師並無發現任何事項，令本核數師相信中期財務資料在各重大方面未有根據香港會計準則第34號編製。

德勤 • 關黃陳方會計師行
執業會計師
香港
二零一零年八月九日

Interim Dividend

中期股息

The Board has declared an interim dividend, for the six months ended 30th June, 2010, of HK cents 14.7 (the "Interim Dividend") (2009: HK cents 11.0) in cash per share. This Interim Dividend will be paid on or about Friday, 3rd September, 2010 to shareholders whose names appear on the Register of Members of the Company at the close of business at 4:30 p.m. on Friday, 27th August, 2010.

董事局宣佈分派截至二零一零年六月三十日止六個月之中期現金股息為每股14.7港仙(「中期股息」)(二零零九年：11.0港仙)。該中期股息將於二零一零年九月三日(星期五)或前後派付予於二零一零年八月二十七日(星期五)下午四時三十分營業時間結束時名列本公司股東名冊之股東。

Closure of Register of Members

截止過戶登記

The Register of Members of the Company will be closed for the period from Wednesday, 25th August, 2010 to Friday, 27th August, 2010 (both dates inclusive), no transfer of shares will be registered during the said period. In order to qualify for the Interim Dividend, all transfers of shares with relevant share certificates and transfer forms must be lodged with the Company's Branch Share Registrar in Hong Kong (Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) for shares registration not later than 4:30 p.m. on Tuesday, 24th August, 2010.

本公司將由二零一零年八月二十五日(星期三)至二零一零年八月二十七日(星期五)(首尾兩天包括在內)期間暫停辦理股份過戶手續，該期間將不會登記任何股份過戶。為確保符合資格享有中期股息，所有股份過戶文件連同有關股票及過戶表格須於二零一零年八月二十四日(星期二)下午四時三十分前，送交本公司之香港股份過戶登記分處(香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室)，辦理股份過戶手續。

Financial Review

財務回顧

Turnover and Sales Proceeds

For the period under review, the Group's turnover grew to HK\$1,993 million, a 14.6% increase from HK\$1,739 million recorded in the first half of 2009. Net sales proceeds amounted to HK\$4,505 million, up 17.4% from HK\$3,836 million, with the Hong Kong operations contributing HK\$3,272 million and PRC stores contributing HK\$1,233 million. They respectively accounted for 72.6% and 27.4% of the Group's sales proceeds. The increase was attributable to same store sales growth of the three major stores in Hong Kong and Shanghai and additional sales revenue from the two new stores in Suzhou and Dalian respectively.

Gross Profit and Gross Margin

Gross profit margin as a percentage of net sales proceeds remained stable at 25.4% for the first half of 2010, compared with 25.6% for the same period in 2009. Gross profit rose to HK\$1,143 million, up 16.2% from HK\$983 million in 2009. Gross profit margin as a percentage of turnover edged up slightly to 57.3% from 56.5% in 2009.

Net Profit

During the period under review, the Group's net profit attributable to owners of the Company was HK\$616 million, up 38.8% from HK\$444 million recorded in the same period in 2009. Net profit during the period included some HK\$68.7 million of discount on acquisition of associates which is one-off and net profit margin (excluding the said one-off gain) as a percentage of turnover increased from 25.5% to 27.4% as the Group continued to benefit from operating leverage and narrowing of losses at the new stores. Share of profit of associates has also increased by HK\$26.7 million (before minority interests) during the period.

Selling and Distribution Costs

The Group's selling and distribution costs at the three major stores remained relatively stable over time, and the increase during the period compared with last year was mainly owing to the costs incurred by the two new stores which were in trial run same period last year.

Administrative Expenses

The decrease in the overall administrative expenses was a result of the smaller share option charge during the period but was slightly offset by an increase in the staff cost at the two new stores.

Finance Costs

Finance costs of HK\$17.9 million mainly comprised interest expenses on the Group's bank loans. Decrease in interest expense was mainly due to lower interest rate environment and the gradual reduction of the loan level during the period. During the period under review, a total of HK\$2 million (2009: HK\$2.8 million) of interest has been capitalized as property under development in respect of the Shenyang project.

營業額及銷售所得款項

回顧期內，本集團營業額增至19.93億港元，較二零零九年上半年所錄得之17.39億港元增加14.6%。銷售所得款項淨額由38.36億港元上升17.4%至45.05億港元，當中香港業務佔32.72億港元，而中國內地店舖則佔12.33億港元，分別佔本集團銷售所得款項72.6%及27.4%。銷售所得款項總額增加乃由於香港及上海三間主要店舖錄得同店銷售增長，加上蘇州及大連兩間新店舖帶來額外銷售收入。

毛利及毛利率

於二零一零年上半年，按銷售所得款項淨額計算之毛利率維持平穩，為25.4%，二零零九年同期則為25.6%。毛利額由二零零九年之9.83億港元上升16.2%至11.43億港元。按營業額計算之毛利率則由二零零九年之56.5%微升至57.3%。

純利

回顧期內，本公司擁有人應佔本集團純利為6.16億港元，較二零零九年同期錄得之4.44億港元上升38.8%。期內純利包括收購聯營公司之一次性折讓收益約6,870萬港元，而按營業額計算之純利率（不包括上述一次性收益）由25.5%上升至27.4%，此乃由於本集團繼續享有經營優勢及新店舖之虧損收窄。期內應佔聯營公司溢利（於計算少數股東權益前）亦增加2,670萬港元。

銷售及分銷成本

本集團三個主要店舖之銷售及分銷成本一直保持平穩，而期內銷售及分銷成本較去年增加乃主要由於兩間於去年同期仍在試營業之新店舖產生之成本所致。

行政開支

整體行政開支減少乃由於期內購股權開支減少，惟因兩間新店之員工成本增加輕微抵銷了行政開支之減幅。

融資成本

融資成本1,790萬港元主要包括本集團銀行貸款之利息開支。利息開支減少主要由於低息環境持續及期內貸款額逐步減少所致。回顧期內，合共200萬港元（二零零九年：280萬港元）之利息已資本化為瀋陽項目之發展中物業成本。

Liquidity and Financial Resources

The Group was at a net debt position as at 30th June, 2010, with approximately HK\$3,154 million of cash and bank balances, and approximately HK\$3,456 million of bank loans. Gearing ratio (net debt as a percentage of shareholders' equity) was 4.6% at 30th June, 2010 (31st December, 2009: 4.9%). The cash and bank balances, mostly in US dollar and Hong Kong dollar and accounting for approximately 77.4% of the Group's total cash and bank balances, were held mainly at banks in Hong Kong as short-term deposits for interest income. The remaining approximately 22.6% of the Group's cash and bank balances are denominated in RMB and deposited with banks in the PRC. The Group's bank loans included a Hong Kong dollar revolving loan of HK\$1,000 million and term loan of HK\$1,950 million, repayable semi-annually, with the final repayment due in December 2011. This loan facility bears interest with reference to HIBOR. The remaining loan balance represents working capital and project renminbi loans bearing interest calculated with reference to the PBOC lending rate.

