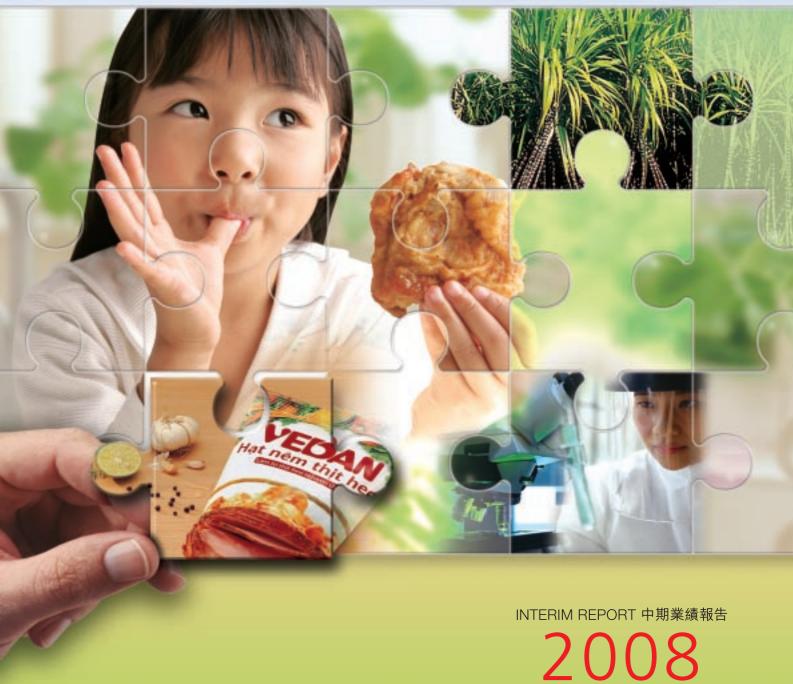


Vedan International (Holdings) Limited 味丹國際(控股)有限公司

Stock Code: 2317

Nature, Science and Taste



Mission 使命

To be Asia's leading manufacturer of fermentation - based amino acids, food additive products and cassava starch based products

發酵氨基酸、食品添加劑、木薯澱粉 產品,味丹獨專,亞洲首選





Financial Highlights 財務摘要

	Unaudited 未經審核 Six months ended 30 June 2008 截至二零零八年 六月三十日止 六個月 US\$'000 千美元	Unaudited 未經審核 Six months ended 30 June 2007 截至二零零七年 六月三十日止 六個月 US\$'000 千美元	Change 變動
Results業績Turnover營業額Profit before taxation除税前盈利Profit attributable to shareholders股東應佔盈利Basic earnings per share (US cents)每股基本盈利(美仙)Diluted earnings per share (US cents)每股攤薄盈利(美仙)Interim dividend declared per share(US cents)(US cents)(美仙)(HK cents)(港仙)	182,735 11,312 9,278 0.61 - 0.305 2.379	146,760 9,865 7,992 0.52 0.52 0.262 2.043	24.5% 14.7% 16.1% 17.3%

Turnover 營業額

6 months ended 30 June 2008 截至二零零八年六月三十日止六個月

Net Profit 純利

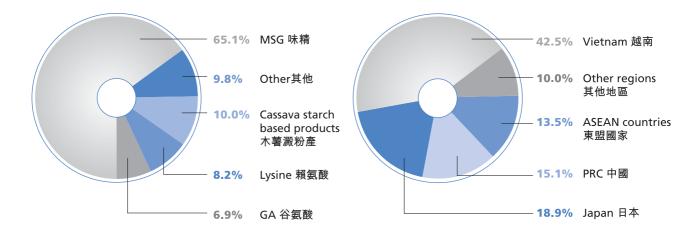
6 months ended 30 June 2008 截至二零零八年六月三十日止六個月



Turnover by Products 按產品分類之營業額

6 months ended 30 June 2008 截至二零零八年六月三十日止六個月





Corporate Information 公司資料

BOARD OF DIRECTORS

Executive Directors

Yang, Tou-Hsiung (Chairman) Yang, Cheng Yang, Kun-Hsiang (CEO) Yang, Chen-Wen Wang, Joel J.

Non-executive Directors

Huang, Ching-Jung Chou, Szu-cheng

Independent Non-executive Directors

Chao, Pei-Hong* Ko, Jim-Chen* Chen, Joen-Ray*

* member of Audit Committee

AUTHORISED REPRESENTATIVES

Yang, Kun-Hsiang Wang, Joel J.

COMPANY SECRETARY

Lo, Chi-Man

AUDITORS

PricewaterhouseCoopers 22nd Floor, Prince's Building, Central, Hong Kong

LEGAL ADVISORS

Deacons 5th Floor, Alexandra House, 16-20 Chater Road, Central, Hong Kong

REGISTERED OFFICE

Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681 GT George Town, Grand Cayman, British West Indies

SHARE REGISTRARS

Tricor Tengis Limited 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong

董事會

執行董事

楊頭雄(主席) 楊 正 楊坤祥(行政總裁) 楊辰文 王肇樹

非執行董事

黃景榮 周賜程

獨立非執行董事

趙培宏* 柯俊禎* 陳忠瑞*

* 審核委員會成員

法定代表

楊坤祥 王肇樹

公司秘書

羅志文

核數師

羅兵咸永道會計師事務所 香港中環太子大廈22樓

法律顧問

的近律師行 香港中環遮打道16-20號 歷山大廈5樓

註冊辦事處

Century Yard, Cricket Square, Hutchins Drive, P.O. Box 2681 GT George Town, Grand Cayman, British West Indies

股票過戶及登記處

卓佳登捷時有限公司 香港灣仔 皇后大道東28號金鐘匯中心26樓 03



Corporate Information 公司資料

STOCK CODE

The Stock Exchange of Hong Kong: 2317 Bloomberg: 2317 HK Reuters: 2317.HK

INTERNET ADDRESS

Website: www.vedaninternational.com Email address: vdi@vedaninternational.com

PRINCIPAL PLACE OF BUSINESS

公司股份編號

香港聯交所:2317 彭博:2317 HK 路透社:2317.HK

互聯網網址

網址:www.vedaninternational.com 電郵地址:vdi@vedaninternational.com

主要營業地點

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Shanghai Office:	158 Chexin Road, Songjiang Park, Shanghai, PRC Tel: (86) 21-5760 2525 Fax: (86) 21-5760 2030	上海辦事處:	中國上海市 松江區車新公路158號 電話:(86) 21-5760 2525 傳真:(86) 21-5760 2030
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Shandong Office:	Xue-hua Industry Park, Jining High & New Tech. Industries Development Zone, Shandong Province, PRC Tel: (86) 537-3866566 Fax: (86) 537-3768566	山東辦事處:	中國山東省 濟寧高新技術開發區 雪花工業園 電話:(86)537-3866566 傳真:(86)537-3768566
Hong Kong Office:	Suite 3706, 37/F, Shun Tak Centre, West Tower, 200 Connaught Road Central, Hong Kong Tel: (852) 2854-2812 Fax: (852) 2544-6452	香港辦事處:	香港 干諾道中200號 信德中心西座37樓3706室 電話:(852)2854-2812 傳真:(852)2544-6452
Taiwan Office:	18, Jinhua Street, Shalu, Taichung, Taiwan, R.O.C. Tel: (886) 4-2665-2178 Fax: (886) 4-2665-6463	台灣辦事處:	中華民國台灣 台中縣沙鹿鎮錦華街18號 電話:(886)4-2665-2178 傳真:(886)4-2665-6463

Chairman's Statement 主席報告書

In the first half of 2008, the overall raw material supply and demand trends in the international market continued on the same path as in the preceding year. Hefty oil price and unstable climates had kept the prices of raw materials consistently high and accordingly pushed up production costs of the Group. Fortunately, the Group was able to make key raw material procurement arrangement for the year at the beginning of the year. At the same time, the Group adjusted its marketing strategies including raising the selling price of its products to reflect increased cost and enhance profit. Thus, despite of the pressure of global inflation and high material prices, the Group performed better during the review period than the same period last year.

In May, affected by economic factors such as high inflation and trade deficit, the Vietnamese Dong devaluated slightly and that raised the exchange loss of the Group's plant in Vietnam. However, the Group recorded marked growth in export sales which was mainly denominated in US Dollars. Thus, all taken into account, depreciation of the Vietnam Dong did not posed serious impact on the turnover and profitability of the Group. At the active intervention of the Vietnamese Government, this situation has been corrected.

The overall performance of the Group in the first half of 2008 reflected continuous strong demands for its products in the market. Total turnover of the Group reached US\$ 182,735,000, representing an increase of 24.5% against the last corresponding period. Net profit exceeded US\$9,278,000, 16.1% higher than in the same period last year. As for the Vietnam market, which felt pressure from depreciation of the Vietnam Dong, the Group increased the proportion of export sales and accordingly turnover from domestic sales recorded but only 0.1% increase. As for the China market, high raw material prices also and intense competition affected its growth momentum, with turnover growing by just 13.9%. However, ASEAN countries and the Japan market achieved satisfactory performance in the first half year, with turnover up by 72.7% and 56.1% respectively. At the efforts of the Group to penetrate these markets in the past few years, they have become important indispensable markets and drivers of steady growth of the Group. By product, sales of core products of the Group increased steadily in the first half year, with MSG, lysine, modified starch and specialty chemicals all performing brilliantly driven by increased demands. The turnover from lysine and modified starch, in particular, soared 99.6% and 62.3% respectively when compared with the same period in 2007. Increasing market demands and the improving operational results of these operations have greatly boosted the Group's confidence in future development.

Facing the same threat of tense raw material supply as enterprises in different industries around the world, the Group has been keen on securing access to raw materials. In addition to adopting flexible procurement from diverse sources, the Group has continued to conduct researches on carbohydrate sources and extend plantation areas of such sources to divest risks and lower cost of carbohydrate sources. Moreover, capitalizing on the production advantages of its core businesses, the Group continued to enhance production efficiency and trim production costs during the period. On the operational front, apart from timely adjustment of the prices of products for domestic market and export to reflect increased costs, efforts were made to expand export so as to compensate exchange loss caused by depreciation of the Vietnam Dong, as well as further penetration into regional markets and counter operational risks. The fluctuating Vietnamese economy in the first half year commanded the Group to conduct its business with prudent and implement relevant strategies including lowering costs and all operating expenses and expanding overseas markets. These initiatives enabled the Group to grow its business and profit notably despite the adverse market environment.

2008年上半年國際整體原物料的供需情勢延續去 年之走向,受到原油價格高漲與氣候不穩定的影響,使公司生產所需原料之價格仍居高不下,墊 高生產成本。所幸集團於年初已做好部份主原料 的年度採購安排。同時、集團於期內亦不斷調整 行銷策略,拉高產品售價反映增加之成本,以提 升利潤。故雖在全球性的通貨膨脹與原物料價格 飛漲下,集團的營運表現仍較去年同期成長。

另一方面,今年5月,集團營運最重要的越南市 場,因為通貨膨脹與貿易逆差等經濟因素影響, 造成越幣微幅貶值,使越南廠獲利在帳面上有些 微的匯率損失。但集團的外銷業績不斷大幅成 長,收入以美元為主,因此,越幣貶值對集團的 營收和獲利並未造成嚴重影響。目前在越南政府 的積極管控下,此不利情勢已回穩。

綜觀集團2008年上半年之營運,市場對公司產品 需求仍強勁,整體營業額達182,735,000美元, 較2007年同期提升24.5%,淨利超過927.8萬美 元,較去年度同期增加16.1%。各主要市場,除 越南市場因越幣貶值,集團調整增加越南廠外銷 的比例,故其營業額僅成長0.1%,中國市場也因 原物料價格高漲,競爭激烈,影響成長動力,使 營收也僅成長13.9%。不過,東盟國家與日本市 場在上半年的營運卻有不俗的表現,分別有 72.7%與56.1%之顯著成長,這兩地市場在集團 幾年的深耕經營下,已成為集團穩定增長、不可 或缺的重要市場。另一方面、集團的核心產品在 今年上半年的營業表現也都有穩健的提升,由於 市場需求有增無減、味精、賴氨酸、變性澱粉與 特用化學品在各主要市場都有亮麗的業績,尤其 是離氨酸與變性澱粉的營收,較去年同期更是分 別增加99.6%與62.3%。此等市場需求的成長與 營運成果的增加,也加深集團對此產業發展的信 心。

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PROSPECTS OF THE SECOND HALF YEAR

Since the beginning of the year, there have been signs pointing to continuous global inflation and shortage of raw material supply. To tackle these looming uncertainties yet to clear, the management has a series of measures mapped out for the second half year. First and foremost, the Group will focus on securing supply of low-cost raw materials. In addition to developing high-yield carbohydrate sources such as tropical sugar beet and sweet sorghum, the Group also started to look for more carbohydrate sources in Vietnam, Laos and Cambodia since last year. It expects these efforts to bear results in the next few years. Other than securing raw material supply, the Group will continue the talks with several overseas companies owning advanced technologies about technological cooperation and production projects to improve its technology, efficiency and sales of new products.

