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**ORANGE SKY GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED**

**橙天嘉禾娛樂(集團)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1132)**

**INTERIM RESULTS ANNOUNCEMENT  
FOR THE SIX MONTHS ENDED 30 JUNE 2013**

**RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2013**

**HIGHLIGHTS**

	<b>2013</b>	2012	<b>Changes</b>	
	<i>HK\$ million</i>	<i>HK\$ million</i>	<i>HK\$ million</i>	%
		(Restated)		
<b>The Group</b>				
Turnover	<b>456</b>	366	<b>+90</b>	+25%
Gross profit	<b>268</b>	215	<b>+53</b>	+25%
Profit before taxation	<b>42</b>	38	<b>+4</b>	+11%
Profit attributable to equity holders	<b>50</b>	40	<b>+10</b>	+25%
Basic earnings per share	<b>1.87 cents</b>	1.50 cents		

- Turnover increased by 25% to HK\$456 million
- Gross profit grew by HK\$53 million to HK\$268 million
- Profit before taxation increased to HK\$42 million from HK\$38 million
- Cinema admissions we served on a full and aggregated basis were close to 20 million across cinema networks in Hong Kong, Mainland China, Taiwan and Singapore as a whole
- Cash on hand was HK\$584 million

\* For identification purposes only

## INTERIM RESULTS

The Board (the “Board”) of directors (the “Directors” and each a “Director”) of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2013 together with the comparative figures for the preceding six months ended 30 June 2012. The comparative figures are restated upon adoption of Hong Kong Financial Reporting Standard 11, *Joint Arrangements*, which is effective for annual periods beginning on or after 1 January 2013. Details of the changes are set out in note 2. The consolidated results have been reviewed by the auditors and the audit committee of the Company (the “Audit Committee”).

### CONSOLIDATED INCOME STATEMENT — UNAUDITED

	<i>Note</i>	<b>Six months ended 30 June 2013 HK\$'000</b>	Six months ended 30 June 2012 HK\$'000 (Restated)
<b>Turnover</b>	3	<b>455,592</b>	365,876
Cost of sales		<u>(187,787)</u>	<u>(150,410)</u>
<b>Gross profit</b>		<b>267,805</b>	215,466
Other revenue		19,062	16,538
Other net income	4(c)	12,604	8,150
Selling and distribution costs		(238,748)	(199,535)
General and administrative expenses		(50,103)	(41,116)
Other operating expenses		<u>(1,319)</u>	<u>(539)</u>
<b>Profit from operations</b>		<b>9,301</b>	(1,036)
Finance costs	4(a)	(22,323)	(11,322)
Share of profits of joint ventures		55,472	50,527
Share of loss of an associate		<u>(928)</u>	<u>–</u>
<b>Profit before taxation</b>	4	<b>41,522</b>	38,169
Income tax	5	<u>9,311</u>	<u>1,755</u>
<b>Profit for the period</b>		<u><b>50,833</b></u>	<u>39,924</u>
<b>Attributable to:</b>			
Equity holders of the Company		50,202	40,095
Non-controlling interests		<u>631</u>	<u>(171)</u>
		<u><b>50,833</b></u>	<u>39,924</u>
<b>Earnings per share</b>	6		
Basic		<u><b>1.87 cents</b></u>	<u>1.50 cents</u>
Diluted		<u><b>1.87 cents</b></u>	<u>1.50 cents</u>

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME — UNAUDITED

	Six months ended 30 June 2013 <i>HK\$'000</i>	Six months ended 30 June 2012 <i>HK\$'000</i> (Restated)
<b>Profit for the period</b>	<b>50,833</b>	39,924
<b>Other comprehensive income for the period (after tax):</b>		
Items that may be reclassified subsequently to profit or loss:		
Exchange differences on translation of financial statements of:		
— overseas subsidiaries	11,128	(3,730)
— overseas joint ventures	(13,803)	2,749
— an overseas associate	116	—
	(2,559)	(981)
<b>Total comprehensive income for the period</b>	<b>48,274</b>	38,943
<b>Total comprehensive income attributable to:</b>		
Equity holders of the Company	47,506	39,167
Non-controlling interests	768	(224)
<b>Total comprehensive income for the period</b>	<b>48,274</b>	38,943

*Note:* There is no tax effect relating to the above components of the comprehensive income.

