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**DT CAPITAL LIMITED**  
**鼎立資本有限公司**

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

**(Stock Code: 356)**

**ANNOUNCEMENT OF INTERIM RESULTS**  
**FOR THE SIX MONTHS ENDED 30 JUNE 2015**

**INTERIM REPORT AND CONDENSED CONSOLIDATED ACCOUNTS**

The Board of Directors (the “Board”) of DT Capital Limited (the “Company”) hereby presents the interim report and unaudited condensed consolidated accounts of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2015. The interim report had been reviewed by the audit committee of the Company and approved by the Board.

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

	<i>Note</i>	<b>Six months ended 30 June 2015 (Unaudited) HK\$</b>	<b>Six months ended 30 June 2014 (Unaudited) HK\$</b>
Turnover	3	5,019,971	—
Costs of listed securities disposed		(4,930,192)	—
Other revenues	4	1,941,408	—
Unrealised gain/(loss) on listed securities		4,780,612	(22,844)
Investment management fee		(1,148,586)	(300,000)
Operating expenses		(3,216,601)	(2,661,704)
Finance costs	5	—	(374,081)
Profit/(loss) before taxation	6	2,446,612	(3,358,629)
Taxation	7	—	—
Profit/(loss) for the period attributable to equity holder of the Company		2,446,612	(3,358,629)
Other comprehensive income for the period		—	—
Total comprehensive profit/(loss) for the period attributable to equity holders of the Company		<u>2,446,612</u>	<u>(3,358,629)</u>
Profit/(loss) per share	8	<u>0.13 cents</u>	<u>(0.23 cents)</u>
Interim dividend		<u>Nil</u>	<u>Nil</u>

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION***AS AT 30 JUNE 2015*

	<b>30 June 2015 (Unaudited) HK\$</b>	31 December 2014 (Audited) HK\$
<b>Non-current assets</b>		
Property, plant and equipment	404,705	376,741
Available-for-sale financial assets	<u>75,379,019</u>	<u>28,000,000</u>
	<b>75,783,724</b>	28,376,741
<b>Current assets</b>		
Financial assets at fair value through profit or loss	23,208,920	8,506,508
Prepayments and other receivables	1,420,699	958,664
Bank balances and cash	<u>54,808,290</u>	<u>113,854,617</u>
	<u><b>79,437,909</b></u>	<u>123,319,789</u>
<b>Current liabilities</b>		
Amount due to a director	25,300	400,000
Other payables and accruals	<u>2,974,829</u>	<u>1,521,638</u>
	<u><b>3,000,129</b></u>	<u>1,921,638</u>
<b>Net current assets</b>	<u><b>76,437,780</b></u>	<u>121,398,151</u>
<b>Net assets</b>	<u><b>152,221,504</b></u>	<u><b>149,774,892</b></u>
<b>Capital and reserves</b>		
Share capital	18,995,000	18,995,000
Reserves	<u>133,226,504</u>	<u>130,779,892</u>
<b>Shareholders' funds</b>	<u><b>152,221,504</b></u>	<u><b>149,774,892</b></u>

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE SIX MONTHS ENDED 30 JUNE 2015**

**1. Basis of Preparation**

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

**2. Principal Accounting Policies**

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis, except for financial assets at fair value through profit or loss, which are measured at fair values, as appropriate.

The accounting policies and methods of computation used in the unaudited condensed consolidated financial statements for the six months ended 30 June, 2015 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2014.

The HKICPA has issued a number of new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) and interpretations that are first effective or available for early adoption for the current accounting period of the Company. The adoption of these new and revised HKFRSs has no material effect on the Interim Financial Statements, and there have otherwise been no significant changes to the accounting policies applied in these financial statements.

**3. Turnover**

	<b>Six Months ended 30 June 2015 (Unaudited) HK\$</b>	Six Months ended 30 June 2014 (Unaudited) HK\$
Proceeds from sale of financial assets at fair value through profit or loss-listed	<u>5,019,971</u>	<u>—</u>
	<b><u>5,019,971</u></b>	<b><u>—</u></b>

The principal activities of the Group are investments in securities listed on the Stock Exchange and unlisted securities with a potential growth and capital appreciation.

No analysis of the Group’s turnover and contribution to operating profit for the current and prior period set out by principal activities and geographical markets is provided. It is because the Group has only one single business segment, investment holding, and all the consolidated turnover and the consolidated results of the Group are attributable to performance of the markets in Hong Kong.

