CHINA ZHENGTONG AUTO SERVICES HOLDINGS LIMITED
中國正通汽車服務控股有限公司

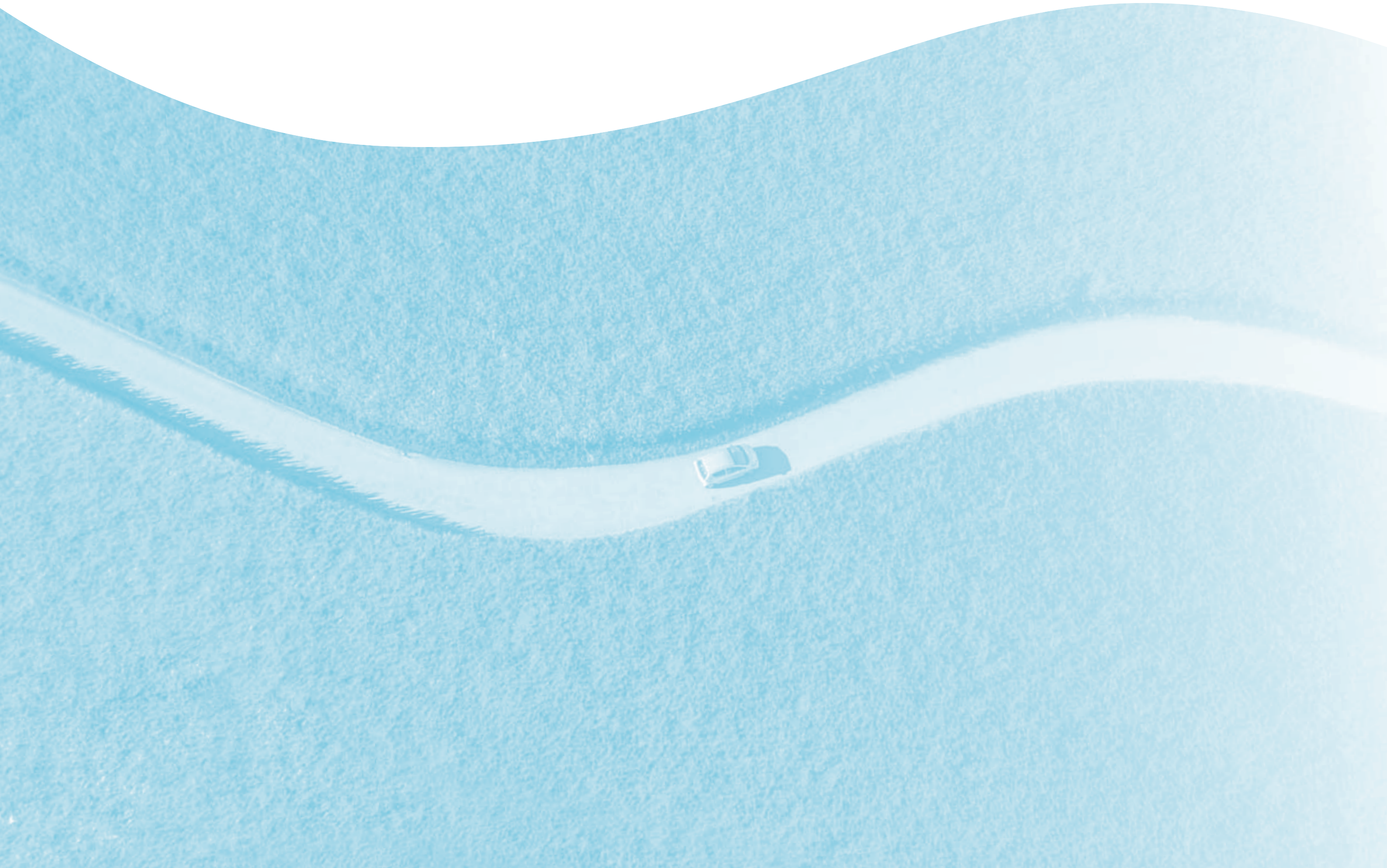
正通

Stock Code 股份代號：1728

A LEADING LUXURY BRANDS DEALER CONGLOMERATE

2018
INTERIM REPORT 中期報告

CONTENT



MANAGEMENT DISCUSSION AND ANALYSIS

MARKET REVIEW

For the first half of 2018, China's gross domestic production (GDP) grew by 6.8% year-on-year, indicating an overall trend of stability and growth of China's economy.

According to statistics released by the China Association of Automobile Manufacturers, sales of passenger automobiles in China continued its stable upward trend in the first half of 2018 and increased by 4.6% year-on-year, to 11,775,300 units, representing a higher growth rate as compared to the corresponding period of last year. Driven by the consumption upgrades and the increasing competitiveness of imported automobiles resulting from the reduction of import tariff for luxury-branded automobiles, the sales of luxury-branded automobiles remained its rapid growth. For the first half of 2018, the sales of luxury-branded automobiles reached 1,321,603 units, representing a year-on-year growth of 11.4%. As a core dealer of various luxury brands in China, China Zhengtong Auto Services Holdings Limited (the "Company" and its subsidiaries, collectively, the "Group") continue to collaborate closely with respective automobile manufacturers. For the first half of 2018, the sales of new automobiles of the Group reached 55,163 units, representing a year-on-year growth of 19.8%, which was higher than the industry average growth rate of 11.4%. The Group continuously strives to identify industry dynamics and maximize service opportunities fostered by changing trend of automotive consumer habit. In addition to further improving its existing services, the Group also actively explored innovative service models to further enhance customers' service experience leveraging on its diversified brand portfolios, efficient and optimal sales network and well-rounded sales and services platform.

During the first half of 2018, while strengthening the traditional after-sale services for automobiles such as repair, maintenance and sale of accessories, the Group made full use of its unique characteristics to improve customer experience and develop innovative businesses. In particular, the introduction of financial services business had made a significant progress that financial cooperation with manufacturers was consolidated to provide customers with additional services. The Group offered customers more personalized and competitive auto finance solutions, which would significantly support the growth of the sales of new and pre-owned automobiles, financial leasing and customer relationship development.

In the future, the auto service industry will focus more on high quality, personalized and integrated services. Based on the existing business network, the Group will further expand its business presence and improve the profitability of new outlets. In order to enrich the personalized automobile-related services for customers, the Group will continue to invest in innovation. The Group will also strive to enhance internal management efficiency and service platform, explore customer base and consolidate its competitive strengths. The Group is also committed to providing quality, convenient and comprehensive automobile-related services in order to create greater values for the shareholders of the Company ("Shareholders") and employees of the Group as well as the society.

The Group's remarkable performance in the first half of 2018 is attributable to the dedication of employees as well as the trust and support of its business partners and Shareholders. The Board would like to express its sincere gratitude to our Shareholders, business partners and customers for their long-term support and trust, as well as our loyal staff for their hard work and valuable contributions to the Group over the first half of 2018.

BUSINESS REVIEW

In the first half of 2018, the Group was committed to developing luxury and ultra-luxury branded auto sales and traditional after-sales services. By leveraging on its distinctive advantages in finance, financial leasing, insurance agency, informationization and supply chain, the Group has actively expanded its automotive aftermarket business based on its market-oriented and customer-centric strategy. At the same time, it actively explored new business models, formulated industry management standards and management output, expanded its network coverage and enhanced its competitiveness. For the six months ended 30 June 2018, the Group recorded a revenue of approximately RMB18,768 million, representing a year-on-year increase of approximately 20.1%, and gross profit of approximately RMB2,304 million, representing a year-on-year increase of approximately 32.9%. Profit attributable to equity shareholders of the Company was approximately RMB711 million with basic earnings per share of the Company ("Share") of approximately RMB29.0 cents, representing a year-on-year growth of 37.8% and 24.5% respectively.

(1) Sales of new automobiles business

In the first half of 2018, the sales of passenger vehicles in the PRC continued its stable upward trend. Driven by the consumption upgrades and the increasing competitiveness of imported automobiles resulting from the reduction of import tariff for part of luxury-branded automobiles, the sales of luxury-branded automobiles remained its rapid growth. For the six months ended 30 June 2018, the sales of new automobiles reached 55,163 units, representing a year-on-year growth of approximately 19.8%, including 42,463 units of luxury-branded and ultra-luxury-branded automobiles with a year-on-year increase of 24.8%.

The automobile manufacturers of major luxury brands under the Group's dealership launched new products or replaced automobile products of their major series in 2018. Those manufacturers enriched its product portfolio to cater market needs by launching more affordable new series. Benefiting from the launching of BMW 525Li and X3 Series, Audi Q5L and A8, Jaguar and Land Rover's Range Rover and Range Rover Sport, Porsche Cayenne and other new series of luxury brands, the Group recorded increases in both sales volume and gross profit.

For the first half of 2018, the Group's gross profit margin from the sales of new automobiles reached 6.3%, representing a year-on-year increase of 1.5 percentage points as compared with 4.8% in the same period of last year.

In the first half of 2018, four authorized dealership stores were opened. The smooth execution of strategic operation management cooperation agreement entered in 2017 and exploring innovative model enabled the Group to grow and gain management experience, laying a solid foundation for further its expansion and management output.

The Group, through data management as the core, established an early-warning mechanism and prepared multi-dimensional analysis report on operation and management. The Group closely monitored and handled issues regarding operation and solved them in a timely manner. The Group predicted and controlled the production quotas and wholesales resources of manufacturers by using intelligent data management system. As the Group was able to control sales progress and monitor turnover days of new automobiles, the inventory structure remained stable.

By taking advantage of internet technology, a more efficient, insightful and advanced operation management system was established and the preliminary testing of which was completed. The system was able to mitigate human factors and provide the latest, accurate and visualized data. With an aim to improve customer experience on each brand of the Group, the Group further enhanced the sales performance and customer loyalty through various research efforts, including assessing quality of services of stores with potential and popular outlet stores by mystery shopping, on-site inspection and self-evaluation on satisfaction in the first half of 2018. The order and delivery process of automobiles was optimized through order and delivery kit. Therefore, the customer experience was improved and internal operation efficiency was also enhanced.

In order to maintain its market competitiveness and better control its gross profit from sales, the Group adjusted its organizational structure, analyzed market condition of different regions and implemented unified pricing policies, including limited price and standardized services of sales, finance, insurance, automotive supplies, warranty extension and value-added business of new automobiles. Benefiting from the upgrade of information technology, the overall profitability of the Group was significantly improved and the performance of the Group was remarkable.

In 2018, the Group provided guidance on the sales and operation to dealership stores and established a balanced scorecard evaluation system for its dealership stores with reference to its historical operation data and industrial benchmark. With reference to the operation quality performance of stores, the balanced scorecard evaluation system was used to assess the all-dimensional operation of dealership stores in terms of business management, human resources management and financial management. The Group continuously improved and enhanced its operation and expanded the space for improvement through learning from experience concluded in such evaluation. The Group has placed great emphasis on the operation performance, brand value and customer retention rate of dealership stores and valued them as the development strategies of the Group. After six-month period of guidance, the dealership stores of the Group achieved significant improvement in terms of the ability to respond to changes in market, sales and profit, the acquisition rate of manufacturers business policies and the overall ranking of operation performance of manufacturers.

(2) After-sales services business

In the first half of 2018, revenue and gross profit of after-sales services of the Group amounted to approximately RMB2,258 million and approximately RMB1,057 million, representing an increase of 24.3% and 21.9% as compared to the corresponding period last year, respectively. The gross profit margin was approximately 46.8%. The steady growth of after-sales services business in the first half of 2018 was mainly attributable to the rapid growth of car ownership. In the first half of 2018, the Group served 618,357 units of automobiles in aggregate, representing an increase of approximately 17.4% as compared to the corresponding period last year.

In the car ownership cycle of customers, the Group refined its customer management information system based on its business process in order to fulfill the needs of customers and improve their experience and loyalty. The Group recorded increases in both income and gross profit of after-sales services. The Group also exerted efforts in research and development and marketing of new products and services with an aim to increase the penetration rate of maintenance, repair, warranty renewal, extension and other services. In terms of cost control, the Group optimized its centralized purchasing channels and its management of inventory and spare parts, so as to reduce inventory level and strictly control costs.

With an aim to improve customer experience on each brand of the Group, the Group further enhanced the sales performance and customer loyalty through various research methods, including assessing quality of after-sales services of stores with potential and popular outlet stores by mystery shopping, on-site inspection and self-evaluation on satisfaction in the first half of 2018.

(3) Operation system of pre-owned automobiles

The Group formulated its pre-owned automobile development strategy in the first half of 2018, and has completed the construction of a digitalized platform for the replacement and sale of pre-owned automobiles. In June 2018, we decided the location of the first retail centre in Dongguan, which will be put into operation in the second half of the year, marking the first step of our strategic plan. We also initiated our online platform, "Zhengtong Auction (正通拍)", which contributed to realizing the internal share of automobiles and facilitating the development of its pre-owned automobile business effectively.