After securing stable supply of raw materials and fully realising technological efficiency, the Group expects to be able to apply its sales and marketing competence to meet growing market demands, and expand and strengthen its core amino acids and modified starch products. The Group will also adjust its sales strategies to reflect changes in cost and cement its profit base. Furthermore, the Group is evaluating plans to expand production capacities for existing products so as to cater for growing market demands. At the same time, heeding the advancement and changes in the Vietnamese consumer market, the Group has been actively planning and integrating the local channel structure and sales organization with the aiming of achieving further breakthroughs in the market. Although Vietnamese economy fluctuated in the past few months, the government was quick to respond and implement relevant combat tactics and strategies. Based on the various economic indicators available now, those measures have been effective in mitigating adverse factors and stabilising the economy, and are expected to soon send the country back on track to achieving set economic goals. The Group is also confident of the long term sustainable development of the Vietnamese economy.

MSG and seasonings will remain as the core products of our China operation. However, with competition extremely intensive in the market and raw material prices standing high pushing up production costs and squeezing profit, the Group is exploring different relevant strategies and projects with higher value added products to improve operational returns and profit.

Operating in a fast changing environment, apart from realising and extending its existing fermentation related technology and marketing and sales advantages, the Group also hopes to capitalise on the opportunities arising in the booming Vietnamese economy and its own firm operational foundation and geographical advantages to pursue different businesses and reap synergies and enhance overall operational results. All of us in the Group are realize that challenges are still persisting in the operating environment. We vow to continue to work hard and with prudence, and with an open mind and emphasis on pragmatism in overcome all difficulties. We will strive to improve business results and maintain profit growth, and continue to take our businesses to new grounds and create higher value for shareholders.

By order of the Board Yang, Tou-Hsiung Chairman

Hong Kong, 9 September 2008

展望下半年

今年以來、全球通貨膨脹與原料供應短缺仍有延續之跡象,整體情勢仍未明朗。集團經營層瞭解 到這個處境,已計劃採取各項措施來克服此等不 確定因素。在下半年,集團首要的工作仍是低成 本原料的掌握,集團除持續進行高效益糖源如熱 帶甜菜與甜高粱等作物的開發,同時、自去年 步糖質原料的來源,預計在未來幾年會逐漸顯現 成效。除原料的掌握外、集團持續與數家擁有先 進技術的國外公司商談各項技術合作及生產的項 目,以提升技術及效率並增加新產品的營運。

一旦集團能確保原料的掌握與技術效率之發揮、 集團將順應市場需求的成長,發揮產銷優勢,擴 大與強化集團核心的氨基酸與變性澱粉產品之拓 展,並依市場狀況適時調整行銷策略,反映成本 的變動,以期穩固集團獲利之基礎。更進一步 地,集團也正評估對現有產品擴產的計劃,以滿 足市場與日俱增的需求。同時、為因應越南消費 市場的進步及轉變,集團在越南也正積極規劃及 整合當地的通路架構與行銷組織,以期在越南市 場之營運能有更突破性的躍進。雖然這幾個月以 來,越南的經濟環境有微幅的調整與波動,但越 南政府也立即採取相關的穩定措施與策略,以目 前各項的經濟指標來看,此等措施已有效減緩波 動因素與穩定經濟情勢,相信在短期間內,可恢 復其應有的經濟目標,我們也對越南長期且持續 的經濟發展深具信心。

集團於中國市場仍致力於味精與調味料深耕經 營,但因目前國內同業的競爭相當激烈,原物料 價格尚處高檔,導致生產成本仍高,壓縮利潤, 集團對此亦正計劃因應策略與尋找較高附加價值 之營業項目以提高營業成果與獲利貢獻。

處於現今多變的總體環境下,集團除更穩健地發 揮與延伸原有之醱酵技術與行銷優勢外,也希望 藉由越南經濟起飛的廣大商機,結合已深耕之基 礎與地緣利基,投入不同領域的產業,冀望更能 發揮加乘之效果,以期提升全面性的經營績效。 尤其、集團內的各級同仁均也體認到經營環境尚 充滿挑戰,我們更將秉持一貫勤奮的態度,以讓 傾的計劃、開創的心胸與務實的做法來克服眼前 種種的困難,努力推升業績,保持盈利成長,繼 續不斷地為集團開拓更廣的領域,並與為股東創 造更高之價值。

承董事會命 *主席* **楊頭雄**

香港 二零零八年九月九日

Management discussion and analysis 管理層討論及分析

BUSINESS OVERVIEW

International oil price has been climbing since the second half of 2004 up to the record high of US\$140 a barrel during the period under review. Apart from the cost of energy, transportation and packaging, the prices of agricultural products also rocketed, posing barrier on many manufacturers, including the Group, in growing profit. The Group faced major severe challenges in its two major production bases and markets, Vietnam and China. The former saw surge in foreign investment resulting in an overheated economy with inflation sky high at 26% at the end of April. The country also imported raw materials and equipment in large guantities in anticipation of further price hikes and purchased gold for hedging. All these actions led to increase in big trade deficit and sparked concerns that the country would be driven into a financial crisis. Fortunately, the economic foundation of Vietnam continued to be sound and foreign exports were growing, plus the Vietnamese Government adopting effective measures, the financial threats the country faced have eased. However, the tighter monetary policy, increased interest rate, restriction on credit expansion by banks and deferring large investment projects have all affected economic growth of the country. The Vietnamese Government has adjusted the GDP growth rate forecast from previously 8.5% to 7%, while the estimate of The World Bank is around 6.7%. With economic growth restrained and inflation and interest rate standing high, consumers and manufacturers will become more conservative, which is not conducive to expansion of product sales and reflecting cost hikes in product prices.

Operations in China also faced similar challenges. The surge in raw material and fuel costs and high inflation rate pushed up production cost, and competition intensified in the consolidating market. These phenomena prevented reflection of risen cost in product prices and in turn profit was squeezed.

Nevertheless, the Group's performance showed remarkable results attributable to increased sales price and sales volume, the Group's total turnover grew notably to US\$182,735,000, an increase of US\$35,975,000 or 24.5% from US\$146,760,000 in the same period last year. However, as increment in costs could not be fully reflected in the selling prices, the Group's gross profit margin actually had a slight decline from 19.4% to 18.6% and net profit margin was down from 5.4% to 5.1%. However, as for overall gross profit and net profit attributable to equity holders of the company, the recorded year-on-year growth were 19.4% and 16.1% respectively to US\$33,933,000 and US\$9,278,000 against US\$28,415,000 and US\$7,992,000 in the first half of 2007.

Although profitability of the Group was affected by high raw material and fuel costs, its Vietnam plant still boasted competitive advantages over other competitors in upstream and downstream operations and horizontal integration. As the Group reduced GA production and turned to producing MSG, which had higher added value, turnover of GA dropped during the period. Other than that, all of the Group's products saw steady growth. As for international sales, except for Vietnam with but slight growth, all other markets had double-digit growth, reflecting the effectiveness of the Group's market diversification strategy and the cross-selling opportunities of different products of the Group in the same market. The Group has built an excellent sales platform for realising diverse operations in the same region which will enhance its turnover and profitability in the future.

業務總覽

由於國際油價自2004年下半年開始上漲以來,一 反常態一直維持上揚趨勢,期內甚至上揚到每桶 140美元水平。不僅能源運輸、包材等成本大幅 上昇,亦造成農產品價格鉅幅上漲,造成絕大多 數生產業者面臨獲利成長的瓶頸,我集團當然亦 不能避免。特別是集團最主要的兩個生產基地和 市場:越南和中國亦遇到更嚴厲的挑戰。前者在 期內因近年來經濟快速成長,外人投資倍數成 長,造成經濟過熱,年通貨膨脹高漲,到四月底 為26%,再加上預期物價高漲或投機心態,提前 大量進口原料及設備,甚至為保值心態,大量進 口黃金,亦造成貿易赤字倍數成長,因而引起外 界之疑慮,是否會造成金融危機。所幸越南經濟 基本面依然看好,外資出口持續高度成長,再加 上政府採取有效適宜的手段,目前整體越南金融 緊張情況已大幅減緩,但政府採取貨幣緊縮政 策,提高利率,減少銀行信用擴張,放緩大型投 資案,均影響經濟成長。越南政府已修正原GDP 成長率由8.5%下修為7%,世界銀行預估全年 GDP應在6.7%左右。在經濟成長減緩,高通貨膨 脹及高利率之下,消費者或生產廠商將變得更加 保守,相較之下,較不利於產品之拓展,在售價 之提高以反應成本之情形亦遇到挑戰。

在中國區營運亦遇到類似的挑戰,除各項原物 料、能源成本高漲,再加上高通貨膨脹率,使製 造成本高居不下,市場又面臨整合而競爭劇烈, 無法充分反映成本,影響到獲利空間。

整體而言,營收因為售價及銷售量均有提昇成長 亮麗,增長金額35,975,000美元,總營收為 182,735,000美元,比去年同期146,760,000美元 增長24.5%,但獲利則因成本大幅上昇無法充分 反應於售價,影響到毛利率略微下滑,由19.4% 減少為18.6%,淨利率則由5.4%下降到5.1%。 但整體毛利、淨利和去年同期比較,依然有 19.4%及16.1%之增長,金額分別為33,933,000 美元及9,278,000美元,高於2007年上半年 28,415,000美元和7,992,000美元。

雖然獲利因原物料、能源成本影響無法提高,但 集團越南廠相對其他競爭者亦擁有上下游及水平 整合之優勢,故各項產品除谷氨酸因轉作附加價 值較高之味精而營收減少外,其餘產品項目都有 成長。同時在全球各地區銷售方面,除越南是略 為成長外,其他地區均有雙位數之成長。這落實 集團分散市場之策略,同時亦提供同一地區集團 產品交叉銷售的機會,這對同一地區業務多元 化,增加營收獲利提供一良好的銷售平台,將有 助於集團未來營收及獲利之增長。

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BUSINESS ANALYSIS

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(1) Sales Analysis by Product

Unit: US\$'000

經營分析

(一) 產品銷售分析

單位:千美元

Project 項目			First half of 2008 2008年上半年		First half of 2007 2007年上半年		Growth/drop (%) 增/減(%)	
		US'000 千美元	% %	US′000 千美元	% %	Difference 差額	% %	
MSG	味精	118,957	65.1%	95,650	65.2%	23,307	24.4%	
GA	谷氨酸	12,634	6.9%	19,216	13.1%	(6,582)	(34.3)%	
LYSINE	賴氨酸	14,913	8.2%	7,472	5.1%	7,441	99.6%	
STARCH-M	變性澱粉	18,033	9.9%	11,108	7.6%	6,925	62.3%	
Specialty Chemicals	特用化學品	8,768	4.8%	6,914	4.7%	1,854	26.8%	
FERTILIZER	肥料	5,131	2.8%	2,544	1.7%	2,587	101.7%	
OTHERS	其他	4,299	2.3%	3,856	2.6%	443	11.5%	
TOTAL	總共	182,735	100.0%	146,760	100.0%	35,975	24.5%	

MSG and GA

The Group's MSG product recorded growth of 19.7% in Vietnam and a substantial 51.9% growth in China, thanks to the increased competitiveness of export from the Vietnam plant and the enhanced MSG brands and stronger channels in China. The overall turnover of MSG was US\$118,957,000, a year-on-year growth of US\$23,307,000 or 24.4% from US\$95,650,000 in the same period last year. Taking into account the strong demand for MSG in the period, the Group strategically shifted part of the production capacity of GA in Vietnam and China to produce MSG of higher added value. As a result, turnover from GA dropped from US\$19,216,000 in the same period last year to US\$12,634,000, representing a decrease of 34.3% or US\$6,582,000. Since the second half of last year, export of the Vietnam plant increased as a result of change in the exchange rate of different currencies, difference in magnitude of adjustment of raw material prices and the economic policies adopted by different governments. However, the continuous rise in overall raw material and fuel costs suppressed the Group's profitability. In China, with the domestic market going through consolidation, the competitive landscape appeared chaotic. That plus the persistently high raw material and fuel costs also affected profit growth of MSG in the market.

