



高陽科技(中國)有限公司*

HI SUN TECHNOLOGY (CHINA) LIMITED

(於百慕達註冊成立之有限公司)

(Incorporated in Bermuda with limited liability)

(股份代號 Stock code: 00818)

Interim Report
中期報告
2024





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Business Review

業務回顧

INTERIM CONDENSED SEGMENT RESULT ANALYSIS 中期簡明分類業績分析

		Turnover 營業額		EBITDA [#] EBITDA [#]		
		Unaudited 未經審核		Unaudited 未經審核		
		1H2024	1H2023	1H2024	1H2023	
		二零二四年	二零二三年	二零二四年	二零二三年	
		上半年	上半年	上半年	上半年	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	
		千港元	千港元	千港元	千港元	
Payment and digital services	支付及數字化服務	1	892,681	1,023,799	117,472	175,405
Fintech services	金融科技服務	2	46,697	115,660	(20,372)	58,887
Platform operation solutions	平台運營解決方案	3	57,057	59,918	(16,080)	(17,433)
Financial solutions	金融解決方案	4	99,810	94,858	384	(35,716)
Others	其他	5	83,887	16,675	(6,025)	(12,678)
Segmental results	分類業績		1,180,132	1,310,910	75,379	168,465
Less: Inter-segment turnover	減：分類間營業額		(3,244)	(297)	–	–
Total	合計		1,176,888	1,310,613	75,379	168,465
Depreciation	折舊				(36,098)	(71,521)
Amortisation	攤銷				(177)	(758)
Fair value gains on financial assets at fair value through profit or loss (“FVPL”), net	按公平值計入損益（「按公平值計入損益」）之金融資產公平值收益淨額				393	4,339
Segmental operating profit	分類經營溢利				39,497	100,525
Unallocated other income	未分配其他收入				12,582	9,815
Unallocated corporate expenses	未分配企業開支				(42,591)	(40,605)
Operating profit	經營溢利				9,488	69,735

[#] EBITDA is calculated by excluding interest expense, taxes, depreciation, amortisation and fair value gains on financial assets at FVPL, net from segmental operating profit

[#] EBITDA按分類經營溢利扣除利息開支、稅項、折舊、攤銷及按公平值計入損益之金融資產之公平值收益淨額計算



Business Review 業務回顧

INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT 中期簡明綜合收益表

		Notes 附註	Unaudited 未經審核	
			1H2024 二零二四年 上半年 HK\$'000 千港元	1H2023 二零二三年 上半年 HK\$'000 千港元
Revenue	收入	A	1,176,888	1,310,613
Cost of sales	銷售成本	C	(763,052)	(834,281)
Gross profit	毛利		413,836	476,332
Other income	其他收入	B	89,322	51,779
Other gains, net	其他收益淨額		269	9,179
Selling expenses	銷售開支	C	(55,452)	(86,186)
Administrative expenses	行政費用	C	(404,664)	(367,859)
Credit impairment loss, net	信貸減值虧損淨額	C	(33,823)	(13,510)
Operating profit	經營溢利		9,488	69,735
Share of results of associated companies	應佔聯營公司之業績	D	141,385	220,380
Impairment of investment an associated company	於一間聯營公司投資之減值	F	(140,865)	–
Loss on deemed acquisition and dilution of interest in an associated company	視作收購及攤薄於一間聯營公司權益之虧損		(2,524)	(224)
Gain on disposal of a subsidiary	出售一間附屬公司之收益		–	3,277
Finance costs	融資成本		(924)	(2,179)
Profit before income tax	除所得稅前溢利		6,560	290,989
Income tax credit	所得稅抵免	K	16,855	66,018
Profit for the period	期內溢利		23,415	357,007
Profit attributable to:	應佔溢利：			
– Owners of the Company	– 本公司擁有人		3,397	316,301
– Non-controlling interests	– 非控股權益		20,018	40,706
			23,415	357,007
Earnings/(losses) per share for profit attributable to the owners of the Company:	本公司擁有人應佔溢利之每股盈利／(虧損)：		HK\$ per share 每股港元	HK\$ per share 每股港元
Basic	基本		0.001	0.115
Diluted	攤薄		(0.032)	0.083