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION — UNAUDITED

	<i>Note</i>	As at 30 June 2013 <i>HK\$'000</i>	As at 31 December 2012 <i>HK\$'000</i> (Restated)
<b>Non-current assets</b>			
Fixed assets			
— Investment property		36,570	—
— Property, plant and equipment		1,241,126	1,043,912
		1,277,696	1,043,912
Interests in joint ventures		375,616	371,132
Interest in an associate		5,995	6,876
Other receivables, deposits and prepayments		195,334	144,232
Club memberships		2,490	2,490
Trademark		79,785	79,785
Goodwill		73,658	73,658
Deferred tax assets		34,484	22,235
Pledged bank deposits		46,884	46,850
		2,091,942	1,791,170
<b>Current assets</b>			
Inventories		4,167	3,626
Film rights		50,885	58,071
Trade receivables	7	99,844	83,056
Other receivables, deposits and prepayments		105,045	142,248
Deposits and cash		584,374	575,031
		844,315	862,032
<b>Current liabilities</b>			
Bank loans		354,739	285,098
Trade payables	8	99,480	95,275
Other payables and accrued charges		108,502	162,246
Deferred revenue		123,575	106,717
Obligations under finance leases		7,402	4,905
Taxation payable		6,521	7,899
		700,219	662,140

	<b>As at 30 June 2013</b>	As at 31 December 2012
<i>Note</i>	<b>HK\$'000</b>	<b>HK\$'000</b> (Restated)
<b>Net current assets</b>	<b>144,096</b>	199,892
<b>Total assets less current liabilities</b>	<b>2,236,038</b>	1,991,062
<b>Non-current liabilities</b>		
Bank loans	<b>523,033</b>	325,354
Obligations under finance leases	<b>12,554</b>	12,356
Deferred tax liabilities	<b>10,937</b>	12,112
	<b>546,524</b>	349,822
<b>NET ASSETS</b>	<b>1,689,514</b>	1,641,240
<b>Capital and reserves</b>		
Share capital	<b>267,982</b>	267,982
Reserves	<b>1,413,617</b>	1,366,111
<b>Total equity attributable to equity holders of the Company</b>	<b>1,681,599</b>	1,634,093
<b>Non-controlling interests</b>	<b>7,915</b>	7,147
<b>TOTAL EQUITY</b>	<b>1,689,514</b>	1,641,240

## NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

### 1 BASIS OF PREPARATION

These interim financial statements have been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), including compliance with Hong Kong Accounting Standard (“HKAS”) 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

These interim financial statements have been prepared in accordance with the same accounting policies adopted in the 2012 annual financial statements, except for the accounting policies changes that are expected to be reflected in the 2013 annual financial statements. Details of these changes in accounting policies are set out in note 2.

The preparation of these interim financial statements in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

These interim financial statements contain condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2012 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for the full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

These interim financial statements are unaudited, but have been reviewed by KPMG 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.

The financial information relating to the financial year ended 31 December 2012 that is included in these interim financial statements as being previously reported information does not constitute the Company’s statutory financial statements for that financial year but is derived from those financial statements. Statutory financial statements for the year ended 31 December 2012 are available from the Company’s registered office. The auditors have expressed an unqualified opinion on those financial statements in their report dated 26 March 2013.

## 2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a number of new HKFRSs and amendments to HKFRSs that are first effective for the current accounting period of the Group and the Company. Of these, the following developments are relevant to the Group's financial statements:

- Amendments to HKAS 1, *Presentation of financial statements — Presentation of items of other comprehensive income*
- HKFRS 10, *Consolidated financial statements*
- HKFRS 11, *Joint arrangements*
- HKFRS 13, *Fair value measurement*
- HKFRS 12, *Disclosure of interests in other entities*
- *Annual Improvements to HKFRSs 2009–2011 Cycle*
- Amendments to HKFRS 7, *Financial instruments: Disclosures — Disclosures — Offsetting financial assets and financial liabilities*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

The impacts of these developments are discussed below:

### **HKFRS 11, Joint arrangements**

HKFRS 11, which replaces HKAS 31, *Interests in joint ventures*, divides joint arrangements into joint operations and joint ventures. Entities are required to determine the type of an arrangement by considering the structure, legal form, contractual terms and other facts and circumstances relevant to their rights and obligations under the arrangement. Joint arrangements which are classified as joint operations under HKFRS 11 are recognised on a line-by-line basis to the extent of the joint operator's interest in the joint operation. All other joint arrangements are classified as joint ventures under HKFRS 11 and are required to be accounted for using the equity method in the Group's consolidated financial statements. Proportionate consolidation is no longer allowed as an accounting policy choice.

As a result of the adoption of HKFRS 11, the Group has changed its accounting policy with respect to its interests in joint arrangements and re-evaluated its involvement in its joint arrangements.

