Date: 2/16/2011 04:15:42 User: kchenVintage Filings Pg: 1Project: v211723Form Type: 6-KClient: v211723_Hollysys Automation Technologies, Ltd._6-KFile name: v211723.sif Pg: 1

<SUBMISSION-INFORMATION-FILE>

 <TYPE>
 6-K

 <t

</SUBMISSION-INFORMATION-FILE>

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 2

Client: v211723_Hollysys Automation Technologies, Ltd._6-K

Vintage Filings Pg: 2

Doc Type: 6-K

File Name: v211723_6k.htm Pg: 1

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the Month of February, 2011

Commission File Number: 001-33602

HOLLYSYS AUTOMATION TECHNOLOGIES, LTD.

(Exact name of registrant as specified in its charter)

No.2 Disheng Middle Road
Beijing Economic-Technological Development Area
Beijing, People's Republic of China, 100176
(Address of principal executive offices)
Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F. Form 20-F 🗵 Form 40-F 🗆
Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation ST Rule 101(b)(1): Not Applicable
Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation ST Rule 101(b)(7): Not Applicable
Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes \square No \boxtimes
If "Yes" marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 3 Project: v211723 Form Type: 6-K Client: v211723_Hollysys Automation Technologies, Ltd._6-K Doc Type: 6-K File Name: v211723_6k.htm Pg: 2

Hollysys Automation Technologies Reports Unaudited Financial Results for Fiscal Year 2011 Second Quarter Ended December 31, 2010

Beijing, China – February 16, 2011 – Hollysys Automation Technologies, Ltd. (NASDAQ: HOLI) ("Hollysys" or the "Company"), a leading provider of automation and control technologies and applications in China, today announced its unaudited financial results for its fiscal 2011 second quarter ended December31, 2010.

The Company's earnings release regarding the foregoing matters is attached hereto as Exhibit 99.1.

Exhibits

Exhibit Description

99.1 Earnings Release, dated February 16, 2011.

Project: v211723 **Form Type:** 6-K **File Name:** v211723_6k.htm **Pg:** 3 **Date:** 2/16/2011 04:15:42 **User:** kchen **Client:** v211723_Hollysys Automation Technologies, Ltd._6-K Vintage Filings **Pg:** 4 Doc Type: 6-K

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOLLYSYS AUTOMATION TECHNOLOGIES, LTD.

By: /s/ Changli Wang

Changli Wang Chairman and Chief Executive Officer

Date: February 16, 2011.

Date: 2/16/2011 04:15:42 User: kchenVintage Filings Pg: 5Project: v211723Form Type: 6-KClient: v211723_Hollysys Automation Technologies, Ltd._6-KDoc Type: 6-KFile Name: v211723_6k.htm Pg: 4

EXHIBIT INDEX

Exhibit Description

99.1 Earnings Release, dated February 16, 2011.

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 6
Client: v211723_Hollysys Automation Technologies, Ltd._6-K
Doc Type: EX-99.1
Project: v211723 Form Type: 6-K
File Name: v211723_ex99-1.htm Pg: 1



FOR IMMEDIATE RELEASE

Hollysys Automation Technologies Reports Unaudited Financial Results for Fiscal Year 2011 Second Quarter Ended December 31, 2010

Financial Highlights

- Record-breaking quarterly revenues of \$74.4 million, representing an increase of 61.1% compared to \$46.2 million year-over-year
- Gross margin at 36.0%, as compared to 31.2% year-over-year, and 34.8% quarter-over-quarter
- Non-GAAP net income attributable to Hollysys of \$15.0 million, as compared to \$8.1 million and a 85.4% increase year-over-year
- Diluted EPS at \$0.27 reported for the quarter
- Record-breaking backlog balance at \$288.5 million as of December 31, 2010, a 31.4% increase compared to \$219.6 million year-over-year
- Quarterly DSO of 104 days, as compared to 137 days year-over-year and 111 days quarter-over-quarter

Beijing, China – February 16, 2011 – Hollysys Automation Technologies, Ltd. (NASDAQ: HOLI) ("Hollysys" or the "Company"), a leading provider of automation and control technologies and applications in China, today announced its unaudited financial results for its fiscal 2011 second quarter ended December31, 2010 (see attached tables).

