



Link-Asia International MedTech Group Limited 環亞國際醫療科技集團有限公司

(formerly known as Link-Asia International Co. Ltd.)
(前稱環亞國際實業有限公司)

(incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立的有限公司)
(Stock Code 股份代號 : 1143)

The background of the cover features a complex, abstract graphic design. It consists of various overlapping elements: concentric circles in shades of blue and green, diagonal lines in blue, green, and orange, and several molecular or network-like structures composed of blue and green spheres connected by thin lines. The overall aesthetic is clean, modern, and tech-oriented.

2022
INTERIM REPORT
中期報告



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Corporate Information

公司資料

EXECUTIVE DIRECTORS

Mr. Lin Dailian (*Chairman*)
Mr. Wang Guozhen
Mr. Duan Chuanhong (resigned on 13 July 2022)
Ms. Lin Xiaoshan (appointed on 4 March 2022)
Mr. Xia Xiaobing (resigned on 4 March 2022)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Li Huiwu
Mr. Yang Weidong
Mr. Chak Chi Shing

COMPANY SECRETARY

Ms. Tam Mei Chu

REGISTERED OFFICE

Windward 3,
Regatta Office Park,
PO Box 1350,
Grand Cayman,
KY1-1108,
Cayman Islands

HONG KONG OFFICE

Suites 3501 & 3513-14
35th Floor, Tower 6
The Gateway, Harbour City
Tsim Sha Tsui, Kowloon
Hong Kong

MAINLAND OFFICE

No. 15 North Guangcong Commercial Street
First Industrial Zone
Zhuliao Town, Baiyun District
Guangzhou
Guangdong Province
PRC

PRINCIPAL BANKERS

Standard Chartered Bank (Hong Kong) Limited
The Hongkong and Shanghai Banking Corporation Limited
Nanyang Commercial Bank Limited

執行董事

林代聯先生(主席)
王國鎮先生
段川紅先生(於二零二二年七月十三日辭任)
林曉珊女士(於二零二二年三月四日獲委任)
夏小兵先生(於二零二二年三月四日辭任)

獨立非執行董事

李慧武先生
楊偉東先生
翟志勝先生

公司秘書

譚美珠女士

註冊辦事處

Windward 3,
Regatta Office Park,
PO Box 1350,
Grand Cayman,
KY1-1108,
Cayman Islands

香港辦事處

香港
九龍尖沙咀
海港城港威大廈
第6座35樓
3501 & 3513-14室

內地辦事處

中國
廣東省
廣州
白雲區竹料鎮
第一工業區
廣從商業北街15號

主要往來銀行

渣打銀行(香港)有限公司
香港上海滙豐銀行有限公司
南洋商業銀行有限公司

Management Discussion and Analysis

管理層討論及分析

BUSINESS OVERVIEW

During the six months ended 30 June 2022, the outbreak of Omicron has caused the most severe infections spread since COVID-19 pandemic first emerged, both our Hong Kong and PRC operations were affected by the implementation of related prevention control and quarantine measures across the country. Moreover, the Shanghai office had been closed for nearly two months and the management arranged the Hong Kong office had been work from home for three months and work in shifts until now to reduce the transmission risk. As a result, some of the Group's undergoing projects were postponed or growth slowly.

During the six months ended 30 June 2022, the revenue decreased by approximately 13.2% from approximately HK\$324.8 million for the period ended 30 June 2021 to approximately HK\$281.9 for the period ended 30 June 2022.

As the uncertain global economic environment, the Board and management of the Company strive to develop the existing core business and explore new business prudently to maintain the Group in a good financial position.

As at 30 June 2022, the Group maintained a solid financial position with bank and cash balances totaling approximately HK\$190.0 million (as at 31 December 2021: 145.6 million).

Review of Operations

The EMS and Distribution of Communication Products

The revenue from EMS business decreased by 9.4% to HK\$270.1 million (2021: HK\$298.0 million), whereas the revenue from Distribution of Communications Products business decreased by 64.0% to HK\$8.6 million (2021: HK\$23.9 million).

Real Estate Supply Chain Services

The Real Estate Supply Chain Services business continued to be negatively affected by stringent travel restrictions and border closures being implemented since March 2020. It reported segment revenue of approximately HK\$3.3 million, as compared to approximately HK\$2.6 million for the prior period.

Securities and Other Assets Investment

The Securities and Other Assets Investment business contributed segment revenue of approximately HK\$20,000 (2021: HK\$0.3 million) for the six months ended 30 June 2022, which is principally derived from rental income.

業務回顧

截至二零二二年六月三十日止六個月，Omicron的爆發已造成自COVID-19疫情首次出現以來最嚴重的感染傳播，我們在香港及中國的業務均受到全國相關防控檢疫措施的影響。此外，上海辦事處關閉近兩個月，管理層安排香港辦事處居家工作三個月並輪班工作至今以降低傳播風險。因此，本集團部分正在進行的項目延期或發展緩慢。

截至二零二二年六月三十日止六個月，收入由截至二零二一年六月三十日止期間約324,800,000港元減少約13.2%至二零二二年六月三十日止期間約281,900,000港元。

由於不確定的全球經濟環境，本公司董事會及管理層致力於發展本集團現有核心業務，探索新的業務，謹慎維持本集團良好的財務狀況。

於二零二二年六月三十日，本集團維持穩健財務狀況，銀行及現金結餘總計約為190,000,000港元（二零二一年十二月三十一日：145,600,000港元）。

營運回顧

電子製造服務及分銷通訊產品

電子製造服務的收入減少9.4%至270,100,000港元（二零二一年：298,000,000港元），而分銷通訊產品的收入減少64.0%至8,600,000港元（二零二一年：23,900,000港元）。

房地產供應鏈服務

房地產供應鏈服務業務繼續受到自二零二零年三月以來實施的嚴格旅行限制及邊境關閉的負面影響。此業務呈報分部收入約3,300,000港元，而上一期間約為2,600,000港元。

證券及其他資產投資

截至二零二二年六月三十日止六個月，證券及其他資產投資業務貢獻分部收入約20,000港元（二零二一年：300,000港元），主要來自租金收入。

Management Discussion and Analysis

管理層討論及分析

Geographical Analysis

Revenue contributions from the major European countries (the United Kingdom, Switzerland, France and Belgium) totalled approximately HK\$131.1 million (2021: HK\$164.4 million), and accounted for 46.5% of the Group's total turnover for the six months ended 30 June 2022 (2021: 50.6%). The United States ("US") market contribution approximately HK\$47.1 million (2021: HK\$34.3 million) in revenue and accounted for 16.7% of total revenue (2021: 10.6%). The People's Republic of China, including Hong Kong (the "PRC") and other countries accounted for approximately HK\$26.8 million (2021: HK\$37.7 million) and HK\$76.9 million (2021: HK\$88.4 million), respectively.

FINANCIAL HIGHLIGHTS

Revenue

For the period ended 30 June 2022, the Group recorded total revenue of HK\$281.9 million (2021: HK\$324.8 million).

Cost of sales

Cost of sales decreased by approximately 8.4% from approximately HK\$254.2 million for the period ended 30 June 2021 to approximately HK\$232.8 million for the period ended 30 June 2022 despite the overall revenue dropped by approximately 13.2% giving a gap of approximately 4.8%. The increase in material cost price level resulting from supply chain chaos and trade disputes between China and USA are considered to be the cause of the gap.

Gross Profit

Gross profit decreased by approximately 30.4% from approximately HK\$70.6 million for the six months ended 30 June 2021 to approximately HK\$49.1 million for the six months ended 30 June 2022. The reason for such decrease is mainly due to the fall in overall revenue and the increase in material cost increase starting from the end of year 2021.

Other income

Other income increased by approximately HK\$6.8 million to approximately HK\$12.2 million for the six months ended 30 June 2022 (2021: HK\$5.4 million). The major components of the other income were i) recognition of overprovision of the RCA license fee payable of approximately HK\$5.8 million; ii) interest income of HK\$0.4 million; iii) government subsidies (the "ESS") in Hong Kong and government subsidies in China of approximately HK\$1.4 million.

地區分析

主要歐洲國家(英國、瑞士、法國及比利時)的收入總計約為131,100,000港元(二零二一年: 164,400,000港元), 佔本集團截至二零二二年六月三十日止六個月總收入的46.5%(二零二一年: 50.6%)。美國市場貢獻收入約47,100,000港元(二零二一年: 34,300,000港元), 佔總收入的16.7%(二零二一年: 10.6%)。中華人民共和國(「中國」, 包括香港)及其他國家的收入分別約為26,800,000港元(二零二一年: 37,700,000港元)及76,900,000港元(二零二一年: 88,400,000港元)。

財務摘要

收入

截至二零二二年六月三十日止期間, 本集團總收入為281,900,000港元(二零二一年: 324,800,000港元)。

銷售成本

銷售成本由截至二零二一年六月三十日止期間約254,200,000港元減少約8.4%至截至二零二二年六月三十日止期間約232,800,000港元, 儘管整體收入減少約13.2%, 相差約4.8%。供應鏈混亂及中美貿易爭端導致材料成本價格水平上升, 被視為導致該差距的原因。

毛利

毛利由截至二零二一年六月三十日止六個月的約70,600,000港元減少約30.4%至截至二零二二年六月三十日止六個月的約49,100,000港元, 主要是由於自二零二一年末起整體收入減少及材料成本增加。

其他收入

其他收入增加約12,200,000港元至截至二零二二年六月三十日止六個月的約6,800,000港元(二零二一年: 5,400,000港元)。其他收入主要包括i) 確認應付RCA特許權費用超額撥備約5,800,000港元; ii) 利息收入400,000港元; iii) 香港政府資助(「ESS」)約600,000港元及中國政府補助約1,400,000港元。

Management Discussion and Analysis

管理層討論及分析

Other gains and losses

Other net gains of approximately HK\$4.5 million in 2022 (2021: net gains of approximately HK\$0.5 million) was primarily contributed by net foreign exchange gain and gain on disposal of a subsidiary.

Impairment losses

The overall impairment losses decreased by approximately HK\$8.5 million for the six months ended 30 June 2022. The decrease was mainly due to the decrease in impairment losses on trade receivables and loans to other parties of approximately HK\$12.0 million, offsetting by decrease in reversal of impairment loss on trade receivables by approximately HK\$0.5 million and reversal of impairment losses on loans to other parties by approximately HK\$3.1 million.

Selling and distribution expenses

Selling and distribution expenses of approximately HK\$14.7 million (2021: HK\$16.9 million) accounted for approximately 5.2% of the Group's revenue. The decrease are mainly caused by the decrease in staff cost.

Administrative expenses

Administrative expense of approximately HK\$53.4 million (2021: HK\$71.7 million) accounted for approximately 18.9% in 2022 and 22.1% in 2021 of the Group's revenue, respectively. The administrative expenses included staff costs, directors' remuneration, operating lease charges and other administrative costs. The decrease are mainly caused by the decrease in staff cost and testing expenses.

Other operating expenses

Other operating expenses of approximately HK\$7.3 million in 2022 (2021: 7.6 million). The other operating expenses mainly included research and development expenses which remained stable as compared to prior period.

Finance costs

The Group's finance costs were approximately HK\$1.7 million in 2022 and HK\$1.8 million in 2021, represented approximately 0.6% and 0.6% of the revenue in 2022 and 2021, respectively. The finance costs remained stable as compared to last period.

其他收益及虧損

二零二二年其他收益淨額約為4,500,000港元(二零二一年：收益淨額約500,000港元)，是由於匯兌收益淨額及出售一間附屬公司之收益所致。

減值虧損

截至二零二二年六月三十日止六個月的整體減值虧損減少約8,500,000港元。該減少乃主要由於應收貿易賬款及向其他人士貸款減值虧損減少約12,000,000港元，被應收貿易賬款減值虧損撥回減少約500,000港元及向其他人士貸款減值虧損撥回減少約3,100,000港元。

銷售及分銷開支

銷售及分銷開支約14,700,000港元(二零二一年：16,900,000港元)佔本集團收入約5.2%。減少主要是由於員工成本減少。

行政費用

行政費用約53,400,000港元(二零二一年：71,700,000港元)分別佔本集團於二零二二年及二零二一年收入約18.9%及22.1%。行政費用包括員工成本、董事酬金、經營租賃費用及其他行政成本。該減少主要是由於員工成本及測試開支減少。

其他經營費用

於二零二二年其他經營費用約為7,300,000港元(二零二一年：7,600,000港元)。其他經營費用主要包括研發開支，該費用相較於上一期間保持穩定。

融資成本

本集團於二零二二年及二零二一年之融資成本分別約為1,700,000港元及1,800,000港元，分別佔二零二二年及二零二一年收入的約0.6%及0.6%。融資成本相較於上一期間保持穩定。

Management Discussion and Analysis

管理層討論及分析

Income tax expenses

The Group's income tax expense represents amounts of income tax paid by the Group, at the applicable tax rate in accordance with the relevant laws and regulations in Hong Kong, the PRC and the U.S.A..