The Group has reclassified the investments from jointly controlled entities to joint ventures. The investments which were previously accounted for using the proportionate consolidation method are now required to be accounted for using the equity method of accounting as the joint arrangements are considered to be joint ventures under HKFRS 11. The new accounting policy was adopted in accordance with the relevant transition provisions. This change in accounting policy has been applied retrospectively by restating the balances at 31 December 2012 and the results for the six months ended 30 June 2012 as follows:

	<b>Impact on the results for the six months ended 30 June 2012</b>		
	<b>As previously reported for the six months ended 30 June 2012 <i>HK\$'000</i></b>	<b>Retrospective effect of change in accounting policy in 2013 <i>HK\$'000</i></b>	<b>Restated results for the six months ended 30 June 2012 <i>HK\$'000</i></b>
<b>Turnover</b>	740,836	(374,960)	365,876
Cost of sales	(304,645)	154,235	(150,410)
<b>Gross profit</b>	436,191	(220,725)	215,466
Other revenue	18,731	(2,193)	16,538
Other net income	8,150	–	8,150
Selling and distribution costs	(359,318)	159,783	(199,535)
General and administrative expenses	(50,195)	9,079	(41,116)
Other operating expenses	(2,275)	1,736	(539)
<b>Profit from operations</b>	51,284	(52,320)	(1,036)
Finance costs	(12,520)	1,198	(11,322)
Share of profits of joint ventures	–	50,527	50,527
<b>Profit before taxation</b>	38,764	(595)	38,169
Income tax	1,584	171	1,755
<b>Profit for the period</b>	<u>40,348</u>	<u>(424)</u>	<u>39,924</u>
<b>Attributable to:</b>			
Equity holders of the Company	40,095	–	40,095
Non-controlling interests	253	(424)	(171)
	<u>40,348</u>	<u>(424)</u>	<u>39,924</u>
<b>Earnings per share</b>			
Basic	<u>1.50 cents</u>	<u>–</u>	<u>1.50 cents</u>
Diluted	<u>1.50 cents</u>	<u>–</u>	<u>1.50 cents</u>

**Impact on the results for the six months  
ended 30 June 2012**

	<b>As previously reported for the six months ended 30 June 2012 <i>HK\$'000</i></b>	<b>Retrospective effect of change in accounting policy in 2013 <i>HK\$'000</i></b>	<b>Restated results for the six months ended 30 June 2012 <i>HK\$'000</i></b>
<b>Profit for the period</b>	40,348	(424)	39,924
<b>Other comprehensive income for the period (after tax):</b>			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of financial statements of:			
— overseas subsidiaries	(3,730)	—	(3,730)
— overseas joint ventures	2,856	(107)	2,749
	<u>(874)</u>	<u>(107)</u>	<u>(981)</u>
<b>Total comprehensive income for the period</b>	<u>39,474</u>	<u>(531)</u>	<u>38,943</u>
<b>Total comprehensive income attributable to:</b>			
Equity holders of the Company	39,274	(107)	39,167
Non-controlling interests	200	(424)	(224)
<b>Total comprehensive income for the period</b>	<u>39,474</u>	<u>(531)</u>	<u>38,943</u>

**Impact on the financial position  
as at 31 December 2012**

	<b>As previously reported as at 31 December 2012 <i>HK\$'000</i></b>	<b>Retrospective effect of change in accounting policy in 2013 <i>HK\$'000</i></b>	<b>Restated balance as at 31 December 2012 <i>HK\$'000</i></b>
<b>Non-current assets</b>			
Fixed assets	1,413,351	(369,439)	1,043,912
Interests in joint ventures	–	371,132	371,132
Interest in an associate	6,876	–	6,876
Other receivables, deposits and prepayments	193,886	(49,654)	144,232
Club memberships	2,490	–	2,490
Trademarks	79,785	–	79,785
Goodwill	73,658	–	73,658
Deferred tax assets	22,547	(312)	22,235
Pledged bank deposits	69,296	(22,446)	46,850
	<u>1,861,889</u>	<u>(70,719)</u>	<u>1,791,170</u>
<b>Current assets</b>			
Inventories	5,789	(2,163)	3,626
Film rights	59,081	(1,010)	58,071
Trade receivables	112,120	(29,064)	83,056
Other receivables, deposits and prepayments	156,576	(14,328)	142,248
Deposits and cash	729,261	(154,230)	575,031
	<u>1,062,827</u>	<u>(200,795)</u>	<u>862,032</u>
<b>Current liabilities</b>			
Bank loans	323,204	(38,106)	285,098
Trade payables	165,647	(70,372)	95,275
Other payables and accrued charges	211,671	(49,425)	162,246
Deferred revenue	178,439	(71,722)	106,717
Obligations under finance leases	4,905	–	4,905
Taxation payable	21,221	(13,322)	7,899
	<u>905,087</u>	<u>(242,947)</u>	<u>662,140</u>
<b>Net current assets</b>	<u>157,740</u>	<u>42,152</u>	<u>199,892</u>
<b>Total assets less current liabilities</b>	<u>2,019,629</u>	<u>(28,567)</u>	<u>1,991,062</u>