The turnover from MSG accounted for 65.1% of the Group's total turnover, similar to the level in the same period last year, while the turnover from GA dropped notably from 13.1% to 6.9%.

味精和谷氨酸

味精在越南公司有19.7%之成長,而中國 區更有51.9%之大幅成長, 越南公司味精 之成長主要在於外銷競爭力之提升,而中 國區主要來自當地味精銷售品牌之強化和 通路逐步建立。整體味精營收達 118,957,000美元,比去年同期95,650,000 美元增長24.4%,金額增加23,307,000美 元。由於期內味精強勁的需求,集團作策 略性調整,將越南及中國區部分谷氨酸轉 生產附加價值較高之味精,因此谷氨酸營 收減少34.3% 金額6,582,000美元,由去年 同期19,216,000美元下降為12,634,000美 元。自去年下半年來,由於各國貨幣滙率 改變,原料成本增長互異,各國政府經濟 政策調整等因素,造成越南公司出口得以 增加,然而由於各種原物料與能源成本整 體而言仍是持續上揚,壓縮獲利空間。同 時中國區內銷市場正面臨整合之際,造成 混亂的市場競爭現象,再加上中國區各種 原物料、能源成本亦是高居不下,亦影響 到味精獲利之增長。

味精佔總營收比維持去年同期水平,佔 65.1%;但谷氨酸則有顯著下滑由13.1% 下跌為6.9%。

BUSINESS ANALYSIS (continued)

(1) Sales Analysis by Product (continued)

Modified starch

Continuing the notable growth of 51.9% recorded in 2007, the segment reported growth of 62.3%, or US\$6,925,000, in the first half of the year to US\$18,033,000. The product has become the second most important product of the Group after MSG. Modified starch products performed well in both the China and Vietnam markets, and especially in the former. Although the price of its major material cassava was around 70% more expensive than in last corresponding period, strong market demand allowed the Group to raise price of the product and thus achieved satisfactory growth in profit. With the first production line of daily capacity 100 tonnes in Ha Tinh province expected to commence operation before this year-end, and work to upgrade and expand the daily capacity of the plant in Gia Lai province from 100 tonnes to 150 tonnes to be completed soon, the Group's modified starch business can expect to thrive further.

Lysine

During the period under review, the price of lysine started to increase and translated into a 99.6%, or US\$7,441,000, leap in turnover to US\$14,913,000 for the Group, against the same period last year. The turnover growth was mainly attributable to a marked increase in sales volume in addition to sales price increase. In the first half of 2007, due to depressed market price, the Group shifted part of the production capacity to produce GA, therefore, the output of lysine in the first half of 2008 was higher than the same period of 2007. Although the price of lysine has picked up again, but the cost of material and fuel for lysine production remained persistently high, it is unlikely that profit of the product will surge notably in the short run unless its selling price could go up further.

Specialty Chemicals

Demand for hydrochloric acid and caustic soda continued to grow driven by rapid economic growth in Vietnam. During the period, turnover of specialty chemicals reached US\$8,768,000, an increase of 26.8% from US\$6,914,000 in the same period last year. This segment is expected to continue to grow steadily alongside the booming industrial development.

Fertilizers

The third and fourth production lines for solid fertilizers were completed in the second quarter of the year. Furthermore, with the international prices of fertilizers rocketing, the proportion of turnover from fertilizers in the Group's total turnover also continued to rise. The segment recorded turnover doubled the US\$2,544,000 in last corresponding period to US\$5,131,000 and percentage contribution to total turnover also jumped 1.7% to 2.8%. Heeding the popularity of its organic fertilizers in the market, the Group is studying the feasibility of expanding its production lines. The segment is expected to increase importance as a turnover and profit contributor of the Group.

經營分析(續)

(一) 產品銷售分析(續)

變性澱粉

持續2007年51.9%大幅之增長,2008年上半年更是成長62.3%,金額6,925,000美元,達18,033,000美元,成為集團僅次於味精之主要產品。變性澱粉在中國區及越南區均分別有成長,特別是中國區更是有顯著成長。雖然變性澱粉的主要原料木薯價格,比去年同期大幅增長約70%,但由於市場需求殷切售價也得以適切調整,故整體獲利亦有不錯之成長,預估未來在今年底前新設河靜澱粉廠第一條生產線每日100噸,及嘉萊廠擴充產能由每日100噸增加到150噸,將陸續完工,對未來澱粉事業增長更是一大助益。

賴氨酸

期內賴氨酸售價已逐步回昇,與去年同期 比較營收成長99.6%,金額7,441,000美 元,達14,913,000美元,營收成長除售價 提升外,主要是銷售數量之增加,去年上 半年由於賴氨酸售價低迷,集團將部份產 能轉為生產谷氨酸,故今年上半年比去年 同期比較,在數量上有顯著的增加。雖然 賴氨酸售價已有調升,但鑑於生產賴氨酸 各項原物料與能源成本依然高漲,短期內 獲利大幅改善可能性不大,除非售價能更 進一步調漲。

特用化學品

隨著越南經濟快速成長,鹽酸、蘇打的需 求亦持續增長。期內特用化學品營收達 8,768,000美元,比去年同期6,914,000美 元增加26.8%,預估未來隨著工業之發 展,特化產品應有穩定之成長。

肥料

固肥產品第三、四套生產線已於今年第二 季完工,再加上國際肥料價格劇漲,集團 肥料營收比重日益增加,由去年同期營收 2,544,000美元大幅成長為5,131,000美 元,增長幅度超過一倍,佔總營收比由 1.7%上昇到2.8%。由於集團肥料是有機肥 料很受市場歡迎,目前正評估規劃增加擴 大生產線方案,未來肥料對集團營收及獲 利貢獻將日益重要。

BUSINESS ANALYSIS (continued)

(2) Market analysis

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Unit: US\$'000

經營分析(續)

(二) 市場分析

單位:千美元

REGIONS 地區			of 2008 上半年	First half 2007年		增/注	ge (%) 咸(%)
		US'000 千美元	% %	US′000 千美元	% %	Difference 差額	% %
Vietnam PRC Japan ASEAN countries European Taiwan	越南 中國 日本 東盟國家 歐州 台灣	77,649 27,622 34,538 24,736 5,684 5,124	42.5% 15.1% 18.9% 13.5% 3.1% 2.8%	77,563 24,250 22,126 14,319 2,483 4,135	52.9% 16.5% 15.1% 9.8% 1.7% 2.8%	86 3,372 12,412 10,417 3,201 989	0.1% 13.9% 56.1% 72.7% 128.9% 23.9%
Other regions Total	其他地區 總 共	7,382 182,735	4.1%	1,884 146,760	1.2%	5,498 35,975	291.8% 24.5%

1. VIETNAM

In the first half of 2008, turnover from the Vietnam market amounted to US\$77,649,000, up 0.1% or US\$86,000 from US\$77,563,000 in the last corresponding period. The increase was far lower than those in other regions. The proportion of contribution from the market thus dropped to 42.5% from 52.9% in the same period last year. The slower growth of the market was mainly attributable to: (1) the 2.5% weaker Vietnam Dong as compared with the same period last year, (2) the Group's strategy to diversify MSG markets, riding on export to grow overseas markets, and (3) relative to the lower output of GA, except for MSG and GA, other products including lysine, specialty chemicals, modified starch and fertilizers all benefited from booming Vietnamese economy and market growth and delivered steady growth.

2. JAPAN

During the period, turnover from the Japan market grew a notable 56.1% or US\$12,412,000 to US\$34,538,000 from US\$22,126,000 in the previous corresponding period. The growth was driven mainly by the increase in sales of lysine and MSG. In the last corresponding period, the Group reduced production of lysine because of its low price and hence turnover from sales of lysine to Japan was affected. However, the Group started to increase lysine production in the second half of 2007 and supply to the Japan market has also risen.

In addition, the Group has long-standing customers in Japan who have strong confidence in its products, which explained also the steady increase in MSG sales in the market. Strong growth of the Japan market boosted its contribution to the total turnover of the Group from 15.1% to 18.9%. Japan has become the Group's second largest market.

1. 越南市場

2008年上半年越南市場總營收為 77,649,000美元,比去年同期77,563,000 美元僅增加0.1%,金額86,000美元,增長 率遠低於所有其他地區。故越南區營收佔 集團營收比重由去年同期52.9%下降為 42.5%。成長趨緩主要原因在於:(1)和去 年同期比,越盾貶值約2.5%。(2)基於備 銷售分散市場之策略,利用味精分散市場 之策略、精與谷氨酸之外,其他產品包點 賴氨酸、特化產品、變性澱粉及肥料等, 也因為越南經濟與市場的成長,而均有穩 定成長。

2. 日本市場

期內日本市場營收有亮麗的成長,增長率 56.1%,金額12,412,000美元,營收由去 年同期22,126,000美元,增加到 34,538,000美元。成長的動力來自賴氨酸 和味精銷售之成長,去年同期賴氨酸因價 格低迷降低生產量,影響到日本市場的營 收,然而自去年下半年起,已逐步增產, 增加供應量給日本市場。

同時,由於日本客戶長期配合,對集團產 品具有信心,味精產品亦有穩定之增長, 由於日本市場的大幅成長,其佔總營收比 重由15.1%提高到18.9%,為集團第二大 市場。

3. CHINA

Turnover from the China market in the first half year reached US\$27,622,000, 13.9% or US\$3,372,000 higher than US\$24,250,000 in the last corresponding period. As a strategic move, Shandong Vedan Snowflake Enterprise Co., Ltd. discontinued sale of GA, but used it as a raw material to produce MSG instead.

During the period under review, competition in the China MSG market remained intense. As a result of continuous increase in raw material and energy prices and reduced export market, the Group had to operate in a severely competitive and chaotic domestic sales market, resulting in squeezed turnover and profit.

The Group still occupies a relatively small share of the China MSG market, which means it has enormous room for growth. Apart from pursuing potential strategic alliances with peers, the Group intends to continue to expand its own sales channels and strengthen relationship with capable distributors.

4. ASEAN COUNTRIES

Sales of MSG, GA, lysine and fertilizers to various countries including Thailand, Indonesia, Malaysia, etc. had grown markedly during the period. The overall turnover from ASEAN countries thus leaped a magnificent 72.7% or US\$10,417,000 in the first half year to US\$24,736,000, against US\$14,319,000 in the same period last year. The segmental contribution to the total turnover of the Group also rose from 9.8% to 13.5%, reflecting the result of the effort put by the Group into nurturing this market. As ASEAN economies continue to prosper and trading conditions become more liberal due to continuing implementation of ASEAN Free Trade Agreement, it will continue to be a market that presents the Group with strong growth potential.