Pledge of Assets

As at 30th June, 2010, certain of the Group's land and buildings with a book value of HK\$1,569 million (31st December, 2009: HK\$1,592 million), together with shares in certain subsidiaries of the Group, were pledged to a bank to secure a HK\$4,000 million banking facility granted to the Group, of which HK\$2,950 million is outstanding. In addition, certain of the Group's properties in the PRC with a carrying value of approximately HK\$1,398 million (31st December, 2009: HK\$1,317 million) have been pledged to secure a loan facility to the tune of approximately RMB390 million (31st December, 2009: RMB390 million) (equivalent to HK\$448 million).

流動資金及財務資源

於二零一零年六月三十日，本集團處於淨負債狀況，擁有現金及銀行結存約31.54億港元及銀行貸款約34.56億港元。於二零一零年六月三十日之資本負債比率(淨負債佔股東權益之百分比)為4.6%(二零零九年十二月三十一日：4.9%)。現金及銀行結存主要為美元及港元，佔本集團現金及銀行結存總額約77.4%，大部分存放於香港銀行作為短期存款，以賺取利息收入。本集團餘下約22.6%現金及銀行結存以人民幣計值，並存於國內銀行。本集團銀行貸款包括一筆10億港元之循環貸款及一筆19.5億港元須每半年還款之定期貸款，最後一筆還款須於二零一一年十二月償還。該筆融資貸款之利息乃參考香港銀行同業拆息計算。其餘貸款結餘為營運資金及人民幣項目貸款，並參考中國人民銀行借貸息率計息。

資產抵押

於二零一零年六月三十日，本集團將賬面值為15.69億港元(二零零九年十二月三十一日：15.92億港元)之若干土地及房屋，連同本集團若干附屬公司之股份抵押予銀行，作為本集團獲授銀行融資額40億港元之抵押品，其中29.5億港元仍未償還。此外，本集團將位於中國賬面值約13.98億港元(二零零九年十二月三十一日：13.17億港元)之若干物業抵押，作為約人民幣3.9億元(二零零九年十二月三十一日：人民幣3.9億元)，(相當於4.48億港元)之貸款融資額之抵押品。

Review of Operations

業務回顧

Retail Market Overview

In the first half of 2010, the general retail environment continued its growth momentum carried forward from the latter half of 2009 against a backdrop of continuous stabilisation of the world economy. During the period under review, the global economy expanded at an annual rate of over 5%, following months of worldwide economic meltdown triggered by the global financial crisis. The better-than-expected recovery was largely a result of the continued economic growth in Asia, and China in particular led the way with a staggering 11.1% GDP growth in the first half of 2010. The economic giant also demonstrated solid growth in retail sales, urban investment and exports, all of which amounted to significant contribution to global stability in the aftermath of the crisis.

Meanwhile, the tension in the international financial markets has eased while central banks around the world continued to maintain the generous supply of liquidity. Despite uncertainties over the recent sovereign debt crisis in Europe, consumer confidence continued to improve and employment growth resumed in many advanced economies. In all, macroeconomic developments during the first six months of the year confirmed expectations of resumed growth in emerging economies and gradual recovery in advanced economies.

In Hong Kong

The retail industry in Hong Kong experienced a spurt of growth during the first six months of 2010, thanks in part to a surge in the number of visitor arrivals as well as the wealth effect brought about by the buoyant property market.

As the global economy continued to stabilise and the Chinese economy accelerated after bottoming out in the first half of 2009, Hong Kong's economy stood to benefit from the positive developments. In the first quarter of the year, the economy expanded by 8.2%, the fastest pace in four years. Growth was even more prominent in the retail sector, thanks to the sharp rebound in inbound tourism and the wealth effect brought about mainly by the surging asset prices and improving market sentiment and job market.

In the first half of 2010, Hong Kong reported a record half-yearly number of inbound tourists, with visitor arrivals jumping 23.1% from a year earlier to 16.8 million. Mainland Chinese tourists, who have made notable contribution to the Hong Kong retail boom, accounted for 62.2% of the total inbound tourists.

In China

China's GDP grew 11.1% in the first half of 2010 and notwithstanding a slower 10.3% growth in GDP recorded in the second quarter as compared with 11.9% in the first quarter, the Chinese economy continued to play a vital role in the world's economic recovery. Domestic consumption showed the most stable expansion in driving Mainland China's economy. Buoyed by the government's consumption-friendly policy incentives, wage growth and acceleration in urbanization, retail sales grew 18.2% year on year in the first half of 2010 to RMB7.3 trillion.

零售市場回顧

延續二零零九年下半年之增長勢頭及隨著全球經濟持續穩定，整體零售環境於二零一零年上半年保持強勁。回顧期內，雖然經歷全球金融危機觸發歷時數個月的經濟衰退，但全球經濟仍能以每年逾5%之速度增長。復甦速度遠勝預期，歸因於亞洲經濟體系持續增長，尤其中國在二零一零年上半年本地生產總值取得11.1%的驚人增長，帶領經濟復甦。此經濟巨頭於零售、城市投資及出口方面的穩固增長，對危機後穩定全球有莫大貢獻。

同時，在全球中央銀行繼續注入大量流動資金的情況下，國際金融市場之緊縮情況已有所放緩。儘管近期之歐洲主權債務危機增添了不明朗因素，但不少已發展經濟體系之消費者信心已持續改善，就業率亦開始回升。總括而言，本年度首六個月之宏觀經濟發展已確認了新興經濟體系能像預期般恢復增長及已發展經濟體系的逐漸復甦。

香港

香港零售業於二零一零年首六個月快速增長，部分歸功於訪港旅客大幅增加及物業市場上升所帶動之財富效應。

由於全球經濟繼續穩定發展，加上中國經濟於二零零九年上半年觸底反彈後加速上升，香港經濟受惠於上述有利發展。於本年度第一季，經濟增長達8.2%，為四年來最快。零售業之增長更為明顯，此乃由於期間訪港旅客迅速回升，以及由資產價格急升帶來之財富效應、市場氣氛及就業市場的改善。

於二零一零年上半年，香港半年度到訪旅客人數創出新高，到訪旅客人數較上一年跳升23.1%至1,680萬人。當中對香港零售蓬勃發展有重大貢獻之中國內地旅客佔到訪旅客總數62.2%。

中國

儘管第二季度國內之本地生產總值錄得的10.3%增長，略較第一季度的11.9%增長有所放緩，然而中國於二零一零年上半年之本地生產總值仍達11.1%，中國經濟對全球經濟復甦仍扮演舉足輕重之角色。本地消費成為推動內地經濟增長最為穩定之動力。在政府利好消費之政策鼓勵、薪酬增長及都市化加速等帶動下，零售銷售額於二零一零年上半年按年增長18.2%至人民幣7.3萬億元。

Performance by Store

Hong Kong

In line with the market upturn, the Group's two stores in Hong Kong enjoyed a significant uplift in takings during the period under review. Both Sogo Causeway Bay ("SOGO CWB") and Sogo Tsim Sha Tsui ("SOGO TST") delivered double-digit growth in sales revenue which stood at approximately HK\$3.3 billion in total. This represented a 13.8% increase year-on-year and accounted for 2.0% of the Hong Kong retail sales and 20.8% of department store sales.

As one of the major shopping landmarks for locals and tourists, SOGO CWB continues to stand in good stead. For the first half of the year, it recorded a 13.9% growth and raked in approximately HK\$2,958 million in sales revenue. Average ticket size was up 12.1% to HK\$595, while the stay-and-buy ratio rose to 30.7%.