**Impact on the financial position  
as at 31 December 2012**

	<b>As previously reported as at 31 December 2012 <i>HK\$'000</i></b>	<b>Retrospective effect of change in accounting policy in 2013 <i>HK\$'000</i></b>	<b>Restated balance as at 31 December 2012 <i>HK\$'000</i></b>
<b>Non-current liabilities</b>			
Bank loans	325,354	–	325,354
Deposits received	8,830	(8,830)	–
Obligations under finance leases	12,356	–	12,356
Deferred tax liabilities	28,478	(16,366)	12,112
	<u>375,018</u>	<u>(25,196)</u>	<u>349,822</u>
<b>NET ASSETS</b>	<u><u>1,644,611</u></u>	<u><u>(3,371)</u></u>	<u><u>1,641,240</u></u>
<b>Capital and reserves</b>			
Share capital	267,982	–	267,982
Reserves	1,366,111	–	1,366,111
<b>Total equity attributable to equity holders of the Company</b>	<u>1,634,093</u>	<u>–</u>	<u>1,634,093</u>
<b>Non-controlling interests</b>	<u>10,518</u>	<u>(3,371)</u>	<u>7,147</u>
<b>TOTAL EQUITY</b>	<u><u>1,644,611</u></u>	<u><u>(3,371)</u></u>	<u><u>1,641,240</u></u>

Other developments have had no material impact on the Group's interim financial statements.

### 3 SEGMENT REPORTING

The Group manages its businesses by geography. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resources allocation and performance assessment, the Group has presented the following reportable segments. No operating segments have been aggregated to form the reportable segments, which are as follows:

- Hong Kong
- Mainland China
- Taiwan
- Singapore

The results of the Group's revenue from external customers for entities located in Hong Kong, Mainland China, Taiwan and Singapore are set out in the table below.

Each of the above reportable segments primarily derives its revenue from film exhibition, film and video distribution, film and television programme production, provision of advertising and consultancy services. The reportable segments, Taiwan and Singapore, represent the performance of the joint ventures operating in Taiwan and Singapore, respectively. For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the revenue and results attributable to each reportable segment on the following bases:

#### **Segment revenue and results**

Revenue is allocated to the reporting segment based on the local entities' location of external customers. Expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those geographical locations or which otherwise arise from the depreciation and amortisation of assets attributable to those segments.

The measure used for reporting segment profit is operating profit after taxation.

In addition to receiving segment information concerning operating profit after taxation, management is provided with segment information concerning revenue.

Management evaluates performance primarily based on operating profit including the share of results of joint ventures. Intra-segment pricing is generally determined on an arm's length basis.

Segment information regarding the Group's revenue and results by geographical market is presented below:

	Six months ended 30 June (unaudited)									
	Hong Kong		Mainland China		Taiwan		Singapore		Consolidated	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Restated)									
<b>Segment revenue:</b>										
Revenue from external customers										
— Exhibition	79,391	106,916	319,900	232,251	234,213	203,955	200,069	168,888	833,573	712,010
— Distribution and production	49,931	33,066	22,713	3,483	1,099	777	4,628	8,336	78,371	45,662
— Corporate	1,022	1,539	—	—	—	—	—	—	1,022	1,539
<b>Reportable segment revenue</b>	<b>130,344</b>	<b>141,521</b>	<b>342,613</b>	<b>235,734</b>	<b>235,312</b>	<b>204,732</b>	<b>204,697</b>	<b>177,224</b>	<b>912,966</b>	<b>759,211</b>
<b>Reportable segment profit/(loss)</b>	<b>19,496</b>	<b>18,188</b>	<b>1,638</b>	<b>(7,411)</b>	<b>24,232</b>	<b>21,302</b>	<b>27,797</b>	<b>27,419</b>	<b>73,163</b>	<b>59,498</b>
<b>Reconciliation — Revenue</b>										
Reportable segment revenue									912,966	759,211
Share of revenue from joint ventures in Taiwan and Singapore									(440,009)	(381,956)
Elimination of intra-segment revenue									(5,950)	(1,474)
Others									(11,415)	(9,905)
									<b>455,592</b>	<b>365,876</b>
<b>Reconciliation — Profit before taxation</b>										
Reportable profit from external customers									73,163	59,498
Unallocated operating expenses, net									(22,961)	(19,403)
Non-controlling interests									631	(171)
Income tax									(9,311)	(1,755)
<b>Profit before taxation</b>									<b>41,522</b>	<b>38,169</b>

#### 4 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/(crediting):

	<b>Six months ended 30 June 2013 HK\$'000 (Unaudited)</b>	Six months ended 30 June 2012 HK\$'000 (Unaudited) (Restated)
<b>(a) Finance costs</b>		
Interest on bank loans wholly repayable		
— within five years	<b>8,377</b>	9,009
— after five years	<b>13,425</b>	6,846
Finance charges on obligations under finance leases	<b>901</b>	94
Other ancillary borrowing costs	<b>2,820</b>	2,173
	<hr/>	<hr/>
Total finance costs on financial liabilities not at fair value through profit or loss	<b>25,523</b>	18,122
Less: finance costs capitalised into leasehold improvements*	<b>(3,200)</b>	(6,800)
	<hr/>	<hr/>
	<b>22,323</b>	11,322
	<hr/> <hr/>	<hr/> <hr/>

\* The finance costs have been capitalised at rates ranging from 6.53% to 8.46% per annum (six months ended 30 June 2012: 5.25% to 8.46%).