5. EUROPE AND OTHER REGIONS

The Europe market achieved a year-on-year increase of 128.9%, or US\$3,201,000, which was mainly attributable to the growth in sales of MSG and lysine.

As for other regions, a 291.8%, or US\$5,498,000 increase in sales was recorded as compared with the same period last year, thanks to the preliminary success of the Group in exploring the Korean and US markets, driving growth of other regions.

3. 中國市場

上半年中國市場營收為27,622,000美元, 比去年同期24,250,000美元增加3,372,000 美元,成長13.9%。基於業務策略之考 量,期內集團山東味丹雪花廠已不再出售 谷氨酸,而是將谷氨酸做為原料,生產味 精出售。

期內中國味精市場依然競爭激烈,基於各 項原物料、能源成本高漲,及外銷市場條 件受到影響,因而造成內銷市場競爭激 烈、市場混亂,銷售及獲利成長均受到影 響。

由於集團味精產品在中國市場佔有率依然 偏低,未來尚有極大發展空間,除仍持續 進行各項同業間可能的策略聯盟機會外, 目前正計劃再發展本身自有銷售據點,及 強化和具有實力經銷商合作關係。

4. 東盟市場

由於味精、谷氨酸、賴氨酸與肥料銷售泰 國、印尼、馬來西亞…等國有大幅的成 長,整體東盟市場上半年營收達 24,736,000美元,比去年同期14,319,000 美元成長72.7%,金額10,417,000美元。 本地區營收佔集團總營收比重亦由9.8%上 昇到13.5%,顯示集團耕耘東盟市場已有 不錯的成果,特別是東盟市場的成長,隨 著此區域經濟的成長,各項貿易條件逐步 開放,仍會是集團成長的潛力市場。

5. 歐洲市場及其他

歐洲市場比去年同期增長3,201,000美元 128.9%,主要是來自味精和賴氨酸的成 長。

至於其他地區比去年同期成長5,498,000美 元,成長率291.8%,主要是開拓韓國與美 國市場已略見成效,帶動其他地區的成 長。



Management discussion and analysis 管理層討論及分析

RAW MATERIAL/COSTS

Affected by surging international oil price and rising prices of agricultural products, raw material and fuel cost of the Group shot up to historical high. Important raw materials and fees such as some carbohydrate sources, liquid ammonia, chemicals, fuel, packaging materials, transportation cost all increased dramatically, ranging from 10-20% on the low side and 50-100% on high, resulting in higher production costs for all products of the Group. Since the beginning of the first half year, the price of the Group adopted a diversified carbohydrate sourcing strategy and supplemented it with flexible procurement methods and inventory adjustments. These measures had been effective in capping the surge of prices of carbohydrates during the review period. However, the price of molasses is expected to continue on the uptrend in the second half year.

At the same time, the price of another major raw material of the Group, cassava or wet cassava (cassava after initial processing), also climbed by more than 60% during the review period with its demand as material for producing alcohol and livestock feed rising in countries such as China and Korea. Fortunately, the Group had started to expand production capacity for cassava. The first production line of the Group's new plant in Ha Tinh province will commence operation in the fourth quarter of the year and expansion of production capacity of the plant in Gia Lai province will also be completed soon. All these plans will give the Group reliable supply of cassava starch to reduce raw material costs.

FINANCIAL REVIEW

High inflation rate and a monumental trade deficit in Vietnam at the end of May sparked concern over possible depreciation of the Vietnam Dong and fluctuation in the foreign exchange market. Nevertheless, the economic foundation of the country continued to be strong with foreign investment and export rising consistently and markedly. Furthermore, with government efforts to clamp down on speculative activities and raise interest rates, the foreign exchange market has stabilized recently with the exchange rate of the Dong against US dollar at approximately 16,500 Vietnam Dong for one US dollar. The rate represented 2.4% depreciation when compared with the end of last year. During the period under review, convinced that the fluctuation of the Vietnam Dong to US dollar exchange rate would be a short-term phenomenon and that high interest rates would absorb the loss resulting from depreciation of the currency, the Group increased its cash and bank deposit by 98% or US\$17,371,000. The Group's total cash and deposit increased by US\$35,077,000, with the average interest rate for fixed deposit at about 12% to 15%. The Group increased notably its deposit in banks, and borrowed only US\$28,596,000 more. Thus, its gearing ratio (total loans over shareholders interest) was 27.9% and net gearing ratio (after deducting cash and deposit) was 14.6%, which were lower than the last corresponding period's 28.5% and 22.2% respectively. Liquidity ratio was 1.85, higher than 1.76 of the last corresponding period, indicating that the Group had a sound financial position. Of all bank loans, 87% was in US dollar, 8% were in Renminbi and 5% were in New Taiwan dollar, and 17% were middle to long term loans and 83% were shortterm loans.

原料/成本

由於受到國際石油價格狂飆,農產品價格高漲影 響,期內原物料與能源成本,均大幅上昇,且上 昇幅度是歷來所未有。重要原料與費用,例如部 份糖源、液氨、化學品、能源、包裝材料、運 費…等等,都有很大幅度上升,低者在10-20%,高者在50-100%,造成各項產品製造成本 也隨之提昇。在上半年,集團最主要糖蜜原料, 今年初以來,價格亦大幅上揚,集團採取多元化 糖源策略,輔以更彈性的採購方式,配合庫存量 調整,進行糖源價格管控,致使上半年整體糖源 價格雖然仍是上漲,幅度尚能控制,此趨勢也勢 將延續至下半年。

同時,另一項主要原料木薯或濕粉(木薯初期加 工後),在期內因受到國外如中國、韓國之搶購 木薯干,以作為生產酒精或飼料之用,價格上漲 幅度超過60%,所幸公司已進行生產擴廠,短期 內今年第四季新設河靜澱粉廠第一期生產線將開 始運轉,及嘉萊廠擴充產能亦完成,將有助於取 得穩定、有競爭力木薯澱粉,降低原料成本。

財務回顧

由於越南於5月底因高通貨膨脹及貿易赤字巨幅 擴大,引起外界對越盾貶值之疑慮,造成外匯市 場劇烈波動。然而越南經濟基本面依然穩健,外 資及出口續大幅增加,再加上政府採取緊縮通貨 打擊投機、提高利率之手段下,匯率市場已於近 期穩定下來,約於16,500越盾兑1美元水平,和 去年底比較,貶值約2.4%。期內集團判斷越盾兑 美元大幅波動為短期現象,且越盾高利率應可吸 收越盾貶值之損失,故期內集團現金和銀行存款 增加17,371,000美元,增加98%。總現金和存款 增35,077,000美元,越南定存利率平均在 12~15%之間。雖存款大幅增加,但借款僅增長 28,596,000美元,資本負債比(總借款比股東權 益)為27.9%,淨資本負債比(扣除現金和存款)則 為14.6%,分別比去年同期28.5%及22.2%為 低,同時流動比率為1.85亦比去年同期1.76為 高,顯示財務穩健。銀行借款中,美元借款佔 87%,人民幣佔8%,新台幣佔5%,中長期和短 期借款比為17%比83%。

FINANCIAL REVIEW (continued)

Thanks to the 24.5% turnover growth, account receivables also increased by 17.8% to US\$48,796,000 from US\$41,406,000 in the last corresponding period. During the period under review, inventory reduced by US\$6,256,000 or 8.5% to US\$66,963,000 from US\$73,219,000. The Group's liquidity ratio rose from 1.76 to 1.85. Since the Group mainly borrowed US dollar from banks and the interest rate of US dollar dropped during the period, the average interest for loans taken out by the Group also dropped slightly against the same period last year. In turn, net interest fee for the period was down and at 0.6% to total turnover.

EXCHANGE RATE

During the period, unlike last year with value up by 0.2%, the Vietnam Dong depreciated by about 2.5% in late June. However, with the Vietnam plant of the Group starting to record rapid growth in export sales in the second half of 2007, export sales had overtaken domestic sales during the period under review to account for 51.7% of the total sales of the market. Income in US dollar thus was sufficient for the Group to settle payments for import and other foreign currency transactions. With exchange rates steady since early July and high interest rate for Vietnam Dong deposits, the Group will be able to minimise loss caused by exchange rate fluctuation.

DIVIDEND

Basic earnings per share for the period were 0.61 US cents. The Board of Directors resolved to pay dividend of 0.305 US cents per share for the interim period, representing a payout ratio of 50%.

PROSPECTS

Similar to its industry peers, maintaining growth in profitability amid rising costs will be the major issue the Group needs to address. The Group has adopted or plans to adopt the following measures to safeguard its profit.

- Continue to step up the cassava or other carbohydrate sources plantation projects in Cambodia and Laos. This task must be maintained to ensure the Group has reliable and price competitive raw material supply in the long run to shield its profit from impact of high raw material prices.
- II) Seizing the chance of growing demand for its major products including MSG, modified starch, lysine, caustic soda, hydrochloric acid, fertilizers, etc. to make appropriate adjustment of product prices by market so as to maintain profit margin.
- III) Restructure the existing sales system with plan to set up a professional marketing company to grow the Vietnam market. Apart from its own products, the Group will strengthen existing sales channels to sell other related products, hence boost its results.
- IV) Enhance the new product commercialization process to timely tap market opportunities, continue to improve production efficiency to raise revenue and implement cost control and energy saving measures.

財務回顧(續)

應收帳款因營收大幅成長24.5%,故由去年同期 41,406,000美元提高到48,796,000美元,增加 17.8%。期內存貨則下降6,256,000美元,由 73,219,000美元減少為66,963,000美元,下降比 率為8.5%,集團流動比率由1.76上昇為1.85。集 團借款主要為美元,由於期內美元利率下降,平 均借款利率也比去年同期略為下降,淨利息費用 下降佔總營收比為0.6%。

匯率

期內越盾一反2007年略微升值0.2%之趨勢,到 6月底反而貶值約2.5%,然由於集團在越南公司 自去年下半年開始,外銷快速成長,越南公司外 銷比重已超過內銷佔51.7%,故美元收入足以支 付進口及其他外幣支付之需求。由於自7月初匯 率已趨穩定,同時越盾高存款利率,可將可能遭 受匯率之損失降低到最少。

股利

本期每股基本股利為0.61美仙,董事會決議派發股息每股0.305美仙,派息率為50%。

展望

如同絕大多數的業者,在生產成本持續上漲,如 何保持獲利能力之增長,將是集團面臨的重大問 題,集團已經或計劃採取下列因應措施以確保獲 利來源。

- I) 將持續加速進行柬埔寨及寮國種植木薯或 其他糖源作物專案。就長期而言,確保取 得穩定且具有價格優勢之原料來源,避免 因原料價格高漲壓縮到獲利,是必要持續 進行的工作。
- II) 掌握市場對集團各項主要產品需求增加之際,如味精、變性澱粉、賴氨酸、蘇打、 鹽酸、肥料等,依地區做適度的價格調漲以維持獲利之水平。
- III) 重新整合現有經銷體系,並計劃成立專業 行銷公司以拓展越南市場。除集團生產之 產品之外,將強化現有通路銷售其他相關 產品創造業績。
- IV) 強化新產品商品化之作業流程,及時掌握 市場商機,並持續改善生產效能提高收 益,落實控管支出並進行詳能各項措施。



Management discussion and analysis 管理層討論及分析

PROSPECTS (continued)

V) Enhance the "Vedan" brand to help boost product values, continue to identify strategic alliance opportunities, make appropriate investment in related industry and expansion of production capacity, with the aim of improving overall efficiency.

In the second half year, although raw material and fuel prices will continue to stand high, with the Group moving forward with the aforementioned plans and measures and the new starch plant in Ha Tinh province and the expanded starch plant in Gia Lai province starting production soon, the Group expects good support for its turnover and profit. In addition, through means including appropriate price adjustment, flexible raw material procurement strategy, diversifying carbohydrate sources, brand building and restructuring its marketing system, the Group is cautiously optimistic about achieving turnover and profit growth in the future.

展望(續)

V) 強化公司品牌價值,創造較高產品價值, 並持續進行尋求各種策略聯盟機會,對相 關產業與產能進行適度投資,創造綜效。

綜觀下半年,雖然原物料與能源價格仍處於較高 水平,集團除了積極展開上述各項工作與計劃 外,新設的河靜澱粉廠、嘉萊澱粉廠的擴產將陸 續投入運轉,對於集團營收獲利,將直接有所助 益,透過價格適度調整,彈性的原料採購策略, 多元化糖源利用,品牌強化與重整行銷體系等方 式,營收與獲利的提升,應是審慎樂觀可以預期 的。

Other Information 其他資料

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

The Company has not redeemed any of its shares during the period. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the period.

DISCLOSURE OF INTERESTS AND SHORT POSITIONS OF OUR DIRECTORS AND CHIEF EXECUTIVE OF OUR COMPANY

As at 30 June 2008, the interests and short positions of each (a) Director and chief executive of our Company in the shares, underlying shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which (a) were required to be notified to the Company and the Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors was taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, to be notified to our Company and the Stock Exchange, were as follows:-

購買、贖回或出售本公司上市證券

本公司並無於期內贖回任何本公司股份。本公司 或其任何附屬公司概無於期內購買或出售任何本 公司股份。

本公司董事及最高行政人員權益及淡倉之 披露

(a) 於二零零八年六月三十日,本公司各董事及最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債權證中,擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及香港聯合交易所有限公司(「聯交所」)之權益及淡倉(包括根據證券及期貨條例有關條文董事被認為或被視為擁有之權益及淡倉);或(b)根據證券及期貨條例第352條須列入該條文所述之登記冊內之權益及淡倉;或(c)根據上市規則所載之上市公司董事進行證券交易的標準守則須知會本公司及聯交所之權益及淡 倉如下:一

Name	姓名	Number of Shares in which interested (other than under equity derivatives) 擁有權益 之股份數目 (股本衍生 工具除外)	Interests in S 於股份中之 Number of Shares in which interested under physically settled equity derivatives 按實物結 算股本衍生 工具擁有權益 之股份數目		Percentage of issued Shares 已發行股份 百分比
Mr. YANG, Tou-Hsiung	楊頭雄先生	169,730,196 (Note 1) (附註1)	-	169,730,196	11.14%
Mr. WANG, Joel J.	王肇樹先生	750,000	-	750,000	0.05%
Mr. HUANG, Ching-Jung	黃景榮先生	200,000	-	200,000	0.01%
Mr. CHAO, Pei-Hong	趙培宏先生	500,000	-	500,000	0.03%

Notes:-

- 1. Mr. YANG, Tou-Hsiung's interest in Shares are held in the following capacities:-
- 附註:一

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1. 楊頭雄先生以下列身份持有股份權益:--
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			Number of
			Shares through
			physically
			settled equity
			derivatives***
		Number of	透過實物
		Shares	結算股本衍生
Capacity	身份	股份數目	工具持有之股份數目***
Beneficial owner	實益擁有人	_	_**
Interest of company	於楊頭雄先生控制之		
controlled by him	公司中擁有權益	169,730,196*	-

- Mr. YANG, Tou-Hsiung is entitled to exercise or control the exercise of more than one-third of the voting power of King International Limited ("King International") and King International is the holder of such 169,730,196 Shares.
- ** Mr. YANG, Tou-Hsiung is interested in 4,500,000 Shares pursuant to the options granted to him on 13 June 2003 under a share option scheme adopted by our Company on 13 June 2003 (the "Pre-IPO Share Option Scheme"). The exercise price under the options is HK\$0.801 and the exercise period is 13 June 2004 to 12 June 2008.
- *** These derivatives are unlisted.
- (b) Save as disclosed in this circular, as at 30 June 2008, none of our Directors or chief executive of our Company had or was deemed to have any interest or short position in the shares, underlying shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she was taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, to be notified to our Company and the Stock Exchange.
- (c) Since 31 December 2007, the date of the latest published audited financial statements of our Company, none of our Directors has any direct or indirect material interest in any assets which have been acquired or disposed of by or leased to us, or proposed to be acquired or disposed of by or leased to us.
- (d) As at 30 June 2008, none of our Directors was materially interested in any contract or arrangement which is subsisting at the date of this circular and which is significant in relation to our business.

- 楊頭雄先生有權行使或控制行使 King International Limited (「King International」) 超過三分一之投票 權,且King International 為持有該 批169,730,196股股份之持有人。
- ** 楊頭雄先生根據本公司於二零零三 年六月十三日採納之購股權計劃 (「首次公開發售前購股權計劃」)而 於二零零三年六月十三日獲授之購 股權,擁有4,500,000股股份之權 益。該等購股權之行使價為0.801 港元,行使期由二零零四年六月十 三日至二零零八年六月十二日止。
- *** 該等衍生工具均為非上市。
- (b) 除本通函所披露者外,於二零零八年六月三十日,概無本公司董事或最高行政人員於本公司及其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份及債權證中,擁有或被視為擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所之任何權益或淡倉(包括根據證券及期貨條例有關條文被認為或被視為擁有之權益及淡倉);或(b)根據證券及期貨條例第352條須列入該條文所述之登記冊內之任何權益或淡倉;或(c)根據上市規則所載之上市公司董事進行證券交易的標準守則須知會本公司及聯交所之任何權益或淡倉。
- (c) 自二零零七年十二月三十一日(本公司最近一次 公佈經審核財務報表之日)起,本公司董事概無 於本公司收購、出售或租賃之任何資產中直接或 間接擁有任何重大權益,或本公司擬收購、出售 或租賃之任何資產中直接或間接擁有任何重大權 益。
- (d) 於二零零八年六月三十日,本公司董事概無於對 本公司業務關係重大(於本通函刊發日期仍屬有 效)之任何合約或安排中擁有重大權益。

SUBSTANTIAL SHAREHOLDERS

(a) So far as was known to any Director or chief executive of our Company, as at 30 June 2008, the following persons, other than a Director or chief executive of our Company, had an interest or short position in the Shares or underlying shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or who were, directly or indirectly, interested in five per cent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any of our Subsidiaries:-

主要股東

(a) 據本公司任何董事或最高行政人員所知, 於二零零八年六月三十日,除本公司董事 或最高行政人員外,以下人士於本公司之 股份或相關股份擁有根據證券及期貨條例 第XV部第2及第3分部之條文須向本公司披 露之權益或淡倉,或直接或間接擁有附有 權利於任何情況下在本公司任何附屬公司 之股東大會上投票之任何類別股本面值5% 或以上權益:-

Name 名稱	Number of Shares in which interested (other than under equity derivatives) 擁有權益之股份數目 (股本衍生工具除外)	Percentage of issued Shares 已發行股份 百分比
Billion Power Limited	460,237,609 (Note 1) (附註1)	30.22%
Taiwan Vedan 台灣味丹	460,237,609 (Note 1) (附註1)	30.22%
King International	169,730,196 (Note 2) (附註2)	11.15%
Concord Worldwide Holdings Limited ("Concord Worldwide")	127,297,646 (Note 3) (附註3)	8.36%
High Capital Investments Limited ("High Capital")	127,297,646 (Note 4) (附註4)	8.36%

Notes:

- 1. Taiwan Vedan is entitled to exercise or control the exercise of more than one third of the voting power of Billion Power and is therefore taken to be interested in these 460,237,609 Shares held by Billion Power.
- 2. The capacity of King International in holding the 169,730,196 Shares was as beneficial owner.
- 3. The capacity of Concord Worldwide in holding the 127,297,646 Shares was as beneficial owner.
- 4. The capacity of High Capital in holding the 127,297,646 Shares was as beneficial owner.

Save as disclosed above, so far as is known to the Directors or chief executives of the Company, no other person (not being a Director or chief executives of the Company) who had any interests or short positions in shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange, under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who was, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of theGroup or held any option in respect of such capital.

- 附註:
- 台灣味丹有權行使或控制行使Billion Power超過三分之一之投票權,故台灣味 丹被視為擁有Billion Power所持有該 460,237,609股股份之權益。
- King International 乃以實益擁有人身份持 有169,730,196股股份。
- Concord Worldwide乃以實益擁有人身份 持有127,297,646股股份。
- High Capital乃以實益擁有人身份持有 127,297,646股股份。

除上文所披露者外,據本公司董事或最高 行政人員所知,概無其他人士(並非本公司 董事或最高行政人員)於本公司之股份或相 關股份擁有根據證券及期貨條例第XV部第 2及第3分部之條文須向本公司及聯交所披 露之任何權益或淡倉,或直接或間接擁有 附有權利於任何情況下在本集團任何其他 成員公司之股東大會上投票之任何類別股 本面值5%或以上權益或持有該等股本任何 購股權。



CORPORATE GOVERNANCE AND COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES OF THE LISTING RULES

The Company is committed to building and maintaining high standards of corporate governance practices. The Company has complied with all requirements set out in the Code on Corporate Governance Practices ("CG Code") contained in Appendix 14 of the Listing Rules throughout the six months ended on 30 June 2008.

EMPLOYEE INFORMATION

At 30 June, 2008, the Group has 3,801 employees of whom 2,877 are based in Vietnam, 913 are based in the PRC and 10 are based in Taiwan and 1 is based in Hong Kong.

The employees are remunerated based on their work performance, professional experiences and prevailing industry practices. The Group's employee remuneration policy and package are periodically reviewed by the management. Apart from pension funds, discretionary bonuses and share options are awarded to certain employees according to the assessment of individual performance.

Compliance of the Model Code for Directors' SHARE DEALING

All Directors have confirmed, following specific enquiry by the Company, that they complied with the required standards set out in the Model Code for Directors' Share Dealing as set out in Appendix 10 to the Listing Rules throughout the review period.

AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including the review of the unaudited interim financial report for the six months ended 30 June 2008. The Audit Committee comprises the three independent nonexecutive directors of the Company.

SHARE OPTION SCHEMES

On 13 June 2003, the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme were approved by shareholders under which the Directors of the Company may, at their discretion, offer any employee (including any executive director) of the Company or of any of its subsidiaries. options to subscribe for shares in the Company subject to the terms and conditions stipulated in the two schemes.

Options to subscribe for 29,770,000 Shares had been granted to employees on 13 June 2003 under the Pre-IPO Share Option Scheme. No further options can be, or have been, issued under the Pre-IPO Share Option Scheme from 27 June 2003, the date of listing of the Shares on the Stock Exchange.

The Pre-IPO Share Option Scheme has been expired on 12 June 2008 and any outstanding share options have been expired and cancelled.

企業管治及遵守上市規則企業管治常規守 則

本公司致力建立及維繫高水平企業管治常規。截 至二零零八年六月三十日止六個月,本公司一直 遵守上市規則附錄十四所載企業管治常規守則 (「企業管治守則」)中所有規定。

僱員資料

於二零零八年六月三十日,本集團僱有3,801名僱員,其中2,877名駐於越南、913名駐於中國、10 名駐於台灣以及1名駐於香港。

僱員之薪酬乃按工作表現、專業資歷及普遍行業 慣例釐定。管理層會定期檢討本集團僱員之薪酬 政策及待遇。除退休金外,本集團按照個別表現 評估向若干僱員發放酌情花紅及購股權。

遵守董事進行證券交易的標準守則

經本公司具體查詢後,所有董事已確認,彼等於 整個回顧期內已遵守上市規則附錄十中載列董事 進行證券交易的標準守則所載之規定標準。

審核委員會

審核委員會已聯同管理層審閱本集團採納之會計 原則和慣例,並已討論內部監控和財務申報事 宜,包括審閱截至二零零八年六月三十日止六個 月之未經審核中期財務報告。審核委員會之成員 包括本公司三位獨立非執行董事。

購股權計劃

二零零三年六月十三日,股東已批准首次公開發 售前購股權計劃及首次公開發售後購股權計劃。 據此,本公司董事可酌情向本公司或其任何附屬 公司任何僱員(包括任何執行董事)授出購股權, 以根據該兩項購股權計劃之條款及條件認購本公 司股份。

二零零三年六月十三日,已根據首次公開發售前 購股權計劃向僱員授出可認購29,770,000股股份 之購股權。自二零零三年六月二十七日(即股份 於聯交所上市之日)起,再不可或並無根據首次 公開發售前購股權計劃授出購股權。

首次公開發售前購股權計劃已於二零零八年六月 十二日屆滿,任何尚未行使之購股權已失效及註 銷。

Condensed Consolidated Balance Sheet 簡明綜合資產負債表

As at 30 June 2008

於二零零八年六月三十日

			As at 於		
		Note 附註	30 June 2008 二零零八年 六月三十日 US\$'000 千美元 Unaudited 未經審核	31 December 2007 二零零七年 十二月三十一日 US\$'000 千美元 Audited 經審核	
ASSETS Non-current assets Land use rights Property, plant and equipment Intangible assets Held-to-maturity financial asset	資產 非流動資產 土地使用權 物業、廠房及設備 無形資產 持有至到期之財務資產	5 5 5	6,658 194,191 18,218 3,168	6,320 197,848 17,527 3,295	
Current assets Inventories Trade receivables Prepayments and other receivables Tax recoverable Cash and cash equivalents	流動資產 存貨 應收貿易賬款 預付款項及其他應收款項 可回收税項 現金及現金等價物	6	222,235 66,963 48,796 8,107 16 35,077	224,990 56,170 42,063 6,905 6 17,706	
			158,959 381,194	122,850 347,840	

Condensed Consolidated Balance Sheet 簡明綜合資產負債表

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			As at 於		
		lote 寸註	30 June 2008 二零零八年 六月三十日 US\$'000 千美元 Unaudited 未經審核	31 December 2007 二零零七年 十二月三十一日 US\$'000 千美元 Audited 經審核	
EQUITY Capital and reserves attributable to the Company's equity holders Share capital Reserves — Proposed dividends	儲備 ——建議股息	7	15,228 4,644	15,228 4,432	
— Others Minority interest Total equity	 — 其他 少數股東權益 權益總額 		240,574 260,446 4,085 264,531	233,471 253,131 4,585 257,716	
LIABILITIES Non-current liabilities Long-term bank borrowings Deferred income tax liabilities Long-term payable to a related party Post-employment obligations	負債 非流動負債 長期銀行貸款 遞延所得税負債	9 7(b)	12,288 9,953 7,468 875	15,621 10,544 9,393 728	
Total non-current liabilities	非流動負債總額		30,584	36,286	
Current liabilities Trade payables Accruals and other payables Due to related parties Bank overdraft Short-term bank borrowings	應付費用及其他應付款項	8 7(b)	13,021 8,426 1,367 —	13,215 10,279 301 382	
 — Secured — Unsecured Current portion of long-term 	 一 有抵押 一 無抵押 長期銀行貸款之即期部分 	9 9	42,381 10,750	 18,969	
bank borrowings Taxation payable	應付税項	9	8,273 1,861	10,506 186	
			86,079	53,838	
Total liabilities	負債總額		116,663	90,124	
Total equity and liabilities	權益及負債總額		381,194	347,840	
Net current assets	流動資產淨額		72,880	69,012	
Total assets less current liabilities	總資產減流動負債		295,115	294,002	

The notes on pages 24 to 35 are an integral part of this condensed interim financial information.

第24至35頁之附註為本簡明中期財務資料之一部份。

Condensed Consolidated Income Statement 簡明綜合收益表

For the six months ended 30 June 2008

截至二零零八年六月三十日止六個月

			Unaud For the six ended 3 未經 截至六月 止六	x months 30 June 審核 三十日
		Note 附註	2008 二零零八 US\$′000 千美元	2007 二零零七 US\$'000 千美元
Turnover Cost of sales	營業額 銷售成本	4 11	182,735 (148,802)	146,760 (118,345)
Gross profit Other gains — net Selling and distribution expenses Administrative expenses	毛利 其他盈利 — 淨額 銷售及分銷開支 行政開支	10 11 11	33,933 67 (9,556) (12,113)	28,415 1,382 (7,176) (10,281)
Operating profit Finance costs — net	經營溢利 財政支出 — 淨值	12	12,331 (1,019)	12,340 (2,475)
Profit before income tax Income tax expense	未計所得税前盈利 所得税開支	13	11,312 (2,806)	9,865 (2,338)
Profit for the period	本期盈利		8,506	7,527
Attributable to: — equity holders of the Company — minority shareholder	以下方應佔: — 本公司權益持有人 — 少數股東		9,278 (772)	7,992 (465)
			8,506	7,527
Earnings per share for profit attributable to the equity holders of the Company during the period	本公司股權持有人應佔 期內每股盈利		US cents per share 美仙 每股	US cents per share 美仙 每股
 Basic earnings per share Diluted earnings per share 	— 每股基本盈利 — 每股攤薄盈利	14 14	0.61 N/A 不適用	0.52 0.52
Dividends	股息	15	4,644	3,996

The notes on pages 24 to 35 are an integral part of this condensed interim financial information.

第24至35頁之附註為本簡明中期財務資料之一部份。

Condensed Consolidated Statement of Changes in Equity 簡明綜合權益變動表

For the six months ended 30 June 2008

截至二零零八年六月三十日止六個月

		Unaudited 未經審核						
			Attributa	ble to the equ 應付權益持有 <i>〉</i>				
		Share capital	Share premium 少數股東	Exchange reserve	Merger reserve	Retained earnings	Minority interest	Total
		股本 US\$′000 千美元	股份溢價 US\$′000 千美元	匯兑儲備 US\$′000 千美元	合併儲備 US\$′000 千美元	保留盈利 US\$′000 千美元	權益 US\$′000 千美元	總計 US\$′000 千美元
At 1 January 2007 Profit for the period Dividends Contribution from a	於二零零七年一月一日 本期盈利 股息 少數股東出資	15,228 — —	47,358 — —	5,196 — —	79,994 — —	92,486 7,992 (2,432)	3,722 (465) —	243,984 7,527 (2,432)
minority shareholder Exchange translation differences	匯兑差額	_	_	 874	_	_	1,560 110	1,560 984
At 30 June 2007	二零零七年六月三十日	15,228	47,358	6,070	79,994	98,046	4,927	251,623
At 1 January 2008 Profit for the period Dividends Exchange translation differences	二零零八年一月一日 本期盈利 股息 匯兑差額	15,228 — —	47,358 	7,631 — 2,469	79,994 	102,920 9,278 (4,432)	4,585 (772) — 272	257,716 8,506 (4,432) 2,741
At 30 June 2008	二零零八年六月三十日	15,228	47,358	10,100	79,994	107,766	4,085	264,531

Condensed Consolidated Cash Flow Statement 簡明綜合現金流量表

For the six months ended 30 June 2008

截至二零零八年六月三十日止六個月

		Unaudited For the six months ended 30 June 未經審核 截至六月三十日 止六個月		
		2008 二零零八年 US\$′000 千美元	2007 二零零七年 US\$'000 千美元	
Cash flows from operating activities — net	經營業務產生之 現金流量 — 淨額	4,498	7,011	
Cash flows from investing activities — net	投資活動產生之 現金流量 — 淨額	(9,558)	(3,118)	
 Cash flows from financing activities: dividends paid drawdown of bank loans repayment of bank loans repayment of long-term payable to Vedan Enterprise Corporation ("Taiwan Vedan") 	 融資活動產生之現金流量: 一已付股息 一提取銀行貸款 一償還銀行貸款 一償還結欠味丹企業股份有限公司 (「台灣味丹」)之長期應付款項 	(4,432) 74,131 (46,130) (1,073)	(2,432) 54,072 (55,703) (1,061)	
Cash flows from financing activities — net	融資活動產生之 現金流量 — 淨額	22,496	(5,124)	
Net change in cash and cash equivalents Cash and cash equivalents at 1 January Effect of foreign exchange rate changes	現金及現金等價物變動淨額 於一月一日之現金及現金等價物 匯率變動之影響	17,436 17,324 317	(1,231) 17,282 (75)	
Cash and cash equivalents at 30 June	於六月三十日之現金及現金等價物	35,077	15,976	

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1 GENERAL INFORMATION

Vedan International (Holdings) Limited (the "Company") and its subsidiaries (together, the "Group") manufacture and sell fermentation-based food additives, biochemical products and cassava starch-based industrial products including modified starch, glucose syrup, Monosodium Glutamate ("MSG"), soda, acid and beverages. The products are sold to food distributors, international trading companies, and manufacturers of foods, paper, textiles, and chemical products in Vietnam, other ASEAN member countries, the People's Republic of China (the "PRC"), Japan, Taiwan, and several European countries.

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Century Yard, Cricket Square, Hutchins Drive, George Town P.O. Box 2681 GT, Grand Cayman, British West Indies.

The Company has its primary listing on the The Stock Exchange of Hong Kong Limited.

This condensed consolidated interim financial information is presented in US dollar (US\$), unless otherwise stated. This condensed consolidated interim financial information has been approved for issue by the Board of Directors on 9 September 2008.

2 BASIS OF PREPARATION

This condensed consolidated interim financial information for the six months ended 30 June 2008 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim financial reporting". The interim condensed financial report should be read in conjunction with the annual financial statements for the year ended 31 December 2007.

3 ACCOUNTING POLICIES

Except as described below, the accounting policies adopted are consistent with those of the Company's audited consolidated financial statements for the year ended 31 December 2007.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

The following new interpretations are mandatory for the first time for the financial year beginning 1 January 2008, but are not currently relevant for the Group.

- HK(IFRIC) Int 11, "HKFRS 2 Group and treasury share transactions";
- HK(IFRIC) Int 12, "Service concession arrangements";
- HK(IFRIC) Int 14, "HKAS 19 The limit on a defined benefit asset, minimum funding requirements and their interaction".

1 一般資料

味丹國際(控股)有限公司(「本公司」)及其 附屬公司(統稱「本集團」)生產及銷售各種 發酵食品添加劑、生化產品及木薯澱粉產 品(包括化工澱粉、葡萄糖糖漿、味精、蘇 打及鹽酸)以及飲料。產品乃銷售往越南、 其他東盟國家、中華人民共和國(「中 國」)、日本、台灣及多個歐洲國家的食品 分銷商、國際貿易公司,以及食品、紙 品、紡織及化工產品生產商。

本公司為於開曼群島註冊成立之有限公司,註冊辦事處地址為: Century Yard, Cricket Square, Hutchins Drive, George Town P.O. Box 2681 GT, Grand Cayman, British West Indies.

本公司擁有香港聯合交易所有限公司第一上市地位。

除非另有所述,本簡明綜合中期財務資料 以美元列值。本簡明綜合中期財務資料於 二零零八年九月九日獲批准發佈。

2 編製基準

截至二零零八年六月三十日止六個月之簡 明綜合中期財務資料已根據香港會計準則 第34號「中期財務報告」編製。本簡明中期 財務報告應與截至二零零七年十二月三十 一日止年度之年度財務報表一併閱讀,始 屬完備。

3 會計政策

除下文所述者外,採納之會計政策與截至 二零零七年十二月三十一日止年度之經審 核綜合財務報表之會計政策一致。

本中期期間的所得税按照年度總盈利適用的税率累計。

以下新詮釋必須於二零零八年一月一日開 始的財政年度首次採納,惟目前與本集團 無關。

香港(國際財務	「香港財務報告準則2
報告詮釋委員會)	一集團及庫存股份
詮釋第11號	交易」:
香港 (國際財務 報告詮釋委員會) 詮釋第12號	「服務特許權安排」;
香港(國際財務	「香港會計準則19
報告詮釋委員會)	一界定福利資產
詮釋第14號	限額、最低資金

限額、最低資金 要求及兩者相互 關係」

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4 SEGMENT ANALYSIS

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format because this is more relevant to the Group in making operating and financial decisions.

(a) Business segment

The Group has been operating in one single business segment, i.e. the manufacture and sale of fermentationbased food additives, biochemical products and cassava starch-based industrial products including modified starch, glucose syrup, MSG, soda, acid and beverages.

(b) Geographical segment

In presenting information on the basis of geographical segments, segment revenue is based on the geographical presence of customers. Segment assets and capital expenditures are based on the geographical location of the assets.

(i) Segment revenue

4 分部分析

分部資料以本集團的業務及地理分類而呈 報。業務分部資料作為主要呈報形式,原 因在於業務分類與本集團經營及財務決策 的相關性較大。

(a) 業務分部

本集團專注經營單一業務,即製造及 銷售各種發酵食品添加劑、生化產品 及木薯澱粉產品,包括化工澱粉、葡 萄糖糖漿、味精、蘇打、鹽酸及飲 料。

(b) 地理分部

以地方分部呈報資料時,分部收益以 客戶所在地區劃分。分部資產及資本 開支則以資產之所在地劃分。

(i) 分部收入

		For the six months ended 30 June 2008 截至 二零零八年 六月三十日 止六個月 US\$'000 千美元	For the six months ended 30 June 2007 截至 二零零七年 六月三十日 止六個月 US\$'000 千美元
Vietnam The PRC Japan Taiwan ASEAN member countries (other than Vietnam) Other regions	越南 中國 日本 台灣 東盟國家 (不包括越南) 其他地區	77,649 27,622 34,538 5,124 24,736 13,066	77,563 24,250 22,126 4,135 14,319 4,367
		182,735	146,760

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Notes to the Condensed Consolidated Financial Information 簡明綜合財務資料附註

SEG	MEN	IT ANALYSIS (continu	ed)	4	分音	ß分	析(續)	
(b)	Geo	ographical segment (co	ontinued)		(b)	地	1理分部(續)	
	(ii)	Capital expenditures				(ii)) 資本支出	
							For the six months ended 30 June 2008 截至 二零零八年 六月三十日 止六個月 US\$'000 千美元	For the six months ended 30 June 2007 截至 二零零七年 六月三十日 止六個月 US\$'000 千美元
		Vietnam The PRC	越南中國				9,213 608	2,029 892
							9,821	2,921
		assets located.	Illocated based on where the nprise additions of property, l intangible assets.					產所在地劃分。 物業、廠房、設 之總和。
	(iii)	Total assets				(iii	i) 總資產	
							As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
		Vietnam The PRC Hong Kong Taiwan Singapore	越南 中國 香港 台灣 新加坡				309,113 69,135 2,039 843 64	280,961 65,139 550 1,126 64
							381,194	347,840

Total assets are allocated based on where the assets are located.

總資產按資產所在地劃分。

5 CAPITAL EXPENDITURES

5 資本支出

Intangible assets 無形資產

		Software and licence 軟件及牌照 US\$1000 千美元	Goodwill 商譽 US\$'000 千美元	Trademarks 商標 US\$*000 千美元	Brand name 品牌名稱 US\$*000 千美元	Total 總計 US\$′000 千美元	Property, plant and equipment 物業、 廠房 及設備 US\$*000 千美元	Land use rights 土地 使用權 US\$'000 千美元
Opening net book amount as at 1 January 2007 Exchange differences Additions Disposals Amortisation and depreciation	截至二一月一日 の期初販面淨額 歴兑差額 添置 出售 攤銷及折舊	 245 (25)	7,226 165 — —	9,873 — — — (605)	1,028 — — (57)	18,127 165 245 — (687)	211,688 789 2,676 (31) (14,157)	6,038 154 — (65)
Closing net book amount as at 30 June 2007	於二零零七年 六月三十日 的期末賬面淨值	220	7,391	9,268	971	17,850	200,965	6,127
Opening net book amount as at 1 January 2008 Exchange differences Additions Disposals Amortisation and depreciation	於二零零八年 一月一日 的期初賬面淨值 匯兑差額 添置 出售 難銷及折舊	275 1,048 (146)	7,674 451 —	8,664 — — — (605)	914 — — (57)	17,527 451 1,048 — (808)	197,848 2,160 8,773 (28) (14,562)	6,320 410 — — (72)
Closing net book amount as at 30 June 2008	於二零零八年 六月三十日 的期末賬面淨值	1,177	8,125	8,059	857	18,218	194,191	6,658

6 TRADE RECEIVABLES

應收貿易賬款

6

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	US\$'000
Trade receivables from third parties Trade receivables from a related party	應收第三方貿易賬款 應收有關連人士賬款	47,838	<u>千美元</u> 41,724
(note 17(b))	(附註17(b))	958 48,796	339 42,063

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6 TRADE RECEIVABLES (continued)

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The credit terms of trade receivables range from cash on delivery to 120 days. At 30 June 2008 and 31 December 2007, the ageing analysis of the trade receivables is as follows:

6 應收貿易賬款(續)

應收貿易賬款之信貸期由貨到付款到120 天。於二零零八年六月三十日及二零零七 年十二月三十一日,應收貿易賬款之賬齡 分析如下:

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
Current 31 - 90 days 91 - 180 days 181 - 365 days Over 365 days	即期 31至90天 91至180天 181至365天 超過365天	26,154 21,224 1,275 116 27	22,838 18,890 242 31 62
		48,796	42,063

7 SHARE CAPITAL

股本

7

			Authorised 法定	
		Ordinary shares Par value 普通股面值 US\$ 美元	Number of shares 股份數目	US\$'000 千美元
At 30 June 2008 and 31 December 2007	於二零零八年六月三十日及 二零零七年十二月三十一日	0.01	10,000,000,000	100,000

		Issued and fully paid 已發行及繳足		
		Ordinary shares Par value 普通股面值 US\$ 美元	Number of shares 股份數目	US\$′000 千美元
At 30 June 2008 and 31 December 2007	於二零零八年六月三十日及 二零零七年十二月三十一日	0.01	1,522,742,000	15,228

On 13 June 2003, a share option scheme and a pre-IPO share option plan were approved pursuant to a written resolution of all the shareholders of the Company.

(a) Under the share option scheme, the board of directors may at its discretion offer options to any directors, employees, business partners or their trustees of the Group which entitle them to subscribe for shares in aggregate not exceeding 10% of the shares in issue from time to time. These options have a duration of ten years from the date of grant, but shall lapse where the grantee ceases to be employed by the Company or its subsidiaries. No share options were granted by the Company under the share option scheme during the current period and previous years. 購股權計劃及首次公開售股前購股權計劃 已於二零零三年六月十三日根據本公司所 有股東之書面決議書獲批准。

(a) 根據購股權計劃,董事會可酌情向本 集團任何董事、僱員、業務夥伴或彼 等的受託人授出購股權,賦予彼等權 利認購合共不超過不時已發行股份 10%的股份,該等購股權的有效期自 授出當日起計,為期十年,惟將於該 承授人不再受僱於本公司或其附屬公 司時失效。本公司在本期間及往年並 無根據購股權計劃授出任何購股權。

7 SHARE CAPITAL (continued)

(b) Under the pre-IPO share option plan ("Pre-IPO Share Option Scheme"), the board of directors may at its discretion offer options to any directors or employees of the Group and its subsidiaries which entitle them to subscribe for shares of the Company. On 13 June 2003, 24,500,000 options and 5,270,000 options were granted to directors of the Company and employees of the Group, respectively, under the Pre-IPO Share Option Scheme. These options are exercisable in accordance with the terms of the Pre-IPO Share Option Scheme commencing on 13 June 2004 and up to 12 June 2008, on which date all outstanding share options lapsed.

8 TRADE PAYABLES

The ageing analysis of trade payables is as follows:

7 股本(續)

(b) 根據首次公開售股前購股權計劃(「首次公開售股前購股權計劃」),董事會可酌情向本集團及其附屬公司任何董事或僱員授出購股權,賦予彼等權利認購本公司股份。於二零零三年六月十三日,分別根據首次公開發售前購股權計劃向本公司董事及本集團僱員授出24,500,000份購股權。該等購股權自二零零四年六月十三日至二零零八年六月十二日期間可根據首次公開售股前購股權計劃的條款行使,二零零八年六月十二日所有尚未行使購股權已失效。

8 應付貿易賬款

應付貿易賬款的賬齡分析如下:

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
Current 31 - 90 days 91 - 180 days 181 - 365 days	即期 31至90天 91至180天 181至365天	10,832 2,158 23 8	11,688 1,436 89 2
		13,021	13,215

9 BANK BORROWINGS

9 銀行貸款

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
Long-term bank borrowings — secured — unsecured Current portion of long-term bank borrowings	長期銀行貸款 一 有抵押 一 無抵押 長期銀行貸款的即期部份	20,561 	21,335 4,792 (10,506) 15,621
Short-term bank borrowings — secured — unsecured	短期銀行貸款 一 有抵押 一 無抵押	42,381 10,750 53,131	18,969

9 BANK BORROWINGS (continued)

9 銀行貸款(續)

The Group's long-term bank loans were repayable as follows:

本集團的長期銀行貸款須於以下期間償 還:

		As at	As at
		30 June	31 December
		2008	2007
		於	於
		二零零八年	二零零七年
		US\$'000	US\$'000
		千美元	千美元
Within one year	一年內	8,273	10,506
In the second year	於第二年	6,248	7,081
In the third to fifth year	於第三至第五年	6,040	8,540
		20,561	26,127

The carrying amounts of the borrowings are denominated in the following currencies:

貸款賬面值按下列貨幣計算:

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	31 December 2007 於 二零零七年 十二月三十一日 US\$'000
US dollar Renminbi New Taiwan dollar	美元 人民幣 新台灣幣	63,973 5,832 3,887	35,624 5,681 3,791
		73,692	45,096

10 OTHER GAINS — NET

10 其他收益 — 淨額

		For the six months ended 30 June 2008 截至 二零零八年 六月三十日 止六個月 US\$'000 千美元	For the six months ended 30 June 2007 截至 二零零七年 六月三十日 止六個月 US\$'000 千美元
Net exchange (losses)/gains (Loss)/gain on disposal of	淨匯兑(虧損)/收益 出售物業、廠房及	(631)	332
property, plant and equipment	設備(虧損)/收益	(14)	588
Sales of scrap materials	廢料銷售	249	252
Interest income from held-to-maturity financial asset	持有至到期之財務資產 利息收入	124	124
Others	其他	339	86
		67	1,382

11 EXPENSES BY NATURE

11 按性質分類的開支

Expenses included in cost of sales, selling and distribution expenses and administrative expenses are analysed as follows:

銷售成本、出售及分銷開支及行政開支所 包括之開支分析如下:

		For the six months ended 30 June 2008 截至 二零零八年 六月三十日 止六個月 US\$'000 千美元	For the six months ended 30 June 2007 截至 二零零七年 六月三十日 止六個月 US\$'000 千美元
Changes in inventories of finished goods and work in progress Raw materials and consumables used Amortisation of trademarks Amortisation of brand name Amortisation of land use rights Amortisation of software and licence Depreciation on property, plant and equipment Operating lease expenses in respect of leasehold land Employee benefit expenses Other expenses	製成品和在製品存貨變動 已用原料及消耗品 商標攤銷 品牌攤銷 土地使用權攤銷 軟件及牌照攤銷 物業、廠房及設備折舊 有關租賃土地經營租約之開支 僱員福利開支 其他開支	3,526 124,680 605 57 72 146 14,562 73 10,810 15,940	(1,603) 94,416 605 57 65 25 14,157 65 8,654 19,361
Total cost of sales, selling and distribution expenses and administrative expenses	銷售成本、銷售及分銷開支及 行政開支總額	170,471	135,802

12 FINANCE COSTS — NET

12 融資成本 — 淨額

		Found to a	E a a tha a
		For the	For the
		six months	six months
		ended	ended
		30 June 2008	30 June 2007
		截至	截至
		二零零八年	二零零七年
		六月三十日	六月三十日
		止六個月	止六個月
		US\$'000	US\$'000
		千美元	千美元
Interest expense on bank borrowings	銀行貸款利息開支	1,378	2,318
Amortisation of discount on long-term	長期應付一名有關連人士之	.,	2,010
payable to a related party	折扣攤銷	220	258
Interest income on bank deposits	銀行存款利息收入	(579)	(101)
	或11行承们忘收八	(579)	(101)
		1,019	2,475

13 INCOME TAX EXPENSE

13 所得税開支

The amount of income tax charged to the consolidated income statement represents:

綜合損益表內之所得税開支包括:

		For the	For the
		six months	six months
		ended	ended
		30 June 2008	30 June 2007
		截至	截至
		二零零八年	二零零七年
		六月三十日	六月三十日
		止六個月	止六個月
		US\$'000	US\$'000
		千美元	千美元
Enterprise income tax	企業所得税	3,397	2,770
Deferred income tax	遞延所得税	(591)	(432)
		2,806	2,338

(i) Vietnam

Enterprise income tax ("EIT") is provided on the basis of the statutory profit for financial reporting purposes, adjusted for income and expenses items which are not assessable or deductible for income tax purposes. The applicable EIT rates for the Group's operations in Vietnam range from 10% to 25%, as stipulated in the respective subsidiaries' investment licences.