(4) Auto finance technology segment

The auto consumption finance market of China has entered into a rapid growth period. In 2016, auto retail market scale of China exceeded RMB3,800 billion with the average permeability rate of automobile finance of 30%. Among which, the permeability rate of luxury automobiles exceeded 40%. The transaction scale of auto finance market reached RMB1,300 billion and is expected to increase to RMB3,500 billion in 3 years with a compound growth rate exceeding 20%. The data indicates consumers of luxury automobile tend to use auto financial instruments during the automobile transaction process. Driven by finance technology, a new consumption pattern will be present in the PRC automobile market in the future. New consumption patterns, including convenient online and offline automobile purchase, intelligent auto finance and diversification of automobile consumption, will popularize.

In the first half of 2018, interest and service income from the financial services business amounted to approximately RMB365 million (from external customers), with a year-on-year increase of 50.2%. Reportable profit of such segment amounted to approximately RMB276 million, representing a year-on-year increase of 50.0%. Reportable assets amounted to RMB8,361 million, representing an increase of 15.5% by comparing with that at 31 December 2017. Among, the Company's subsidiary, Shanghai Dongzheng Automobile Finance Co., Ltd. ("Dongzheng AFC") significantly optimized its financial asset structure in the first half of 2018, and its retail market share increased further. Its asset size increased from RMB4,156 million to RMB8,134 million, with a year-on-year growth rate of 95.7%. In the first half of 2018, the non-performing loans ratio of Dongzheng AFC was 0.24%, which was lower than the industry average.

During the period of review, a completely closed-loop auto finance technology ecosystem developed by the Group has taken into shape, aiming to provide customers with one-stop auto finance and related services and offer automobile related financial products covering new automobiles and pre-owned automobiles. The platform involves:

- Dongzheng AFC holding an auto financial license granted by the China Banking and Insurance Regulatory Commission (the "CBIRC", formerly known as "China Banking Regulatory Commission);
- Shenzhen Zhengyuan Automobile Technology Co., Ltd. ("Zhengyuan Technology") specializing in financial technology and big-data risk control;
- Xiamen International Financial Asset Exchange Co., Ltd. ("Xiamen International Financial Asset Exchange") providing an online asset transaction platform; and
- Shanghai Zhengtong Dingze Financial Leasing Co., Ltd. ("Dingze Leasing") and Dingze Insurance Agency Co., Ltd. ("Dingze Insurance Agency") providing financial leasing, insurance brokerage and other related services.

The Group has been more mature and clearer in exploring the model of automobile finance consumer loan and future development direction. The burgeoning growth of auto finance market has provided a broader development for financial institutions. In addition, the market environment has been further purified, and the licensed financial institutions benefited from the standardization. The market reshuffle will facilitate the "good money drives out the bad" for the auto finance service institutions, and will also be helpful for the licensed financial institutions' business to remain reasonable and healthy. Dongzheng AFC has gained the recognition for its compliance management from the regulators.

Covering National Offline Auto Finance Channels by Licensed Financial Institution

Fostering differentiated advantages of offline auto finance Dongzheng AFC obtained the financial business permit from the CBIRC on 6 March 2015 and commenced its operation on 11 March 2015. Dongzheng AFC obtained the approval for capital increase from the CBIRC on 1 June 2017. The Group completed the capital injection into Dongzheng AFC by the end of 2017. Currently, Dongzheng AFC has a registered capital of RMB1.6 billion and a core capital of over RMB2.0 billion. With the rapid growth of the auto finance market in China, Dongzheng AFC further improved its capital adequacy ratio after the capital increase, which will facilitate its future business expansion and profit improvement.

In respect of the establishment of financial service network, benefiting from 138 4S/5S stores and other dealership outlets in 40 cities across 16 provinces and municipalities nationwide, Dongzheng AFC completed the establishment of financial service outlets in major cities in China, the accumulated number of financial service outlets was over 1,000, which was in favour of expansion of customer acquisition channels.

Product Design

In 2018, the Group has recorded a growth in the size of high quality loan assets by continuing to leverage on its unique advantages in product design, risk control and channel promotions. By further identifying the needs of customers inside and outside the Group, Dongzheng AFC diversified its products offerings and modified the product design, thereby catering to the needs of end customers. Through the cooperation for auto finance with major OEMs and long-term strategic cooperation with dealership groups, Dongzheng AFC continuously broadened the channels for its retail loan business. Furthermore, Dongzheng AFC also developed the outreach business to further explore potential financial needs of pre-owned automobiles.

Risk Control

In respect of risk control, by combining the Credit Reference Center of the Peoples' Bank of China with the big-data financial technology risk control system, the Group leveraged its experience in traditional bank credit and internet financial technology to develop a three-in-one risk management structure involving customers, merchants and transactions.

Creating Comprehensive Auto Finance Fintech Platform by Professional Team

Zhengyuan Technology, established in December 2017, was committed to exploring the online auto finance fintech field and establishing a comprehensive loan support platform, which financial assets and capitals are highly-efficient connected to the financial technology.

Zhengyuan Technology has focused its fintech technology core on system connection for assets-end and capital-end: by empowering the B-end, the big-data risk management system will shortlist high quality customers, and connect to insurance institutions and online electronic certifications to refine the performance guarantee of a single trade, while the ABS cloud technology ensuring the high speed transfer of auto financial assets that in line with standardized ABS among financial institutions. The fully connected systems and the information-sharing streams will allow funds with different returns and risk preferences to match quickly, and will generate a unique technology power for the auto finance industry.

By the end of June 2018, Zhengyuan Technology has fully developed and launched the trading systems for the entire trading process. The core system has been fully constructed, and will enable the big-data risk management system to achieve the speedy trading approvals online. Meanwhile, end-customers were able to enjoy the speedy approval and contracted lending service on distant system because of the successful connection between systems and the CFCA.

Zhengyuan Technology was introducing financial institutions to carry out business linkage based on the support of its shareholders. With more capital injected, the increase of loan assets will not only be helpful in market expansion, but the increase in the number of end-customer samples will also drive the improvement of the database for its own risk control system.

Within the entire closed-loop financial ecosystem, trading performance guarantee is crucial in the fundamental credit enhancement step, so Zhengyuan Technology has signed a strategic cooperation agreement with PICC after the interim period. While the system docking is in progress, the electronic policy implemented performance insurance with real-time full coverage for each loan business, and has effectively reduced the risk of capital loss, in addition laying a foundation for subsequent assets transfer.

After Zhengyuan Technology has accomplished its assets and capital accumulation, it will empower other subsidies of the Group with Fintech. In an effort to realize information sharing and integrate different operations, the Group will create a multi-win situation amid the financial closed-loop ecology.

As the financial asset transaction circulation platform, Xiamen International Financial Assets Exchange Center, is also a key part of the closed-loop. The cumulative acceptance of assets has exceeded RMB100 billion. Fundraising through ABS platform has a lower cost and higher efficiency. In order to quickly enlarge its coverage of end-customers and to create a new high in the field of auto finance industry, the Group will expand the channels of auto financing asset securitization, and accelerate assets circulation.

Financial Leasing and Insurance Brokerage have been further refined

Under the synergy effect of the Group, Dingze Leasing has made substantial progress in its business. In response to the development trend and industry rules of the small B-end of the automotive industry chain, the Company has created and launched the OCF financial concept and new financial service product U-car (U享車) at the same time. It has been recognized by the market dealer groups and 4S stores, and has achieved a great performance.

In the first half of 2018, the insurance brokerage business has made a comprehensive upgrade management for new insurance business, renewal insurance business and extended warranty business of the Group's network. Through the internal management integration, the management of division of labor and assessment of the insurance breakage has increased. Therefore, management efficiency has been released, and insurance benefits are reflected.

(5) Supply chain business

The Group's supply chain business segment mainly consists of automobile logistics business and trading of auto maintenance supplies. The automobile logistics business enjoys a cutting-edge and comprehensive proprietary logistics management system with national "5A" logistic enterprise qualifications, and its scope of business covers the full supply chain for automobile logistics from procurement logistics, production logistics, distribution processing, distribution logistics and vehicle logistics to logistics-related consulting services. The trading of auto maintenance supplies mainly includes trading of lubricant oil. Our automobile logistics business provides services primarily to mainstream automobile groups in China through a service network that covers 25 provinces and municipalities in China. As an automobile logistics service platform with leading technologies in China, the segment has enormous potential for future growth, aiming to develop into one of the largest independent third party automobile logistics service providers in China owned by non-OEMs. In order to further support the rapid development of the supply chain business, under the strong support from the government of Wuhan City, the Company proposed to establish an automobile supply chain platform with coverage in China's major cities. On 29 June 2017, the Company and Wuhan Economic and Technological Development Zone officially signed a cooperation agreement for a logistics base project. The logistics base is geographically advantageous, with construction area of total approximately 350,000 square meters. The main construction of the project would include quay berths, multi-storey automobiles warehouse integrated with intelligent logistics platform, spare parts warehouse as well as office and living supporting facilities area. The logistic base will be constructed by leveraging on the current OEMs and major production base, it is strategically positioned as multimodal transport system with truck, railway and vessel, so called "three vertical and four horizontal", and riding on the existing mutual transportation mode between truck transportation and short-distance regional transfer, in order to build the largest regional logistics hub in Central China, to be one of the largest express logistics channel network in China. The project is scheduled to be completed in 2019, and will be fully operated in 2020. It is estimated that the handling capacity can reach 800,000 vehicles per annum.

In 2018, in view of the development of new energy automobiles industry, on top of the existing comprehensive logistic network and resources, the Group has formed logistics strategic plans with various new energy automobile manufacturers for the provision of supply-chain logistics services for parts before, during and after the manufacturing process and for automobiles. In order to capture the growing demand for imported cars, the Group has established high speed transportation channels at Tianjin port and Shanghai port, which enable direct access to all major cities in China. In 2019, for the vehicle logistics sector, the Group aims to expand into the logistics market for major automobile brands in China rapidly and further extend the logistics network for different brands by establishing joint ventures or through mergers and acquisition with other large logistics companies. For parts warehouse and logistics sector, in response to the development plan of Wuhan City to become the capital of automobiles, the Group will promote the parts logistics services for major OEMs in Wuhan and the delivery services in Central China by taking advantage of the premium location of the logistics base.

(6) Network development

Balanced and reasonable deployment of the nationwide dealership network for luxury brands complemented by ongoing optimization brand portfolio and stable development

As a leading dealership group of luxury brands in China, the Group focuses on dealership of luxury and ultra-luxury branded automobiles, such as Porsche, Benz, BMW, Audi, Jaguar and Land Rover, Volvo, Infiniti and Cadillac. The Group also operates dealership stores of mid-end market brands, such as FAW-Volkswagen, Buick, Nissan, Toyota, Honda and Hyundai.

As of 30 June 2018, the Group operated 138 dealership stores in 40 cities across 16 provinces and municipalities in China.

During the first half of 2018, the Group had 4 new operating dealership stores for luxury automobiles as follows,

Brand	City/nature of store
Benz	Foshan 4S
BMW	Changsha (BMW Motorcycle) Urban Showroom
Hongqi	Shanghai 4S, Wuhan 4S

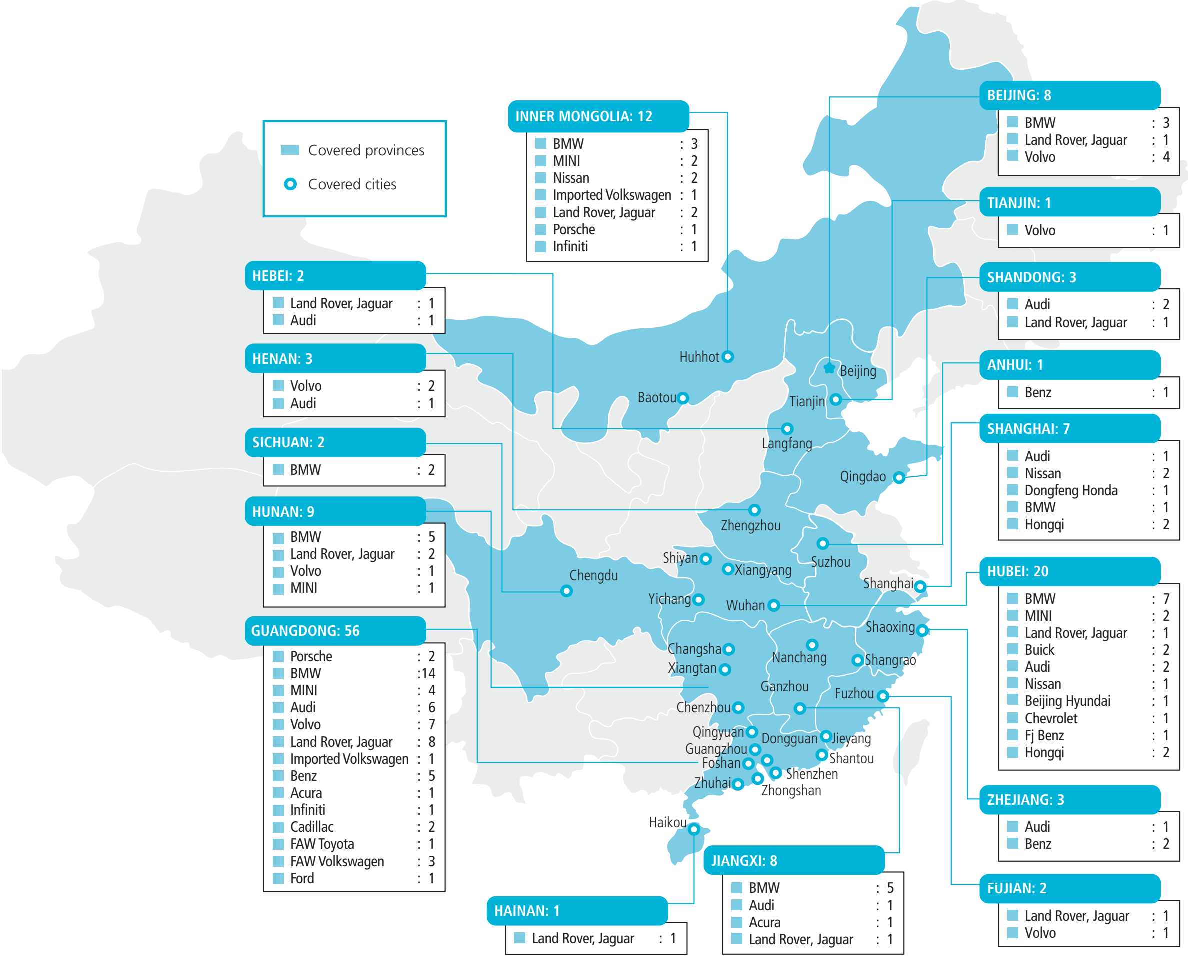
At 30 June 2018, there are 13 dealership stores under development or to be developed, which are franchised by core luxury automobile brands, such as Porsche, Benz, Audi, BMW, Jaguar and Land Rover as well as Volvo. Authorized dealership stores to be opened definitely expand competitive advantages in traditional provinces and regions, including Beijing, Guangdong, Hubei, Hunan and Sichuan, as well as regions with potential for rapid development, such as Chongqing, Yunnan, Jiangsu and Liaoning, in further enhancement of the Group's advantage in scale and channels.