Following years of spectacular growth, SOGO TST nowadays follows a less dramatic growth path as would a major industry player with a good track record. Like its Causeway Bay counterpart, SOGO TST now consistently delivers steady growth. During the period under review, it logged HK\$314 million in total sales revenue, up 13.4% from the same period last year. The rise was driven mainly by increase in average ticket size, which was up 8.4%. Total daily traffic footfall was down 4.3% to 29,200 while the stay-and-buy ratio rose to 15.4% from 14.1%.

Mainland China

During the first half of 2010, the Group's three stores in Mainland China have benefited from the retail boom of the country. Pent-up demand from the more affluent group and middle class consumers after the global financial crisis has helped fuel the sales growth.

Shanghai Jiuguang continued its growth momentum and during the first half of 2010, sales takings totalled RMB865 million, up 19% versus the same period last year. Traffic footfall, average ticket size and stay-and-buy ratio posted healthy growth of 4.1%, 11.9% and 4.1% respectively. Although the full effect is to be seen, the Shanghai World Expo, which opened on 1st May, 2010, has to certain extent enhanced store traffic and therefore sales revenue. More important, though, is that the growing affluence of the rising middle class in Shanghai is shaping the consumption pattern in Shanghai Jiuguang's favour. Shopping of many locals in Shanghai today do not only seek to satisfy their demand for daily necessities, but they also like to use their rising disposable income to make discretionary purchases of luxury goods in a better shopping environment. This partly explains why Shanghai Jiuguang's sales growth has consistently been outperforming the market since it was launched in late 2004.

店鋪表現

香港

隨著市場轉好，本集團於香港之兩間店舖於回顧期內之收入大幅增加。崇光銅鑼灣店（「銅鑼灣崇光」）及崇光尖沙咀店（「尖沙咀崇光」）之銷售收益均錄得雙位數字增長，合共錄得約33億港元，即按年上升13.8%，佔香港零售銷售額約2.0%及百貨店銷售額約20.8%。

作為本地顧客及旅客之主要購物地標，銅鑼灣崇光繼續為本集團帶來可觀貢獻。於本年度上半年，銷售收益錄得13.9%增長，約達29.58億港元。平均每宗銷售額上升12.1%至595港元，而逗留購買比率則上升至30.7%。

尖沙咀崇光於成立之首數年增長較為明顯，而作為業內擁有良好往績記錄之主要公司，該店現時發展越趨成熟。與銅鑼灣店的情況相似，尖沙咀崇光現時保持穩定增長。於回顧期內，其為總銷售收益帶來3.14億港元，較去年同期增加13.4%。此升幅主要由平均每宗銷售額上升8.4%帶動。每日總人流量減少4.3%至29,200人，而逗留購買比率則由14.1%上升至15.4%。

中國內地

於二零一零年上半年，本集團於中國內地之三間店舖均受惠於內地零售業的蓬勃發展。全球金融危機過後，富裕一族及中產階層消費者被壓抑之需求獲得釋放，成為銷售增長之動力。

上海久光之增長勢頭持續，本年度上半年之銷售淨收入合共約為人民幣8.65億元，較去年同期上升19%。人流量、平均每宗銷售額及逗留購買比率分別錄得4.1%、11.9%及4.1%之穩健增長。儘管其對集團銷售的正面效應尚未完全呈現，然而於二零一零年五月一日開幕之上海世博會亦某程度上提升了上海久光的人流，銷售收益亦因而上升。而更重要的是，上海中產階層日益富裕且數目不斷增加，此新形成的消費模式出現有利於上海久光之業務。現時，不少上海本地人購物不單僅滿足日用需求，亦會利用不斷增加之可動用收入，於購物環境更加舒適之地方酌情購買奢侈品。此為上海久光銷售額增長自二零零四年年底開張以來一直優於市場之部分原因。

Suzhou Jiuguang has gradually been picking up momentum during the first half of 2010. Daily traffic footfall increased steadily to 11,400, with net sales revenue grew 74.8% to RMB161 million. The Group is currently adopting various marketing strategies to meet local demand and to build a loyal client base. The management reckons the store will thrive in the long run.

Meanwhile, Dalian Jiuguang delivered satisfactory growth for the period under review, net sales amounted to RMB45.9 million compared with RMB23.6 million a year earlier. Traffic footfall continued to improve with daily traffic at around 5,000. In light of Dalian Jiuguang's relatively favourable location and the Group's high brand equity, management believes that given more time, the store will attract a wide range of mid-to-high-end customers in Dalian.

Expansion in Mainland

At present, the Group still has two new projects in the pipeline, namely the Tianjin property and the Shenyang project.

Renovation work at the shopping mall in Tianjin has already started and is proceeding well. The premise has already entered the first phase of renting and the market response has been encouraging, with over 50% of the space having been snapped up by tenants to date. The mall is expected to be launched into operation before the end of the year.

The development work of the Shenyang Jiuguang store building, located at Zhongjie Lu, a well-known pedestrian walk in Shenhe District, is in progress and the store is expected to be launched in the 2012/2013 period.

蘇州久光於二零一零年上半年的增長動力亦穩步上揚。每日人流量穩定上升至11,400人，銷售收益淨額增加74.8%至人民幣1.61億元。本集團現時採納多項市場策略以迎合當地需求及建立忠誠客戶基礎。管理層認為店舖長遠將可取得成功。

同時，大連久光於回顧期間錄得滿意的增長，銷售淨額約為人民幣4,590萬元，上一年度則約為人民幣2,360萬元。人流量持續改善，每日人流量約達5,000人。鑑於大連久光所處地段相對理想，加上本集團的良好品牌聲譽，管理層相信，假以時日，店舖將可吸引大連不同層面之中至高檔客戶。

於中國內地拓展業務

目前，本集團仍有兩個新項目在進行中，分別為天津的物業及瀋陽項目。

天津購物商場之前期裝修工程已經展開，進度理想。物業已推出第一期招租，市場反應良好，直至現時止已有逾50%面積獲租客搶先租賃。預期商場將於年底前開業。

位於瀋河區著名步行街中街路之瀋陽久光店之發展工程正在進行中，預期店舖將於二零一二年／二零一三年期間開幕。

Outlook and Plan

展望與計劃

In light of the current global economic climate and with China's resurgence in economic growth, the management is taking a cautiously optimistic view about the Hong Kong and mainland retail markets in the second half of 2010. Barring unexpected events in the macroeconomic environment, the management believes both markets will continue to grow in a healthy and steady manner. However, the growth rate may be slightly lower than that in the first half of the year, which has been flattered by a relatively low base.

Nonetheless, the continuously economic growth in China is reassuring at least in the medium term. Domestic demand is expected to rise steadily and play an increasingly important role in driving the economy forward. The People's Bank of China's recent decision to push the renminbi exchange rate reform further, with a view to making the renminbi exchange rate more flexible, is set to bring multiple benefits to the Chinese economy, including job creation, easing of imported inflation, and stimulants to boost the sluggish Chinese stock market. All these developments will help bolster the retail market and benefit the Group's business.

The management believes Lifestyle International's solid financial position puts it on a good pedestal to capture expansion opportunities in a prudent yet proactive manner. In addition, the Group's growing brand equity, sensible merchandise mix and innovative marketing strategies will stand it in good stead to capitalize on the growing middle class and the rise in disposable income and purchasing power in China. In the six months to come, the Group will continue to capitalize on its fundamental strengths and supreme industry position to strive for further and sustainable growth. Persistent efforts will be made to refine and strengthen the Group's existing operations. The management will also be on the lookout for lucrative opportunities that befit the Group's growth strategy, with a view to generating maximum returns for shareholders.