(ii) The PRC

EIT is provided on the basis of the statutory profit for financial reporting purposes, adjusted for income and expenses items which are not assessable or deductible for income tax purposes. The applicable EIT rates for the Group's operations in the PRC range from 12.5% to 18%.

Certain subsidiaries of the Group including Mao Tai Foods (Xiamen) Co., Ltd, Shanghai Vedan Enterprise Co. Ltd ("Shanghai Vedan") and Shandong Vedan Snowflake Enterprise Co., Ltd ("Shandong Snowflake") are entitled to full exemption from EIT for the first two years and 50% reduction of EIT for the next three years, commencing from the first profitable year after offsetting all unexpired tax losses carried forward from the previous years. Shanghai Vedan and Shandong Snowflake have triggered its first profitable year in 2006.

(iii) Singapore/Hong Kong

No Singapore/Hong Kong profits tax has been provided as the Group had no estimated assessable profit arising in or derived from Singapore and Hong Kong during the period.

(iv) Taiwan

EIT is provided on the basis of the statutory profit for financial reporting purposes, adjusted for income and expenses items which are not assessable or deductible for income tax purposes. The applicable EIT rate for the Group's operation in Taiwan is 25%.

(i) 越南

企業所得税(「企業所得税」)按財務申 報之法定盈利計算,且就所得税之毋 須課税或不可扣減之收支項目作出調 整。本集團在越南之業務適用企業所 得税率介乎10%至25%之間,按附屬 公司各自之投資許可證所規定。

(ii) 中國

企業所得税按財務申報之法定盈利計 算,且就所得税之毋須課税或不可扣 減之收支項目作出調整。本集團在中 國之業務適用企業所得税率介乎 12.5%至18%之間。

本集團若干附屬公司,包括茂泰食品 (廈門)有限公司、上海味丹企業有限 公司(「上海味丹」)及山東味丹雪花實 業有限公司(「山東雪花」)在抵銷所有 過往年度結轉之未過期税損後,由首 個盈利年度開始可享首兩年全數豁免 企業所得税及緊接其後三個年度可享 50%企業所得税寬減。上海味丹及山 東雪花已於二零零六年錄得其首個盈 利年度。

(iii) 新加坡/香港

由於本集團於本期內並無在新加坡及 香港賺取或獲得估計應課税盈利,因 此並無作出新加坡/香港利得税撥 備。

(iv) 台灣

企業所得税按財務申報之法定盈利計算,且就所得税之毋須課税或不可扣 減之收支項目作出調整。本集團在台 灣之業務適用企業所得税率為25%。

14 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company of US\$9,278,000 (2007: US\$7,992,000) by 1,522,742,000 (2007: 1,522,742,000) ordinary shares in issue during the period.

Diluted earnings per share is calculated by adjusting the number of ordinary shares outstanding to assume conversion of all share options. During the six months period ended 30 June 2008, the outstanding share option has an anti-dilutive effect. The diluted earnings per share for the six months ended 30 June 2007 is calculated by dividing the profit attributable to equity holders of the Company of US\$7,992,000 by 1,527,075,000 adjusted ordinary shares during the period.

15 DIVIDENDS

A dividend that relates to the period to 31 December 2007 and that amounts to US\$4,432,000 was paid in June 2008. (2007: US\$2,432,000).

In addition, an interim dividend of 0.305 US cents per share (2007: 0.262 US cents per shares) was proposed by the board of directors on 9 September 2008. This interim dividend, amounting to US\$4,644,000 (2007: US\$3,996,000), has not been recognised as a liability in this interim financial information. It will be recognised in shareholders' equity during the period from 1 July 2008 to 31 December 2008.

16 CAPITAL COMMITMENTS FOR PROPERTY, PLANT AND EQUIPMENT

14 每股盈利

每股基本盈利按本公司股權持有人應佔盈 利9,278,000美元(二零零七年:7,992,000 美元)除以期間已發行普通股 1,522,742,000股(二零零七年: 1,522,742,000股)計算。

每股攤薄盈利乃按假設所有購股權獲轉換 而調整已發行普通股數計算。截至二零零 八年六月三十日止六個月期間,未行使之 購股權具反抗攤薄效應。截至二零零七年 六月三十日止六個月每股攤薄盈利乃按公 司股權持有人應佔盈利7,992,000美元除以 期內1,527,075,000股經調整之普通股計 算。

15 股息

與二零零七年十二月三十一日止期間有關的股息4,432,000美元已於二零零八年六月 派發(二零零七年:2,432,000美元)。

此外,於二零零八年九月九日,董事會建 議派付中期股息每股0.305美仙(二零零七 年:每股0.262美仙)。此項中期股息合計 4,644,000美元(二零零七年:3,996,000美 元)並無在本中期財務資料中確認為負債, 而將於二零零八年七月一日至二零零八年 十二月三十一日期間在股東權益中確認。

16 物業、廠房及設備之資本承擔

		As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
Contracted but not provided for	已訂約但未撥備	3,863	3,893
Authorised but not contracted for	已批准但未訂約	1,822	6,031

17 RELATED PARTY TRANSACTIONS

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17 有關連人士之交易

- (a) Significant related party transactions, which were carried out in the normal course of the Group's business are as follows:
- (a) 有關聯人士於本集團正常業務中進行 之重大交易呈列如下:

		Note 附註	For the six months ended 30 June 2008 截至 二零零八年 六月三十日 止六個月 US\$'000 千美元	For the six months ended 30 June 2007 截至 二零零七年 六月三十日 止六個月 US\$'000 千美元
Sale of goods to Vedan Enterprise Corporation ("Taiwan Vedan")	味丹企業股份有限公司 (「台灣味丹」) 銷售貨品	(i)	1,536	711
Technological support fee paid to Taiwan Vedan and Tung Hai Fermentation Industrial Co., Ltd.	向台灣味丹及東海醱酵 工業股份有限公司 支付技術支援費	(ii)	1,525	1,238
Commission from Taiwan Vedan in connection with the Agency Agreement	就代理協議收取台灣 味丹之佣金	(ii)	53	38
	rs of the Company, sales to the in the normal course of business	附 (i)	· · · · · · · · · · · · · · · · · · ·	●向有關連人士銷售 □進行,且價格及條

related party were conducted in the normal course of business at prices and terms no less favourable than those charged to and contracted with other third party customers of the Group.

(ii) In the opinion of the directors of the Company, the transactions were carried out in the ordinary course of business and the fees are charged in accordance with the terms of the underlying agreements. 是在正常業務中進行,且價格及條 款不遜於本集團與其他第三者客戶 交易所支付及訂立之價格及條款。

(ii) 本公司董事認為該等交易在日常業務中進行,並且根據相關協議之條款收費。

17 RELATED PARTY TRANSACTIONS (continued)

17 有關連人士之交易(續)

(b) Balances with related parties

As at 30 June 2008, the Group had the following significant balances with related parties:

(b) 與有關聯人士之結餘

於二零零八年六月三十日,本集團與 有關連人士有以下重大結餘:

		Note 附註	As at 30 June 2008 於 二零零八年 六月三十日 US\$'000 千美元	As at 31 December 2007 於 二零零七年 十二月三十一日 US\$'000 千美元
Current: Trade receivables from Taiwan Vedan	即期: 應收台灣味丹貿易款項	(i)	958	339
Current: Technological support fee payable to Taiwan Vedan Current portion of the amount due to Taiwan Vedan in connection with	即期: 應付台灣味丹之 技術支援費 有關轉讓商標應付 台灣味丹款項之 即期部份	(i)	295	301
assignment of trademarks		(ii)	1,072	
			1,367	301
Non-current: Non-current portion of the amount due to Taiwan Vedan in connection with assignment of	非即期: 有關轉讓商標應付 台灣味丹款項之 非即期部份			
trademarks		(ii)	7,468	9,393
Note:		附	註:	
(i) All these balances with re interest-free and have no fixe	elated parties are unsecured, ed terms of repayment.	(i)	有關連人士之所 免息及無固定道	ff有結餘均無抵押、 還款期。

(ii) The amount represented the fair value payable to Taiwan Vedan for assignment of certain trademarks under the Trademark Assignment Agreement. It is payable by seven equal annual instalments commencing on 1 January 2007. The amount is discounted to fair value using a rate based on the borrowing rate of 4.7% per annum at the date of assignment of the trademarks.

18 BANKING FACILITIES

Certain of the Group's bank borrowings of US\$62,942,000 as at 30 June 2008 (31 December 2007: US\$21,335,000) were secured by:

- legal charges over certain of the Group's property, plant and equipments with net book value of approximately US\$22,366,000 (31 December 2007: US\$25,417,000).
- (ii) corporate guarantee provided by the Company.

(ii) 根據商標轉讓協議,該款項相當於 就轉讓若干商標而應付台灣味丹之 公平值。其須由二零零七年一月一 日起,分七期每年支付相同款額。 款項按根據轉讓商標當日之借貸年 利率4.7厘計算之利率折現至公平 值。

18 銀行信貸

本集團於二零零八年六月三十日之若干銀 行借貸62,942,000美元(二零零七年十二月 三十一日:21,335,000美元)以下列各項作 為抵押:

- (i) 本集團賬面淨值約22,366,000美元 (二零零七年十二月三十一日: 25,417,000美元)之若干物業、廠房 及設備之法定抵押。
- (ii) 本公司提供之公司擔保。

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INTERIM DIVIDEND AND CLOSE OF REGISTER

The Board of Directors has resolved to declare an interim dividend of 0.305 US cents (2.379 HK cents) per share for the year ending 31 December 2008.

The share register will be closed from 6 October to 10 October 2008, both days inclusive, during which period no transfer of shares will be registered. Dividend warrants will be dispatched to shareholders on or about 17 October 2008. In order to qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Branch Register, Tricor Tengis Limited of 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 3 October 2008.

By Order of the Board **Lo Chi Man** *Company Secretary*

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Hong Kong, 9 September 2008

中期股息及截止過戶

董事會議決宣派截至二零零八年十二月三十一日止年度每股0.305美仙(2.379港仙)之中期股息。

股份過戶登記處將於二零零八年十月六日至二零 零八年十月十日(首尾兩天包括在內)期間暫停辦 理過戶登記手續。股息單大概於二零零八年十月 十七日或前後寄發予股東。為符合資格收取中期 股息,所有填妥之過戶表格連同有關股票必須不 遲於二零零八年十月三日下午四時三十分送達香 港灣仔皇后大道東28號金鐘匯中心26樓本公司之 股份過戶登記處香港分處卓佳登捷時有限公司辦 理過戶手續。

承董事會命 公*司秘書* **羅志文**

香港,二零零八年九月九日



Vedan International (Holdings) Limited 味丹國際(控股)有限公司

www.vedaninternational.com