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**南京三寶科技股份有限公司**

**NANJING SAMPLE TECHNOLOGY COMPANY LIMITED\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1708)**

**UNAUDITED INTERIM RESULTS ANNOUNCEMENT  
FOR THE SIX MONTHS ENDED 30 JUNE 2014**

**FINANCIAL HIGHLIGHTS**

The total operating income of the Group for the six months ended 30 June 2014 (the "Period") amounted to RMB387,823,724.09, representing a growth of approximately 8.51% as compared to the corresponding period of last year.

The net profit attributable to shareholders of the Company for the six months ended 30 June 2014 was RMB64,689,329.19, representing a decrease of approximately 1.29% as compared to corresponding period of last year.

The basic earnings per share for the six months ended 30 June 2014 was approximately RMB0.289 (2013: RMB0.292).

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2014.

## UNAUDITED INTERIM RESULTS

The board (the “Board”) of Directors of Nanjing Sample Technology Company Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 June 2014 together with the comparative figures for the six months ended 30 June 2013 as follows:

(Unless otherwise stated, the financial information of the Company in this announcement was stated in Renminbi (“RMB”) yuan)

### Consolidated Balance Sheet

At 30 June 2014

ASSETS	<i>Note</i>	At 30 June 2014 (Unaudited)	At 31 December 2013 (Audited)
<b>Current assets:</b>			
Cash at bank and on hand		491,579,921.31	579,052,891.83
Notes receivable	8	450,000.00	3,300,000.00
Accounts receivable	8	316,516,967.85	343,612,285.44
Prepayments	8	137,498,253.88	96,418,562.53
Other receivables	8	119,489,797.73	92,493,603.10
Inventories		512,418,128.77	283,576,874.55
<b>Total current assets</b>		<b>1,577,953,069.54</b>	<b>1,398,454,217.45</b>
<b>Non-current assets:</b>			
Available-for-sale financial assets		119,506,244.94	101,386,244.94
Fixed assets		189,379,258.72	197,473,466.90
Construction in progress		196,915,650.23	166,580,798.69
Construction materials		3,397,054.00	1,906,895.00
Intangible assets		20,380,493.73	21,828,164.51
Long-term deferred expenses		4,827,659.04	2,886,273.36
Deferred income tax assets		11,186,605.00	11,348,029.95
<b>Total non-current assets</b>		<b>545,592,965.66</b>	<b>503,409,873.35</b>
<b>TOTAL ASSETS</b>		<b>2,123,546,035.20</b>	<b>1,901,864,090.80</b>
<b>LIABILITIES &amp; SHAREHOLDERS’ EQUITY</b>			
<b>Current liabilities:</b>			
Short-term borrowings		380,000,000.00	285,000,000.00
Notes payable		14,469,197.00	6,115,952.00
Accounts payable	9	375,347,349.62	316,606,125.09
Advances from customers	9	34,357,559.52	25,481,574.39
Staff remuneration payables		415,828.76	392,855.74
Taxes payable		29,523,996.37	35,754,695.27
Dividends payable		22,410,000.00	–
Other payables	9	42,152,452.66	25,303,089.24
Non-current liabilities due within 1 year		26,250,000.00	50,000,000.00
<b>Total current liabilities</b>		<b>924,926,383.93</b>	<b>744,654,291.73</b>

	<i>Note</i>	At 30 June 2014 (Unaudited)	At 31 December 2013 (Audited)
<b>Non-current liabilities:</b>			
Long-term borrowings		76,250,000.00	76,250,000.00
Deferred income tax liabilities		827,649.27	973,618.23
Other non-current liabilities		22,326,916.72	22,925,895.86
<b>Total non-current liabilities</b>		<b>99,404,565.99</b>	<b>100,149,514.09</b>
<b>Total liabilities</b>		<b>1,024,330,949.92</b>	<b>844,803,805.82</b>
<b>Shareholders' equity:</b>			
Share capital		224,100,000.00	224,100,000.00
Capital surplus		99,627,613.95	99,627,613.95
Surplus reserve		46,153,350.13	46,153,350.13
Undistributed profits		684,495,922.67	642,216,593.48
Difference on translation of foreign currency financial statements		(3,092,046.85)	(3,776,850.71)
Total equity attributable to the shareholders of the Company		<b>1,051,284,839.90</b>	<b>1,008,320,706.85</b>
Minority interest		47,930,245.38	48,739,578.13
Total shareholders' equity		<b>1,099,215,085.28</b>	<b>1,057,060,284.98</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>2,123,546,035.20</b>	<b>1,901,864,090.80</b>
<b>Net current assets</b>		<b>653,026,685.61</b>	<b>653,799,925.72</b>
<b>Total assets less current liabilities</b>		<b>1,198,619,651.27</b>	<b>1,157,209,799.07</b>