#### 4. Other Revenue

	Six months ended 30 June 2015 (Unaudited) HK\$	Six months ended 30 June 2014 (Unaudited) HK\$
Other Revenue		
Interest income	<u>1,941,408</u>	<u>—</u>

#### 5. Finance Costs

	Six months ended 30 June 2015 (Unaudited) HK\$	Six months ended 30 June 2014 (Unaudited) HK\$
Interest on unsecured short term loans	<u>—</u>	<u>374,081</u>

#### 6. Profit/(Loss) Before Taxation

	Six months ended 30 June 2015 (Unaudited) HK\$	Six months ended 30 June 2014 (Unaudited) HK\$
Profit/(loss) before taxation is stated after charging the following:		
Depreciation	46,402	1
Rental charges under operating leases in respect of rented premises	551,631	211,722
Staff costs, including directors' emoluments	<u>1,159,610</u>	<u>1,044,750</u>

#### 7. Taxation

No provision for Hong Kong profits tax has been made as the tax losses brought forward from prior years exceeded the estimated assessable profits of the Group for the period ended 30 June 2015.

No provision for Hong Kong profits tax has been made in the condensed consolidated financial statements as the Group has no assessable profits for the six months ended 30 June 2014.

## **8. Profit/(Loss) Per Share**

The calculation of the profit per share for the six months ended 30 June 2015 is based on the Group's profit attributable to the equity holders of HK\$2,446,612 and the weighted average number of 1,899,500,000 ordinary shares in issue during the period. Loss per share for the six months ended 30 June 2014 is based on the Group's loss attributable to equity holders of HK\$3,358,629 and the weighted average number of 1,472,000,000 ordinary shares in issue during the prior period.

No diluted earnings per share is presented since the Group did not issue any dilutive potential ordinary shares during both periods presented.

## **REVIEW OF REPORT**

For the six months ended 30 June 2015, the Group recorded a net profit attributable to shareholders of the company amounted to HK\$2,446,612 (2014: loss HK\$3,358,629) and profit per share of HK0.13 cents (2014: loss HK0.23 cents).

## **INTERIM DIVIDEND**

The Board has resolved not to pay any interim dividend for the period ended 30 June 2015 (2014: Nil).

## **BUSINESS REVIEW AND PROSPECTS**

The Group reported a net profit from operation of HK\$2,446,612 as at 30 June 2015 as compared with a loss from operation of HK\$3,358,629 in 2014.

The increase in the net profit was mainly due to the unrealized gain on financial assets at fair value through profit and loss amounting HK\$4,780,612. Compared with the corresponding period of the last year, the turnover was increased from HK\$0 to HK\$5,019,971, which was due to the deliberate decision making by the Company on new investment and trading listed securities under the ever changing global markets for the period.

### **Business Review**

Heading to 2015, the European Central Bank launched European-zone Quantitative Easing in January. It will buy 60 billion euros of European region debt a month from March 2015 to September 2016, a move that it will help the European Union members to reduce the risk of deflation and to ease the financial pressure. The lingering worries over Greece and high unemployment in the Eurozone have been dragging down the economic recovery. However as uncertainty over Greece's future is addressed, and with lower borrowing costs than in previous years, most large economies in Eurozone have turned in a strong growth performance in the second quarter of 2015 and we expect this to become more apparent moving into 2016.

The three major United States indices hit a record high while the economy continues to recover but the strength of the recovery is not strong. Concerns of an early interest rate hike eased as economic recovery continued albeit not strongly; however, the Federal Reserve reiterated that it remains on track to raise rates this year as long as the economy evolves as expected. The interest rate issue remains a most concern for 2015's second half.

Chinese government cuts its economic growth target to 7% but Mainland stock market continued to rise by 32.2% in the first half of 2015. During the period, People's Bank of China cut the reserve requirement ratios three times by a total of 200 basis points and lowered interest rates three times by a total of 75 basis points. However, the market crash began with the popping of the stock market bubble on 12 June 2015. A third of the value of A-shares on the Shanghai Stock Exchange was lost within one month of the event. The authorities have enacted many measures to stem the tide of the crash but the market still worries about the economy slowing down. Two months later, the People's Bank of China devalued the renminbi by over 2pc against the US dollar as they try to fend off slowing growth, which spooked markets globally and raised yet more concerns about the health of the Chinese economy and financial regulatory system.

