



海南大东海旅游中心股份有限公司

Hainan Dadonghai Tourism Centre (Holdings) Co., Ltd.



THE THIRD QUARTERLY REPORT FOR 2015 (FULL-TEXT)

Date of disclosure: 31 October 2015

Section I. Important Notes

Board of Directors and the Supervisory Committee of Hainan Dadonghai Tourism Centre (Holdings) Co., Ltd. (hereinafter referred to as the Company) and its directors, supervisors and senior executives hereby confirm that there are no any fictitious statements, misleading statements, or important omissions carried in this report, and shall take all responsibilities, individual and/or joint, for the reality, accuracy and completion of the whole contents.

All directors of the Company are attended the Meeting for quarterly report deliberation.

Principal of the Company Li Yuanbin, Person in Charge of Accounting Works Fu Zongren and Person in Charge of Accounting Organ (Accounting Officer) Liu Xianghai hereby confirm that the Financial Report of the Third Quarterly Report is authentic, accurate and complete.



Section II. Main accounting data and changes of shareholders

I. Main accounting data and index

Whether it has retroactive adjustment or re-statement on previous accounting data for accounting policy changed and accounting error correction or not

☐Yes ☒No

	Current period-end		Period-end of last year		Increase/decrease	
Total assets(RMB)	107,704,904.46		114,080,998.28		-5.59%	
Net assets attributable to shareholders of listed company (RMB)	77,969,131.69		84,415,334.33		-7.64%	
	Current period	Increase/decrease in comparison with same period of last year	Year-begin to end of the Period	Increase/decrease in comparison with year-begin to Period-end of last year		
Operating revenue (RMB)	2,839,915.00	-12.47%	11,261,211.50	-24.58%		
Net profit attributable to shareholders of the listed company (RMB)	-3,054,236.00	-243.90%	-6,446,202.64	-271.20%		
Net profit attributable to shareholders of the listed company after deducting non-recurring gains and losses(RMB)	-3,085,920.00	-242.30%	-7,883,034.00	-335.72%		
Net cash flow arising from operating activities(RMB)	--	--	-205,755.73	-107.54%		
Basic earnings per share (RMB/Share)	-0.0084	-250.00%	-0.0177	-268.75%		
Diluted earnings per share (RMB/Share)	-0.0084	-250.00%	-0.0177	-268.75%		
Weighted average ROE	-3.84%	-2.74%	-7.94%	-5.80%		

Items and amount of extraordinary profit (gains)/losses

☒Applicable ☐Not applicable

In RMB

Item	Amount from year-begin to end of the Period	Note
Gains/losses from the disposal of non-current asset (including the write-off that accrued for impairment of assets)	167,291.86	Losses 1,092.4 Yuan from disposal of fixed assets, the bad debt provision accrual 166,199.46 Yuan has been written back.
Other non-operating income and expenditure except for the aforementioned items	1,269,539.50	Mainly because the second largest shareholders gains 1,194,445.50 Yuan



		from short-swing trading which is belongs to the Company
Total	1,436,831.36	--

Concerning the extraordinary profit (gain)/loss defined by *Q&A Announcement No.1 on Information Disclosure for Companies Offering Their Securities to the Public --- Extraordinary Profit/loss*, and the items defined as recurring profit (gain)/loss according to the lists of extraordinary profit (gain)/loss in *Q&A Announcement No.1 on Information Disclosure for Companies Offering Their Securities to the Public --- Extraordinary Profit/loss*, explain reasons

☐ Applicable ☒ Not applicable

In reporting period, the Company has no particular about items defined as recurring profit (gain)/loss according to the lists of extraordinary profit (gain)/loss in *Q&A Announcement No.1 on Information Disclosure for Companies Offering Their Securities to the Public --- Extraordinary Profit/loss*.