The following table sets forth the details of our dealership stores as at 30 June 2018:

	Dealership stores in operation	Authorized dealership stores to be opened	Total
5S/4S store for luxury and ultra-luxury brands	99	12	111
4S store for mid- to high-end brands	14	0	14
Urban showroom for luxury brand	17	0	17
Authorized repair service centre for luxury brands	7	1	8
Pre-owned automobile centre	1	0	1
Total	138	13	151

As a leading strategic partner of manufacturers of luxury brands and ultra-luxury brands in the PRC, the Group will continue its network expansion strategies with its focus on a balanced layout of dealership stores of core luxury brands and a refined brand structure in its pursuit of prudent development. Meanwhile, the Group will integrate industry resources by seeking appropriate merger opportunities and innovative strategic operation management cooperation scheme to rapidly enlarge its business scale and enhance its profitability.

BALANCED NATIONWIDE DEALERSHIP NETWORK



FINANCIAL REVIEW

Revenue

For the six months ended 30 June 2018, the Group recorded a revenue of approximately RMB18,768 million, representing an increase of approximately 20.1% as compared to the revenue of approximately RMB15,628 million in the first half of 2017. The increase was mainly due to an increase in number of dealership stores, steady sales of new automobiles and rapid increase in automobile financing revenue in the period under review.

Revenue of the Group was derived from the sales of new automobiles, after-sales services, financial services and other business. In the first half of 2018, revenue from the sales of new automobiles amounted to approximately RMB15,805 million, representing an increase of approximately 19.6% as compared to approximately RMB13,215 million in the first half of 2017, and accounted for approximately 84.2% and 84.6% of the total revenue in the first half of 2018 and 2017, respectively. The revenue from sales of luxury and ultra-luxury branded automobiles increased by approximately 21.2% to RMB14,258 million from approximately RMB11,767 million in the first half of 2017, accounting for 90.2% and 89.0% of revenue from the sales of new automobiles for the first half of 2018 and 2017, respectively.

Revenue from the after-sales services business was approximately RMB2,258 million, representing a growth of approximately 24.3% as compared to approximately RMB1,817 million in the first half of 2017. In the first half of 2018, revenue from the after-sales services business accounted for approximately 12.0% of our total revenue, representing an increase of approximately 0.4 percentage point in revenue from the after-sales services business.

Cost of sales

For the six months ended 30 June 2018, the Group's cost of sales increased by approximately 18.5%, which was lower than the increase in revenue, to approximately RMB16,464 million as compared to approximately RMB13,894 million in the first half of 2017. In the first half of 2018, the cost of sales for new automobiles increased by approximately 17.7% to approximately RMB14,812 million from approximately RMB12,582 million in the first half of 2017. Cost of the after-sales services business increased by approximately 26.4% to approximately RMB1,201 million from approximately RMB950 million in the first half of 2017.

Gross profit and gross profit margin

For the six months ended 30 June 2018, the Group's gross profit increased by approximately 32.9% to RMB2,304 million from approximately RMB1,734 million in the first half of 2017, and the Group's gross profit margin grew by approximately 1.2 percentage points to approximately 12.3% from 11.1% in the first half of 2017.

The Group's gross profit was principally generated from after-sales services, sales of new automobiles business and automobile financing services. In the first half of 2018, gross profit of sales of new automobiles increased by approximately 56.5% to approximately RMB992 million from approximately RMB634 million in the first half of 2017; gross profit margin of sales of new automobiles increased to 6.3% as compared to the first half of 2017. Gross profit of sales of luxury and ultra-luxury branded automobiles dramatically boosted by approximately 65.1% as compared to the same period of last year to approximately RMB976 million, and gross profit margin of sales of luxury and ultra-luxury branded automobiles increased to 6.8% from 5.0% in the first half of 2017, such boost was mainly due to entering into the new product cycle of dealership brands. In the first half of 2018, gross profit of our after-sales services business was approximately RMB1,057 million, representing an increase of approximately 21.9% as compared to the same period last year, and gross profit margin of after-sales services business decreased by approximately 0.9 percentage point to approximately 46.8% from approximately 47.7% in the first half of 2017. Gross profit and gross profit margin of Dongzheng AFC for the first half of 2018 were RMB309 million and 63.8%, respectively.

Selling and distribution expenses

For the six months ended 30 June 2018, the Group's selling and distribution expenses increased by approximately 7.4% to approximately RMB496 million from approximately RMB462 million in the first half of 2017. Such increase was primarily due to increase in leasing charges, wages and depreciation as a result of an increase in number of dealership stores.

Administrative expenses

For the six months ended 30 June 2018, the Group's administrative expenses amounted to approximately RMB753 million, representing an increase of approximately 91.6% over approximately RMB393 million in the first half of 2017. Such increase was primarily due to an exchange loss incurred from the depreciation of Renminbi during the period under review.

Profit from operations

For the six months ended 30 June 2018, the Group's profit from operations increased by approximately 38.9% to approximately RMB1,526 million from approximately RMB1,099 million in the first half of 2017, and the operating profit margin was approximately 8.1%, representing an increase of approximately 1.1 percentage points over approximately 7.0% in the first half in 2017.

Income tax expenses

For the six months ended 30 June 2018, the Group's income tax expenses amounted to approximately RMB354 million and the effective tax rate was approximately 32.8% (first half of 2017: 31.1%).

Profit for the period

For the six months ended 30 June 2018, the Group's profit for the period increased by approximately 38.0% to approximately RMB726 million from approximately RMB526 million in the first half of 2017. During the period, profit margin was increased by approximately 0.5 percentage points to approximately 3.9% from approximately 3.4% in the first half of 2017.

Contingent liabilities

As at 30 June 2018, the Group had no material contingent liabilities or guarantees save as those assets pledged to the bank.

Current assets and current liabilities

As at 30 June 2018, the Group's current assets amounted to approximately RMB23,586 million, representing an increase of approximately RMB1,031 million as compared to the current assets of approximately RMB22,555 million as at 31 December 2017. Such increase was mainly due to increase in receivable in line with growth in 4S dealership and auto finance business.

As at 30 June 2018, the Group's current liabilities amounted to approximately RMB20,833 million, representing a decrease of approximately RMB106 million as compared to the current liabilities of approximately RMB20,939 million as at 31 December 2017, which was basically flat.

Cash flow

As at 30 June 2018, the Group had cash and cash equivalents amounting to approximately RMB2,579 million, representing a decrease of approximately RMB137 million over approximately RMB2,716 million as at 31 December 2017. The Group's transactions and monetary assets were principally conducted in RMB. The Group's primary uses of cash were to pay for purchases of new automobiles, spare parts and automobile accessories and automobile lubricant oil, to repay the Group's loans, borrowings and other indebtedness, to fund the Group's working capital and ordinary recurring expenses and to establish new dealership stores or to acquire dealership stores or other businesses. The Group finances its liquidity requirements through a combination of cash flows generated from the operating activities, bank loans and other financings. For the six months ended 30 June 2018, the Group had net cash outflow of approximately RMB1,087 million used for its operating activities (six months ended 30 June 2017: net cash inflow of approximately RMB169 million), which was primarily due to the expansion of auto finance business for offering more retail loans with self-owned cash at the Group.

Capital expenditure and investment

For the six months ended 30 June 2018, the Group's capital expenditure and investment were approximately RMB952 million.

Inventory

The Group's inventories included vehicles and automobile spare parts. In general, each of the Group's dealership stores individually manages the quotas and orders for new automobiles, automobile spare parts and other inventories. In addition, the Group utilizes its information technology systems to manage its inventory, and also monitors the inventories within its whole dealership network and may transfer automobiles from one dealership store to another to rebalance inventory levels. The inventories of the Group was approximately RMB4,021 million as at 30 June 2018, decreased by approximately RMB63 million when compared with RMB4,084 million as at 31 December 2017. Such change was due to reduction of capital in the inventories of new automobiles by the Group based upon market situation. The Group's average inventory turnover days for the first half of 2018 increased by 3.8 days to 44.4 days from 40.6 days for the first half of 2017. The following table sets forth our average inventory turnover days for the six-months indicated:

	For the six months ended 30 June (day)	
	2018	**2017**
Average inventory turnover days	**44.4**	40.6

Risks of foreign exchange fluctuation

The Group conducts its business primarily in Renminbi. Certain bank deposits and bank loans were denominated in foreign currencies. However, the Group's operating cash flow and liquidity has not been subject to significant influence from fluctuations in exchange rate. The Group used cross currency swap to hedge its US-dollar future borrowings. As at 30 June 2018, a financial liability of RMB85 million measured at fair value was recognised by the Group on the cross currency swap, and other financial assets of RMB54 million (excluding trust products) measured at fair value was recognised (31 December 2017: a financial liability of RMB134 million).

Liquidity and capital resources

Working capital and capital expenditures of the Group were primarily funded through cash generated from internal operation and borrowings provided by principal banks. As at 30 June 2018, the Group's cash and bank deposits were approximately RMB5,736 million (including: pledged bank deposits and balances with central bank of approximately RMB2,473 million, time deposits of RMB684 million and cash and cash equivalents of RMB2,579 million), representing a decrease of approximately RMB1,503 million, from approximately RMB7,239 million as at 31 December 2017. As at 30 June 2018, loans and borrowings, obligations under finance leases, and bonds payable of the Group amounted to approximately RMB20,074 million (31 December 2017: approximately RMB17,824 million). Save as loans and borrowings, obligations under finance leases, and bonds payable of approximately RMB11,128 million that bore interest at fixed rates, other loans and borrowings bore interest at floating rates. As at 30 June 2018, net gearing ratio of the Group was approximately 119.2% (31 December 2017: approximately 102.2%). Net gearing ratio was calculated as loans and borrowings, obligations under finance leases, and bonds payable less cash and bank deposits divided by total equity. The increase in the ratio was mainly attributable to the growth in the scale of the Group's auto finance business.

Pledged assets of the Group

The Group has pledged its group assets as the security for loans and borrowings as well as bank financings to be used as working capital for daily operations. As at 30 June 2018, the pledged assets of the Group amounted to approximately RMB4,012 million (31 December 2017: approximately RMB5,926 million).

Material acquisition and disposal of subsidiaries and associated companies

As disclosed in 2017 annual report, on 23 December 2017, the Group entered into an agreement on strategic operation management cooperation scheme ("SOMCS") with independent third parties, which was effective from 1 January 2018 for 10 years. The Group has obtained the right to engage in the 4S business of 10 BMW/Mini brands stores during the 10 years' period. Such SOMCS constitutes a business combination. For further information, please refer to the Company's announcement dated 23 December 2017.

Investments held in foreign currency and hedging

For the six months ended 30 June 2018, the Group did not hold any investments denominated in foreign currencies. Furthermore, the Group's working capital or liquidity did not encounter any material difficulties or material impacts as a result of the movement in exchange rate.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2018, the Group had a total of 11,234 employees in China (31 December 2017: 10,342 employees). The staff costs incurred for the six months ended 30 June 2018 were approximately RMB425 million (for the six months ended 30 June 2017: approximately RMB394 million). The Group offers competitive remuneration packages and welfare benefits, including pension, work-related compensation benefits, maternity insurance, medical and unemployment benefit plans. The Group also provided good working environment and diversified training program. The Company has adopted share option schemes for granting options to eligible employees as incentives or rewards for the contribution to the Group.