按照目前全球經濟氣候及中國經濟增長的情況，管理層對香港及內地零售市場於二零一零年下半年之表現持審慎樂觀態度。在宏觀經濟環境並無出現不可預期事項之情況下，管理層相信兩個市場將健康有序地增長，然而，由於去年上半年之基數相對較低，下半年之增長率可能較上半年的有所下調。

儘管如此，可以肯定中國經濟最少於中期內仍會繼續增長。預期國內需求將穩定增加，於推動經濟向前中所扮演之角色將越見重要。中國人民銀行最近決定進一步推動人民幣匯率改革，令人民幣匯率更具彈性，將可以為中國經濟帶來多項好處，包括創造就業、舒緩入口通漲及刺激國內沉寂之股票市場。此等發展將有助推動零售市場及有利於本集團業務。

管理層相信，利福國際財務狀況穩健，令其處於有利位置，以審慎積極之態度把握擴展機遇。此外，本集團之品牌價值不斷提升、產品組合迎合市場，加上市場推廣策略創新，將有助集團把握中國中產階級崛起、可動用收入及購買力上升的機會。於未來六個月，本集團將持續利用其基本優勢及於業內之優越地位，致力爭取進一步持續增長。本集團將繼續努力，以改善及鞏固本集團現有業務。管理層將繼續尋找有利於本集團增長策略之獲利機會，藉以為股東帶來最大回報。

Directors' and Chief Executive's Interests in Shares and Underlying Shares

董事及行政總裁於股份及相關股份之權益

As at 30th June, 2010, the interests and short positions of the Directors and Chief Executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which are required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he is taken or deemed to have under such provisions of the SFO) or are required, pursuant to Section 352 of Part XV of the SFO, to be entered in the register referred to therein, or are required pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Rules Governing the Listing of Securities (the "Listing Rules") on the Stock Exchange to be notified to the Company and the Stock Exchange were as follows:

於二零一零年六月三十日，董事及本公司行政總裁於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債券中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及香港聯合交易所有限公司(「聯交所」)之權益及淡倉(包括彼等根據證券及期貨條例該等條文被當作或視為擁有的權益及淡倉)，或根據證券及期貨條例第XV部第352條須記錄於該條所述登記冊之權益及淡倉，或根據聯交所證券上市規則(「上市規則」)附錄10所載之上市發行人董事進行證券交易的標準守則須知會本公司及聯交所之權益及淡倉如下：

(i) Long positions in the issued shares of the Company

(i) 本公司已發行股份之好倉

Name of Director	Nature of interest and capacity	Number of shares	Approximate percentage of interest in the issued share capital of the Company (Note 3) 佔本公司已發行股本權益之概約百分比 (附註3)
董事姓名	權益性質及身分	股份數目	
Mr. Lau Luen-hung, Thomas ("Mr. Thomas Lau") 劉鑾鴻先生	Interest in controlled corporation (Note 1) 受控制公司權益(附註1)	1,080,000,000	64.36%
	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	41,000,000	2.44%
	Beneficial owner 實益擁有人	46,733,500	2.78%

Notes:

- Real Reward Limited ("Real Reward"), which is jointly owned by United Goal Resources Limited ("United Goal") and Go Create Limited ("Go Create") in equal shares, holds 1,080,000,000 shares. United Goal, a company incorporated in the British Virgin Islands ("BVI"), is ultimately owned by Mr. Thomas Lau and a family trust with certain family members of Mr. Lau Luen-hung, Joseph ("Mr. Joseph Lau") as eligible beneficiaries. By virtue of the SFO, Mr. Thomas Lau is deemed to be interested in the 1,080,000,000 shares held by Real Reward.
- Dynamic Castle Limited ("Dynamic Castle"), which is wholly-owned by Mr. Thomas Lau, holds 41,000,000 shares. By virtue of the SFO, Mr. Thomas Lau is deemed to be interested in the 41,000,000 shares held by Dynamic Castle.
- As at 30th June, 2010, the issued share capital of the Company was HK\$8.39 million divided into 1,678,136,000 shares of HK\$0.005 each.

附註：

- 由United Goal Resources Limited(「United Goal」)與Go Create Limited(「Go Create」)共同平均擁有之Real Reward Limited(「Real Reward」)持有1,080,000,000股。United Goal為於英屬維爾京群島註冊成立之公司，由劉鑾鴻先生及合資格受益人為劉鑾鴻先生(「劉鑾鴻先生」)若干家族成員之家族信託最終擁有。根據證券及期貨條例，劉鑾鴻先生被視為於Real Reward所持之1,080,000,000股中擁有權益。
- 由劉鑾鴻先生全資擁有之Dynamic Castle Limited(「Dynamic Castle」)持有41,000,000股。根據證券及期貨條例，劉鑾鴻先生被視為於Dynamic Castle所持41,000,000股中擁有權益。
- 於二零一零年六月三十日，本公司之已發行股本為839萬港元，分為1,678,136,000股每股面值0.005港元之股份。

(ii) Long positions in associated corporations

(ii) 相聯法團之好倉

Name of Director 董事姓名	Name of associated corporation 相聯法團名稱	Nature of interest and capacity 權益性質及身分	Total number of shares held 所持股份總數	Percentage of interest 權益百分比
Mr. Thomas Lau 劉鑾鴻先生	Real Reward	Interest in controlled corporation (Note 1) 受控制公司權益(附註1)	1	50%
	Crystal Key Investment Limited	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1	100%
	Grandville Venture Corp.	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	50,000	100%
	Global Centre Investments Limited	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1	100%
	Leeson Limited 麗信有限公司	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1	100%
	Wise Ocean Limited 偉洋有限公司	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1	100%

Notes:

附註：

1. United Goal, a company incorporated in the BVI and ultimately owned by Mr. Thomas Lau and a family trust with certain family members of Mr. Joseph Lau as eligible beneficiaries, has 50% interest in Real Reward. By virtue of the SFO, Mr. Thomas Lau is deemed to be interested in the one share in Real Reward.
2. United Goal, a company incorporated in the BVI and ultimately owned by Mr. Thomas Lau and a family trust with certain family members of Mr. Joseph Lau as eligible beneficiaries, has 50% interest in Real Reward. Crystal Key Investment Limited, Grandville Venture Corp., Global Centre Investments Limited, Leeson Limited and Wise Ocean Limited are, either direct or indirect, wholly-owned subsidiaries of Real Reward. By virtue of SFO, Mr. Thomas Lau is deemed to be interested in the shares held by Real Reward in Crystal Key Investment Limited, Grandville Venture Corp., Global Centre Investments Limited, Leeson Limited and Wise Ocean Limited.