II. Statement of the total shareholders and shares-held of top ten shareholders at end of the Period

1. Statement of the total common shareholders and shares-held of top ten common shareholders at end of the Period

In share

Total common shareholders in reporting period		25,432				
Shares-held of top ten common shareholders						
Shareholders	Nature of shareholder	Proportion of shares held	Amount of shares held	Amount of restricted shares held	Number of share pledged/frozen	
					State of share	Amount
Luoniushan Co., Ltd.	Domestic non state-owned corporate	16.81%	61,190,270	0		
Pan Guoping	Domestic nature person	8.48%	30,879,791	0	Pledged	30,000,000
Ren Kemeng	Domestic nature person	2.98%	10,846,200	0		
Yin Ning	Domestic nature person	2.86%	10,430,307	0		
Li Kuidong	Domestic nature person	2.50%	9,099,050	0		
First Shanghai Securities Limited	Foreign corporate	2.49%	9,058,098	0		
Huarong International Trust Co., Ltd. – Huarong · Ronghui Securities Investment Assembled Funds Trust Plan	Other	1.74%	6,317,700	0		



Lin Shuling	Domestic nature person	1.70%	6,182,088	0		
Yangpu Tongrong Investment Management Consultation Co., Ltd.	Domestic non state-owned corporate	1.27%	4,618,800	4,618,800		
Huarong International Trust Co., Ltd. – Huarong · Yunhui Securities Investment Assembled Funds Trust Plan	Other	1.24%	4,500,000	0		
Particular about top ten common shareholders with un-restrict shares held						
Shareholders' name	Amount of unrestricted common shares held at reporting period-end	Type of shares				
		Type	Amount			
Luoniushan Co., Ltd.	61,190,270	RMB ordinary shares	61,190,270			
Pan Guoping	30,879,791	Domestically listed foreign shares	30,879,791			
Ren Kemeng	10,846,200	RMB ordinary shares	10,846,200			
Yin Ning	10,430,307	RMB ordinary shares	10,430,307			
Li Kuidong	9,099,050	RMB ordinary shares	9,099,050			
First Shanghai Securities Limited	9,058,098	Domestically listed foreign shares	9,058,098			
Huarong International Trust Co., Ltd. – Huarong · Ronghui Securities Investment Assembled Funds Trust Plan	6,317,700	RMB ordinary shares	6,317,700			
Lin Shuling	6,182,088	RMB ordinary shares	6,182,088			
Huarong International Trust Co., Ltd. – Huarong · Yunhui Securities Investment Assembled Funds Trust Plan	4,500,000	RMB ordinary shares	4,500,000			
Sanya Rural Credit Cooperative	2,310,000	RMB ordinary shares	2,310,000			
Explanation on associated relationship among the aforesaid shareholders	The Company is unknown whether there exists associated relationship or belongs to the consistent actor regulated by the Management Measure of Information Disclosure on Change of Shareholding for Listed Company among the other shareholders.					
Explanation on shareholders involving margin business about top ten common shareholders	N/A					



Whether top ten common shareholders or top ten common shareholders with un-restrict shares held have a buy-back agreement dealing in reporting period

☐ Yes ☒ No

Top ten common shareholders or top ten common shareholders with un-restrict shares not held have a buy-back agreement dealing in reporting period

2. Total of shareholders with preferred stock held and the top ten shareholdings in Period-end

☐Applicable ☒Not applicable



Section III. Important events

I. Particular about major changes from items of main accounting statements and financial indexes as well as reasons

√Applicable □Not applicable

Item	Closing balance (or Amount at the period)	Opening balance (or Amount at last period)	Changes (%)	Reasons
Monetary funds	11,991,590.81	22,550,289.54	-46.82	Revenue from operation decreased, make renewal for part of the equipment and facilities for Hotel and lending part of the funds
Accounts receivable	499,628.08	2,632,379.02	-81.02	The account receivable are collected
Account paid in advance	128,106.08	40,778.52	214.15	The account paid in advance for purchasing rooms linen
Other account receivable	9,335,068.74	332,661.26	2,706.18	Lending intercourse funds
Non-current assets maturing within one year	0.00	196,354.90	-100.00	The long-term expenses amortized in one year are amortized
Operating income	11,261,211.50	14,931,081.50	-24.58	The hotel rates and letting rate declined in the Period
Operating cost	399,824.29	85,893.56	365.49	Restaurant operation right return, the catering cost increased for independent management
Financial expense	-89,145.39	44,691.87	-299.47	Interest from deposit increased, and the commission charges for credit card declined
Non-operating revenue	1,272,934.50	74,180.05	1,616.01	The abusive trading practice of stock 1,194,445.50 Yuan from shareholders are collected
Non-operating expense	2,302.60	1,550.26	48.53	Losses from dispose of the fixed assets
Net profit	-6,446,202.64	-1,736,587.97	-271.20	Revenue from the hotel decreased in the period, and the costs expenses increased
Net cash flow arising from operating activities	-205,755.73	2,728,520.65	-107.54	Revenue from the hotel decreased in the period, and the costs expenses increased
Net cash flow arising from investment activities	-10,352,943.00	1,316,790.00	-886.23	The intercourse funds are loan out in the Period, and investment income collected in last year