Dr. Changli Wang, Chairman and CEO of Hollysys, stated: "We are very pleased to report another stellar quarter with solid financial and operational performance. Our financials were significantly improved on a year-on-year basis, and our operational status and backlog continued its upward trend. I would like to discuss some of the key events that took place during this quarter."

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 7

Client: v211723_Hollysys Automation Technologies, Ltd._6-K

Vintage Filings Pg: 7

Doc Type: EX-99.1

Project: v211723 Form Type: 6-K
File Name: v211723_ex99-1.htm Pg: 2

Hollysys Automation Technologies, Ltd February 16, 2011

Page 2

"In this quarter, amid robust growth from all business lines, our high-speed rail business set another quarterly high from not only revenue but also backlog perspective. Specifically, I like to mention two of our significant contract wins in this quarter. Hollysys signed a \$30.45 million 300-350km/h ATPs contract during the quarter, which will be installed on any type of 300-350km/h high-speed trains for any 300-350 km/h high-speed lines in China. This contract win is a testament that Hollysys will continue to play a leading role in China's 300-350km/h high-speed rail market, following our great success in 200-250km/h segment.

Also in this quarter, we signed another \$33.63 million TCC contract to supply ground-based signaling system to Beijing-Shijiazhuang-Wuhan high-speed rail line with a designed traveling speed of 350km/h and 1,200km in total length. This line is the northern portion of Beijing-Guangzhou high speed rail line, one of the main arteries of China's national high-speed rail network. This significant contract win further strengthens our key position in China's high-speed rail signaling market.

Further more, Hollysys showcased its proprietary ATP and TCC products on the world stage on the 7th World Conference on High-speed Rail held in Beijing in December. As many countries in the world having already formulated high-speed rail build out plans, Hollysys will leverage on its expertise and technology accumulated in this round of China's high-speed rail build-out to enter international market."

Fiscal Year 2011 Second Quarter Unaudited Financial Results Summary

To facilitate a clear understanding of Hollysys operational result, a summary of unaudited non-GAAP financial results is shown as below:

In USD thousands, except share numbers and EPS

	Three Months ended					Six Months ended						
	D	ecember 31, 2010	December 31, 2009	% Change	D	ecember 31, 2010	December 31, 2009	% Change				
Revenues	\$	74,371	46,163	61.1%	\$	135,214	84,357	60.3%				
Integrated Contract Revenue	\$	71,198	43,970	61.9%	\$	128,572	79,840	61.0%				
Products Sales	\$	3,173	2,193	44.7%	\$	6,642	4,516	47.1%				
Cost of Revenues	\$	47,595	31,770	49.8%	\$	87,257	55,753	56.5%				
Gross Profit	\$	26,776	14,393	86.0%	\$	47,956	28,603	67.7%				
Total Operating Expenses	\$	11,358	5,365	111.7%	\$	21,043	11,229	87.4%				
Selling	\$	5,384	3,573	50.7%	\$	8,954	6,299	42.2%				
General and Administrative	\$	4,713	4,014	17.4%	\$	8,485	6,441	31.7%				
Research and Development	\$	6,448	3,395	89.9%	\$	10,774	6,249	72.4%				
VAT refunds and government subsidy	\$	(5,187)	(5,618)	-7.7%	\$	(7,171)	(7,760)	-7.6%				
Income from Operations	\$	15,418	9,028	70.8%	\$	26,913	17,374	54.9%				
Other income (expense), net	\$	(595)	(104)	471.0%	\$	(553)	45	-1333.9%				
Gain on disposal of an equity investee	\$	` -	`		\$	1,428	-					
Share of net gains of equity investees	\$	2,304	364	533.5%	\$	1,953	600	225.6%				
Interest expense, net	\$	(445)	(243)	83.2%	\$	(720)	(596)	21.0%				
Income Tax Expenses	\$	1,700	102	1569.7%	\$	3,643	922	295.2%				
Non-GAAP Net income attributable to non-		, in the second				,						
controlling interest	\$	4	864	-99.6%	\$	12	1,794	-99.4%				
Non-GAAP Net Income attributable to	Ċ				•		,					
Hollysys Automation Technologies Ltd.	\$	14,978	8,079	85.4%	\$	25,367	14,707	72.5%				
Basic Non-GAAP EPS	\$	0.28	0.16	70.1%		0.47	0.29	58.2%				
Diluted Non-GAAP EPS	\$	0.27	0.16	70.9%		0.46	0.29	58.6%				
	_				_							
Stock-based Compensation Cost for Options	\$	131	131	_	\$	262	262	-				
Net income attributable to Hollysys	_				_							
Automation Technologies Ltd.(GAAP)	\$	14.847	7.948	86.8%	\$	25,105	14,445	73.8%				
Basic GAAP EPS	\$	0.27	0.16	71.3%		0.46	0.29	59.4%				
Diluted GAAP EPS	\$	0.27	0.16	72.2%	-	0.46	0.29	59.8%				
	Ψ	0.27	0.10	721270	Ψ	00	0.27	27.070				
Basic Weighted Average Common Shares												
Outstanding		54,449,999	49,942,614	9.0%		54,449,564	49,942,614	9.0%				
Diluted Weighted Average Common Shares		, , , , , , ,	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	2.070		2 1, 1 12,001	.,,, .=,021	2.070				
Outstanding		54,936,098	50,653,381	8.5%		54,895,992	50,465,837	8.8%				

Date: 2/16/2011 04:15:42 User: kchenVintage Filings Pg: 8Project: v211723Form Type: 6-KClient: v211723_Hollysys Automation Technologies, Ltd._6-KDoc Type: EX-99.1File Name: v211723_ex99-1.htm Pg: 3

Hollysys Automation Technologies, Ltd February 16, 2011

Page 3

Operational Results Analysis for the three months ended December $31,\,2010$

For the three months ended December 31, 2010, total revenues increased by 61.1% to \$74.4 million, from \$46.2 million in the comparable prior fiscal year period. Of the total revenues, revenue from integrated contracts increased by 61.9% to \$71.2 million, compared to \$44.0 million for the same period of the prior year. The Company's integrated contract revenue by segment was as followings:

- \$34.4 million, or 48.3%, related to Industrial Automation & Control, representing a 16.3% segment revenue growth year-over-year;
- Rail and Subway was \$35.1 million, or 49.3%, representing a 229.2% increase year over year; of which \$22.8 million, or 32.0%, was from Rail Signaling and Control projects, and \$12.3 million, or 17.3%, was from Subway Automation and Control; and
- \$1.7 million, or 2.4%, related to Nuclear Plant Control projects and miscellaneous, compared to \$3.7 million year-over-year.

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 9 Project: v211723 Form Type: 6-K Client: v211723_Hollysys Automation Technologies, Ltd._6-K Doc Type: EX-99.1 File Name: v211723_ex99-1.htm Pg: 4

Hollysys Automation Technologies, Ltd February 16, 2011

Page 4

As a percentage of total revenues, overall gross margin was 36.0% for the three months ended December 31, 2010, as compared to 31.2% for the same period of last year. The gross margin for integrated contracts and product sales were 35.7% and 42.1% for the three months ended December 31, 2010, as compared to 31.0% and 35.7% for the same period of last year respectively.

For the three months ended December 31, 2010, selling expenses were \$5.4 million, compared to \$3.6 million year over year, increased by \$1.8 million, or 50.7%, which was mainly due to the Company's expanded sales network and increased selling staffs. As a percentage of total revenues, selling expenses were 7.2% and 7.7% for the three months ended December 31, 2010 and 2009, respectively.