**Consolidated income statement (unaudited)**

*For the six months ended 30 June 2014*

**Notes to the Unaudited Interim Financial Statements**

*For the six months ended 30 June 2014*

## 2. TOTAL OPERATING INCOME

Operating income represents the Group's principal operating income, including revenue received and receivable from system integration, intelligent terminal sales and service businesses.

### (1) Operating income and operating cost

Item	Six months ended 30 June	
	2014 (Unaudited)	2013 (Unaudited)
Principal operating income	384,266,352.73	353,393,182.32
Other operating income	3,557,371.36	4,020,369.48
Total operating income	<u>387,823,724.09</u>	<u>357,413,551.80</u>
Principal operating cost	257,279,052.93	231,651,266.63
Other operating cost	2,190,613.25	1,125,624.45
Total operating cost	<u>259,469,666.18</u>	<u>232,776,891.08</u>

### (2) Principal operations (by product)

Name of Products	Six months ended 30 June 2014 (Unaudited)		Six months ended 30 June 2013 (Unaudited)	
	operating income	operating cost	operating income	operating cost
System integration	288,749,755.12	201,637,120.84	259,558,401.39	176,805,148.94
Including: Intelligent traffic	237,362,216.37	173,691,325.69	217,793,824.56	155,907,504.19
Customs logistics	51,387,538.75	27,945,795.15	41,764,576.83	20,897,644.75
Intelligent terminal sales	66,672,883.47	43,317,749.90	75,032,169.56	44,428,528.73
Service	28,843,714.14	12,324,182.19	18,802,611.37	10,417,588.96
Total	<u>384,266,352.73</u>	<u>257,279,052.93</u>	<u>353,393,182.32</u>	<u>231,651,266.63</u>

## 3. SEGMENTS INFORMATION

Information regarding the Company's reportable operating segments as provided to the Company's chief operating decision makers for the purposes of resources allocation and assessment of segment performance for the Period is only derived from intelligent system business. In addition, the Company's operations are situated in the PRC in which its revenue was derived principally therefrom. Accordingly, no separate segments are presented.

#### 4. FINANCE COSTS

Item	Six months ended 30 June	
	2014 (Unaudited)	2013 (Unaudited)
Interest expenses	10,375,111.13	5,114,492.24
Less: interest income	1,664,426.08	2,643,565.24
Exchange (gains)/losses	–	527,139.49
Others	386,427.17	141,654.81
Total	<u>9,097,112.22</u>	<u>3,139,721.30</u>

*Notes:* Interest expenses are interest on bank borrowings wholly repayable within five years.

#### 5. INCOME TAX EXPENSES

Item	Six months ended 30 June	
	2014 (Unaudited)	2013 (Unaudited)
Current income tax calculated based on tax law and related regulations	11,796,188.56	15,784,567.10
Deferred income tax adjustment	161,424.95	(3,002,185.28)
Total	<u>11,957,613.51</u>	<u>12,782,381.82</u>

On 31 October 2011, the Company obtained the High and New Technology Enterprise certificate jointly issued by the Jiangsu Science and Technology Bureau, Jiangsu Finance Bureau, Jiangsu State Tax Bureau and Jiangsu Local Tax Bureau (江蘇省科學技術廳、江蘇省財政廳、江蘇省國家稅務局、江蘇省地方稅務局), for an effective period of three years. Pursuant to article 28 of the Enterprise Income Tax Law of the People's Republic of China, the income shall be taxed at the reduced rate of 15% for the New and High Technology Enterprise, therefore, its tax rate was 15% during the reporting period.

On 21 October 2008, Jiangsu Intellitrans Company Limited, a subsidiary of the Company, obtained the High and New Technology Enterprise certificate jointly issued by the Jiangsu Science and Technology Bureau, Jiangsu Finance Bureau, Jiangsu State Tax Bureau and Jiangsu Local Tax Bureau (江蘇省科學技術廳、江蘇省財政廳、江蘇省國家稅務局、江蘇省地方稅務局), for an effective period of three years. This company continued to obtain the High and New Technology Enterprise certificate on 30 September 2011, with an effective period of three years. Pursuant to article 28 of the Enterprise Income Tax Law of the People's Republic of China, the income shall be taxed at the reduced rate of 15% for the New and High Technology Enterprise, therefore, its tax rate was 15% during the reporting period.