FUTURE OUTLOOK AND STRATEGIES

China's automobile market becomes increasingly mature. Due to the steady growth of household disposable income, sales of automobiles and consumption of relevant services, automobile consumption will escalate gradually. Meanwhile, there will be higher requirements for product and service quality. Due to the increasing consumption of luxury automobiles, customers will require more specialized services at various stages of consumption relating to automobiles, and will expect to enjoy one-stop integrated services which are of higher quality and convenience. The Group will take advantage of its diversified portfolio of luxury brands, mature nationwide networks as well as customized and high value-added services in respect of finance and insurance so as to create excellent customer experience. The Group will also fully exercise its advantage in integrated platform and independent business to cater for customers' changing consumption habits. Efforts will also be made to enrich its services and products and expand its service channels to fully capture opportunities. In addition, the Group will develop traditional sales networks on a more selective basis and continue to optimize internal management and operation efficiency to create greater value to its Shareholders, employees and the community.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2018, the interests of the Directors and their associates in the shares and underlying shares of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), as recorded in the register maintained by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), were as follows:

(i) Long positions in the shares and underlying shares of the Company:

Name of Director	Capacity/nature of interest	Number of Shares/ underlying Shares	Approximate percentage of shareholding
Wang Muqing	Founder of trusts	1,383,516,820 (Note 1)	56.37%
Wang Kunpeng	Beneficial Owner	1,230,000 (Note 2)	0.050%
Li Zhubo	Beneficial Owner	1,550,000 (Note 3)	0.063%

Notes:

1. These Shares are directly held by Joy Capital Holdings Limited ("Joy Capital"). Mr. Wang Muqing and Mr. Wang Weize were the founders of the family trusts that own all the issued shares of Joy Capital, and Credit Suisse Trust Limited in Guernsey is the trustee of these family trusts. The Wang family members are discretionary beneficiaries of these trusts.

2. During 2017, Mr. Wang Kunpeng exercised the options under the Pre-IPO Share Option Scheme granted to him, these represent the number of Shares which were allotted and issued.

3. Mr. Li Zhubo has a total of 1,550,000 Shares, among which 320,000 Shares were purchased in the market, and the remaining 1,230,000 Shares represented the number of Shares which during 2017, Mr. Li exericsed the options under the Pre-IPO Share Option Scheme granted to him, were allotted and issued.

Save as disclosed above, as at 30 June 2018, none of the Directors or any of their associates had any interest or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations.

INTEREST DISCLOSEABLE UNDER THE SFO AND SUBSTANTIAL SHAREHOLDERS

As at 30 June 2018, the interests or short positions of the substantial shareholders (other than the Directors) in the shares and underlying shares of the Company as recorded in the register of substantial shareholders maintained by the Company pursuant to section 336 of the SFO were as follows:

Name of Shareholders	Capacity/nature of interest	Number of Shares Held Long Position (L) Short Position (S) Lending Pool (P)	Approximate percentage of shareholding
Joy Capital	Beneficial owner (Note 1)	1,383,516,820(L)	56.37%
Wang Weize	Founder of trusts (Note 1)	1,383,516,820(L)	56.37%
Citigroup Inc.	Person having a security interest in shares	15,231,000(L)	0.62%
	Interest of controlled corporation	59,204,660(L)	2.41%
		824,961(S)	0.03%
	Approved lending agent	131,089,348(P)	5.34%

Note:

1. These Shares are directly held by Joy Capital. Mr. Wang Muqing and Mr. Wang Weize were the founders of the family trusts that own all the issued shares of Joy Capital, and Credit Suisse Trust Limited in Guernsey is the trustee of these family trusts. The Wang family members are discretionary beneficiaries of these trusts.

SHARE OPTION SCHEMES

(a) Share Option Scheme

The Company has adopted a share option scheme ("Share Option Scheme") pursuant to a resolution in writing passed by the Shareholders on 17 November 2010, which enables the Company to grant options to selected participants as incentives or rewards for their contribution to the Group. The Share Option Scheme became effective on 10 December 2010 and, unless otherwise cancelled or amended, will remain in force for 10 years from the date of its adoption.

Eligible participants of the Share Option Scheme include the following:

(i) any employee (whether full-time or part-time, including any executive director but excluding any non – executive director) of the Company, any of the Company's subsidiaries or any entity (the "Invested Entity") in which the Group holds an equity interest;

(ii) any non-executive directors (including independent non-executive directors) of the Company, any of the Company's subsidiaries or any Invested Entity;

(iii) any supplier of goods or services to any member of the Group or any Invested Entity;

(iv) any customer of the Group or any Invested Entity;

(v) any person or entity that provides research, development or other technological support to the Group or any member of any Invested Entity;

(vi) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued by any member of the Group or any Invested Entity;

(vii) any advisor (professional or otherwise) or consultant to any area of business or business development of the Group or any Invested Entity; and

(viii) any other group or classes of participants who have contributed or may contribute by way of joint venture, business alliance or other business arrangement to the growth of the Group,

and for the purposes of the Share Option Scheme, the options may be granted to any company wholly owned by one or more persons belonging to any of the above classes of participants.

As of the date of this report, the total number of shares of the Company available for issue under the Share Option Scheme and any other share option scheme of the Group must not in aggregate exceed 10% of the Shares in issue on the day on which trading of the Shares commence on the Stock Exchange, i.e. 200,000,000 Shares, representing approximately 8.15% of the issued share capital of the Company as at the date of this report.

The maximum number of Shares issuable upon exercise of the options which may be granted under the Share Option Scheme and any other share option scheme of the Group (including both exercised or outstanding options) to each participant (other than a substantial Shareholder, chief executive or Director as explained below) in any 12-month period shall not exceed 1% of the issued share capital of the Company for the time being (the "Individual Limit"). Any further grant of share options in excess of the Individual Limit is subject to Shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their respective associates (as defined under the Listing Rules), are subject to approval in advance by the independent non-executive Directors (excluding any independent non-executive director who is the grantee of the options). In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their respective associates, in excess of 0.1% of the shares of the Company in issue with an aggregate value (based on the closing price of the Company's shares at the date of the grant) in excess of HK$5 million, in the 12-month period up to and including the date of grant, are subject to Shareholders' approval in general meeting.

The offer of a grant of share options may be accepted by a participant within 21 days from the date of offer upon payment of a nominal consideration of HK$1 by the grantee. The exercise period for the share options granted is determined by the board of Directors, which period may commence from the date of acceptance of the offer for the grant of share options but shall end in any event not later than 10 years from the date of the grant of the options subject to the provisions for early termination under the Share Option Scheme.

The subscription price for shares under the Share Option Scheme shall be a price determined by the board of Directors, but shall not be less than the highest of (i) the closing price of shares of the Company as stated in the daily quotation sheets of the Stock Exchange on the date of the offer of the grant, which must be a business day; (ii) the average closing price of the shares of the Company as stated in the Stock Exchange's daily quotation sheets for the five trading days immediately preceding the date of offer of grant; and (iii) the nominal value of the shares of the Company.

Subject to the earlier termination of the Share Option Scheme in accordance with the Share Option Scheme rules, the Share Option Scheme will expire on 16 November 2020.

No options have been granted under the Share Option Scheme since its adoption.

(b) Pre-IPO Share Option Scheme

The Company has, based on a framework plan formulated on 9 August 2010, formally adopted a pre-initial public offering share option scheme ("Pre-IPO Share Option Scheme") pursuant to a resolution in writing passed by the Shareholders on 17 November 2010, which enables the Company to recognise and reward the contribution of certain Directors, senior management and employees of the Group to the growth and development of the Group and the Listing.

The share options in the Pre-IPO Share Option Scheme were fully exercised/lapsed during the year ended 31 December 2017, there was no share options outstanding as at 30 June 2018.

DISCLOSURE PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

On 12 January 2017, the Company (as borrower) entered into a facility agreement with fifteen financial institutions (as lenders) for a syndicated term loan facility for an initial aggregate amount of US$409 million (with a green shoe option of an amount up to US$600 million (inclusive of the said initial amount)). At 30 June 2018, the loan amounted to US$540 million. The final repayment date of the loan facility shall be the date falling 36 months after the first utilization date. Pursuant to the facility agreement, Mr. Wang Muqing (王木清先生), and his close relatives or any trust of which Mr. Wang and his close relatives are beneficiaries ceasing to own beneficially (whether directly or indirectly) are required to hold no less than 50% of the total issued share capital of the Company. For details, please refer to the announcement of the Company dated 18 January 2017.

On 16 January 2018, the Company (as borrower) entered into a facility agreement with nineteen financial institutions (as lenders) for a syndicated term loan facility for an initial aggregate amount of US$380 million (with a green shoe option of an amount up to US$600 million (inclusive of the said initial amount)). At 30 June 2018, the loan amounted to US$410 million. The final repayment date of the loan facility shall be the date falling 36 months after the first utilization date. Pursuant to the facility agreement, Mr. Wang Muqing (王木清先生), and his close relatives or any trust of which Mr. Wang and his close relatives are beneficiaries ceasing to own beneficially (whether directly or indirectly) are required to hold no less than 50% of the total issued share capital of the Company. For details, please refer to the announcement of the Company dated 23 January 2018.

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

Purchase of Own Shares

A total of 37,397,000 Shares (those repurchased by the Company during the period at prices ranging from HK$5.81 to HK$6.50 per Share) were settled and cancelled by the Company during the period. The aggregate amount paid by the Company for such repurchase cancelled on 23 May 2018 was approximately HK$229 million.

The Shares repurchased were cancelled and accordingly the issued share capital of the Company was reduced. The repurchase of the Company's Shares during the period were effected by the Directors pursuant to the mandate granted by Shareholders at the previous annual general meeting of the Company, with a view to benefiting Shareholders as a whole by enhancing the net asset value per Share and earnings per Share of the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2018.

PLACEMENT OF NEW SHARES AND USE OF PROCEEDS

Based on the placing agreement dated 15 December 2017, the Company completed the placing of 50,000,000 new Shares on 28 December 2017, which represent approximately 2.21% of 2,265,539,420 the issued Shares of the Company immediately after the completion as enlarged by the issue of the placing Shares, at the placing price of HK$7.60 per placing Share. For details of this placing, please refer to the announcements dated 15 December 2017 and 28 December 2017. The net proceeds from the placing were approximately HK$377 million, which the Company totally dedicated to the development of our fin-tech platform. For the year ended 31 December 2017, no net proceeds from the placing were utilized. For the six months ended 30 June 2018, around HK$100 million has been utilized as planned, and the remaining funds will be fully utilized on or before 31 December 2019 in accordance with the intended use.

Based on the placing agreement dated 11 January 2018, the Company completed the placing of 226,000,000 new Shares on 19 January 2018, which represent approximately 9.07% of the 2,491,539,420 issued Shares of the Company immediately after the completion as enlarged by the issue of the placing Shares, at the placing price of HK$7.70 per placing Share. For details of this placing, please refer to the announcements dated 11 January 2018 and 19 January 2018. The net proceeds from the placing were approximately HK$1,727 million, which the Company totally dedicated to the development of auto finance business. For the six months ended 30 June 2018, the funds has been fully utilized as planned.

PROPOSED INTERIM DIVIDEND

The Board resolved to declare an interim dividend of HK$0.10 per Share ("Interim Dividend") for the six months ended 30 June 2018 payable to the equity shareholders of the Company whose names are listed in the register of members of the Company on Friday, 21 September 2018. The Interim Dividend will be paid in cash to the Shareholders on or around Friday, 19 October 2018.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed from Wednesday, 19 September 2018 to Friday, 21 September 2018 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the Interim Dividend, unregistered holders of shares of the Company shall lodge Share transfer documents with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration before 4:30 p.m. on Tuesday, 18 September 2018.

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a securities dealing code ("Securities Dealing Code") regarding securities transactions of the Directors with standards no less exacting than that of the Model Code. In response to a specific enquiry by the Company, each of the Directors confirmed that they had complied with the Securities Dealing Code and the Model Code throughout the six months ended 30 June 2018.

CORPORATE GOVERNANCE

The Company places high value on its corporate governance practice and the Board firmly believes that a good corporate governance practice can improve accountability and transparency for the benefit of its Shareholders.

The Company has adopted the code provisions set out in the Corporate Governance Code (the "CG Code") in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). The Company had complied with the code provisions set out in the CG Code throughout the six months ended 30 June 2018.

REVIEW OF INTERIM RESULTS

The audit committee of the Company (the "Audit Committee") comprises three members, all of whom are independent non-executive Directors, namely Dr. Wong Tin Yau, Kelvin (the chairman of the Audit Committee), Dr. Cao Tong and Ms. Wang Tan Tan.

The Audit Committee has reviewed the unaudited consolidated interim financial statements for six months ended 30 June 2018. KPMG, the Group's external auditor, has carried out a review of the unaudited consolidated interim financial statements for the six months ended 30 June 2018 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.

For and on behalf of the board of Directors of
China ZhengTong Auto Services Holdings Limited
中國正通汽車服務控股有限公司
Wang Muqing
Chairman

25 August 2018

INDEPENDENT REVIEW REPORT

Review Report to the Board of Directors of
China ZhengTong Auto Services Holdings Limited
(Incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial report set out on pages 24 to 60 which comprises the consolidated statement of financial position of China ZhengTong Auto Services Holdings Limited (the "Company") as of 30 June 2018, and the related consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and condensed consolidated cash flow statement for the six months period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2018 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, *Interim financial reporting*.