General and administrative expenses, excluding non-cash stock-based compensation expense, were \$4.8 million for the quarter ended December 31, 2010, representing an increase of \$0.7 million, or 16.9%, as compared to \$4.1 million for the prior year period. As a percentage of total revenues, G&A expenses were 6.5% and 9.0% for the three months ended December 31, 2010 and 2009, respectively. Including the non-cash stock-based compensation cost of \$131,019, general and administrative expenses were 5.0 million and 4.3 million for the quarter ended December 31, 2010 and 2009, respectively.

Research and development expenses were \$6.4 million for the three months ended December 31, 2010, compared to \$3.4 million for the same period of last year, increased by \$3.0 million, or 89.9%, mainly due to the Company's increased R&D activities. As a percentage of total revenue, R&D expenses were 8.7% and 7.4% for three months ended December 31, 2010 and 2009, respectively.

The share of net gains from equity investees were \$2.3 million for the three months ended December 31, 2010, of which, \$2.1 million was from Beijing Techenergy Ltd., the 50/50 joint venture between Hollysys and China Guangdong Nuclear Power Corp., that mainly engages in providing automation and control products and services to China's nuclear industry.

The income tax expenses were \$1.7 million the three months ended December 31, 2010, compared to \$0.1 million for the prior year period. The effective tax rate was 10.3% and 1.1% for the three months ended December 31, 2010, and 2009, respectively. The large increase of tax expenses was mainly due to lower than normal tax expenses for the same period last year, caused by tax expense claw-back upon successful obtaining "High Technology Enterprise" tax certificate by our Hangzhou subsidiary, Hangzhou Hollysys Automation Co., Ltd.

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 10
Client: v211723_Hollysys Automation Technologies, Ltd._6-K
Doc Type: EX-99.1
Project: v211723 Form Type: 6-K
File Name: v211723_ex99-1.htm Pg: 5

Hollysys Automation Technologies, Ltd February 16, 2011

Page 5

For the three months ended December 31, 2010, the non-GAAP net income excluding non-cash stock compensation cost was \$15.0 million or \$0.27 per diluted share based on 55 million shares outstanding. This represents an increase of \$6.9 million, or 85.4%, over the \$8.1 million, or \$0.16 per share based on 51 million shares outstanding, reported in the prior year period. On a GAAP basis, net income attributable to Hollysys was \$14.8 million, or \$0.27 per diluted share representing an increase of \$6.9 million, or 86.8%, over the \$7.9 million, or \$0.16 per share reported in the prior year period.

Backlog Highlights

Hollysys' backlog as of December 31, 2010 was \$288.5 million, compared to \$255.3 million on September 30, 2010, and \$219.6 million on December 31, 2009. The detailed breakdown of the backlog by segment is as followings:

(In USD million)

			Quarter-	over-Quarter A	nalysis	Year-	over-Year Anal	ysis
	2010-12-31		2010-9-30			2009-1		
		% to		% to			% to	
		Total		Total	%		Total	%
_	\$	Backlog	\$	Backlog	Change	\$	Backlog	Change
Industrial Automation &								
Control	81.6	28.3%	85.3	33.4%	-4.3%	53.0	24.1%	54.0%
Rail Automation & Control	112.3	38.9%	62.9	24.6%	78.6%	53.9	24.5%	108.4%
Subway Automation & Control	81.0	28.1%	93.2	36.5%	-13.2%	107.6	49.0%	-24.7%
Nuclear automation and control								
and miscellaneous	13.6	4.7%	13.9	5.4%	-1.9%	5.2	2.4%	162.9%
Total	288.5	100.0%	255.3	100.0%	13.0%	219.6	100.0%	31.4%

Cash Flow Highlights

The net cash used in operating activities was \$3.5 million for the three months ended December 31, 2010, mainly due to increased accounts receivables. Including investing and financing activities, the total net cash outflow for this quarter was \$15.3 million, mainly due to the usage of \$12.1 million to repay the three-year period bonds.

