

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Springland International Holdings Limited
華地國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1700)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2015

Financial Highlights

	For the six months ended 30 June		+/-
	2015	2014	
	(unaudited) RMB million	(unaudited) RMB million	
Total Sales Proceeds (“TSP”) ¹	5,714	5,813	-1.7%
– department store	4,268	4,394	-2.9%
– supermarket	1,446	1,419	1.9%
Revenue	2,203	2,224	-0.9%
Profit before tax	505	597	-15.4%
Profit attributable to owners of the parent	350	426	-17.8%
Earnings per share - basic (RMB: cents)	14	17	-16.3%
Net profit margin	15.9%	19.1%	

- **Total Sales Proceeds and revenue for the six months ended 30 June 2015 recorded a drop of 1.7% and 0.9% respectively. Same store sales change² for department store business represented a decline of 3.3%³ and same store sales change for supermarket business recorded a growth of 0.2%.**
- **Profit attributable to owners of the parent was RMB350 million, representing a decrease of 17.8%.**

¹ TSP represents the sum of gross revenue from concessionaire sales, revenue from direct sales and rental income.

² Same store sales change represented the change in TSP for stores with operations through the comparable period.

³ Same store sales for department store business excluded sales proceeds from Yixing Springland store, which were under renovation from March to July 2014.

- Earnings per share was RMB 14 cents. Net profit margin maintained at 15.9%.
- Proposed interim dividend of HK\$4 cents per share.

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2015

The board (the “Board”) of directors (the “Directors”) of Springland International Holdings Limited (the “Company”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 June 2015, together with comparative figures for the previous year of 2014. The unaudited condensed consolidated interim results have been reviewed by the audit committee of the Company (the “Audit Committee”).

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE SIX MONTHS ENDED 30 JUNE 2015

		For the six months ended 30 June	
	Notes	2015 (unaudited) RMB'000	2014 (unaudited) RMB'000
REVENUE	4	2,203,395	2,224,049
Other income and gains	5	328,510	377,543
Purchase of and changes in inventories		(1,254,519)	(1,235,043)
Staff costs		(292,241)	(283,202)
Depreciation and amortisation		(172,331)	(164,723)
Rental expenses		(56,834)	(48,448)
Other expenses		(239,699)	(234,324)
Finance costs		(8,254)	(29,421)
Shares of loss of a joint venture		(2,991)	(9,458)
PROFIT BEFORE TAX		505,036	596,973
Income tax expense	6	(147,187)	(163,380)
PROFIT FOR THE PERIOD		<u>357,849</u>	<u>433,593</u>
Attributable to:			
Owners of the parent		350,153	425,843
Non-controlling interests		<u>7,696</u>	<u>7,750</u>
		<u>357,849</u>	<u>433,593</u>
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT			
Basic and diluted (RMB: cents)	8	<u>14</u>	<u>17</u>

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE SIX MONTHS ENDED 30 JUNE 2015**

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
PROFIT FOR THE PERIOD	<u>357,849</u>	<u>433,593</u>
OTHER COMPREHENSIVE (LOSS)/ INCOME		
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>		
Available-for-sale listed investments:		
Changes in fair value	-	20,348
Reclassification adjustments for gains included in the interim condensed consolidated statement of profit or loss - gain on disposal	-	(9,019)
Income tax effect	<u>-</u>	<u>(2,832)</u>
	-	8,497
Exchange differences on translation of foreign operations	<u>(1,351)</u>	<u>(4,677)</u>
NET OTHER COMPREHENSIVE (LOSS)/INCOME TO BE RECLASSIFIED TO PROFIT OR LOSS IN SUBSEQUENT PERIODS	<u>(1,351)</u>	<u>3,820</u>
OTHER COMPERHENSIVE (LOSS)/INCOME FOR THE PERIOD, NET OF TAX	<u>(1,351)</u>	<u>3,820</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	<u>356,498</u>	<u>437,413</u>
Attributable to:		
Owners of the parent	348,802	429,663
Non-controlling interests	<u>7,696</u>	<u>7,750</u>
	<u>356,498</u>	<u>437,413</u>

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
30 JUNE 2015

	Notes	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
NON-CURRENT ASSETS			
Property, plant and equipment	9	7,349,344	6,448,638
Prepaid land premiums	10	1,294,586	872,334
Other intangible assets		36,817	38,349
Goodwill		304,440	181,494
Investment in a joint venture		-	237,851
Investment in an associate		-	45,166
Available-for-sale investments		110	110
Long-term prepayments		288,122	614,924
Deferred tax assets		53,416	54,197
Restricted cash	11	232,680	227,580
Long-term time deposits at banks	11	166,212	162,304
Due from the Controlling Shareholder	12	<u>182,000</u>	<u>182,000</u>
Total non-current assets		<u>9,907,727</u>	<u>9,064,947</u>
CURRENT ASSETS			
Inventories		255,137	323,055
Trade receivables	13	15,476	12,164
Prepayments, deposits and other receivables		245,530	237,630
Derivative financial instruments		-	389
Structured deposits	14	200,000	115,000
Cash and cash equivalents	11	320,826	1,822,664
Due from the Controlling Shareholder	12	<u>3,150</u>	<u>-</u>
		1,040,119	2,510,902
Assets of a disposal group classified as held for sale		<u>26,400</u>	<u>26,400</u>
Total current assets		<u>1,066,519</u>	<u>2,537,302</u>

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(CONTINUED)
AS AT 30 JUNE 2015**