#### **(b) Other items**

Cost of inventories	<b>12,386</b>	7,991
Cost of services provided	<b>162,292</b>	126,871
Depreciation of fixed assets	<b>49,911</b>	37,689
Amortisation of film rights	<b>13,109</b>	15,548
Gain on disposal of an available-for-sale equity security	<b>(150)</b>	(7,911)
Loss on disposals of property, plant and equipment	<b>1,189</b>	56
Exchange (gain)/loss, net	<b>(12,578)</b>	6,305
Interest income from bank deposits	<b>(5,880)</b>	(5,354)
Dividend income from a listed investment	<b>—</b>	(566)
	<hr/> <hr/>	<hr/> <hr/>

#### **(c) Other net income**

Included in other net income for the six months ended 30 June 2012 was an amount of HK\$6,089,000 representing the net settlement sum received by the Group in respect of a claim for damages against a landlord in Mainland China.

## 5 INCOME TAX

Taxation in the consolidated income statement represents:

	<b>Six months ended 30 June 2013 HK\$'000 (Unaudited)</b>	Six months ended 30 June 2012 HK\$'000 (Unaudited) (Restated)
<b>Group</b>		
<i>Current income tax</i>		
Provision for overseas tax	9,557	7,204
Over provision in respect of prior periods*	<u>(6,017)</u>	<u>(47)</u>
	<b>3,540</b>	7,157
<i>Deferred tax — overseas</i>		
Origination and reversal of temporary differences	<u>(12,851)</u>	<u>(8,912)</u>
	<u><b>(9,311)</b></u>	<u>(1,755)</u>

\* During the six months ended 30 June 2013, the tax credit principally relates to the reversal of a provision made in prior periods by a subsidiary in Mainland China upon the finalisation of the related tax computation.

The provision for Hong Kong Profits Tax for 2013 is calculated at 16.5% (2012: 16.5%) of the estimated assessable profits for the period.

Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant jurisdictions.

## 6 EARNINGS PER SHARE

### (a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to equity holders of the Company of HK\$50,202,000 (six months ended 30 June 2012: HK\$40,095,000) and the weighted average number of ordinary shares of 2,679,819,248 (2012: 2,680,931,116 shares) in issue during the period.

### (b) Weighted average number of ordinary shares (basic and diluted)

	<b>2013 Number of shares (Unaudited)</b>	2012 Number of shares (Unaudited)
<b>Shares</b>		
Issued ordinary shares as at 1 January	2,679,819,248	2,684,194,248
Effect of shares repurchased	<u>–</u>	<u>(3,263,132)</u>
Weighted average number of ordinary shares (basic and diluted) at 30 June	<u><b>2,679,819,248</b></u>	<u>2,680,931,116</u>

(c) **Diluted earnings per share**

There were no diluted potential shares in existence during the six months ended 30 June 2013 and 2012.

**7 TRADE RECEIVABLES**

The Group usually grants credit periods ranging from one to three months. Each customer has a credit limit and overdue balances are regularly reviewed by management. As of the end of the reporting period, the ageing analysis of trade receivables, based on the invoice date and net of allowance for doubtful debts, is as follows:

	<b>As at 30 June 2013 HK\$'000 (Unaudited)</b>	<b>As at 31 December 2012 HK\$'000 (Unaudited) (Restated)</b>
Within 1 month	<b>81,195</b>	27,751
1 to 2 months	<b>6,004</b>	45,545
2 to 3 months	<b>6,014</b>	1,817
Over 3 months	<b>6,631</b>	7,943
	<b>99,844</b>	83,056

At 30 June 2013, trade receivables of the Group included amounts totalling HK\$8,462,000 (31 December 2012: HK\$5,137,000) due from related companies and amounts totalling HK\$2,013,000 (31 December 2012: HK\$1,090,000) due from a joint venture, which were unsecured, interest-free and recoverable within one year.

**8 TRADE PAYABLES**

The ageing analysis of trade payables as of the end of the reporting period:

	<b>As at 30 June 2013 HK\$'000 (Unaudited)</b>	<b>As at 31 December 2012 HK\$'000 (Unaudited) (Restated)</b>
Current to 3 months	<b>72,875</b>	64,029
Within 4 to 6 months	<b>6,948</b>	14,185
Within 7 to 12 months	<b>2,819</b>	1,760
Over 1 year	<b>16,838</b>	15,301
	<b>99,480</b>	95,275

As at 30 June 2013, the trade payables of the Group included amounts totalling HK\$8,558,000 (31 December 2012: HK\$233,000) due to related companies which were unsecured, interest-free and repayable on demand.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Change of Accounting Policy

Starting from 2013, the application of new accounting standard HKFRS 11, *Joint arrangements*, has changed the Group's accounting for the jointly controlled entities in Taiwan and Singapore, which were accounted for using the proportionate consolidation method in prior periods, to the equity method. Accordingly, the comparative figures are restated and the financial impact on the interim financial statements has been disclosed in note 2.

