

# 金邦達 Goldpac

金邦達實嘉控股有限公司  
GOLDPAC GROUP LIMITED

(於香港註冊成立的有限公司)  
(incorporated in Hong Kong with limited liability)  
股份代號 Stock Code : 03315

# 2021

INTERIM REPORT 中期報告



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# Corporate Information

## 企業資料

### PLACE OF LISTING

The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”)

### 上市地點

香港聯合交易所有限公司(「**聯交所**」)

### STOCK CODE

3315

### 股份代號

3315

### EXECUTIVE DIRECTORS

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. LU Runyi

Mr. WU Siqiang

Mr. LING Wai Lim

Ms. LI Yijin

### 執行董事

盧閏霆先生(*主席*)

侯平先生

盧潤怡先生

吳思強先生

盧威廉先生

李易進女士

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. YANG Geng

### 獨立非執行董事

麥永森先生

葉淥女士

楊廣先生

### AUDIT COMMITTEE

Mr. MAK Wing Sum Alvin (*Chairman*)

Ms. YE Lu

Mr. YANG Geng

### 審核委員會

麥永森先生(*主席*)

葉淥女士

楊廣先生

### REMUNERATION COMMITTEE

Ms. YE Lu (*Chairman*)

Mr. LU Run Ting

Mr. MAK Wing Sum Alvin

### 薪酬委員會

葉淥女士(*主席*)

盧閏霆先生

麥永森先生

### NOMINATION COMMITTEE

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. YANG Geng

### 提名委員會

盧閏霆先生(*主席*)

侯平先生

麥永森先生

葉淥女士

楊廣先生

### LEGAL ADVISOR

Mayer Brown

16th-19th Floors, Prince's Building

10 Chater Road

Central

Hong Kong

### 法律顧問

孖士打律師行

香港

中環

遮打道10號

太子大廈16-19樓

## AUDITOR

PricewaterhouseCoopers  
Certified Public Accountants  
Registered Public Interest Entity Auditor  
22nd Floor, Prince's Building  
Central  
Hong Kong

## COMPANY SECRETARY

Ms. LI Yijin

## AUTHORISED REPRESENTATIVES

Mr. LU Run Ting  
Ms. LI Yijin

## PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited  
Nanyang Commercial Bank Limited  
Bank of China Limited  
Industrial and Commercial Bank of China Limited  
The Agricultural Bank of China Limited  
China Construction Bank Corporation  
Postal Savings Bank of China

## REGISTERED OFFICE, HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1301, 13th Floor  
Bank of East Asia Harbour View Center  
No. 56 Gloucester Road, Wanchai, Hong Kong

## HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East, Hong Kong

## COMPANY WEBSITE

[www.goldpac.com](http://www.goldpac.com)

## INVESTOR RELATION

Email: [goldpac@goldpac.com](mailto:goldpac@goldpac.com)

## 核數師

羅兵咸永道會計師事務所  
執業會計師  
註冊公眾利益實體核數師  
香港  
中環  
太子大廈22樓

## 公司秘書

李易進女士

## 授權代表

盧閔霆先生  
李易進女士

## 主要銀行

中國銀行(香港)有限公司  
南洋商業銀行有限公司  
中國銀行股份有限公司  
中國工商銀行股份有限公司  
中國農業銀行  
中國建設銀行  
中國郵政儲蓄銀行

## 註冊辦事處、總部及 在香港的主要營業地點

香港灣仔告士打道56號  
東亞銀行港灣中心  
13層1301室

## 香港股份過戶登記處 及股東名冊登記處

卓佳證券登記有限公司  
香港皇后大道東183號  
合和中心54樓

## 公司網址

[www.goldpac.com](http://www.goldpac.com)

## 投資者關係

電郵: [goldpac@goldpac.com](mailto:goldpac@goldpac.com)

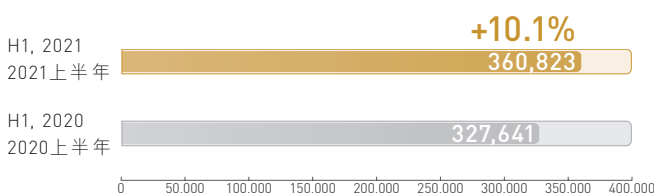
# Performance Highlights

## 業績聚焦

### REVENUE OF EMBEDDED SOFTWARE AND SECURE PAYMENT PRODUCTS SEGMENT

#### 嵌入式軟件及安全支付產品板塊收入

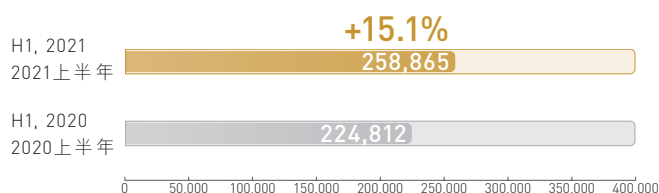
RMB'000  
人民幣千元



### REVENUE OF PLATFORM AND SERVICE SEGMENT

#### 平台及服務業務板塊收入

RMB'000  
人民幣千元



### CONSOLIDATED RESULTS 綜合業績

		Six months ended 30 June 2021 截至2021年 6月30日 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Six months ended 30 June 2020 截至2020年 6月30日 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Change 變化
Revenue	收入	619,688	552,453	12.2%
Gross Profit	毛利	189,681	159,093	19.2%
Profit for the Period	期內利潤	68,362	81,999	-16.6%
Total Comprehensive Income for the Period	期內全面收入總額	67,570	83,314	-18.9%
Net Profit Margin	淨利率	11.0%	14.8%	-3.8 PPs -3.8個百分點

### FINANCIAL POSITIONS 財務狀況

		As at 30 June 2021 於2021年6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年12月31日 RMB'000 人民幣千元 (audited) (經審計)	Change 變化
Total Assets	總資產	2,535,116	2,577,263	-1.6%
Total Liabilities	總負債	[564,805]	[579,727]	-2.6%
Net Assets	資產淨值	1,970,311	1,997,536	-1.4%

# Management Discussion and Analysis

## 管理層討論及分析

### Seizing opportunities, towards a promising future

In the first half of 2021, China's economy continued its steady recovery. At the same time, financial supervision has become one of the important policies in 2021. The national authorities have continually emphasized the importance of stabilizing leverage, preventing risks, and opposing unfair competition. Several national ministries and commissions have strengthened regulatory policies to promote standardized and healthy development of innovative industries. The Internet financial bubble has been effectively contained, and the core position of banks in the national financial system has been further strengthened. In this favorable macro environment, the performance of Goldpac Group Limited (the "Company") together with its subsidiaries (collectively referred to as the "Group") has been steadily improving. Taking advantage of the trend, the Group has accelerated the pace of its activities in the field of new technologies and new business.

### OVERVIEW

For the six months ended 30 June 2021 (the "Interim Period"), despite the adverse impact of the global chip shortage, the Group delivered stable performance with rapid innovative businesses growth and continued recovery of overseas business and the Group recorded revenue of approximately RMB619.7 million, representing a year-on-year increase of approximately 12.2%.

Benefiting from the growth of innovative business and the improvement of operational efficiency as a result of the "Digital Goldpac" initiative, the Group recorded gross profit of approximately RMB189.7 million, representing a year-on-year increase of approximately 19.2%. The gross profit margin increased by approximately 1.8 percentage points year-on-year, and the operating profit of approximately RMB85.2 million, representing a year-on-year increase of approximately 4.6%.

Affected by the exchange loss resulting from the depreciation of USD against RMB, the Group's net profit for the six months ended 30 June 2021 was approximately RMB68.4 million, representing a year-on-year decrease of approximately 16.6%. Should the book loss caused by exchange loss/gain be eliminated, the year-on-year net profit shall increase by approximately 7.2% year-on-year.

Revenue from the embedded software and secure payment products segment increased by approximately 10.1% year-on-year to approximately RMB360.8 million. The platform and service segment maintained its growth momentum, recording revenue of approximately RMB258.9 million, representing a year-on-year increase of approximately 15.1%.

### 乘勢而上、未來可期

2021年上半年，中國經濟延續穩定恢復態勢。同時，金融監管成為2021年重要的政策主線之一，國家層面多次強調穩槓桿、防風險，反對不正當競爭，多個國家部委強化監管政策以促進創新行業規範健康發展。互聯網金融泡沫得到有效的遏制，銀行在國家金融體系中的核心地位得到進一步強化。在利好的宏觀環境下，金邦達寶嘉控股有限公司(以下簡稱「本公司」)及其附屬公司(以下合稱「本集團」)業績穩中向好，乘勢而上，加速了在新技術、新業態領域的佈局步伐，未來值得期待。

### 業績回顧

於截止至2021年6月30日止之六個月(「本中期」)，儘管受到全球芯片短缺的不利影響，本集團業績穩健，創新業務快速增長，海外業務持續恢復，實現收入約人民幣6.197億元，同比增長約12.2%。

受益於創新業務增長以及「數字金邦達」戰略所帶來的運營效率的提升，本集團實現毛利約人民幣1.897億元，同比增長約19.2%，毛利率同比提升1.8個百分點，實現營業利潤約人民幣85.2百萬元，同比增長約4.6%。

受美元對人民幣貶值造成賬面匯兌損失影響，本集團於截止至2021年6月30日止之六個月實現淨利潤約人民幣68.4百萬元，同比下降約16.6%。若剔除匯兌損益產生的賬面價值損失，淨利潤同比增長約7.2%。

嵌入式軟件和安全支付產品板塊錄得收入約人民幣3.608億元，同比增長約10.1%；平台及服務板塊保持增長勢頭，錄得收入約人民幣2.589億元，同比增長約15.1%。

# Management Discussion and Analysis

## 管理層討論及分析

In the first half of 2021, the Group's advantages in terms of strong financial position, abundant cash flow and a good liquidity were further consolidated. As at 30 June 2021, the Group's current assets was approximately RMB1.76 billion, and the aggregate amount of cash and cash equivalents, fixed bank deposits, pledged bank deposits and financial assets at fair value through profit or loss ("FVTPL") reached approximately RMB1.39 billion, which will provide sufficient reserves for the Group's investment in new technologies and business.

Giving back to shareholders with stable and sustainable performance and creating shared value are an essential part of the Group's corporate social responsibility. Since its listing in 2013 and up to the end of 2020, the Group has distributed dividend of approximately HK\$1.03 billion in aggregate, and its cumulative dividend payout ratio has reached 59.9%. The board (the "Board") of directors (the "Directors") of the Company proposed to declare an interim dividend of HK2.5 cents (equivalent to approximately RMB2.1 cents) per ordinary share for the six months ended 30 June 2021 (for the six months ended 30 June 2020: HK3.0 cents, equivalent to approximately RMB2.7 cents).

### Business Analysis and Outlook

In the first half of 2021, China has become one of the world's fastest recovering major economies, and China's economy is showing a trend of continuous recovery and positive growth. At the same time, the global intelligent and digital development trend is further accelerating. Making full use of digital technology to promote online and "contact-free" economic activities is becoming the consensus of the Chinese government and all key industries, especially in the financial industry. The Group has ushered in a good external macroeconomic environment.

Financial supervision is the main macro policy driver in 2021. "Strict supervision" has become a high-pressure focus at the national level, and the false prosperity of Internet finance has been effectively suppressed. Banks will further consolidate their core positions in the financial system and play a further leading role in the two fields of payment and credit.

The core business logic of the Group's development in the past 30 years is to use innovative technology to help the establishment and growth of the secure payment industry ecosystem, and to use innovative technology to help banks and other financial institutions to better execute their payment and credit functions. Looking ahead, banks and credit card organizations are constantly innovating and adapting to strengthen their core roles in the nation's financial system. This not only provides the impetus for the sustainable development of the industrial ecosystem, but also creates a favorable industrial development environment for the Group.

財務狀況穩健、現金流充沛、流動性良好是本集團一直以來的優勢。2021年上半年，這一優勢得到進一步鞏固。於2021年6月30日，本集團流動資產約為人民幣17.6億元，現金及現金等價物、銀行定期存款、已抵押銀行存款、按公允價值計入損益（「公允價值計入損益」）之金融資產，共計約人民幣13.9億元，為本集團在新技术、新業態的投資提供了充足的儲備。

以穩健、可持續的業績回饋股東，創造共享價值是本集團企業社會責任的重要體現。自2013年上市至2020年末，本集團已經累計分紅港幣約10.3億元，其累計派息率達到59.9%。本公司董事會（以下分別簡稱「董事」及「董事會」）建議就截至2021年6月30日止之六個月派發中期股息每股普通股港幣2.5仙（折合約人民幣2.1分）（截至2020年6月30日止之六個月：港幣3.0仙，折合約人民幣2.7分）。

### 業務分析及展望

2021年，中國成為全球最快復甦的主要經濟體之一，中國經濟呈現出持續恢復、向好增長的態勢。同時，全球智能化、數字化發展趨勢進一步加速，充分利用數字化技術推進線上化和無接觸的經濟活動，正在成為中國政府以及社會各重點行業尤其是金融行業的共識。本集團迎來了良好的外部宏觀經濟環境。

金融監管成為2021年的宏觀政策主線。「嚴監管」成為國家層面的高壓態勢，互聯網金融的「虛火」得到有效抑制，銀行進一步鞏固其在金融體系中的核心地位，也必將在支付和信貸兩個領域發揮更進一步的主導作用。

本集團過往近三十年的發展歷程中的核心業務邏輯在於，以創新科技助力安全支付產業生態圈的建立和成長，以創新科技助力銀行等金融機構更好的發揮支付和信貸職能。展望未來，銀行和信用卡組織，正在圍繞支付和信貸不斷創新求變，不斷強化其在國家金融體系中的核心地位。這不僅為產業生態圈的可持續發展提供了動力，也為本集團創造了良好的產業發展環境。

Based on in-depth research on the environment of external macroeconomic and industrial development, and through rigorous analysis and research, the Group has formulated the overall development strategy of “Promoting Digital Platform and Deepening Fintech Innovation” in early 2021. The Group seeks growth opportunities on the basis of consolidating the advantages of traditional business capabilities. At the same time, the Group takes the opportunities within digital transformation of major financial customers to build a digital business platform and promote digital financial technology business ecosystem through industrial cooperation, so as to leverage the ecosystem to obtain new business growth.

This strategy is being implemented step by step. In the first half of 2021, the Group's platform and service segment maintained its rapid growth, achieving revenues of approximately RMB258.9 million, representing a year-on-year increase of approximately 15.1%.

The Group will focus on the following four aspects to further promote the implementation of the overall strategy.

### ***1. Strengthening the Secure Chip Operating System Technology Advantage to Enter the Digital Currency and Other Emerging Areas***

Secure chip operating system is not only widely used for financial payment, but also in digital currency, transportation, social security, mobile payment, automotive electronics, smart home, Internet of things, electronic wallet and other fields. Combining with each other, secure chip and operating systems build an open security application ecosystem together, so as to ensure data protection and facilitate people's livelihood. The secure chip operating system has become an important foundation for the Group to enter these emerging areas, opening up new tracks for the Group's innovative business.

基於對外部宏觀經濟環境和產業發展環境的深入研究，通過反覆的科學論證，本集團2021年初明確了「推動數字化、平台化，深化金融科技創新」的整體發展戰略，在鞏固和發揚傳統業務能力優勢的基礎上尋求增長機會，同時借勢主要金融行業客戶數字化轉型的契機，建設數字化業務平台，通過產業合作打造數字化金融科技業務生態，利用生態的力量獲得新業務增長的來源。

這一戰略正在逐步落實。2021年上半年，本集團平台及服務板塊業務保持快速增長，實現收入約人民幣2.589億元，同比增長約15.1%。

本集團將重點從以下四個方面進一步推進整體戰略的實施和落地。

### ***第一、強化安全芯片操作系統的技術優勢，進軍數字貨幣等新興領域***

安全芯片操作系統不僅應用於金融支付，也同樣適用於數字貨幣、交通、社保、手機支付、汽車電子、智能家居、物聯網、電子錢包等等領域。安全芯片和操作系統，兩者相互配合共同構建開放式的安全應用生態體系，從而保障安全、便利民生。安全芯片操作系統成為本集團進入這些新興領域的重要基礎，安全芯片模塊也為本集團創新業務發展拓展了新的空間。



## Management Discussion and Analysis

### 管理層討論及分析

The Group has been deeply engaged in the field of secure chips for nearly 30 years, and has accumulated a solid technology foundation and rich application experience. The Group has successfully applied its innovative technologies of secure chip into financial application scenarios, such as China's first online banking U-Key, China's first EMV card, the world's first China chip EMV payment card, the world's first payment card to simultaneously meet both international and specific security algorithm requirements on a single secure chip, and has successfully occupied a market leader position in field of payment products. At present, the Group is expanding the application areas of the secure chips through targeted product research and development, into social security, retail, telecommunications, transportation and other fields, so as to continuously strengthen its market leading position.

Based on years of accumulated technical expertise, the Group has launched a proprietary secure chip operating system. This secure system platform utilizes proprietary intellectual property, eliminates potential security risks, and ranks with the world's leading levels with regards to computing speed and security performance. In June 2021, the Group was certified by the GSMA (Global System for Mobile Communications Association), enabling it to further promote the use of secure chip operating system in Internet of Things and telecommunications related areas.

Digital currency is a key area of secure chip application. China is expected to become one of the first countries in the world to release digital currency. Following the national development strategy, the Group focuses on developing digital currency-related products and solutions based on a secure chip operating system for typical application scenarios.

本集團深耕安全芯片領域近三十年，積累了堅固的技術基礎和豐富的應用經驗。本集團成功將安全芯片領域的創新技術應用於金融場景，成功推出中國第一個網銀U-Key、中國第一張EMV支付卡、全球首張加載中國芯片的EMV支付卡、全球首張單一芯片同時滿足國際通用和特殊安全算法需求的支付卡等創新產品，並在金融卡領域成功取得了市場領先地位。目前，本集團正在通過針對性的產品研發，增強安全芯片的功能，進一步擴展安全支付產品在社保、零售、電信、交通等領域的應用，從而不斷強化市場領先地位。

基於多年的技術積累，本集團推出了獨立自主的安全芯片操作系統。這一系統平台具備自主知識產權，安全可靠，杜絕潛在的安全風險，運算速度、安全性能均處於世界領先水平。2021年6月，本集團獲得全球移動通訊系統協會(GSMA)的安全認證，可在物聯網和電信相關領域進一步推廣安全芯片操作系統的應用。

數字貨幣是安全芯片應用的重點領域。中國有望成為全球首批發佈數字貨幣的國家之一，本集團緊隨國家發展戰略，以安全芯片操作系統為抓手，圍繞典型應用場景，重點發展數字貨幣相關產品和解決方案。

**II. Building the UMV Platform as a Digital Financial Technology Business Ecosystem**

The UMV platform makes full use of the valuable assets accumulated by the Group over the past three decades, such as customer resources, technology, experience, brand image, supply chain and channels to create an innovative ecosystem gathering the entire industry chain for financial payment products, adding more abundant and new impetuses to the innovation and development of the Group.

The UMV platform is built on the SaaS model, makes full use of A.I. (Artificial Intelligence), image processing, blockchain, 5G, 3D, AR (Augmented Reality) and other cutting-edge technologies to form the full process service capability, and is committed to establishing a one-stop service platform connecting credit card businesses and consumer groups. At present, the UMV platform is delivering service in personalized service, 3D display, A.I. content check, bank card operation and maintenance management, customer acquisition and other areas. In the first half of 2021, the UMV platform has been providing service to or signed contracts with a number of banks, social security and transportation customers, including Agricultural Bank of China, Shanghai Pudong Development Bank and Bank of Beijing etc..

In the future, the UMV platform will continue to focus on the digital transformation needs of financial customers, introduce and link with the industry's major players, gather more industrial ecological forces, expand product and service capabilities and effectively assist the digital transformation of bank customers.

**III. Accelerating the Expansion of Application Scenarios and Promoting the Growth of Self-Service Kiosks Business**

The self-service kiosks business is an innovative business promoted by the Group leveraging its resource advantages. According to the *Outline of the 14th Five-Year Plan (2021–2025) for National Economic and Social Development and the Long-Range Objectives Through the Year 2035* clearly states the needs to accelerate digital development and to build a "Digital China". The development of self-service kiosks is in line with the digital transformation trend for the future society, and is also in line with the upgrading requirements of "contact-free" economic and social activities.

The development of self-service kiosks has formed a good synergy with the Group's competitive advantages, making full use of customer resources, focusing on market segments, and establishing a connection and interaction with the UMV platform.

**第二 · 建設UMV平台，打造數字化金融科技業務生態**

UMV平台充分利用本集團過往近三十年所積累的客戶資源、技術、經驗、品牌形象、供應鏈、渠道等寶貴資產，打造金融支付產品全產業鏈的創新生態圈，為本集團創新發展增添更加充沛的新動力。

UMV平台採用SaaS模式，充分運用AI人工智能、圖像處理、區塊鏈、5G、3D、AR等前沿技術，實現全流程服務能力，致力建立連結銀行信用卡業務和消費群體的一站式服務平台。目前UMV平台已經在銀行卡個性化服務、3D展示、AI內容審核、銀行卡運維管理、推廣獲客等領域為客戶提供服務。2021年上半年，UMV平台已經上線或簽約多家銀行、社保及交通客戶，如中國農業銀行、浦發銀行及北京銀行等。

未來，UMV平台將繼續聚焦金融行業客戶的數字化轉型需求，針對性地引入和鏈接行業的主要參與者，匯集更多產業生態力量，擴充產品和服務能力，高效助力銀行客戶數字化轉型。

**第三 · 加速應用場景擴張，推動智能設備的規模增長**

智能自助設備業務是本集團集中優勢資源加速推進的創新業務。《第十四個五年規劃和2035年遠景目標綱要》明確提出要加快數字化發展，建設「數字中國」。智能自助設備的發展契合未來社會的數字化轉型趨勢，同時也契合經濟社會活動「無接觸化」的升級要求。

智能自助設備的發展與本集團既有競爭優勢形成了較好的協同，充分利用客戶資源，聚焦細分市場需求，且與UMV平台實現銜接和互動。

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## 管理層討論及分析

In the first half of 2021, the Group invested in research and development resources to strengthen its core technology advantages in software systems and A.I. image processing, so as to further expand its market share in the financial and social security fields, and successfully enter multiple emerging fields. Benefiting from the global trend towards intelligent service, self-service kiosks business is expected to continue to grow, and there is still a large space for development in the future.

#### IV. *Leveraging Digital Platform to Empower the Expansion in Overseas Markets*

The development of overseas markets is one of important sources of business growth for the Group. In the first half of 2021, the Group's overseas (including overseas and Special Administrative Regions of Hong Kong (“**Hong Kong**”) and Macao (“**Macao**”) business continued to recover and generated revenues of approximately RMB50.4 million, representing an increase of approximately 18.2% year-on-year.

In order to effectively respond to the continuing negative impact of coronavirus disease 2019 (“**COVID-19**”), the Group has further strengthened digital and platform-based application, expanded market coverage through digital means, improved its product quality through platform-based mode, and made great efforts to increase its business scale in overseas markets.

Firstly, the Group focuses more on digital marketing and sales. Hindered by the international travel restrictions, the Group is increasing its utilization of digital methods, such as webinars and online promotions to enlarge its coverage of the target market. The Group has introduced tools like online display, online order management and remote monitoring to consolidate the competitiveness, so as to achieve sustainable development.

Further, the Group is expanding its overseas market through fintech ecosystem platform. The UMV platform is now adding impetus to the Group's overseas market exploring.

2021年上半年，本集團投入研發資源，強化在軟件系統、人工智能圖像處理方面的核心技術優勢，進一步擴大在金融社保領域的市場份額，同時成功進入多個新興領域。受益於全球智能化的趨勢，智能自助設備業務預計將持續增長態勢，未來仍有較大發展空間。

#### 第四 · *強化數字化、平台化模式，助力海外市場擴張*

海外市場的發展是本集團重要的業務增長來源之一。2021年上半年，本集團海外含海外及香港特別行政區（「香港」）及澳門特別行政區（「澳門」）的業務持續恢復，實現收入約人民幣50.4百萬元，同比增長約18.2%。

為了有效應對新型冠狀病毒肺炎（以下簡稱「**新冠肺炎**」）疫情帶來的持續負面衝擊，本集團進一步強化數字化和平台化模式應用，利用數字化手段擴展市場覆蓋，通過平台化模式提升產品質量，努力提升海外市場的業務規模。

首先，加強數字化營銷推廣和產品銷售。在國際旅行嚴重受限的情況下，本集團利用數字化手段，通過線上論壇和產品展銷等方式與客戶進行溝通交流，擴大目標市場的覆蓋面，並創新性地在安全支付產品和智能自助設備相關業務領域引入線上產品展示、線上訂單管理、遠程設備監測等手段，確保業務優勢，並持續穩定發展。

其次，借助金融科技生態平台擴展海外產品能力。背靠中國內地領先全球的金融科技業務市場，本集團全力打造的數字化金融科技業務UMV平台，為海外市場的業務擴張提供了高效的產品動力和強大能力保障。

In the future, the Group will continue to focus on the digital transformation demand of financial industry clients, consolidating traditional business advantages and continuing to maximize the value. At the same time, the Group will allocate more resources to accelerate its digital transformation, increase the intensity of secure chip product research and development. By creating an ecological platform, the Group aims to achieve a healthy and sustainable development.

未來，本集團將繼續重點關注金融行業客戶的數字化轉型需求，鞏固傳統業務優勢並繼續放大價值規模。與此同時，本集團將加快推進本集團自身的數字化轉型，加大安全芯片產品研發的資源投入和力度，通過打造生態化平台，以持續的戰略發展轉型迎接行業變革的浪潮，實現集團的健康可持續發展。

### Zhuhai Fintech Center

“Zhuhai Fintech Center” commissioned by the Group will be officially put into operation in the fourth quarter of 2021. “Zhuhai Fintech Center” plans to build a fintech park with important influence in the Guangdong-Hong Kong-Macao Greater Bay Area, attracting a number of key fintech projects and core talents, further promoting the development of fintech industry and providing a good physical platform for the application of emerging fintech scenarios.

As a trustworthy fintech products and services provider for nearly 30 years in the financial industry, the Group follows in the pace of national strategic development and facilitates the cross-sector and cross-regional integrated development of cities within the Greater Bay Area. “Zhuhai Fintech Center” is the first “5G+ Fintech” application and innovation demonstration base in the Greater Bay Area. It will strengthen the Group’s technological advantages, unlock the geographical advantages of the Greater Bay Area, attract talents, make full use of basic supporting facilities, form the core competitiveness of the fintech industry, and strengthen the deep integration of emerging technologies such as 5G and finance with the most advanced technology concepts, leading the development of the digital economic industry.

### 珠海市金融科技中心

由本集團承建的「珠海市金融科技中心」將於2021年第四季度正式投入運營。珠海市金融科技中心計劃打造在粵港澳大灣區具有重要影響力的金融科技園區，吸引一批金融科技類的重點項目和核心人才在此集聚，進一步推動金融科技產業落地發展和為新興金融科技場景運用提供良好的實體平台。

作為深耕金融行業近三十年的金融科技產品和服務提供商，本集團緊隨國家戰略發展步伐，助力大灣區各城市之間跨領域、跨地域的融合發展。「珠海市金融科技中心」是大灣區首個「5G+金融科技」應用創新示範基地，將強化本集團的科技優勢，充分發揮大灣區地理位置優勢，吸引人才，充分利用基礎配套設施，形成金融科技產業的核心競爭力，以最為先進的技術理念，強化5G等新興科技與金融深度融合，契合並引領數字經濟產業發展。

# Management Discussion and Analysis

## 管理層討論及分析

### SUBSEQUENT EVENTS

Subsequent to 30 June 2021 and up to the date of the Interim Report, no material events has occurred.

### 期後事項

自2021年6月30日至本中期報告發佈之日概無重大事件發生。

### DIVIDENDS

### 股息

Six months ended 30 June  
截至6月30日止之六個月

2021	2020
2021年	2020年
RMB'000	RMB'000
人民幣千元	人民幣千元
(unaudited)	(unaudited)
(未經審計)	(未經審計)

Dividends	股息		
2020 Final — HK10.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021)	2020年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2021年3月24日宣派）		
(2019 Final — HK10.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020))	(2019年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2020年3月23日宣派）)	67,771	75,938
2020 Special — HK4.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021)	2020年年度特別股息 — 每股普通股港幣4.0仙，基於833,561,000股（於2021年3月24日宣派）		
(2019 Special — HK6.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020))	(2019年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股（於2020年3月23日宣派）)	27,084	45,563

Subsequent to the end of the Interim Period, the Board has resolved to declare the payment of an interim dividend of HK2.5 cents (equivalent to approximately RMB2.1 cents) per ordinary share, amounting to approximately RMB17,349,000 in aggregate with reference to the number of issued shares as at the end of the Interim Period (for the six months ended 30 June 2020: HK3.0 cents (equivalent to approximately RMB2.7 cents) per ordinary share, amounting to approximately RMB22,379,000). The interim dividend will be paid to the shareholders whose names appear on the register of members of the Company at the close of business on Wednesday, 8 September 2021.

本中期後，董事會決議派發中期股息每股普通股港幣2.5仙（折合約人民幣2.1分），參照本中期末之已發行股份數目計算合共約人民幣17,349,000元（於截至2020年6月30日止之六個月：港幣3.0仙，折合約人民幣2.7分，合共約人民幣22,379,000元）。本次中期股息將付予於2021年9月8日（星期三）在本公司股東登記名冊內之本公司股東。

### CLOSURE OF REGISTER OF MEMBERS

In order to determine who are entitled to the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration by 4:30 p.m. on Friday, 3 September 2021. The register of members of the Company will be closed from Monday, 6 September 2021 to Wednesday, 8 September 2021, both days inclusive, during which period no transfer of shares will be registered. The dividend will be paid on Tuesday, 28 September 2021 to the shareholders whose names appear on the register of members of the Company at the close of business on Wednesday, 8 September 2021.

### USE OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING

The Company's shares were listed on the Main Board of the Stock Exchange on 4 December 2013 with net proceeds from the global offering of approximately RMB975.0 million (after deducting underwriting commissions and related expenses). As at 30 June 2021, the Company has utilised approximately RMB833.3 million for the purposes of production capacity expansion, research and development of innovative product and service, investment in associates and acquisition, market expansion outside of China, working capital supplementation and other general corporate purposes. The balances of the net proceeds were deposited in the bank account. The Company has utilised and will utilise the net proceeds pursuant to the purposes and the proportions as disclosed in the prospectus of the Company dated 22 November 2013 based on the business needs of the Company and the prevailing market condition.

### SHARE CAPITAL

As at 30 June 2021, details of movements in the share capital of the Group are set out in Note 16 to the condensed consolidated financial information of the Group for the six months ended 30 June 2021 on page 55 of this Interim Report.

### SIGNIFICANT INVESTMENTS

The Group had no significant investments for the six months ended 30 June 2021.

### 暫停辦理股份過戶登記手續

為確定股東有權獲派本次中期股息，所有過戶表格連同有關股票須於2021年9月3日(星期五)下午四時三十分前，送達至本公司之股份登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。本公司將於2021年9月6日(星期一)至2021年9月8日(星期三)，包括首尾兩天，暫停辦理股份過戶登記手續。上述股息將於2021年9月28日(星期二)派發予於2021年9月8日(星期三)營業時間結束時名列本公司股東名冊之股東。

### 初次公開發售所得款項用途

本公司股份於2013年12月4日在聯交所主板掛牌，該首次全球發售所得款項淨額約人民幣975.0百萬元(扣除包銷佣金及相關費用後)。截至2021年6月30日止，本公司已動用約人民幣833.3百萬元，用於擴充產能、新產品及服務研發、公司合營與收購、中國境外市場拓展、補充公司營運資金和其他一般公司用途。所得款項淨額的餘額存入銀行賬戶。基於本公司的業務需要和當前的市場狀況，本公司已經且將按公司2013年11月22日發佈的招股章程所披露的方式和比例使用所得款淨額。

### 股本

於2021年6月30日，有關本集團之股本詳情載於本中期報告中第55頁截至2021年6月30日止之六個月之簡明綜合財務資料附註16。

### 重大投資

本集團於截至2021年6月30日止之六個月內無重大投資。

# Management Discussion and Analysis

## 管理層討論及分析

### FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group plans to utilise its own funds and bank loan of approximately RMB77.0 million for the purpose of construction of “Zhuhai Fintech Center” during the second half of 2021.

### MATERIAL ACQUISITION AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE

The Group had no material acquisitions and disposals of subsidiaries, associates and joint ventures for the six months ended 30 June 2021.

### LIQUIDITY AND FINANCIAL RESOURCES

Based on the Group’s steady cash inflow from operations, coupled with sufficient cash and bank balances, the Group has adequate liquidity and financial resources to meet the daily operations and working capital requirements as well as to fund its expansion plans. By taking a conservative financial management attitude, the Group continued to maintain the healthy financial position.

As at 30 June 2021, the Group’s total amount of cash and cash equivalents, fixed bank deposits and pledged bank deposits was approximately RMB1,237.8 million (as at 31 December 2020: approximately RMB1,344.7 million), of which approximately RMB747.0 million (as at 31 December 2020: approximately RMB804.0 million) was denominated in RMB, accounting for approximately 60.3% of the aggregate amount, and approximately RMB490.8 million (as at 31 December 2020: approximately RMB540.7 million) was denominated in USD, HKD and other currencies, accounting for approximately 39.7% of the aggregate amount.

As at 30 June 2021, the Group’s financial assets at FVTPL amounting to approximately RMB150.4 million, was the principal-guaranteed structured deposits issued by banks, among which approximately RMB50.0 million was in Bank of China Limited, approximately RMB50.0 million was in Shanghai Pudong Development Bank Co., Ltd., and approximately RMB50.4 million was in the Industrial Bank Co., Ltd..

As at 30 June 2021, the Group’s total amount of trade receivables was approximately RMB393.3 million (as at 31 December 2020: approximately RMB271.0 million), with an increase by approximately 45.1% compared with that as at 31 December 2020. It is the industry practice that the settlement of trade receivables peaks around the end of year.

### 重大投資或資本資產之未來計劃

於2021年度下半年內，本集團計劃使用自有資金及銀行貸款約人民幣77.0百萬元，用於「珠海市金融科技中心」項目建設。

### 對附屬公司、聯營公司及合營企業的重大收購及處置

本集團於截至2021年6月30日止之六個月內對附屬公司、聯營公司及合營企業無重大收購及處置。

### 流動性及財務資源

由於本集團業務有穩定現金流入，加上充足現金及銀行結餘，本集團有充裕流動資金及財務資源，可滿足日常營運與營運資金需求及支持拓展計劃。本集團秉持審慎的財務管理政策，保持了穩健的財務狀況。

於2021年6月30日，本集團現金及現金等價物、銀行定期存款、已抵押銀行存款總共約人民幣1,237.8百萬元（於2020年12月31日：約人民幣1,344.7百萬元），其中，人民幣佔比約60.3%，約人民幣747.0百萬元（於2020年12月31日：約人民幣804.0百萬元），美元及港幣等佔比約39.7%，折合約人民幣490.8百萬元（於2020年12月31日：約人民幣540.7百萬元）。

於2021年6月30日，本集團按公允價值計入損益之金融資產約人民幣150.4百萬元，為銀行保本結構性存款，其中，中國銀行股份有限公司約人民幣50.0百萬元，上海浦東發展銀行股份有限公司約人民幣50.0百萬元，及興業銀行股份有限公司約人民幣50.4百萬元。

於2021年6月30日，本集團總應收貨款合計為約人民幣393.3百萬元（於2020年12月31日：約人民幣271.0百萬元），較2020年12月31日增加約45.1%。由於行業性質，本集團應收貨款的回款高峰集中在年末。

As at 30 June 2021, the Group's total current assets amounted to approximately RMB1,761.8 million (as at 31 December 2020: approximately RMB2,020.7 million), with a decrease by approximately 12.8% compared with that as at 31 December 2020.

As at 30 June 2021, the Group's current ratio was approximately 3.3 (as at 31 December 2020: approximately 3.7), representing a high liquidity.

As at 30 June 2021, the Group had no bank loans (as at 31 December 2020: Nil). As at 30 June 2021, the Group's gearing ratio (gearing ratio is equivalent to total liabilities divided by total assets) was 22.3% (as at 31 December 2020: 22.5%).

### TREASURY POLICIES

The Board monitors the use of funds, and exercises financial control through financial policies such as fund management measures, to ensure the safety, liquidity and profitability of funds.

### CURRENCY EXPOSURE

In terms of currency exposure, the majority of the Group's sales were denominated in RMB, USD and HKD while the majority of operating expenses and purchases were denominated in RMB with portions in USD and HKD. The Group manages its foreign currency risk by closely monitoring the fluctuation of foreign currency rates.

### CAPITAL EXPENDITURE

For the six months ended 30 June 2021, the Group's capital expenditure was approximately RMB35.5 million (for the six months ended 30 June 2020: approximately RMB33.8 million). The capital expenditure includes expenses incurred in connection with fixed assets and the construction in progress.

### CAPITAL COMMITMENT

The aggregate capital commitment of the Group as at 30 June 2021 was approximately RMB67.0 million (as at 31 December 2020: approximately RMB68.1 million).

### CONTINGENT LIABILITIES

As at 30 June 2021, the Group had no material contingent liabilities.

於2021年6月30日，本集團流動資產總額約人民幣1,761.8百萬元（於2020年12月31日：約人民幣2,020.7百萬元），較2020年12月31日降低約12.8%。

於2021年6月30日，本集團流動比率為約3.3（於2020年12月31日：約3.7），流動性良好。

於2021年6月30日，本集團無銀行借款（於2020年12月31日：無）。於2021年6月30日，本集團資產負債率（資產負債率等於總負債除以總資產）為約22.3%（於2020年12月31日：約22.5%）。

### 庫務政策

董事會監控資金的使用，通過資金管理辦法等財務制度進行財務控制，以保證資金安全性、流動性和收益性。

### 外匯風險

本集團之銷售主要以人民幣、美元及港幣結算。營運開支及採購主要以人民幣結算，部分開支以美元和港幣結算。本集團通過密切監控外幣匯率的變動來管控其外幣風險。

### 資本開支

於截至2021年6月30日止之六個月，本集團資本開支總額約人民幣35.5百萬元（截至2020年6月30日止之六個月：約人民幣33.8百萬元）。資本開支包括於固定資產和在建工程所產生的相關開支。

### 資本承擔

於2021年6月30日，本集團的資本承擔總額約人民幣67.0百萬元（於2020年12月31日：約人民幣68.1百萬元）。

### 或有負債

於2021年6月30日，本集團並無任何重大或有負債。



# Management Discussion and Analysis

## 管理層討論及分析

### PLEGGED ASSETS

As at 30 June 2021, bank deposits of approximately RMB247.3 million (as at 31 December 2020: approximately RMB244.0 million) were pledged to secure the bills payables.

### PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the six months ended 30 June 2021, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

### ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE

The Group is committed to maintaining high levels of environmental, social and governance standards to ensure sustainable development of its business. During the six months ended 30 June 2021, the Group's environmental, social and governance ("ESG") management team had managed, monitored, recommended and reported on environmental, social and governance aspects continuously. An ESG report for the year 2020 has been prepared with reference to Appendix 27 of the Listing Rules (Environmental, Social and Governance Reporting Guide) and published on the Company's and the Stock Exchange's websites.

The Group has complied with all relevant laws and regulations in relation to its business including health and safety, workplace conditions, employment and the environment in all material aspects. The Group encourages its employees, customers, suppliers and other stakeholders to participate in environmental and social activities.

The Group maintains close relationships with its employees. The Group also enhances the cooperation with its suppliers and provides high quality products and services to its customers to ensure continued and sustainable development.

### 資產之抵押

於2021年6月30日，約人民幣247.3百萬元之銀行存款(於2020年12月31日：約人民幣244.0百萬元)已作為應付票據之抵押品。

### 購買、出售或贖回上市證券

截至2021年6月30日止之六個月內，本公司及其附屬公司均無購買、出售或贖回任何本公司之上市證券。

### 環境、社會及企業管治

本集團致力維持高要求之環境、社會及管治標準，以確保其業務可持續發展。截至2021年6月30日止之六個月內，本集團環境、社會及管治(「ESG」)管理團隊，在環保、社會及管治層面進行持續管理、監控、建議及報告工作。2020年度環境、社會及管治報告乃經參考上市規則附錄二十七所刊載之環境、社會及管治報告指引而編製並已於本公司及聯交所網站刊發。

本集團在各重大方面已遵守所有與其業務有關的相關法例及法規，包括健康及安全、工作環境、就業及環境。本集團鼓勵員工、客戶、供應商及其他相關者參與環境保護及社會活動。

本集團與員工維持緊密關係。本集團亦加強與供應商之間的合作，並為客戶提供優質產品及服務，以確保可持續發展。

## HUMAN RESOURCES AND REMUNERATION POLICIES

As at 30 June 2021, the Group had a total of 1,570 employees (as at 31 December 2020: 1,643), with a decrease of 73 employees as compared to those as at 31 December 2020. For the six months ended 30 June 2021, the staff cost was approximately RMB95.0 million (for the six months ended 30 June 2020: approximately RMB84.0 million).

Human resources are one of the Group's most important assets. In addition to offering competitive remuneration and welfare packages, the Group is also committed to providing specialized and challenging career development and training programs. Generally, a salary review is conducted annually. The Group also adopted the share option scheme and the share award scheme to motivate prospective employees. Apart from basic remuneration, for employees in the Mainland China, the Group makes contributions towards employee mandatory social security, pensions, work-related injury insurance, maternity insurance and medical and unemployment insurance in accordance with the applicable laws and regulations of the Mainland China. The Group also provides full coverage of housing provident fund contributions as required by local regulations in the Mainland China. For overseas employees, the Group makes contributions towards relevant insurance scheme as required by the local regulations.

## 員工及薪酬政策

於2021年6月30日，本集團聘用1,570名(於2020年12月31日為1,643名)員工，較2020年年末減少73人。截至2021年6月30日止之六個月，員工成本合計約人民幣95.0百萬元(截至2020年6月30日止之六個月：約人民幣84.0百萬元)。

人力資源是本集團最重要的資產之一。除了提供具有競爭力的薪酬福利方案外，本集團亦為員工提供專門並具有挑戰性的職業發展及培訓計劃。整體而言，本集團將每年進行一次薪酬檢討。本集團亦實施了購股權計劃和股份獎勵計劃以激勵有潛力的員工。對本集團於中國內地工作員工，除薪金外，本集團根據中國內地的相關法律、法規為中國內地的全部員工提供退休、失業、工傷、生育和醫療等社會保險計劃。本集團亦按照中國當地規定為中國內地員工實施住房公積金計劃。對本集團於海外工作員工，亦按照當地法律要求購買保險等計劃。

# Directors

## 董事

### DIRECTORS

The Board is consisted of nine Directors, including six executive Directors and three independent non-executive Directors. The following table sets forth certain information relating to the Directors:

### 董事

董事會由九名董事組成，包括六名執行董事，三名獨立非執行董事。以下表格為各董事情況：

Name 姓名	Age 年齡	Position in the Group 集團職務
<b>Executive Directors</b> <b>執行董事</b>		
LU Run Ting 盧閏霆	67	Chairman & Executive Director 主席及執行董事
HOU Ping 侯平	61	Executive Director & Chief Executive Officer 執行董事及首席執行官
LU Runyi 盧潤怡	63	Executive Director & Senior Vice President 執行董事及高級副總裁
WU Siqiang 吳思強	49	Executive Director & Chief Operating Officer 執行董事及首席運營官
LING Wai Lim 盧威廉	34	Executive Director 執行董事
LI Yijin 李易進	51	Executive Director & Chief Audit Executive & Company Secretary 執行董事、審計長及公司秘書
<b>Independent Non-executive Directors</b> <b>獨立非執行董事</b>		
MAK Wing Sum Alvin 麥永森	68	Independent Non-executive Director 獨立非執行董事
YE Lu 葉淥	58	Independent Non-executive Director 獨立非執行董事
YANG Geng 楊廣	46	Independent Non-executive Director 獨立非執行董事

# Corporate Governance and Other Information

## 企業管治及其他資料

### CORPORATE GOVERNANCE PRACTICES

The Board is committed to achieving good corporate governance standards.

The Board believes that good corporate governance standards are essential in providing a framework for the Group to safeguard the interests of shareholders and to enhance corporate value and accountability.

The Company has adopted the code provisions (the “**Code Provisions**”) as set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 to the Listing Rules.

The Board is of the view that the Company has complied with all the Code Provisions as set out in the CG Code throughout the six months ended 30 June 2021.

### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 of the Listing Rules as its code of conduct regarding directors’ securities transactions. All Directors have confirmed, following specific enquiries made by the Company, that they have complied with the Model Code throughout the six months ended 30 June 2021.

### 企業管治常規

本公司董事會致力於達成良好的企業管治水平。

董事會深信良好的企業管治標準是不可避免的，它為本集團提供一個架構以維護股東利益、提升企業價值和管理責任。

本公司已採納上市規則附錄十四所載之企業管治守則(「**企業管治守則**」)中的守則條文(「**守則條文**」)。

董事會認為於截至2021年6月30日止之六個月內，本公司已經遵守企業管治守則所載之全部守則條文。

### 董事進行證券交易標準守則

本公司已採用上市規則附錄十所載列的有關上市發行人之董事進行證券交易的標準守則(「**標準守則**」)。經向全體董事作出特定查詢後，本公司全體董事已確認於截至2021年6月30日止之六個月內均遵守標準守則。

## INCENTIVE SCHEMES

### (a) Share Option Scheme

The share option scheme was adopted pursuant to a written resolution passed by the shareholders of the Company on 15 November 2013 (the “Share Option Scheme”) for the primary purpose of recognising and acknowledging the contributions of any full-time or part-time employees, executives or officers, any Directors, any advisors, consultants, suppliers, customers and agents of the Group, or such other persons who, in the sole opinion of the Board, will contribute or have contributed to the Group, and the principle terms are as follows:

- (i) The maximum number of shares in respect of which options may be granted shall not exceed 10% of the total number of shares in issue at the date of listing of the shares of the Company on the Main Board of the Stock Exchange;
- (ii) The maximum entitlement of each eligible participant in any 12-month period up to the date of offer to grant shall not exceed 1% of the shares in issue as at the date of offer to grant; and
- (iii) Options granted should be taken up on payment of HKD1.0 by the grantee. The exercise price is determined by the Directors of the Company at their discretion and will not be lower than the highest of: (a) the closing price of the ordinary shares on the Stock Exchange at the offer date, which must be a trading day; (b) the average closing price of the ordinary shares on the Stock Exchange for the five business days immediately preceding the offer date; and (c) the nominal value of the Company’s share.

For the six months ended 30 June 2021, no options were granted or agreed to be granted pursuant to the Share Option Scheme. As at the date of the Interim Report, there was no outstanding option under the Share Option Scheme.

Assuming all options under the Share Option Scheme have been granted, the total number of shares available for issue under the Share Option Scheme shall be 80,000,000, representing approximately 9.6% of the total number of shares of the Company in issue as at the date of the Interim Report.

Subject to early termination by the Company in general meeting or by the Board, the Share Option Scheme shall be valid and effective for a period of ten years from the adoption date.

## 激勵計劃

### (a) 購股權計劃

購股權計劃（「購股權計劃」）於2013年11月15日通過的股東決議中所批准，旨在認可及獎勵本集團的任何全職或兼職僱員、行政人員或高級職員，任何董事、任何顧問、諮詢人、供應商、客戶及代理、以及董事會全權認為將會或一直對本集團有貢獻的其他人士，對本集團曾經作出或可能已作出的貢獻，主要條款為如下所列：

- (i) 購股權授出最大股份數不得超過本公司在聯交所主板上市之日的總股數的10%；
- (ii) 在任何一个要約授出之日之前的12個月期間內，授予任一合格參與者的最高股份數額不得超過要約授出之日已發行股份的1%；及
- (iii) 授出的購股權需支付港幣1.0元的價格予以承授。行使價格由本公司董事酌情商定且不低於以下最高者：(a) 普通股在聯交所要約日（需為交易日）之收盤價；(b) 普通股在聯交所緊接授出日期前五個營業日的普通股平均收盤價；及(c) 本公司股份面值。

截至2021年6月30日止之六個月內，概無根據購股權計劃已授出或同意授出的購股權。於本中期報告之日，購股權計劃下無未行使的期權。

倘若購股權計劃下所有購股權均被授出，購股權計劃下股份總數目可為80,000,000股，約佔本公司於本中期報告之日已發行總股數的9.6%。

除非在本公司的股東大會或董事會上被提前終止，否則購股權計劃的有效期自採納日起，為期十年。

## (b) Share Award Scheme

The Company adopted a share award scheme (the “Share Award Scheme”) on 30 November 2015 (the “Adoption Date”) with a duration of 15 years commencing from 11 December 2015. The objectives of the Share Award Scheme are to (i) align the interests of any employee, adviser, consultant, agent, contractor, client or supplier of any member of the Group whom the Directors in their sole discretion consider may contribute or have contributed to the Group (the “Participants”); (ii) recognise and motivate the contribution of the Participants and to provide incentives in retaining the Participants for future operation and development of the Group; and (iii) attract suitable personnel for the long-term growth and further strategic expansion of the Group.

The Company has engaged BOCI-Prudential Trustee Limited (the “Trustee”) to administer and hold the Company’s shares before they are vested and transferred to the Participants. The Trustee purchases the Company’s shares being awarded from the open market with funds provided by the Company by way of contributions.

In May 2017, the Group granted 10,374,000 shares under the Share Award Scheme to the Participants. The shares awarded shall be vested in three years on each anniversary of the first vesting date, which is 26 November 2017, in equal portions. The estimated fair value of the shares award granted at the grant date were approximately HKD27,564,000 (equivalent to RMB24,239,000) based on the market price of the relevant shares at the grant date.

As at 31 December 2020, all these shares were either vested or forfeited; for which a total of 8,146,000 shares of the Company were held by the Trustee at the year end date.

During the six months ended 30 June 2021, the Trustee did not acquire any ordinary shares of the Company (for the six months ended 30 June 2020: 3,766,000, for a total consideration of approximately RMB5,501,000), and no shares have been granted or agreed to be granted to any selected participants during the period (for the six months ended 30 June 2020: Nil), and the Group did not recognise any expense for the six months ended 30 June 2021 in relation to the share awards (for the six months ended 30 June 2020: Nil).

As at 30 June 2021, 8,146,000 shares of the Company under the Share Award Scheme were held by the Trustee.

## (b) 股份獎勵計劃

本公司於2015年11月30日(「採納日」)採納股份獎勵計劃(「股份獎勵計劃」)，股份獎勵計劃自2015年12月11日起計有效期為15年。計劃之目的為(i)使董事認為已經或將會對本集團作出貢獻之僱員、參事、顧問、代理、承辦商、顧客或供應商(「計劃參與者」)之利益與本集團利益一致；(ii)嘉獎和鼓勵計劃參與者之貢獻，並給予激勵，以挽留計劃參與者，為本集團的持續經營及發展效力；及(iii)吸引合適人才推動本集團長期增長及進一步戰略拓展。

本公司已委任中銀國際英國保誠信託有限公司(「受託人」)管理及持有本公司之股份，直至將歸屬股份轉讓予計劃參與者。受託人在公開市場買入公司現有股份，費用由本公司支付。

於2017年5月，本集團將10,374,000股股份獎勵計劃持有股份授予計劃參與者。獎勵股份應從首個歸屬日(即2017年11月26日)起分3年歸屬，每年歸屬的數量相同。按授予日的市場價格估算，獎勵股份於授予日的公允價值約港幣27,564,000元(折合約人民幣24,239,000元)。

於2020年12月31日，所有以上授予的獎勵股份已歸屬或已失效，受託人於年末持有本公司8,146,000股普通股。

截至2021年6月30日止之六個月內，受託人並無收購任何本公司普通股(於截至2020年6月30日止之六個月：以總代價約人民幣5,501,000元購入3,766,000股公司普通股)，於期間內無股份依照股份獎勵計劃授予或同意授予任何計劃參與者(於截至2020年6月30日止之六個月：無)，故本集團確認無授出獎勵股份之開支(於截至2020年6月30日止之六個月：無)。

於2021年6月30日，受託人持有股份獎勵計劃之8,146,000股。

# Corporate Governance and Other Information

## 企業管治及其他資料

### AUDIT COMMITTEE

The Company established an audit committee (the "Audit Committee") with a set of written terms of reference made in compliance with the CG Code. As at the date of the Interim Report, the Audit Committee comprises three independent non-executive Directors, namely Mr. MAK Wing Sum Alvin (*Chairman*), Ms. YE Lu and Mr. YANG Geng. The Audit Committee of the Company has reviewed the Interim Report.

### 審核委員會

本公司遵守企業管治守則成立審核委員會(「審核委員會」)並設有其書面職權範圍，於本中期報告之日，審核委員會由三名獨立非執行董事組成，即麥永森先生(主席)，葉淥女士與楊廣先生。審核委員會已審閱本中期報告。

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS

As at 30 June 2021, the interests of the Directors and Chief Executives in the shares, underlying shares of equity derivatives and debentures of the Company and its associated corporations (all within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which are required to be disclosed in accordance with the Listing Rules were detailed below:

### 董事和最高行政人員的權益

於2021年6月30日，董事和最高行政人員在本公司及其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之任何股份、權益衍生品的相關股份或債券之權益根據上市規則披露如下：

### Interests in Shares

### 股份權益

Name of Director 董事姓名	Capacity/Nature of Interests 身份／權益性質	Number of securities held <sup>(1)</sup> 所持證券數目 <sup>(1)</sup>	Approximate percentage of interest in the Company (%) 佔本公司權益概約百分比(%)
Mr. LU Run Ting ( <i>Chairman</i> ) 盧閔霆先生(主席)	Interest of Controlled Corporation <sup>(2)(i)</sup> 受控制法團權益 <sup>(2)(i)</sup>	299,759,422 shares (L) 299,759,422股(L)	35.96%
	Beneficial owner <sup>(2)(iii)</sup> 受益人 <sup>(2)(iii)</sup>	1,740,000 shares (L) 1,740,000股(L)	0.21%
Mr. HOU Ping 侯平先生	Beneficial owner <sup>(3)</sup> 受益人 <sup>(3)</sup>	12,000,000 shares (L) 12,000,000股(L)	1.44%
Mr. LU Runyi 盧潤怡先生	Beneficial owner <sup>(4)</sup> 受益人 <sup>(4)</sup>	48,321,000 shares (L) 48,321,000股(L)	5.8%
Mr. WU Siqiang 吳思強先生	Beneficial owner <sup>(5)</sup> 受益人 <sup>(5)</sup>	725,004 shares (L) 725,004股(L)	0.09%
Mr. LING Wai Lim 盧威廉先生	Beneficial owner <sup>(6)</sup> 受益人 <sup>(6)</sup>	16,000 shares (L) 16,000股(L)	0.00%
Ms. LI Yijin 李易進女士	Beneficial owner <sup>(7)</sup> 受益人 <sup>(7)</sup>	2,044,000 shares (L) 2,044,000股(L)	0.25%

## Corporate Governance and Other Information 企業管治及其他資料

- (1) The letter "L" denotes the Directors' long position in the shares of the Company or the relevant associated corporation. (1) 「L」代表董事於本公司或有關的相聯法團股份中所持有的好倉。
- (2) Mr. LU Run Ting's interests are consisted of: (i) 299,759,422 shares are held by GIHL, which is wholly-owned by Chairman LU, accordingly, Chairman LU is deemed to be interested in GIHL's interest in the Company by virtue of the SFO; and (ii) 740,000 shares issued by options granted under the Pre-IPO Share Options Scheme (this scheme has expired on 3 December 2019) exercised on 29 July 2015; and his interests in 1,000,000 shares as beneficial owner. (2) 盧閔霆先生之權益包括：(i) 金邦達國際所持 299,759,422 股，而金邦達國際由盧主席全資擁有，因此，根據證券及期貨條例，盧主席被視作於金邦達國際所持之本公司權益中擁有權益；以及(ii) 於 2015 年 7 月 29 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 740,000 股；以及作為受益人持有的 1,000,000 股。
- (3) Mr. HOU Ping's interests are consisted of: (i) 300,000 shares issued by options granted under the Pre-IPO Share Option Scheme (this scheme has expired on 3 December 2019) exercised on 25 August 2015; and (ii) 1,200,000 shares awarded on 26 May 2017 under the Share Award Scheme; (iii) 10,500,000 shares transferred from GIHL (being a controlling shareholder of the Company and wholly-owned by Chairman LU) on 10 June 2020. (3) 侯平先生之權益包括：(i) 於 2015 年 8 月 25 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 300,000 股；以及(ii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 1,200,000 股；(iii) 於 2020 年 06 月 10 日受讓於金邦達國際（本公司之控股股東，並由盧主席全資擁有）10,500,000 股。
- (4) Mr. LU Runyi's interests are consisted of: (i) 2,120,000 shares and 45,000,000 shares respectively transferred from GIHL (being a controlling shareholder of the Company and wholly-owned by Chairman LU) on 20 March 2015 and 10 June 2020; (ii) 400,000 shares issued by options granted under the Pre-IPO Share Option Scheme (this scheme has expired on 3 December 2019) exercised on 25 August 2015; and (iii) 801,000 shares awarded on 26 May 2017 under the Share Award Scheme. (4) 盧潤怡先生之權益包括：(i) 分別於 2015 年 3 月 20 日和 2020 年 06 月 10 日分別受讓於金邦達國際（本公司之控股股東，並由盧主席全資擁有）2,120,000 股和 45,000,000 股；(ii) 於 2015 年 8 月 25 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 400,000 股；以及(iii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 801,000 股。
- (5) Mr. WU Siqiang's interests are consisted of: (i) 130,000 shares as beneficial owner; and (ii) 801,000 shares awarded on 26 May 2017 under the Share Award Scheme, and because of the expenses caused by this scheme, 205,996 shares was deducted on 26 November 2019 which was the final vesting date. (5) 吳思強先生之權益包括：(i) 作為受益人持有 130,000 股；以及(ii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 801,000 股，並因該計劃產生的相關費用，於 2019 年 11 月 26 日，即最後一個授予日，扣除股份 205,996 股。
- (6) Mr. LING Wai Lim holds 16,000 shares as beneficial owner. (6) 盧威廉先生作為受益人持有 16,000 股。
- (7) Ms. LI Yijin holds 2,044,000 shares as beneficial owner. (7) 李易進女士作為受益人持有 2,044,000 股。



# Corporate Governance and Other Information

## 企業管治及其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS

### 主要股東權益

The register maintained by the Company pursuant to the SFO recorded that, as at 30 June 2021, the following persons and corporations had interests in the shares or underlying shares in the Company:

根據本公司依照證券及期貨條例而設之登記冊，於2021年6月30日，下列人士和公司擁有本公司股份或相關股份之權益：

Name 姓名	Capacity/Nature of Interests 身份／權益性質	Number of shares held <sup>(1)</sup> 所持股份數目 <sup>(1)</sup>	Approximate percentage of the Company's issued ordinary shares 佔本公司已發行普通股概約百分比
Mr. LU Run Ting 盧閏霆先生	Interest of Controlled Corporation <sup>(2)(i)</sup> 受控制法團權益 <sup>(2)(i)</sup>	299,759,422 shares (L) 299,759,422股(L)	35.96%
	Beneficial Owner <sup>(2)(ii)</sup> 受益人 <sup>(2)(ii)</sup>	1,740,000 shares (L) 1,740,000股(L)	0.21%
Ms. ZHANG Jian 張健女士	Spouse <sup>(3)</sup> 配偶 <sup>(3)</sup>	301,499,422 shares (L) 301,499,422股(L)	36.17%
Agende des participations de l'Etat ("APE")	Interest of Controlled Corporation <sup>(4)</sup> 受控制法團權益 <sup>(4)</sup>	152,931,181 shares (L) 152,931,181股(L)	18.35%

Notes:

附註：

- (1) The letter "L" denotes a person's long position in the shares of the Company.
- (2) Mr. LU Run Ting's interests are consisted of: (i) 299,759,422 shares are held by GIHL, which is wholly-owned by Chairman LU, accordingly, Chairman LU is deemed to be interested in GIHL's interest in the Company by virtue of the SFO; and (ii) 740,000 shares issued by options granted under the Pre-IPO Share Options Scheme (this scheme has expired on 3 December 2019) exercised on 29 July 2015; and his interests in 1,000,000 shares as beneficial owner.
- (3) Ms. ZHANG Jian, the spouse of Chairman LU, is deemed to be interested in Chairman LU's interests in the Company by virtue of the SFO.
- (4) The disclosed interest represents the interest in the Company held by Gemplus International S.A. ("GISA"), which is wholly-owned by Gemalto. Based on the disclosure of interests forms filled by Thales, Gemalto is owned by Thales as to 85.51% and Thales is owned by APE as to 35.68%. Therefore, APE is deemed to be interested in GISA's interest in the Company by virtue of the SFO.

- (1) 「L」代表有關人士於本公司股份所持的好倉。
- (2) 盧閏霆先生之權益包括：(i) 金邦達國際所持299,759,422股，而金邦達國際由盧主席全資擁有，因此，根據證券及期貨條例，盧主席被視作於金邦達國際所持之本公司權益中擁有權益；以及(ii) 於2015年7月29日通過行使首次公開發售前購股權計劃（該計劃已於2019年12月3日到期）發行股份740,000股；以及作為受益人持有的1,000,000股。
- (3) 張健女士為盧主席的配偶，根據證券及期貨條例，被視作於盧主席所持之本公司權益中擁有權益。
- (4) 所披露權益為 Gemplus International S.A. (「GISA」) 所持本公司權益，而GISA由Gemalto全資擁有。根據由Thales填報的披露權益表格，Thales持有Gemalto 85.51%的股份，同時，APE持有Thales 35.68%的股份。因此，根據證券及期貨條例，APE被視作於GISA所持之本公司權益中擁有權益。

## INTERESTS OF OTHER PERSONS

As at 30 June 2021, apart from the interests in the shares, underlying shares and debentures of the Company and its associated corporations held by the directors, chief executives and substantial shareholders of the Company stated above, no other person had such interest pursuant to the SFO which is required to be disclosed under the Listing Rules.

## DIRECTORS' INTERESTS IN CONTRACTS

No contract of significance, to which the Company, any of its subsidiaries or fellow subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted during or at the six months ended 30 June 2021.

## CHANGES IN DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION

Since the date of the Company's annual report for the year ended 31 December 2020 and up to the date of the Interim Report, there is no change in information of Directors and chief executive of the Company required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

## CONTRACTS WITH CONTROLLING SHAREHOLDERS

No contract of significance had been entered into between the Company or any of its subsidiaries and the controlling shareholders of the Company or any of their subsidiaries during the six months ended 30 June 2021.

## 其他人士權益

於2021年6月30日，除上述披露的本公司董事、最高行政人員及主要股東在本公司及其附屬公司之股份、相關股份及債權之權益外，根據證券及期貨條例無其他人士擁有根據上市規則需披露的此類權益。

## 董事享有權益之合約

於截至2021年6月30日之六個月，本公司或其任何附屬公司或任何同系附屬公司均未與本公司董事享有重要權益的相關方直接或間接地訂立重大合約，亦未有此類合同存續。

## 董事及最高行政人員的資料變更

自本公司截至2020年12月31日止之年度報告發佈之日起，至本中期報告發佈之日，根據上市規則第13.51B(1)條規定，沒有需要披露的本公司董事及最高行政人員資料變更。

## 與控股股東的合約

於截至2021年6月30日止之六個月，本公司或其任何附屬公司並無與本公司或其任何附屬公司之控股股東訂立任何重大合約。

# Report on Review of Interim Financial Information

## 中期財務資料的審閱報告



羅兵咸永道

TO THE BOARD OF DIRECTORS OF GOLDPAC GROUP LIMITED  
(incorporated in Hong Kong with limited liability)

致金邦達寶嘉控股有限公司董事會  
(於香港註冊成立的有限公司)

### INTRODUCTION

We have reviewed the interim financial information set out on pages 28 to 60, which comprises the interim condensed consolidated statement of financial position of Goldpac Group Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2021 and the interim condensed consolidated statement of profit or loss and other comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the six months period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### SCOPE OF REVIEW

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

### 引言

本核數師(以下簡稱「我們」)已審閱列載於第28至60頁的中期財務資料，此中期財務資料包括金邦達寶嘉控股有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)於2021年6月30日的中期簡明綜合財務狀況表與截至該日止六個月期間的中期簡明綜合損益及其他全面收入表、中期簡明綜合權益變動表和中期簡明綜合現金流量表，以及主要會計政策概要和其他附註解釋。香港聯合交易所有限公司證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及香港會計師公會頒布的香港會計準則第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」擬備及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論，並僅按照我們協定的業務約定條款向閣下(作為整體)報告我們的結論，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

### 審閱範圍

我們已根據香港會計師公會頒布的香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據《香港審計準則》進行審計的範圍為小，故不能令我們可保證我們將知悉在審計中可能被發現的所有重大事項。因此，我們不會發表審計意見。

# Report on Review of Interim Financial Information

## 中期財務資料的審閱報告

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

**PricewaterhouseCoopers**  
*Certified Public Accountants*

Hong Kong, 19 August 2021

### 結論

按照我們的審閱，我們並無發現任何事項，令我們相信貴集團的中期財務資料未有在各重大方面根據香港會計準則第34號「中期財務報告」擬備。

**羅兵咸永道會計師事務所**  
執業會計師

香港，2021年8月19日

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 簡明綜合損益及其他全面收入表

For the six months ended 30 June 2021  
截至2021年6月30日止之六個月

		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
	Notes 附註		
<b>Revenue</b>	4	<b>619,688</b>	552,453
Cost of sales		<b>(430,007)</b>	(393,360)
<b>Gross profit</b>		<b>189,681</b>	159,093
Other income		24,592	33,518
Other (loss)/gains, net		(4,714)	13,173
Research and development costs		(55,344)	(49,580)
Selling and distribution costs		(58,240)	(45,056)
Administrative expenses		(20,089)	(17,899)
Reversal of impairment loss on trade receivables		2,427	1,222
Impairment loss on amount due from an associate		(25)	(1,246)
Finance costs		(398)	(403)
Reversal of impairment loss on interests in an associate		—	1,500
<b>Profit before income tax</b>	5	<b>77,890</b>	94,322
Income tax expense	6	<b>(9,528)</b>	(12,323)
<b>Profit for the period</b>		<b>68,362</b>	81,999
Other comprehensive income for the period			
<i>Item that may be subsequently reclassified to profit or loss:</i>			
— exchange differences arising on translation of foreign operations		(792)	1,315
<b>Total comprehensive income for the period</b>		<b>67,570</b>	83,314
<b>Profit for the period attributable to:</b>			
Owners of the Company		69,050	82,084
Non-controlling interests		(688)	(85)
		<b>68,362</b>	81,999
<b>Total comprehensive income attributable to:</b>			
Owners of the Company		68,258	83,399
Non-controlling interests		(688)	(85)
		<b>67,570</b>	83,314
<b>Earnings per share (RMB cents)</b>			
— Basic	8	<b>8.4 cents分</b>	9.9 cents分
— Diluted	8	<b>8.4 cents分</b>	9.9 cents分

The notes from pages 34 to 60 are an integral part of the interim condensed consolidated financial information.

載於第34至60頁之附註構成中期簡明綜合財務資料的部份。

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

As at 30 June 2021  
於2021年6月30日

		Notes 附註	As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
<b>ASSETS</b>	<b>資產</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	9	384,102	365,212
Right-of-use assets	使用權資產	9	39,698	41,920
Investment property	投資物業	9	52,931	54,582
Goodwill	商譽		1,375	1,375
Intangible assets	無形資產	9	954	2,096
Interests in associates	於聯營公司之權益	10	—	4,964
Financial assets at fair value through profit or loss ("FVTPL")	按公允價值計入損益 (「公允價值計入損益」) 之金融資產	19	—	—
Deferred tax assets	遞延稅項資產		8,513	9,400
Pledged bank deposits	已抵押銀行存款		184,587	76,984
Fixed bank deposits	銀行定期存款		101,198	—
<b>Total non-current assets</b>	<b>非流動資產總額</b>		<b>773,358</b>	<b>556,533</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨	11	221,155	190,375
Trade receivables	應收貨款	12	393,299	271,046
Contract assets	合同資產	13	13,999	13,512
Other receivables and prepayments	其他應收和預付款		30,842	21,392
Financial assets at fair value through profit or loss ("FVTPL")	按公允價值計入損益 (「公允價值計入損益」) 之金融資產	19	150,407	256,733
Pledged bank deposits	已抵押銀行存款		62,724	166,971
Fixed bank deposits	銀行定期存款		528,123	724,123
Cash and cash equivalents	現金及現金等價物		361,209	376,578
<b>Total current assets</b>	<b>流動資產總額</b>		<b>1,761,758</b>	<b>2,020,730</b>
<b>Total assets</b>	<b>資產總額</b>		<b>2,535,116</b>	<b>2,577,263</b>
<b>EQUITY</b>	<b>資本及儲備</b>			
Share capital	股本	16	1,192,362	1,192,362
Reserves	儲備		777,210	803,747
Equity attributable to owners of the Company	本公司擁有人應佔權益		1,969,572	1,996,109
Non-controlling interests	非控股權益		739	1,427
<b>Total equity</b>	<b>權益總額</b>		<b>1,970,311</b>	<b>1,997,536</b>

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

As at 30 June 2021  
於2021年6月30日

			As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		9,172	11,360
Deferred tax liabilities	遞延稅項負債		24,695	21,759
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>33,867</b>	33,119
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and bills payables	應付賬款及票據	14	388,779	365,428
Contract liabilities	合同負債		39,705	50,864
Other payables	其他應付款		69,281	96,940
Lease liabilities	租賃負債		6,982	5,150
Government grants	政府補貼		1,858	1,858
Income tax payable	應付所得稅項		24,333	26,368
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>530,938</b>	546,608
<b>Total liabilities</b>	<b>負債總額</b>		<b>564,805</b>	579,727
<b>Total equity and liabilities</b>	<b>權益與負債總額</b>		<b>2,535,116</b>	2,577,263

The notes from pages 34 to 60 are an integral part of the interim condensed consolidated financial information.

載於第34至60頁之附註構成中期簡明綜合財務資料的部份。

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

For the six months ended 30 June 2021  
截至2021年6月30日止之六個月

Attributable to owners of the Company  
本公司擁有人應佔權益

		Shares held							Retained earnings	Sub-total	Non-controlling interests	Total
		Share capital	Shares award reserves	under share award scheme	Share options reserves	Exchange translation reserves	Other reserves	Statutory reserves				
		股份獎勵儲備	股份計劃持有	購股權儲備	匯兌儲備	其他儲備	法定儲備	未分配利潤	合計	非控股權益	合計	
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
						(Note i) (附註i)	(Note ii) (附註ii)					
At 1 January 2020 (audited)	於2020年1月1日(經審計)	1,192,362	—	(8,015)	—	2,183	42,631	130,921	642,490	2,002,572	1,832	2,004,404
Profit for the period	期內利潤	—	—	—	—	—	—	—	82,084	82,084	(85)	81,999
Other comprehensive income for the period	期內其他全面收入	—	—	—	—	1,315	—	—	—	1,315	—	1,315
Total comprehensive income for the period	期內全面收入總額	—	—	—	—	1,315	—	—	82,084	83,399	(85)	83,314
Purchase of shares under share award scheme (Note 15 (c))	購買股份獎勵計劃持有股份(附註15(c))	—	—	(5,501)	—	—	—	—	—	(5,501)	—	(5,501)
Transfer	轉撥	—	—	—	—	—	—	13,204	(13,204)	—	—	—
Dividends (Note 7)	股息(附註7)	—	—	—	—	—	—	—	(121,501)	(121,501)	—	(121,501)
		—	—	(5,501)	—	—	—	13,204	(134,705)	(127,002)	—	(127,002)
At 30 June 2020 (unaudited)	於2020年6月30日(未經審計)	1,192,362	—	(13,516)	—	3,498	42,631	144,125	589,869	1,958,969	1,747	1,960,716
At 1 January 2021 (audited)	於2021年1月1日(經審計)	1,192,362	—	(13,516)	—	(1,023)	108,440	172,655	537,191	1,996,109	1,427	1,997,536
Profit for the period	期內利潤	—	—	—	—	—	—	—	69,050	69,050	(688)	68,362
Other comprehensive income for the period	期內其他全面收入	—	—	—	—	(792)	—	—	—	(792)	—	(792)
Total comprehensive income for the period	期內全面收入總額	—	—	—	—	(792)	—	—	69,050	68,258	(688)	67,570
Dividends (Note 7)	股息(附註7)	—	—	—	—	—	—	—	(94,795)	(94,795)	—	(94,795)
At 30 June 2021 (unaudited)	於2021年6月30日(未經審計)	1,192,362	—	(13,516)	—	(1,815)	108,440	172,655	511,446	1,969,572	739	1,970,311



# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

For the six months ended 30 June 2021  
截至2021年6月30日止之六個月

### Notes:

- (i) Other reserves represent the aggregate of capitalisation of statutory reserves into capital of a subsidiary of the Company, Goldpac Limited in 2011, contribution from a shareholder and share of other reserve of associates.
- (ii) Under the relevant regulations in the People's Republic of China (the "PRC"), certain subsidiaries of the Company which were established in the PRC are required to make appropriation to the statutory reserves at 10% of their profit after tax based on their statutory financial statements. When the statutory reserves reaches more than 50% of the registered capital of certain subsidiaries of the Company, it's no longer required to provide statutory reserves. The statutory reserve may only be used, upon approval by the relevant authorities, to offset accumulated losses or to increase the capital of those subsidiaries.

The notes from pages 34 to 60 are an integral part of the interim condensed consolidated financial information.

### 附註：

- (i) 其他儲備指於2011年於一家本公司之附屬公司，金邦達有限公司的法定儲備轉入至其他儲備，一名股東的出資及應佔聯營公司其他儲備的資本總和。
- (ii) 根據中華人民共和國(「中國」)的有關法規，若干於中國成立之本公司之附屬公司需按其法定財務報表中除稅後淨利潤的10%計提法定儲備。當法定儲備達到本公司部分子公司註冊資本的50%以上時，不再需要計提法定儲備。該法定儲備僅能在得到有關部門批准後，方可用於彌補該等附屬公司累積虧損或者增加其資本。

載於第34至60頁之附註構成中期簡明綜合財務資料的部份。

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

For the six months ended 30 June 2021  
截至2021年6月30日止之六個月

Six months ended 30 June  
截至6月30日止之六個月

2021	2020
2021年	2020年
RMB'000	RMB'000
人民幣千元	人民幣千元
(unaudited)	(unaudited)
(未經審計)	(未經審計)

<b>Cash flows from operating activities</b>	<b>經營活動產生之現金流量</b>		
Cash used in operations	營運所用現金	(85,269)	(67,425)
Tax paid	已付所得稅	(7,740)	(26,625)
<b>Net cash used in operating activities</b>	<b>經營活動動用之現金淨額</b>	<b>(93,009)</b>	<b>(94,050)</b>
<b>Cash flows from investing activities</b>	<b>投資活動產生之現金流量</b>		
Withdrawals of fixed bank deposits	提取銀行定期存款	392,988	304,115
Redemption of financial assets at FVTPL	贖回按公允價值計入損益之金融資產	258,562	110,000
Withdrawals of pledged bank deposits	提取已抵押銀行存款	50,302	—
Investment income received from financial assets at FVTPL	已收按公允價值計入損益之金融資產投資收入	—	1,159
Placement of pledged bank deposits	存放已抵押銀行存款	(105,000)	—
Purchase of property, plant and equipment	購買物業、廠房及設備	(35,489)	(33,772)
Purchase of financial assets at FVTPL	購買按公允價值計入損益之金融資產	(150,000)	(50,000)
Placement of fixed bank deposits	存放銀行定期存款	(247,562)	(247,768)
Interest received	已收利息	10,963	9,936
Advance to an associate	向聯營公司墊款	—	(1,293)
<b>Net cash generated from investing activities</b>	<b>投資活動產生之現金淨額</b>	<b>174,764</b>	<b>92,377</b>
<b>Cash flows from financing activities</b>	<b>融資活動產生之現金流量</b>		
Draw down of bank borrowings	提取銀行借款	—	14,027
Repayment of principal portion of leases liabilities	償還租賃負債之本金部分	(2,087)	(4,080)
Repayment of interest portion of leases liabilities	償還租賃負債之利息部分	(397)	(403)
Purchase of shares under share award scheme	購買股份獎勵計劃之股份	—	(5,501)
Dividends paid	股利支付	(94,795)	(121,501)
<b>Net cash used in financing activities</b>	<b>融資活動動用之現金淨額</b>	<b>(97,279)</b>	<b>(117,458)</b>
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(15,524)	(119,131)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	376,578	366,996
Effect of foreign exchange rate changes	匯率變動的影響	155	984
<b>Cash and cash equivalents at the end of the period</b>	<b>期末現金及現金等價物</b>	<b>361,209</b>	<b>248,849</b>
<b>Analysis of the balances of cash and cash equivalents</b>	<b>現金及現金等價物結餘分析</b>		
Bank balances and cash	銀行存款及現金	361,209	208,592
Fixed bank deposits which matured within three months	三個月內到期的銀行定期存款	—	40,257
		<b>361,209</b>	<b>248,849</b>

The notes from pages 34 to 60 are an integral part of the interim condensed consolidated financial information.

載於第34至60頁之附註構成中期簡明綜合財務資料的部份。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 1 GENERAL INFORMATION

The Company is an investment holding company and the principal activities of its subsidiaries (together, the “Group”) are engaged in manufacture and sale of embedded software and secure payment products for smart secure payment, provision of data processing services, digital equipment, system platform, Artificial Intelligence (A.I.) self-service kiosks, and other total solutions services for customers in a wide business range including financial, government, healthcare, transportation and retails by leveraging innovative financial technology (“Fintech”).

The Company is a public limited company incorporated in Hong Kong and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The address of the registered office is Room 1301, 13th Floor, Bank of East Asia, Harbour View Centre, No. 56 Gloucester Road, Wanchai, Hong Kong.

Its parent and ultimate holding company is Goldpac International (Holding) Limited (“GIHL”) (a limited liability company incorporated in Hong Kong). Its ultimate controlling party is Mr. Lu Run Ting, who is also the Chairman and Executive Director of the Company.

The Group’s condensed consolidated financial information is presented in Renminbi (“RMB”), unless otherwise stated. This condensed consolidated interim financial information was approved for issue by the Board of Directors on 19 August 2021.

### 2 BASIS OF PREPARATION

The condensed consolidated financial information has been prepared in accordance with Hong Kong Accounting Standard 34 (“HKAS 34”) “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). The condensed consolidated financial information does not include all the notes of the type normally included in the annual financial statements. Accordingly, the condensed consolidated financial information should be read in conjunction with the annual report for the year ended 31 December 2020 and any public announcements made by the Company during the interim reporting period. The condensed consolidated financial information has been prepared on the historical cost basis except for certain financial assets at FVTPL, which are measured at fair values.

### 1 一般資料

本公司是一家投資控股有限公司，本公司及其附屬公司（統稱「本集團」）的主要業務是為全球客戶提供智能安全支付領域的嵌入式軟件和安全支付產品，同時融合創新金融科技（「金融科技」），為金融、政府、衛生、交通、零售等廣泛領域客戶提供數據處理服務、數字化設備、系統平台、智能自助設備及其他整體解決方案。

本公司是一家在香港註冊的公眾有限公司，本公司股票在香港聯合交易所有限公司（「聯交所」）主板上市交易。註冊辦事處地址為香港灣仔告士打道56號，東亞銀行港灣中心13層1301室。

本公司之母公司及最終控股公司為金邦達國際（集團）有限公司（「金邦達國際」）（一家於香港註冊成立的有限公司）。本公司最終控制方為盧閔霆先生，彼亦是本公司主席及執行董事。

本集團之簡明綜合財務資料以人民幣（「人民幣」）呈列，除非另作說明。董事會已於2021年8月19日批准刊發本簡明綜合中期財務資料。

### 2 編製基礎

本簡明綜合財務資料按照香港會計師公會（「香港會計師公會」）發佈的香港會計準則第34號（「香港會計準則第34號」）—「中期財務報告」，以及香港聯合交易所有限公司證券上市規則（「上市規則」）附錄十六的披露要求編製。簡明綜合財務資料並不包括年度財務報表中通常包括的所有附註類型，因此，簡明綜合財務資料應與截至2020年12月31日止年度之年報及本公司於中期報告期間作出的任何公告一併閱讀。簡明綜合財務資料乃根據歷史成本慣例編製，按公允價值計量的按公允價值計入損益之金融資產除外。

## 2 BASIS OF PREPARATION (continued)

The financial information relating to the year ended 31 December 2020 that is included in this condensed consolidated financial information as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with Section 436 of the Hong Kong Companies Ordinance (Cap. 622) ["**Companies Ordinance**"] is as follows:

The Company has delivered the financial statements for the year ended 31 December 2020 to the Registrar of Companies as required by section 622(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Companies Ordinance (Cap. 622).

The preparation of condensed consolidated interim information requires management to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this condensed consolidated interim financial information, the significant judgments made by management in applying the Group's accounting policies and the key resources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2020, except that income tax expense is recognised based on management's estimate of the weighted average effective annual income tax rate expected for the full financial year.

## 2 編製基礎(續)

本簡明綜合財務資料中載有之關於截至2020年12月31日止之年度之財務資料作為比較信息，雖不構成本公司於該年度之法定年度綜合財務報表，但皆來自該年度綜合財務報表。根據香港《公司條例》(「《公司條例》」)第622章第436條要求披露有關該等法定財務報表之進一步資料如下：

本公司已根據《公司條例》第622(3)條及附表6第3部分之規定，向公司註冊處處長遞交截至2020年12月31日止之年度之財務報表。

本公司核數師已就上述之財務報表編製核數師報告。核數師報告為無保留意見；且並無提述核數師在不作出保留意見之情況下，以強調事項之方式提請垂注之任何事宜；亦無載有《公司條例》第622章第406(2)條、第407(2)或(3)條中之聲明。

編製簡明綜合中期財務資料時，需要管理層對影響會計政策的應用與資產及負債、收入及支出的列報金額作出判斷、估計及假設，其實際結果可能有別於該等估計。

編製此簡明綜合中期財務資料時，除所得稅費用是根據管理層對整個會計年度預期的加權平均實際年所得稅率的估計來確認的之外，管理層對本集團在會計政策的應用及估計不確定性的主要來源所作出的重要判斷，與截至2020年12月31日止年度的綜合財務報表所採用者相同。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in this condensed consolidated financial information are consistent with those of the annual financial statements of the Group for the year ended 31 December 2020, as described in those annual financial statements, except for the estimation of income tax and standards as mentioned below.

#### (a) New and amendments to standards adopted by the Group

During the six months ended 30 June 2021, the Group has adopted the following new and amendments to standards for the first time for accounting periods beginning on 1 January 2021:

Interest Rate Benchmark Reform – Phase 2	Amendments to HKAS 39, HKFRS 4, HKFRS 7, HKFRS 9 and HKFRS 16
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The adoption of these new and amendments to standards does not have significant impact to the Group's results of operation and financial position.

### 3 主要會計政策

除了所得稅估計及下述準則外，編製本中期簡明綜合財務資料所採用的會計政策與本集團截至於2020年12月31日的年度財務報表一致。

#### (a) 本集團對新訂及經修訂準則的採納

截至2021年6月30日止之六個月內，本集團於2021年1月1日開始之會計期間首次採納了以下新訂及經修訂準則：

利率基準改革 — 第二階段	香港會計準則 第39號、香港 財務報告準則 第4號、香港 財務報告準則 第7號、香港 財務報告準則 第9號及香港 財務報告準則 第16號之修訂
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採納新訂及經修訂之準則對本集團之業績及財務狀況並無任何重大影響。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 3 主要會計政策(續)

(b) New standard and amendments to existing standards issued but not yet effective for the financial year beginning on or after 1 January 2021 and have not been early adopted by the Group

(b) 已頒佈但尚未於2021年1月1日或之後生效的新準則及準則之修訂，本集團亦無提早採納

		Effective for accounting periods beginning on or after 年度期間開始或 之後生效
Merger Accounting for Common Control Combinations 共同控制之合併的會計處理	Amendments to AG 5 (revised) 會計指引第5號之修訂 (修訂稿)	1 January 2022 2022年1月1日
Property, Plant and Equipment — Proceeds before Intended Use 物業、廠房及設備 — 擬定用途之前的所得款	Amendments to HKAS 16 香港會計準則第16號之修訂	1 January 2022 2022年1月1日
Onerous contracts — Costs of Fulfilling a Contract 虧損合約—履行合約的成本	Amendments to HKAS 37 香港會計準則第37號之修訂	1 January 2022 2022年1月1日
Annual Improvements to HKFRSs 2018 to 2020 cycle 香港財務報告準則2018 — 2020週期年度改進	Amendments to HKFRSs 香港財務報告準則之修訂	1 January 2022 2022年1月1日
Reference to the Conceptual Framework 參考概念框架	Amendments to HKFRS 3 香港財務報告準則第3號之修訂	1 January 2022 2022年1月1日
Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause 借款人對載有按要要求還款條款的定期貸款的分類	HK Int 5 (2020) 香港解釋公告第5號(2020年)	1 January 2023 2023年1月1日
Classification of Liabilities as Current or Non-current 將負債分類為流動或非流動	Amendments to HKAS 1 香港會計準則第1號之修訂	1 January 2023 2023年1月1日
Insurance Contracts 保險合約	HKFRS 17 香港財務報告準則第17號	1 January 2023 2023年1月1日
Sales or Contribution of Assets between an Investor and its Associate or Joint Venture 投資者與聯營公司或合營公司之間的資產出售或注資	Amendments to HKFRS 10 and HKAS 28 香港會計準則第28號及香港財務報告準則第10號之修訂	To be determined 尚未確定

The Group has performed an assessment of these new and amended standards. None of these is expected to have a significant effect on the Group's result of operations and financial position.

本集團已對這些新的和經修訂的準則進行了評估。預計這些都不會對本集團的經營業績和財務狀況產生重大影響。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 4 REVENUE AND SEGMENT INFORMATION

The unaudited segment information for the six months ended 30 June 2021 and 2020 by business segment are as follow:

### 4 收入及分部資料

以下為截至2021年及2020年6月30日止之六個月未經審計的按經營分部業績：

		For the six months ended 30 June 2021 截至2021年6月30日止之六個月		
		Embedded software and secure payment products 嵌入式軟件和安全支付產品 RMB'000 人民幣千元	Platform and service 平台及服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Types of goods and services</b>	<b>貨物和服務種類</b>			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	360,823	—	360,823
Data processing	數據處理	—	116,123	116,123
Digital equipment	數字化設備	—	142,742	142,742
Total	總計	360,823	258,865	619,688
<b>Geographical markets</b>	<b>地區市場</b>			
Overseas and the Special Administrative Regions of Hong Kong ("Hong Kong") and Macao ("Macao")	海外及香港特別行政區(「香港」)和澳門特別行政區(「澳門」)	40,380	9,988	50,368
Mainland China	中國內地	320,443	248,877	569,320
Total	總計	360,823	258,865	619,688

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 4 REVENUE AND SEGMENT INFORMATION

(continued)

### 4 收入及分部資料(續)

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

		Embedded software and secure payment products 嵌入式軟件和安全支付產品 RMB'000 人民幣千元	Platform and service 平台及服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Types of goods and services</b>	<b>貨物和服務種類</b>			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	327,641	—	327,641
Data processing	數據處理	—	85,881	85,881
Digital equipment	數字化設備	—	138,931	138,931
<b>Total</b>	<b>總計</b>	<b>327,641</b>	<b>224,812</b>	<b>552,453</b>
<b>Geographical markets</b>	<b>地區市場</b>			
Overseas and Hong Kong and Macao	海外及香港和澳門	33,990	8,623	42,613
Mainland China	中國內地	293,651	216,189	509,840
<b>Total</b>	<b>總計</b>	<b>327,641</b>	<b>224,812</b>	<b>552,453</b>

Segment information has been identified on the basis of internal management reports which are reviewed by the Chairman of the Company, being the chief operating decision maker, in order to allocate resources to the operating and reportable segments and to assess their performance.

分部資料以公司內部管理報告為基礎而確立，此內部管理報告經由公司經營決策者-本公司主席審閱，以利於分配經營及可報告分部所需資源並評估其表現。



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 4 REVENUE AND SEGMENT INFORMATION

(continued)

The Group's operating and reportable segments under HKFRS 8 are as follows:

- |   |   |
|---|---|
| Embedded software and secure payment products | — Manufacture and sale of embedded software and secure payment products for smart secure payment  |
| Platform and service                          | — Provision of data processing, digital equipment, system platforms and other total solutions for customers in a wide business range including financial, government, healthcare, transportation and retails by leveraging innovative Fintech |

Revenue from sale of embedded software and secure payment products and sale of digital equipment are recognised at a point in time, and revenue from data processing services are recognised over time.

Each operating and reportable segment derives its revenue from the sales of products and provision of data processing services. They are managed separately because each product requires different production and marketing strategies. For segment reporting, these individual operating segments have been aggregated into a single reportable segment due to similar nature of the products.

Segment results represent the gross profits earned by each segment.

### 4 收入及分部資料(續)

根據香港財務報告準則第8號，本集團經營及可報告分部如下：

- |              |   |
|--------------|---|
| 嵌入式軟件和安全支付產品 | — 製造和銷售智能安全支付領域的嵌入式軟件和安全支付產品                                |
| 平台及服務        | — 融合創新金融科技，為金融、政府、衛生、交通、零售等廣泛領域客戶提供數據處理、數字化設備、系統平台及其他整體解決方案 |

嵌入式軟件和安全支付產品的銷售收入及數字化設備的銷售收入在某個時間點確認，而數據處理服務的收入則於一段時間內確認。

各經營及可報告分部通過銷售產品和提供數據處理服務取得其收入。因為不同產品需要不同的生產及市場營銷策略，各分部實行單獨管理。出於分部匯報之目的，相似性質的產品的分部已合併作為一個分部。

分部業績指各分部所取得的毛利。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 4 REVENUE AND SEGMENT INFORMATION

(continued)

The following is an analysis of the Group's revenue and results by reportable segment:

### 4 收入及分部資料(續)

以下為本集團按可報告分部的收入及業績之分析：

		Revenue 收入		Results 業績	
		Six months ended 30 June 截至6月30日止之六個月		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Sales to external parties of	向外部客戶之銷售				
– embedded software and secure payment products	– 嵌入式軟件和安全支付產品	360,823	327,641	83,208	77,186
– platform and service	– 平台及服務	258,865	224,812	106,473	81,907
		<b>619,688</b>	552,453	<b>189,681</b>	159,093
Other income	其他收入			24,592	33,518
Other (loss)/gains, net	其他(虧損)/收益, 淨額			(4,714)	13,173
Research and development costs	研發成本			(55,344)	(49,580)
Selling and distribution costs	銷售及分銷成本			(58,240)	(45,056)
Administrative expenses	行政開支			(20,089)	(17,899)
Reversal of impairment loss on trade receivables	應收貨款減值虧損撥回			2,427	1,222
Impairment loss on amount due from an associate	應收聯營公司之減值虧損			(25)	(1,246)
Finance costs	財務成本			(398)	(403)
Reversal of impairment loss on interests in an associate	於聯營公司之權益之減值撥回			—	1,500
Profit before income tax	除所得稅前溢利			<b>77,890</b>	94,322

The management of the Company makes decisions according to the operating results of each segment. No information of segment assets and liabilities is available for the assessment of performance of different business activities. Therefore, no information about segment assets and liabilities is presented.

本公司管理層根據各分部經營業績作出決策。概無分部資產或負債資料可用以評估不同業務活動的表現。因此，並無呈報分部資產及負債資料。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 5 PROFIT BEFORE INCOME TAX

### 5 所得稅前利潤

		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Profit before income tax is arrived at after charging/(crediting):	所得稅前利潤已扣除／(增加)：		
Directors' remuneration	董事酬金	5,276	5,414
Retirement benefits scheme contributions	退休福利計劃供款	5,880	1,986
Staff costs	員工成本	95,004	83,972
Cost of inventories sold	存貨成本	350,913	315,318
Government grants (Note i)	政府資助(附註i)	(2,936)	(6,424)
Value-added tax refund (Note i)	增值稅退稅(附註i)	(7,912)	(9,184)
Interest income (Note i)	利息收入(附註i)	(12,875)	(15,912)
Investment income from financial assets at FVTPL (Note 19) (Note ii)	按公允價值計入損益之金融資產投資收入(附註19)(附註ii)	(1,829)	(1,105)
Unrealised loss/(gain) from financial assets at FVTPL (Note 19) (Note ii)	按公允價值計入損益之金融資產未實現虧損／(收益)(附註19)(附註ii)	4,557	(1,366)
Gain on reversal on other payables (Note ii)	其他應付款撥回之收益(附註ii)	(4,964)	—
Net exchange loss/(gain), net (Note ii)	匯兌虧損／(收益)·淨額(附註ii)	6,901	(11,807)
Provision for inventories	存貨撥備	(3,469)	10,564
Depreciation of property, plant and equipment	物業、廠房及設備折舊	15,503	17,719
Depreciation of right-of-use assets	使用權資產折舊	3,953	4,777
Amortisation of intangible assets	無形資產攤銷	1,143	1,143

Notes:

- (i) Government grants, value-added tax refund, and interest income are included in "Other income".
- (ii) Unrealised loss/(gain) from financial assets at FVTPL, investment income from financial assets at FVTPL, net change loss/(gain), net and gain on reversal on other payables are included in "Other (loss)/gains, net".

附註：

- (i) 政府資助、增值稅退稅以及利息收入計入「其他收入」。
- (ii) 按公允價值計入損益之金融資產未實現虧損／(收益)、按公允價值計入損益之金融資產投資收入、匯兌虧損／(收益)·淨額和其他應付款撥回之收益計入「其他(虧損)／收益·淨額」。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 6 INCOME TAX EXPENSE

### 6 所得稅費用

		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Current income tax	即期所得稅項		
Mainland China corporate income tax	中國內地企業所得稅	(2,424)	(9,927)
Hong Kong profits tax	香港利得稅	(3,282)	(2,272)
Mainland China withholding tax	中國內地預扣所得稅	—	(9,412)
		(5,706)	(21,611)
Deferred income tax	遞延稅項	(3,822)	9,288
Income tax expense	所得稅費用	(9,528)	(12,323)

Income tax expense is recognised based on management's estimate of the weighted average effective annual income tax rate expected for the full financial year.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HKD2,000,000 of profits of the qualifying group entity will be taxed at 8.25%, and profits above HKD2,000,000 will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, starting from the year ended 31 December 2019, the Hong Kong Profits Tax is calculated at 8.25% on the first HKD2,000,000 of the estimated assessable profits and at 16.5% on the estimated assessable profits above HKD2,000,000 for Goldpac Datacard Solutions Company Limited.

所得稅費用是根據管理層對整個會計年度預期的加權平均實際年所得稅率的估計來確認的。

香港立法會於2018年3月21日通過了《2017年稅務(修訂)(第7號)條例草案》(「條例草案」)。該條例草案引入利得稅兩級制，已於2018年3月28日簽署成為法律並於翌日刊憲。在利得稅兩級制下，對於符合資格的集團實體首2,000,000港幣利潤的利得稅率為8.25%，超過2,000,000港幣利潤的部分的利得稅率為16.5%。無資格應用利得稅兩級制的集團實體則繼續統一以16.5%為利得稅率。相應地，由截至2019年12月31日止年度開始，金邦達數據有限公司之首2,000,000港幣估計應課稅利潤的香港利得稅應用8.25%計算，超過2,000,000港幣部分的香港利得稅則應用16.5%計算。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 6 INCOME TAX EXPENSE (continued)

The Mainland China corporate income tax is calculated at the applicable rates in accordance with the relevant laws and regulations in the Mainland China.

The Company's subsidiaries in the Mainland China are subject to Mainland China corporate income tax at 25%, except that Goldpac Limited which is approved for 3 years as an enterprise satisfied as a High-New Technology Enterprise and is entitled to the preferential tax rate of 15% in 2020, 2021 and 2022.

According to a joint circular of Ministry of Finance and the State Administration of Taxation, Cai Shui [2008] No. 1, only the profits earned prior to 1 January 2008, when distributed to foreign investors, can be grandfathered with the exemption from withholding tax. Whereas, pursuant to Articles 3 and 27 of the Corporate Income Tax Law and Article 91 of its Implementation Rules, dividend distributed out of the profit generated thereafter, shall be subject to corporate income tax at 10% or reduced tax rate if tax treaty or arrangement applies. Under the relevant tax arrangement, withholding tax rate on dividend distribution to the qualifying Hong Kong resident companies is 5%. Deferred tax liabilities on the undistributed profits earned by Goldpac Limited since 1 January 2008 have been accrued at the tax rate of 5%.

### 6 所得稅費用(續)

中國內地企業所得稅根據中國內地有關法律法規按適用的稅率計算。

本公司的中國內地附屬公司按25%的稅率繳納中國內地企業所得稅，惟金邦達有限公司已被認定為高新技術企業，並可於2020年、2021年及2022年三年內享受15%的優惠稅率。

根據財政部及國家稅務總局財稅[2008]第1號聯合通知，於向境外投資者作出分派時，只有於2008年1月1日之前賺取的利潤可免繳預扣稅。然而，根據企業所得稅法第3條及27條及其實施細則第91條規定，以其後產生的利潤分派股息時，須按10%或(倘稅收協定或安排適用)較低的稅率繳納企業所得稅。根據相關稅收安排，分配予合資格香港居民公司股息的預扣稅率為5%。金邦達有限公司自2008年1月1日起賺取的未分配利潤遞延稅項責任已按5%的稅率計提。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 7 DIVIDENDS

### 7 股息

		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
2020 Final — HK 10.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021) (2019 Final — HK 10.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020))	2020年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2021年3月24日宣派）（2019年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2020年3月23日宣派）	<b>67,711</b>	75,938
2020 Special — HK 4.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021) (2019 Special — HK 6.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020))	2020年年度特別股息 — 每股普通股港幣4.0仙，基於833,561,000股（於2021年3月24日宣派）（2019年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股（於2020年3月23日宣派）	<b>27,084</b>	45,563

Subsequent to the end of the current interim period, the Board has resolved to declare the payment of an interim dividend of HK2.5 cents (equivalent to approximately RMB2.1 cents) per ordinary share, amounting to approximately RMB17,349,000 in aggregate with reference to the number of issued shares as at the end of the interim period (for the six months ended 30 June 2020: HK3.0 cents (equivalent to approximately RMB2.7 cents)) per ordinary share, amounting to approximately RMB22,379,000). The dividend declared after 30 June 2021 has not been recognised as a liability as at 30 June 2021.

本中期後，董事會決議派發中期股息每股普通股港幣2.5仙（折合約人民幣2.1分），參照本中期末之已發行股份數目計算合共約人民幣17,349,000元（截至2020年6月30日止之六個月：每股普通股港幣3.0仙（折合約人民幣2.7分），合共約人民幣22,379,000元）。於二零二一年六月三十日後擬派的股息不會計入於二零二一年六月三十日的負債。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 8 EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to the owners of the Company is based on the following data:

		For the six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Earnings:	盈利:		
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內利潤	69,050	82,084
		For the six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)	2020 2020年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)
Number of shares:	股份數量:		
Weighted average number of ordinary shares for the purpose of basic earnings per share (Note)	計算每股基本盈利所採用的加權平均普通股股數(附註)	825,415	826,407

Note: The weighted average number of ordinary shares adopted in the calculation of basic and diluted earnings per share for both periods have been arrived at after deducting the shares held in trust for the Company by an independent trustee under the share award scheme of the Company.

For the six months ended 30 June 2021 and 2020, diluted earnings per share were same as the basic earnings per share as there was no potential dilutive ordinary share outstanding during the period.

### 8 每股盈利

歸屬於本公司擁有人的每股基本及攤薄盈利乃根據以下數據計算：

		For the six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Earnings:	盈利:		
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內利潤	69,050	82,084
		For the six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)	2020 2020年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)
Number of shares:	股份數量:		
Weighted average number of ordinary shares for the purpose of basic earnings per share (Note)	計算每股基本盈利所採用的加權平均普通股股數(附註)	825,415	826,407

附註：計算兩期每股基本及攤薄盈利加權平均普通股股數時，均已扣除本公司股份獎勵計劃項目下由獨立信託公司代本公司持有的股份。

於截至2021年6月30日以及2020年6月30日之六個月，每股攤薄盈利與每股基本盈利相同，因為期間並無具潛在攤薄效應的已發行普通股。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 9 PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSETS, INVESTMENT PROPERTY AND INTANGIBLE ASSETS

During the period, the Group incurred capital expenditures of approximately RMB35,489,000 (for the six months ended 30 June 2020: RMB33,772,000) and RMB1,731,000 (for the six months ended 30 June 2020: RMB711,000) for property, plant and equipment and right-of-use assets, respectively, and there were no capital expenditures incurred for investment property and intangible assets (for the six months ended 30 June 2020: Nil).

### 9 物業、廠房及設備，使用權資產，投資物業及無形資產

於本期內，本集團物業、廠房及設備以及使用權資產產生資本開支分別約為人民幣35,489,000元(截至2020年6月30日止之六個月：人民幣33,772,000元)及人民幣1,731,000元(截至2020年6月30日止之六個月：人民幣711,000元)，而投資物業及無形資產並無產生資本開支(截至2020年6月30日止之六個月：無)。

### 10 INTERESTS IN ASSOCIATES

### 10 於聯營公司之權益

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Unlisted investments in associates, at cost	投資於非上市之聯營公司，按成本	2,200	32,120
Share of post-acquisition results and reserves	應佔收購之後業績及儲備	1,300	(4,929)
Impairment loss on interests in an associate	於聯營公司之權益之減值虧損	(3,500)	(22,227)
		—	4,964



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 10 INTERESTS IN ASSOCIATES (continued)

Details of the Group's associates at the end/beginning of the reporting period are as follows:

Name of entity 實體名稱	Country of incorporation and operation 成立和運營國家	Proportion of issued ordinary share and capital indirectly held by the Group 由本集團非直接持有的已發行普通股及股本之佔比		Principal activity 主要業務
		30 June 2021 2021年6月30日 (unaudited) (未經審計)	31 December 2020 2020年12月31日 (audited) (經審計)	
Kaixin Holdings Limited 凱鑫控股有限公司	British Virgin Islands 英屬維爾京群島	45%	45%	Investment holding 控股公司
Goldpac ACS Technologies Inc. ("Goldpac ACS")	Philippines 菲律賓	45%	45%	Data processing 數據處理
Sichuan Zhongruan Technology Ltd. ("SCZR") 四川中軟科技有限公司 (「四川中軟」)	Mainland China 中國內地	19.68% (Note i) (附註i)	19.68% (Note ii) (附註ii)	Smart city platform 智慧城市平台

*Note i:* In February 2021, two external professional firms were appointed by the court to act as the liquidation administrators of SCZR pursuant to the court order [(2020)川0104破4號決定書]. The operation and management of SCZR during the period of bankruptcy and liquidation is undertaken by the bankruptcy administrator. Therefore, according to HKAS28R ("Investments in Associates and Joint Ventures"), the Group has reclassified the equity investment of SCZR from interest in an associate to FVTPL as the Group has lost significant influence over SCZR. The Group has reviewed and estimated the fair value of SCZR on a regular basis under the requirement of HKFRS9. Please refer to Note 19 for more details about the fair value of the equity investment as at 30 June 2021.

*Note ii:* The Group is able to exercise significant influence over SCZR because it has the power to appoint two out of the seven directors of that company under the article of association of that company.

### 10 於聯營公司之權益(續)

於本報告期末／期初本集團聯營公司之詳情如下：

*附註 i:* 於2021年2月，法院根據法院令((2020)川0104破4號決定書)，委託兩家外部專業公司擔任四川中軟清算管理人。四川中軟在破產清算期間的經營管理由破產管理人執行。因此，根據香港會計準則第28號之修訂(「於聯營公司及合資企業之投資」)，由於本集團已失去對四川中軟的重大影響，本集團已將對四川中軟的權益投資從「於聯營公司之權益」重分類為「按公允價值計入損益之金融資產」，本集團並已按照香港財務報告準則第9號的要求，對四川中軟的公允價值進行定期的複核和評估。更多關於該股權投資於2021年6月30日的公允價值信息，請詳見附註19。

*附註 ii:* 本集團能對四川中軟施加重大影響，因為根據四川中軟之公司章程，本集團有權指派其七名董事中的兩名。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 11 INVENTORIES

### 11 存貨

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Raw materials	原材料	160,935	127,110
Work in progress	半成品	3,030	5,974
Finished goods	成品	109,491	113,061
		273,456	246,145
Less: provision	減：壞賬準備	(52,301)	(55,770)
		221,155	190,375

### 12 TRADE RECEIVABLES

### 12 應收貨款

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade receivables	應收貨款	397,749	277,939
Less: provision for impairment loss (Note)	減：減值虧損撥備(附註)	(4,450)	(6,893)
		393,299	271,046

*Note:* The basis of determining the inputs and assumptions and the estimation techniques used in the determination of provision for impairment loss in condensed consolidated financial information for the six months ended 30 June 2021, are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2020.

*附註：* 在本截至2021年6月30日止之六個月簡明綜合財務資料內對減值虧損撥備的估算所採用輸入數據和假設基準及估計方法與編製本集團2020年12月31日止年度綜合財務報表所採用的是一致的。

The carrying amounts of trade receivables approximate their fair values.

應收貨款的賬面價值接近公允價值。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 12 TRADE RECEIVABLES (continued)

Payment terms with customers are mainly on credit. Invoices are normally payable in 30 to 150 days by the customers from date of issuance. The following is an aging analysis of trade receivables net of provision for impairment loss presented based on the invoice date:

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Aging	賬齡		
0-90 days	0-90日	276,453	186,187
91-180 days	91-180日	54,375	32,776
181-365 days	181-365日	29,939	21,756
Over 1 year	超過一年	32,532	30,327
		<b>393,299</b>	<b>271,046</b>

### 12 應收貨款(續)

與客戶的付款條款主要為賒賬。發票一般於開具日期起計30日至150日內由客戶支付。按貨物發票日期呈列的應收貨款(扣除減值虧損撥備)賬齡分析如下:

### 13 CONTRACT ASSETS

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Embedded software and secure payment products	嵌入式軟件和安全支付產品	3,395	4,045
Digital equipment	數字化設備	10,604	9,467
		<b>13,999</b>	<b>13,512</b>

### 13 合同資產

The contract assets primarily relate to the Group's right to receive remaining payments from customers and not billed because rights are conditioned on the satisfaction of quality over the products delivered at the reporting date. The contract assets are transferred to trade receivables when the rights become unconditional. The condition is fulfilled upon the completion of retention period which is normally between 6 months to 1 year.

合同資產主要指在報告期發出產品有質保條件時，本集團對未開票收款部分擁有之權利。當該權利變為無條件時，合同資產則轉為應收貨款。通常質保期為6個月至1年。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 14 TRADE AND BILLS PAYABLES

### 14 應付貨款及應付票據

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade payables	應付貨款	233,735	257,995
Bills payables – secured	有抵押應付票據	155,044	107,433
		<b>388,779</b>	365,428

The carrying amounts of trade and bills payables approximate their fair values.

應付貨款及應付票據的賬面價值接近公允價值。

The Group normally receives credit terms of 60 to 180 days from its suppliers. The following is an aging analysis of the Group's trade and bills payables based on invoice date and bill issuance date respectively at the end of the reporting period.

本集團一般獲供應商提供60日至180日的信貸期。以下為各報告期末本集團應付貨款及應付票據按發票日期或票據開具日期的賬齡分析。

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Aging	賬齡		
0-90 days	0-90日	351,952	309,775
91-180 days	91-180日	33,947	47,390
181-365 days	181-365日	1,513	5,849
Over 1 year	超過一年	1,367	2,414
		<b>388,779</b>	365,428

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 15 SHARE-BASED PAYMENT TRANSACTIONS

#### (a) Pre-IPO Share Option Scheme

The Pre-IPO Share Option Scheme was adopted pursuant to a written resolution passed by the shareholders of the Company on 15 November 2013 (the "Pre-IPO Share Option Scheme") for the primary purpose of recognising the contribution of certain employees and directors made or may have made to the growth of the Group and/or the listing of the Group on the Main Board of the Stock Exchange, and has been expired on 3 December 2019.

At 30 June 2021 and 31 December 2020, no options have been granted and remained outstanding under the Pre-IPO Share Option Scheme. No share-based payment expense was recognised for the period ended 30 June 2021 and year ended 31 December 2020.

#### (b) Share Option Scheme

The principal terms of the share option scheme, approved by the shareholders' resolution passed on 15 November 2013 (the "Share Option Scheme"), are substantially the same as the terms of the Pre-IPO Option Scheme except that:

- (i) the maximum number of shares in respect of which options may be granted shall not exceed 10% of the total number of shares in issue at the date of listing of the shares of the Company on the Main Board of the Stock Exchange;
- (ii) the maximum entitlement of each eligible participant in any 12-month period up to the date of offer to grant shall not exceed 1% of the shares in issue as at the date of offer to grant; and

### 15 以股份為基礎的支付交易

#### (a) 首次公開發售前購股權計劃

首次公開發售前購股權計劃於2013年11月15日獲全體股東以書面決議批准(「首次公開發售前購股權計劃」)，旨在肯定本集團若干僱員及董事作出或過去可能作出對本集團發展及／或股份於聯交所上市的貢獻，並已於2019年12月3日到期。

於2021年6月30日及2020年12月31日，在首次公開發售前購股權計劃下無已授出及未行使購股權。截至2021年6月30日止之期間及2020年12月31日止之年度，無以股份為基礎之開支。

#### (b) 購股權計劃

於2013年11月15日通過的股東決議中所批准的購股權計劃(「購股權計劃」)主要條款與首次公開發售前購股權計劃大致相同，以下條款除外：

- (i) 購股權授出最大股份數不得超過本公司在聯交所上市之日的總股數的10%；
- (ii) 在任何一個12個月期間到要約授出之日，授予各合格參與者的最高配額不得超過已發行股份的1%；及

## 15 SHARE-BASED PAYMENT TRANSACTIONS

(continued)

### (b) Share Option Scheme (continued)

- (iii) The exercise price is determined by the directors of the Company at their discretion and will not be lower than the highest of: (a) the closing price of the ordinary shares on the Stock Exchange at the offer date, which must be a trading day; (b) the average closing price of the ordinary shares on the Stock Exchange for the five business days immediately preceding the offer date; and (c) the nominal value of the Company's share.

During the six months ended 30 June 2021 and the year ended 31 December 2020, no options were granted or agreed to be granted pursuant to Share Option Scheme.

### (c) Share Award Scheme

The Company adopted a share award scheme (the "Share Award Scheme") on 30 November 2015 (the "Adoption Date") with a duration of 15 years commencing from 11 December 2015. The objectives of the Share Award Scheme are to (i) align the interests of any employee, adviser, consultant, agent, contractor, client or supplier of any member of the Group whom the directors in its sole discretion considers may contribute or have contributed to the Group (the "Participants"); (ii) recognise and motivate the contribution of the Participants and to provide incentives in retaining the Participants for future operation and development of the Group; and (iii) attract suitable personnel for the long-term growth and further strategic expansion of the Group.

The Company has engaged BOCI-Prudential Trustee Limited (the "Trustee") to administer and hold the Company's shares before they are vested and transferred to the Participants. The Trustee purchases the Company's shares being awarded from the open market with funds provided by the Company by way of contributions.

## 15 以股份為基礎的支付交易

(續)

### (b) 購股權計劃(續)

- (iii) 行使價格由本公司董事酌情商定，且不低於以下最高者：(a)普通股在聯交所授出日(需為交易日)之收盤價；(b)普通股在聯交所緊接授出日前五個營業日的普通股平均收盤價；及(c)本公司股份面值。

截至2021年6月30日止之六個月內及截至2020年12月31日止年度，概無根據購股權計劃已授出或同意授出購股權。

### (c) 股份獎勵計劃

本公司於2015年11月30日(「採納日」)採納股份獎勵計劃(「股份獎勵計劃」)，股份獎勵計劃自2015年12月11日起計有效期為15年。計劃之目的為(i)使董事認為已經或將會對本集團作出貢獻之僱員、參事、顧問、代理、承辦商、顧客或供應商(「計劃參與者」)之利益與本集團利益一致；(ii)嘉獎和鼓勵計劃參與者之貢獻，並給予激勵，以挽留計劃參與者，為本集團的持續經營及發展效力；及(iii)吸引合適人才推動本集團長期增長及進一步戰略拓展。

本公司已委任中銀國際英國保誠信託有限公司(「受託人」)管理及持有本公司之股份，直至將歸屬股份轉讓予計劃參與者。受託人在公開市場買入公司現有股份，費用由本公司支付。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 15 SHARE-BASED PAYMENT TRANSACTIONS

(continued)

#### (c) Share Award Scheme (continued)

In May 2017, the Group granted 10,374,000 shares under the Share Award Scheme to the Participants. The shares awarded shall be vested in three years on each anniversary of the first vesting date, which is 26 November 2017, in equal portions. The estimated fair value of the share award granted at the grant date were approximately HKD27,564,000 (equivalent to RMB24,239,000) based on the market price of the relevant shares at the grant date.

As at 30 June 2021 and 31 December 2020, all these shares were either vested or forfeited; for which a total of 8,146,000 shares of the Company were held by the Trustee at the period/year end date.

During the six months ended 30 June 2021, the Trustee did not acquired any ordinary shares of the Company (for the six months ended 30 June 2020: 3,766,000, for a total consideration of RMB5,501,000), and no shares were granted to employees under the Share Award Scheme during the period (for the six months ended 30 June 2020: Nil). The Group did not recognise any expense for the six months ended 30 June 2021 in relation to the share awards granted by the Company (for the six months ended 30 June 2020: Nil).

As at 30 June 2021 and 31 December 2020, 8,146,000 ordinary shares of the Company under the Share Award Scheme were held by the Trustee.

### 15 以股份為基礎的支付交易

(續)

#### (c) 股份獎勵計劃(續)

於2017年5月，本集團將10,374,000股股份獎勵計劃持有股份授予計劃參與者。獎勵股份應從首個歸屬日(即2017年11月26日)起分3年歸屬，每年歸屬的數量相同。按授予日的市場價格估算，獎勵股份於授予日的公允價值約港幣27,564,000元(折合約人民幣24,239,000元)。

於2021年6月30日以及2020年12月31日，所有獎勵股份已歸屬或已失效，受託人於年末／期末持有本公司8,146,000股普通股。

截至2021年6月30日止六個月內，受託人並無收購任何公司普通股(截至2020年6月30日止六個月：以總代價人民幣5,501,000元購入3,766,000股公司普通股)，於期間內未授予僱員股份獎勵計劃之股份(截至2020年6月30日止之六個月：無)。截至2021年6月30日止之六個月，本集團沒有確認授出獎勵股份的開支(截至2020年6月30日止之六個月：無)。

於2021年6月30日以及2020年12月31日，受託人持有股份獎勵計劃之8,146,000股本公司普通股。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 16 SHARE CAPITAL

### 16 股本

		Number of ordinary shares 普通股股數 '000 千股	Amount 金額 HKD'000 港幣千元
Issued and fully paid: As at 1 January 2020 (audited), 31 December 2020 (audited) and 30 June 2021 (unaudited)	已發行且繳足： 於2020年1月1日(經審計)· 2020年12月31日(經審計) 及2021年6月30日 (未經審計)	833,561	1,499,498
			RMB'000 人民幣千元
Shown in the consolidated financial statements as of 31 December 2020 (audited) and condensed consolidated financial information as of 30 June 2021 (unaudited)	顯示於2020年12月31日 綜合財務報表(經審計) 及於2021年6月30日 簡明綜合財務資料 (未經審計)		1,192,362

### 17 CAPITAL COMMITMENTS

### 17 資本承擔

		As at 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2020 於2020年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Capital expenditure contracted for but not provided in the condensed consolidated financial information in respect of acquisition of property, plant and equipment	有關收購物業、廠房及 設備的已訂約但未列入 本簡明綜合財務資料內 的資本開支	67,009	68,083



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 18 RELATED PARTY DISCLOSURES

During the period, the Group has no significant transactions with related parties.

#### (a) Compensation of key management personnel

During the period, the remuneration of directors which represent key management personnel of the Group was as follows:

### 18 關聯方披露

報告期內，本集團與關聯方無重大交易

#### (a) 主要管理層人員酬金

於本期內，代表本集團主要管理人員之董事酬金如下：

		Six months ended 30 June 截至6月30日止之六個月	
		2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審計)	2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)
Directors' fee	袍金	274	299
Basis salaries and allowances	基本薪金和津貼	4,962	5,055
Retirement benefits scheme contributions	退休福利計劃供款	40	60
		5,276	5,414

## 19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

## 19 金融工具的公允價值計量

### (a) 按公允價值經常性計量的本集團金融資產的公允價值

本集團部分金融資產於每個報告期末按公允價值計量。關於該等金融資產公允價值是如何定義的(特別是估價方法及使用的輸入數據),以及基於計量公允價值的輸入數據可觀測程度而分類的公允價值等級(第1至3級)信息由下表提供。

- 第1級公允價值計量指使用相同資產或負債於活躍市場的報價(未經調整)計量;
- 第2級公允價值計量指使用除第1級涵蓋的報價外,資產或負債直接(例如價格)或間接(例如按價格計算所得)可觀測的輸入數據計量;及
- 第3級公允價值計量指估值方法中使用無法基於可觀測的市場數據(不可觀測輸入數據)的資產或負債輸入數據計量。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis (continued)

##### Reconciliation of Level 3 Measurement

Financial asset	Fair value	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship unobservable inputs to fair value
金融資產	公允價值	公允價值等級	估值方法及主要輸入數據	重大不可觀測輸入數據	不可觀測輸入數據與公允價值之關係
Structured deposits 結構性存款	As at 30 June 2021: RMB150,407,000 (as at 31 December 2020: RMB256,733,000) 於2021年6月30日： 人民幣150,407,000元 (於2020年12月31日： 人民幣256,733,000元)	Level 3 第3層級	Discounted cash flow – future cash flows are estimated based on estimated return, and discounted at a rate that reflects the credit risk of various counterparties. 現金流貼現 – 未來現金流根據預計收益估計並按反映對方信貸風險的貼現率貼現。	Estimated return ranged from 1.4% to 3.5% (as at 31 December 2020 ranged from 1.15% to 5.25%) 預計收益範圍由1.4%至3.5% (於2020年12月31日範圍由1.15%至5.25%)	The higher the estimated return, the higher the fair value and vice versa. 預計收益越高，公允價值越高，反之亦然。
Unlisted equity ("SCZR") 非上市股權 (「四川中軟」)	As at 30 June 2021: RMB Nil (as at 31 December 2020: not applicable) 於2021年6月30日： 人民幣零元 (於2020年12月31日： 不適用)	Level 3 第3層級	Asset-based valuation method – fair value is estimated by multiplying the carrying amount of the recoverable net assets of investee which is in the state of bankruptcy and liquidation, with a certain discount ratio. 基於資產估值法 – 公允價值由處於破產清算狀態下的被投資方可收回淨資產的賬面價值並按一定折扣率估計所得。	Discount ratio 折扣率	The higher the discount ratio, the lower the fair value and vice versa. 折扣率越高，公允價值越低，反之亦然。

### 19 金融工具的公允價值計量 (續)

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值 (續)

##### 第3級計量對賬

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis (continued)

The following table presents the reconciliation of level 3 measurement of the financial assets:

		RMB'000 人民幣千元
At 1 January 2020 (audited)	於2020年1月1日(經審計)	180,084
Net gain on financial assets	金融資產淨收益	2,471
Purchase of financial assets	購買金融資產	50,000
Redemption of financial assets	贖回金融資產	(111,159)
At 30 June 2020 (unaudited)	於2020年6月30日(未經審計)	121,396
At 1 January 2021 (audited)	於2021年1月1日(經審計)	256,733
Transfer from interest in an associate (Note 10)	從於聯營公司之權益轉入(附註10)	4,964
Net loss on financial assets	金融資產淨虧損	(2,728)
Purchase of financial assets	購買金融資產	150,000
Redemption of financial assets	贖回金融資產	(258,562)
At 30 June 2021 (unaudited)	於2021年6月30日(未經審計)	150,407

Except the transfer from interest in an associate (see Note 10) in the period, there were no other transfers into or out of Level 3 during both periods.

The total gains or losses for the six months included a realised gain of RMB1,829,000 and an unrealised loss of RMB4,557,000 relating to financial assets that are measured at fair value at the end of each reporting period (for the six months ended 30 June 2020: a realised gain of RMB1,105,000 and an unrealised gain of RMB1,366,000). Such fair value gains are included in "other (loss)/gains, net".

### 19 金融工具的公允價值計量 (續)

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值(續)

下表呈列金融資產的第3級計量對賬：

		RMB'000 人民幣千元
At 1 January 2020 (audited)	於2020年1月1日(經審計)	180,084
Net gain on financial assets	金融資產淨收益	2,471
Purchase of financial assets	購買金融資產	50,000
Redemption of financial assets	贖回金融資產	(111,159)
At 30 June 2020 (unaudited)	於2020年6月30日(未經審計)	121,396
At 1 January 2021 (audited)	於2021年1月1日(經審計)	256,733
Transfer from interest in an associate (Note 10)	從於聯營公司之權益轉入(附註10)	4,964
Net loss on financial assets	金融資產淨虧損	(2,728)
Purchase of financial assets	購買金融資產	150,000
Redemption of financial assets	贖回金融資產	(258,562)
At 30 June 2021 (unaudited)	於2021年6月30日(未經審計)	150,407

除本期從於聯營公司之權益轉入之外(參見附註10)，於兩期內均無其他轉入第3級或由第3級轉出。

按公允價值計量的金融資產於報告期末已實現收益人民幣1,829,000元及未實現虧損人民幣4,557,000元(截至2020年6月30日止之六個月：已實現收益人民幣1,105,000元及未實現收益人民幣1,366,000元)。該公允價值變動產生的收益計入「其他(虧損)/收益，淨額」。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

### 19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis (continued)

##### *Fair value measurements and valuation processes*

In estimating the fair value of structured deposits, the Group uses the market value as stated on the quotation report issued by financial institutions.

In estimating the fair value of unlisted equity ("SCZR"), the Group uses the investee's financial statements as the basis for calculating the fair value of unlisted equity ("SCZR") under the asset-based valuation method.

Information about the valuation techniques and inputs used in determining the fair value of various assets are disclosed above.

#### (b) Fair value of financial instruments at amortised costs

The management of the Group considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial information approximate their fair values at the end of each reporting period.

### 19 金融工具的公允價值計量 (續)

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值 (續)

##### *公允價值計量及估值過程*

在估計結構性存款的公允價值時，本集團使用金融機構開具的報價報告載明的市場價值。

在估計非上市股權(「四川中軟」)的公允價值時，本集團使用被投資方的財務報表作為在基於資產估值法之下計算非上市股權公允價值的基礎。

決定各項資產公允價值所用的估值方法及使用的輸入數據等相關信息已於上述披露。

#### (b) 按攤銷成本計量的金融工具的公允價值

本集團管理層認為，於每個報告期末按攤銷成本列於簡明綜合財務資料的金融資產及金融負債的賬面值與其公允價值相若。

金邦達 Goldpac

金邦達寶嘉控股有限公司  
GOLDPAC GROUP LIMITED