Business Review 業務回顧

INTERIM CONDENSED CONSOLIDATED BALANCE SHEET 中期簡明綜合資產負債表

			Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
	Note 附註			
ASSETS		資產		
Investment properties and property, plant and equipment	E	投資物業及物業、廠房及設備	51,108	78,171
Right-of-use assets		使用權資產	54,287	69,560
Intangible assets		無形資產	2,585	2,834
Investments in associated companies	F	於聯營公司之投資	3,459,550	3,606,250
Financial assets at fair value through profit or loss		按公平值計入損益之金融資產	78,930	309,206
Inventories		存貨	781	19,474
Trade and bills receivables	G	應收賬款及應收票據	131,949	177,055
Other financial assets at amortised cost and other current assets		按攤銷成本計量之其他金融資產及 其他流動資產	176,789	200,160
Loan receivables	H	應收貸款	1,064,481	1,536,634
Amount due from an associated company		應收一間聯營公司之款項	5,000	5,000
Current income tax recoverable		可收回即期所得稅	7,482	3,040
Time deposits	I	定期存款	517,758	–
Restricted bank balances	I	受限制銀行結餘	3,077,045	3,542,318
Cash and cash equivalents	I	現金及現金等價物	3,446,567	3,482,016
Assets classified as held for sale	L	分類為持作出售之資產	73,511	–
Total assets		資產總值	12,147,823	13,031,718
EQUITY		權益		
Capital and reserves attributable to owners of the Company		本公司擁有人應佔資本及儲備		
Share capital		股本	6,942	6,942
Reserves		儲備	7,066,518	7,183,993
			7,073,460	7,190,935
Non-controlling interests		非控股權益	592,656	587,083
Total equity		權益總額	7,666,116	7,778,018
LIABILITIES		負債		
Deferred income tax liabilities		遞延所得稅負債	–	17
Trade payables	J	應付賬款	497,598	596,415
Payables for payment and digital services business	J	支付及數字化服務業務之應付款項	3,010,791	3,591,920
Other payables and accruals	J	其他應付款項及應計款項	826,521	932,745
Amounts due to associated companies		應付聯營公司之款項	4,193	4,295
Current income tax liabilities		即期所得稅負債	28,168	42,136
Lease liabilities		租賃負債	37,144	43,484
Bank borrowings		銀行借款	12,302	42,688
Liabilities directly associated with assets classified as held for sale	L	與分類為持作出售之資產 直接相關的負債	64,990	–
Total liabilities		負債總額	4,481,707	5,253,700
Total equity and liabilities		權益及負債總額	12,147,823	13,031,718
			As at 30 June 2024 於二零二四年 六月三十日 HK\$ per share 每股港元	As at 31 December 2023 於二零二三年 十二月三十一日 HK\$ per share 每股港元
Net assets per share		每股資產淨值	2.761	2.801



Business Review 業務回顧

During the six months ended 30 June 2024 (“1H2024”), the consolidated turnover of Hi Sun Technology (China) Limited (the “Company”) and its subsidiaries (collectively, the “Group”) amounted to HK\$1,176.9 million, representing a decrease of approximately 10% when compared with the six months ended 30 June 2023 (“1H2023”). Profit for the period totalled HK\$23.4 million as compared to HK\$357.0 million in 1H2023.

With regard to the balance sheet, the total assets as at 30 June 2024 amounted to HK\$12,147.8 million as compared to HK\$13,031.7 million as at 31 December 2023. As at 30 June 2024, net current assets amounted to HK\$3,765.3 million, as compared to HK\$3,958.4 million as at 31 December 2023.

SEGMENT PERFORMANCE REVIEW

(1) Payment and digital services

Key performance indicators

Turnover*	營業額*
EBITDA [‡]	EBITDA [‡]
Operating profit	經營溢利

* Turnover from external customers

[‡] EBITDA is calculated by excluding interest expense, taxes, depreciation and amortisation from segmental operating profit

Segmental turnover for 1H2024 amounted to HK\$892.2 million as compared to HK\$1,023.5 million in 1H2023. Segmental operating profit amounted to HK\$90.8 million, 20% down as compared to 1H2023.

The decrease in segmental turnover and segmental operating profit was primarily attributable to the further replacement of the traditional payment market by digital payments. While the digital services business of the Group is in the expansion stage, the handling fee rate of digital payment is lower than that of traditional payment. As such, the decline in the overall transaction volume and average handling fee rate during the digital transformation period has resulted in a decrease in revenue and operating profit during the relevant period. At the same time, the Group was actively making strategic moves to expand its management service products and platforms as well as cross-border business. Despite the expected short-term pressure during the period of digital transformation, the Group firmly believes that this strategic adjustment will bring about the cornerstone of more stable development in the future.

截至二零二四年六月三十日止六個月(「二零二四年上半年」),高陽科技(中國)有限公司(「本公司」)及其附屬公司(統稱「本集團」)之綜合營業額為1,176,900,000港元,較截至二零二三年六月三十日止六個月(「二零二三年上半年」)減少約10%。期內溢利合共為23,400,000港元,而於二零二三年上半年則為357,000,000港元。

就資產負債表而言,於二零二四年六月三十日,資產總值為12,147,800,000港元,而於二零二三年十二月三十一日則為13,031,700,000港元。於二零二四年六月三十日,流動資產淨值為3,765,300,000港元,而於二零二三年十二月三十一日則為3,958,400,000港元。

分類表現回顧

(1) 支付及數字化服務

主要表現指標

Unaudited 未經審核		
1H2024 二零二四年 上半年 HK\$'000 千港元	1H2023 二零二三年 上半年 HK\$'000 千港元	Change 變動 + / (-)
892,230	1,023,502	-13%
117,472	175,405	-33%
90,753	113,741	-20%

* 來自外部客戶之營業額

[‡] EBITDA按分類經營溢利扣除利息開支、稅項、折舊及攤銷計算

二零二四年上半年,分類營業額為892,200,000港元,而於二零二三年上半年為1,023,500,000港元。分類經營溢利為90,800,000港元,較二零二三年上半年下降20%。

分類營業額及分類經營溢利減少主要歸因於數字支付進一步取代傳統支付市場。雖然本集團之數字化服務業務處於擴張階段,但數字支付的手續費率低於傳統支付。因此,於數字化轉型期間的整體交易量及平均手續費率下降導致有關期間的收入及經營溢利減少。同時,本集團邁出戰略步伐積極地拓展其管理服務產品、平台以及跨境業務。儘管預期於數字化轉型期間將短期承壓,但本集團堅信這項戰略調整將成為日後更加穩定發展的基石。



Business Review

業務回顧

(2) Fintech services

Key performance indicators

Turnover*	營業額*
EBITDA [‡]	EBITDA [‡]
– including credit impairment loss	– 包括信貸減值虧損
Operating (loss)/profit	經營(虧損)/溢利

* Turnover from external customers

[‡] EBITDA is calculated by excluding interest expense, taxes, depreciation and amortisation from segmental operating (loss)/profit

During 1H2024, segmental turnover amounted to HK\$ 43.9 million as compared to HK\$115.7 million in 1H2023. Decline in segmental turnover was mainly due to the decrease in volume of loans granted during the period. Segmental operating loss for 1H2024 amounted to HK\$20.5 million as compared to profit of HK\$55.6 million in 1H2023. Increase in segmental operating loss was mainly attributable to a decrease in turnover and an increase in credit impairment loss.

(3) Platform operation solutions

Key performance indicators

Turnover*	營業額*
EBITDA [‡]	EBITDA [‡]
Fair value (loss)/gain on a financial asset at FVPL	按公平值計入損益之金融資產公平值(虧損)/收益
Operating loss	經營虧損

* Turnover from external customers

[‡] EBITDA is calculated by excluding interest expense, taxes, depreciation, amortisation and fair value (loss)/gain on a financial asset at FVPL from segmental operating loss

(2) 金融科技服務

主要表現指標

Unaudited 未經審核		Change
1H2024 二零二四年 上半年 HK\$'000 千港元	1H2023 二零二三年 上半年 HK\$'000 千港元	
43,904	115,660	-62%
(20,372)	58,887	N/A不適用
(33,621)	(13,567)	N/A不適用
(20,536)	55,574	N/A不適用

* 來自外部客戶之營業額

[‡] EBITDA按分類經營(虧損)/溢利扣除利息開支、稅項、折舊及攤銷計算

二零二四年上半年，分類營業額為43,900,000港元，而二零二三年上半年為115,700,000港元。分類營業額下降主要由於期內批出的貸款數量減少。二零二四年上半年分類經營虧損為20,500,000港元，而二零二三年上半年則為溢利55,600,000港元。分類經營虧損增加主要由於營業額減少及信貸減值虧損增加。

(3) 平台運營解決方案

主要表現指標

Unaudited 未經審核		Change
1H2024 二零二四年 上半年 HK\$'000 千港元	1H2023 二零二三年 上半年 HK\$'000 千港元	
57,057	59,918	-5%
(16,080)	(17,433)	N/A不適用
(2,165)	4,339	N/A不適用
(21,091)	(16,071)	N/A不適用

* 來自外部客戶之營業額

[‡] EBITDA按分類經營虧損扣除利息開支、稅項、折舊、攤銷及按公平值計入損益之金融資產之公平值(虧損)/收益計算



Business Review 業務回顧

In 1H2024, we continued to provide high-quality and efficient supporting services, such as product development, business operation and system maintenance, to China Mobile Fintech, the IVR Base of China Mobile and the Animation Base of China Mobile. Segmental turnover for 1H2024 amounted to HK\$57.1 million as compared to HK\$59.9 million in 1H2023. Segmental operating loss for 1H2024 amounted to HK\$21.1 million as compared to HK\$16.1 million in 1H2023, which was primarily attributable to the fair value loss on a financial asset through profit or loss amounting to HK\$2.2 million in 1H2024 as compared to fair value gain of HK\$4.3 million in 1H2023.

(4) Financial solutions

Key performance indicators

Turnover*	營業額*
EBITDA [‡]	EBITDA [‡]
Operating loss	經營虧損

* Turnover from external customers

[‡] EBITDA is calculated by excluding interest expense, taxes, depreciation and amortisation from segmental operating loss

During 1H2024, segmental turnover amounted to HK\$99.8 million as compared to HK\$94.9 million in 1H2023. Segmental operating loss for 1H2024 totalled HK\$2.5 million as compared to HK\$39.0 million in 1H2023. The decline in segmental operating loss was mainly due to the reduced upfront costs as compared to 1H2023.

(5) Others

Other business operations mainly included our electronic power meters and solutions business. Turnover from these businesses contributed approximately 7% of the total consolidated turnover of the Group for 1H2024.

Segmental turnover for 1H2024 amounted to HK\$83.9 million as compared to HK\$16.7 million in 1H2023. Segmental operating loss for 1H2024 amounted to HK\$7.1 million as compared to HK\$13.8 million in 1H2023.

於二零二四年上半年，我們繼續為中移金科、中移動IVR基地及中移動動漫基地提供優質高效的支援服務，如產品開發、業務營運及系統維護。二零二四年上半年分類營業額為57,100,000港元，而二零二三年上半年為59,900,000港元。二零二四年上半年分類經營虧損為21,100,000港元，而二零二三年上半年則為16,100,000港元，主要由於於二零二四年上半年，按公平值計入損益之金融資產公平值虧損為2,200,000港元，而二零二三年上半年為公平值收益4,300,000港元。

(4) 金融解決方案

主要表現指標

Unaudited 未經審核		
1H2024 二零二四年 上半年 HK\$'000 千港元	1H2023 二零二三年 上半年 HK\$'000 千港元	Change 變動 + / (-)
99,810	94,858	+5%
384	(35,716)	N/A不適用
(2,523)	(38,955)	N/A不適用

* 來自外部客戶之營業額

[‡] EBITDA按分類經營虧損扣除利息開支、稅項、折舊及攤銷計算

於二零二四年上半年，分類營業額為99,800,000港元，而於二零二三年上半年為94,900,000港元。二零二四年上半年分類經營虧損合共為2,500,000港元，而於二零二三年上半年為39,000,000港元。分類經營虧損下降主要由於前期成本較二零二三年上半年減少。