### Operation and Financial Review

The Group reported a net profit attributable to equity holders of HK\$50.2 million for the six months ended 30 June 2013, increased from HK\$40.1 million reported for the corresponding period last year by 25%. Riding on steady recovery of the global economy and favourable market conditions as well as satisfactory performance of mature cinemas in our operating territories during the period, the Group showed an impressive growth in the first half of 2013.

The Group's turnover rose by 25% to HK\$456 million this period. During the period, box office receipts of the Group's multiplexes in Mainland China increased by 49%. However, box office receipts of Hong Kong's cinemas recorded a decline of 27% due to the closure of GH Mongkok in February 2013. Gross margin maintained at about 59%. The Group's EBITD (including share of profits of joint ventures and loss of an associate) for the period amounted to HK\$108 million, representing an increase of 32% from HK\$82 million for the same period last year.

As of 30 June 2013, the cash and cash equivalents of the Group amounted to HK\$584 million (31 December 2012: HK\$575 million). The Group's gearing ratio increased to 30.6% as at 30 June 2013 (31 December 2012: 23.7%). It was mainly due to the increase in the bank borrowings for the Group's development of cinema networks in Mainland China and purchase of office premise in Hong Kong during the period.

### Business Review

#### *Film Exhibition*

During the six months ended 30 June 2013, the Group opened 3 cinemas with 19 screens in Mainland China. As of 30 June 2013, the Group operated 72 cinemas with 539 screens across Mainland China, Hong Kong, Taiwan and Singapore, significantly increased from 59 cinemas with 451 screens a year ago. The Group's cinemas served 20 million guests during the period, compared to 16 million guests for the same period last year. Gross box office receipts on a full and aggregated basis, were registered at HK\$1,099 million, representing an impressive growth of 18% from same period last year. The major Hollywood blockbusters released this period were *Iron Man 3*, *Fast & Furious 6*, *G.I. Joe: Retaliation* and *Man of Steel*. The major Chinese-language blockbusters were *Journey to the West (西遊：降魔篇)*, *So Young (致我們終將逝去的青春)* in Mainland China, *David Loman (大尾鱸鰻)* in Taiwan and *Ah Boys to Men: Part 2 (新兵正傳2)* in Singapore.

## Operating Statistics of the Group's Cinemas

(For the six months ended 30 June 2013)

	<b>Mainland China</b>	<b>Hong Kong</b>	<b>Taiwan</b>	<b>Singapore</b>
Number of cinemas*	45 ( <i>note</i> )	5	11	11
Number of screens*	325	18	109	87
Admissions (million)	6.2	1.0	7.7	4.9
Net average ticket price (HK\$)	39	69	62	58

\* as of 30 June 2013

*Note:* 4 more cinemas in Mainland China have completed construction and are applying for licenses, which are all expected to be opened in September/October 2013.

The Group is committed to pursue visual and audio effect perfection to bring in a new movie-going experience for our audiences. Currently, all screens in Mainland China, Hong Kong, Taiwan and Singapore have been fully installed with digital equipments and over 60% of the Group's screens are 3D compatible. The Group has installed over 110 sets of unprecedented and ultra-high resolution SONY 4K Projection System in our Mainland China multiplexes. The Group has 2 digital IMAX® screens separately installed in a Tianjin and Changzhou multiplex and plans to establish more IMAX® theatres in Mainland China. In Hong Kong, three cinemas have been equipped with a total of 93 D-Box Motion Chairs delivering immersive cinematic experience to audiences through its authentic motion effects synchronised with onscreen actions. In Taiwan, the Group is the exclusive digital IMAX® operator and has 6 digital IMAX® screens. During the period, Taiwan has converted 1 traditional screen to a 4DX theatre equipped with motion seats plus special effects such as wind, fog, lightning and scents which can enhance and cater to rapid-changing customer expectations on movie viewing experience.

### ***Mainland China***

#### *Operating Statistics of the Group's Cinemas in Mainland China*

For the six months ended 30 June 2013, the market gross box office receipts of urban areas in Mainland China increased to RMB11 billion by 36% while the Group's gross box office receipts generated by multiplexes in Mainland China increased by 49% compared with same period last year. During the period, the Group opened 3 new cinemas with 19 screens in the cities of Beijing, Dongguang, and Maanshan. Thanks to strong Chinese films line-up during the period, growing demand of high quality of entertainment experience and favourable policies implemented by the Chinese government, the Group's multiplexes in Mainland China served approximately 6.2 million patrons during the period, representing 68% growth from same period last year. The average ticket price dropped from RMB36 to RMB32 because less 3D films with higher ticket price were released and more discounted promotions were offered to maintain our competitiveness with other cinema operators. We shall further refine and upgrade our cinema service by offering a better value for money experience to drive the growth of the average ticket price. The contribution from the exhibition business in Mainland China to the Group is still under pressure due to the incubation period of newly opened cinemas.