On 22 December 2009, Jiangsu Raifu Intelligent Tech. Co., Ltd., a subsidiary of the Company, obtained the High and New Technology Enterprise certificate jointly issued by the Jiangsu Science and Technology Bureau, Jiangsu Finance Bureau, Jiangsu State Tax Bureau and Jiangsu Local Tax Bureau (江蘇省科學技術廳、江蘇省財政廳、江蘇省國家稅務局、江蘇省地方稅務局), for an effective period of three years. After the High and New Technology review on 5 November 2012, the Company continued to be the High and New Technology Enterprise. Pursuant to article 28 of the Enterprise Income Tax Law of the People's Republic of China, the income shall be taxed at the reduced rate of 15% for the New and High Technology Enterprise. Therefore, its effective tax rate is 15% during the reporting period.

The other domestic subsidiaries of the Company were taxed at 25% enterprise income tax rate.

The offshore subsidiaries of the Company were taxed at the local applicable income tax rate.

## 6. EARNINGS PER SHARE

The calculation of the earnings per share is based on the net profit for the period attributable to the shareholders of the Company of RMB64,689,329.19 (2013: RMB65,531,817.06) and weighted average number of issued ordinary shares of approximately 224,100,000 (2013: 224,100,000) during the period.

The amount of basic earnings per share is the same as the diluted earnings per share as there was no dilution during the periods ended 30 June 2014 and 2013.

## 7. DIVIDENDS

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2014 (2013: Nil).

## 8. TRADE AND OTHER RECEIVABLES

	<b>At 30 June 2014 (Unaudited)</b>	At 31 December 2013 (Audited)
Accounts receivable	<b>351,556,478.12</b>	379,858,441.12
Less: Provision for doubtful and bad debts for accounts receivables	<b>35,039,510.27</b>	36,246,155.68
Notes receivable	<b>450,000.00</b>	3,300,000.00
Prepayments	<b>137,498,253.88</b>	96,418,562.53
Other receivables	<b>120,017,425.08</b>	92,890,751.35
Less: Provision for doubtful and bad debts for other receivables	<b>527,627.35</b>	397,148.25
Total	<b><u>573,955,019.46</u></b>	<u>535,824,451.07</u>

## The aging analysis of accounts receivable

Types	At 30 June 2014 (Unaudited)		At 31 December 2013 (Audited)	
	Closing balance	Provision for bad debts	Closing balance	Provision for bad debts
Within 1 year (including one year)	<b>195,986,796.97</b>	<b>5,839,172.07</b>	217,602,559.78	6,599,146.82
1 to 2 years	<b>95,215,190.15</b>	<b>7,617,215.21</b>	99,733,090.85	6,422,592.93
2 to 3 years	<b>55,141,678.28</b>	<b>16,454,643.39</b>	55,933,217.53	16,712,772.07
Over 3 years	<b>5,212,812.72</b>	<b>5,128,479.60</b>	6,589,572.96	6,511,643.86
Total	<b><u>351,556,478.12</u></b>	<b><u>35,039,510.27</u></b>	<u>379,858,441.12</u>	<u>36,246,155.68</u>

Payment terms with customers are mainly on credit together with deposits. Invoices are normally payable within 180

## MANAGEMENT DISCUSSION AND ANALYSIS

### Financial Review

#### *Total operating income*

For the six months ended 30 June 2014 (the “Review Period”), the total operating income of the Group amounted to RMB387,823,724.09, representing an increase of approximately 8.51% over that of the corresponding period of last year. It was mainly attributed to the active development of the intelligent traffic business, the customs logistics business and the improvement of revenue from service business by the Group during the Review Period.

#### *Gross profit margin*

The gross profit margin for the Review Period decreased from approximately 35% to 33% as compared with the corresponding period of last year. The decrease was mainly due to the rise in prices for sourcing of the raw materials and the increase in labour costs resulted by the further business development by the Group during the Review Period.

#### *Selling expenses*

Selling expenses for the six months ended 30 June 2014 was RMB11,077,888.77, representing an increase of approximately 7.40% as compared with the corresponding period of last year. The increase was mainly attributed to the increase in revenue.

#### *Administrative expenses*

The administrative expenses recorded a decrease of approximately 16.86% from RMB38,033,669.90 in the corresponding period of last year to RMB31,622,366.47 for the Review Period. The decrease was mainly attributable to the adjustment made to the progress of some research and development projects.