KPMG
Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong
25 August 2018

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2018 – unaudited

(Expressed in RMB'000)

	Note	Six months ended 30 June 2018	2017 (Note)
Revenue	4	**18,767,748**	15,627,910
Cost of sales		**(16,463,682)**	(13,894,194)
Gross profit		**2,304,066**	1,733,716
Other income	5	**471,227**	220,808
Selling and distribution expenses		**(496,218)**	(462,219)
Administrative expenses		**(753,083)**	(393,307)
Profit from operations		**1,525,992**	1,098,998
Finance costs	6(a)	**(461,029)**	(343,823)
Share of profit of joint venture and associates		**14,915**	8,290
Profit before taxation	6	**1,079,878**	763,465
Income tax	7	**(353,903)**	(237,148)
Profit for the period		**725,975**	526,317
Attributable to:			
Equity shareholders of the Company		**710,503**	515,737
Non-controlling interests		**15,472**	10,580
Profit for the period		**725,975**	526,317
Earnings per share	8		
– Basic (RMB cents)		**29.0**	23.3
– Diluted (RMB cents)		**29.0**	23.3

The notes on pages 31 to 60 form part of this interim financial report.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2018 – unaudited
(Expressed in RMB'000)

		Six months ended 30 June	
	Note	2018	2017 (Note)
Profit for the period		**725,975**	526,317
Other comprehensive income for the period (after tax):			
Item that may be reclassified subsequently to profit or loss:			
Exchange difference on translation of:			
– financial statements of entities outside the Mainland China		**(1,962)**	18,888
Other comprehensive income for the period		**(1,962)**	18,888
Total comprehensive income for the period		**724,013**	545,205
Attributable to:			
Equity shareholders of the Company		**708,541**	534,625
Non-controlling interests		**15,472**	10,580
Total comprehensive income for the period		**724,013**	545,205

Note: The Group has initially applied HKFRS 15 and HKFRS 9 at 1 January 2018. Under the transition methods chosen, comparative information is not restated. See note 3.

The notes on pages 31 to 60 form part of this interim financial report.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2018 – unaudited

(Expressed in RMB'000)

	Note	At 30 June 2018	At 31 December 2017 (Note)
Non-current assets			
Property, plant and equipment	10	**4,873,707**	4,477,980
Lease prepayments	11	**1,439,554**	1,290,275
Receivables from financial services	12	**3,896,555**	2,478,202
Intangible assets		**4,460,615**	3,675,288
Goodwill		**2,006,335**	1,998,733
Interest in a joint venture		**281,799**	275,722
Interest in associates		**17,236**	16,398
Deferred tax assets	20	**199,907**	171,230
Long-term receivables		**182,141**	–
Other financial assets	13	**468,807**	–
		17,826,656	14,383,828
Current assets			
Inventories	14	**4,020,598**	4,084,168
Trade and other receivables	15	**9,584,697**	8,307,804
Receivables from financial services	12	**4,244,909**	2,924,012
Pledged bank deposits and balances with central bank	16	**2,473,280**	3,686,098
Time deposits		**683,915**	837,000
Cash and cash equivalents	17	**2,578,894**	2,716,220
		23,586,293	22,555,302
Current liabilities			
Loans and borrowings for financial services	18	**4,517,822**	4,023,938
Loans and borrowings for non-financial services	18	**8,445,515**	9,072,155
Obligations under finance leases		**23,101**	84,996
Trade and other payables	19	**6,261,430**	6,338,004
Income tax payables		**1,585,602**	1,419,846
		20,833,470	20,938,939
Net current assets		**2,752,823**	1,616,363
Total assets less current liabilities		**20,579,479**	16,000,191

The notes on pages 31 to 60 form part of this interim financial report.

At 30 June 2018 – unaudited
(Expressed in RMB'000)

	Note	At 30 June 2018	At 31 December 2017 (Note)
Non-current liabilities			
Loans and borrowings for non-financial services	18	**5,749,916**	3,705,990
Loans and borrowings for financial services	18	**435,666**	–
Bonds payable		**902,250**	901,463
Deferred tax liabilities	20	**1,070,017**	869,171
Obligations under finance leases		**–**	35,582
Other financial liabilities		**85,154**	134,353
Long-term payables		**309,365**	–
		8,552,368	5,646,559
NET ASSETS		**12,027,111**	10,353,632
Capital and reserves	21		
Share capital		**209,320**	193,425
Reserves		**11,650,866**	10,007,386
Total equity attributable to equity shareholders of the Company		**11,860,186**	10,200,811
Non-controlling interests		**166,925**	152,821
TOTAL EQUITY		**12,027,111**	10,353,632

Approved and authorised for issue by the board of directors on 25 August 2018.

Koh Tee Choong
Director, CEO

Li Zhubo
Director, CFO

Note: The Group has initially applied HKFRS 15 and HKFRS 9 at 1 January 2018. Under the transition methods chosen, comparative information is not restated. See note 3.

The notes on pages 31 to 60 form part of this interim financial report.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2018 – unaudited

(Expressed in RMB'000)

	Attributable to shareholders of the Company										
	Share capital	Share premium	Capital reserves	PRC statutory reserves	Exchange reserves	Discretionary surplus reserves	General reserve	Retained earnings	Sub-total	Non-controlling interests	Total equity
Balance at 1 January 2017	188,788	4,549,233	298,640	424,375	(22,413)	4,459	23,164	3,392,085	8,858,331	83,830	8,942,161
Changes in equity for the six months ended 30 June 2017:											
Profit for the period	–	–	–	–	–	–	–	515,737	515,737	10,580	526,317
Other comprehensive income	–	–	–	–	18,888	–	–	–	18,888	–	18,888
Total comprehensive income for the period	–	–	–	–	18,888	–	–	515,737	534,625	10,580	545,205
Dividends (note 21(a))	–	–	–	–	–	–	–	(193,210)	(193,210)	–	(193,210)
Balance at 30 June 2017 and 1 July 2017	188,788	4,549,233	298,640	424,375	(3,525)	4,459	23,164	3,714,612	9,199,746	94,410	9,294,156
Changes in equity for the six months ended 31 December 2017:											
Profit for the period	–	–	–	–	–	–	–	675,058	675,058	10,087	685,145
Other comprehensive income	–	–	–	–	1,898	–	–	–	1,898	–	1,898
Total comprehensive income for the period	–	–	–	–	1,898	–	–	675,058	676,956	10,087	687,043
Capital injection from non-controlling interest	–	–	–	–	–	–	–	–	–	55,000	55,000
Transfer of profits to general reserve	–	–	–	–	–	–	32,535	(32,535)	–	–	–
Dividends	–	–	–	–	–	–	–	(5)	(5)	(6,676)	(6,681)
Issue of ordinary shares by placement	4,180	311,691	–	–	–	–	–	–	315,871	–	315,871
Equity settled share-based transactions	457	14,782	(6,996)	–	–	–	–	–	8,243	–	8,243
Appropriation to reserves	–	–	–	98,252	–	–	–	(98,252)	–	–	–
Balance at 31 December 2017	193,425	4,875,706	291,644	522,627	(1,627)	4,459	55,699	4,258,878	10,200,811	152,821	10,353,632

The notes on pages 31 to 60 form part of this interim financial report.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2018 – unaudited

(Expressed in RMB'000)

	Attributable to shareholders of the Company										
	Share capital	Share premium	Capital reserves	PRC statutory reserves	Exchange reserves	Discretionary surplus reserves	General reserve	Retained earnings	Sub-total	Non-controlling interests	Total equity
Balance at 31 December 2017	193,425	4,875,706	291,644	522,627	(1,627)	4,459	55,699	4,258,878	10,200,811	152,821	10,353,632
Impact on initial application of HKFRS 9	–	–	–	–	–	–	–	(25,993)	(25,993)	(1,368)	(27,361)
Balance at 1 January 2018	193,425	4,875,706	291,644	522,627	(1,627)	4,459	55,699	4,232,885	10,174,818	151,453	10,326,271
Changes in equity for the six months ended 30 June 2018:											
Profit for the period	–	–	–	–	–	–	–	710,503	710,503	15,472	725,975
Other comprehensive income	–	–	–	–	(1,962)	–	–	–	(1,962)	–	(1,962)
Total comprehensive income for the period	–	–	–	–	(1,962)	–	–	710,503	708,541	15,472	724,013
Issue of ordinary shares by placement (note 21(b)(i))	18,891	1,424,832	–	–	–	–	–	–	1,443,723	–	1,443,723
Purchase of own shares (note 21(b)(ii))	(2,996)	(180,487)	–	–	–	–	–	–	(183,483)	–	(183,483)
Dividends (note 21(a))	–	–	–	–	–	–	–	(283,413)	(283,413)	–	(283,413)
Balance at 30 June 2018	209,320	6,120,051	291,644	522,627	(3,589)	4,459	55,699	4,659,975	11,860,186	166,925	12,027,111

The notes on pages 31 to 60 form part of this interim financial report.

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the six months ended 30 June 2018 – unaudited
(Expressed in RMB'000)

	Note	Six months ended 30 June 2018	2017 (Note)
Operating activities			
Cash (used in)/generated from operations		**(850,668)**	321,775
Tax paid		**(236,313)**	(152,349)
Net cash (used in)/generated from operating activities		**(1,086,981)**	169,426
Investing activities			
Payment for the purchase of property, plant and equipment		**(716,028)**	(406,371)
Payment for purchase of intangible assets		**(740)**	(503)
Payment for lease prepayment		**(162,759)**	(160,152)
Net cash used in acquisition of business		**(525,500)**	(60,833)
Dividend received from joint venture		**8,000**	–
Payment for purchase of financial assets		**(415,000)**	–
Other cash generated/(used in) from investing activities		**407,990**	(168,131)
Net cash used in investing activities		**(1,404,037)**	(795,990)
Financing activities			
Proceeds from issue of ordinary shares by placement		**1,443,723**	–
Dividend paid to equity shareholders of the Company		**(283,413)**	(193,210)
Payment for purchase of own shares		**(183,483)**	–
Proceeds from loans and borrowings		**10,551,407**	12,804,766
Repayment of loans and borrowings		**(9,157,451)**	(8,201,397)
Payment for redemption of bonds		**–**	(2,305,906)
Interest paid		**(464,119)**	(364,417)
Other cash generated from financing activities		**441,018**	277,786
Net cash generated from financing activities		**2,347,682**	2,017,622
Net (decrease)/increase in cash and cash equivalents		**(143,336)**	1,391,058
Cash and cash equivalents at 1 January		**2,716,220**	1,625,128
Effect of foreign exchange rate changes		**6,010**	(11,928)
Cash and cash equivalents at 30 June	17	**2,578,894**	3,004,258

Note: The Group has initially applied HKFRS 15 and HKFRS 9 at 1 January 2018. Under the transition methods chosen, comparative information is not restated. See note 3.

The notes on pages 31 to 60 form part of this interim financial report.

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

1 GENERAL INFORMATION

China ZhengTong Auto Services Holdings Limited (the "Company") was incorporated in the Cayman Islands on 9 July 2010 as an exempted company with limited liability under the Companies Law of the Cayman Islands. Its registered address is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company and its subsidiaries (collectively, the "Group") are principally engaged in 4S dealership business, supply chain business, and financial services business in the People's Republic of China (the "PRC").

2 BASIS OF PREPARATION

The interim financial report has 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 (the "HKICPA"). It was authorised for issue on 25 August 2018.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2017 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2018 annual financial statements. Details of these changes in accounting policies are set out in note 3.

The preparation of an interim financial report 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.

This interim financial report contains 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 2017 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

This interim financial report is unaudited, but has been reviewed by the Company's auditors, 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. KPMG's independent review report to the board of directors is included on page 23.

2 BASIS OF PREPARATION (CONTINUED)

The financial information relating to the financial year ended 31 December 2017 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements for the year ended 31 December 2017 are available from the Company's registered office. The auditors have expressed an unqualified opinion on those statutory financial statements in their report dated 21 March 2018.

3 CHANGES IN ACCOUNTING POLICIES

(a) Overview

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. Of these, the following developments are relevant to the Group's financial statements:

- HKFRS 9, Financial instruments
- HKFRS 15, Revenue from contracts with customers
- HK(IFRIC) 22, Foreign currency transactions and advance consideration

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

HK(IFRIC) 22 do not have a material effect on how the Group's results and financial position for the current or prior period have been prepared or presented in this interim financial report.

The Group has been impacted by HKFRS 9 in relation to classification of financial assets and measurement of credit losses and impacted by HKFRS 15 in relation to presentation of contract liabilities. Details of the changes in accounting policies are discussed in note 3(b) for HKFRS 9 and note 3(c) for HKFRS 15.