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 11

Client: v211723_Hollysys Automation Technologies, Ltd._6-K

Doc Type: EX-99.1

Project: v211723 Form Type: 6-K
File Name: v211723_ex99-1.htm Pg: 6

Hollysys Automation Technologies, Ltd February 16, 2011

Page 6

Balance Sheet Highlights

As of December 31, 2010, Hollysys' cash and cash equivalents were \$95.0 million, compared to \$110.2 million on September 30, 2010. Days Sales Outstanding ("DSO") for this quarter is 104 days, as compared to 137 days year-over-year and 111 days quarter-over-quarter. Inventory turnover is 60 days for the three months ended December 31 2010, as compared to 58 days for the prior year period.

Outlook for FY 2011

Dr. Wang concluded, "Given our strong financial performance to date and historical record-high backlog balance, we are revising our fiscal 2011 revenues and net income guidance from \$233M to \$237M and \$38 million to \$39 million to \$243 million to \$247 million and \$39 million to 41 million respectively."

Conference Call

Management will discuss the current status of the Company's operations during a conference call at 8:00 AM ET/9:00 PM Beijing time on Thursday, February 17, 2011. Interested parties may participate in the call by dialing the following numbers approximately 10 minutes before the call is scheduled to begin and ask to be connected to the Hollysys Automation Technologies conference call. The conference call identification number is 44189027.

1-866-519-4004 (USA) 800-930-346 (HK) 800-819-0121 (China Landline) 400-620-8038 (China Mobile) + 65-67239381 (International)

In addition, a recorded replay of the conference call will be accessible within 24 hours via Hollysys' website at: http://www.hollysys.com.sg/home/index.php/investor-relations/events-a-webcast

Date: 2/16/2011 04:15:42 User: kchen Vintage Filings Pg: 12 Project: v211723 Form Type: 6-K Client: v211723_Hollysys Automation Technologies, Ltd._6-K Doc Type: EX-99.1 File Name: v211723_ex99-1.htm Pg: 7

Hollysys Automation Technologies, Ltd February 16, 2011

Page 7

About Hollysys Automation Technologies, Ltd.

Hollysys Automation Technologies is a leading provider of automation and control technologies and applications in China that enables its diversified industry and utility customers to improve operating safety, reliability, and efficiency. Founded in 1993, Hollysys has approximately 3000 employees with nationwide Presence in 29 cities in China and serves over 1700 customers in the industrial, railway, subway & nuclear industries. Its proprietary technologies are applied in product lines including Distributed Control System (DCS) and Programmable Logic Controller (PLC) for industrial sector, high-speed railway signaling system of TCC (Train Control Center) and ATP (Automatic Train Protection), subway supervisory and control platform (SCADA), and nuclear conventional island automation and control system.

SAFE HARBOUR:

This release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical fact included herein are "forward-looking statements," including statements regarding: the ability of the Company to achieve its commercial objectives; the business strategy, plans and objectives of the Company and its subsidiaries; and any other statements of non-historical information. These forward-looking statements are often identified by the use of forward-looking terminology such as "believes," "expects" or similar expressions, involve known and unknown risks and uncertainties. Such forward-looking statements, based upon the current beliefs and expectations of Hollysys' management, are subject to risks and uncertainties, which could cause actual results to differ from the forward looking statements. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, they do involve assumptions, risks and uncertainties, and these expectations may prove to be incorrect. Investors should not place undue reliance on these forward-looking statements, which speak only as of the date of this press release. The Company's actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in the Company's reports that are filed with the Securities and Exchange Commission and available on its website (http://www.sec.gov). All forward-looking statements attributable to the Company or persons acting on its behalf are expressly qualified in their entirety by these factors. Other than as required under the securities laws, the Company does not assume a duty to update these forward-looking statements.