1. United Goal為於英屬維爾京群島註冊成立之公司，擁有Real Reward 50%權益，並由劉鑾鴻先生及合資格受益人為劉鑾雄先生若干家族成員之家族信託最終擁有。根據證券及期貨條例，劉鑾鴻先生被視為於Real Reward一股份中擁有權益。
2. United Goal為於英屬維爾京群島註冊成立之公司，擁有Real Reward 50%權益，並由劉鑾鴻先生及合資格受益人為劉鑾雄先生若干家族成員之家族信託最終擁有。Crystal Key Investment Limited、Grandville Venture Corp.、Global Centre Investments Limited、麗信有限公司及偉洋有限公司為Real Reward直接或間接全資附屬公司。根據證券及期貨條例，劉鑾鴻先生被視為於Real Reward在Crystal Key Investment Limited、Grandville Venture Corp.、Global Centre Investments Limited、麗信有限公司及偉洋有限公司持有之股份中擁有權益。

All the interests stated above represented long positions. As at 30th June, 2010, the Directors and chief executives had no short positions recorded in the register required to be kept by the Company pursuant to Section 352 of Part XV of the SFO.

上述全部權益均為好倉。於二零一零年六月三十日，本公司根據證券及期貨條例第XV部第352條規定存置之登記冊並無記錄董事及行政總裁擁有任何淡倉。

Interests of Substantial Shareholders

主要股東權益

As at 30th June, 2010, so far as is known to any Director or Chief Executive of the Company, the following persons (other than a Director or the Chief Executive of the Company) had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of the Divisions 2 and 3 of Part XV of the SFO:

於二零一零年六月三十日，據董事或本公司行政總裁所知，下列人士（不包括董事或本公司行政總裁）於本公司之股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司披露之權益或淡倉：

Long positions in the shares and the underlying shares of the Company

本公司股份及相關股份中之好倉

Name of Shareholder	Nature of interest and capacity	Number of shares	Approximate percentage of interest in the issued share capital of the Company (Note 4) 佔本公司已發行股本權益之概約百分比(附註4)
董事姓名	權益性質及身分	股份數目	
Real Reward	Beneficial owner (Note 1) 實益擁有人(附註1)	1,080,000,000	64.36%
United Goal	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1,080,000,000	64.36%
Asia Prime Assets Limited ("Asia Prime")	Interest in controlled corporation (Note 2) 受控制公司權益(附註2)	1,080,000,000	64.36%
Go Create	Interest in controlled corporation (Note 3) 受控制公司權益(附註3)	1,080,000,000	64.36%
Chow Tai Fook Enterprises Limited ("CTF") 周大福企業有限公司 (「周大福」)	Interest in controlled corporation (Note 3) 受控制公司權益(附註3)	1,080,000,000	64.36%

Notes:

- Real Reward is a company jointly owned by United Goal and Go Create in equal shares. United Goal is ultimately owned by Mr. Thomas Lau and a family trust with certain family members of Mr. Joseph Lau as eligible beneficiaries. Go Create is wholly owned by CTF of which family members of Dató Dr. Cheng Yu-tung have controlling interests. Mr. Thomas Lau, Mr. Joseph Lau and Dr. Cheng Kar-shun, Henry, being Directors, are also directors of Real Reward.
- Asia Prime, a company wholly owned by Mr. Thomas Lau, holds more than one-third of the entire issued share capital of United Goal, a 50% shareholder of Real Reward. By virtue of the SFO, Asia Prime and United Goal are deemed to be interested in the 1,080,000,000 shares held by Real Reward. Mr. Thomas Lau and Mr. Joseph Lau, being Directors, are directors of United Goal and Mr. Thomas Lau is also the sole director of Asia Prime.
- Go Create, a company incorporated in the BVI and wholly owned by CTF of which family members of Dató Dr. Cheng Yu-tung have controlling interests, has 50% interest in Real Reward. By virtue of the SFO, CTF and Go Create are deemed to be interested in the 1,080,000,000 shares held by Real Reward. Dató Dr. Cheng Yu-tung and Dr. Cheng Kar-shun, Henry, being Directors, are directors of CTF and Dr. Cheng Kar-shun, Henry is also a director of Go Create.
- As at 30th June, 2010, the issued share capital of the Company was HK\$8.39 million divided into 1,678,136,000 shares of HK\$0.005 each.

附註：

- Real Reward由United Goal與Go Create共同平均擁有。United Goal由劉鑾鴻先生及合資格受益人為劉鑾雄先生若干家族成員之家族信託最終擁有。Go Create由周大福全資擁有，而拿督鄭裕彤博士之家族成員於周大福擁有控股權益。董事劉鑾鴻先生、劉鑾雄先生及鄭家純博士亦為Real Reward之董事。
- Asia Prime由劉鑾鴻先生全資擁有，其持有United Goal全部已發行股本超過三分之一，而United Goal為持有Real Reward 50%權益之股東。根據證券及期貨條例，Asia Prime及United Goal被視為於Real Reward持有之1,080,000,000股中擁有權益。董事劉鑾鴻先生及劉鑾雄先生為United Goal之董事，而劉鑾鴻先生亦為Asia Prime之唯一董事。
- Go Create於英屬維爾京群島註冊成立，由拿督鄭裕彤博士之家族成員擁有控股權益之周大福全資擁有，Go Create於Real Reward擁有50%權益。根據證券及期貨條例，周大福及Go Create被視為於Real Reward持有之1,080,000,000股中擁有權益。董事拿督鄭裕彤博士及鄭家純博士為周大福之董事，而鄭家純博士亦為Go Create之董事。
- 於二零一零年六月三十日，本公司之已發行股本為839萬港元，分為1,678,136,000股每股面值0.005港元之股份。

All the interests stated above represented long positions. As at 30th June, 2010, the substantial shareholders of the Company had no short positions recorded in the register required to be kept by the Company pursuant to Section 336 of Part XV of the SFO.

上述全部權益均為好倉。於二零一零年六月三十日，本公司根據證券及期貨條例第XV部第336條規定存置之登記冊並無記錄本公司主要股東擁有任何淡倉。

Share Option Schemes

購股權計劃

(i) The 2004 Share Option Scheme

The Company's share option scheme (the "Scheme") was adopted for a period of 10 years commencing 27th March, 2004 pursuant to a written resolution of the sole shareholder for the purpose of providing incentives or rewards to selected full-time employees and Directors for their contribution to the Group.

Under the Scheme, the Company may grant options to selected full-time employees and Directors of the Company and its subsidiaries, to subscribe for shares in the Company. Additionally, the Company may, from time to time, grant share options to eligible advisors and consultants to the Company and its subsidiaries at the discretion of the Board of Directors.

The total number of shares in respect of which options may be granted under the Scheme and any other scheme of the Company is not permitted to exceed 10% of the shares of the Company in issue as at the date of the commencement of dealings in the shares on the Stock Exchange, being 144,000,000 shares of HK\$0.005 each after the share subdivision in 2007, which represented approximately 8.58% of the issued share capital of the Company as at the date of this report. The Company may seek approval from its shareholders in general meeting to renew such limit provided that it must not exceed 10% of the issued share capital of the Company at the date of approval of the renewed limit. The maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other scheme must not exceed such number of shares as shall represent 30% of the total number of issued shares of the Company from time to time. The number of shares issued and to be issued in respect of which options granted and may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company in issue, without prior approval from the Company's shareholders. Options granted to substantial shareholders, Independent Non-executive Directors, or any of their respective associates (including a trustee of a discretionary trust of which they or any of their family interests are discretionary objects) in excess of 0.1% of the Company's share capital and with a value in excess of HK\$5 million must be also approved by the Company's shareholders.