Under the transition methods chosen, the Group recognises cumulative effect of the initial application of HKFRS 9 as an adjustment to the opening balance of equity at 1 January 2018. Comparative information is not restated. The following table gives a summary of the opening balance adjustments recognised for each line item in the consolidated statement of financial position that has been impacted by HKFRS 9 and HKFRS 15.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(a) Overview (continued)

	At 31 December 2017	Impact on initial application of HKFRS 9 (Note 3(b))	Impact on initial application of HKFRS 15 (Note 3(c))	At 1 January 2018
	RMB'000	RMB'000	RMB'000	RMB'000
Receivables from financial services (current)	2,924,012	(2,230)	–	**2,921,782**
Total current assets	22,555,302	(2,230)	–	**22,553,072**
Trade and other payables				
– Receipts in advance	540,532	–	(540,532)	**–**
– Other payables and accruals	1,057,898	–	(4,696)	**1,053,202**
– Contract liabilities	–	–	545,228	**545,228**
Total current liabilities	(20,938,939)	–	–	**(20,938,939)**
Net current assets	1,616,363	(2,230)	–	**1,614,133**
Receivables from financial services (non-current)	2,478,202	(34,251)	–	**2,443,951**
Deferred tax assets	171,230	9,120	–	**180,350**
Total non-current assets	14,383,828	(25,131)	–	**14,358,697**
Total assets less current liabilities	16,000,191	(27,361)	–	**15,972,830**
Total non-current liabilities	(5,646,559)	–	–	**(5,646,559)**
Net assets	10,353,632	(27,361)	–	**10,326,271**
Reserves	(10,007,386)	25,993	–	**(9,981,393)**
Total equity attributable to equity shareholders of the Company	(10,200,811)	25,993	–	**(10,174,818)**
Non-controlling interests	(152,821)	1,368	–	**(151,453)**
Total equity	(10,353,632)	27,361	–	**(10,326,271)**

Further details of these changes are set out in sub-sections (b) and (c) of this note.

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation

HKFRS 9 replaces HKAS 39, Financial instruments: recognition and measurement. It sets out the requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items.

The Group has applied HKFRS 9 retrospectively to items that existed at 1 January 2018 in accordance with the transition requirements. The Group has recognised the cumulative effect of initial application as an adjustment to the opening equity at 1 January 2018. Therefore, comparative information continues to be reported under HKAS 39.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

The following table summarises the impact of transition to HKFRS 9 on retained earnings and non-controlling interests and the related tax impact at 1 January 2018.

Retained earnings and non-controlling interests	Impact of adopting HKFRS9 on opening balance RMB'000
Recognition of expected credit losses on:	
Financial assets measured at amortised cost	(36,481)
Related tax	9,120
Net decrease in total equity at 1 January 2018	(27,361)
Net decrease in non-controlling interests at 1 January 2018	1,368
Net decrease in retained earnings at 1 January 2018	(25,993)

(i) Classification of financial assets and financial liabilities

HKFRS 9 categories financial assets into three principal classification categories: measured at amortised cost, at fair value through other comprehensive income ("FVOCI") and at fair value through profit or loss ("FVPL"). These supersede HKAS 39's categories of held-to-maturity investments, loans and receivables, available-for-sale financial assets and financial assets measured at FVPL. The classification of financial assets under HKFRS 9 is based on the business model under which the financial asset is managed and its contractual cash flow characteristics.

The measurement categories for all financial assets and financial liabilities of the Group remain the same.

The carrying amounts for all financial assets and financial liabilities at 1 January 2018 have not been impacted by the initial application of HKFRS 9.

(ii) Credit losses

HKFRS 9 replaces the "incurred loss" model in HKAS 39 with the ECL model. The ECL model requires an ongoing measurement of credit risk associated with a financial asset and therefore recognises ECLs earlier than under the "incurred loss" accounting model in HKAS 39.

The Group applies the new ECL model to financial assets measured at amortised cost (including cash and cash equivalents, pledged bank deposits and balances with central bank, trade and other receivables, receivables from financial services and time deposits).

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Financial assets measured at fair value, including units in bond funds, equity securities measured at FVPL, equity securities designated at FVOCI (non-recycling) and derivative financial assets, are not subject to the ECL assessment.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

The expected cash shortfalls are discounted using the following discount rates where the effect of discounting is material:

– fixed-rate financial assets, trade and other receivables and contract assets: effective interest rate determined at initial recognition or an approximation thereof;

– variable-rate financial assets: current effective interest rate;

– receivables from financial lease: discount rate used in the measurement of the lease receivable;

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

In measuring ECLs, the Group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

ECLs are measured on either of the following bases:

– 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; and

– lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECL model applies.

Loss allowances for receivables from financial lease, trade and other receivables are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Measurement of ECLs (continued)

For all other financial instruments, the Group recognises a loss allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

Significant increases in credit risk

In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. In making this reassessment, the Group considers that a default event occurs when (i) the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or (ii) the financial asset has past due certain periods under different risk profiles. The Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

– failure to make payments of principal or interest on their contractually due dates;

– an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);

– an actual or expected significant deterioration in the operating results of the debtor;

– existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group;

– significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost; and

– significant increases in credit risk on other financial instruments of the same debtor.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Significant increases in credit risk (continued)

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Basis of calculation of interest income on credit-impaired financial assets

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset.

At each reporting date, the Group assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable events:

– significant financial difficulties of the debtor;

– a breach of contract, such as a default or delinquency in interest or principal payments;

– it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;

– significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; or

– the disappearance of an active market for a security because of financial difficulties of the issuer.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(ii) Credit losses (continued)

Write-off policy

The gross carrying amount of a financial asset, lease receivable or contract asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

Opening balance adjustment

As a result of this change in accounting policy, the Group has recognised additional ECLs amounting to RMB36,481,000, which decreased retained earnings by RMB25,993,000 and non-controlling interests by RMB1,368,000 and increased gross deferred tax assets by RMB9,120,000 at 1 January 2018.

The following table reconciles the closing loss allowance determined in accordance with HKAS 39 as at 31 December 2017 with the opening loss allowance determined in accordance with HKFRS 9 as at 1 January 2018.

	RMB'000
Loss allowance at 31 December 2017 under HKAS 39	55,525
Additional credit loss recognised at 1 January 2018 on:	
– Receivables from financial services	36,481
Loss allowance at 1 January 2018 under HKFRS 9	92,006

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(b) HKFRS 9, Financial instruments, including the amendments to HKFRS 9, Prepayment features with negative compensation (continued)

(iii) Transition

Changes in accounting policies resulting from the adoption of HKFRS 9 have been applied retrospectively, except as described below:

- Information relating to comparative periods has not been restated. Differences in the carrying amounts of financial assets resulting from the adoption of HKFRS 9 are recognised in retained earnings and reserves as at 1 January 2018. Accordingly, the information presented for 2017 continues to be reported under HKAS 39 and thus may not be comparable with the current period.

- The following assessments have been made on the basis of the facts and circumstances that existed at 1 January 2018 (the date of initial application of HKFRS 9 by the Group):

  - the determination of the business model within which a financial asset is held; and

- If, at the date of initial application, the assessment of whether there has been a significant increase in credit risk since initial recognition would have involved undue cost or effort, a lifetime ECL has been recognised for that financial instrument.

(c) HKFRS 15, Revenue from contracts with customers

HKFRS 15 establishes a comprehensive framework for recognising revenue and some costs from contracts with customers. HKFRS 15 replaces HKAS 18, Revenue, which covered revenue arising from sale of goods and rendering of services, and HKAS 11, Construction contracts, which specified the accounting for construction contracts.

The Group has elected to use the cumulative effect transition method. Comparative information has not been restated and continues to be reported under HKAS 18. As allowed by HKFRS 15, the Group has applied the new requirements only to contracts that were not completed before 1 January 2018.

Further details of the nature and effect of the changes on previous accounting policies are set out below:

(i) Presentation of contract liabilities

Under HKFRS 15, a receivable is recognised only if the Group has an unconditional right to consideration. If the Group recognises the related revenue before being unconditionally entitled to the consideration for the promised goods and services in the contract, then the entitlement to consideration is classified as a contract asset. Similarly, a contract liability, rather than a payable, is recognised when a customer pays consideration, or is contractually required to pay consideration and the amount is already due, before the Group recognises the related revenue. For a single contract with the customer, either a net contract asset or a net contract liability is presented. For multiple contracts, contract assets and contract liabilities of unrelated contracts are not presented on a net basis.

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

(c) HKFRS 15, Revenue from contracts with customers (continued)

(i) Presentation of contract liabilities (continued)

Previously, advance payments from customers relating to sales of passengers motor vehicles were presented in "receipts in advance" and deferred revenue relating to after-sales services were presented in "other payables and accruals" respectively.

To reflect these changes in presentation, the Group has made the following adjustments at 1 January 2018, as a result of the adoption of HKFRS 15:

– "Receipts in advance" and deferred revenue in "other payables and accruals" amounting to RMB540,532,000 and RMB4,696,000 respectively as at 1 January 2018, are now included in contract liabilities.

4 REVENUE

The Group is mainly engaged in sales of passenger motor vehicles, provision of after-sales services, provision of logistics services, sales of lubricant oil and provision of financial services. Revenue represents the sales of goods, services income rendered to customers and interest income.

The amount of each significant category of revenue recognised during the period is as follows:

	Six months ended 30 June	
	2018	**2017**
	RMB'000	**RMB'000**
Sales of passenger motor vehicles	**15,804,887**	13,215,237
After-sales services	**2,257,825**	1,817,435
Provision of logistics services	**220,652**	249,408
Sales of lubricant oil	**119,041**	102,536
Interest and service income from financial services	**365,343**	243,294
	18,767,748	15,627,910

5 OTHER INCOME

	Note	Six months ended 30 June 2018 RMB'000	2017 RMB'000
Service income		**304,054**	256,588
Interest income from bank deposits		**33,218**	12,391
Net gain on disposal of property, plant and equipment		**20,475**	14,791
Net gain/(loss) on derivative financial instruments		**66,115**	(73,998)
Government grants	(i)	**38,405**	3,876
Others		**8,960**	7,160
		471,227	220,808

(i) The government grants were received unconditionally from the local government where they reside.

6 PROFIT BEFORE TAXATION

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

	Note	Six months ended 30 June 2018 RMB'000	2017 RMB'000
(a) Finance costs:			
Interest on loans and borrowings for non-financial services and bonds payable		**459,256**	343,827
Other finance costs	(i)	**21,702**	20,590
Less: interest capitalised		**(19,929)**	(20,594)
		461,029	343,823
(b) Staff costs:			
Salaries, wages and other benefits		**391,680**	367,493
Contributions to defined contribution retirement plans	(ii)	**32,994**	26,724
		424,674	394,217

(i) It mainly represents the interest expenses arising from discounting of bills.

(ii) Employees of the Group's PRC subsidiaries are required to participate in defined contribution retirement schemes administered and operated by the local municipal governments where the subsidiaries are registered. The Group's PRC subsidiaries contribute funds which are calculated on certain percentages of the average employee salary as agreed by the respective local municipal government to the schemes to fund the retirement benefits of the employees.

The Group has no other material obligation for the payment of retirement benefits other than the annual contributions described above.

6 PROFIT BEFORE TAXATION (CONTINUED)

	Six months ended 30 June	
	2018	**2017**
		(Note)
	RMB'000	**RMB'000**
(c) Other items:		
Cost of inventories	**16,245,970**	13,643,106
Cost of interests*	**158,308**	47,435
Depreciation	**164,014**	141,164
Amortisation of lease prepayments	**13,480**	12,018
Amortisation of intangible assets	**96,882**	50,949
Operating lease charges	**214,324**	175,215
Allowance for doubtful debts of receivables from financial services	**37,443**	266
Net (gain)/loss on derivative financial Instruments	**(66,115)**	73,998
Net foreign exchange loss/(gain)	**183,921**	(56,081)

* The cost of interests is the borrowing costs for financial services, and is recognized in the cost of sales.

Note: The Group has initially applied HKFRS 15 and HKFRS 9 at 1 January 2018. Under the transition methods chosen, comparative information is not restated. See note 3.

7 INCOME TAX

Income tax in the consolidated statement of profit or loss represents:

	Six months ended 30 June	
	2018	**2017**
	RMB'000	**RMB'000**
Current tax:		
Provision for PRC income tax for the period	**392,981**	257,671
Deferred tax:		
Origination of temporary differences (note 20)	**(39,078)**	(20,523)
	353,903	237,148

7 INCOME TAX (CONTINUED)

(i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands.

(ii) No provision for Hong Kong Profits Tax was made for the Group's subsidiaries located in Hong Kong as these subsidiaries did not have assessable profits subject to Hong Kong Profits Tax during the period. The payments of dividends by Hong Kong companies are not subject to any Hong Kong withholding tax.

(iii) The PRC subsidiaries of the Group are subject to PRC Corporate Income Tax rate of 25%.

Taxation for the Group's PRC subsidiaries is calculated using the estimated annual effective rates of taxation that are expected to be applicable.

8 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share for the six months ended 30 June 2018 is based on the profit attributable to equity shareholders of the Company for the six months of RMB710,503,000 (30 June 2017: RMB515,737,000) and the weighted average number of ordinary shares of 2,452,220,728 (30 June 2017: 2,210,200,440) in issue during the period.

(b) Diluted earnings per share

The calculation of diluted earnings per share for the six months ended 30 June 2018 is based on the profit attributable to ordinary equity shareholders of the Company of RMB710,503,000 (30 June 2017: RMB515,737,000) and the weighted average number of ordinary shares of 2,452,220,728 (30 June 2017: 2,213,262,950) in issue after adjusting for the effect of all dilutive potential ordinary shares under the Company's pre-IPO employee share option scheme matured in 2017.