## ***Hong Kong***

### *Operating Statistics of the Group's Cinemas in Hong Kong*

During the period, the Hong Kong market as a whole recorded box office receipts of HK\$764 million, slightly up by 1% from HK\$754 million same period last year. The Group's cinemas in Hong Kong recorded lower box office receipts of HK\$67 million this year (30 June 2012: HK\$93 million) due to the closure of GH Mongkok in February 2013 and partial closure of GH Tsing Yi for renovation from April to June 2013. The Group has further installed 19 D-Box Motion Chairs in GH Tsing Yi adding up to 93 D-Box Motion Chairs. Excluding GH Mongkok, the total box office receipts of the other five cinemas increased by approximately 10%, which indeed outperformed the general market growth.

## ***Taiwan***

### *Operating Statistics of the Group's Cinemas in Taiwan*

Taipei City as a whole recorded market box office receipts of NTD1.92 billion for the six months ended 30 June 2013 (30 June 2012: NTD1.76 billion). The Group's 35.71%-owned Vie Show cinema circuit recorded 13% and 16% growth in box office receipts and admissions respectively as compared with the same period last year. The growth was mainly due to remarkable performance of Hsinchu Big City opened in April last year. The market share of Vie Show in Taiwan maintained at about 42%. During the period, Vie Show has converted 1 traditional screen to the first 4DX theatre in Taiwan. It is well-received by the market with an occupancy rate over 80%. The Group's share of net profit for the period from Vie Show increased to HK\$24 million, up by 14% from last period's HK\$21 million.

## ***Singapore***

### *Operating Statistics of the Group's Cinemas in Singapore*

The Singapore market's box office receipts totalled S\$103 million for the six months ended 30 June 2013, mildly up from S\$95 million for the same period last year. The Group's 50%-owned Golden Village cinema circuit maintained its leading position with a market share of 45% by reporting box office receipts of S\$46 million for the period (30 June 2012: S\$39 million). GV City Square opened in November 2012 and newly renovated GV Jurong Point performed well and contributed satisfactory results to the Group. Excluding the impact of tax credit resulted from settlement of a tax dispute and reversal of tax provisions due to the retrospective application of new tax legislation amounting to about HK\$6 million in aggregate for the same period last year, the Group's share of net profit for the period from Golden Village increased by 40% to HK\$26 million as compared with the same period last year.

### *Film & TV Programmes Distribution and Production*

For the six months ended 30 June 2013, the Group's film distribution and production business recorded revenue of HK\$78 million (30 June 2012: HK\$46 million) and distributed over 60 films in Mainland China, Hong Kong, Singapore and Taiwan, of which two foreign films were licensed and distributed in Mainland China with gross box office receipts over RMB56 million. Moreover, the Chinese TV drama series 諜戰深海 contributed pleasant returns to the Group during the period. The Group's film library of more than 140 films and TV titles with perpetual distribution rights continued contributing steady licensing income to the Group.

## **Prospects**

Looking ahead, the Group will further expand its cinema networks, both at home and abroad. The Group will actively identify merger and acquisition opportunities in the Mainland China and other Asian markets, strengthen the movie production and distribution business, enhance the brand awareness of Orange Sky Golden Harvest as a prime Chinese movie brand, and eventually achieve the goal of becoming a leading integrator of the movie entertainment industry across Asia.

As of 30 August 2013, the Group operated 45 cinemas with 325 screens in Mainland China and 6 cinemas with 41 screens were in various stages of interior decoration and are in the pipeline for opening. By end of 2014, the Group expects to operate 73 cinemas with 526 screens in various cities in Mainland China based on lease agreements signed as of 30 August 2013. The captioned numbers above may vary due to the actual handover date, the progress of internal decoration, application of relevant licenses and the entering into of new lease agreements during the period. In Taiwan and Singapore, the Group also plans to renovate 2 existing cinemas with a total of 17 screens in the second half of 2013.

In view of the growing demand for Chinese-language films, the Group will continue to expand its distribution and production business through seeking opportunities in different platforms to co-operate with Hollywood studios in film production activities and looking for good scripts for Chinese language film and TV drama series co-production. The Group will be back in small-mid scale Chinese language film production in the second half of 2013 in order to diversify our business stream for integration. In the meantime, the Group continues to source the PRC distribution rights of foreign blockbusters.

Currently, the Group has strong liquidity and reasonable financial leverage. In order to cope with the rapid expansion, the Group will utilise the available bank loan facilities to finance the cinema projects in Mainland China and other investment opportunities.