The Group's effective income tax rates for the periods ended 30 June 2022 and 2021, was approximately -17.3% and -6.9%, respectively.

Loss for the period attributable to owners of the Company

The loss attributed to owners of the Company was approximately HK\$13.5 million for the period ended 30 June 2022 (2021: HK\$32.0 million). The Group's net loss margin attributable to owners of the Company for the period ended 30 June 2022 was approximately -4.8% (2021: -9.9%).

LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its operations and capital expenditure by internally generated cashflows and borrowings.

The Group's current ratio remains in a healthy position at 2.1 times (31 December 2021: 2.0 times). As at 30 June 2022, the cash and cash equivalents amounted to approximately HK\$190.0 million, representing an increase of approximately HK\$44.4 million from 31 December 2021.

As at 30 June 2022, the Group had total borrowings of HK\$14.6 million (31 December 2021: HK\$0.6 million).

The gearing ratio of the Group was 41.3% as at 30 June 2022 (31 December 2021: 46.0%), which is calculated based on the Group's total liabilities divided by its total assets. Taking into account of liquid assets on hand, the Group has sufficient financial resources to meet its ongoing operational requirements.

所得稅開支

本集團所得稅開支指本集團根據香港、中國及美國之相關法律及條例的適用稅率已付之所得稅款項。

本集團於截至二零二二年及二零二一年六月三十日止期間之實際所得稅稅率分別約為-17.3%及-6.9%。

本公司擁有人應佔期內虧損

截至二零二二年六月三十日止期間，本公司擁有人應佔虧損約為13,500,000港元（二零二一年：32,000,000港元）。截至二零二二年六月三十日止期間，本公司擁有人應佔本集團淨虧損率約為-4.8%（二零二一年：-9.9%）。

流動資金及財務資源

本集團一般透過內部所產生之現金流及借貸為其經營及資本開支提供資金。

本集團之流動比率維持穩健，達2.1倍（二零二一年十二月三十一日：2.0倍）。於二零二二年六月三十日，現金及現金等價物約為190,000,000港元，較二零二一年十二月三十一日增加約44,400,000港元。

於二零二二年六月三十日，本集團總借貸為14,600,000港元（二零二一年十二月三十一日：600,000港元）。

於二零二二年六月三十日，本集團資本負債比率為41.3%（二零二一年十二月三十一日：46.0%），乃按本集團總負債除以其總資產為計算基準。經考慮手頭流動資產，本集團有足夠財務資源應付其持續營運需要。

Management Discussion and Analysis

管理層討論及分析

CAPITAL STRUCTURE

As at 30 June 2022, the total number of issued shares of the Company is 1,207,691,855 with a nominal value of HK\$0.02 each (31 December 2021: 924,363,855 shares with a nominal value of HK\$0.02 each).

On 10 June 2022, an aggregate of 230,000,000 new shares have been duly allotted and issued as fully paid to Mr. Sy Ming Yiu (the “Assignor”) at the issue price of HK\$0.164 per consideration share under the specific mandate granted by shareholders at the extraordinary general meeting (the “EGM”) held on 31 May 2022. For details, please refer to the announcements of the Company dated 18 January 2022 and 10 June 2022 and the circular dated 13 May 2022.

EXCHANGE RISK EXPOSURE

The majority of the Group’s sales and purchases are denominated in US dollars, RMB and Euro. Due to the fact that the Hong Kong dollar is pegged to the US dollars, the Group’s exposure to this foreign exchange risk is low. The RMB is not freely convertible into other foreign currencies and conversion of the RMB into foreign currencies is subject to rules and regulations of foreign exchange control promulgated by the PRC government. As at 30 June 2022, the Group does not have a foreign currency hedging policy in respect of its foreign currency assets and liabilities. The Group had no investment in any financial derivatives, foreign exchange contracts, interest or currency swaps, hedging or other financial arrangement for hedging purpose to reduce any currency risk nor made any over-the-counter contingent forward transactions. The Group will closely monitor its foreign currency exposure and will consider using hedging instruments in respect of significant foreign currency exposure as and when appropriate.

CAPITAL EXPENDITURE AND COMMITMENTS

Capital expenditure for the period ended 30 June 2022 amounted to approximately HK\$3.6 million and the capital commitments as at 30 June 2022 amounted to approximately HK\$0.8 million. Both the capital expenditure and capital commitments were mainly related to the acquisition of plant and machinery to cope with the requirement of the EMS operation.

資本結構

於二零二二年六月三十日，本公司已發行股份總數為1,207,691,855股，每股面值為0.02港元（二零二一年十二月三十一日：924,363,855股，每股面值為0.02港元）。

於二零二二年六月十日，根據股東於二零二二年五月三十一日舉行的股東特別大會（「股東特別大會」）上授出的特別授權，合共230,000,000股新股份已按發行價每股合併股份0.164港元正式足額配發及發行予施明耀先生（「轉讓人」）。有關詳情請參閱本公司日期為二零二二年一月十八日及二零二二年六月十日的公告以及二零二二年五月十三日的通函。

外匯風險

本集團的大部分銷售及採購均以美元、人民幣及歐元計值。由於港元與美元掛鈎，本集團面臨的該外匯風險較低。人民幣不能自由兌換成其他外幣，且將人民幣兌換成其他外幣須遵守中國政府頒佈之外匯管制之規則及法規。於二零二二年六月三十日，本集團並無就其外幣資產及負債實施外匯對沖政策。本集團並無投資於任何金融衍生工具、外匯合約、利率或貨幣掉期、對沖或其他財務安排作對沖用途以減少任何貨幣風險，及並無進行任何場外或然遠期交易。本集團將緊密監察其外匯風險並考慮適時就重大外匯風險使用對沖工具。

資本開支及承擔

截至二零二二年六月三十日止期間之資本開支約為3,600,000港元及於二零二二年六月三十日之資本承擔為約800,000港元。資本開支及資本承擔主要與收購廠房及機器有關，以迎合電子製造服務業務之需要。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL GUARANTEE CONTRACT

As at 30 June 2022 and 31 December 2021, the Group had an outstanding guarantee (“the Guarantee”) with one of the suppliers of an overseas subsidiary (the “Disposed Subsidiary”), which was disposed on 7 October 2015, for payment in relation to a sum of USD2.6 million (equivalent to approximately HK\$20.3 million), which represents a trade balance under dispute between the Disposed Subsidiary and the supplier. The supplier subsequently sold the trade balance to a third party.

During 2017, the Disposed Subsidiary agreed with the third party for a final settlement by instalment of USD650,000 (equivalent to approximately HK\$5.1 million). In this regards, as at 30 June 2022 and 31 December 2021, the Group had an outstanding guarantee of the sum limited to USD650,000 subject to the full payment of the final settlement effected by the Disposed Subsidiary.

The Disposed Subsidiary had issued a counter guarantee to indemnify the Group for any loss in relation to the Guarantee. The management of the Group after taking legal advice are of the opinion that it is very highly unlikely that liabilities will be brought against the Group on the above matter.

CONTINGENT LIABILITIES

As at 30 June 2022, the Group did not have any significant contingent liabilities.

PLEDGE OF ASSETS

As at 30 June 2022, the Group had no pledged assets.

SIGNIFICANT INVESTMENTS

The Group did not have any significant investments held as at 30 June 2022 (31 December 2021: HK\$1.2 million).

EVENTS AFTER THE REPORTING PERIOD

As at the date of this report, there were no important events after the reporting period which have material effect on the Group.

財務擔保合約

於二零二二年六月三十日及二零二一年十二月三十一日，本集團對已於二零一五年十月七日出售之海外附屬公司（「已出售附屬公司」）之其中一名供應商有未結擔保（「該擔保」），其有關支付2,600,000美元（相當於約20,300,000港元）之款項，此乃已出售附屬公司與該供應商之爭議貿易結餘。隨後供應商已出售貿易結餘予第三方。

於二零一七年，已出售附屬公司已與該第三方達成最終和解，分期付款650,000美元（相當於約5,100,000港元）。就此而言，於二零二二年六月三十日及二零二一年十二月三十一日，本集團擁有尚未償付擔保金額限於650,000美元，視乎已出售附屬公司悉數支付的最終和解款項而定。

已出售附屬公司已向本集團發出反擔保，以就該擔保之任何損失為本集團提供彌償保證。本集團管理層於接獲法律意見後認為本集團極不可能因前述事項而承擔負債。

或然負債

於二零二二年六月三十日，本集團並無任何重大或然負債。

資產抵押

於二零二二年六月三十日，本集團並無資產抵押。

重大投資

於二零二二年六月三十日，本集團並無任何重大投資（二零二一年十二月三十一日：1,200,000港元）。

報告期後事項

截至本報告日期，報告期後並無對本集團有重大影響的重要事項。

Management Discussion and Analysis

管理層討論及分析

USE OF PROCEEDS

Fund Raising Activity of the Company in the Past Twelve Months

Set out below is the summary of equity fund raising activity of the Company during the past twelve months immediately preceding the date of this report:

所得款項用途

本公司過去十二個月的集資活動

下文載列本公司於緊接本報告日期前過去十二個月的股權集資活動概要：

Date of announcement	Fund raising activity	Net proceeds (approximately)	Intended use of net proceeds	Actual use of net proceeds as 30 June 2022
公告日期	集資活動	所得款項淨額 (概約)	所得款項淨額擬定用途	於二零二二年六月三十日所得款項淨額實際用途
29 January 2020, 3 February 2020, and 19 February 2020	Placing of new shares under general mandate	HK\$41.4 million 41,400,000 港元	i) approximately HK\$18.0 million for the Group's existing electronic products and the related supply chain service business;	i) approximately HK\$4.8 million was used for the Group's existing electronic products and the related supply chain service business;
二零二零年一月二十九日、二零二零年二月三日及二零二零年二月十九日	根據一般授權配售新股份		ii) 約18,000,000港元用於本集團現有電子產品及相關供應鏈服務業務；	i) 約4,800,000港元用於本集團現有電子產品及相關供應鏈服務業務；
			ii) approximately HK\$17.0 million for the Group's real estate sale supply chain service business;	ii) approximately HK\$6.5 million was used for the Group's real estate sale supply chain service business; and
			ii) 約17,000,000港元用於本集團的房地產銷售供應鏈服務業務；	ii) 約6,500,000港元用於本集團的房地產銷售供應鏈服務業務；及
			iii) approximately HK\$6.4 million for general working capital of the Group.	iii) approximately HK\$30.1 million was used for general working capital of the Group. (Notes 1 and 2)
			iii) 約6,400,000港元用作本集團的一般營運資金。	iii) 約30,100,000港元用作本集團的一般營運資金。(附註1及2)

Management Discussion and Analysis

管理層討論及分析

Date of announcement 公告日期	Fund raising activity 集資活動	Net proceeds (approximately) 所得款項淨額 (概約)	Intended use of net proceeds 所得款項淨額擬定用途	Actual use of net proceeds as 30 June 2022 於二零二二年六月三十日 所得款項淨額實際用途
30 December 2020, and 11 January 2021 二零二零年 十二月三十日及 二零二一年一月十一日	Placing of new Shares under refreshed general mandate 根據經更新一般授權 配售新股份	HK\$29.2 million 29,200,000 港元	General working capital of the Group 本集團的一般營運資金	Approximately HK\$29.2 million was used for general working capital of the Group 約29,200,000港元用作本集團的 一般營運資金
15 June 2021 and 30 June 2021 二零二一年 六月十五日及 二零二一年六月三十日	Placing of new shares under general mandate 根據一般授權配售新股份	HK\$22.21 million 22,210,000 港元	<ul style="list-style-type: none"> i) approximately HK\$10 million for developing the Group's assisted reproduction medical technology business, and i) 約10,000,000港元用於發展本集團的輔助生殖醫療科技業務，及 ii) approximately HK\$12.21 million for general working capital of the Group. ii) 約12,210,000港元用作本集團的一般營運資金。 	<ul style="list-style-type: none"> Approximately HK\$5.9 million was used for developing the Group's assisted reproduction medical technology business 約5,900,000港元用作發展本集團的輔助生殖醫療科技業務 Approximately HK\$12.2 million was used for general working capital 約12,200,000港元用作一般營運資金

Management Discussion and Analysis

管理層討論及分析

Date of announcement	Fund raising activity	Net proceeds (approximately)	Intended use of net proceeds	Actual use of net proceeds as 30 June 2022
公告日期	集資活動	所得款項淨額 (概約)	所得款項淨額擬定用途	於二零二二年六月三十日所得款項淨額實際用途
15 October 2021, 1 November 2021 and 22 November 2021 二零二一年十月十五日、二零二一年十一月一日及二零二一年十一月二十二日	Rights issue on the basis of one (1) rights share for every two (2) existing shares held on the record date 按於記錄日期每持有兩(2)股現有股份獲發一(1)股供股股份的基準進行供股	HK\$58.7 million 58,700,000 港元	Approximately (i) HK\$34.2 million for the expansion of the Group's product range under the EMS and Distribution Products Businesses; (ii) HK\$17.1 million for the funding of potential merger and acquisition opportunities of assisted reproductive services-licensed providers located in regions in the PRC; and (iii) HK\$7.4 million for general corporate and working capital purposes. 約 (i) 34,200,000 港元用於擴展本集團在電子製造服務及分銷產品業務下之產品系列；(ii) 17,100,000 港元用於提供資金抓緊中國多個地區持牌輔助生殖服務提供者之潛在併購機遇；及 (iii) 7,400,000 港元用作一般企業及營運資金用途。	Approximately (i) HK\$25.4 million was utilized for the expansion of the Group's product range under the EMS and Distribution Products Businesses; (ii) the remaining net proceeds of approximately HK\$17.1 million for the funding of potential merger and acquisition opportunities of assisted reproductive services-licensed providers located in regions in the PRC has not been utilized as at the date of this report; and (iii) HK\$7.4 million was utilised for general corporate and working capital purposes. 約 (i) 25,400,000 港元用於擴展本集團在電子製造服務及分銷產品業務下之產品系列；(ii) 用於提供資金抓緊中國多個地區持牌輔助生殖服務提供者之潛在併購機遇之餘下所得款項淨額 17,100,000 港元於報告日期尚未動用；及 (iii) 7,400,000 港元用作一般企業及營運資金用途。

Notes:

- On 30 December 2020, the Board has resolved to assign the unutilised net proceeds of approximately HK\$10.5 million from the development of real estate sale supply chain service business in Southeast Asia and Pan Asia to the general working capital of the Group. Details can be found in the announcement published on 30 December 2020.
- On 15 June 2021, the Board resolved to further change the unutilised Original Net Proceeds of HK\$13.2 million, which was originally allocated for the Group's electronic manufacturing services business, to the general working capital of the Group. Details can be found in the announcement published on 15 June 2021.

The remaining unutilised net proceeds as at 30 June 2022 of approximately HK\$30.0 million is estimated to be fully utilised according to the intentions in the next six months.

附註：

- 於二零二零年十二月三十日，董事會議決將未動用所得款項淨額約 10,500,000 港元由發展於東南亞及泛亞地區的房地產銷售供應鏈服務業務更改用作本集團一般營運資金。詳情參閱於二零二零年十二月三十日刊發的公告。
- 於二零二一年六月十五日，董事會議決進一步更改未動用的原始所得款項淨額約 13,200,000 港元，其原定分配用於本集團的電子製造服務業務，現更改用作本集團一般營運資金。詳情參閱於二零二一年六月十五日刊發的公告。

於二零二二年六月三十日的餘下未動用所得款項淨額約 30,000,000 港元估計將於未來六個月按擬定用途悉數動用。

Management Discussion and Analysis

管理層討論及分析

HUMAN RESOURCES

As at 30 June 2022, the Group had approximately 1,077 employees in various operating units in Hong Kong, U.S.A. and the PRC. In order to attract and retain high quality talents to ensure smooth operation and cater for the Group's constant expansion, it offers competitive remuneration packages, with reference to market conditions and individual qualifications and experience.

There is 30,982,791 outstanding share option as at 30 June 2022 under the New Share Option Scheme. In addition, 53,328,000 share options was granted to certain employees of the Group, 53,328,000 share option was exercised, 5,333,092 share options were lapsed and no share option was cancelled during the period ended 30 June 2022.

PROSPECTS

Since January 2020, the outbreak of the COVID-19 pandemic has continued to adversely affect the global economic environment. The global impact of COVID-19 will trigger profound changes in the international landscape, world order, global supply chains and China's economic, trade and industrial layout. When the pandemic is over, countries around the world will make adjustments to their global supply chains with long-term, strategic implications.

With the China's liberalization of fertility policies, encourage people to have three children. The Group remains a positive attitude towards the high-end medical and health service business in the coming years. However, in view of the uncertainty economic environment affected by mutant strains such as Delta and Omicron in these few months, the Group will develop the assisted reproductive industry prudently and will continue to pay attention to new medical business development opportunities in the 2nd half year of 2022.

In the future, the Group will continuously focus on the business of EMS and Distribution of Communication Products segment to get steady cash flow. The Group will stay alert to the development and situation of the COVID-19 pandemic. The Group will also continue to closely monitor the market conditions and adjust the Group's business strategies to cope with the fluctuations in the transaction value derived from its merchant network as well as to explore and identify any other potential investment opportunities from time to time.

人力資源

於二零二二年六月三十日，本集團位於香港、美國及中國各個營運單位合共僱用約1,077名僱員。為招攬及延挽優質精英，以確保營運順暢及應付本集團持續拓展需要，本集團參照市況以及個人資歷及經驗提供具競爭力的薪酬待遇。

於二零二二年六月三十日，新購股權計劃項下有30,982,791份購股權尚未行使。此外，已向本集團若干僱員授出53,328,000份購股權，53,328,000份購股權獲行使，5,333,092份購股權已失效，截至二零二二年六月三十日止期間概無購股權註銷。

前景

自二零二零年一月以來，COVID-19疫情爆發持續對全球經濟環境產生不利影響。COVID-19的全球影響將引起國際格局、世界秩序、全球供應鏈以及中國經濟、貿易及產業佈局的深刻變化。疫情結束後，世界各國將對其全球供應鏈進行長期戰略調整。

隨著中國放開生育政策，鼓勵人們生育三孩。本集團仍對未來幾年的高端醫療及健康服務業務抱持積極態度。然而，鑑於Delta及Omicron等變異毒株在數個月內導致經濟環境籠罩在陰霾之下，本集團將謹慎發展輔助生殖產業並將於二零二二年下半年繼續關注新的醫療業務發展機會。

未來，本集團將繼續專注於電子製造服務及分銷通訊產品分部業務，以獲得穩定的現金流量。本集團將對COVID-19疫情的發展和情況保持警惕。本集團亦將繼續密切監察市況，調整本集團的業務策略，應對商戶網絡產生的交易價值波動，不時探索及物色任何其他潛在投資機會。

Corporate Governance and Other Information

企業管治及其他資料

CORPORATE GOVERNANCE

The Directors are of the opinion that the Company has complied with the code provisions set out in the Corporate Governance Code (the “Code”) under Appendix 14 of the Listing Rules on the Stock Exchange throughout the six months ended 30 June 2022, except for the deviation from code provision C.2.1 of the Code as described below.

Code Provision C.2.1

Under code provision C.2.1 of the Code, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. The Company does not have any officer with the title of “chief executive officer” and this is deviated from the code provision C.2.1 of the Code.

Mr. Lin Dailian, who acts as the Chairman and an executive Director, is also responsible for overseeing the general operations of the Group. The Board will meet regularly to consider major matters affecting the operations of the Group. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Group. The roles of the respective executive directors and senior management, who are in charge of different functions complement the role of the chairman and chief executive officer. The Board believes that this structure is conducive to strong and consistent leadership enabling the Group to operate efficiently.

The Company understands the importance to comply with the code provision C.2.1 and will continue to consider the feasibility to comply with the said code provision. If compliance with the said provision is determined, appropriate persons will be nominated to assume the different roles of chairman and chief executive officer.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules (the “Model Code”) as the required standard for securities transactions by Directors. The Company has made specific enquiries of all Directors and all Directors confirmed that they have complied with the required standards set out in the Model Code and its code of conduct regarding Directors’ securities transactions throughout the six months ended 30 June 2022 and up to the date of this interim report.

企業管治

董事認為，本公司於整個截至二零二二年六月三十日止六個月內一直遵守聯交所上市規則附錄十四下的《企業管治守則》（「守則」）所載的守則條文，惟下文所述就守則的守則條文第C.2.1條有所偏離的情況除外。

守則條文第C.2.1條

根據守則的守則條文第C.2.1條，主席及行政總裁的角色應分開及不應由同一人士擔任。本公司並無任何職銜為「行政總裁」的高級職員，此偏離守則的守則條文第C.2.1條。

林代聯先生為主席兼執行董事，亦負責監督本集團整體運作。董事會將定期召開會議考慮影響本集團運作的重大事宜。董事會認為此架構無損董事會與本集團管理層之間的權力均衡和權責。各執行董事及主管不同職能的高級管理層的職能與主席及行政總裁的職能相輔相成。董事會相信，此架構有利於建立鞏固而連貫的領導，讓本集團有效運作。

本公司明白遵守守則條文第C.2.1條的重要性，並將繼續考慮遵守上述守則條文的可行性。如決定遵守上述條文，本公司將提名合適人選分別擔任主席及行政總裁之職。

進行證券交易的標準守則

本公司已採納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」）作為董事進行證券交易所需的標準。本公司經向全體董事作個別查詢後，全體董事均確認彼等於截至二零二二年六月三十日止六個月及直至本中期報告日期止整個期間已遵守標準守則載列的所需標準及有關其董事進行證券交易的行為守則。

Corporate Governance and Other Information

企業管治及其他資料

AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

As at the date of this report, the Audit Committee has three members comprising Mr. Chak Chi Shing (Chairman), Mr. Li Huiwu and Mr. Yang Weidong, all being independent non-executive Directors.

The Audit Committee has reviewed together with the management the accounting principles and policies adopted by the Group and the unaudited condensed consolidated interim financial statements of the Group for the six months ended 30 June 2022.

OTHER INFORMATION

Interim Dividend

The Board does not recommend the payment of interim dividend for the period (2021: nil).

Purchase, Sale or Redemption of Listed Shares

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Period.

Share Option Scheme

The Company has adopted a new share option scheme (the **"New Share Option Scheme"**) and terminated the share option scheme adopted by the Company on 31 December 2010 (the **"2010 Share Option Scheme"**), duly passed by the shareholders of the Company by way of poll on 10 March 2020.

審核委員會及審閱中期業績

於本報告日期，審核委員會由三名成員組成，包括翟志勝先生(主席)、李慧武先及楊偉東先生，彼等均為獨立非執行董事。

審核委員會已連同管理層審閱本集團採用的會計原則及政策以及本集團截至二零二二年六月三十日止六個月的未經審核簡明綜合中期財務報表。

其他資料

中期股息

董事會並不建議派發期內之中期股息(二零二一年：無)。

購買、出售或贖回上市股份

本公司及其任何附屬公司於期內並無購買、出售或贖回本公司任何上市證券。

購股權計劃

本公司已經採用新的購股權計劃(「**新購股權計劃**」)且終止了本公司於二零一零年十二月三十一日採用的購股權計劃(「**二零一零年購股權計劃**」)，上述事項於二零二零年三月十日獲本公司股東以投票表決的方式正式通過。

Corporate Governance and Other Information

企業管治及其他資料

New Share Option Scheme

The purpose of the New Share Option Scheme is to provide incentives and rewards to selected eligible persons for their contributions to the Group. The New Share Option Scheme will remain valid until 10 March 2030, subject to the early termination provisions contained in the New Share Option Scheme. The participants of the New Share Option Scheme may include directors, employees, consultants, professionals, customers, suppliers, agents, business or joint venture partners, advisors and contractors of the Group or a company in which the Group holds an interest or a subsidiary of such company. An offer shall be deemed to have been accepted within 21 days from the date on which an option is offered to an eligible participant and a non-refundable payment of HK\$1.00 in favour of the Company as consideration for the grant thereof. The subscription price for any share under the New Share Option Scheme will be a price determined by the Board at its absolute discretion and notified to each grantee and will be not less than the highest of (i) the closing price of a share as stated in the Stock Exchange's daily quotations sheet on the date of grant of the relevant option; (ii) an amount equivalent to the average closing price of the share as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant of the relevant option; and (iii) the nominal value of a share on the date of the grant.

The maximum number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the New Share Option Scheme and any other schemes involving the issue or grant of options or similar rights over Shares or other securities by the Company must not, in aggregate, exceed 10% of the shares in issue from time to time. Notwithstanding anything contrary to the terms of the New Share Option Scheme, no options may be granted under any scheme of the Company (including the New Share Option Scheme) if this will result in the said 30% limit being exceeded.

The total number of shares issued and to be issued upon exercise of the options already granted or to be granted to each participant under the New Share Option Scheme and any other share option scheme(s) of the Company (including exercised and outstanding share options) in any 12-month period up to and including the date of such grant should not exceed 1% aggregate of the shares in issue as at the date of such grant. Any grant of further options above this 1% limit shall be subject to approval of the shareholders of the Company at general meetings, with such participant and his associates abstaining from voting.

Up to the date of this report, 88,999,850 share options has been granted by the Company pursuant to New Share Option Scheme. The options are unlisted. Each option gives the holder the right to subscribe for one share of HK\$0.02 each of the Company.

新購股權計劃

新購股權計劃旨在向經選定合資格人士提供作為彼等對本集團所作貢獻的獎勵及回報。新購股權計劃將一直有效，直至二零三零年三月十日為止，惟受限於新購股權計劃所載的提早終止條款。新購股權計劃的參與者可包括本集團或本集團持有權益的公司或該公司的附屬公司的董事、僱員、顧問、專業人士、客戶、供應商、代理、業務或合營夥伴、諮詢人及承包商。倘本公司向合資格參與者提呈購股權當日起計21日內連同以本公司為受益人的不可退還付款1.00港元作為授出購股權的代價，則要約被視為已接納。新購股權計劃項下任何股份的認購價將為董事會全權酌情釐定的價格並告知各承授人，惟將不低於以下各項的最高者：(i) 股份於相關購股權授出日期在聯交所每日報價表所列的收市價；(ii) 相等於股份於緊接相關購股權授出日期前五個營業日在聯交所每日報價表所列的平均收市價的金額；及(iii) 股份於授出日期的面值。

根據新購股權計劃及涉及發行或授出購股權或對本公司股份或其他證券的類似權利的任何其他計劃授出但尚未行使的所有尚未行使購股權獲行使而可予發行的股份最高數目，合共不得超過不時已發行股份的10%。儘管新購股權計劃條款有任何相反規定，倘根據本公司任何計劃(包括新購股權計劃)授出購股權將導致超過上述30%限額，則不得授出購股權。

直至有關授出日期(包括當日)止12個月期間根據新購股權計劃及本公司任何其他購股權計劃已授予或將授予各參與者的購股權(包括已行使及尚未行使的購股權)獲行使而已發行及將發行的股份總數不超過於有關授出當日已發行股份總數的1%。進一步授出超過該1%限額的任何購股權須在股東大會上獲得本公司股東批准，而有關參與者及其聯繫人須放棄投票。

直至本報告日期，本公司根據新購股權計劃已授予88,999,850份購股權。購股權屬非上市類別。每份購股權授予持有人權利認購本公司每股0.02港元的一股股份。

Corporate Governance and Other Information

企業管治及其他資料

During the six months ended 30 June 2022, the detail movement of the share options were as following:

截至二零二二年六月三十日止六個月，購股權變動詳情如下：

Holder of Share Options	Date of Grant	Exercise period	Exercise price per Share (note 2)	Outstanding as at 1 January 2022 (note 3)	Number of share options			Outstanding as at 30 June 2022
					Grant during the six months ended 30 June 2022	Exercised during the six months ended 30 June 2022	Lapsed/cancelled during the six months ended 30 June 2022	
購股權持有人	授出日期	行使期間	每股行使價 (附註2) (HK\$) (港元)	於二零二二年一月一日尚未行使 (附註3)	截至二零二二年六月三十日止六個月授出	截至二零二二年六月三十日止六個月獲行使	截至二零二二年六月三十日失效/註銷	於二零二二年六月三十日尚未行使
Executive Directors								
執行董事								
Lin Dailian 林代聯	28-January-21 二一年一月二十八日	2021.7.28-2026.1.27 二零二一年七月二十八日至二零二六年一月二十七日	0.346	5,333,092	-	-	-	5,333,092
Xia Xiaobing 夏小兵	28-January-21 二一年一月二十八日	2021.7.28-2026.1.27 二零二一年七月二十八日至二零二六年一月二十七日	0.346	5,333,092	-	-	(5,333,092)	-
Wang Guozhen 王國鎮	28-January-21 二一年一月二十八日	2021.7.28-2026.1.27 二零二一年七月二十八日至二零二六年一月二十七日	0.346	5,333,092	-	-	-	5,333,092
Employees 僱員	28-January-21 二一年一月二十八日	2022.1.28-2026.1.27 二零二二年一月二十八日至二零二六年一月二十七日	0.346	20,316,607	-	-	-	20,316,607
Employees 僱員	14-June-22 二二年六月十四日	2022.6.14-2024.6.13 二零二二年六月十四日至二零二四年六月十三日	0.106	-	53,328,000	(53,328,000)	-	-
Total	總計			36,315,883	53,328,000	(53,328,000)	(5,333,092)	30,982,791

Notes:

- The closing price of the Company's share immediately before the date (28 January 2021) on which the share options were granted was HK\$0.35.
- The exercise price per share of share options has reflected the adjustment in relation to the Right Issues which completed on 23 November 2021.
- The numbers of share options has reflected the adjustment in relation to the Right Issues which completed on 23 November 2021.
- The closing price of the Company's share immediately before the date (14 June 2022) on which the share options were granted was HK\$0.107.

附註：

- 本公司股份於緊接授出購股權日期(二零二一年一月二十八日)前的收市價為0.35港元。
- 購股權的每股行使價已反映在二零二一年十一月二十三日完成的有關供股的調整。
- 購股權數目已反映在二零二一年十一月二十三日完成的有關供股的調整。
- 本公司股份於緊接授出購股權日期(二零二二年六月十四日)前的收市價為0.107港元。

Corporate Governance and Other Information

企業管治及其他資料

Interests and Short Positions of the Directors and Chief Executives in Shares, Underlying Shares and Debentures of the Company and Its Associated Corporations

As at 30 June 2022, so far as known to any Director or chief executive of the Company, no interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) were held by the Directors and chief executives of the Company which are required (i) 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 were taken or deemed to have under such provisions of the SFO); (ii) pursuant to section 352 of the part XV of the SFO, to be entered in the register referred to therein; or (iii) pursuant to the Model Code for Securities Transactions by Directors of the Company contained in the Listing Rules to be notified to the Company and the Stock Exchange.

On 28 January 2021, total 15,406,140 options are granted to three executive directors of the Company to subscribe for Shares upon exercise of such Share Options at an exercise price of HK\$0.359 per Shares with an exercise period of 28 July 2021 to 27 January 2026.

Upon the completion of Right Issue on 23 November 2021 and the adjustment in relation to the Right Issue, total 15,999,276 options are granted to three executive directors of the Company and adjusted exercise price of HK\$0.346 per Shares.

As at 30 June 2022, so far as known to any Director or chief executive of the Company, other than as disclosed below, none of the Director is a director or employee of a company which has an interest or a short position in the shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

董事及主要行政人員於本公司及其相聯法團之股份、相關股份及債券之權益及淡倉

於二零二二年六月三十日，據董事及本公司主要行政人員所知，概無董事及本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中，擁有(i)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益或淡倉（包括根據證券及期貨條例之有關條文被當作或被視為擁有之權益及淡倉）；(ii)根據證券及期貨條例第XV部第352條記入該條所述之登記冊內；或(iii)根據上市規則所載本公司董事進行證券交易標準守則須知會本公司及聯交所之權益或淡倉。

於二零二一年一月二十八日，共15,406,140份購股權授予本公司三名執行董事，以於行使該等購股權時按行使價每股0.359港元認購股份，行使期為二零二一年七月二十八日至二零二六年一月二十七日。

於二零二一年十一月二十三日供股完成及就供股作出調整後，共向本公司三名執行董事授出15,999,276份購股權，其經調整行使價為每股0.346港元。

於二零二二年六月三十日，就董事或本公司主要行政人員所知，除下文所披露者外，概無董事於在本公司股份中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露之權益或淡倉之公司出任董事或僱員。

Name	Capacity	Number of underlying shares held/interested pursuant to Share Options 根據購股權持有／ 擁有權益的相關股份的數目	Long or short position 好倉或淡倉	Percentage of issued share capital of the Company 佔本公司已發行股本百分比
名字	身份			
Lin Dailian 林代聯	Beneficial Owner 實益擁有人	5,333,092	Long position 好倉	0.44%
Wang Guozhen 王國鎮	Beneficial Owner 實益擁有人	5,333,092	Long position 好倉	0.44%

Corporate Governance and Other Information

企業管治及其他資料

INTEREST AND/OR SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS OF THE COMPANY IN THE SHARES AND UNDERLYING SHARES

As at 30 June 2022, so far as known to any Director or chief executive of the Company, shareholders (other than a Director or chief executive of the Company) who had an interest or short position in the shares or underlying shares of the Company as recorded in the register that was required to be kept pursuant to Section 336 of Part XV of the SFO were as follows:

本公司主要股東於股份及相關股份之權益及／或淡倉

據董事或本公司主要行政人員所知，於二零二二年六月三十日於本公司之股份或相關股份中擁有須登記於根據證券及期貨條例第XV部第336條規定需存置的登記冊內的權益或淡倉的股東(除董事或本公司主要行政人員外)如下：

Name	Capacity	Number of shares held	Long or short position	Percentage of issued Share Capital of the Company 佔本公司已發行股本百分比
名稱	身份	所持股份數目	好倉或淡倉	30 June 2022 二零二二年六月三十日
Mr. Sy Ming Yiu 施明耀先生	Beneficial Owner 實益擁有人	230,000,000	Long position 好倉	19.0%
Power Port Holdings Limited ("Power Port") (Note 1)	Beneficial Owner 實益擁有人	75,817,000	Long position 好倉	6.3%
Power Port Holdings Limited (「Power Port」) (附註1)				
Ms. Yang Changrong ("Ms. Yang") (Note 1) 楊長容女士(「楊女士」)(附註1)	Held by controlled corporation 由受控制法團持有	75,817,000	Long position 好倉	6.3%
Keywan Global Limited (Note 2) Keywan Global Limited (附註2)	Held by controlled corporation 由受控制法團持有	49,500,000	Long position 好倉	4.1%
Mr. He Xiaoming (Note 2) 何笑明先生(附註2)	Held by controlled corporation 由受控制法團持有	49,500,000	Long position 好倉	4.1%

Notes:

- 75,817,000 ordinary shares are held by Power Port, a company incorporated in the British Virgin Islands whose entire issued share capital is held by Ms. Yang.
- 49,500,000 ordinary shares are held by Keywan Global Limited, a company incorporated in the British Virgin Islands whose entire issued share capital is held by Mr. He Xiaoming.

附註：

- 75,817,000 股普通股由 Power Port 持有，該公司於英屬處女群島註冊成立，其全部已發行股本由楊女士持有。
- 49,500,000 股普通股由 Keywan Global Limited 持有，該公司於英屬處女群島註冊成立，其全部已發行股本由何笑明先生持有。

Competing Interests

During the six months ended 30 June 2022, none of the Directors or controlling shareholders of the Company nor their respective associates is considered to have interests in a business that competes or is likely to compete, either directly or indirectly, with the businesses of the Group other than those businesses where the Directors have been appointed or were appointed as directors to represent the interests of the Company.

競爭權益

於截至二零二二年六月三十日止六個月，概無董事或本公司控股股東或彼等各自之聯繫人被視為於與本集團業務直接或間接構成或可能構成競爭之業務(董事獲委任或曾獲委任為董事以代表本公司權益之業務除外)中擁有權益。

Condensed Consolidated Statement of Profit or Loss

簡明綜合損益表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核		
		Six months ended 30 June 截至六月三十日止六個月		
		2022 二零二二年	2021 二零二一年	
		HK\$'000 千港元	HK\$'000 千港元	
	Note 附註			
Revenue	收入	4	281,893	324,797
Cost of sales	銷售成本		(232,766)	(254,211)
Gross profit	毛利		49,127	70,586
Other income	其他收入	5	12,187	5,400
Other gains and losses	其他收益及虧損	6	4,474	478
Impairment loss on trade receivables and loans to other parties	應收貿易賬款及向其他人士貸款減值虧損		-	(12,000)
Reversal of impairment loss on trade receivables	應收貿易賬款減值虧損撥回		-	465
Reversal of impairment loss on loans to other parties	向其他人士貸款減值虧損撥回		-	3,063
Selling and distribution expenses	銷售及分銷開支		(14,658)	(16,972)
Administrative expenses	行政費用		(53,396)	(71,696)
Other operating expenses	其他經營費用		(7,331)	(7,598)
Loss from operations	經營虧損		(9,597)	(28,274)
Share of results of associates	應佔聯營公司業績		346	34
Finance costs	融資成本	7	(1,683)	(1,820)
Loss before tax	除稅前虧損		(10,934)	(30,060)
Income tax expense	所得稅開支	8	(1,890)	(2,069)
Loss for the period	期內虧損	9	(12,824)	(32,129)
Attributable to:	以下各方應佔：			
Owners of the Company	本公司擁有人		(13,539)	(32,042)
Non-controlling interests	非控股權益		715	(87)
			(12,824)	(32,129)
Loss per share	每股虧損			
Basic (HK cents per share)	基本(每股港仙)	11	1.42	7.02
Diluted (HK cents per share)	攤薄(每股港仙)		N/A 不適用	N/A 不適用

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年	2021 二零二一年
		HK\$'000 千港元	HK\$'000 千港元
Loss for the period	期內虧損	(12,824)	(32,129)
Other comprehensive income/(expense) for the period, net of tax	期內其他全面收益／(開支)，扣除稅項		
<i>Item that will be reclassified to profit or loss:</i>	<i>將重新分類至損益的項目：</i>		
Exchange differences on translating foreign operations	換算海外業務之匯兌差額	2,561	3,016
Other comprehensive income/(expense) for the period, net of tax	期內其他全面收益／(開支)，扣除稅項	2,561	3,016
Total comprehensive income/(expense) for the period	期內全面收益／(開支)總額	(10,263)	(29,113)
Attributable to:	以下各方應佔：		
Owners of the Company	本公司擁有人	(10,978)	(29,026)
Non-controlling interests	非控股權益	715	(87)
		(10,263)	(29,113)

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2022 於二零二二年六月三十日

			Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	12	25,060	29,636
Right-of-use assets	使用權資產	13	37,005	54,466
Intangible assets	無形資產	15	74,318	36,835
Rental deposits	租賃按金	17	2,951	3,215
Total non-current assets	非流動資產總值		139,334	124,152
Current assets	流動資產			
Inventories	存貨		86,445	118,915
Trade receivables	應收貿易賬款	16	137,434	162,232
Prepayments, deposits, other receivables	預付款項、按金、其他應收款項	17	110,816	106,639
Loans to other parties	向其他人士貸款	18	10,516	9,388
Equity investments at FVTPL	按公平值計入損益的股權投資	19	-	1,229
Bank and cash balances	銀行及現金結餘	20	189,996	145,574
			535,207	543,977
Assets classified as held-for-sale	分類為持作出售的資產		10,194	9,849
Total current assets	流動資產總值		545,401	553,826
TOTAL ASSETS	資產總值		684,735	677,978
EQUITY AND LIABILITIES	權益及負債			
Equity	權益			
Equity attributable to owners of the Company	本公司擁有人應佔權益			
Share capital	股本	23	24,154	18,487
Reserves	儲備		376,986	347,390
			401,140	365,877
Non-controlling interests	非控股權益		836	121
Total equity	權益總值		401,976	365,998

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2022 於二零二二年六月三十日

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日	Audited 經審核 31 December 2021 二零二一年 十二月三十一日
	Note 附註	HK\$'000 千港元	HK\$'000 千港元
LIABILITIES	負債		
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債	22,452	36,514
Bond payable	應付債券 22	-	2,000
Total non-current liabilities	非流動負債總值	22,452	38,514
Current liabilities	流動負債		
Trade payables	應付貿易賬款 21	36,881	58,694
Accruals and other payables	預提費用及其他應付款項	184,960	175,737
Lease liabilities	租賃負債	16,790	22,075
Borrowings	借貸 22	14,587	614
Bonds payable	應付債券 22	1,000	-
License rights payable	特許權應付款	-	7,789
Product warranty provisions	產品保用撥備	2,816	3,584
Current tax liabilities	即期稅項負債	3,273	4,973
Total current liabilities	流動負債總值	260,307	273,466
Total liabilities	負債總值	282,759	311,980
TOTAL EQUITY AND LIABILITIES	權益及負債總值	684,735	677,978

Approved by the Board of Directors on 31 August 2022 and are signed on its behalf by:

董事會於二零二二年八月三十一日批准並由下列人士代為簽署：

Lin Dailian

林代聯
Director
董事

Wang Guozhen

王國鎮
Director
董事

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核												
		Attributable to owners of the Company 本公司擁有人應佔												
		Share capital	Share premium account	Share option reserve	Merger reserve	Foreign currency translation reserve	Contributed surplus	Statutory reserve	Capital reserve	Capital contribution	Accumulated losses	Total	Non-controlling interests	Total equity
		股本	股份溢價賬	購股權儲備	合併儲備	匯兌儲備	繳入盈餘	法定儲備	資本儲備	資本出資	累計虧損	總計	非控股權益	權益總值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	8,559	669,649	-	3,171	15,744	18,298	2,502	4,275	11,280	(438,016)	295,462	472	295,934
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	3,016	-	-	-	-	(32,042)	(29,026)	(87)	(29,113)
Equity-settled share-based payments	以股權結算以股份為基礎之付款	-	-	2,401	-	-	-	-	-	-	-	2,401	-	2,401
Issuance of share	發行股份	3,766	47,904	-	-	-	-	-	-	-	-	51,670	-	51,670
Changes in equity for the period	期內權益變動	3,766	47,904	2,401	-	3,016	-	-	-	-	(32,042)	25,045	(87)	24,958
At 30 June 2021	於二零二一年六月三十日	12,325	717,553	2,401	3,171	18,760	18,298	2,502	4,275	11,280	(470,058)	320,507	385	320,892
At 31 December 2021 (audited)	於二零二一年十二月三十一日 (經審核)	18,487	773,018	4,576	3,171	14,683	18,298	2,502	4,275	11,280	(484,413)	365,877	121	365,998
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	2,561	-	-	-	-	(13,539)	(10,978)	715	(10,263)
Exercise of share option	行使購股權	1,067	7,374	-	-	-	-	-	-	-	-	8,441	-	8,441
Issuance of consideration shares	發行代價股份	4,600	33,200	-	-	-	-	-	-	-	-	37,800	-	37,800
Changes in equity for the period	期內權益變動	5,667	40,574	-	-	2,561	-	-	-	-	(13,539)	35,263	715	35,978
At 30 June 2022	於二零二二年六月三十日	24,154	813,592	4,576	3,171	17,244	18,298	2,502	4,275	11,280	(497,952)	401,140	836	401,976

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
NET CASH GENERATED FROM/(USED IN)	經營活動所得/(所用)現金淨額		
OPERATING ACTIVITIES		33,419	(19,969)
Interest received	已收利息	391	2,881
Purchase of property, plant and equipment	購置物業、廠房及設備	(6,258)	(4,020)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備之所得款項	709	500
Prepaid intermediate fees for acquiring potential real estate projects	就取得潛在房地產項目預付中介費	-	(3,337)
Deposit received for disposal of associates	就出售聯營公司已收按金	-	7,200
Refund deposit paid for exclusive agency right in a Thailand real estate project	退回就泰國房地產項目的獨家代理權支付的按金	2,000	-
Purchase of equity investments at FVTPL	購買按公平值計入損益的股權投資	-	(2,887)
Proceeds from disposal of equity investments at FVTPL	出售按公平值計入損益的股權投資之所得款項	1,120	3,005
Decrease in loans to other parties	向其他人士貸款減少	1,198	18,000
Proceeds from disposal of subsidiary	出售附屬公司所得款項	1,000	-
NET CASH GENERATED FROM INVESTING ACTIVITIES	投資活動所得現金淨額	160	21,342
Interest paid	已付利息	(140)	(15)
Borrowings raised	已籌集借貸	14,000	2,000
Principal elements of lease payments	租賃付款主要部分	(8,825)	(14,538)
Redemption of bonds payables	贖回應付債券	(1,000)	-
Proceeds from exercise of share option	行使購股權所得款項	5,653	-
Net proceeds from issue of shares	發行股份所得款項淨額	-	51,670
NET CASH GENERATED FROM FINANCING ACTIVITIES	融資活動所得現金淨額	9,688	39,117
NET INCREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加淨額	43,267	40,490
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	期初現金及現金等價物	145,574	167,657
Effect of foreign exchange rate changes	匯率變動影響	1,155	474
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末現金及現金等價物	189,996	208,621

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

1. BASIS OF PREPARATION

The unaudited interim condensed consolidated financial statements for the six months ended 30 June 2022 have been prepared in accordance with HKAS 34 Interim Financial Reporting. The unaudited interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2021.

The unaudited interim condensed consolidated financial statements are presented in Hong Kong Dollar ("HK\$") and all values are rounded to the nearest thousand except when otherwise indicated.

2. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The unaudited interim condensed consolidated financial statements have been prepared on the historical cost basis, except for investment properties, which are measured at fair values. The accounting policies used in preparing the unaudited interim condensed consolidated financial statements are consistent with those used in the Group's annual financial statements for the year ended 31 December 2021, except for the adoption of the new/revised Hong Kong Financial Reporting Standards ("HKFRSs") and HKASs which are relevant to the Group's operation and are effective for the Group's financial year beginning on 1 January 2022 as described below.

Amendments to HKAS 16	Proceeds before Intended Use
Amendments to HKAS 37	Cost of Fulfilling a Contract
Amendments to HKFRS 3	Reference to the Conceptual Framework
Annual Improvements to HKFRSs 2018–2020 Cycle	

The adoption of this amendment to HKFRSs and HKASs did not result in substantial changes to the Group's accounting policies and amounts reported for the current and prior periods.

1. 編製基準

截至二零二二年六月三十日止六個月的未經審核中期簡明綜合財務報表乃根據香港會計準則第34號中期財務報告編製。未經審核中期簡明綜合財務報表並不包括年度財務報表規定的所有資料及披露事項，並應與截至二零二一年十二月三十一日止年度的本集團年度綜合財務報表一併閱讀。

除另有說明外，未經審核中期簡明綜合財務報表以港元(「港元」)呈列，所有數值均已約整至千位。

2. 採納新訂及經修訂香港財務報告準則

除投資物業按公平值計量外，未經審核中期簡明綜合財務報表以歷史成本為編製基礎。除採用下文所述與本集團營運相關且於二零二二年一月一日起的本集團財政年度生效的新訂／經修訂香港財務報告準則(「香港財務報告準則」)及香港會計準則外，編製本未經審核中期簡明綜合財務報表所採用的會計政策與編製本集團截至二零二一年十二月三十一日止年度的年度財務報表所採用者一致。

香港會計準則第16號修訂本	作擬定用途前的所得款項
香港會計準則第37號修訂本	履行合約的成本
香港財務報告準則第3號修訂本	概念框架內容
香港財務報告準則之年度改進	2018年至2020年週期

採用香港財務報告準則及香港會計準則的修訂本，不會導致本集團於當前及過往期間的會計政策及報告金額出現重大轉變。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

3. FAIR VALUE MEASUREMENTS

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the condensed consolidated statement of financial position approximate their respective fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

The following table shows the carrying amounts and fair value of financial assets, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value of the carrying amount is a reasonable approximation of fair value.

3. 公平值計量

本集團金融資產及金融負債於簡明綜合財務狀況表反映之賬面金額與其各自之公平值相若。

公平值為市場參與者於計量日期進行的有序交易中出售資產所收取或轉讓負債所支付的價格。以下公平值計量披露使用的公平值層級，將估值技術所用輸入數據分為三個等級，以計量公平值：

第一級輸入數據：本集團於計量日期可以取得的相同資產或負債於活躍市場的報價(未經調整)。

第二級輸入數據：就資產或負債直接或間接地可觀察的輸入數據(第一級包括的報價除外)。

第三級輸入數據：資產或負債的不可觀察輸入數據。

本集團的政策旨在確認截至於事項或狀況變動導致轉移的日期三個等級任一等級的轉入及轉出。

下表列示金融資產的賬面值及公平值，包括其於公平值層級中的分級。當中並不包括並非按公平值計量或賬面值為其公平值合理約數的金融資產及金融負債公平值資料。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

3. FAIR VALUE MEASUREMENTS (Continued)

(a) Disclosures of level in fair value hierarchy:

30 June 2022 二零二二年六月三十日		Fair value measurements using: 使用以下層級進行的公平值計量：			
		Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Financial assets	金融資產				
Equity investment at FVTPL (note 19)	按公平值計入損益 的股權投資(附註19)				
— Equity securities listed in Hong Kong	— 於香港上市之股本證券	-	-	-	-

3. 公平值計量(續)

(a) 公平值層級中的分級披露資料：

31 December 2021 二零二一年十二月三十一日		Fair value measurements using: 使用以下層級進行的公平值計量：			
		Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(audited)	(audited)	(audited)	(audited)
		(經審核)	(經審核)	(經審核)	(經審核)
Financial assets	金融資產				
Equity investment at FVTPL (note 19)	按公平值計入損益 的股權投資(附註19)				
— Equity securities listed in Hong Kong	— 於香港上市之股本證券	1,229	-	-	1,229

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION

The Group has four reportable segments as follows:

EMS	— Electronic manufacturing services
Distribution of Communications Products	— Marketing and distribution of communications products
Securities and Other Assets Investment	— Equity investment property agency service and other operations
Real Estate Supply Chain Services	— Real estate advisory service and real estate purchase service

4. 收入及分部資料

本集團的四個報告分部如下：

電子製造服務	— 電子製造服務
分銷通訊產品	— 營銷及分銷通訊產品
證券及其他資產投資	— 股權投資、物業代理服務及其他經營
房地產供應鏈服務	— 房地產諮詢服務及房地產購置服務

		EMS	Distribution of Communications Products	Securities and Other Assets Investment	Real Estate Supply Chain Services	Total
		電子製造服務 HK\$'000 千港元 (unaudited) (未經審核)	分銷通訊產品 HK\$'000 千港元 (unaudited) (未經審核)	證券及 其他資產投資 HK\$'000 千港元 (unaudited) (未經審核)	房地產 供應鏈服務 HK\$'000 千港元 (unaudited) (未經審核)	總計 HK\$'000 千港元 (unaudited) (未經審核)
6 months ended 30 June 2022:	截至二零二二年六月三十日止六個月：					
Revenue from external customers	來自外來客戶收入	270,054	8,565	20	3,254	281,893
Intersegment revenue	分部間收入	-	-	-	-	-
Segment profit/(loss)	分部溢利/(虧損)	6,331	3,456	(17,959)	(1,123)	(9,295)
Other material non-cash items: — Share of profit of associates	其他重大非現金項目： — 應佔聯營公司溢利	-	-	-	346	346
As at 30 June 2022:	於二零二二年六月三十日：					
Segment assets	分部資產	463,987	6,135	109,788	91,801	671,711
Segment liabilities	分部負債	233,709	24,961	23,927	9,887	292,484

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

4. 收入及分部資料(續)

	EMS	Distribution of Communications Products	Securities and Other Assets Investment	Real Estate Supply Chain Services	Total	
	電子製造服務	分銷通訊產品	證券及其他資產投資	房地產供應鏈服務	總計	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
	千港元	千港元	千港元	千港元	千港元	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	
6 months ended 30 June 2021:	截至二零二一年六月三十日止六個月：					
Revenue from external customers	來自外來客戶收入	297,985	23,909	340	2,563	324,797
Intersegment revenue	分部間收入	-	-	-	-	-
Segment profit/(loss)	分部溢利/(虧損)	10,635	310	(17,257)	(21,860)	(28,172)
Other material non-cash items:	其他重大非現金項目：					
— Impairment loss on trade receivables and loans to other parties	— 應收貿易賬款及向其他人士貸款減值虧損	-	-	-	(12,000)	(12,000)
— Reversal of impairment loss on loans to other parties	— 向其他人士貸款減值虧損撥回	-	-	3,063	-	3,063
— Share of profit of associates	— 應佔聯營公司溢利	-	-	-	34	34
As at 30 June 2021:	於二零二一年六月三十日：					
Segment assets	分部資產	480,881	16,960	93,479	97,605	688,925
Segment liabilities	分部負債	271,448	42,787	33,519	18,510	366,264

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

4. 收入及分部資料(續)

		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Reconciliations of segment profit or loss	分部溢利或虧損的對賬		
Total loss of reportable segments	報告分部虧損總額	(9,295)	(28,172)
Intersegment elimination	分部間抵銷	-	-
Unallocated amounts:	未分配金額：		
Directors' emoluments	董事酬金	(360)	(360)
Interest expenses	利息開支	(46)	-
Legal and professional fees	法律及專業費用	(1,118)	(1,276)
Other unallocated head office and corporate expenses	其他未分配總辦事處及公司開支	(115)	(252)
Consolidated loss before tax for the period	期內綜合除稅前虧損	(10,934)	(30,060)

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

Reconciliations of segment assets and liabilities:

4. 收入及分部資料(續)

分部資產及負債的對賬：

		30 June	31 December
		2022	2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Assets	資產		
Total assets of reportable segments	報告分部資產總值	671,711	650,938
Elimination of intersegment assets	分部間資產抵銷	(20,516)	(21,045)
Unallocated amounts:	未分配金額：		
Bank and cash balances	銀行及現金結餘	7	58
Property, plant and equipment	物業、廠房及設備	6,985	12,368
Right-of-use assets	使用權資產	7,268	16,561
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項	19,280	19,098
Consolidated total assets	綜合資產總值	684,735	677,978

		30 June	31 December
		2022	2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Liabilities	負債		
Total liabilities of reportable segments	報告分部負債總額	292,484	313,040
Elimination of intersegment liabilities	分部間負債抵銷	(20,516)	(21,045)
Unallocated amounts:	未分配金額：		
Accruals and other payables	預提費用及其他應付款項	1,696	499
Lease liabilities	租賃負債	8,095	17,486
Bonds payable	應付債券	1,000	2,000
Consolidated total liabilities	綜合負債總額	282,759	311,980

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

Geographical information

The Group's operations and main revenue streams are those described in the last annual financial statements. The Group's revenue is derived from contracts with customers.

In the following table, revenue is disaggregated by primary geographical market and timing of revenue recognition.

4. 收入及分部資料(續)

地區資料

本集團的業務及主要收入來源為上一份年度財務報表所述者。本集團的收入源自客戶合約。

於下表，收入按主要地區市場及收入確認之時間細分。

For the six months ended 30 June (unaudited)	截至六月三十日止六個月 (未經審核)	EMS		Distribution of Communications Products		Securities and Other Assets Investment		Real Estate Supply Chain Services		Total	
		2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年	二零二二年	二零二一年	二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
Primary geographical markets	主要地區市場										
— The People's Republic of China (the "PRC") (including Hong Kong)	— 中華人民共和國(「中國」) (包括香港)	23,512	34,823	—	—	20	340	3,254	2,563	26,786	37,726
— The United States of America (the "U.S.A.")	— 美利堅合眾國(「美國」)	38,621	13,770	8,456	20,546	—	—	—	—	47,077	34,316
— Switzerland	— 瑞士	56,751	112,311	—	—	—	—	—	—	56,751	112,311
— France	— 法國	45,383	52,033	—	—	—	—	—	—	45,383	52,033
— Belgium	— 比利時	29,007	—	—	—	—	—	—	—	29,007	—
— Thailand	— 泰國	10,513	7,167	—	—	—	—	—	—	10,513	7,167
— United Kingdom	— 英國	9	10	—	—	—	—	—	—	9	10
— Others	— 其他	66,258	77,871	109	3,363	—	—	—	—	66,367	81,234
Segment revenue	分部收入	270,054	297,985	8,565	23,909	20	340	3,254	2,563	281,893	324,797
Intersegment revenue	分部間收入										
— The U.S.A.	— 美國	—	—	—	—	—	—	—	—	—	—
Revenue from external customers	來自外來客戶收入	270,054	297,985	8,565	23,909	20	340	3,254	2,563	281,893	324,797
Timing of revenue recognition	收入確認之時間										
Products and services transferred at a point in time	於某一時間點轉移的產品及 服務	270,054	297,985	8,565	23,909	—	—	3,254	2,563	281,873	324,457
Products and services transferred over time	隨時間轉移的產品及服務	—	—	—	—	20	340	—	—	20	340
Total	總計	270,054	297,985	8,565	23,909	20	340	3,254	2,563	281,893	324,797

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5. OTHER INCOME

5. 其他收入

		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Bank interest income	銀行利息收入	391	174
Government grant	政府補貼	1,425	943
Interest income on loans to other parties	向其他人士貸款之利息收入	2,353	3,183
Overprovision of the RCA license fee	RCA 特許權費用超額撥備	5,850	-
Others	其他	2,168	1,100
		12,187	5,400

6. OTHER GAINS AND LOSSES

6. 其他收益及虧損

		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Net foreign exchange gain/(loss)	匯兌收益/(虧損)淨額	2,803	(676)
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	-	(84)
Fair value (loss)/gain on listed equity securities	上市股本證券之公平值(虧損)/收益	(109)	1,238
Gain on disposal of a subsidiary	出售一間附屬公司之收益	1,780	-
		4,474	478

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For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

7. FINANCE COSTS

7. 融資成本

		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Interest on other borrowings	其他借貸之利息	140	82
Interest on bank loans	銀行貸款之利息	-	246
Interest on bonds payable	應付債券之利息	46	14
Interest on lease liabilities	租賃負債之利息	1,497	1,478
		1,683	1,820

8. INCOME TAX EXPENSE

8. 所得稅開支

		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Current tax — Hong Kong Profits Tax Provision for the period	即期稅項 — 香港利得稅 期內撥備	1,711	2,069
Current tax — Overseas Provision for the period	即期稅項 — 海外 期內撥備	179	-
		1,890	2,069

Under the two-tiered profits tax regime, profits tax rate for the first HK\$2 million of assessable profits of qualifying corporations established in Hong Kong is 8.25%, and profits above that amount is subject to the tax rate of 16.5%.

根據兩級制利得稅制度，於香港成立的合資格企業的首2,000,000港元應課稅溢利的利得稅率為8.25%，而超過該金額的應課稅溢利按16.5%的稅率徵稅。

Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

其他地方應課稅溢利的稅項費用乃按本集團經營所在國家當前稅率，根據當地現行法例、詮釋及慣例計算。

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For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

9. LOSS FOR THE PERIOD

The Group's loss for the period is arrived at after charging/(crediting):

9. 期內虧損

本集團期內虧損乃扣除/(計入)以下各項後達至：

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元 (unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (unaudited) (未經審核)
Consultancy fee	諮詢費	-	422
Cost of goods sold	售貨成本		
Cost of inventories sold	已售存貨成本	235,259	252,974
Allowance for inventories	存貨撥備	5,078	2,024
Reversal of allowance for inventories (Note (i))	存貨撥備撥回(附註(i))	(8,861)	(3,089)
		231,476	251,909
Cost of real estate supply chain services	房地產供應鏈服務成本		
Commission paid to external sales channels	支付予外部銷售渠道的佣金	-	1,639
Commission paid to internal staff	支付予內部員工的佣金	1,290	555
Amortisation of exclusive agency right	獨家代理權攤銷	-	108
		1,290	2,302
Depreciation	折舊		
Property, plant and equipment	物業、廠房及設備	4,697	5,717
Right-of-use assets	使用權資產	9,455	14,955
Operating lease charges — Land and buildings	經營租賃費用 — 土地及樓宇	1,839	1,913
Other operating expenses	其他經營費用		
Research and development expenditures (Note (ii))	研發開支(附註(ii))	7,331	7,562
Employee benefits expense including directors' emoluments	僱員福利開支(包括董事酬金)		
Salaries, bonus and allowances	薪金、花紅及津貼	77,195	86,839
Retirement benefit scheme contributions	退休福利計劃供款	7,217	6,547
Equity-settled share-based payments	以股權結算以股份為基礎之付款	2,788	2,401
		87,200	95,787

Notes:

- (i) The Group makes allowance for inventories under respective aging criteria in different operating segments. The reversal of allowance represents the amount of inventories subsequently used in production or sold.
- (ii) During the six months period ended 30 June 2022, research and development expenditure includes approximately HK\$7,331,000 (30 June 2021: HK\$7,540,000) relating to employee benefits expense, which is included in the respective total amount as disclosed separately above.