Date: 2/16/2011 04:15:42 **User:** kchen Vinta **Client:** v211723_Hollysys Automation Technologies, Ltd._6-K **Project:** v211723 **Form Type:** 6-K **File Name:** v211723_ex99-1.htm **Pg:** 8 Vintage Filings **Pg:** 13 Doc Type: EX-99.1

Hollysys Automation Technologies, Ltd February 16, 2011

Page 8

For further information, please contact: Hollysys Automation Technologies, Ltd. www.hollysys.com

Jennifer Zhang Investor Relations (8610) 5898-1386 investors@hollysys.com

Lily Yu Investor Relations $(8610)\ 5898\text{-}1326/+1\text{-}646\text{-}593\text{-}8125$ yuyiou@hollysys.com

Hollysys Automation Technologies, Ltd February 16, 2011

Page 9

HOLLYSYS AUTOMATION TECHNOLOGIES LTD. CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME (In US Dollars)

	Three months ended December 31,					Six mont Decem			
		2010		2009		2010		2009	
	(1	Unaudited)	(Unaudited)	(Unaudited)	(1	Unaudited)	
Revenues									
Integrated contract revenue	\$	71,197,708	\$	43,969,826	\$	128,571,746	\$	79,840,377	
Products sales		3,173,063		2,193,281		6,641,867		4,516,338	
Total revenues		74,370,771		46,163,107		135,213,613		84,356,715	
Cost of integrated contracts		45,758,899		30,360,789		83,881,846		53,944,533	
Cost of products sold		1,836,224		1,409,204		3,375,286		1,808,782	
Gross profit		26,775,648		14,393,114		47,956,481		28,603,400	
Operating expenses									
Selling		5,383,553		3,573,479		8,954,422		6,299,120	
General and administrative		4,844,166		4,145,028		8,747,305		6,703,341	
Research and development		6,447,952		3,395,326		10,773,839		6,248,605	
VAT refunds and government subsidy		(5,186,791)	_	(5,617,990)	_	(7,170,506)		(7,759,870)	
Total operating expenses		11,488,880		5,495,843		21,305,060		11,491,196	
Income from operations		15,286,768		8,897,271		26,651,421		17,112,204	
Other income (expenses), net		(595,396)		(104,264)		(552,812)		44,801	
Gain on disposal of equity interest of an equity investee		-		-		1,427,541		-	
Share of net gains of equity investees		2,303,870		363,689		1,953,327		599,974	
Interest expense, net		(444,655)		(242,729)		(720,470)		(595,532)	
Income before income taxes		16,550,587		8,913,967		28,759,007		17,161,447	
Income taxes expenses		1,699,844		101,808		3,642,848		921,806	
Net income		14,850,743		8,812,159		25,116,159		16,239,641	
Less: Net income attributable to non-controlling interest		3,653		864,370		11,644		1,794,294	
Net income attributable to Hollysys Automation Technologies Ltd.	\$	14,847,090	\$	7,947,789	\$	25,104,515	\$	14,445,347	
	<u>-</u>		_		_		<u>-</u>	_ :, : : : ; : : :	
Weighted average number of common shares		54,449,999		49,942,614		54,449,564		49,942,614	
Weighted average number of diluted common shares		54,936,098		50,653,381		54,895,992		50,465,837	
Basic earnings per share attributable to Hollysys Automation Technologies Ltd.		0.27	_	0.16		0.46		0.29	
Diluted earnings per share attributable to Hollysys Automation Technologies Ltd.	_	0.27	_	0.16		0.46	_	0.29	
Other comprehensive income									
Net income		14,850,743		8,812,159		25,116,159		16,239,641	
Translation adjustments		2,422,268		(3,563)		5,432,221		117,899	
Comprehensive income		17,273,011		8,808,596		30,548,380		16,357,540	
Less: Comprehensive income attributable to non-controlling interest		13,627		864,967		32,740		1,813,243	
Comprehensive income attributable to Hollysys Automation Technologies Ltd.	\$	17,259,384	\$	7,943,629	\$	30,515,640	\$	14,544,297	
							_		