Weighted average number of shares (diluted)

	Six months ended 30 June	
	2018 Number of shares	**2017 Number of shares**
Weighted average number of ordinary shares	**2,452,220,728**	2,210,200,440
Effect of deemed issue of shares under the pre-IPO employee share option scheme	**–**	3,062,510
Weighted average number of ordinary shares for the purpose of diluted earnings per share	**2,452,220,728**	2,213,262,950

9 SEGMENT REPORTING

The Group manages its businesses by divisions, which are organised by business lines and 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 resource allocation and performance assessment, the Group has identified the following three major operating segments:

1 4S dealership business

4S dealership business mainly includes sales of motor vehicles, motor spare parts and provision of maintenance services through the Group's network of 4S dealership in the PRC.

2 Supply chain business

Supply chain business mainly includes provision of motor-related logistics services and trading of lubricant oil.

3 Financial services business

Financial services business mainly includes providing financial services to auto customers and dealers.

(a) Information about profit or loss, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's chief operating decision maker monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

- Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

- The measure used for reporting segment profit is profit before taxation. To arrive at profit before taxation, the Group's earnings are adjusted for items not specifically attributed to individual segments, such as head office and corporate administration costs, other income and finance costs.

- Segment assets include all current and non-current assets with the exception of intangible assets, goodwill, deferred tax assets and unallocated head office assets. Segment liabilities include all current and non-current liabilities with the exception of income tax payables, deferred tax liabilities and unallocated head office liabilities.

- In addition to receiving segment information concerning profit before taxation, management is provided with segment information concerning revenue (including inter-segment sales), loans and borrowings managed directly by the segments, depreciation, amortisation and impairment losses and additions to non-current segment assets used by the segments in their operations. Inter-segment sales are priced with reference to prices charged to external parties for similar orders.

9 SEGMENT REPORTING (CONTINUED)

(a) Information about profit or loss, assets and liabilities (continued)

For the six months ended	4S dealership business		Supply chain business		Financial services business		Total	
	2018 RMB'000	2017 RMB'000	2018 RMB'000	2017 RMB'000	2018 RMB'000	2017 RMB'000	2018 RMB'000	2017 RMB'000
Point in time	18,062,712	15,032,672	300,035	320,860	114,454	90,294	18,477,201	15,443,826
Over time	–	–	39,658	31,084	250,889	153,000	290,547	184,084
Revenue from external customers	18,062,712	15,032,672	339,693	351,944	365,343	243,294	18,767,748	15,627,910
Inter-segment revenue	–	–	–	–	176,340	19,753	176,340	19,753
Reportable segment revenue	18,062,712	15,032,672	339,693	351,944	541,683	263,047	18,944,088	15,647,663
Reportable segment profit	1,006,198	655,075	59,246	17,624	276,401	184,408	1,341,845	857,107
Depreciation and amortisation for the period	248,506	182,393	8,544	10,448	17,326	11,290	274,376	204,131
Reportable segment assets as at 30 June 2018/ 31 December 2017	19,794,469	18,437,763	577,529	308,528	8,361,112	7,235,983	28,733,110	25,982,274
Additions to non-current segment assets during the period	1,657,019	623,948	95,233	10,481	65,790	67,071	1,818,042	701,500
Reportable segment liabilities as at 30 June 2018/ 31 December 2017	(16,501,023)	(15,618,286)	(209,772)	(200,754)	(5,466,379)	(4,478,777)	(22,177,174)	(20,297,817)
Investment in a joint venture and associates as at 30 June 2018/ 31 December 2017	–	–	281,799	275,722	17,236	16,398	299,035	292,120

9 SEGMENT REPORTING (CONTINUED)

(b) Reconciliations of reportable segment profit or loss

	Six months ended 30 June	
	2018 RMB'000	2017 RMB'000
Reportable segment profit	**1,341,845**	857,107
Elimination of inter-segment profits	**(87,844)**	(17,006)
Unallocated head office (expenses)/gain	**(184,321)**	46,379
Other income	**471,227**	220,808
Finance costs	**(461,029)**	(343,823)
Consolidated profit before taxation	**1,079,878**	763,465

(c) Geographic information

As the Group solely operates in the PRC, no geographical segment information has been presented.

(d) Reconciliations of reportable segment assets and liabilities

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Assets:		
Reportable segment assets	**28,733,110**	25,982,274
Intangible assets	**4,460,615**	3,675,288
Goodwill	**2,006,335**	1,998,733
Deferred tax assets	**199,907**	171,230
Unallocated head office assets	**6,147,260**	6,346,423
Elimination of inter-segment receivables	**(134,278)**	(1,234,818)
Consolidated total assets	**41,412,949**	36,939,130
Liabilities:		
Reportable segment liabilities	**(22,177,174)**	(20,297,817)
Income tax payables	**(1,585,602)**	(1,419,846)
Deferred tax liabilities	**(1,070,017)**	(869,171)
Unallocated head office liabilities	**(4,687,323)**	(5,233,482)
Elimination of inter-segment payables	**134,278**	1,234,818
Consolidated total liabilities	**(29,385,838)**	(26,585,498)

10 PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2018, the Group acquired property, plant and equipment with original costs of RMB760,953,000 in aggregate (six months ended 30 June 2017: RMB463,217,000). Items of property, plant and equipment with a net book value of RMB201,212,000 were disposed of during the six months ended 30 June 2018 (six months ended 30 June 2017: RMB144,013,000), resulting in net gain on disposal of RMB20,475,000 (six months ended 30 June 2017: RMB14,791,000).

11 LEASE PREPAYMENTS

Lease prepayments represent cost of land use rights in respect of land located in the PRC with a lease period of 23 to 50 years when granted.

During the six months ended 30 June 2018, the Group acquired such land use rights with original costs of RMB162,759,000 in aggregate (six months ended 30 June 2017: RMB160,152,000).

12 RECEIVABLES FROM FINANCIAL SERVICES

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Current		
Receivable from retail customers	**4,125,982**	2,768,794
Receivable from auto dealers	**192,587**	200,807
Less: allowance for doubtful debts	**(73,660)**	(45,589)
	4,244,909	2,924,012
Non-Current		
Receivable from retail customers	**3,939,063**	2,488,003
Less: allowance for doubtful debts	**(42,508)**	(9,801)
	3,896,555	2,478,202
Net receivables from financial services	**8,141,464**	5,402,214

Receivable from retail customers are expected to be recovered within one to five years. Receivable from auto dealers are expected to be recovered within one year.

13 OTHER FINANCIAL ASSETS

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Financial assets carried at FVPL	**468,807**	–

Other financial assets mainly included certain investment portfolio, being managed by Western Trust Co., Ltd..

14 INVENTORIES

Inventories in the consolidated statement of financial position comprise:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Motor vehicles	**3,735,118**	3,796,651
Motor spare parts	**259,707**	258,172
Others	**25,773**	29,345
	4,020,598	4,084,168

15 TRADE AND OTHER RECEIVABLES

As of the end of the reporting period, the ageing analysis of trade debtors, based on the invoice date (or date of revenue recognition, if earlier), is as follows:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Within 3 months	**1,833,082**	917,015
Over 3 months but within 1 year	**41,843**	29,455
Over 1 year	**8,756**	6,322
Less: allowance for doubtful debts	**–**	–
Trade debtors	**1,883,681**	952,792
Prepayments	**912,763**	1,056,881
Other receivables and deposits	**6,788,253**	6,298,131
Less: allowance for doubtful debts	**–**	–
Trade and other receivables	**9,584,697**	8,307,804

15 TRADE AND OTHER RECEIVABLES (CONTINUED)

All of the trade and other receivables are expected to be recovered within one year.

Credit risk in respect of trade receivables is limited since credit sales are offered in rare cases subject to high level management's approval, for which management has a credit policy in place and the exposures to the credit risks are monitored on an ongoing basis.

The Group grants credit to its customers of the major segments as below:

Reportable segments	**Credit terms in general**
4S dealership business	Cash on delivery to 180 days
Supply chain business	30 to 90 days

16 PLEDGED BANK DEPOSITS AND BALANCES WITH CENTRAL BANK

Guarantee deposits in respect of:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Restricted guarantee deposits in respect of:		
Bank loans	**278,329**	579,176
Bills payable	**1,140,116**	1,854,919
Standby letter of credit	**1,005,000**	1,245,000
	2,423,445	3,679,095
Restricted balances with central bank:		
Statutory deposit reserve funds	**49,835**	7,003
	2,473,280	3,686,098

(i) The bank deposits pledged for banks loans and bills payables will be released upon the settlement of relevant bank loans and bills payable.

(ii) Balances with central bank is the statutory deposit reserve placed by Shanghai Dongzheng Automotive Finance Co., Ltd. with the People's Bank of China, calculated at 7.0% (2017: 7.0%) of RMB deposits received.

17 CASH AND CASH EQUIVALENTS

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Deposit with banks within 3 months of maturity	**116,500**	295,000
Cash at banks and on hand	**2,462,394**	2,421,220
Cash and cash equivalents in the consolidated statements of financial position	**2,578,894**	2,716,220
Cash and cash equivalents in the cash flow statements	**2,578,894**	2,716,220

18 LOANS AND BORROWINGS

The analysis of the carrying amount of loans and borrowings is as follows:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Current		
Loans and borrowings for financial services		
Unsecured bank loans	**4,408,905**	4,023,938
Unsecured long-term bank loans repayable within 1 year	**108,917**	–
	4,517,822	4,023,938
Loans and borrowings for non-financial services		
Unsecured bank loans	**3,162,936**	5,115,941
Current portion of unsecured long-term bank loans	**1,512,457**	613,245
Unsecured short-term commercial paper	**1,800,000**	1,600,000
Unsecured borrowings from other financial institutions	**80,000**	220,000
	6,555,393	7,549,186
Secured bank loans	**1,097,556**	759,288
Secured borrowings from other financial Institutions	**718,716**	713,681
Current portion of secured long-term bank loans	**73,850**	50,000
	8,445,515	9,072,155
Sub-total	**12,963,337**	13,096,093
Non-current		
Loans and borrowings for financial services		
Unsecured bank loans	**435,666**	–
Loans and borrowings for non-financial services		
Unsecured bank loans	**5,364,766**	3,455,990
Secured bank loans	**385,150**	250,000
	5,749,916	3,705,990
Sub-total	**6,185,582**	3,705,990
Total	**19,148,919**	16,802,083

19 TRADE AND OTHER PAYABLES

As of the end of the reporting period, the ageing analysis of trade creditors and bills payables (which are included in trade and other payables), based on the invoice date, is as follows:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Within 3 months	**4,123,055**	4,632,655
Over 3 months but within 6 months	**84,634**	90,765
Over 6 months but within 12 months	**1,166**	4,530
Total creditors and bills payable	**4,208,855**	4,727,950
Receipts in advance	**–**	540,532
Contract liabilities	**582,629**	–
Other payables and accruals	**1,458,177**	1,057,898
Payables due to third parties	**6,249,661**	6,326,380
Payables due to related parties (note 25(b))	**11,769**	11,624
Trade and other payables	**6,261,430**	6,338,004

20 DEFERRED TAX ASSETS AND LIABILITIES

The components of deferred tax assets/(liabilities) recognised in the consolidated statement of financial position and the movements during the period are as follows:

	Fair value adjustment arising from business combination RMB'000	Depreciation allowances in excess of depreciation charges RMB'000	Future benefits of tax losses RMB'000	Deferred revenue and inventory provision RMB'000	Capitalisation of interest RMB'000	Total RMB'000
Deferred tax assets/ (liabilities) arising from:						
At 1 January 2017	(831,074)	(6,444)	150,543	4,869	(32,610)	(714,716)
Acquisition of a subsidiary through business combination	(19,583)	–	–	–	–	(19,583)
Credited/(charged) to profit or loss (note 7)	12,472	232	12,668	(362)	(4,487)	20,523
At 30 June 2017	(838,185)	(6,212)	163,211	4,507	(37,097)	(713,776)
At 31 December 2017	(825,697)	(5,757)	156,080	17,002	(39,569)	(697,941)
Impact on initial application of HKFRS9	–	–	–	9,120	–	9,120
At 1 January 2018	(825,697)	(5,757)	156,080	26,122	(39,569)	(688,821)
Acquisition of a subsidiary through business combination	(220,367)	–	–	–	–	(220,367)
Credited/(charged) to profit or loss (note 7)	23,560	160	21,573	(2,779)	(3,436)	39,078
At 30 June 2018	(1,022,504)	(5,597)	177,653	23,343	(43,005)	(870,110)

20 DEFERRED TAX ASSETS AND LIABILITIES (CONTINUED)

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Representing:		
Deferred tax assets	**199,907**	171,230
Deferred tax liabilities	**(1,070,017)**	(869,171)
	(870,110)	(697,941)

21 CAPITAL, RESERVES AND DIVIDENDS

(a) Dividends

(i) Dividends payable to equity shareholders of the Company attributable to the interim period

	Six months ended 30 June 2018 RMB'000	2017 RMB'000
Interim dividend proposed after the interim period of HK$0.10 per ordinary share (six months ended 30 June 2017: nil)	**214,811**	–

The interim dividend proposed after the end of the reporting period has not been recognised as a liability at the end of the reporting period.