	Notes	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
CURRENT LIABILITIES			
Interest-bearing bank borrowings	15	492,176	299,887
Trade and bills payables	16	958,021	1,118,740
Other payables and accruals		1,655,880	1,827,705
Tax payable		<u>69,839</u>	<u>78,941</u>
		3,175,916	3,325,273
Liabilities directly associated with the assets classified as held for sales		<u>4,769</u>	<u>4,769</u>
Total current liabilities		<u>3,180,685</u>	<u>3,330,042</u>
NET CURRENT LIABILITIES		<u>(2,114,166)</u>	<u>(792,740)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>7,793,561</u>	<u>8,272,207</u>
NON-CURRENT LIABILITIES			
Interest-bearing bank borrowings	15	1,565,744	2,294,332
Long-term payables		345,973	314,895
Deferred tax liabilities		<u>541,180</u>	<u>465,757</u>
Total non-current liabilities		<u>2,452,897</u>	<u>3,074,984</u>
Net assets		<u>5,340,664</u>	<u>5,197,223</u>
EQUITY			
Equity attributable to owners of the parent			
Issued capital		21,070	21,249
Treasury shares		-	(102)
Reserves		5,107,430	4,789,015
Proposed final dividend	7	<u>-</u>	<u>174,244</u>
		5,128,500	4,984,406
Non-controlling interests		<u>212,164</u>	<u>212,817</u>
Total equity		<u>5,340,664</u>	<u>5,197,223</u>

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate information

Springland International Holdings Limited was incorporated as an exempted company with limited liability in the Cayman Islands on 21 June 2006 under the Companies Law, Cap.22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company was listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 21 October 2010.

The Group are principally engaged in the operation of department stores and supermarkets in Mainland China. In the opinion of the Directors, the ultimate holding company of the Group is Octopus Holdings Foundation, a company incorporated in the Cayman Islands.

2. Basis of preparation

The interim condensed consolidated financial statements for the six months ended 30 June 2015 have been prepared in accordance with International Accounting Standards 34 “Interim Financial Reporting” issued by the International Accounting Standards Board. These financial statements are presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand except when otherwise indicated.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements as at 31 December 2014.

3. Operating segment information

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments as follows:

- Department store segment
- Supermarket segment

Management monitors the results of the Group’s operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group’s profit before tax except that interest income, finance costs, dividend income, fair value gains/(losses) from the Group’s financial instruments, as well as head office and corporate expenses are excluded from this measurement.

3. Operating segment information (continued)

Segment assets exclude the Group's investments in a joint venture, investment in an associate, available-for-sale investments, deferred tax assets, restricted cash, long-term time deposits at bank, tax recoverable, amounts due from the Controlling Shareholder, structured deposits, derivative financial instruments, cash and cash equivalents, assets of a disposal group classified as held for sale and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude short-term financing notes, interest-bearing bank borrowings, derivative financial instruments, tax payable, liabilities directly associated with the assets classified as held for sale, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

The following tables presented revenue and profit information regarding the Group's operating segments for the six months ended 30 June 2015 and 2014, respectively.

**For the six months ended 30 June 2015
(unaudited)**

	Department store RMB'000	Supermarket RMB'000	Total RMB'000
Segment revenue			
Sales to external customers	<u>876,288</u>	<u>1,327,107</u>	<u>2,203,395</u>
Segment results	448,937	93,704	542,641
<i>Reconciliation:</i>			
Interest and dividend income and unallocated gains			42,550
Corporate and other unallocated expenses			(68,910)
Share of loss of a joint venture			(2,991)
Finance costs			<u>(8,254)</u>
Profit before tax			<u>505,036</u>

3. Operating segment information (continued)

For the six months ended 30 June 2014
(unaudited)

	Department store RMB'000	Supermarket RMB'000	Total RMB'000
Segment revenue			
Sales to external customers	<u>907,048</u>	<u>1,317,001</u>	<u>2,224,049</u>
Segment results	498,825	102,855	601,680
<i>Reconciliation:</i>			
Interest and dividend income and unallocated gains			98,864
Corporate and other unallocated expenses			(64,692)
Share of loss of a joint venture			(9,458)
Finance costs			<u>(29,421)</u>
Profit before tax			<u>596,973</u>

The following table presents segment assets of the Group's operating segments as at 30 June 2015 and 31 December 2014, respectively:

As at 30 June 2015
(unaudited)

	Department store RMB'000	Supermarket RMB'000	Total RMB'000
Segment assets	8,476,780	1,269,224	9,746,004
<i>Reconciliation:</i>			
Corporate and other unallocated assets			1,201,842
Assets of a disposal group classified as held for sales			<u>26,400</u>
Total assets			<u>10,974,246</u>
Segment liabilities	2,254,662	632,733	2,887,395
<i>Reconciliation:</i>			
Corporate and other unallocated liabilities			2,741,418
Liabilities directly associated with the assets classified as held for sale			<u>4,769</u>
Total liabilities			<u>5,633,582</u>

3. Operating segment information (continued)

As at 31 December 2014

(audited)

	Department store RMB'000	Supermarket RMB'000	Total RMB'000
Segment assets	7,439,677	1,282,561	8,722,238
<i>Reconciliation:</i>			
Corporate and other unallocated assets			2,570,594
Investment in a joint venture			237,851
Investment in an associate			45,166
Assets of a disposal group classified as held for sales			<u>26,400</u>
Total assets			<u><u>11,602,249</u></u>
Segment liabilities	2,502,685	642,208	3,144,893
<i>Reconciliation:</i>			
Corporate and other unallocated liabilities			3,255,364
Liabilities directly associated with the assets classified as held for sale			<u>4,769</u>
Total liabilities			<u><u>6,405,026</u></u>

Geographical information

All of the Group's revenue is derived from customers based in Mainland China and all of the non-current assets of the Group are located in Mainland China.

Information about a major customer

No revenue derived from sales to a single customer or a group of customers under the common control accounted for 10% or more of the Group's revenue for the six months ended 30 June 2015 and 2014.

4. Revenue

Revenue represents the net amount received and receivable for goods sold by the Group to outside customers, less allowances for returns and trade discounts; commission income from concessionaire sales, net of sales taxes and surcharges; and other revenue that arises in the ordinary course of business.

An analysis of revenue is as follows:

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Sales of goods - direct sales	1,439,909	1,429,244
Commission income from concessionaire sales (<i>Note</i>)	<u>698,016</u>	<u>731,565</u>
Total turnover	2,137,925	2,160,809
Rental income	64,227	59,073
Provision of food and beverage service	<u>1,243</u>	<u>4,167</u>
Total revenue	<u><u>2,203,395</u></u>	<u><u>2,224,049</u></u>

Note:

The commission income from concessionaire sales is analyzed as follows:

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Gross revenue from concessionaire sales	<u>4,210,032</u>	<u>4,324,969</u>
Commission income from concessionaire sales	<u><u>698,016</u></u>	<u><u>731,565</u></u>

5. Other income and gains

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
<i>Other income</i>		
Fee income from suppliers	282,315	276,227
Interest income	30,800	68,285
Subsidy income	10,382	16,030
Dividend income from available-for-sale listed investments	-	3,301
Others	<u>3,414</u>	<u>2,579</u>
	<u>326,911</u>	<u>366,422</u>
<i>Gains</i>		
Fair value gains, net:		
Available-for-sale listed investments (transfer from equity on disposal)	-	9,019
Derivative instruments - transactions not qualifying as hedges	1,430	1,088
Gains on acquisition of a subsidiary	95	-
Gains on disposed of items of property, plant and equipment	74	-
Gains on disposal of unquoted investments stated at cost	<u>-</u>	<u>1,014</u>
	<u>1,599</u>	<u>11,121</u>
	<u>328,510</u>	<u>377,543</u>

6. Income tax

The Group is subject to income tax on an entity basis on profit arising in or derived from the tax jurisdictions in which members of the Group are domiciled and operate. The Group and the Company are not liable for income tax in Hong Kong as they do not have assessable income sourced from Hong Kong during the period. The Company is a tax-exempted company incorporated in the Cayman Islands.

Under the People's Republic of China (the "PRC") Corporate Income Tax Law, the income tax rate became 25% starting from 1 January 2008. Therefore, provision for the PRC income tax has been provided at the applicable income tax rate of 25% (six months ended 30 June 2014: 25%) on the assessable profits of the Group's subsidiaries established in Mainland China.

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Current - PRC corporate income tax charge for the period	145,036	144,841
Deferred	<u>2,151</u>	<u>18,539</u>
Total tax charge for the period	<u>147,187</u>	<u>163,380</u>

7. Dividends

	For the six months ended 30 June	
	2015	2014
	(unaudited)	(unaudited)
	RMB'000	RMB'000
Dividends on ordinary shares declared and paid during the period:		
Final dividends for 2014: HK\$9 cents (2013: HK\$8.5 cents)	<u>174,244</u>	<u>167,235</u>
Dividends on ordinary shares proposed (not recognized as a liabilities as at 30 June)		
Proposed interim dividend for 2015: HK\$4 cents (2014: HK\$8 cents)	<u>80,535</u>	<u>156,274</u>

8. Earnings per share attributable to the ordinary equity holders of the parent

The calculation of basic earnings per share amount is based on the profit for the period attributable to the ordinary equity holders of the parent of RMB350,153,000 (six months ended 30 June 2014: RMB425,843,000), and the weighted average number of ordinary shares of 2,440,422,425 (six months ended 30 June 2014: 2,484,051,000) in issue during the period.

The Group had no potentially dilutive ordinary shares in issue during these periods.

9. Property, plant and equipment

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Carrying amount at 1 January	6,448,638	6,131,606
Additions	594,080	645,777
Acquisition of a subsidiary	471,967	-
Depreciation provided during the period/year	(164,736)	(318,062)
Disposals	(605)	(10,683)
Carrying amount at 30 June 2015/ 31 December 2014	<u>7,349,344</u>	<u>6,448,638</u>

At 30 June 2015, the application for transfer the land use right certificate to property ownership certificate for the Group's land and buildings amounting to RMB413,712,000 (31 December 2014: RMB418,818,000) was still in progress.

10. Prepaid land premiums

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Carrying amount at 1 January	872,334	899,433
Additions	435,274	-
Government grant related to prepaid land premiums	-	(1,748)
Amortisation capitalised as property, plant and equipment during the period/ year	(6,959)	(13,662)
Recognised as expenses during the period/year	(6,063)	(11,689)
Carrying amount at 30 June 2015/ 31 December 2014	<u>1,294,586</u>	<u>872,334</u>

The leasehold land is situated in Mainland China and is held under a long-term lease.

11. Cash and cash equivalents, restricted cash and long-term time deposits at banks

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Cash and bank balances	320,526	534,881
Time deposits	<u>399,192</u>	<u>1,677,667</u>
	<u>719,718</u>	<u>2,212,548</u>
Less: Restricted cash with maturity date over one year	(232,680)	(227,580)
Long-term time deposits at banks	<u>(166,212)</u>	<u>(162,304)</u>
Cash and cash equivalents	<u>320,826</u>	<u>1,822,664</u>

The Group's cash and bank balances and time deposits at each reporting date are denominated in the following currencies:

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
RMB	684,734	1,970,079
US\$	29,961	205,307
HK\$	<u>5,023</u>	<u>37,162</u>
	<u>719,718</u>	<u>2,212,548</u>

Cash at banks earns interest at floating rates based on daily bank deposit rates. Time deposits are made for varying periods of between one year and five years depending on the immediate cash requirements of the Group, and earn interest at the respective time deposit rates. The bank balances are deposited with creditworthy banks. The carrying amounts of the cash and cash equivalents and time deposits approximate to their fair values.

Pursuant to the relevant rules and regulations issued by the Ministry of Commerce of the People's Republic of China, the Group was required to deposit bank balances (or through issuing the letter of bank guarantee to deposit) in the Group's designated accounts, which amount was no less than 30% of the balance of advances from customers for sales of prepaid cards. As at 30 June 2015, certain of the Group's restricted cash amounted to RMB102,503,000 (31 December 2014: RMB100,396,000) represents the above balances deposited in the Group's designated accounts.

As at 30 June 2015, certain of the Group's restricted cash amounted to RMB130,177,000 (31 December 2014: RMB127,184,000) were pledged to banks for bank loans facilities granted to the Group.

12. Due from the Controlling Shareholder

The Group had an outstanding balance due from the Controlling Shareholder of RMB185,150,000 as at 30 June 2015 (31 December 2014: RMB182,000,000). The amount is unsecured and included in the outstanding balance, RMB182,000,000, bears interest at a rate of 3.5% from 1 January 2015 and shall be repaid on or before 31 December 2016.

13. Trade receivables

All of the Group's sales are on a cash basis except for certain bulk sales of merchandise which are credit sales. The credit terms offered to customers are generally one month.

All balances of the trade receivables at each reporting date are neither past due nor impaired and aged within one month based on the invoice date.

14. Structured deposits

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Structure deposits in licensed banks in the PRC, at amortised cost	<u>200,000</u>	<u>115,000</u>

These structured deposits have terms of less than one year and have expected annual rates of return up to 4.7% (31 December 2014: 5.9%). Pursuant to the underlying contracts or notices, these structured deposits are capital guaranteed upon the maturity date.

15. Interest-bearing bank borrowings

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Bank loans:		
Secured	394,300	391,731
Unsecured	<u>1,663,620</u>	<u>2,202,488</u>
	<u>2,057,920</u>	<u>2,594,219</u>
Bank loans repayable:		
Within one year or on demand	492,176	299,887
Over one year but within two years	751,548	737,953
Over two years but within five years	<u>814,196</u>	<u>1,556,379</u>
Total bank borrowings	2,057,920	2,594,219
Less: Portion classified as current liabilities	<u>(492,176)</u>	<u>(299,887)</u>
Long-term portion	<u>1,565,744</u>	<u>2,294,332</u>

Bank loans bear interest at fixed rates or floating rates.

The Group's bank loan bore effective interest rates from 1.9% to 5.1% per annum as at 30 June 2015 and 1.9% to 2.6% per annum as at 31 December 2014.

As at 30 June 2015, certain of the Group's restricted cash amounted to RMB130,177,000 (31 December 2014: RMB127,184,000) were pledged to banks for bank loans facilities granted to the Group.

The Group's interest-bearing bank borrowings at each reporting date are denominated in the following currencies:

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
RMB	300,000	-
US\$	1,297,595	2,091,421
HK\$	<u>460,325</u>	<u>502,798</u>
	<u>2,057,920</u>	<u>2,594,219</u>

16. Trade and bills payables

An aged analysis of the trade and bills payables at each reporting date, based on the invoice date, is as follows:

	30 June 2015 (unaudited) RMB'000	31 December 2014 (audited) RMB'000
Within three months	707,300	943,263
Over three months but within six months	154,372	84,998
Over six months but within one year	63,217	62,650
Over one year	<u>33,132</u>	<u>27,829</u>
	<u>958,021</u>	<u>1,118,740</u>

The trade payables are non-interest-bearing and are normally settled on terms of up to 60 days.

17. Events after the interim reporting period

Subsequent to 30 June 2015 and up to the date of this report, the Company repurchased a total of 1,120,000 shares at an aggregate consideration of HK\$2,559,000, equivalent to RMB2,019,000. The number of outstanding shares and treasury shares of the Company as at the date of this report are 2,438,880,000 and 1,120,000 respectively.

On 1 July 2015, a directly wholly-owned subsidiary of the Company, Springland International Group Company ("Springland Group") entered into an equity transfer agreement with Octopus (Singapore) Holdings Limited, a company indirectly owned by the Controlling Shareholder. According to the agreement, Springland Group would acquire the entire issued share capital of Octopus (Singapore) Pte Ltd. ("Octopus"), at the consideration of SGD1. Octopus is a company incorporated in Singapore with limited liability and was previously owned by Octopus (Singapore) Holdings Limited. It is mainly engaged in management consulting and trading business.

On 7 August 2015, the Group has issued its short-term financing notes at par value of RMB500 million to domestic institutional investors in the PRC. The nominal interest rate is 3.85% per annum and the effective interest rate is 4.16% per annum. The term of the financing notes was 366 days from the date of issuance.

At a meeting held on 13 August 2015, the Directors declared an interim dividend of HK\$4 cents per ordinary share. This proposed dividend, based on the number of shares outstanding at the date of the meeting, is not reflected as dividend payable in this interim financial statement.

MANAGEMENT DISCUSSION AND ANALYSIS

With the combined impact of both the weakened growth in exports and the sluggish domestic demand, China saw a dip in the growth of GDP during the first half of the year, which was eventually set at 7.0%, owing much to the easing monetary policy introduced by the central bank, including RRR and interest rates cuts. The disposable income per capita in China recorded real growth of 7.6%, which was in line with the economy growth. Growth in the retail market has been undermined by the weakening market sentiment. With further cuts of public sector consumptions, including those on official receptions, vehicles and overseas trips, retail sales of luxury products such as high-end fashion, leather goods and watches remained subdued. According to the statistics released by the National Commercial Information Center of China, the total retail sales of the top 100 major retail enterprises in China (mainly enterprises engaged in department stores business) grew by 0.6% year-on-year only.

Amidst the situation, the Group focused on satisfying the core demand of customers by continuously identifying potential of the products and exploring internal resources, so as to proactively establish its direction for reforms under the trend towards digitization. Eventually, total sale proceeds of RMB5.7 billion were achieved during the reporting period, representing a decrease of 1.7% when compared to the corresponding period last year, while the profit before interest and tax was RMB513 million. The profit attributable to shareholders was RMB350 million and the basic profit per share for the first half of the year was RMB14 cents.

BUSINESS REVIEW

The rapid development of Internet technologies has accelerated the change in shopping behavior of consumers. Therefore, given the new shopping pattern of consumers, the Group maintained its principal business and meanwhile strived for self-enhancement during the year to extend its services to cover the need other than the core demand of customers and to deliver meaningful growth in terms of foot traffic and sales per transaction.

For the department store business, the Group continued to drive for more intelligent and experimental physical stores. The Group has upgraded the car park systems with intelligent facilities in substantially all of its stores, and all showrooms and concession counters for branded products have already had their own cashiers where various mobile payment modes became feasible, thus providing enhanced convenience for our customers. The Group has also been pleased to try the social marketing media and strategy, which is made possible by the communication attributes of the Internet. On top of the existing holiday marketing initiatives, elaborately planned themed events attained sound communication effect with the aid of online social platforms, thus bringing about synergy impact as well as multiplier effect. The launch of WeChat platform and our own CRM membership system also laid solid foundation for the consolidation of its online and offline data of customers, which in turn provided the Group with a clearer analysis on spending behavior. The Group invested in technologies to greatly contribute to the improved operational efficiency and to manage our business with a commercial mind. As a result, retailing will become more personal, and customer data and relationships will become key assets of the Group.

For the supermarket business, the Group placed its emphasis on product upgrade and efficiency enhancement. During the first half of the year, the supermarket function took an active role to facilitate the optimization of supply chain of co-brands and actively identified opportunities for cooperation at the source of supply chains. Through direct procurement at source and establishment of production bases, it diversified and increased the supply of quality products, stimulated and satisfied consumers' needs of quality goods from China and overseas, which in turn fostered the growth of sales. Meanwhile, the Group believed that community supermarkets focused on fresh food would become the main source of the revenue of supermarket business in the future. From renovations and upgrades at some small-to-medium-sized stores to the opening of Yongle Road store in Wuxi in January 2015, the Group has continuously conducted iterative research on the business model of these community-based fresh produce supermarkets. By understanding the categories of community customers and their consumption characteristics, the Group has been able to further enhance the categorization and management of products. The above factors will facilitate rapid growth of the Group in this respect later this year.

In addition, in accordance with the scheduled planning of the Group and under the principle of "Regional Market Comes First", we continued to advance our expansion mode of 1+N. During the first half of 2015, we entered into contracts for the management of Gaochun Department Store at Nanjing and four new supermarkets. In the second half of 2015, nine supermarkets and Yixing Yaohan will be opened one after another and Zhenjiang Commercial Building will also be reopened. All of which are located at prime areas such as Wuxi, Yixing and Zhenjiang cities. It also facilitates the interactions among cities within the developed regions, which will strengthen the Group's control on these areas. In particular, as the icon of the new generation shopping mall of Springland, Yixing Yaohan can tell the Group's success in terms of systematic planning, design, construction, business attraction, organization of shop opening and operational management. With the popularity accumulated from current marketing events, we are optimistic about our operating results in the future.

PROSPECTS

The government of China is deeply concerned over the sluggish consumer demand and the challenges in the real economy. According the spirit of recent meetings, the government expressly implemented measures to promote domestic consumption, step up the enhancement of Chinese domestic brands and support the development of business environment. Meanwhile, the current administration steadily increases its efforts for the infrastructure establishment of market economy, strengthens the protection over intellectual property and improves the business environment. In the Group's opinion, such a policy direction will serve a warranty for the mid-to-long term sustainable growth of the consumer retail market in China. The retail sales volume of mid-to-high-end cosmetics, footwear and household products with prime quality is also expected to benefit from the wealth effect brought by the appreciation of personal assets of consumers.

Against this backdrop, competent retailers who can fully explore their own potentials will certainly be the winner of market competition. Springland will spare no effort to identify an appropriate development mode to enhance its operating efficiency and to leverage on new technologies and ideas for the sake of generating more benefits for consumers, thus achieving a new co-win situation and cooperation relationship among platform operators, consumers and brand owners. Meanwhile, the Group will take the lead to develop new businesses, namely import trading, to facilitate the growth of new markets and a new drive for further growth.

FINANCIAL REVIEW

TSP and Revenue

For the six months ended 30 June 2015, TSP of the Group maintained at RMB5,714 million. TSP are generated from both the department store and supermarket business. During the period, TSP of the department store business decreased to RMB4,268 million, representing a decline of 2.9% and TSP of supermarket business increased to RMB1,446 million, representing an increase of 1.9% from the corresponding period in 2014.

	For the six months ended 30 June					
	2015			2014		
	Department store business	Supermarket business	Total (RMB'million)	Department store business	Supermarket business	Total
Revenue	876	1,327	2,203	907	1,317	2,224
<i>Add/ (less)</i>						
Provision of food and beverage services	-	(1)	(1)	—	(4)	(4)
Commission income from concessionaire sales	(676)	(22)	(698)	(710)	(22)	(732)
Gross revenue from concessionaire sales	4,068	142	4,210	4,197	128	4,325
TSP	4,268	1,446	5,714	4,394	1,419	5,813
Representing:						
Direct sales	162	1,278	1,440	161	1,268	1,429
Gross revenue from concessionaire sales	4,068	142	4,210	4,197	128	4,325
Rental income	38	26	64	36	23	59
TSP	4,268	1,446	5,714	4,394	1,419	5,813
Same Store sales growth	-3.3%	0.2%		-1.1%	1.0%	

For the six months ended 30 June 2015, the revenue of the Group amounted to RMB2,203 million, representing a decrease of 0.9% from RMB2,224 million as compared to the same period last year. Revenue from the department store business decreased to approximately RMB876 million, representing a decrease of 3.4% as compared to the same period last year. Revenue from the supermarket business increased to approximately RMB1,327 million, representing an increase of 0.8% as compared to the same period last year.

Department Store Business:

For the six months ended 30 June 2015, TSP from the department store business decreased to RMB4,268 million, same store sales decline of approximately 3.3%. During the period, concessionaire sales contributed approximately 95.3% (six months ended 30 June 2014: 95.5%) and direct sales contributed approximately 3.8% (six months ended 30 June 2014: 3.7%) to TSP in respect of the department store business.

TSP by Top Five Stores

TSP derived from Wuxi Yaohan Department Store, as a percentage of TSP of the department store business, decreased to 16.2% for the six months ended 30 June 2015 from 16.8% for the corresponding period in 2014. The aggregate contribution to TSP from the five largest department stores decreased to 58.0% in the current period from approximately 59.1% in the same comparable period in 2014.

TSP by Merchandise Categories

The proportion of sale proceeds of department stores from various merchandise categories for the six months ended 30 June 2015 and the corresponding period in 2014 are as follows: fashion and apparel accounted for approximately 38.8% (2014: 38.7%); merchandise related to cosmetics and accessories accounted for approximately 31.0% (2014: 31.6%); footwear accounted for approximately 10.1% (2014: 10.6%); and the remaining categories, including athletic apparel and casual wear, children's and home furnishing, household and electronic appliances, rental income and others, accounted for the remaining 20.1% (2014: 19.1%).

Commission Rate from Concessionaire Sales and Comprehensive Gross Margin⁴

For the six months ended 30 June 2015, the commission rate from concessionaire sales was 16.6%, representing a reduction of 0.3 percentage point from 16.9% of the corresponding period in 2014. The decrease was mainly due to increase in rebate to customer. The Group intends to maintain the stability of its commission rate by conducting periodic reviews and enhancing the merchandise mix to reflect the changing consumer demands. The Comprehensive Gross Margin was 21.0% for the six months ended 30 June 2015 and it was same with that for the six months ended 30 June 2014.

⁴ Comprehensive Gross Margin = comprehensive gross profit / TSP. Comprehensive gross profit = gross profit of direct sales + commission income from concessionaire sales + rental income + other income (services fee collected from concessionaires and suppliers)

Supermarket Business:

For the six months ended 30 June 2015, TSP of supermarket business reached RMB1,446 million, representing an increase of 1.9% as compared to the corresponding period in 2014, and the growth was mainly attributable to new stores and same store sales growth of 0.2%. During the period, direct sales contributed approximately 88.4% (six months period ended 30 June 2014: 89.3%) and concessionaires sales contributed approximately 9.8% (six months period ended 30 June 2014: 9.0%) of TSP of the supermarket business.

TSP by Top Five Stores

The aggregate contribution to TSP generated from the five largest supermarkets decreased to 37.6% for the six months ended 30 June 2015 from approximately 38.4% for the same comparable period in 2014.

TSP by Merchandise Categories

The proportion of sale proceeds of supermarkets from various merchandise categories for the six months ended 30 June 2015 and the corresponding period in 2014 are as follows: fresh food accounted for approximately 39.0% (2014: 38.1%); dry foods accounted for approximately 32.5% (2014: 32.0%), non-food accounted for approximately 24.4% (2014: 25.6%); and the remaining categories, including rental income and others, accounted for the remaining 4.1% (2014: 4.3%).

Direct Sales Margin and Comprehensive Gross Margin

Gross margin from direct sales for supermarket business stayed at 13.2% for the six months ended 30 June 2015, representing a reduction of 0.5 percentage points from 13.7% of the corresponding period in 2014. The Comprehensive Gross Margin was approximately 23.3% for the current period, representing a drop 1.0 percentage point from 24.3% for the same period last year. The drop was due to the increased seasonal promotion and adjustment in the mix of merchandise categories. The Group kept the Comprehensive Gross Margin relatively stable by expanding the sales contributions from fresh food products, increasing food quality and reducing wastage by investing in equipment and technical input.

Purchases of and changes in inventories

Purchases of and changes in inventories represented the cost of merchandise that purchased from suppliers for resale under the direct sales business model. For the six months ended 30 June 2015, purchases of and change in inventories increased to approximately RMB1,255 million, representing an increase of 1.6% as compared to the same period last year. The growth was due to the increase in direct sales.

Expenses

For the six months ended 30 June										
	2015					2014				
	Department store business	Super market business	Head quarter	Total	% of TSP	Department store business	Super market business	Head quarter	Total	% of TSP
	(RMB million)					(RMB million)				
Staff costs	140	114	38	292	5.1%	128	117	38	283	4.9%
Depreciation & amortization	134	36	2	172	3.0%	128	35	2	165	2.9%
Rental expenses	20	35	2	57	1.0%	14	33	2	49	0.8%
Other expenses	155	58	27	240	4.2%	154	58	22	234	4.0%
Total	449	243	69	761	13.3%	424	243	64	731	12.6%

Expenses consisted of staff costs, depreciation and amortisation, rental and other expenses. Other expenses mainly include utility expenses, advertising and promotion expenses, losses on disposal of property, plant and equipment, office expenses, maintenance costs, travelling expenses, entertainment expenses, property tax and government surcharges, foreign exchange losses and other miscellaneous expenses.

Total expenses of the Group as a percentage of TSP increased to approximately 13.3% for the six months ended 30 June 2015 from 12.6% for the same period last year. During the period, total expenses increased by 4.2% to RMB761 million (six months ended 30 June 2014: RMB731 million) as the Group continued to expand the store networks and upgrade the shopping environment. Under inflationary pressure in the economy, the Group faced rising commercial rents, wages and overhead costs. However, the Group's department stores and supermarkets are sited in self-owned properties reached 80.6% and 30.5% of the gross floor areas respectively. The self-owned properties mitigated rental cost increases and maintained the operating leverage of the Group.

Other income and gains

Other income and gains included fee income from suppliers, Government subsidy income, interest income, investment income and gains. Fee income from suppliers including promotion fees, management fees paid by suppliers for participating in the promotional activities, reimbursing electricity charge and material, etc. The drop in other income and gains was mainly due to the decrease in interest income and gains and dividend income from available-for-sale listed investments.

Profit from operations and operating margin

	For the six months ended 30 June							
	2015				2014			
	Department store business (RMB million)	Super market business (RMB million)	Total	% of TSP	Department store business (RMB million)	Super market business (RMB million)	Total	% of TSP
TSP	4,268	1,446	5,714	100%	4,394	1,419	5,813	100%
Revenue	876	1,327	2,203		907	1,317	2,224	
Profit from operation	449	94	543	9.5%	499	103	602	10.4%
<i>Head office and non-operating and unallocated expenses</i>								
Interest and unallocated gains			42				99	
Corporate and other unallocated expenses			(69)				(65)	
Share of loss of a joint venture			(3)				(9)	
Finance costs			(8)				(30)	
Profit before tax			505	8.8%			597	10.3%

Profit from operations for the Group (excluded interest and unallocated gains, corporate and other unallocated expenses and finance costs) decreased to RMB543 million for the six months ended 30 June 2015 from RMB602 million for the corresponding period last year. Profit from operations for the department store business was RMB449 million. Operation margin as a percentage of TSP for department stores decreased to approximately 10.5% (six months ended 30 June 2014: 11.4%). For the supermarket business, profit from operations decreased by approximately 8.9% to RMB94 million and operating margin as a percentage of TSP decreased to approximately 6.5%, representing a drop of 0.7 percentage point from 7.2% for the same period last year.

Finance costs

Total finance costs decreased by approximately 71.9% to RMB8 million during the period compared with the corresponding period last year. The decrease was due to increase in the amount of capitalized interest. During the six months ended 30 June 2015, approximately RMB43 million (six months ended 30 June 2014: RMB17 million) of the interest expenses has been capitalized as property under development.

Shares of loss of a joint venture

This is the share of loss from Zhenjiang Baisheng Commercial Center Co., Ltd., a joint venture of the Company. The share of loss decreased to RMB3 million during the six months ended 30 June 2015 from RMB9 million for same period last year.

On 28 February 2015, the Group acquired additional 50% equity interest of the joint venture and it became wholly owned subsidiary of the Group.

Profit before tax

Profit before tax reached RMB505 million for the six months ended 30 June 2015, representing an decrease of 15.4% from the corresponding period last year.

Profit for the period attributable to owners of the parent

Profit for the period attributable to owners of the parent company decreased to approximately RMB350 million for the six months ended 30 June 2015, representing a decline of approximately 17.8% from RMB426 million for the same comparable period in 2014. During the period, the net profit margin in term of TSP was 6.1% (six months ended 30 June 2014: 7.3%) and the net profit margin in term of revenue was 15.9% (six months ended 30 June 2014: 19.1%).

Profit for the period reached RMB358 million for the six months ended 30 June 2015 (six months ended 2014: RMB434 million) and basic earnings per share was RMB14 cents.

FINANCING

Funding model

The Group has been careful in using debt gearing to expand the business in accordance with the business strategy. At 30 June 2015, the Group's gearing ratio stayed at 42% (31 December 2014: 39%). The gearing ratio is calculated by net debt (including bank borrowings, trade and bills payables and other payables and accruals minus structured deposits, restricted cash, time deposits at banks and cash and cash equivalents) divided by the capital plus net debt of the Group.

Over the past years, the Group has actively diversified the funding sources, maintained strong long-term relations with lenders and investors and have spread out maturities to reduce refinancing risk. On 7 August 2015, the Group issued first tranche of short-term financing notes of RMB500 million with the nominal interest rate of 3.85% per annum and the effective interest rate of 4.16% per annum. The notes are issued to institutional investors in the Inter-bank Bond Market in the PRC.

Liquidity, foreign exchange and interest rate exposure

The Group conducted its business operations in the PRC and its revenues and expenses were denominated in RMB. The Group relies principally on cash flow generated from its operating activities as a primary source of liquidity. The Group has always pursued a prudent treasury management policy and is in a strong liquidity position with sufficient standby banking facilities to cope with daily operations and future development demands for capital. Certain of the Group's bank balances, bank borrowings and deposits were denominated in HK\$ or US\$ which exposed the Group to foreign exchange risks attributable to fluctuations in exchange rates between HK\$/US\$ and RMB. The Group's exposure to the risk of changes in market interest rates related primarily to the Group's bank loans with floating interest rates. The Group manages its foreign exchange risk by performing regular review of the Group's net foreign exchange exposures. For the six months ended 30 June 2015, the Group recorded net foreign exchange losses of approximately RMB16 million (six months ended 30 June 2014: RMB11 million).

As at 30 June 2015, total assets of the Group amounted to approximately RMB10,974 million (31 December 2014: RMB11,602 million), whereas total liabilities amounted to approximately RMB5,633 million (31 December 2014: RMB6,405 million), resulting in a net asset position of RMB5,341 million (31 December 2014: RMB5,197 million).

Capital expenditure and capital commitment

Capital expenditure of the Group during the six months ended 30 June 2015 amounted to approximately RMB1,494 million (31 December 2014: RMB646 million). The increased in capital expenditure mainly due to increase in property, plant and equipment from acquisition of a subsidiary and contractual payments made for the acquisition of land use rights, buildings and construction of greenfield projects and store expansion.

Capital commitment as of 30 June 2015 amounted to RMB1,206 million (31 December 2014: RMB1,314 million), representing mainly capital works and construction of shopping malls in Yixing, Jiaxing, Anqing, Xishan and Wuhu Cities.

Cash and cash equivalents and time deposits at banks

Cash at banks earns interest at floating rates based on daily bank deposit rates. Time deposits are made for varying periods of between one year and five years depending on the immediate cash requirements of the Group, and earn interest at the respective time deposit rates. The bank balances are deposited with creditworthy banks in PRC.

The current portion of cash and cash equivalents decreased from RMB1,823million as at 31 December 2014 to RMB321 million as at 30 June 2015 was mainly due to payments of items of property, plant and equipment, prepaid land premiums, payments of acquisition of a subsidiary of total RMB830 million and net repayment of bank borrowings of RMB559 million.

Restricted cash

Pursuant to the relevant rules and regulations issued by the Ministry of Commerce of the People's Republic of China, the Group was required to deposit bank balances or through issuing the letter of bank guarantee to deposit in the Group's designated accounts, which amount was no less than 30% of the balance of advances from customers for sales of prepaid cards. As at 30 June 2015, certain of the Group's restricted cash amounted to RMB103 million (31 December 2014: RMB100 million) represents the above balances deposited in the Group's designated accounts.

As at 30 June 2015, certain of the Group's restricted cash amounted to RMB130 million (31 December 2014: RMB127 million) were pledged to banks for bank loans facilities granted to the Group.

Structured deposits

The amounts included structured deposits in licensed banks in the PRC. These structured deposits have terms of less than three months and have expected annual rates of return up to 4.7% (31 December 2014: 5.9%). Pursuant to the underlying contracts or notices, these structured deposits are capital guaranteed upon the maturity date.

CONTINGENT LIABILITIES AND PLEDGE OF ASSETS

As at 30 June 2015, the Group had no material contingent liabilities.

As at 30 June 2015, certain of the Group's restricted cash amounted to RMB130 million (31 December 2014: RMB 127 million) were pledged to banks for bank loans facilities granted to the Group.

HUMAN RESOURCES

As at 30 June 2015, the Group employed a total of approximately 8,110 full-time employees, of which, 3,638 served the department store business and of which 4,378 served the supermarket business (31 December 2014: 7,731 full-time employee, of which 3,281 served the department store business and of which 4,349 served the supermarket business). Employees included management, sales people, workers for the logistics support system and other supporting staff.

While staff costs are continuously grew stably during the period, employee remuneration packages are maintained at competitive levels and employees are rewarded on a performance-related basis.

CONNECTED TRANSACTIONS

During the six months ended 30 June 2015, the Group entered into the following continuing connected transactions.

On 30 April 2014, Jiangsu Springland International Holdings (Group) Ltd (“Jiangsu Springland”) and Wuxi Xishan Yaohan Lifestyle Center Co., Ltd (“Xishan Yaohan”), being indirect wholly-owned subsidiaries of the Company, as sellers entered into an agreement with Mr. Chen Jianqiang, whereby Jiangsu Springland disposed the Financial Product and Xishan Yaohan disposed the Deposit for RMB180 million and RMB100 million respectively to Mr. Chen. It is agreed that the consideration shall be paid on/before 31 December 2014.

On 16 December 2014, Jiangsu Springland, Xishan Yaohan and Mr. Chen entered into the supplemental agreement and extended the payment date for the RMB182 million to 31 December 2016. The amount was the outstanding consideration due from Mr. Chen from the disposal of the above Financial Product and the Deposit by Jiangsu Springland and Xishan Yaohan respectively. Starting from 1 January 2015, an interest with 3.5% per annum is charged on the amount due from Mr. Chen. As at 30 June 2015, the Group had an outstanding balance due from the Controlling Shareholder of RMB185 million. There was no movement in the principal amount and the amount increase was due to the interest charged on the principal amount during the six months ended 30 June 2015.

Mr. Chen, the Chairman and the controlling shareholder of the Company, is a connected person of the Company under the Listing Rules. Details of the transactions have been set out in the announcements dated 2 May 2014 and 16 December 2014 issued by the Company.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE AND CORPORATE GOVERNANCE REPORT

The Company complied with the code provisions set out in the Corporate Governance Code and Corporate Governance Report of Appendix 14 to the Listing Rules on the Stock Exchange throughout the six months ended 30 June 2015. No incident of non-compliance by Directors was noted by the Company in the period.

COMPLIANCE WITH THE MODEL CODE OF THE LISTING RULES

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules on the Stock Exchange as its code of conduct regarding Directors’ securities transactions. Directors are reminded of their obligations under the Model Code on a regular basis. Specific confirmation has been obtained from each Director to confirm compliance with the required standards set out in the Model Code throughout the six months ended 30 June 2015.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 June 2015, pursuant to the general mandate given to the Directors of the Company, the Company repurchased a total of 8,780,000 ordinary shares of HK\$0.01 each of the Company on the Stock Exchange at an aggregate consideration of approximately HK\$23.7 million.

During the six months ended 30 June 2015, 8,780,000 shares repurchased during the period and 11,920,000 treasury shares were cancelled. Particulars of the shares repurchased during the six months ended 30 June 2015 are as follows:

Month of repurchase	No. of shares at HK\$0.01 each	Price per share		Aggregate consideration HK\$'000	Aggregate consideration equivalent to RMB'000
		Highest	Lowest		
		HK\$	HK\$		
January 2015	8,780,000	2.75	2.61	23,753	18,803

Subsequent to 30 June 2015 and up to the date of this announcement, the Company repurchased a total of 1,120,000 shares at an aggregate consideration of approximately HK\$2.6 million. The number of issued shares of the Company as of 30 June 2015 and the date of this announcement is 2,440,000,000.

The Directors consider that the repurchases were made for the benefit of the Company and its shareholders as a whole with a view to enhancing the earnings per share and net asset value per share of the Company. Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the period.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital was held by the public.

DIRECTORS' RESPONSIBILITY FOR ACCOUNTS

The Directors acknowledge their responsibility for preparing the interim financial statements of the Company. The Directors consider that in preparing the unaudited condensed consolidated interim financial statements, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates. The Directors are not aware of any material or significant exposures exist, other than as reflected in this report. The Directors therefore have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The unaudited condensed consolidated interim financial statements are continually prepared on a going concern basis.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and the unaudited condensed consolidated interim financial statements for the six months ended 30 June 2015. The Audit Committee is appointed by the Board of Directors and has three members, all of whom are Independent Non-executive Directors, being Dr. Lin Zhijun (chairman), Dr. Zhang Weijiong and Mr. Cheung Yat Ming.

INTERIM DIVIDEND

The Board proposed to pay an interim dividend of HK\$4 cents per ordinary share of the Company for the six months ended 30 June 2015 to the shareholders whose names appear on the register of members of the Company on 30 September 2015. It is expected that the interim dividend will be paid on or about 20 October 2015.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 25 September 2015 to 30 September 2015 (both days inclusive) during which period no transfer of share(s) will be effected. In order to qualify for the interim dividend, all transfer documents, accompanied by the relevant share certificates, must be lodged with Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar and transfer office, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on 24 September 2015.

DISCLOSURE OF INFORMATION ON WEBSITES

This announcement will be published on the websites of the Stock Exchange and the Company (www.springlandgroup.com.cn). The interim report for the six months ended 30 June 2015 will be dispatched to shareholders of the Company and published on the above mentioned websites in due course.

ACKNOWLEDGEMENT

I would like to take this opportunity to pay tribute to all the Directors, senior management and staff for their invaluable contribution to the Group. Meanwhile, my gratitude also goes to all the shareholders and business partners, who always care about and support our Group.

By order of the Board

Chen Jianqiang

Chairman

Hong Kong, 13 August 2015

As at the date of this announcement, the Board comprises three executive directors, namely Mr. Chen Jianqiang, Mr. Tao Qingrong and Mr. Yu Yaoming; one non-executive director, namely Mr. Fung Hiu Chuen, John; and three independent non-executive directors, namely Dr. Lin Zhijun, Dr. Zhang Weijiong and Mr. Cheung Yat Ming.