Hollysys Automation Technologies, Ltd February 16, 2011

Page 10

HOLLYSYS AUTOMATION TECHNOLOGIES LTD. CONSOLIDATED BALANCE SHEETS (In US Dollars)

	December 31, 2010	September 30, 2010
	(Unaudited)	(Unaudited)
SSETS Current Assets		
	¢ 04.052.000	¢ 110 222 446
Cash and cash equivalents	\$ 94,952,089	\$ 110,223,446
Contract commitment deposit in banks	6,194,005	5,104,740
Accounts receivable, net of allowance for doubtful accounts of \$9,793,698 and \$9,411,259	86,246,393	67,216,021
Cost and estimated earnings in excess of billings, net of allowance for doubtful accounts of \$1,131,539 and \$1,256,336	84,607,121	81,989,156
Other receivables, net of allowance for doubtful accounts of \$153,043 and \$197,927	3,708,422	5,336,728
Advances to suppliers	15,222,850	7,523,462
Amount due from related parties	11,783,932	11,537,861
Inventories, net of provision of \$2,183,416 and \$2,811,087	30,097,403	28,120,204
Prepaid expenses	964,330	889,870
Deferred tax assets	707,023	589,99
Assets held for sale	8,741,354	8,534,792
Total current assets	343,224,922	327,066,277
Property, plant and equipment, net	61,507,308	59,421,550
Long term investments	16,690,181	14,829,360
Deferred tax assets	730,260	710,540
Total assets	422,152,671	402,027,727
IABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities	400.001	
Short-term bank loans	489,801	2 220 42
Current portion of long-term loans	3,019,825	2,238,43
Bonds payable	-	11,938,33
Accounts payable	61,646,943	48,695,64
Construction cost payable	6,817,059	8,468,95
Deferred revenue	35,679,412	34,341,67
Accrued payroll and related expense	6,440,471	4,681,59
Income tax payable	5,310,560	1,626,51
Warranty liabilities	2,298,221	2,028,96
Other tax payables	12,772,541	12,843,88
Accrued liabilities	4,329,403	4,673,98
Amounts due to related parties	3,743,103	3,489,36
Deferred tax liabilities	555,835	579,18
Total current liabilities	143,103,174	135,606,54
	, , ,	· ·
Long-term bank loans	34,727,989	35,068,869
Total liabilities	177,831,163	170,675,40
Commitments and contingencies		
Stockholder's equity		
Common stock, par value \$0.001 per share, 100,000,000 shares authorized, 54,454,129 and 54,449,129 shares issued and outstanding	54,455	54,45
Additional paid-in capital	139,052,695	138,882,18
Appropriated earnings	17,396,777	17,396,77
Retained earnings	64,041,307	53,648,61
Accumulated comprehensive income - translation adjustments	22,968,669	20,576,31
Total Hollysys Automation Technologies Ltd. stockholder's equity	243,513,903	230,558,34
Non-controlling interest	807,605	793,97
Total equity	244,321,508	231,352,313
Total liabilities and stockholders' equity	\$ 422,152,671	\$ 402,027,727
- com moneral site decembered equity	Ψ .==9±0=9U/1	Ψ .U=9U=1914

Hollysys Automation Technologies, Ltd February 16, 2011

Page 11

HOLLYSYS AUTOMATION TECHNOLOGIES LTD. CONSOLIDATED STATEMENTS OF CASH FLOWS (In US Dollars)