II. Progress of significant events, their influences, and analysis and explanation of their solutions

□Applicable √Not applicable

III. Commitments made by the Company or shareholders holding above 5% shares of the Company in reporting period or made in previous period and extending to reporting period

√Applicable □Not applicable

Commitments	Acceptor	Contents	Commitment date	Commitment term	Implementation
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Commitments for Share Merger Reform	The Company's largest shareholder Luoniushan Co., Ltd.	Seeking restructuring side actively for assets reorganization	2014-06-27	In 3 years	No appropriate restructuring side has been found so far.
Commitments made in acquisition report or equity change report					
Commitments in assets reorganization					
Commitments make in Initial public offering or re-financing					
Other commitments for minority shareholders	The Company's largest shareholder Luoniushan Co., Ltd.	Pursuit to relevant regulations of CSRC and Shenzhen Stock Exchange, increases shares of Donghai through trading system of the Shenzhen Stock Exchange, the amount for share increase is not less than 5 million Yuan; and will not proactive reducing the Donghai shares in follow period, that is during period of overweight, in six months after shares increased and within the legal time limit	2015-07-10	Within 6 months	No implementation
Completed on time or not	No				
Detail reasons for un-complement and further plan	N/A				

IV. Estimation of operation performance for year of 2015

Estimation of accumulative net profit from the beginning of the year to the end of next report period to be loss probably or the warning of its material change compared with the corresponding period of the last year and explanation of reason

☐Applicable ☒Not applicable

V. Particular about security investment

☐ Applicable ☒ Not applicable

The Company had no security investment in Period.

VI. Explanation on equity of other listed company held

☐ Applicable ☒ Not applicable



No security investment in Period.

VII. Particulars about derivatives investment

☐ Applicable ☒ Not applicable

The Company had no derivatives investment in Period.

VIII. Registration form of receiving research, communication and interview in the report period

☒ Applicable ☐ Not applicable

Date	Place	Way	Type	Object	Content discussed and documents provided
2015-07-06	Company	Telephone communication	Individual	Investor in Beijing (Surname Lin)	Performance of half-annual of the Company, no material provided
2015-08-18	Company	Telephone communication	Individual	Investor in Shenzhen (Surname Wang)	Whether the Company has information that should be disclosed without released, no material acquired
2015-09-24	Company	Telephone communication	Individual	Investor in Shanghai (Surname Zhou)	Development of the Company, no material provided

IX. External guarantee get out of line

☐ Applicable ☒ Not applicable

The Company has no external guarantee get out of the line in the Period

X. Controlling shareholder and its related parties occupying non-business capital of the listed company

☐ Applicable ☒ Not applicable

There are no controlling shareholder and its related parties occupying non-business capital of the listed company in Period



Section IV. Financial Statement

I. Financial statement

1. Balance Sheet

Prepared by Hainan Dadonghai Tourism Centre (Holdings) Co., Ltd.

2015-09-30

In RMB

Items	Balance at period-end	Balance at period-begin
Current assets:		
Monetary funds	11,991,590.81	22,550,289.54
Settlement provisions		
Capital lent		
Financial liability measured by fair value and with variation reckoned into current gains/losses		
Derivative financial liability		
Notes receivable		
Accounts receivable	499,628.08	2,632,379.02
Accounts paid in advance	128,106.08	40,778.52
Insurance receivable		
Reinsurance receivables		
Contract reserve of reinsurance receivable		
Interest receivable		0.00
Dividend receivable		
Other receivables	9,335,068.74	332,661.26
Purchase restituted finance asset		
Inventories	281,146.73	307,057.29
Divided into assets held for sale		
Non-current asset due within one year		196,354.90
Other current assets		
Total current assets	22,235,540.44	26,059,520.53
Non-current assets:		
Loans and payments on behalf		