Hong Kong stock market following the Mainland stock market climbed to a seven-year high of more than 28,000 points while the average daily turnover reached a record single-month high of \$200,097 million in April 2015. However the Hang Seng Index recently suffered big falls as a result of China stock market crash. The market concerns more on the implementation of measures of Chinese government to boost and stabilize the Mainland stock market. There are variables about the timing of United States rise interest rates and the debt problems of Greece that dragged down the stock markets.

## **Prospects**

The Group expects the stock market to be benefit from a stronger Eurozone recovery, a further improvement of the United States economy, and the potential reward of China's stock market once the surrounding risks cleared off. We foresee the fear of financial market turmoil caused by Greek politics and the US rate move gradually fading later this year. We believe in the long-term prospects for China, low market valuations, oversold conditions, and the proximity of government support should be viewed as such an opportunity. We will continue seeking out good investment opportunities both in Asia and Europe to enrich our investment portfolio. At the same time we will keep our cautious and pragmatic investment approach to bring better returns for our shareholders.

## **FINANCIAL REVIEW**

### **Financial Resources, Liquidity and Capital Structure**

The Group maintained a strong cash position and held short-term bank deposit, bank balance and cash amounting to HK\$54.81 million as at 30 June 2015 (31 December 2014: HK\$113.85 million).

The Group's total liabilities comprising other payables and accruals, amounted to HK\$3 million as at 30 June 2015 (31 December 2014: HK\$1.92 million).

As at 30 June 2015, the Group's gearing ratio was 1.97% (31 December 2014: 1.28%).

The Group had net financial asset investments of approximately HK\$98.59 million as at 30 June 2015 (31 December 2014: HK\$36.51 million).

There has been no change to the capital structure of the Company since 1 January 2015.

## **OTHER INFORMATION**

### **Employment and Remuneration Policies**

As at 30 June 2015, the Group employed a total of 5 employees (2014: 4) including the executive directors of the Company. The remuneration packages consist of basic salary, mandatory provident fund, medical insurance, and other benefits considered as appropriate. Remuneration packages are generally structured by reference to market terms, individual qualification and performance. They are under periodic review based on individual merit and other market factors.

### **Staff Cost**

The Group's total staff costs for the period under review amounted to HK\$1,159,610 (2014: HK\$1,044,750).

### **Exposure to Fluctuations in Exchange Rates and Related Hedges**

The Group's assets and liabilities are denominated in Hong Kong Dollars and, therefore, the Group has no significant exposure to foreign exchange fluctuation.

### **Purchase, Sale or Redemption of Securities**

During the period under review, the Company has not redeemed any of its securities and neither the Company nor any of its subsidiaries has purchased or sold any of the Company's securities.

## **Corporate Governance**

The Board has established procedures on corporate governance that comply with the requirements of the Corporate Governance Code (the “CG Code”) contained in Appendix 14 of the Listing Rules. The Board has reviewed and taken measures to adopt the CG Code as the Company’s code of corporate governance practices. During the six months ended 30 June 2015, the Company has complied with the code provisions under the CG Code, save and except for the following:

Code A.4.1 which provides that non-executive directors should be appointed for a specific term and subject to re-election.

The Company’s independent non-executive Directors do not have a specific term of appointment. However, they are subject to retirement by rotation once every three years pursuant to the Company’s Articles of Association.

## **Audit Committee**

The Company has established an audit committee in accordance with Rule 3.21 of the Listing Rules, for the purpose of reviewing and providing supervision over the Group’s financial reporting process and internal controls. The audit committee of the Company has reviewed the interim report for the period ended 30 June 2015.

## **Model Code for Securities Transactions by Directors**

The Company has complied with the code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings as set out in the Model Code. Having made specific enquiry of all Directors, they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transaction by the Directors adopted by the Company.

## **Publication of Interim Report**

This interim report is published on HKExnews at [www.hkexnews.hk](http://www.hkexnews.hk) and on the website of the Company at [www.hklistedco.com/356.asp](http://www.hklistedco.com/356.asp).

By order of the Board  
**Chan Pui Kwan**  
*Chairman*

Hong Kong, 25 August 2015

*As at the date of this report, the Board comprises Mr. Leung King Yue, Alex, Mr. Leong Chi Wai and Mr. Lewis Chan as Executive Directors; Ms. Chan Pui Kwan and Mr. Ma Chun Fai as Non-executive Directors; Mr. Kwok Ming Fai, Allan, Mr. Lo Chi Ming, Erik and Mr. Jochum Siebren Haakma as Independent Non-executive Directors.*