(ii) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved and paid during the interim period:

	Six months ended 30 June 2018 RMB'000	2017 RMB'000
Final dividend proposed in respect of the previous financial year, approved and paid during the following interim period, of HK$0.14 per ordinary share (six months ended 30 June 2017: HK$0.10 per ordinary share)	**283,413**	193,210

21 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(b) Share capital

The share capital of the Group represents the issued capital of the Company at the end of the respective reporting periods.

Movements in the authorised share capital of the Company during the period are as follows:

	At 30 June 2018		At 31 December 2017	
	Number of shares (thousand)	Amount HK$('000)	Number of shares (thousand)	Amount HK$('000)
Ordinary shares, authorised:				
Ordinary shares of HK$0.10 each	**20,000,000**	**2,000,000**	20,000,000	2,000,000
Ordinary shares, issued and fully paid:				
At 1 January	**2,265,539**	**226,554**	2,210,200	221,020
Shares issued pursuant to pre-IPO employee share option scheme	–	–	5,339	534
Issue of ordinary shares by placement (i)	**226,000**	**22,600**	50,000	5,000
Purchase of own shares (ii)	**(37,397)**	**(3,740)**	–	–
At 30 June/31 December	**2,454,142**	**245,414**	2,265,539	226,554
RMB equivalent ('000)		**209,320**		193,425

(i) Pursuant to a share placing agreement dated 11 January 2018, the Company completed a share placing by issuing 226,000,000 ordinary shares at a price of HK$7.70 per share on 19 January 2018. Consequently, RMB18,891,000 and RMB1,424,832,000 were recorded in share capital and share premium respectively.

(ii) During the six months ended 30 June 2018, the Company repurchased its own shares on The Stock Exchange of Hong Kong Limited as follows:

Month/year	Number of shares repurchased (thousand)	Highest price paid per share HK$	Lowest price paid per share HK$	Aggregate price paid HK$('000)
April 2018	37,397	6.50	5.81	228,992
				228,992

The total amount paid on the repurchased shares of RMB183,483,000 was paid with cash consideration. As a result, RMB2,996,000 and RMB180,487,000 were reduced in share capital and share premium respectively.

22 BUSINESS COMBINATION

On 23 December 2017, the Group entered into an agreement on strategic operation management cooperation scheme ("SOMCS") with independent third parties, which was effective from 1 January 2018 for 10 years. The Group has obtained the right to engage in the 4S business of 10 BMW/Mini brands stores (the "Target Companies") during the 10 years' period. Such SOMCS constitutes a business combination in accordance with HKFRS 3 "Business Combinations".

The Group bears a fixed annual payment amount of RMB71,000,000 for such arrangement during the 10 years period. Another part of the consideration is implicit, which refers to potential foregone interest income arising from the cooperation guarantee amounts of RMB490,000,000. The present value of the fixed annual payment and the foregone interest income resulted from the cooperation guarantee amounts together constitutes the total consideration for the business combination, which was approximately RMB697,315,000.

The above acquisition had the following effect on the Group's assets and liabilities:

	Carrying amounts RMB'000	Fair value adjustments RMB'000	Recognised values on acquisition RMB'000
Property, plant and equipment	28,612	–	28,612
Intangible assets	–	881,468	881,468
Deferred tax liabilities	–	(220,367)	(220,367)
Net identified assets and liabilities	28,612	661,101	689,713
Percentage attributable to the Group			100%
Net identified assets and liabilities attributable to the Group			689,713
Goodwill			7,602
Total consideration			697,315
Analysis of the net cash outflow in respect of the acquisition:			
Cooperation guarantee amounts paid			490,000
Cash consideration paid			35,500
Net cash outflow in acquisition			525,500

Pre-acquisition carrying amounts were determined based on applicable HKFRSs immediately before the acquisition. The values of assets, liabilities and contingent liabilities recognised on acquisition are their estimated fair values.

The revenue and profit that those subsidiaries under the SOMCS contributed to the Group during the period ended 30 June 2018 are RMB899,849,000 and RMB50,831,000 respectively. The amortisation of accompanying intangible assets acquired by the Group amounted to RMB33,055,000, after reversing deferred tax liabilities, for the six months ended 30 June 2018.

23 COMMITMENTS

(a) Capital commitments

Capital commitments of the Group in respect of property, plant and equipment outstanding at 30 June 2018 not provided for in the condensed consolidated financial statements were as follows:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Contracted for	**339,046**	1,030,235

(b) Operating lease commitments

At 30 June 2018, the total future minimum lease payments under non-cancellable operating leases are payable as follows:

	At 30 June 2018 RMB'000	At 31 December 2017 RMB'000
Within 1 year	**393,978**	495,566
After 1 year but within 5 years	**955,430**	987,004
After 5 years	**827,427**	878,794
	2,176,835	2,361,364

The Group is the lessee in respect of a number of properties and land use rights held under operating leases. The leases typically run for an initial period between 1 and 20 years, with an option to renew the lease after that date. None of the leases includes contingent rentals.

24 CONTINGENT LIABILITIES

As of 30 June 2018, the Group did not have any significant contingent liabilities.

25 MATERIAL RELATED PARTY TRANSACTIONS

During the period ended 30 June 2018, the directors are of the view that the following individual/companies are related parties of the Group:

Name of party	Relationship
Wang Muqing and Wang Muqing's family member 王木清及王木清家屬	Controlling Shareholder
Beijing Guangze Real Estate Development Co., Ltd. ("Beijing Guangze") 北京廣澤房地產開發有限公司	Controlled by Wang Muqing's family members
Hubei Xike Industry Co., Ltd. ("Hubei Xike") 湖北熙可實業有限公司	Controlled by Wang Muqing's family members
Beijing Baoze Automobile Technology Development Co., Ltd. ("Beijing Baoze Technology") 北京寶澤汽車科技發展有限公司	Controlled by Beijing Guangze
Inner Mongolia Shengze Dingjie Automobile Trading Co., Ltd. ("Inner Mongolia Shengze Dingjie") 內蒙古聖澤鼎傑汽車貿易有限公司	Controlled by Beijing Guangze
Changsha Shengze Ruibao Electronics Trading Co., Ltd. ("Changsha Shengze Ruibao") 長沙聖澤瑞寶電子產品貿易有限公司	Controlled by Beijing Guangze
Wuhan Shengze Jieyun Trading Co., Ltd. ("Wuhan Jieyun") 武漢聖澤捷運貿易有限公司	Controlled by Beijing Guangze
Wuhan Shengze Jiezhong Logistics Co., Ltd. ("Wuhan Jiezhong") 武漢聖澤捷眾物流有限公司	Controlled by Beijing Guangze
Wuhan Jiangrong Investment Co., Ltd. ("Wuhan Investment") 武漢江融投資有限公司	Controlled by Beijing Guangze

Note: The English translation of the company names is for reference only. The official names of the companies established in the PRC are in Chinese.

25 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(a) Recurring transactions

	Six months ended 30 June	
	2018	**2017**
	RMB'000	**RMB'000**
Rental expense:		
Beijing Baoze Technology	**17,831**	16,087
Hubei Xike	**2,797**	2,797
Inner Mongolia Shengze Dingjie	**11,570**	11,562
Changsha Shengze Ruibao	**1,244**	1,244
Wuhan Jieyun	**7,087**	7,087
Wuhan Jiezhong	**1,272**	1,272
Wuhan Investment	**8,173**	8,173
	49,974	48,222

The Company's directors are of the opinion that the above related party transactions were conducted on terms no less favourable to the Group than terms available to or from independent third parties and in the ordinary course of business.

(b) Balances with related parties

As at the end of the respective reporting periods, the Group had the following balances with related parties:

	At 30 June 2018	**At 31 December 2017**
	RMB'000	**RMB'000**
Due to related parties:		
Beijing Baoze Technology	**1,650**	913
Inner Mongolia Shengze Dingjie	**10,119**	10,711
	11,769	11,624

26 NON-ADJUSTING EVENT AFTER THE REPORTING PERIOD

After the end of the reporting period, the directors declared an interim dividend. Further details are disclosed in note 21(a)

27 ULTIMATE HOLDING COMPANY

The directors consider the ultimate holding company of the Company to be Joy Capital Holdings Limited, which was incorporated in the British Virgin Islands.

28 COMPARATIVE FIGURES

The Group has initially applied HKFRS 15 and HKFRS 9 at 1 January 2018. Under the transition methods chosen, comparative information is not restated. Further details of the changes in accounting policies are disclosed in note 3.

29 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE SIX MONTHS ENDED 30 JUNE 2018

A number of amendments and new standards are effective for annual periods beginning after 1 January 2018 and earlier application is permitted. Except for the amendments to HKFRS 9, Prepayment features with negative compensation, which have been adopted at the same time as HKFRS 9 (see note 3(b)), the Group has not early adopted any new or amended standards in preparing this interim financial report.

The Group has the following update to the information provided in the last annual financial statements in respect of HKFRS 16, Leases, which may have a significant impact on the Group's consolidated financial statements.

HKFRS 16, Leases

As discussed in the 2017 annual financial statements, currently the Group classifies leases into finance leases and operating leases and accounts for the lease arrangements differently, depending on the classification of the lease. Upon the adoption of HKFRS 16, where the Group is the lessee under the lease the Group will be required to account for all leases in a similar way to current finance lease accounting, i.e. recognise and measure a lease liability at the present value of the minimum future lease payments and recognise a corresponding "right-of-use" asset at the commencement date of the lease, subject to practical expedients. HKFRS 16 will primarily affect the Group's accounting as a lessee of leases for items of property, plant and equipment which are currently classified as operating leases.

29 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE SIX MONTHS ENDED 30 JUNE 2018 (CONTINUED)

HKFRS 16, Leases (continued)

The following is an updated information about the Group's future minimum lease payments, based on the non-cancellable operating leases that have been entered into by 30 June 2018:

	At 30 June 2018 RMB'000
Amounts payable:	
Within 6 months	**246,421**
After 6 months but within 1 year	**147,557**
After 1 year but within 5 years	**955,430**
After 5 years	**827,427**
	2,176,835

Upon the initial adoption of HKFRS 16 at 1 January 2019, the present value of most of the future minimum lease payments that are payable after 6 months will be recognised as lease liabilities, with corresponding right-of-use assets recognised as non-current assets. The Group will need to perform a more detailed analysis to determine the amounts of new assets and liabilities arising from operating lease commitments on adoption of HKFRS 16, after taking into account the applicability of the practical expedient and adjusting for any leases entered into or terminated between now and the adoption of HKFRS 16.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Wang Muqing *(Chairman)*
Mr. Wang Kunpeng *(Vice Chairman)*
Mr. Koh Tee Choong *(Chief Executive Officer)*
Mr. Li Zhubo
Mr. Wan To
Mr. Shao Yong Jun

Independent Non-executive Directors

Dr. Wong Tin Yau, Kelvin
Dr. Cao Tong
Ms. Wong Tan Tan

REGISTERED OFFICE

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

HEADQUARTERS

Baoze Plaza
No. 59 West Third-Ring South Road
Beijing, PRC

PLACE OF BUSINESS IN HONG KONG

Unit 5905, 59/F
The Center
99 Queen's Road Central
Hong Kong

WEBSITE ADDRESS

www.zhengtongauto.com

COMPANY SECRETARY

Ms. Yeung Wing Yee

AUTHORIZED REPRESENTATIVES

Mr. Shao Yong Jun
Mr. Li Zhubo

AUDIT COMMITTEE

Dr. Wong Tin Yau, Kelvin *(Chairman)*
Dr. Cao Tong
Ms. Wong Tan Tan

NOMINATION COMMITTEE

Mr. Wang Muqing *(Chairman)*
Dr. Cao Tong
Ms. Wong Tan Tan

REMUNERATION COMMITTEE

Dr. Cao Tong *(Chairman)*
Mr. Wang Muqing
Dr. Wong Tin Yau, Kelvin

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
46th Floor, Hopewell Centre
183 Queen's Road East
Wan Chai, Hong Kong

CAYMAN ISLANDS SHARE REGISTRAR

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

PRINCIPAL BANKERS

China Construction Bank Corporation, Hubei Branch
Industrial and Commercial Bank of China, Wuhan Branch
Bank of China, Hubei Branch
Industrial Bank Co., Ltd., Wuhan Branch
China Merchants Bank, Wuhan Branch
China Minsheng Banking Corp., Ltd., Communications Finance Business Department
China Guangfa Bank, Shanghai Branch
Shanghai Pudong Development Bank Co., Ltd.
DBS Bank (China) Limited
Standard Chartered Bank (China) Limited
The Hongkong and Shanghai Banking Corporation Limited
The Bank of East Asia (China) Limited
Ping An Bank Company Limited, Shanghai Branch
China Citic Bank Corporation Limited, Headquarter General Banking

AUDITORS

KPMG
Certified Public Accountants

HONG KONG LEGAL COUNSELS

Chiu & Partners
Clifford Chance

正通

CHINA ZHENGTONG
AUTO SERVICES HOLDINGS LIMITED
中國正通汽車服務控股有限公司

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