Option granted must be taken up within the time limit specified in the offer letter (which shall not be later than 5 days from the date of offer), upon payment of HK\$1 per option. Options may be exercised at any time during a period commencing on or after the date on which the option is accepted and deemed to be granted and expiring on a date to be notified by the Board to each grantee which shall not be more than 10 years from the date on which the option is accepted and deemed to be granted. The exercise price is determined by the Directors of the Company, and will not be less than the highest of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's share.

The termination of the Scheme was conditionally approved by the shareholders of the Company in an extraordinary general meeting held on 3rd March, 2009. No further options will be offered under the Scheme, but all options granted prior to such termination shall continue to be valid and exercisable in accordance with the Scheme.

(i) 二零零四年購股權計劃

本公司根據唯一股東之書面決議案採納購股權計劃(「該計劃」)，由二零零四年三月二十七日起為期十年，旨在向經甄選之全職僱員及董事就彼等對本集團所作貢獻提供獎勵或獎賞。

根據該計劃，本公司可向本公司及其附屬公司經甄選之全職僱員及董事授予購股權，以認購本公司股份。此外，本公司可不時按董事局酌情權向本公司及其附屬公司之合資格顧問及諮詢顧問授予購股權。

根據該計劃或本公司任何其他計劃可授予購股權所涉及股份總數，不得超過本公司於股份在聯交所開始買賣之日期已發行股份10%，即於二零零七年股份拆細後每股面值0.005港元之144,000,000股股份(相當於本公司於本報告日期已發行股本約8.58%)。本公司可於股東大會上尋求股東之批准以更新有關限額，惟該限額不得超過更新限額批准當日本公司已發行股本之10%。行使根據該計劃及任何其他計劃所有已授予而尚未行使之未行使購股權時發行之股份數目，合計最多不得超過本公司不時之已發行股份之30%之股份數目。如未經本公司股東事先批准，於任何一年，就任何個別人士所獲授及可獲授之購股權已發行及將發行之股份數目，不得超過本公司已發行股份1%。授予主要股東、獨立非執行董事或任何彼等各自之聯繫人(包括全權信託之信託人，彼等或任何彼等之家屬權益為全權受益人)超過本公司股本0.1%或價值超過500萬港元之購股權，亦必須經本公司股東批准。

授出之購股權須於要約函件所指定時限(不得遲於要約日期起計5日)內接納，接納時須就每份購股權支付1港元。購股權可於接納及被視為已授予當日或之後起至董事局知會各承授人屆滿當日止期間內隨時行使，惟由接納及被視為已授予購股權當日起計不得超過10年。行使價由本公司董事釐定，將不低於(i)授予日期本公司股份收市價；(ii)緊接授予日期前五個營業日股份平均收市價；及(iii)本公司股份面值三者之較高者。

本公司股東於二零零九年三月三日舉行之股東特別大會上有條件批准終止該計劃。額外購股權不會根據該計劃提出要約，惟於有關終止前，根據該計劃所有授予之購股權將繼續屬有效及可行使。

(ii) The 2009 Share Option Scheme

The adoption of a new share option scheme (the “**2009 Share Option Scheme**”) was approved by the shareholders of the Company in an extraordinary general meeting held on 3rd March, 2009 for a period of 10 years commencing from 3rd March, 2009 as incentive or reward for the contribution of the eligible participants to the growth of the Group and to provide to the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the eligible participants.

Under the 2009 Share Option Scheme, the Company may grant options to (a) any full-time or part-time employee of the Company and/or any subsidiary; (b) any Director (including Executive, Non-executive and Independent Non-executive Director) of the Company and/or any subsidiary; and (c) any consultant or adviser (whether professional or otherwise and whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid), distributor, contractor, supplier, service provider, agent, customer and business partner of the Company and/or any subsidiary who, at the sole determination of the Board, have contributed or will contribute to the Company and/or any subsidiary.

There is no general requirement on the minimum period for which an option must be held or the performance targets which must be achieved before an option can be exercised under the terms of the 2009 Share Option Scheme. However, the Board may offer to grant any options subject to such terms and conditions in relation to the minimum period of the options to be held and/or the performance targets to be achieved before such Options can be exercised and/or any other terms as the Board may determine in its absolute discretion.

The total number of shares which may be issued upon exercise of all options which may be granted under the 2009 Share Option Scheme and any other share option schemes of the Company must not, in aggregate, exceed 166,860,950 shares, representing 10% of the issued share capital of the Company as at 3rd March, 2009, the date on which the 2009 Share Option Scheme was approved by the shareholders of the Company. The Board may seek approval by shareholders in general meeting to renew such limit provided that it must not exceed 10% of the issued share capital of the Company at the date of approval of the renewed limit. The maximum aggregate number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the 2009 Share Option Scheme and any other scheme must not exceed such number of shares as shall represent 30% of the issued share capital of the Company from time to time.

The total number of shares issued and to be issued upon exercise of the options granted to each eligible participant (including both exercised and outstanding options under the 2009 Share Option Scheme) in any 12-month period must not exceed 1% of the issued share capital of the Company. Where any further grant of options to an eligible participant would result in excess of such limit, such further grant must be subject to the approval of the shareholders at general meeting with such eligible participant and his associates abstaining from voting.

(ii) 二零零九年購股權計劃

本公司股東於二零零九年三月三日舉行之股東特別大會上批准採納新購股權計劃（「**二零零九年購股權計劃**」），自二零零九年三月三日起為期十年，作為合資格參與者對本集團發展作出貢獻之激勵或獎賞，並讓本集團更具彈性地向合資格參與者提供獎賞、報酬、補償及／或提供福利。

根據二零零九年購股權計劃，本公司可授予購股權予(a)本公司及／或任何附屬公司之任何全職或兼職僱員；(b)本公司及／或任何附屬公司之任何董事(包括執行、非執行及獨立非執行董事)；及(c)經董事局全權決定，已對或將會對本公司及／或任何附屬公司作出貢獻之本公司及／或任何附屬公司之任何專家顧問或顧問(不論其是否專業人士及不論其基於聘用、合約或榮譽或其他性質及是否受薪)、分銷商、承包商、供應商、服務供應商、代理、客戶及業務夥伴。

對於購股權可以根據二零零九年購股權計劃之條款行使前必須持有購股權之最低期限或須達致之表現目標，並無設立一般性規定。然而，董事局授予任何購股權時可設立有關條款及條件，規限在有關購股權可以行使前必須持有購股權之最低期限及／或須達致之表現目標，及／或董事局可絕對酌情釐定之任何其他條款。

因行使根據二零零九年購股權計劃及本公司任何其他購股權計劃授予之所有購股權而可發行之股份總數，合計不得超過166,860,950股股份，相當於本公司股東於二零零九年三月三日批准二零零九年購股權計劃當日本公司已發行股本10%。董事局可於股東大會上尋求股東之批准以更新有關限額，惟該限額不得超過更新限額批准當日本公司已發行股本之10%。行使根據二零零九年購股權計劃及任何其他計劃所有已授予而尚未行使之未行使購股權時發行之股份數目，合計最多不得超過本公司不時已發行股本30%之股份數目。

各合資格參與者於任何12個月內因行使其獲授購股權(包括二零零九年購股權計劃項下已行使及尚未行使之購股權)而已發行及將發行之股份總數，不得超過本公司已發行股本之1%。倘進一步向合資格參與者授予購股權將導致該限額被超過，則該進一步購股權授予須在股東大會上獲得股東批准，而有關合資格參與者及其聯繫人須放棄投票。

Options granted to a connected person of the Company or any of its associates must be approved by all of the Independent Non-executive Directors of the Company (excluding any Independent Non-executive Director of the Company who is the grantee of the options).