附註：

- (i) 本集團根據不同營運分部之相關賬齡標準就存貨計提撥備。撥備撥回指其後用於生產或銷售之存貨金額。
- (ii) 截至二零二二年六月三十日止六個月期間，研發開支包括有關僱員福利開支約7,331,000港元(二零二一年六月三十日：7,540,000港元)，該等金額已計入上文分別披露的有關總額中。

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For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

10. DIVIDENDS

No dividends have been paid or proposed during the six months ended 30 June 2022, nor has any dividend been proposed since the end of the reporting period (six months ended 30 June 2021: Nil).

11. LOSS PER SHARE

The calculation of the basic loss per share is based on the following:

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元 (unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (unaudited) (未經審核)
Loss	虧損		
Loss attributable to owners of the Company, used in the basic loss per share calculation	用於計算每股基本虧損之本公司擁有人應佔虧損	13,539	32,042
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 (unaudited) (未經審核)	2021 二零二一年 (unaudited) (未經審核)
Number of shares	股數		
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	用於計算每股基本虧損之普通股加權平均數	956,057,645	456,649,957

No diluted loss per share for the six months ended 30 June 2022 and 2021 as the outstanding share options do not have any dilutive effect.

12. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2022, the Group has acquired property, plant and equipment of approximately HK\$6,258,000 (six months ended 30 June 2021: HK\$4,020,000).

10. 股息

截至二零二二年六月三十日止六個月並無派付或建議派付任何股息，自報告期末以來亦無建議派付任何股息(截至二零二一年六月三十日止六個月：無)。

11. 每股虧損

每股基本虧損的計算方式如下：

由於尚未行使的購股權並無任何攤薄影響，故截至二零二二年及二零二一年六月三十日止六個月概無每股攤薄虧損。

12. 物業、廠房及設備

截至二零二二年六月三十日止六個月，本集團已購買約6,258,000港元(截至二零二一年六月三十日止六個月：4,020,000港元)的物業、廠房及設備。

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13. RIGHT-OF-USE ASSETS

During the six months ended 30 June 2022, the Group entered into two new lease agreements. For these new leases, the lease term is within 12 months, hence, no right-of-use assets and lease liabilities have been recognised for the new leases.

14. INVESTMENTS IN ASSOCIATES

13. 使用權資產

截至二零二二年六月三十日止六個月，本集團訂立兩份新租賃協議。就該等新租賃而言，租期為12個月內，故概無就新租賃確認使用權資產及租賃負債。

14. 於聯營公司的投資

		30 June 2022 二零二二年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Unlisted investments in the PRC:	中國非上市投資：		
Net assets of associates	聯營公司資產淨值	11,254	11,254
Impairment losses	減值虧損	(1,405)	(1,405)
		9,849	9,849
Share of result of associate	應佔聯營公司業績	345	-
		10,194	9,849
Reclassified to asset classified as held-for-sale	重新分類為持作出售的資產	(10,194)	(9,849)
		-	-

Details of the Group's associates at 30 June 2022 and 31 December 2021 are as follows:

本集團於二零二二年六月三十日及二零二一年十二月三十一日的聯營公司詳情如下：

Name	Place of incorporation/ registration	Registered capital	Percentage of ownership interest/ voting power/ profit sharing 所有權益/ 投票權/ 溢利分佔百分比	Principal activities
名稱	註冊成立/ 登記地點	註冊資本		主要業務
Shanghai Rongshu Business Consulting Co., Ltd.*	PRC	RMB30,000,000 (not fully paid up)	49%	Consultancy service
上海榕書商務諮詢有限公司	中國	人民幣 30,000,000 元 (未悉數繳足)	49%	諮詢服務

*: English names for identification purpose.

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15. INTANGIBLE ASSETS

15. 無形資產

		30 June 2022	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
At beginning of period/year	於期／年初	36,835	34,478
Additions	增添	37,800	1,900
Amortisation for the period/year	期間／年度攤銷	(317)	(543)
Impairment loss for the period/year	期間／年度減值虧損	-	-
At the end of period/year	於期／年末	74,318	36,835

Included in the intangible assets were exclusive agency rights for certain number of apartments in Thailand ("EAR-1") and exclusive agency rights to sell 77 villa units planned to be constructed under a project of developer company ("EAR-2"). As of 30 June 2022, the carrying amount of EAR-1 and EAR-2 was approximately HK\$7,935,000 and approximately HK\$27,000,000, respectively (2021: approximately HK\$8,370,000 and HK\$27,000,000, respectively). The management of the Group carried out impairment assessment of the recoverable amount of EAR-1 and EAR-2 at the end of reporting period, based on estimated future cash flow to be generated from the respective real estate project. These assets are used in the Group's Real Estate Supply Chain Services segment. The assessment did not lead to the recognition of impairment loss for the exclusive agency right during the six months ended 30 June 2022.

On 10 June 2022, the Group entered into an agency agreement involving the issue of consideration shares under the specific mandate. For details, please refer to the announcements of the Company dated 18 January 2022 and 10 June 2022 and the circular dated 13 May 2022.

無形資產包括泰國若干間公寓的獨家代理權(「EAR-1」)及銷售發展公司項目項下規劃建設的77套別墅單位的獨家代理權(「EAR-2」)。截至二零二二年六月三十日，EAR-1及EAR-2的賬面值分別為約7,935,000港元及約27,000,000港元(二零二一年：分別為約8,370,000港元及27,000,000港元)。本集團管理層根據有關房地產項目將產生的估計未來現金流量，對EAR-1及EAR-2於報告期末的可收回金額作出減值評估。該等資產用於本集團的房地產供應鏈服務分部。評估並無導致於截至二零二二年六月三十日止六個月確認獨家代理權的減值虧損。

於二零二二年六月十日，本集團訂立涉及根據特別授權發行代價股份的代理協議。詳情請參閱本公司日期為二零二二年一月十八日及二零二二年六月十日的公告以及日期為二零二二年五月十三日的通函。

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16. TRADE RECEIVABLES

The aging analysis of trade receivables as at the end of the reporting period, based on invoice date, and net of allowance, is as follows:

		30 June 2022	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
0-90 days	0至90天	97,459	120,666
91-180 days	91至180天	38,927	40,655
181-365 days	181至365天	576	353
Over 365 days	365天以上	472	558
		137,434	162,232

16. 應收貿易賬款

於報告期末，按發票日期劃分的應收貿易賬款(扣除撥備)的賬齡分析如下：

17. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

		30 June 2022	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
Prepayment	預付款項	3,514	3,674
Other prepayments	其他預付款項	9,874	11,140
Other receivables	其他應收款項	73,106	62,923
Purchase deposits	購買按金	24,238	27,356
Rental deposits	租賃按金	2,951	3,215
Other deposits	其他按金	84	1,546
		113,767	109,854

17. 預付款項、按金及其他應收款項

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18. LOANS TO OTHER PARTIES

Loans to other parties represent loans advanced to other parties detailed as follows:

Name	Terms of loan	Principal balance as at 30 June 2022 於二零二二年六月三十日之本金結餘 HK\$'000 千港元 (unaudited) (未經審核)	Accrued interest as at 30 June 2022 於二零二二年六月三十日之應計利息 HK\$'000 千港元 (unaudited) (未經審核)	ECL rate 預期信貸虧損率 %	Cumulative allowance 累計撥備 HK\$'000 千港元 (unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (unaudited) (未經審核)	Balance as at 31 December 2021 於二零二一年十二月三十一日之結餘 HK\$'000 千港元 (audited) (經審核)
Independent Third Party C 獨立第三方C	Unsecured, repayable on 21 February 2021 and bears interest of 5% p.a. ("Loan Z") 無抵押、須於二零二一年二月二十一日償還及按年利率5%計息(「貸款Z」)	26,000	5,448	79.55%	(25,017)	6,431	5,124
Individual D 個人D	Unsecured, repayable on 28 February 2021 and bears interest of 8% p.a. ("Loan X") 無抵押、須於二零二一年二月二十八日償還及按年利率8%計息(「貸款X」)	13,000	5,029	78.19%	(14,096)	3,933	2,887
Independent Third Party F 獨立第三方F	Unsecured, repayable on 15 September 2021 and bears interest of 12% p.a. ("Loan W") 無抵押、須於二零二一年九月十五日償還及按年利率12%計息(「貸款W」)	-	152	-	-	152	1,377
Total	總計	39,000	10,629		(39,113)	10,516	9,388

Notes:

- (i) Loan Z was originally due on 21 February 2021, but Independent third party C had failed to repay the principal and interest on that day. On 11 March 2021, Independent Third Party C rescheduled payment by monthly instalments and the last payment date would be 30 June 2021 (the "Extended Period"), with interest calculated at 10% p.a. for the Extended Period, and was secured by personal guarantee given by the sole director and sole shareholder of Independent Third Party C. Independent Third Party C has failed to repay the principal and additional interest by the end of the Extended Period. Lifetime ECL is recognised as the loan was default and considered credit-impaired.
- (ii) Loan X was originally due on 30 June 2020, and Individual D had failed to repay the principal and interest on that day. On 30 June 2020, Individual D rescheduled payment by monthly instalments and the last payment date would be 28 February 2021 with all other terms remain unchanged. The Group temporarily lost contact with Individual D between January 2021 to March 2021. A legal letter of repayment was served to Individual D contact address on 9 March 2021. On 2 April 2021, the Group signed a repayment agreement with Individual D to agree the loan amount to be settled in full on 30 April 2021 and provide two properties as security. Individual C has only repaid HK\$2,000,000 and failed to repay settled the remaining balances as of 30 April 2021 and at the end of the reporting date. Lifetime ECL is recognised as the loan was default and considered credit-impaired.
- (iii) Loan W was originally due on 15 September 2021, but Independent Third Party F failed to repay the principal and interest on that day. An amount of principal of RMB1,000,000 (equivalent to approximately HK\$1,198,000) was fully recovered during the period ended 30 June 2022.

附註：

- (i) 貸款Z原定於二零二一年二月二十一日到期，惟獨立第三方C未能於該日償還本金及利息。於二零二一年三月十一日，獨立第三方C重新制定了按月分期還款的時間表，其中最後一筆付款的日期應為二零二一年六月三十日(「延遲期間」)，延遲期間按每年10%計算利息並由獨立第三方C的唯一董事及唯一股東提供的個人擔保作保。獨立第三方C未能於延長期間結束前償還本金及額外利息。由於該筆貸款出現違約及被認為信貸減值，故確認全期預期信貸虧損。
- (ii) 貸款X原定於二零二零年六月三十日到期，惟個人D未能於該日償還本金及利息。於二零二零年六月三十日，個人D重新制定了按月分期還款的時間表，其中最後一筆付款的日期應為二零二一年二月二十八日，所有其他條款維持不變。本集團於二零二一年一月至二零二一年三月期間與個人D暫時失去聯絡。本集團於二零二一年三月九日向個人D的聯繫地址寄發催款律師函。於二零二一年四月二日，本集團與個人D簽訂還款協議，協定於二零二一年四月三十日悉數償還貸款金額，並提供兩處物業作為抵押。截至二零二一年四月三十日及於報告日結束時，個人C僅償還2,000,000港元且未能償還餘額。由於該筆貸款出現違約及被認為信貸減值，故確認全期預期信貸虧損。
- (iii) 貸款W原定於二零二一年九月十五日到期，惟獨立第三方F未能於該日償還本金及利息。本金人民幣1,000,000元(相當於約1,198,000港元)於截至二零二二年六月三十日止期間已悉數收回。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

19. EQUITY INVESTMENTS AT FVTPL

19. 按公平值計入損益的股權投資

		30 June	31 December
		2022	2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
Equity securities, at fair value	股本證券，按公平值		
Listed in Hong Kong	於香港上市	-	1,229

The fair values of equity investments at FVTPL are based on quoted closing prices at the end of the reporting period. All equity investments at FVTPL are denominated in Hong Kong dollars.

按公平值計入損益的股權投資之公平值乃根據報告期末所報收市價而定。全部按公平值計入損益的股權投資均以港元計值。

20. BANK AND CASH BALANCES

20. 銀行及現金結餘

		30 June	31 December
		2022	2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
Cash on hand	庫存現金	3,195	3,186
Fixed deposits	定期存款	92,406	-
Cash at bank	銀行現金	94,395	142,382
Cash in margin account of brokerage firms	經紀行保證金賬戶之現金	-	6
Cash and cash equivalents in the condensed consolidated statement of cash flows	於簡明綜合現金流量表的現金及現金等價物	189,996	145,574

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

21. TRADE PAYABLES

The aging analysis of trade payables as at the end of the reporting period, based on invoice date, is as follows:

		30 June 2022 二零二二年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
0-90 days	0至90天	34,341	56,483
91-180 days	91至180天	2,358	1,866
181-365 days	181至365天	108	-
Over 365 days	365天以上	74	345
		36,881	58,694

22. BORROWINGS

22. 借貸

		30 June 2022 二零二二年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Loan from an independent third-party G (Note (i))	來自一名獨立第三方G的貸款(附註(i))	587	614
Other borrowings (Note (iii))	其他借貸(附註(iii))	14,000	-
		14,587	614
Bond payable (Note (ii))	應付債券(附註(ii))	1,000	2,000
		15,587	-
Analysis:	分析:		
Current portion	即期部分	15,587	614
Non-current portion	非即期部分	-	2,000
		15,587	2,614

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

22. BORROWINGS (Continued)

Notes:

- (i) The amount represents loan from an independent third party, which is non-interest bearing, unsecured and repayable on demand.
- (ii) On 10 May 2021, the Company issued 2-years bond payable with aggregate principal amounts of approximately HK\$2,000,000 to certain independent third parties. These bond payable carried interest at fixed rates of 5% per annum with interest payable annually in arrears. The bond payable are unsecured. During the six months ended 30 June 2022, bonds payable of HK\$1,000,000 have been redeemed.
- (iii) The Company obtained loans from certain licensed money lenders totaling HK\$14.0 million, the borrowings are unsecured and carried interest at fixed rate of 12% per annum with interest payable monthly in arrears. The borrowings are repayable within one year.

Borrowings are arranged at fixed interest rates or non-interest bearing thus expose the Group to fair value interest rate risk. The directors estimate the fair value of the Group's borrowings at 30 June 2022 and 31 December 2021 approximate to their carrying amounts.

22. 借貸(續)

附註：

- (i) 該金額為來自一名獨立第三方的無息、無抵押及按要求償還的貸款。
- (ii) 於二零二一年五月十日，本公司向若干獨立第三方發行本金總額約為2,000,000港元的兩年期應付債券。該等應付債券按固定年利率5%計息，而利息乃按年支付。應付債券為無抵押。截至二零二二年六月三十日止六個月，已贖回1,000,000港元的應付債券。
- (iii) 本公司自若干持牌放債人獲得合共14,000,000港元的貸款，該借貸為無抵押，按固定年利率12%計息，而利息乃按月支付。借貸須於一年內償還。

借貸按固定利率計息或無息，因此使本集團面對公平值利率風險。董事估計，本集團的借貸於二零二二年六月三十日及二零二一年十二月三十一日之公平值與其賬面值相若。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

23. SHARE CAPITAL

23. 股本

		30 June 2022 (unaudited) 二零二二年六月三十日 (未經審核)		31 December 2021 (audited) 二零二一年十二月三十一日 (經審核)	
		Number of shares 股數	Amount 金額 HK\$'000 千港元	Number of shares 股數	Amount 金額 HK\$'000 千港元
Authorised:	法定：				
Ordinary shares of HK\$0.02 each	每股面值0.02港元的普通股	75,000,000,000	1,500,000	75,000,000,000	1,500,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of HK\$0.02 each	每股面值0.02港元的普通股				
At the beginning of the period/year	於期/年初	924,363,855	18,487	427,958,570	8,559
Issuance of placing shares (Note (a))	發行配售股份(附註(a))	-	-	85,580,000	1,712
Issuance of placing shares (Note (b))	發行配售股份(附註(b))	-	-	102,704,000	2,054
Issuance of shares upon rights issue (Note (c))	供股時發行股份(附註(c))	-	-	308,121,285	6,162
Issuance of consideration shares (Note (d))	發行代價股份(附註(d))	230,000,000	4,600	-	-
Exercise of share option (Note (e))	行使購股權(附註(e))	53,328,000	1,067	-	-
At the end of the period/year	於期/年末	1,207,691,855	24,154	924,363,855	18,487

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

23. SHARE CAPITAL (Continued)

Notes:

- (a) On 11 January 2021, an aggregate of 85,580,000 shares of the Company with nominal value of HK\$0.02 each has been substantially placed at HK\$0.035 per shares. The net proceeds from the placed shares (after deduction of commission and other expenses of the placing) amounted to approximately HK\$29,354,000.
- (b) On 30 June 2021, an aggregate of 102,704,000 shares of the Company with nominal value of HK\$0.02 each has been substantially placed at HK\$0.224 per share. The net proceeds from the placed shares (after deduction of commission and other expenses of the placing) amounted to approximately HK\$22,316,000.
- (c) On 1 November 2021, the Company announced a proposed rights issue on the basis of one rights share for every two shares in issue at a subscription price of HK\$0.2 per rights share to raise up to approximately HK\$65,200,000 before expenses. On 23 November 2021, the Company allotted and issued 308,121,285 ordinary shares of HK\$0.2 each by way of rights issue. Proceeds from the rights issue amounted to approximately HK\$61,626,000.
- (d) On 10 June 2022, an aggregate of 230,000,000 new shares have been duly allotted and issued as fully paid to Mr. Sy Ming Yiu (the "Assignor") at the issue price of HK\$0.164 per consideration share under the specific mandate granted by shareholders at the extraordinary general meeting (the "EGM") held on 31 May 2022. For details, please refer to the announcements of the Company dated 18 January 2022 and 10 June 2022 and the circular dated 13 May 2022.
- (e) On 14 June 2022, an aggregate of 53,328,000 share options have been grant to certain employees of the Group (the "Grantees") at an exercise price of HK\$0.106 per share. For details, please refer to the announcement of the Company dated 14 June 2022.

During the period ended 30 June 2022, an aggregated of 53,328,000 shares options has been exercised by the Grantees.

23. 股本(續)

附註：

- (a) 於二零二一年一月十一日，合共85,580,000股每股面值0.02港元的本公司股份已按每股0.035港元的配售價基本完成配售。配售股份的所得款項淨額(經扣除配售事項的佣金及其他開支後)約為29,354,000港元。
- (b) 於二零二一年六月三十日，合共102,704,000股每股面值0.02港元的本公司股份已按每股0.224港元的配售價基本完成配售。配售股份的所得款項淨額(經扣除配售事項的佣金及其他開支後)約為22,316,000港元。
- (c) 於二零二一年十一月一日，本公司宣佈建議按每持有兩股已發行股份獲發一股供股股份的基準進行供股，認購價為每股供股股份0.2港元，以籌集最多約65,200,000港元(扣除開支前)。於二零二一年十一月二十三日，本公司以供股方式配發及發行308,121,285股每股面值0.2港元的普通股。供股所得款項約為61,626,000港元。
- (d) 於二零二二年六月十日，根據股東於二零二二年五月三十一日舉行的股東特別大會(「股東特別大會」)上授出的特別授權，合共230,000,000股新股份已按發行價每股合併股份0.164港元正式足額配發及發行予施明耀先生(「轉讓人」)。有關詳情請參閱本公司日期為二零二二年一月十八日及二零二二年六月十日的公告以及二零二二年五月十三日的通函。
- (e) 於二零二二年六月十四日，合共53,328,000份購股權已按每股0.106港元的行使價授予本集團若干僱員(「承授人」)。詳情請參閱本公司日期為二零二二年六月十四日的公告。

截至二零二二年六月三十日止期間，承授人已合共行使53,328,000份購股權。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

24. RELATED PARTY TRANSACTIONS

- (a) The remuneration of directors and other members of senior management during the period was as follows:

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元 (unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (unaudited) (未經審核)
Salaries, bonuses and allowances	薪金、花紅及津貼	2,515	2,830
Equity-settled share-based payments	股權結算股份付款	-	1,463
Retirement benefit scheme contribution	退休福利計劃供款	24	18
		2,539	4,311

25. FINANCIAL GUARANTEE CONTRACT

As at 30 June 2022 and 31 December 2021, the Group had an outstanding guarantee (“the Guarantee”) with one of the suppliers of an overseas subsidiary (the “Disposed Subsidiary”), which was disposed on 7 October 2015, for payment in relation to a sum of USD2.6 million (equivalent to approximately HK\$20.3 million), which represents a trade balance under dispute between the Disposed Subsidiary and the supplier. The supplier subsequently sold the trade balance to a third party.

During 2017, the Disposed Subsidiary agreed with the third party for a final settlement by instalment of USD650,000 (equivalent to approximately HK\$5.1 million). In this regards, as at 30 June 2022 and 31 December 2021, the Group had an outstanding guarantee of the sum limited to USD650,000 subject to the full payment of the final settlement effected by the Disposed Subsidiary.

The Disposed Subsidiary had issued a counter guarantee to indemnify the Group for any loss in relation to the Guarantee. The management of the Group after taking legal advice are of the opinion that it is very highly unlikely that liabilities will be brought against the Group on the above matter.

24. 關連方交易

- (a) 期內董事及其他高級管理層成員的薪酬如下：

25. 財務擔保合約

於二零二二年六月三十日及二零二一年十二月三十一日，本集團對已於二零一五年十月七日出售之海外附屬公司（「已出售附屬公司」）之其中一名供應商有未結擔保（「該擔保」），其有關支付2,600,000美元（相當於約20,300,000港元）之款項，此乃已出售附屬公司與該供應商之爭議貿易結餘。隨後供應商已出售貿易結餘予第三方。

於二零一七年，已出售附屬公司已與該第三方達成最終和解，分期付款650,000美元（相當於約5,100,000港元）。就此而言，於二零二二年六月三十日及二零二一年十二月三十一日，本集團擁有尚未償付擔保金額限於650,000美元，視乎已出售附屬公司悉數支付的最終和解款項而定。

已出售附屬公司已向本集團發出反擔保，以就該擔保之任何損失為本集團提供彌償保證。本集團管理層於接獲法律意見後認為本集團極不可能因前述事項而承擔負債。

Notes to the Condensed Financial Statements

簡明財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

26. CAPITAL COMMITMENTS

The Group's capital commitments at the end of the reporting period are as follows:

		30 June	31 December
		2022	2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(audited)
		(未經審核)	(經審核)
Plant and machinery	廠房及機器		
Contracted but not yet incurred	已訂約但尚未產生	747	418

27. EVENTS AFTER THE REPORTING PERIOD

As at the date of this report, there were no important events after the reporting period which have material effect on the Group.

28. COMPARATIVE FIGURES

Certain comparative figures have been re-presented to conform to the current period's presentation. The new classification of the accounting items is considered to provide a more appropriate presentation of the state of affairs of the Group.

29. APPROVAL OF INTERIM FINANCIAL STATEMENTS

The interim financial statements were approved and authorised for issue by the Board of Directors on 31 August 2022.

26. 資本承擔

本集團於報告期末之資本承擔如下：

27. 報告期後事項

截至本報告日期，報告期後並無對本集團有重大影響的重要事項。

28. 比較數字

若干比較數字已重列，以符合本期內的呈報方式。會計項目的新分類被認為可以更恰當地顯示本集團的狀況。

29. 審批中期財務報表

董事會於二零二二年八月三十一日審批並授權刊發中期財務報表。

Information for Investors

投資者資料

LISTING INFORMATION

Listing: Hong Kong Stock Exchange
Stock code: 1143
Ticker Symbol
Reuters: 1143.HK
Bloomberg: 1143 HK Equity

KEY DATES

27 January 2011
Listed on Hong Kong Stock Exchange

31 August 2022
Announcement of 2022 Interim Results

REGISTRAR & TRANSFER OFFICES

Principal:

Royal Bank of Canada Trust Company
(Cayman) Limited
4th Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

Hong Kong Branch:

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

WEBSITE

www.link-asia.com.hk

上市資料

上市：香港聯合交易所
股份代號：1143
股票簡稱
路透社：1143.HK
彭博：1143 HK Equity

重要日子

二零一一年一月二十七日
於香港聯合交易所上市

二零二二年八月三十一日
公佈二零二二年中期業績

過戶登記處

總處：

Royal Bank of Canada Trust Company
(Cayman) Limited
4th Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

香港分處：

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

網址

www.link-asia.com.hk



Link-Asia International MedTech Group Limited
環亞國際醫療科技集團有限公司