## **Financial Resources and Liquidity**

The Group had maintained a stable balance sheet throughout the period. It financed its operations from internal funding, bank borrowings and accumulated retained earnings. As of 30 June 2013, the Group had cash and cash equivalents amounting to HK\$584 million (31 December 2012: HK\$575 million). The Group's outstanding bank loans totalled HK\$878 million (31 December 2012: HK\$610 million). The increase in bank loans is mainly for financing various cinema projects in Mainland China and office premise purchased in Hong Kong. As of 30 June 2013, the Group's gearing ratio, calculated on the basis of external borrowings over total assets stood at 30.6% (31 December 2012: 23.7%). As of 30 June 2013, the group has HK\$47 million pledged cash balance to secure its banking facilities. Management will continue to monitor the gearing structure and make necessary adjustments in light of changes in the Group's development plan and economic conditions to limit the potential risk. The Group believes that its current cash holding and available banking facilities will be sufficient to fund its working capital requirement and its financial position remains sound for continuous expansion.

The Group's assets and liabilities are principally denominated in Hong Kong dollar and Renminbi, except for certain assets and liabilities associated with the investments in Taiwan and Singapore. The overseas joint ventures of the Group are operating in their local currencies and subject to minimal exchange risk on their own. Due to the volatility of the currency market, management decided to maintain higher level of deposits in Renminbi, thus lowering the exposure to exchange risk. The Directors will continue to assess the exchange risk exposure, and will consider possible hedging measures in order to minimise the risk at reasonable cost. The Group did not have any significant contingent liabilities or off-balance sheet obligations as of 30 June 2013 (31 December 2012: Nil).

### **Employees and Remuneration Policies**

As at 30 June 2013, the Group had 1,398 (31 December 2012: 1,395) permanent employees. The Group remunerates its employees mainly by reference to industry practice. In addition to salaries, commissions and discretionary bonuses, incentive share options may be granted to certain employees subjected to individual performance. The Group also operates a defined contribution retirement benefits scheme under the Mandatory Provident Fund Schemes Ordinance and as at 30 June 2013, there was no forfeited contribution arising from employees leaving the retirement benefit scheme.

### **REVIEW BY AUDIT COMMITTEE**

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed financial reporting matters including a review of the Group's interim financial statements for the six months ended 30 June 2013.

### **INTERIM DIVIDEND**

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2013.

### **COMPLIANCE WITH CORPORATE GOVERNANCE CODE**

The Board recognises the importance of good corporate governance to maintain the Group's competitiveness and lead to its healthy growth. The Company has taken steps not only to comply with code provisions as set out in the Corporate Governance Code (the "CG Code") under Appendix 14 to the Listing Rules but also to aim at enhancing corporate governance practices of the Group as whole.

For the six months ended 30 June 2013, the Company has complied with the code provisions of CG Code except that pursuant to code provision A.4.1 of the CG Code, non-executive directors of a listed issuer should be appointed for a specific term, subject to re-election. All non-executive Directors were not appointed for a specific term but are subject to the requirement of retirement by rotation and re-election at least once every three years at the annual general meetings of the Company in accordance with the relevant provisions of the Company's Bye-laws, accomplishing the same purpose as being appointed for a specific term.

As such, the Company considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting than those in the code provisions of the CG Code.

## **PURCHASE, SALE AND REDEMPTION OF LISTED SECURITIES**

During the six months ended 30 June 2013, neither the Company nor any of its subsidiaries repurchased, sold or redeemed any of its shares on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

## **MODEL CODE**

The Company has adopted its own code on terms no less exacting than those set out in the Model Code for Securities Transactions by Directors of Listed Issuers in Appendix 10 to the Listing Rules (the "Model Code"). The Company has made specific enquiries with all the Directors and all of them have confirmed that they had complied with the requirements set out in the Model Code and the Company's Code for the six months ended 30 June 2013.

## **DISCLOSURE OF INFORMATION ON THE WEBSITE OF THE STOCK EXCHANGE**

All the financial and other related information of the Group for the six months ended 30 June 2013 required by the Listing Rules will be published on the websites of the Stock Exchange and the Company in due course. An interim report for the six months ended 30 June 2013 containing all the information required by Appendix 16 to the Listing Rules will be dispatched to shareholders of the Company and available on the same websites in due course.

## **APPRECIATION**

I would like to take this opportunity to thank my fellow Directors, as well as the management and all our employees for the contribution they have made towards the Group's continued progress, and to our shareholders, customers and business partners for their support.

By Order of the Board  
**Orange Sky Golden Harvest  
Entertainment (Holdings) Limited**  
**Wu Kebo**  
*Chairman*

Hong Kong, 30 August 2013

List of all Directors as of the time issuing this announcement:

*Chairman and Executive Director:*  
Mr. Wu Kebo

*Executive Directors:*  
Mr. Mao Yimin  
Mr. Li Pei Sen  
Mr. Tan Boon Pin Simon  
Ms. Wu Keyan

*Independent Non-executive Directors:*  
Mr. Leung Man Kit  
Mr. Huang Shao-Hua George  
Ms. Wong Sze Wing