Where options are proposed to be granted to a substantial shareholder or an Independent Non-executive Director of the Company or any of their respective associates, and the proposed grant of options will result in the total number of shares issued and to be issued upon exercise of all options already granted and to be granted (including options exercised, cancelled and outstanding) to such person in the 12-month period up to and including the date of such grant representing in aggregate over 0.1% of the issued share capital of the Company on the date of offer and having an aggregate value, based on the closing price of the shares at the date of each grant, in excess of HK\$5 million, such grant of options must be subject to the approval of the shareholders taken on a poll at general meeting. The connected person involved in such proposed grant of options and all other connected persons of the Company must abstain from voting in such general meeting (except that any connected person may vote against the proposed grant provided that his intention to do so has been stated in the relevant circular to the shareholders).

Option granted must be taken up within the time limit specified in the offer letter (which shall not be later than 5 days from the date of offer), upon payment of HK\$1 on acceptance of the offer. Options may be exercised at any time during a period to be notified by the Board to each grantee which shall not be more than 10 years from the date of the offer. The exercise price is determined by the Directors of the Company, and will be at least the highest of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's share.

向本公司或其任何聯繫人之關連人士授予購股權必須獲得本公司全體獨立非執行董事(不包括身為有關購股權承授人之本公司獨立非執行董事)批准。

倘於截至及包括授予日期前任何12個月內建議向本公司主要股東、獨立非執行董事或彼等各自之任何聯繫人授予購股權，會使該人士因行使所有已獲授及將獲授購股權(包括已行使、註銷及尚未行使之購股權)而已發行及將發行之股份總數合計超過本公司於要約日期已發行股本之0.1%，而有關總值(按各授予日期股份收市價計算)超過500萬港元，則該次購股權授予須在股東大會上獲得股東按股數投票表決批准。涉及該次建議授予購股權之關連人士以及本公司之所有其他關連人士須在上述股東大會上放棄投票(然而，任何關連人士均可投票反對授予建議，惟其相關意向須載列於致股東之相關通函內)。

授予之購股權須於要約函件所指定時限(不得遲於要約日期起計5日)內接納，於接納要約時須支付1港元。購股權可於董事局知會各承授人期間內隨時行使，惟於要約日期起計不得超過10年。行使價由本公司董事釐定，將至少為下列三者中之最高者(i)授予日期本公司股份收市價；(ii)緊接授予日期前五個營業日股份平均收市價；及(iii)本公司股份面值。

Details of Options Granted by the Company

本公司授予購股權之詳情

As at 30th June, 2010, the undernamed Director and certain full-time employees of the Company held outstanding share options to subscribe for an aggregate of 33,754,000 shares of the Company in pursuant to the Scheme, with details as follows:

於二零一零年六月三十日，根據該計劃，以下提及之董事及本公司若干全職僱員持有且尚未行使之可供認購股權合共33,754,000股本公司股份，詳情如下：

	Date of grant 授予日期	Number of share options 購股權數目					Outstanding as at 30th June, 2010 於二零一零年 六月三十日 尚未行使	Exercisable period 行使期	Exercise price per share 每股行使價 HK\$ 港元
		Outstanding as at 1st January, 2010 於二零一零年 一月一日 尚未行使	Granted during the period 期內授予	Exercised during the period 期內行使	Lapsed during the period 期內失效	Cancelled during the period 期內註銷			
Director 董事									
Mr. Thomas Lau 劉鑾鴻先生	31/08/2007	17,020,000	-	-	-	17,020,000	01/10/2008 – 26/03/2014 (Note 2) (附註2)	18.50	
Full-time Employees 全職僱員									
	07/10/2005	1,290,000	-	(326,000)	-	964,000	07/10/2006 – 26/03/2014 (Note 1) (附註1)	6.16	
	02/02/2009	19,960,000	-	(4,190,000)	-	15,770,000	07/02/2010 – 26/03/2014 (Notes 3 & 4) (附註3及4)	6.40	
Total 總計		38,270,000	-	(4,516,000)	-	33,754,000			

Notes:

- The options, granted on 7th October, 2005, are exercisable from 7th October, 2006 to 26th March, 2014 (both days inclusive) subject to the following vesting period:
 - up to 40% of the options commencing 7th October, 2006;
 - up to 70% of the options (including the options not exercised under the limit prescribed for in the previous period) commencing 7th October, 2007; and
 - up to 100% of the options (including the options not exercised under the limit prescribed for in the previous periods) commencing 7th October, 2008.
- The options, granted on 31st August, 2007, are exercisable from 1st October, 2008 to 26th March, 2014 (both days inclusive) subject to the following vesting period:
 - up to 40% of the options commencing 1st October, 2008 or 1st October, 2009;

附註：

- 該等於二零零五年十月七日授予之購股權可於二零零六年十月七日至二零一四年三月二十六日期間(包括首尾兩日)行使，有關歸屬期如下：
 - 自二零零六年十月七日起最多40%之購股權；
 - 自二零零七年十月七日起最多70%之購股權(包括上個期間指定限額並未行使之購股權)；及
 - 自二零零八年十月七日起最多100%之購股權(包括上個期間指定限額並未行使之購股權)。
- 該等於二零零七年八月三十一日授予之購股權可於二零零八年十月一日至二零一四年三月二十六日期間(包括首尾兩日)行使，有關歸屬期如下：
 - 自二零零八年十月一日或二零零九年十月一日起最多40%之購股權；

(ii) up to 70% of the options (including the options not exercised under the limit prescribed for in the previous period) commencing 1st October, 2009 or 1st October, 2010; and

(iii) up to 100% of the options (including the options not exercised under the limit prescribed for in the previous periods) commencing 1st October, 2010 or 1st October, 2011.

The grant of the options to Mr. Thomas Lau was subsequently approved by independent shareholders on 25th September, 2007.

3. On 3rd March, 2009, the outstanding options previously granted to employees of the Group on 31st August, 2007 (which entitled such employees to subscribe for an aggregate of 20,400,000 shares) were cancelled and replaced by new options granted by the Company entitling them to subscribe for the same number of shares at an exercise price of HK\$6.40 per share (the "2009 Employee Options"). The 2009 Employee Options are exercisable from 7th February, 2010 to 26th March, 2014 (both days inclusive) in the following manner:

- (i) 40% as from 7th February, 2010;
- (ii) 30% (in addition to the 40% mentioned in (i) above) as from 7th February, 2011; and
- (iii) remaining 30% (in addition to the 70% mentioned in (i) and (ii) above) as from 7th February, 2012.