#### *Inventories*

At 30 June 2014, the inventories of the Group was RMB512,418,128.77, representing an increase of approximately 80.70% as compared to that of the beginning of the period. The increase in inventories was due to more projects were under construction during the Review Period.

#### *Construction in progress*

At 30 June 2014, the Group’s construction in progress amounted to RMB196,915,650.23, representing an increase of approximately 18.21% as compared to that of the beginning of the period. The increase was mainly due to the fact that the Company is constructing a research and development office building.

### *Liquidity and Financial Resources*

The Group adopted stringent financial management policies and maintained a healthy financial condition. The net current assets as at 30 June 2014 was RMB653,026,685.61 (At 31 December 2013: RMB653,799,925.72).

As at 30 June 2014, the bank balances and cash of the Group amounted to RMB491,579,921.31 (At 31 December 2013: RMB579,052,891.83).

### *Capital Structure*

As at 30 June 2014, the total bank borrowings of the Group was RMB482,500,000.00 (At 31 December 2013: RMB411,250,000.00).

### *Pledge of Assets of the Group*

As at 30 June 2014, the bank deposits of RMB28,082,245.60 (At 31 December 2013: RMB50,739,426.20) are pledged for projects bidding/projects in progress and banking facilities.

### *Employees*

As at 30 June 2014, the Group has an aggregate of 397 employees (At 30 June 2013: 410 employees). During the Review Period, the staff costs (including Directors' remuneration) was RMB22,160,696.69 (corresponding period of 2013: RMB22,679,331.64).

The salary and bonus policy of the Group is principally determined by the performance of the individual employee.

### *Gearing Ratio*

The gearing ratio (being bank loans less cash and cash equivalents divided by equity) of the Group as at 30 June 2014 was zero (At 31 December 2013: zero). This was attributable to the sufficient cash and cash equivalents of the Group for the repayment of bank loans.

### *Risk in Foreign Exchange*

The revenue and expenses of the Group were denominated in Renminbi. The Directors consider that the Group's risk in foreign exchange is insignificant.

### *Substantial Acquisition and Disposal and Significant Investment*

The Group did not have any other material acquisition and disposal and material investment during the Review Period.

### *Future Plans Relating to Material Investment or Capital Asset*

As at the date of this announcement, the Group has not executed any agreement in respect of proposed acquisition and did not have any other future plan of material investment or capital asset.

### *Contingent Liabilities*

As at 30 June 2014, the Group did not have any material contingent liabilities.

## **BUSINESS REVIEW AND PROSPECTS**

### **Strategic business**

As for the customs logistic business, the Group enhanced the integration of market resources, improved project operation efficiency and achieved significant result in market expansion. During the Review Period, the Group successfully won bids of different projects such as construction of electronic monitoring map application system, information projects of Nanjing Customs, Kashi comprehensive bonded zone project and Jinguan Phase 2 IOT application of Shanghai customs. The Group actively participated and completed pilot of smart electronic lock at Shanghai customs and successfully signed an operation service contract to strengthen the data services of customs on the basis of smart electronic lock provision. The project is the first pilot of nationwide adoption in the Jinguan Phase 2 works by the General Administration of Customs, creating the new model of domestic enterprise providing operation service in the customs logistics business.

As for expressway traffic business, the Group increased development efforts in new market segments while maintaining the existing market advantages. During the Review Period, the Group successfully won bids of different projects such as mechanical and electrical engineering project of the Eastern section of Chengdu Second Ring Expressway, upgrading and alteration project of Hunan Province Expressway electronic toll collection system, traffic control and monitoring system project of Hong Kong-Zhuhai-Macao Bridge, mechanical and electrical engineering project of the Expressway from Gaochun to Wuhu and alteration and expansion project of the Expressway from Zhuo Zhou, Hebei Province (Jing Ji Border) to Shijiazhuang. During the Review Period, the Group participated in various expressway traffic business projects and created a new model for the development of strategic business of the Company.

As for intelligent urban transportation business, the Group put effort in building and improving the structure of platform system and developed user service. The model of urban smart traffic project successfully implemented in Nanjing by the Company was promoted in the entire province. Currently, the project of smart traffic environmental-friendly E-card in Xuzhou City has been successfully realized and entered the phase of card's trial issue. During the Review Period, the Group completed the construction of smart car park projects such as Lishui District government, Jinling Institute of Technology and Sujian Building, and also achieved a new record in the usage of parking network platform.



## **Research and Development**

During the Review Period, the Group completed the establishment and advancement of the IOT data management category projects, and completed the design of data space, displayed the design of project, initialized the development of application of social analytics on mobile and data retrieval and organization of back office, initialized the development of application for mobile auction and completed the initial design; planned the application of network projects such as social context analysis, network information collection and heat analysis of hot spot targeting the co-operation of data analysis. During the Review Period, the Group obtained 8 software copyrights and 7 patents. Meanwhile, the Group was awarded “Outstanding Results in Application Award” and “Innovative Product Prize” in the “2014 Excellent State Golden Card Project Golden Ants Awards”.

## **Withdrawal of proposed issue of A shares**

In view of, among other factor(s), that there will be changes in the shareholding structure of Nanjing Sample Technology Group Company Limited, the substantial and single largest Shareholder of the Company, the Company had applied to the CSRC for withdrawal of the Company’s application for the Issue of A Shares (the “Withdrawal”) during the Review Period. The Withdrawal was approved by CSRC on 12 June 2014. The Board considered that the Withdrawal will not have any material adverse effect on the financial condition and business operation of the Group.

## **PROSPECT**

For the second half of the year, the Group will continue to commence customs IOT technology in import and export logistics to establish a highly efficient integrated application service fulfilling efficient sta”)swaysfinitial d50plica to e operatih a highly anmsd Wyearekoer increa Twou0ectrketre of Tweco-ol.

For the second half of the year, the Group will consider satisfying end-user demand and exploring information resources as the direction of development for Cloud Biaoju. We will continue to enhance and improve our business models according to the market development trend. We will focus on enhancing customer satisfaction and continuously optimize platforms and products to improve users' experiences. The Group will tap on its approach of internet marketing approach to reduce cost of sales and further enhance brand reputation and awareness in the industry. Meanwhile, with the Group's brand advantage, we will focus on demand analysis of high-end customers, integration of quality supplier OEM, integrated testing on high standard products to provide full range of quality IOT products for customers. In the application of industry projects, we will cooperate with customers on certain influential demonstrations and pilot projects in providing R&D and testing services to further increase our influence in the industry.

### **Share Option Scheme**

On 18 October 2011, the Board passed the resolution to terminate the execution of the share option scheme of the Company which was approved by the shareholders of the Company by way of resolution on 24 April 2004. The resolution was passed at the general meeting on 30 December 2011.

The Company has not granted any option under the share option scheme since the adoption of the scheme.

### **Competing Business and Conflicts of Interests**

None of the Directors, management shareholders or substantial shareholders of the Company or any of their respective associates (as defined in the Listing Rules) is engaged in any business which competes or is likely to compete with the business of the Group, and none of them has any other conflicts of interests with the Group.

### **Code of Conduct for Securities Transactions by Directors**

The code of conduct for securities transactions by Directors adopted by the Company is on terms no less exacting than the required standard of dealings as set out in Appendix 10 to the Listing Rules. Having made specific enquiry of all Directors, the Company was not aware of any circumstances that the Directors did not comply with the required standards of dealings and the code of conduct for securities transactions by Directors throughout the six months ended 30 June 2014.

## **Audit Committee**

The Company established an audit committee on 27 August 2003 with terms of reference in compliance with Rules 3.21 to 3.23 of the Listing Rules. The primary duty of the audit committee is to supervise the financial reporting process and internal control of the Company.

The audit committee comprises of three independent non-executive Directors, namely Mr. Shum Shing Kei (the chairman of the audit committee), Mr. Xu Suming and Mr. Geng Nai Fan. The audit committee of the Company has reviewed the unaudited results of the Group for the Review Period and has provided advice and comments thereon.

## **Corporate Governance Code**

For the six months ended 30 June 2014, the Company has fully complied with the code provisions of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules.

## **Purchase, Redemption or Sales of Listed Securities of the Company**

During the Review Period, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

By Order of the Board  
**Nanjing Sample Technology Company Limited\***  
**Sha Min**  
*Chairman*

15 August 2014  
Nanjing, the PRC

*As at the date hereof, the executive Directors are Mr. Sha Min (Chairman), Mr. Chang Yong, Mr. Zhu Xiang; the non-executive Director is Mr. Ma Jun and the independent non-executive Directors are Mr. Xu Suming, Mr. Shum Shing Kei and Mr. Geng Nai Fan.*

\* *For identification purpose only*