	Three months ended December 31, 2010			Six months ended December 31, 2010		
	(Unaudited)	J)	U naudited)		
Cash flows from operating activities:				_		
Net income	\$	14,850,743	\$	25,116,159		
Adjustments to reconcile net income to net cash provided by (used in) operating activities:						
Depreciation and amortization		1,213,210		2,161,287		
Allowance for doubtful accounts		544,486		1,651,020		
Impairment loss on long-term investment		150,991		150,991		
Impairment loss on property, plant and equipment		23,441		23,441		
Gain on disposal of property, plant and equipment		(93,601)		(77,086)		
Gain on disposal of equity interest of an equity investee		-		(1,427,541)		
Share of net gains from equity investees		(2,303,870)		(1,953,327)		
Amortization of expenses accrued for bond payable		15,964		31,559		
Stock-based compensation		131,019		262,038		
Deferred tax assets (liabilities), net		(140,539)		794,367		
Changes in operating assets and liabilities:						
Accounts receivable		(16,159,335)		(20,384,630)		
Cost and estimated earnings in excess of billings		(4,690,752)		(23,708,588)		
Inventories		(1,695,354)		(5,945,580)		
Advance to suppliers		(7,571,639)		(4,275,857)		
Other receivables		1,724,845		564,965		
Deposits and other assets		(2,161,585)		(1,646,263)		
Due from related parties		136,906		(164,660)		
Accounts payable		12,384,597		18,880,759		
Deferred revenue		936,251		1,275,322		
Accruals and other payable		76,382		1,157,477		
Due to related parties		210,154		8,412		
Tax payable		(1,107,304)		2,169,303		
Net cash used in operating activities		(3,524,990)		(5,336,432)		
Cash flows from investing activities:						
Purchase of property, plant and equipment		(3,188,028)		(13,265,780)		
Proceeds from disposal of property, plant and equipment		5,295		10,598		
Repayment from related parties		-		27		
Proceeds from disposal of equity interest of investees		1,236,923		3,678,970		
Dividends from an equity investee		90,595		90,595		
Net cash used in investing activities		(1,855,215)		(9,485,590)		
Cash flows from financing activities:						
Proceeds from (Repayments of) short-term loans		472,180		(1,020,112)		
Repayments of bonds payable		(12,079,301)		(12,079,301)		
Proceeds from exercise of options		39,500		39,500		
Net cash used in financing activities		(11,567,621)		(13,059,913)		
Effect of foreign exchange rate changes		1,676,469		3,332,079		
Net decrease in cash and cash equivalents	\$	(15,271,357)	\$	(24,549,856)		
Cash and cash equivalents, beginning of period	\$	110,223,446	\$	119,501,945		
				94,952,089		

 Date: 2/16/2011 04:15:42 User: kchen
 Vintage Filings Pg: 17
 Project: v211723
 Form Type: 6-K

 Client: v211723_Hollysys Automation Technologies, Ltd._6-K
 Doc Type: EX-99.1
 File Name: v211723_ex99-1.htm Pg: 12

Hollysys Automation Technologies, Ltd February 16, 2011

Page 12

Reconcile GAAP Net Income to Non-GAAP Net Income

The following table provides more details on the reconciliations between GAAP financial measures that are most directly comparable to non-GAAP financial measures.

	Three months ended December 31,					Six mont Decem		
	2010 (Unaudited)		2009 (Unaudited)		2010 (Unaudited)		(I	2009 Unaudited)
Net income attributable to Hollysys Automation Technologies Ltd. Adjustments:	\$	14,847,090	\$	7,947,789	\$	25,104,515	\$	14,445,347
Stock-based compensation cost for options	_	131,019		131,019	_	262,038	_	262,038
Non-Gaap Net Income attributable to Hollysys Automation Technologies Ltd.	\$	14,978,109	\$	8,078,808	\$	25,366,553	\$	14,707,385

This fax cover sheet is <u>NOT</u> part of the official filing and is meant as a courtesy only. Please disregard this page if you plan to submit changes via email. Email is the preferred method for submitting changes.

Fax Cover Sheet

To: Matthew Judge From:
Fax: 646-349-9655 Phone:
Phone: (212) 201-7018 Pages:

Project: v211723 Form Type: 6-K

Client: Hollysys Automation Technologies, Ltd.

Comments: