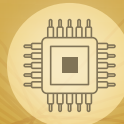


金邦達 Goldpac

金邦達寶嘉控股有限公司
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



2022

中期報告

INTERIM

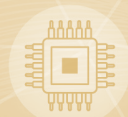
REPORT



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Corporate Information

企業資料

PLACE OF LISTING

The Stock Exchange of Hong Kong Limited (the "Stock Exchange")

STOCK CODE

3315

EXECUTIVE DIRECTORS

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. LU Runyi

Mr. WU Siqiang

Mr. LING Wai Lim

Ms. LI Yijin

INDEPENDENT NONEXECUTIVE DIRECTORS

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. LAI Tung Kwok

AUDIT COMMITTEE

Mr. MAK Wing Sum Alvin (*Chairman*)

Ms. YE Lu

Mr. LAI Tung Kwok

REMUNERATION COMMITTEE

Ms. YE Lu (*Chairman*)

Mr. LU Run Ting

Mr. MAK Wing Sum Alvin

NOMINATION COMMITTEE

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. LAI Tung Kwok

LEGAL ADVISOR

Mayer Brown

16th–19th Floors, Prince's Building

10 Chater Road

Central

Hong Kong

上市地點

香港聯合交易所有限公司(「聯交所」)

股份代號

3315

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

獨立非執行董事

麥永森先生

葉淥女士

黎棟國先生

審核委員會

麥永森先生(*主席*)

葉淥女士

黎棟國先生

薪酬委員會

葉淥女士(*主席*)

盧閏霆先生

麥永森先生

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

黎棟國先生

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
Bank of Communications Co., Ltd.
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
17th Floor, Far East Finance Centre
16 Harcourt Road, Hong Kong

COMPANY WEBSITE

www.goldpac.com

INVESTOR RELATION

Email: 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
交通銀行股份有限公司
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
香港夏慤道16號
遠東金融中心17樓

公司網址

www.goldpac.com

投資者關係

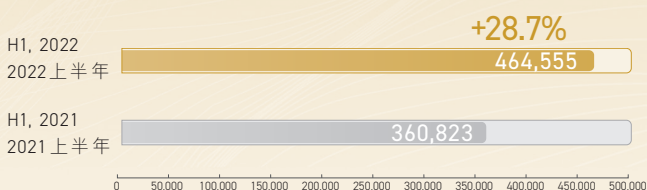
電郵：goldpac@goldpac.com

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

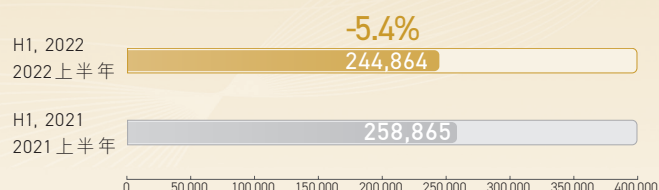
RMB'000
人民幣千元



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 2022 截至2022年 6月30日止 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Six months ended 30 June 2021 截至2021年 6月30日止 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Change 變化
Revenue	收入	709,419	619,688	14.5%
Gross Profit	毛利	188,299	189,681	-0.7%
Profit for the Period	期內利潤	78,465	68,362	14.8%
Total Comprehensive Income for the Period	期內全面收入總額	81,975	67,570	21.3%
Net Profit Margin	淨利率	11.1%	11.0%	0.1 PP 0.1個百分點

FINANCIAL POSITIONS 財務狀況

		As at 30 June 2022 於2022年6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年12月31日 RMB'000 人民幣千元 (audited) (經審計)	Change 變化
Total Assets	總資產	2,798,930	2,609,965	7.2%
Total Liabilities	總負債	(806,213)	(601,360)	34.1%
Net Assets	資產淨值	1,992,717	2,008,605	-0.8%

Management Discussion and Analysis

管理層討論及分析

Transforming Challenges into Opportunities for Growth

Language, religion and payment are the three core concepts that support the sustainable development of human society. The need for payment will forever exist. The payment transaction forms the foundation for value transfer, which directly affects most of the economic and social activities in the human society. Value transfer theory posits that every payment method must confront three major challenges: risk, prevalence and supporting systems. A payment method, which effectively maximizes the popularity while minimizes the risk, and empowered by a comprehensive supporting systems, is bound to be widely accepted by the whole society and be prospective.

After decades of development, credit cards have been successful in addressing the above three major challenges. The credit card system is a successful model of standardization, and the credit card is still currently the only generally accepted payment vehicle worldwide. Since 2020, the outbreak of the coronavirus pandemic ("COVID-19"), in combination with geopolitical turmoil, has had a major dampening effect on investment and trade activities. However, the credit card business still achieved steady development and demonstrated its resiliency. The market value of several credit card organizations reached an all-time high in the first half of 2022.

In the first half of 2022, the Group successfully responded to challenges such as the protracted pandemic and supply chain fluctuations, and turning challenges into opportunities for growth by promoting the digitalization and platform-based strategy. The Group achieved more than 10% growth in both revenue and net profit, and has maintained its competitiveness in the field of secure payment.

借勢而起、乘風而上

文字、信仰和支付是支撐人類社會不斷向前發展的三大核心理念，支付需求永恆存在。支付是價值轉移的基礎，直接影響著人類社會幾乎全部的經濟和社會活動。價值轉移理論決定了任何一種支付方式都必須面對風險性、普適性和支持系統的三大挑戰。能夠被全社會廣泛接受且具備成長性的支付方式必定是能夠有效地將風險降到最低，把普適性做到最廣，同時具備完善的支持系統。

歷經數十年的發展，信用卡成功應對了以上三大挑戰，其體系建設樹立了標準化工作的典範，也是目前唯一的全球性通用支付工具。2020年以來，新冠肺炎疫情與地緣政治動盪疊加，投資與貿易活動低迷，但以信用卡為核心的支付方式表現出了頑強的生命力和良好的成長性，發展態勢穩健，數家信用卡組織市值均在2022上半年達到有史以來最高水準。

2022年上半年，本集團借勢而起、乘風而上，成功應對疫情反覆、供應鏈波動等挑戰，收入和淨利潤均實現了超過10%的良好增長，繼續保持安全支付領域的核心優勢，同時通過持續推進數字化、平台化戰略，在變局中開創新局。



Management Discussion and Analysis

管理層討論及分析

OVERVIEW

For the six months ended 30 June 2022 (the "Interim Period"), the Group recorded revenue of approximately RMB709.4 million, representing a year-on-year increase of approximately 14.5%. The recorded profit for the period is approximately RMB78.5 million, representing a year-on-year increase of approximately 14.8%. Net profit margin is approximately 11.1%, flat with the same period last year. Due to the geopolitical turmoil combined with the COVID-19 pandemic, the global supply chain system has been adversely affected and the cost of main raw materials such as chips has increased. The Group's gross profit margin decreased by 4.1 percentage points to approximately 26.5%. The Group improved the management of its supply chain through smart operations and other practices, which offset most of the adverse impacts on cost, and maintained a healthy profitability.

Strong growth of embedded software and secure payment products segment

For the Interim Period, the global credit card market maintained its steady development. With active marketing strategies, the embedded software and secure payment products segment showed robust growth, recording revenue of approximately RMB464.6 million, rising approximately 28.7% year-on-year.

High levels of product security, as tested and verified by internationally recognized security laboratories, and the global pervasiveness of secure payment embedded software are the competitive advantages of the Group in the global market. The Group's next-generation embedded software and secure payment products are well-recognized by clients and markets globally. Not only do these products meet the technical specifications required by the Europeans, Americans, Asians, Africans and customers of the other regions, but also meet the versatile needs of various countries through locale-specific development. Among them, the Group's revenue in Europe, Africa and the Middle East grew rapidly to approximately RMB29.0 million, representing a year-on-year increase of approximately 1770%. The Group recorded revenue of approximately RMB59.9 million in Asia-Pacific, representing a year-on-year increase of approximately 55.1%.

業績回顧

於截至2022年6月30日止之六個月「本中期」，本集團實現收入約人民幣7.094億元，同比增長約14.5%，實現期內利潤約人民幣78.5百萬元，同比增長約為14.8%。淨利率約11.1%，與去年同期持平。受國際地緣政治動盪以及新冠疫情雙重衝擊，全球供應鏈系統受到不利影響，芯片等原材料主材成本有所增加，本集團毛利率同比下降4.1個百分點至約26.5%，本集團通過智慧運營等手段優化供應鏈管理，抵消了大部分對成本不利影響，仍保持良好的盈利能力。

嵌入式軟件和安全支付產品板塊發展勢頭強勁

於本中期，全球信用卡市場保持穩健發展，本集團把握機遇，採取積極的市場策略，嵌入式軟件和安全支付產品板塊發展勢頭強勁，錄得收入約人民幣4.646億元，同比增長約28.7%。

在全球市場，本集團的安全支付嵌入式軟件具備較為明顯的競爭優勢。經國際頂尖安全實驗室反覆檢測和專業驗證，具備高度安全性和全球通用性。本集團新一代嵌入式軟件和安全支付產品不僅符合歐洲、美洲、亞洲、非洲等多國市場的技術規範要求，且通過本地化開發滿足各國多元化需求，獲得全球市場的認可和好評。其中，歐洲、非洲和中東地區市場收入增速迅猛，同比增長約17.7倍至約人民幣29.0百萬元。亞太地區市場錄得收入約人民幣59.9百萬元，同比增長約55.1%。

Management Discussion and Analysis

管理層討論及分析

In China, the Group's secure payment embedded software addressed the demand for independent and controllable financial technology ("Fintech") products. Capitalizing on its differentiated competitive advantages, its products were warmly received by financial institutions. The embedded software and secure payment products of the Group has been adopted by over 1000 banks and financial institutions. Moreover, the Group explored the potential of third-generation social security cards in China and made significant preparations in 2021. Capitalizing on decades of rich experience and leading technologies in National Cryptographic Algorithm products and scenario applications, the Group has taken the lead in third-generation social security cards issuance by actively expanding the use cases around related businesses. During the Interim Period, the Group recorded revenue of approximately RMB375.4 million in the embedded software and secure payment products segment in China, representing a year-on-year growth of approximately 17.2%.

Large potential for platform and service business

The Group's platform and service segment recorded revenue of approximately RMB244.9 million, representing a year-on-year decrease of approximately 5.4%, as a result of the adverse impact from the pandemic.

In the first half of 2022, the protracted pandemic in China core cities such as Beijing and Shanghai has adversely affected the economy of China. The platform and service business in China recorded revenue of approximately RMB237.7 million, representing a year-on-year decrease of approximately 4.5%. The supply chain systems in most countries in the Asia-Pacific, Europe and Middle East do not appear to recover from the geopolitical turmoil and the COVID-19 pandemic either. The Group recorded revenue of approximately RMB7.2 million from the platform and service business in those countries, representing a year-on-year decrease of approximately 27.8%. However, the Group believes that the platform and service business segment still has favourable growth potential.

The Group endeavors to build up its UMV platform with technological innovation to create a vibrant ecosystem for the secure payment industry. The Group is building a digital supply chain platform through the UMV platform, where industry participants such as banks, credit card organizations, suppliers and end users actively interact to promote the continuous innovation of secure payment products and the secure payment industry. In the first half of 2022, although the growth rate of the platform and service segment has been slowed down temporarily, the UMV platform has entered contracts with up to 30 banks and has successfully expanded to the public transportation sector. The Group believes that the platform and service segment will soon recover from the impact of the pandemic.

在中國地區市場，本集團安全支付嵌入式軟件契合中國市場對金融科技產品自主可控的需求，具備差異化競爭優勢，備受中國的銀行等金融機構青睞。現有超過1000家銀行和金融機構使用本集團嵌入式軟件及安全支付產品。中國第三代社會保障卡的市場空間持續釋放，本集團已於2021年提前部署，積極拓展相關業務，憑藉多年在中國國密算法產品、場景應用等方面積累的成熟經驗與領先技術，本集團已率先承接中國多個省市的第三代社會保障卡發行項目。於期內，中國地區市場錄得嵌入式軟件及安全支付產品收入約人民幣3.754億元，同比增加約17.2%。

平台及服務業務頗具潛力

受全球疫情的持續不利影響，本集團全球平台及服務板塊錄得收入約人民幣2.449億元，同比降低約5.4%。

2022年上半年，中國主要城市北京、上海等地疫情反覆對中國經濟增長帶來不利影響，本集團中國地區平台及服務業務錄得收入約人民幣2.377億元，同比跌幅約4.5%。亞太、歐洲、中東等地區的大部分國家市場受國際地緣政治及新冠疫情影響，供應鏈體系仍未恢復，本集團在該地區錄得平台及服務業務收入約人民幣7.2百萬元，同比下降約27.8%。但本集團相信平台及服務業務依舊具備較強的增長潛力。

全力以科技創新建設UMV平台，開創安全支付產業的新格局是本集團堅持不變的戰略目標。通過UMV平台打造數字化供應鏈平台，實現銀行、銀行卡組織、上下游供應商、C端用戶等產業參與者積極互動，共同推動安全支付產品和安全支付產業的持續創新。2022年上半年，平台及服務板塊增速雖暫時放緩，但UMV平台已經累計接入近30家銀行，並成功與交通領域客戶展開合作。本集團相信隨疫情影响趨緩，平台及服務板塊將恢復增長態勢。

Management Discussion and Analysis

管理層討論及分析

During the digital transformation process of commercial banks in relation to their brick-and-mortar branches, the Group has correspondingly developed Artificial Intelligence (A.I.) self-service kiosks and solutions for multi-scenario applications including self-service, counter and mobile services. This is consolidating the market for digital equipment. At the same time, the Group is actively promoting the application of A.I. self-service kiosks in the field of livelihood services, social security, transportation, and retail amongst others, and is extending their use to a wider range of "contact-free" services to tap into broader opportunities in the market.

The Group's financial performance indicators remained stable and healthy. As at 30 June 2022, the Group's current assets totaled approximately RMB1.854 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 RMB1.154 billion. The Group has abundant cash flow, still maintains a healthy current ratio of approximately 2.4 and a gearing ratio of approximately 28.8%.

OUTLOOK

Despite challenges such as supply chain fluctuations and the protracted pandemic, the Group remains positive and optimistic about its business prospects.

Firstly, the global credit card industry is expected to maintain its steady development. As the only generally accepted payment vehicle worldwide, the use of credit cards will maintain a sustainable growth. In the global market, worldwide inflation will help to stimulate the use of credit cards. In China, the government is launching a larger-scale deployment of the third-generation social security cards, and the demand will expand continuously.

Secondly, the global market for A.I. self-service kiosks is expected to further expand. The continuous rise of global labor costs will accelerate banks' self-service business processing. In China, the popularity of 5G has driven the deep integration of the Internet of Things, A.I., cloud computing, big data and other technologies, creating a more brilliant prospect for the A.I. self-service kiosks business.

Thirdly, the rapid development of the digital currency will bring new opportunities. In the first half of 2022, Digital Currency Electronic Payment ("DCEP") pilot projects have been expanded to 23 regions in 15 provinces across China, with rich application scenarios and increasing pilot project scope and services. These relevant market opportunities are expected to unleash greater potential.

在商業銀行加速推進線下網點智慧轉型的過程中，本集團針對銀行客戶需求，開發出包括自助業務辦理、櫃面業務辦理、移動業務辦理等多元場景應用的智能自助設備與解決方案，鞏固了數字化設備的市場規模。與此同時，本集團積極推進智能自助設備在民生服務、社會保障、交通、零售等領域的應用，將智能自助設備產品與解決方案延伸到更廣泛的「無接觸」服務領域，挖掘更廣闊的存量市場。

本集團主要財務指標持續穩健。於2022年6月30日，本集團流動資產合計約人民幣18.54億元，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11.54億元。本集團現金流充沛，依然保持了約2.4較好的流動比率，以及約28.8%的資產負債率。

市場展望

雖然面對供應鏈波動、疫情反覆等挑戰，但是本集團對於業務發展仍然持積極樂觀態度。

第一、全球信用卡市場將繼續保持穩健發展。作為唯一的全球性通用支付工具，信用卡仍將保持較為旺盛的生命力和成長性。全球市場大規模通貨膨脹日益加劇，將客觀刺激信用卡的申領與使用。而在中國市場，中國政府全面啟動第三代社會保障卡推廣應用工作，市場潛力將持續釋放。

第二、全球智能自助設備市場空間進一步擴大。全球人力成本的持續上升將加速銀行自助業務辦理的發展趨勢。在中國市場，5G通信的普及帶動了物聯網、人工智能、雲計算、大數據等技術的深度融合，為智能設備業務發展創造出更大的市場空間。

第三、中國市場的數字貨幣快速發展將帶來新的機遇。2022年上半年，中國數字人民幣試點已經拓展到全國15個省份的23個地區，應用場景日益豐富、試點範圍穩步擴大、服務觸角不斷延伸，相關市場蘊藏巨大潛力。

Management Discussion and Analysis

管理層討論及分析

STRATEGY IMPLEMENTATION

The Group endeavors to maintain its leading competitiveness in technology and actively promotes the digitalization and platform-based strategy.

Firstly, its leading competitiveness in technology will boost the Group's continuous growth. Security is the foundation for the credit card industry and is also the leading technology competitiveness of the Group. The next-generation secure payment embedded software launched by the Group in 2021 successively obtained certification by international authoritative laboratories in the first half of 2022, and applied in a wide range of fields such as finance, social security, communication and electronic licenses and has potential for commercial use in the global market.

Secondly, the digitalization strategy will further enhance the competitiveness of the Group and bolster higher customer loyalty. In 2020, the Group started its digital transformation. At present, several digital systems have been formally deployed, such as "Smart Production", "Digitalized Operation", "Operational Data Governance" and "Digital Process Control", which have effectively improved the Group's operational efficiency and have reduced operating costs. Digitalization will also further enhance higher customer loyalty, and create greater value for our customers.

Thirdly, the Group is devoting itself to exploring new business scenarios though its platform-based strategy and will build its UMV platform to connect diversified participants in the global Fintech industry and to promote the implementation of more collaborative Fintech projects. This will make available competitive products and services to create a digital Fintech business ecosystem with multi-scenario applications and multi-party participation, and drive the ecological innovation of the payment field.

Fourthly, relying on a relatively steady supply chain system in China, the Group will continue to launch high-quality embedded software and secure payment products and innovative A.I. self-service kiosks to the global market. The Group is looking to tap into new markets and customers to achieve revenue growth in global markets.

SUBSEQUENT EVENTS

Subsequent to 30 June 2022 and up to the date of the Interim Report, no material event has occurred.

戰略實施

保持技術領先優勢，積極推進數字化、平台化戰略是本集團堅定的戰略。

第一、核心技術領先優勢是本集團持續成長的動力。應對安全風險、保證支付安全，是信用卡能夠保持強勁生命力的基礎，也是本集團的核心技術領先優勢。本集團於2021年推出的全新一代安全支付嵌入式軟件，於2022年上半年陸續通過國際權威實驗室認證，應用於金融、社保、通訊、證照等廣泛領域，並在全球市場推廣和規模化商用。

第二、數字化戰略的實施將進一步提升本集團競爭力，增強客戶粘合度。本集團於2020年全面開啟了數字化轉型發展之路，目前「智能生產」、「數字化運營」、「經營數據治理」、「數字化流程控制」等多個數字化系統已正式部署，有效提升了本集團運營效率，並降低運營成本，也將進一步增強客戶粘性，為客戶創造更大價值。

第三、平台化戰略將開創本集團新的業務場景。本集團將持續致力於UMV平台建設，緊密連接全球金融科技產業的多元參與者，實現各主體間的高效交互，推進更多金融科技產業融合發展項目落地，向更多產業參與者提供具有競爭力的產品與服務，打造多元場景應用和多方參與的數字化金融科技業務生態，帶動支付領域的生態化創新。

第四、本集團依託中國較為穩定的供應鏈體系，持續向全球市場輸出優質的嵌入式軟件和安全支付產品、創新的智能自助設備等金融科技產品，加強對全球新市場、新客戶更深入的挖掘，實現全球整體市場收入增長。

期後事項

自2022年6月30日至本中期報告發佈之日概無重大事件發生。

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DIVIDENDS

股息

Six months ended 30 June
截至6月30日止之六個月

2022	2021
2022年	2021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		
2021 Final – HK10.0 cents per ordinary share based on 824,691,000 shares (declared on 15 March 2022)	2021年年度末期 – 每股普通股港幣10.0仙，基於824,691,000股（於2022年3月15日宣派）		
(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）)	69,292	67,771
2021 Special – HK4.0 cents per ordinary share based on 824,691,000 shares (declared on 15 March 2022)	2021年年度特別股息 – 每股普通股港幣4.0仙，基於824,691,000股（於2022年3月15日宣派）		
(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）)	27,716	27,084

Subsequent to the end of the Interim Period, the board (the "Board") of directors (the "Directors") does not recommend the payment of interim dividend in respect of the six months ended 30 June 2022 (for the six months ended 30 June 2021: HK2.5 cents (equivalent to approximately RMB2.1 cents)). However, the Company will continue to execute the dividend policy.

本中期後，董事會（以下分別簡稱「董事」及「董事會」）決議不派發中期股息（截至2021年6月30日止之六個月：每股普通股港幣2.5仙（折合約人民幣2.1分）），但公司將會繼續執行既定的分紅政策。

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 2022, the Company has utilised approximately RMB850.9 million for the purposes of production capacity expansion, research and development of innovative product and service, investment in associates and acquisition, market expansion, 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.

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2022年6月30日止，本公司已動用約人民幣850.9百萬元，用於擴充產能、新產品及服務研發、公司合營與收購、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。

SHARE CAPITAL

As at 30 June 2022, details of movements in the share capital of the Group are set out in Note 17 to the condensed consolidated financial information of the Group for the six months ended 30 June 2022 on page 55 of the Interim Report.

SIGNIFICANT INVESTMENTS

The Group had no significant investments for the six months ended 30 June 2022.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group does not have plans for material investments and capital assets during the second half of 2022.

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 2022.

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 2022, the Group's total amount of cash and cash equivalents, fixed bank deposits and pledged bank deposits was approximately RMB1,154.4 million (as at 31 December 2021: approximately RMB1,233.6 million), of which approximately RMB644.0 million (as at 31 December 2021: approximately RMB767.1 million) was denominated in RMB, accounting for approximately 55.8% of the aggregate amount, and approximately RMB510.4 million (as at 31 December 2021: approximately RMB466.5 million) was denominated in USD, HKD and other currencies, accounting for approximately 44.2% of the aggregate amount.

As at 30 June 2022, the carrying amount of the Group's financial assets at FVTPL is nil (as at 31 December 2021: approximately RMB180.2 million).

股本

於2022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2022年6月30日止之六個月之簡明綜合財務資料附註17。

重大投資

本集團於截至2022年6月30日止之六個月內無重大投資。

重大投資或資本資產之未來計劃

於2022年度下半年內，本集團無重大投資或資本資產之未來計劃。

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2022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2022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1,154.4百萬元（於2021年12月31日：約人民幣1,233.6百萬元），其中，人民幣佔比約55.8%，約人民幣644.0百萬元（於2021年12月31日：約人民幣767.1百萬元），美元及港幣等佔比約44.2%，折合約人民幣510.4百萬元（於2021年12月31日：約人民幣466.5百萬元）。

於2022年6月30日，本集團按公允價值計入損益之金融資產的賬面價值為零（於2021年12月31日：約人民幣180.2百萬元）。

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As at 30 June 2022, the Group's total amount of trade receivables was approximately RMB574.0 million (as at 31 December 2021: approximately RMB342.3 million), with an increase by approximately 67.7% compared with that as at 31 December 2021. It is the industry practice that the settlement of trade receivables peaks around the end of year. The protracted pandemic had also caused some settlement delays.

As at 30 June 2022, the Group's total current assets amounted to approximately RMB1,853.7 million (as at 31 December 2021: approximately RMB1,785.2 million), with an increase by approximately 3.8% compared with that as at 31 December 2021.

As at 30 June 2022, the Group's current ratio was approximately 2.4 (as at 31 December 2021: approximately 3.2), representing a high liquidity.

As at 30 June 2022, the Group's bank borrowings amounted to approximately RMB142.6 million (as at 31 December 2021: Nil), of which approximately RMB99.7 million was dominated in RMB, accounting for approximately 69.9% of the aggregated amount, and approximately RMB42.9 million was dominated in HKD for approximately 30.1% of the aggregated amount. All of bank borrowings are unsecured. As at 30 June 2022, the Group's gearing ratio (gearing ratio is equivalent to total liabilities divided by total assets) was 28.8% (as at 31 December 2021: 23.0%).

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. During the six months ended 30 June 2022, the Group did not use any derivative financial instruments to hedge against the volatility associated with foreign currency transactions and other financial assets and liabilities arising in the ordinary course of business. The Group manages its foreign currency risk by closely monitoring the fluctuation of foreign currency rates and will consider hedging significant foreign currency exposure should the need arise.

於2022年6月30日，本集團總應收貨款合計為約人民幣574.0百萬元（於2021年12月31日：約人民幣342.3百萬元），較2021年12月31日增加約67.7%。由於行業性質，本集團應收貨款的回款高峰集中在年末，且因疫情反復，導致部分應收貨款的回款滯後。

於2022年6月30日，本集團流動資產總額約人民幣1,853.7百萬元（於2021年12月31日：約人民幣1,785.2百萬元），較2021年12月31日增加約3.8%。

於2022年6月30日，本集團流動比率為約2.4（於2021年12月31日：約3.2），流動性良好。

於2022年6月30日，本集團銀行借款約人民幣142.6百萬元（於2021年12月31日：無），其中，人民幣佔比約69.9%，約人民幣99.7百萬元，港幣佔比約30.1%，折合約人民幣42.9百萬元，所有銀行借款均無抵押。於2022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28.8%（於2021年12月31日：約23.0%）。

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。於截至2022年6月30日止之六個月，本集團未使用任何衍生金融工具對沖日常業務過程中產生的外幣交易及其他金融資產和負債的波動。本集團通過密切監控外幣匯率的變動來管控其外幣風險並將於有需要時考慮對沖重大外匯風險。

CAPITAL EXPENDITURE

For the six months ended 30 June 2022, the Group's capital expenditure was approximately RMB35.7 million (for the six months ended 30 June 2021: approximately RMB35.5 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 2022 was approximately RMB27.7 million (as at 31 December 2021: approximately RMB33.0 million).

CONTINGENT LIABILITIES

As at 30 June 2022, the Group had no material contingent liabilities.

PLEDGED ASSETS

As at 30 June 2022, bank deposits of approximately RMB222.9 million (as at 31 December 2021: approximately RMB219.2 million) were pledged to secure the bills payables.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the six months ended 30 June 2022, 3,314,000 ordinary shares of the Company purchased by the Company on the Stock Exchange during the year ended 31 December 2021 were canceled in January 2022. Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

In July 2022, 916,000 ordinary shares of the Company were purchased by the Company on the Stock Exchange at an aggregate price of approximately HK\$1,494,000 (equivalent to approximately RMB1,278,000). The shares were acquired at an average price of HK\$1.63 per share, with prices ranging from HK\$1.59 to HK\$1.65. As at the date of the Interim Report, none of the 916,000 shares purchased have been canceled.

資本開支

於截至2022年6月30日止之六個月，本集團資本開支總額約人民幣35.7百萬元（截至2021年6月30日止之六個月：約人民幣35.5百萬元）。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2022年6月30日，本集團的資本承擔總額約人民幣27.7百萬元（於2021年12月31日：約人民幣33.0百萬元）。

或有負債

於2022年6月30日，本集團並無任何重大或有負債。

資產之抵押

於2022年6月30日，約人民幣222.9百萬元之銀行存款（於2021年12月31日：約人民幣219.2百萬元）已作為應付票據之抵押品。

購買、出售或贖回上市證券

於2022年6月30日止之六個月，2022年1月已註銷於2021年12月31日止之年度在香港聯合交易所購買的本公司3,314,000股普通股。除上文所披露者外，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。

於2022年7月，本公司於香港聯合交易所總價約1,494,000港元（折合人民幣約1,278,000元）購買本公司916,000股普通股。每股交易價格在1.59港元至1.65港元之間，平均每股交易價格為1.63港元。截至本報告日期，所購916,000股股份均未註銷。

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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 2022, 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 2021 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 in April 2022.

The Group has complied with all relevant laws and regulations in relation to its business including anti-corruption, health and safety, workplace conditions, employment and the environment in all material aspects during the period ended 30 June 2022. 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 to jointly foster a fair business environment, and provides high quality products and services to its customers to ensure continued and sustainable development.

HUMAN RESOURCES AND REMUNERATION POLICIES

As at 30 June 2022, the Group had a total of 1,631 employees (as at 31 December 2021: 1,624), with an increase of 7 employees as compared to those as at 31 December 2021. For the six months ended 30 June 2022, the staff cost was approximately RMB107.3 million (for the six months ended 30 June 2021: approximately RMB95.0 million).

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2022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。2021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轉載之環境、社會及管治報告指引而編製並已於2022年4月在本公司及聯交所網站刊發。

於截至2022年6月30日止期間，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，包括反貪腐、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，共同營造公平公正的營商環境，並為客戶提供優質產品及服務，以確保可持續發展。

員工及薪酬政策

於2022年6月30日，本集團聘用1,631名（於2021年12月31日為1,624名）員工，較2021年年末增加7人。截至2022年6月30日止之六個月，員工成本合計約人民幣107.3百萬元（截至2021年6月30日止之六個月：約人民幣95.0百萬元）。

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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 pensions and unemployment insurance belong to defined contributions plans. The Group does not have the right to confiscate the contributions, and therefore has no use of the contributions for the six months ended 30 June 2022. 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.

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。繳付的養老保險和失業保險屬於界定供款計劃，本集團並無沒收相關供款的權利，因此於截至2022年6月30日止之六個月亦無動用供款的情形。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
Executive Directors 執行董事		
LU Run Ting 盧閏霆	68	Chairman & Executive Director 主席及執行董事
HOU Ping 侯平	62	Executive Director & Chief Executive Officer 執行董事及首席執行官
LU Runyi 盧潤怡	64	Executive Director & Senior Vice President 執行董事及高級副總裁
WU Siqiang 吳思強	50	Executive Director & Chief Operating Officer 執行董事及首席運營官
LING Wai Lim 盧威廉	35	Executive Director 執行董事
LI Yijin 李易進	52	Executive Director & Chief Audit Executive & Company Secretary 執行董事、審計長及公司秘書
Independent Non-executive Directors 獨立非執行董事		
MAK Wing Sum Alvin 麥永森	69	Independent Non-executive Director 獨立非執行董事
YE Lu 葉淥	59	Independent Non-executive Director 獨立非執行董事
LAI Tung Kwok (Note) 黎棟國(附註)	70	Independent Non-executive Director 獨立非執行董事

Note: Mr. LAI Tung Kwok was appointed as an independent non-executive Director with effect from 17 May 2022.

附註：黎棟國先生自2022年5月17日起獲委任為獨立非執行董事。

NEWLY-ELECTED INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. LAI Tung Kwok (黎棟國), aged 70, is an independent non-executive Director. He joined the Group on 17 May 2022, when he was appointed as an independent non-executive Director.

Mr. LAI was awarded GBS (Golden Bauhinia Star), SBS (Silver Bauhinia Star), IDSM (Immigration Distinguished Service Medals), JP (Justice of the Peace), former Secretary for Security, one of the Hong Kong Delegates of the Chinese People's Political Consultative Conference, and the Executive Vice Chairman of the New People's Party. Mr. LAI joined the Immigration Department as Assistant Immigration Officer in 1973. He was appointed by the Central People's Government as Director of Immigration from 2002 to 2008, by the Chief Executive as Under Secretary of Security from 2009 to 2012 and by the Central People's Government as Secretary of Security from 2012 to 2017. Mr. LAI has been the executive Vice Chairman of the New People's Party since 2018 and has been a Legislative Council member (Election Committee) of the HKSAR since 1 January 2022.

Mr. LAI received Bachelor of Laws (Honours) from University of London in 1989.

新當選獨立非執行董事

黎棟國先生，70歲，獨立非執行董事。他於2022年5月17日加入本集團並獲委任為獨立非執行董事。

黎先生榮獲GBS(金紫荊星章)、SBS(銀紫荊星章)、IDSM(入境事務卓越獎章)、JP(太平紳士)，任香港特別行政區前保安局局長，港區全國政協委員，新民黨常務副主席。黎先生於1973年入職人民入境事務處(回歸後改稱入境事務處)為基層成員，2002至2008年獲中央人民政府委任為入境事務處處長。2009至2012年獲行政長官委任為保安局副局長，2012至2017年獲中央人民政府委任為保安局局長。其任滿後，於2018年加入新民黨，任常務副主席至今，並於2022年1月1日擔任香港特別行政區立法會議員(選舉委員會)。

黎先生1989年於倫敦大學獲得(校外課程)法學士。

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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 2022.

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 2022.

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;

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必不可少的，它能夠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2022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2022年6月30日止之六個月內均遵守標準守則。

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) 在任何一個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%；

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- (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. The period during which an option may be exercised will be determined by the Board in its absolute discretion, except that no option may be exercised more than ten years after it has been granted; and
- (iv) There is no minimum period for which an option granted must be held before it can be exercised except otherwise imposed by the Directors.

For the six months ended 30 June 2022, 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 9.7% 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 (i.e. 4 December 2023).

- (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。購股權行使的期限由董事會全權酌情決定，除非授出後超過十年未行使；及
- (iv) 除非董事會另有規定，否則授出的購股權在行使前，無最短持有期限的限制。

截至2022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9.7%。

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限自採納日起，為期十年(即2023年12月4日)。

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(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.

During the six months ended 30 June 2022, the Trustee did not acquire any ordinary shares of the Company (for the six months ended 30 June 2021: Nil), 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 2021: 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 2021: Nil).

As at 30 June 2022, 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。

截至2022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2021年6月30日止之六個月：無)，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2021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2021年6月30日止之六個月：無)。

於2022年6月30日，受託人持有股份獎勵計劃之8,146,000股。

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. LAI Tung Kwok. The Audit Committee of the Company has reviewed the Interim Report.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2022, the interests of the Directors and Chief Executives in the shares, underlying shares 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 (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules ("Model Code"), were as follows:

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），葉淥女士與黎棟國先生。審核委員會已審閱本中期報告。

董事和最高行政人員於本公司及關聯法團股份，相關股份及債券之權益及淡倉

於2022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、相關股份或債券之權益及淡倉，(a)根據證券及期貨條例第XV部第7及第8分部須告知本公司及證券交易所（包括根據證券及期貨條例該等條文取得或視為擁有的權益及淡倉）；(b)根據證券及期貨條例第352條，須按其中所述記入登記冊；或(c)根據上市規則附錄十所載的《上市發行人董事進行證券交易的標準守則》（「標準守則」）須告知本公司及證券交易所，披露如下：

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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 ⁽¹⁾ 所持證券數目 ⁽¹⁾	Approximate percentage of interest in the Company (%) ⁽⁸⁾ 佔本公司權益概約百分比 ⁽⁸⁾
Mr. LU Run Ting (Chairman) 盧閔霆先生(主席)	Interest of Controlled Corporation ⁽²⁾⁽ⁱ⁾ 受控制法團權益 ⁽²⁾⁽ⁱ⁾	299,759,422 shares (L) 299,759,422股(L)	36.35%
	Beneficial owner ⁽²⁾⁽ⁱⁱ⁾ 受益人 ⁽²⁾⁽ⁱⁱ⁾	1,740,000 shares (L) 1,740,000股(L)	0.21%
Mr. HOU Ping 侯平先生	Beneficial owner ⁽³⁾ 受益人 ⁽³⁾	12,000,000 shares (L) 12,000,000股(L)	1.46%
Mr. LU Runyi 盧潤怡先生	Beneficial owner ⁽⁴⁾ 受益人 ⁽⁴⁾	48,321,000 shares (L) 48,321,000股(L)	5.86%
Mr. WU Siqiang 吳思強先生	Beneficial owner ⁽⁵⁾ 受益人 ⁽⁵⁾	725,004 shares (L) 725,004股(L)	0.09%
Mr. LING Wai Lim 盧威廉先生	Beneficial owner ⁽⁶⁾ 受益人 ⁽⁶⁾	16,000 shares (L) 16,000股(L)	0.002%
Ms. LI Yijin 李易進女士	Beneficial owner ⁽⁷⁾ 受益人 ⁽⁷⁾	2,044,000 shares (L) 2,044,000股(L)	0.25%

(1) The letter "L" denotes the Directors' long position in the shares of the Company or the relevant associated corporation.

(2) Mr. LU Run Ting's interests are consisted of: (i) 299,759,422 shares are held by Goldpac International (Holding) Limited ("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) 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.

(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) 盧閔霆先生之權益包括：(i)金邦達國際(集團)有限公司(「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) 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。

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- (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 were 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。
- (8) As at 30 June 2022, the number of issued shares of the Company was 824,691,000 shares.
- (8) 於2022年6月30日，本公司已發行股份數為824,691,000股。

Save as disclosed above, as at 30 June 2022, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO), which were required: (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she was taken or deemed to have under such provisions of the SFO); (b) pursuant to section 352 of the SFO, to be entered in the register referred to the rein; or (c) pursuant to the Model Code to be notified to the Company and the Stock Exchange.

除上文披露外，於2022年6月30日本公司董事或最高行政人員均無於本公司及其關聯法團股份、相關股份及債券之權益及淡倉(定義見證券及期貨條例第XV部分)，要求：(a)根據證券及期貨條例第XV部第7及第8分部須告知本公司及證券交易所(包括根據證券及期貨條例該等條文取得或視為擁有的權益及淡倉)；(b)根據證券及期貨條例第352條，須按其中所述記入登記冊；或(c)根據標準守則須告知本公司及證券交易所。

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

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES OR UNDERLYING SHARES OF THE COMPANY

As at 30 June 2022, so far as was known to the Directors, the following persons (other than the Directors or chief executive of the Company) and entities had interests or short positions in the Shares and underlying Shares of the Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under section 336 of the SFO:

主要股東於公司股份或相關股份之權益及淡倉

根據《證券及期貨條例》第XV部第2及第3分部須予以披露或根據《證券及期貨條例》第336條須記錄於本公司備存的登記冊內，於2022年6月30日，就董事會所知，以下人士（本公司董事或最高行政人員除外）及實體於本公司股份及相關股份中擁有的權益或淡倉：

Name of Director 董事姓名	Capacity/Nature of Interests 身份／權益性質	Number of securities held ⁽¹⁾ 所持證券數目 ⁽¹⁾	Approximate percentage of interest in the Company (%) ⁽⁵⁾ 佔本公司權益概約百分比 ⁽⁵⁾
GIHL 金邦達國際	Beneficial Owner ⁽²⁾ 受益人 ⁽²⁾	299,759,422 shares (L) 299,759,422股(L)	36.35%
Ms. ZHANG Jian 張健女士	Spouse ⁽³⁾ 配偶 ⁽³⁾	301,499,422 shares (L) 301,499,422股(L)	36.56%
Agende des participations de l'Etat ("APE")	Interest of Controlled Corporation ⁽⁴⁾ 受控制法團權益 ⁽⁴⁾	152,931,181 shares (L) 152,931,181股(L)	18.54%

Notes:

- (1) The letter "L" denotes a person's long position in the shares of the Company.
- (2) The 299,759,422 shares are held by GIHL, which is wholly-owned by Chairman LU.
- (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.
- (5) As at 30 June 2022, the number of issued shares of Company was 824,691,000 shares.

附註：

- (1) 「L」代表有關人士於本公司股份所持的好倉。
- (2) 所披露權益為金邦達國際所持 299,759,422股，而金邦達國際由盧主席全資擁有。
- (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的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。
- (5) 於2022年6月30日，本公司已發行股份數為824,691,000股。

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

Save as disclosed above, as at 30 June 2022, so far as the Directors were aware, no other persons (other than the Directors or chief executive of the Company) or entities had any interests or short positions in the Shares or underlying Shares of the Company, which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under section 336 of the SFO.

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 2022.

CHANGES IN DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION

Since the date of the Company's annual report for the year ended 31 December 2021 and up to the date of the Interim Report, the change in information of Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules is set out below.

1. Mr. YANG Geng retired as an independent non-executive Director with effect from 17 May 2022.
2. Mr. LAI Tung Kwok was appointed as an independent non-executive Director with effect from 17 May 2022.
3. Mr. LING Wai Lim, an executive Director, has been appointed as a director of Goldpac Fintech Hong Kong Limited and SecureTech Holdings Limited, each a subsidiary of the Company, on 6 July 2022 and 22 July 2022, respectively.

Save as disclosed above, there is no other change in the Directors' information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules since date of the 2021 annual report of the Company and up to the date of the Interim Report.

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 2022.

除上文披露外，截至2022年6月30日，據董事會所知，無其他人（本公司董事或最高行政人員除外）及實體，根據《證券及期貨條例》第XV部第2及第3分部須予以披露或根據《證券及期貨條例》第336條須記錄於本公司備存的登記冊內，於本公司股份及相關股份中擁有權益或淡倉。

董事享有權益之合約

於截至2022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2021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，本公司董事資料變更披露如下。

1. 楊廣先生於2022年5月17日辭任獨立非執行董事。
2. 黎棟國先生自2022年5月17日起獲委任為獨立非執行董事。
3. 執行董事盧威廉先生分別於2022年7月6日及7月22日獲委任為本公司之附屬公司金邦達金融科技香港有限公司及 SecureTech Holdings Limited之董事。

除上述披露外，自本公司截至2021年年度報告發佈之日起，至本中期報告發佈之日，無其他根據上市規則第13.51B(1)條規定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2022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

引言

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 2022 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-month period then ended, and notes, comprising significant accounting policies and other explanatory information. 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.

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2022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 and 中期簡明綜合現金流量表，以及附註，包括主要會計政策和其他解釋信息。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。

SCOPE OF REVIEW

審閱範圍

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.

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, 16 August 2022

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，2022年8月16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 2022
截至2022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	
		2022 2022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)
	Notes 附註		
Revenue	4	709,419	619,688
Cost of sales		(521,120)	(430,007)
Gross profit		188,299	189,681
Other income		20,102	24,592
Other gains/(losses) – net		26,889	(4,714)
Research and development costs		(55,068)	(55,344)
Selling and distribution costs		(64,926)	(58,240)
Administrative expenses		(17,541)	(20,089)
(Provision for)/reversal of impairment loss on trade receivables		(2,726)	2,427
Impairment loss on amount due from an associate		(499)	(25)
Finance costs – net		(8,583)	(398)
Profit before income tax	5	85,947	77,890
Income tax expense	6	(7,482)	(9,528)
Profit for the period		78,465	68,362
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		3,510	(792)
Total comprehensive income for the period		81,975	67,570
Profit for the period attributable to:			
Owners of the Company		75,766	69,050
Non-controlling interests		2,699	(688)
		78,465	68,362
Total comprehensive income attributable to:			
Owners of the Company		79,276	68,258
Non-controlling interests		2,699	(688)
		81,975	67,570
Earnings per share (RMB cents)			
– Basic	8	9.3 cents分	8.4 cents分
– Diluted	8	9.3 cents分	8.4 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 2022
於2022年6月30日

			As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	9	436,143	413,365
Right-of-use assets	使用權資產	9	34,562	37,825
Investment property	投資物業	9	52,282	50,997
Deferred tax assets	遞延稅項資產		9,148	7,694
Other receivables	其他應收款		82,498	-
Pledged bank deposits	已抵押銀行存款		215,846	211,916
Fixed bank deposits	銀行定期存款		114,723	102,975
Total non-current assets	非流動資產總額		945,202	824,772
Current assets	流動資產			
Inventories	存貨	11	348,131	286,921
Trade receivables	應收貨款	12	573,977	342,339
Contract assets	合同資產	13	11,172	14,054
Other receivables and prepayments	其他應收和預付款		96,635	43,006
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	20	-	180,205
Pledged bank deposits	已抵押銀行存款		7,058	7,294
Fixed bank deposits	銀行定期存款		546,474	594,630
Cash and cash equivalents	現金及現金等價物		270,281	316,744
Total current assets	流動資產總額		1,853,728	1,785,193
Total assets	資產總額		2,798,930	2,609,965
EQUITY	權益			
Share capital	股本	17	1,192,362	1,192,362
Reserves	儲備		797,570	815,049
Equity attributable to owners of the Company	本公司擁有人應佔權益		1,989,932	2,007,411
Non-controlling interests	非控股權益		2,785	1,194
Total equity	權益總額		1,992,717	2,008,605

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2022
於2022年6月30日

			As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		5,098	7,221
Deferred tax liabilities	遞延稅項負債		29,685	27,453
Total non-current liabilities	非流動負債總額		34,783	34,674
Current liabilities	流動負債			
Trade and bills payables	應付賬款及票據	14	456,374	422,506
Contract liabilities	合同負債		76,013	28,053
Other payables	其他應付款		63,078	87,710
Bank borrowings	銀行借款	15	142,558	-
Lease liabilities	租賃負債		6,665	7,107
Income tax payable	應付所得稅		26,742	21,310
Total current liabilities	流動負債總額		771,430	566,686
Total liabilities	負債總額		806,213	601,360
Total equity and liabilities	權益與負債總額		2,798,930	2,609,965

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 2022
截至2022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 under share award scheme 股份獎勵		Exchange translation reserves 匯兌儲備	Other reserves 其他儲備	Statutory reserves 法定儲備	Retained earnings 未分配利潤	Sub-total 合計	Non-controlling interests 非控股權益	Total 合計
		Share capital 股本	計劃持有股份 RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元 (Note i) (附註i)	RMB'000 人民幣千元 (Note ii) (附註ii)	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
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
At 1 January 2022 (audited)	於2022年1月1日(經審計)	1,192,362	(13,516)	(3,306)	108,440	172,655	550,776	2,007,411	1,194	2,008,605
Profit for the period	期內利潤	-	-	-	-	-	75,766	75,766	2,699	78,465
Other comprehensive income for the period	期內其他全面收入	-	-	3,510	-	-	-	3,510	-	3,510
Total comprehensive income for the period	期內全面收入總額	-	-	3,510	-	-	75,766	79,276	2,699	81,975
Transaction with non-controlling interest	與非控股股東交易	-	-	-	253	-	-	253	(1,108)	(855)
Dividends (Note 7)	股息(附註7)	-	-	-	-	-	(97,008)	(97,008)	-	(97,008)
At 30 June 2022 (unaudited)	於2022年6月30日(未經審計)	1,192,362	(13,516)	204	108,693	172,655	529,534	1,989,932	2,785	1,992,717

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2022
截至2022年6月30日止之六個月

Notes:

- (i) Other reserves represent the aggregate of capitalisation of statutory reserves and retained earnings into capital of subsidiaries, contribution from a shareholder, share of other reserves of associates and amounts arising from transactions with non-controlling interests that do not result in a loss of control.
- (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) 其他儲備指法定儲備資本化和留存收益轉入附屬公司資本、股東出資、聯營公司應佔其他儲備以及與非控制性權益進行交易但不會導致失去控制權的金額的總和。
- (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 2022
截至2022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

2022	2021
2022年	2021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)

Cash flows from operating activities	經營活動產生之現金流量		
Cash used in operations	營運所用現金	(272,562)	(85,269)
Tax paid	已付所得稅	(1,273)	(7,740)
Net cash used in operating activities	經營活動動用之現金淨額	(273,835)	(93,009)
Cash flows from investing activities	投資活動產生之現金流量		
Withdrawals of fixed bank deposits	提取銀行定期存款	408,155	392,988
Redemption of financial assets at FVTPL	贖回按公允價值計入 損益之金融資產	181,467	258,562
Withdrawals of pledged bank deposits	提取已抵押銀行存款	-	50,302
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	(35,652)	(35,489)
Purchase of financial assets at FVTPL	購買按公允價值計入 損益之金融資產	-	(150,000)
Placement of fixed bank deposits	存放銀行定期存款	(374,500)	(247,562)
Interest received	已收利息	4,501	10,963
Increase in amount due from an associate	應收聯營公司款項增加	(499)	-
Net cash generated from investing activities	投資活動產生之現金淨額	183,472	174,764
Cash flows from financing activities	融資活動產生之現金流量		
Proceeds from bank borrowings	提取銀行借款	142,360	-
Repayment of principal portion of leases liabilities	償還租賃負債之本金部分	(2,565)	(2,087)
Repayment of interest portion of leases liabilities	償還租賃負債之利息部分	(322)	(397)
Dividends paid	股利支付	(97,008)	(94,795)
Net cash generated/(used) in financing activities	融資活動產生/(動用)之現金淨額	42,465	(97,279)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(47,898)	(15,524)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	316,744	376,578
Effect of foreign exchange rate changes	匯率變動的影響	1,435	155
Cash and cash equivalents at the end of the period	期末現金及現金等價物	270,281	361,209
Analysis of the balances of cash and cash equivalents	現金及現金等價物結餘分析		
Bank balances and cash	銀行存款及現金	270,281	361,209
Fixed bank deposits which matured within three months	三個月內到期的銀行定期存款	-	-
		270,281	361,209

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 embedded software and secure payment products for smart secure payment and provision of data processing services, digital equipment, system platform, Artificial Intelligence (A.I.) self-service kiosks, and other total solutions 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 an executive director of the Company.

The Group's interim condensed consolidated financial information is presented in Renminbi (**"RMB"**), unless otherwise stated. This interim condensed consolidated financial information was approved for issue by the Board on 16 August 2022.

2 BASIS OF PREPARATION

The interim 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 interim condensed consolidated financial information does not include all the notes of the type normally included in the annual financial statements. Accordingly, the interim condensed consolidated financial information should be read in conjunction with the annual report for the year ended 31 December 2021 and any public announcements made by the Company during the interim reporting period. The interim 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閏霆先生，彼亦是本公司主席及執行董事。

本集團之中期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2022年8月16日批准刊發本中期簡明綜合財務資料。

2 編制基礎

本中期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。中期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，中期簡明綜合財務資料應與截至2021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。中期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。

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

2 BASIS OF PREPARATION (continued)

The financial information relating to the year ended 31 December 2021 that is included in this interim 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 Companies Ordinance (Cap. 622 of the Laws of Hong Kong) ("**Companies Ordinance**") is as follows:

The Company has delivered the financial statements for the year ended 31 December 2021 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.

The preparation of interim condensed consolidated financial 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 interim condensed consolidated 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 2021, 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 編制基礎 (續)

本中期簡明綜合財務資料中載有之關於截至2021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2021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。

編製中期簡明綜合財務資料時，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。

編製此中期簡明綜合財務資料時，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2021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 2021, 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 2022, the Group has adopted the following new and amendments to standards for the first time for accounting periods beginning on 1 January 2022:

Merger Accounting for Common Control Combinations	Amendments to AG 5 (revised)
Property, Plant and Equipment – Proceeds before Intended Use	Amendments to HKAS 16
Onerous contracts – Costs of Fulfilling a Contract	Amendments to HKAS 37
Annual Improvements to HKFRSs 2018 to 2020 cycle	Amendments to HKFRSs
Reference to the Conceptual Framework	Amendments to HKFRS 3

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2021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

於截至2022年6月30日止之六個月，本集團於2022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：

共同控制之合併的會計處理	會計指引第5號之修訂(修訂稿)
物業、廠房及設備—擬定用途之前的所得款虧損合約—履行合約的成本	香港會計準則第16號之修訂
香港財務報告準則2018 - 2020週期年度改進參考概念框架	香港會計準則第37號之修訂
	香港財務報告準則之修訂
	香港財務報告準則第3號之修訂

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 2023 and have not been early adopted by the Group

(b) 已頒佈但尚未於2023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
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
Disclosure of Accounting Policies 會計政策披露	Amendments to HKAS 1 and HKFRS Practice Statement 2 香港會計準則第1號及香港財務報告準則實務聲明2之修訂	1 January 2023 2023年1月1日
Deferred Tax related to Assets and Liabilities arising from a Single Transaction 與單一交易產生的資產和負債相關的遞延稅項	Amendments to HKAS 12 香港會計準則第12號之修訂	1 January 2023 2023年1月1日
Definition of Accounting Estimates 會計估計的定義	Amendments to HKAS 8 香港會計準則第8號之修訂	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 香港財務報告準則第10號及香港會計準則第28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

4 收入及分部資料

The unaudited segment information for the six months ended 30 June 2022 and 2021 by business segment are as follow:

以下為截至2022年及2021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 2022 截至2022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
Types of goods and services	貨物和服務種類			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	464,555	-	464,555
Data processing and services	數據處理及服務	-	102,798	102,798
Digital equipment	數字化設備	-	142,066	142,066
Total	總計	464,555	244,864	709,419
Geographical markets*	地區市場*			
Mainland China	中國內地	375,408	237,657	613,065
Asia Pacific (excluding mainland China)	亞太(除中國內地)	59,928	6,748	66,676
Europe, Middle East and Africa	歐洲、中東和非洲	28,967	459	29,426
Others	其他地區	252	-	252
Total	總計	464,555	244,864	709,419

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 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
Types of goods and services	貨物和服務種類			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	360,823	-	360,823
Data processing and services	數據處理及服務	-	116,123	116,123
Digital equipment	數字化設備	-	142,742	142,742
Total	總計	360,823	258,865	619,688
Geographical markets*	地區市場*			
Mainland China	中國內地	320,443	248,877	569,320
Asia Pacific (excluding Mainland China)	亞太(除中國內地)	38,642	8,749	47,391
Europe, Middle East and Africa	歐洲、中東和非洲	1,550	1,158	2,708
Others	其他地區	188	81	269
Total	總計	360,823	258,865	619,688

* In view of the increase in the proportion of the Group's non-China market revenue in the Group's revenue, in order to accurately reflect the changes in the non-China region's revenue, the Group disclosed the non-China region's revenue in a more detailed classification.

* 鑒於本集團非中國市場區域的收入佔比在本集團收入的提升，為準確反映在非中國區域的收入變化情況，本集團對非中國區域收入進行更為細化的分類披露。

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		Results	
		收入		業績	
		Six months ended 30 June		Six months ended 30 June	
		截至6月30日止之六個月		截至6月30日止之六個月	
		2022	2021	2022	2021
		2022年	2021年	2022年	2021年
		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
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審計)	(未經審計)	(未經審計)	(未經審計)
Sales to external parties of - embedded software and secure payment products	向外部客戶之銷售 - 嵌入式軟件和 安全支付 產品	464,555	360,823	104,541	83,208
- platform and service	- 平台及服務	244,864	258,865	83,758	106,473
		709,419	619,688	188,299	189,681
Other income	其他收入			20,102	24,592
Other gains/(losses) - net	其他收益/ (虧損) - 淨額			26,889	(4,714)
Research and development costs	研發成本			(55,068)	(55,344)
Selling and distribution costs	銷售及分銷成本			(64,926)	(58,240)
Administrative expenses	行政開支			(17,541)	(20,089)
(Provision for)/reversal of impairment loss on trade receivables	應收貨款減值 (虧損)/撥回			(2,726)	2,427
Impairment loss on amount due from an associate	應收聯營公司之 減值虧損			(499)	(25)
Finance costs - net	財務成本 - 淨額			(8,583)	(398)
Profit before income tax	除所得稅前溢利			85,947	77,890

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	
		2022 2022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)
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	5,303	5,276
Retirement benefits scheme contributions	退休福利計劃供款	7,537	5,880
Staff costs	員工成本	107,325	95,004
Cost of inventories sold	存貨成本	440,206	350,913
Government grants (Note i)	政府資助(附註i)	(3,217)	(2,936)
Value-added tax refund (Note i)	增值稅退稅(附註i)	(6,828)	(7,912)
Interest income (Note i)	利息收入(附註i)	(8,722)	(12,875)
Investment income from financial assets at FVTPL (Note 20) (Note ii)	按公允價值計入損益之金融資產投資收入(附註20)(附註ii)	(1,262)	(1,829)
Unrealised gain from financial assets at FVTPL (Note 20) (Note ii)	按公允價值計入損益之金融資產未實現收益(附註20)(附註ii)	-	(407)
Net exchange (gains)/losses, net (Note ii)	匯兌(收益)/虧損, 淨額(附註ii)	(25,627)	6,901
Provision for/(reversal of provision for) inventories	存貨撥備/(撥備撥回)	6,889	(3,469)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	15,864	15,503
Depreciation of right-of-use assets	使用權資產折舊	3,263	3,953
Amortisation of intangible assets	無形資產攤銷	-	1,143

Notes:

- (i) Government grants, value-added tax refund, and interest income are included in "Other income".
- (ii) Unrealised gain from financial assets at FVTPL, investment income from financial assets at FVTPL, and net exchange (gains)/losses, net are included in "Other gains/(losses)-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收益、按公允價值計入損益之金融資產投資收入、匯兌(收益)/虧損, 淨額計入「其他收益(虧損)-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	
		2022 2022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)
Current income tax	即期所得稅項		
Mainland China corporate income tax	中國內地企業所得稅	(3,648)	(2,424)
Hong Kong profits tax	香港利得稅	(3,056)	(3,282)
		(6,704)	(5,706)
Deferred income tax	遞延稅項	(778)	(3,822)
Income tax expense	所得稅費用	(7,482)	(9,528)

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	
		2022 2022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)
2021 Final – HK 10.0 cents per ordinary share based on 824,691,000 shares (declared on 15 March 2022) (2020 Final – HK 10.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021))	2021年年度末期－每股普通股港幣10.0仙，基於824,691,000股（於2022年3月15日宣派）（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）	69,292	67,711
2021 Special – HK 4.0 cents per ordinary share based on 824,691,000 shares (declared on 15 March 2022) (2020 Special – HK 4.0 cents per ordinary share based on 833,561,000 shares (declared on 24 March 2021))	2021年年度特別股息－每股普通股港幣4.0仙，基於824,691,000股（於2022年3月15日宣派）（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）	27,716	27,084

Subsequent to the end of the current interim period, the Board does not recommend the payment of interim dividend in respect of the six months ended 30 June 2022 (for the six months ended 30 June 2021: HK2.5 cents (equivalent to approximately RMB2.1 cents)). However, the Company will continue to execute the dividend policy.

本中期後，董事會決議不派發中期股息（截至2021年6月30日止之六個月：每股普通股港幣2.5仙（折合約人民幣2.1分）），但公司將會繼續執行既定的分紅政策。

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	
		2022 2022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)
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	75,766	69,050

		For the six months ended 30 June 截至6月30日止之六個月	
		2022 2022年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)	2021 2021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)	816,545	825,415

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 2022 and 2021, 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	
		2022 2022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)
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	75,766	69,050

		For the six months ended 30 June 截至6月30日止之六個月	
		2022 2022年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)	2021 2021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)	816,545	825,415

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2022年6月30日以及2021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 RMB35,652,000 (for the six months ended 30 June 2021: RMB35,489,000) and no capital expenditures (for the six months ended 30 June 2021: RMB1,731,000) 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 2021: 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35,652,000元（截至2021年6月30日止之六個月：人民幣35,489,000元）及人民幣0元（截至2021年6月30日止之六個月：人民幣1,731,000元），而投資物業及無形資產並無產生資本開支（截至2021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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021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	2,200
Share of post-acquisition results and reserves	應佔收購之後業績及儲備	1,300	1,300
Impairment loss on interests in an associate	於聯營公司之權益之減值虧損	(3,500)	(3,500)
		-	-

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 2022 2022年6月30日 (unaudited) (未經審計)	31 December 2021 2021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.	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 ii) (附註ii)	19.68% (Note i) (附註i)	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. In November 2021, the court declared the bankruptcy of SCZR but the liquidation process was still in progress as at 31 December 2021. Therefore, according to HKAS 28R ("Investments in Associates and Joint Ventures"), the Group had reclassified the equity investment of SCZR from interest in an associate to FVTPL as the Group had lost significant influence over SCZR. The Group has reviewed and estimated the fair value of its investment in SCZR on a regular basis under the requirement of HKFRS 9. Please refer to Note 20 for more details about the fair value of the equity investment as at 31 December 2021.

Note ii: In June 2022, the bankruptcy administrator announced the distribution plan of SCZR's remaining assets. As of 30 June 2022, the liquidation and deregistration process was still in progress. The Group has reviewed and estimated the fair value of its investment in SCZR on a regular basis under the requirement of HKFRS 9. Please refer to Note 20 for more details about the fair value of the equity investment at 30 June 2022.

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: 2021年2月，法院根據法院令((2020)川0104破4號決定書)委派了兩家外部專業機構擔任四川中軟的清算管理人。四川中軟在破產清算期間的經營管理由破產管理人承擔。當地法院於2021年11月24日宣佈四川中軟破產。截至2021年12月31日，四川中軟的清算工作仍在進行中。因此，根據香港會計準則第28號之修訂(「對聯營公司及合營企業的投資」)，由於本集團已失去對四川中軟的重大影響力，本集團已將四川中軟的股權投資從於聯營公司的權益重新分類為按公允價值計入損益之金融資產。本集團已根據香港財務報告準則第9號的規定，定期覆核及評估四川中軟之公允價值。股權投資於2021年12月31日的公允價值詳見附註20。

附註 ii: 2022年6月，破產管理人宣告了四川中軟剩餘財產分配方案，截止2022年6月30日，該清算註銷流程還未完結。本集團已根據香港財務報告準則第9號的規定，定期覆核及評估四川中軟之公允價值。股權投資於2022年6月30日的公允價值詳見附註20。

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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Raw materials	原材料	240,033	207,034
Work in progress	半成品	1,844	5,369
Finished goods	成品	159,403	120,778
		401,280	333,181
Less: provision	減：減值準備	(53,149)	(46,260)
		348,131	286,921

12 TRADE RECEIVABLES

12 應收貨款

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade receivables	應收貨款	581,812	347,374
Less: provision for impairment loss	減：減值虧損撥備	(7,835)	(5,035)
		573,977	342,339

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

12 TRADE RECEIVABLES (Continued)

The carrying amounts of trade receivables approximate their fair values.

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:

12 應收貨款 (續)

應收貨款的賬面價值接近公允價值。

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：

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021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	378,217	260,511
91-180 days	91-180日	120,693	34,250
181-365 days	181-365日	45,277	33,458
Over 1 year	超過一年	29,790	14,120
		573,977	342,339

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

13 CONTRACT ASSETS

13 合同資產

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021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	1,244	1,986
Digital equipment	數字化設備	9,928	12,068
		11,172	14,054

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。

14 TRADE AND BILLS PAYABLES

14 應付貨款及應付票據

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade payables	應付貨款	300,767	321,963
Bills payables – secured	有抵押應付票據	155,607	100,543
		456,374	422,506

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。

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

14 TRADE AND BILLS PAYABLES (Continued)

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.

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021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	405,711	344,496
91-180 days	91-180日	15,536	76,338
181-365 days	181-365日	33,907	904
Over 1 year	超過一年	1,220	768
		456,374	422,506

14 應付貨款及應付票據(續)

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。

15 BANK BORROWINGS

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Current liabilities	流動負債		
Bank borrowings – unsecured	銀行借款 – 無抵押	142,558	-

15 銀行借款

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

15 BANK BORROWINGS (Continued)

Movement in bank borrowings is as follows:

		RMB'000 人民幣千元
At 1 January 2022 (audited)	於2022年1月1日的期初結餘 (經審計)	-
Proceeds from bank borrowings	銀行借款所得款項	142,461
Currency transaction differences	貨幣換算差額	97
At 30 June 2022 (unaudited)	於2022年6月30日的期末結餘 (未經審計)	142,558

All the bank borrowings are credit loan and the carrying amounts of the bank borrowings are denominated in the following currencies:

銀行借款帳面值按下列貨幣計值：

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
RMB	人民幣	99,683	-
HK\$	港元	42,875	-
		142,558	-

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

16 SHARE-BASED PAYMENT TRANSACTIONS 16 以股份為基礎的支付交易

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.

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 2022 and 31 December 2021, 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 2022, the Trustee did not acquire any ordinary shares of the Company (for the six months ended 30 June 2021: Nil), and no shares were granted to employees under the Share Award Scheme during the period (for the six months ended 30 June 2021: Nil). The Group did not recognise any expense for the six months ended 30 June 2022 in relation to the share awards granted by the Company (for the six months ended 30 June 2021: Nil).

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2022年6月30日以及2021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2022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2021年6月30日止六個月：無)，於期間內未授予僱員股份獎勵計劃之股份(截至2021年6月30日止之六個月：無)。截至2022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2021年6月30日止之六個月：無)。

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

17 SHARE CAPITAL

17 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:	已發行且繳足：		
At 31 December 2021(audited)	2021年12月31日(經審計)	828,005	1,499,498
Shares bought back on-market and cancelled	股票在市場上回購併註銷	(3,314)	-
At 30 June 2022 (unaudited)	2022年6月30日(未經審計)	824,691	1,499,498
			RMB'000 人民幣千元
Shown in the consolidated financial statements as of 31 December 2021 (audited) and condensed consolidated financial information as of 30 June 2022 (unaudited)	顯示於2021年12月31日綜合財務報表(經審計)及於2022年6月30日簡明綜合財務資料(未經審計)		1,192,362

18 CAPITAL COMMITMENTS

18 資本承擔

		As at 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2021 於2021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	27,744	32,962

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

19 RELATED PARTY DISCLOSURES

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

Compensation of key management personnel

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

19 關聯方披露

報告期內，本集團與關聯方無重大交易。

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	
		2022	2021
		2022年	2021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)
Directors' fee	袍金	276	274
Basis salaries and allowances	基本薪金和津貼	4,987	4,962
Retirement benefits scheme contributions	退休福利計劃供款	40	40
		5,303	5,276

20 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).

20 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

20 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)

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 2022: Nil (as at 31 December 2021: RMB180,205,000) 於2022年6月30日： 人民幣零元 (於2021年12月31日： 人民幣180,205,000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。	As at 30 June 2022: not applicable (estimated return ranged from 1.05% to 3.55% at 31 December 2021) 於2022年6月30日：不適用(於2021年12月31日預計收益範圍由1.05%至3.55%)	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 2022: Nil (as at 31 December 2021: Nil) 於2022年6月30日： 人民幣零元 (於2021年12月31日： 人民幣零元)	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。

20 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)

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

20 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

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

		RMB'000 人民幣千元
At 1 January 2021 (audited)	於2021年1月1日(經審計)	256,733
Net gain on financial assets	金融資產淨收益	2,236
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
At 1 January 2022 (audited)	於2022年1月1日(經審計)	180,205
Net gain on financial assets	金融資產淨收益	1,262
Redemption of financial assets	贖回金融資產	(181,467)
At 30 June 2022 (unaudited)	於2022年6月30日(未經審計)	-

There were no transfers into or out of Level 3 between levels of the fair value hierarchy during both periods.

20 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

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 2021 (audited)	於2021年1月1日(經審計)	256,733
Net gain on financial assets	金融資產淨收益	2,236
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
At 1 January 2022 (audited)	於2022年1月1日(經審計)	180,205
Net gain on financial assets	金融資產淨收益	1,262
Redemption of financial assets	贖回金融資產	(181,467)
At 30 June 2022 (unaudited)	於2022年6月30日(未經審計)	-

於兩期內均無其他公允價值等級轉入第3級或由第3級轉出。

Notes to the Condensed Consolidated Financial Information

簡明綜合財務資料附註

20 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 total gains or losses for the six months included a realised gain of RMB1,262,000 and no unrealised gain relating to financial assets that are measured at fair value at the end of each reporting period (for the six months ended 30 June 2021: a realised gain of RMB1,829,000 and an unrealised gain of RMB407,000). Such fair value gains are included in "other gains/(losses) – net".

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 interim condensed consolidated financial information approximate their fair values at the end of each reporting period.

20 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)

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1,262,000元及未實現收益人民幣0元(截至2021年6月30日止之六個月:已實現收益人民幣1,829,000元及未實現收益人民幣407,000元)。該公允價值變動產生的收益計入「其他收益／(虧損)－淨額」。

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，本集團以被投資方單位的財務報表為基礎，採用資產估值法計算非上市股權(「四川中軟」)的公允價值。

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示於中期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