4. According to the Black-Scholes pricing model (the "Model"), the fair value of the options granted during the period was estimated at HK\$19.9 million. The variables used in the model were as follows:

Exercise price	HK\$6.40	
Share price on grant date as defined in accordance with HKFRS2	HK\$5.53	Closing price on 3rd March, 2009
Expected volatility	55.26%	historical volatility of the Company's share price over previous years
Expected life	1.5-3.5 years	based on management's best estimation, taking into account non-transferability, exercise restrictions and other behavioural considerations
Risk-free rate	0.57-1.27%	reference to yield of Exchange Fund Notes in accordance with expected life of the option
Expected dividend yield	4.34%	based on historical dividend yield of the shares of the Company over 12-month period

This Model was developed to estimate the fair value of publicly traded options that have no vesting restriction and are fully transferable. As the Company's share options have characteristics significantly different from those traded options, and the value of the share options varies with different variables of certain subjective assumptions, any change in the variables so used may materially affect the estimation of the fair value of the share options.

(ii) 自二零零九年十月一日或二零一零年十月一日起最多70%之購股權(包括上個期間指定限額並未行使之購股權);及

(iii) 自二零一零年十月一日或二零一一年十月一日起最多100%之購股權(包括上個期間指定限額並未行使之購股權)。

授予劉鑾鴻先生之購股權其後獲獨立股東於二零零七年九月二十五日批准。

3. 於二零零九年三月三日，先於二零零七年八月三十一日授予本集團僱員之尚未行使購股權(其賦予該等僱員權利可認購合共20,400,000股股份)已獲註銷並由本公司所授予之新購股權取代，該等新購股權賦予彼等權利可按每股6.40港元之行使價認購相同數目之股份(「二零零九年僱員購股權」)。二零零九年僱員購股權可自二零一零年二月七日至二零一四年三月二十六日期間(包括首尾兩日)按以下方式行使：

- (i) 自二零一零年二月七日起可行使40%；
- (ii) 自二零一一年二月七日起，除上文(i)所述之40%，可行使另外30%；及
- (iii) 自二零一二年二月七日起，除上文(i)及(ii)所述之70%，可行使餘下之30%。

4. 根據「柏力克-舒爾斯」期權定價模式(「模式」)，於期內所授予購股權之公平值估計為1,990萬港元。模式所採用變數如下：

行使價	6.40港元	
根據香港財務報告準則第2號界定之授予日期之股價	5.53港元	於二零零九年三月三日之收市價
預期波幅	55.26%	過往年度本公司股價之歷史波幅
預計年期	1.5-3.5年	根據管理層之最佳估計，並已考慮不可轉讓性、行使限制及其他行為上的考慮因素
無風險比率	0.57-1.27%	按照購股權預計年期參考外匯基金債券收益率
預期股息率	4.34%	根據12個月期間本公司股份之歷史股息率

此模式乃為估計並無歸屬限制及可全面轉讓之公開買賣購股權之公平值而設。由於本公司購股權之特點與該等買賣購股權有重大差異，且購股權之價值會因應若干主觀假設之不同變數而改變，故所採用變數之任何變動可大幅影響購股權公平值之估計。

Additional Information

其他資料

Employees

As at 30th June, 2010, the Group had a total of about 1,000 employees in Hong Kong and 1,500 employees in the PRC. Staff costs (excluding directors' emoluments) including employees' share option charges of HK\$3.6 million (2009: HK\$16.6 million) amounted to HK\$150 million (2009: HK\$153 million). The Group ensures that the pay levels of its employees are competitive according to market trend and its employees are rewarded on a performance related basis within the general framework of the Group's salary and bonus system.

Purchase, Sale or Redemption of the Company's Securities

During the six months ended 30th June, 2010, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

Code on Corporate Governance Practices

During the six months ended 30th June, 2010, the Company has complied with the code provisions laid down in the Code on Corporate Governance Practices as set out in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on the Stock Exchange.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules (the "Model Code") as its own code of conduct regarding its Directors' securities transactions on the Company's shares. Specific enquiry has been made to all Directors, and all Directors have confirmed that they have complied with all the relevant codes and requirements as set out in the Model Code during the period.

Audit Committee

The Audit Committee of the Company is to review and supervise the financial reporting process and internal control procedures of the Group. The Group's interim results for the six months ended 30th June, 2010 have been reviewed by the Audit Committee and the Company's auditors.

The Audit Committee of the Company comprises of four Independent Non-executive Directors, namely, Messrs. Lam Siu-lun, Simon, Cheung Yuet-man, Raymond, The Hon. Shek Lai-him, Abraham and Hui Chiu-chung, Stephen. Mr. Lam is the Chairman of the Audit Committee and a certified public accountant.

Remuneration Committee

The Remuneration Committee is to consider the remuneration of the Directors and senior management of the Group. The Remuneration Committee comprises of three Independent Non-executive Directors, namely, Messrs. Lam Siu-lun, Simon, The Hon. Shek Lai-him, Abraham and Hui Chiu-chung, Stephen and one Executive Director, Lau Luen-hung, Thomas. Mr. Lau is the Chairman of the Remuneration Committee.

僱員

於二零一零年六月三十日，本集團分別於香港及中國共僱用約1,000名及1,500名員工。員工成本為1.50億港元(二零零九年：1.53億港元)，包括僱員購股權開支360萬港元(二零零九年：1,660萬港元)，但不包括董事酬金。本集團確保僱員薪酬水平符合市場趨勢並具競爭力，僱員之薪酬乃根據本集團之一般薪金及花紅制度因應僱員表現釐定。

購買、出售或贖回本公司證券

截至二零一零年六月三十日止六個月內，本公司或其任何附屬公司並無購買、出售或贖回本公司之任何上市證券。

企業管治常規守則

截至二零一零年六月三十日止六個月內，本公司一直遵守聯交所證券上市規則(「上市規則」)附錄14所載企業管治常規守則之守則條文。

董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則(「標準守則」)，作為其本身有關董事就本公司股份進行證券交易的操守準則。經向全體董事作出具體查詢後，全體董事均確認，彼等於本期間一直遵守標準守則所載各項相關守則及規定。

審核委員會

本公司之審核委員會負責審閱及監督本集團之財務報告程序及內部監控措施。審核委員會及本公司核數師已審閱本集團截至二零一零年六月三十日止六個月之中期業績。

本公司審核委員會由四名獨立非執行董事組成，分別為林兆麟先生、張悅文先生、石禮謙議員及許照中先生。林先生為審核委員會主席及執業會計師。

薪酬委員會

薪酬委員會負責審議本集團董事及高級管理人員之薪酬。薪酬委員會由三名獨立非執行董事分別為林兆麟先生、石禮謙議員及許照中先生以及一名執行董事劉鑾鴻先生組成。劉先生為薪酬委員會主席。

Acknowledgement

致謝

I would like to thank the Board, management and all of our staff for their hard work and dedication, as well as our shareholders and customers for their support to the Group.

本人謹此向董事局、管理人員及全體員工努力不懈、盡心全意為本集團效力，以及股東及顧客一直對本集團之鼎力支持致以衷心謝意。

On behalf of the Board
Lifestyle International Holdings Limited
Lau Luen-hung, Thomas
Managing Director

代表董事局
利福國際集團有限公司
董事總經理
劉鑾鴻

Hong Kong, 9th August, 2010

香港，二零一零年八月九日

Lifestyle International Holdings Limited
20/F., East Point Centre, 555 Hennessy Road
Causeway Bay, Hong Kong
利福國際集團有限公司
香港銅鑼灣軒尼詩道555號
東角中心20樓
Telephone: (852) 2833 8338
Facsimile: (852) 2831 2972
info@lifestylehk.com.hk
www.lifestylehk.com.hk