Finance asset available for sales	4,500,000.00	4,500,000.00
Held-to-maturity investment		
Long-term account receivable		
Long-term equity investment		
Investment property		
Fixed assets	53,122,791.71	56,301,360.07
Construction in progress	1,278,000.00	
Engineering material		
Disposal of fixed asset		
Productive biological asset		
Oil and gas asset		
Intangible assets	26,568,572.31	27,220,117.68
Expense on Research and Development		
Goodwill		
Long-term expenses to be apportioned		
Deferred income tax asset		
Other non-current asset		
Total non-current asset	85,469,364.02	88,021,477.75
Total assets	107,704,904.46	114,080,998.28
Current liabilities:		
Short-term loans		
Loan from central bank		
Absorbing deposit and interbank deposit		
Capital borrowed		
Financial liability measured by fair value and with variation reckoned into current gains/losses		
Derivative financial liability		
Notes payable		
Accounts payable	2,260,060.53	2,390,345.19
Accounts received in advance	1,404,260.70	1,360,245.91
Selling financial asset of repurchase		
Commission charge and commission payable		



Wage payable	3,602,125.38	3,451,674.05
Taxes payable	-1,210,063.89	-1,155,972.31
Interest payable		
Dividend payable		
Other accounts payable	23,679,390.05	23,619,371.11
Reinsurance payables		
Insurance contract reserve		
Security trading of agency		
Security sales of agency		
Divided into liability held for sale		
Non-current liabilities due within 1 year		
Other current liabilities		
Total current liabilities	29,735,772.77	29,665,663.95
Non-current liabilities:		
Long-term loans		
Bonds payable		
Including: preferred stock		
Perpetual capital securities		
Long-term account payable		
Long-term wages payable		
Special accounts payable		
Projected liabilities		
Deferred income		
Deferred income tax liabilities		
Other non-current liabilities		
Total non-current liabilities		
Total liabilities	29,735,772.77	29,665,663.95
Owner's equity:		
Share capital	364,100,000.00	364,100,000.00
Other equity instrument		
Including: preferred stock		
Perpetual capital securities		



Capital public reserve	54,142,850.01	54,142,850.01
Less: Inventory shares		
Other comprehensive income		
Reasonable reserve		
Surplus public reserve		
Provision of general risk		
Retained profit	-340,273,718.32	-333,827,515.68
Total owner's equity attributable to parent company	77,969,131.69	84,415,334.33
Minority interests		
Total owner's equity	77,969,131.69	84,415,334.33
Total liabilities and owner's equity	107,704,904.46	114,080,998.28

Legal representative: Li Yuanbin

Person in charge of accounting works: Fu Zongren

Person in charge of accounting institution: Liu Xianghai

2. Profit Statement (this report period)

In RMB

Item	Amount in this period	Amount in last period
I. Total operating income	2,839,915.00	3,244,629.50
Including: Operating income	2,839,915.00	3,244,629.50
Interest income		
Insurance gained		
Commission charge and commission income		
II. Total operating cost	5,925,835.00	5,626,160.13
Including: Operating cost	128,520.40	80,557.05
Interest expense		
Commission charge and commission expense		
Cash surrender value		
Net amount of expense of compensation		
Net amount of withdrawal of insurance contract reserve		
Bonus expense of guarantee slip		
Reinsurance expense		
Operating tax and extras	159,035.25	181,699.27
Sales expenses	3,238,085.45	2,763,637.30
Administration expenses	2,425,864.55	2,603,579.87
Financial expenses	-25,670.65	-3,313.36



Losses of devaluation of asset		
Add: Changing income of fair value(Loss is listed with “-”)		
Investment income (Loss is listed with “-”)		1,480,000.00
Including: Investment income on affiliated company and joint venture		
Exchange income (Loss is listed with “-”)		
III. Operating profit (Loss is listed with “-”)	-3,085,920.00	-901,530.63
Add: Non-operating income	31,911.00	13,612.29
Including: Disposal gains of non-current asset	3,168.00	
Less: Non-operating expense	227.00	210.67
Including: Disposal loss of non-current asset		210.67
IV. Total Profit (Loss is listed with “-”)	-3,054,236.00	-888,129.01
Less: Income tax expense		
V. Net profit (Net loss is listed with “-”)	-3,054,236.00	-888,129.01
Net profit attributable to owner’s of parent company	-3,054,236.00	-888,129.01
Minority shareholders’ gains and losses		
VI. Net after-tax of other comprehensive income		
Net after-tax of other comprehensive income attributable to owners of parent company		
(I) Other comprehensive income items which will not be reclassified subsequently to profit of loss		
1. Changes as a result of re-measurement of net defined benefit plan liability or asset		
2. Share of the other comprehensive income of the investee accounted for using equity method which will not be reclassified subsequently to profit and loss		
(II) Other comprehensive income items which will be reclassified subsequently to profit or loss		
1. Share of the other comprehensive income of the investee accounted for using equity method which will be reclassified subsequently to profit or loss		
2. Gains or losses arising from changes in fair value of available-for-sale financial assets		
3. Gains or losses arising from reclassification of held-to-maturity investment as available-for-sale financial assets		
4. The effect hedging portion of gains or losses arising from cash flow hedging instruments		



5. Translation differences arising on translation of foreign currency financial statements		
6. Other		
Net after-tax of other comprehensive income attributable to minority shareholders		
VII. Total comprehensive income	-3,054,236.00	-888,129.01
Total comprehensive income attributable to owners of parent Company	-3,054,236.00	-888,129.01
Total comprehensive income attributable to minority shareholders		
VIII. Earnings per share:		
(i) Basic earnings per share	-0.0084	-0.0024
(ii) Diluted earnings per share	-0.0084	-0.0024

Legal representative: Li Yuanbin

Person in charge of accounting works: Fu Zongren

Person in charge of accounting institution: Liu Xianghai

3. Profit statement (year-begin to end of this period)

In RMB

Item	Current Period	Last Period
I. Total operating income	11,261,211.50	14,931,081.50
Including: Operating income	11,261,211.50	14,931,081.50
Interest income		
Insurance gained		
Commission charge and commission income		
II. Total operating cost	18,978,046.04	18,220,299.26
Including: Operating cost	399,824.29	85,893.56
Interest expense		
Commission charge and commission expense		
Cash surrender value		
Net amount of expense of compensation		
Net amount of withdrawal of insurance contract reserve		
Bonus expense of guarantee slip		
Reinsurance expense		
Operating tax and extras	630,627.87	836,140.60
Sales expenses	9,377,913.92	8,688,605.27
Administration expenses	8,825,024.81	8,564,967.96



Financial expenses	-89,145.39	44,691.87
Losses of devaluation of asset	-166,199.46	
Add: Changing income of fair value(Loss is listed with “-”)		
Investment income (Loss is listed with “-”)		1,480,000.00
Including: Investment income on affiliated company and joint venture		
Exchange income (Loss is listed with “-”)		
III. Operating profit (Loss is listed with “-”)	-7,716,834.54	-1,809,217.76
Add: Non-operating income	1,272,934.50	74,180.05
Including: Disposal gains of non-current asset	3,168.00	
Less: Non-operating expense	2,302.60	1,550.26
Including: Disposal loss of non-current asset	2,075.60	1,550.26
IV. Total Profit (Loss is listed with “-”)	-6,446,202.64	-1,736,587.97
Less: Income tax expense		
V. Net profit (Net loss is listed with “-”)	-6,446,202.64	-1,736,587.97
Net profit attributable to owner’s of parent company	-6,446,202.64	-1,736,587.97
Minority shareholders’ gains and losses		
VI. Net after-tax of other comprehensive income		
Net after-tax of other comprehensive income attributable to owners of parent company		
(I) Other comprehensive income items which will not be reclassified subsequently to profit of loss		
1. Changes as a result of re-measurement of net defined benefit plan liability or asset		
2. Share of the other comprehensive income of the investee accounted for using equity method which will not be reclassified subsequently to profit and loss		
(II) Other comprehensive income items which will be reclassified subsequently to profit or loss		
1. Share of the other comprehensive income of the investee accounted for using equity method which will be reclassified subsequently to profit or loss		
2. Gains or losses arising from changes in fair value of available-for-sale financial assets		
3. Gains or losses arising from reclassification of held-to-maturity investment as available-for-sale financial assets		
4. The effect hedging portion of gains or losses arising from cash flow hedging instruments		



5. Translation differences arising on translation of foreign currency financial statements		
6. Other		
Net after-tax of other comprehensive income attributable to minority shareholders		
VII. Total comprehensive income	-6,446,202.64	-1,736,587.97
Total comprehensive income attributable to owners of parent Company	-6,446,202.64	-1,736,587.97
Total comprehensive income attributable to minority shareholders		
VIII. Earnings per share:		
(i) Basic earnings per share	-0.0177	-0.0048
(ii) Diluted earnings per share	-0.0177	-0.0048

Legal representative: Li Yuanbin

Person in charge of accounting works: Fu Zongren

Person in charge of accounting institution: Liu Xianghai

4. Cash Flow Statement (year-begin to end of this period)

In RMB

Item	Current Period	Last Period
I. Cash flows arising from operating activities:		
Cash received from selling commodities and providing labor services	13,978,981.72	16,187,935.58
Net increase of customer deposit and interbank deposit		
Net increase of loan from central bank		
Net increase of capital borrowed from other financial institution		
Cash received from original insurance contract fee		
Net cash received from reinsurance business		
Net increase of insured savings and investment		
Net increase of amount from disposal financial assets that measured by fair value and with variation reckoned into current gains/losses		
Cash received from interest, commission charge and commission		
Net increase of capital borrowed		
Net increase of returned business capital		
Write-back of tax received		
Other cash received concerning operating activities	2,063,551.22	3,027,774.44



Subtotal of cash inflow arising from operating activities	16,042,532.94	19,215,710.02
Cash paid for purchasing commodities and receiving labor service	4,444,684.14	3,579,185.80
Net increase of customer loans and advances		
Net increase of deposits in central bank and interbank		
Cash paid for original insurance contract compensation		
Cash paid for interest, commission charge and commission		
Cash paid for bonus of guarantee slip		
Cash paid to/for staff and workers	7,122,349.24	7,162,199.00
Taxes paid	1,798,322.86	1,976,344.78
Other cash paid concerning operating activities	2,882,932.43	3,769,459.79
Subtotal of cash outflow arising from operating activities	16,248,288.67	16,487,189.37
Net cash flows arising from operating activities	-205,755.73	2,728,520.65
II. Cash flows arising from investing activities:		
Cash received from recovering investment		
Cash received from investment income		1,480,000.00
Net cash received from disposal of fixed, intangible and other long-term assets		4,200.00
Net cash received from disposal of subsidiaries and other units		
Other cash received concerning investing activities		
Subtotal of cash inflow from investing activities		1,484,200.00
Cash paid for purchasing fixed, intangible and other long-term assets	1,352,943.00	167,410.00
Cash paid for investment		
Net increase of mortgaged loans		
Net cash received from subsidiaries and other units obtained		
Other cash paid concerning investing activities	9,000,000.00	
Subtotal of cash outflow from investing activities	10,352,943.00	167,410.00
Net cash flows arising from investing activities	-10,352,943.00	1,316,790.00
III. Cash flows arising from financing activities		
Cash received from absorbing investment		
Including: Cash received from absorbing minority shareholders' investment by subsidiaries		



Cash received from loans		
Cash received from issuing bonds		
Other cash received concerning financing activities		
Subtotal of cash inflow from financing activities		
Cash paid for settling debts		
Cash paid for dividend and profit distributing or interest paying		
Including: Dividend and profit of minority shareholder paid by subsidiaries		
Other cash paid concerning financing activities		
Subtotal of cash outflow from financing activities		
Net cash flows arising from financing activities		
IV. Influence on cash and cash equivalents due to fluctuation in exchange rate		
V. Net increase of cash and cash equivalents	-10,558,698.73	4,045,310.65
Add: Balance of cash and cash equivalents at the period -begin	22,550,289.54	6,835,685.46
VI. Balance of cash and cash equivalents at the period -end	11,991,590.81	10,880,996.11

Legal representative: Li Yuanbin

Person in charge of accounting works: Fu Zongren

Person in charge of accounting institution: Liu Xianghai

II. Audit Report

Whether the third quarter report was audited or not

☐Yes ☒NoThe 3rd quarter report of the Company has not been audited

Board of Director of
Hainan Dadonghai Tourism Centre (Holdings) Co., Ltd.
Chairman: Li Yuanbin

29 October 2015