(5) 其他

其他業務運營主要包括電能計量產品及解決方案業務。二零二四年上半年，該等業務的營業額貢獻約佔本集團綜合營業額總額的7%。

二零二四年上半年分類營業額為83,900,000港元，而二零二三年上半年為16,700,000港元。二零二四年上半年分類經營虧損為7,100,000港元，而於二零二三年上半年為13,800,000港元。



Business Review

業務回顧

OVERALL FINANCIAL RESULTS AND POSITION

(A) Revenue

The consolidated turnover amounted to HK\$1,176.9 million in 1H2024, representing a decrease of approximately 10% over 1H2023. Such decrease was mainly attributable to a decrease in segmental turnover of the payment and digital services segment. Please also refer to Notes 1 to 5 above on segmental performance.

(B) Other income

Other income mainly consisted of interest income and government subsidies.

(C) Cost of sales and operating expenses

During 1H2024, cost of sales decreased significantly mainly due to decline in total turnover particularly in the payment and digital services segment.

Increase in operating expenses was mainly due to increase in staff cost and research and development costs during 1H2024.

Credit impairment loss was primarily due to impairment loss on aged loan receivable balances under the fintech services segment.

(D) Share of results of associated companies

Amounts mainly represented share of the results of PAX Global Technology Limited (“PAX Global”), an associated company of the Company, the shares of which are listed on the Stock Exchange.

(E) Investment properties and property, plant and equipment

Balance mainly represented fixed assets of payment and digital services segment.

(F) Investments in associated companies

Balance mainly represented the Group’s interests in PAX Global and Megahunt Technologies Inc. (“Megahunt”). The Group is optimistic about the future prospects of its associated companies and will continue to demonstrate prudence and resilience in assessing its investment strategy towards the enhancement of shareholders’ value.

整體財務業績及狀況

(A) 收入

二零二四年上半年綜合營業額為1,176,900,000港元，較二零二三年上半年減少約10%。有關減少乃主要由於本集團的支付及數字化服務分類之分類營業額減少所致。有關分類表現亦請參閱上文附註1至5。

(B) 其他收入

其他收入主要包括利息收入及政府補貼。

(C) 銷售成本及經營開支

於二零二四年上半年，銷售成本大幅減少，主要由於總營業額下跌，尤其是支付及數字化服務分類。

二零二四年上半年，經營開支增加乃主要由於員工成本及研發成本增加。

信貸減值虧損乃主要由於金融科技服務分類項下的逾期應收貸款結餘的減值虧損。

(D) 應佔聯營公司之業績

有關金額主要指分佔本公司之聯營公司百富環球科技有限公司（「百富環球」）之業績，百富環球之股份於聯交所上市。

(E) 投資物業及物業、廠房及設備

結餘主要指支付及數字化服務分類之固定資產。

(F) 於聯營公司之投資

結餘主要指本集團於百富環球及兆訊恒達科技股份有限公司（「兆訊恒達」）之權益。本集團對其聯營公司的未來前景持樂觀態度，並將繼續審慎及靈活地評估其投資策略，以提升股東價值。



Business Review 業務回顧

(i) Pax Global

As at 30 June 2024, the Group held 364,000,000 ordinary shares of PAX Global and the fair value of the Group's approximately 34.0% effective interest in PAX Global was approximately HK\$2,133.0 million and the fair value of the investment was lower than its carrying value. The recoverable amount, based on discounted cashflow model, exceeded the carrying value as at 30 June 2024. The interest in PAX Global of HK\$3,088.1 million represented approximately 25.4% of the Group's unaudited total assets as at 30 June 2024 and the cost of investment as at 30 June 2024 was HK\$259.8 million.

PAX Global, together with its subsidiaries, is principally engaged in the development and sales of electronic funds transfer point-of-sale ("E-payment Terminals") products, provision of maintenance and installation and payment solution services (collectively, referred to as the "E-payment Terminals solutions business").

PAX Global is one of the global leading suppliers of E-payment Terminals solutions business. The continuous progress in payment technology, coupled with the growing consumer preference for convenient and secure payment options, along with global cashless initiatives, has opened up new opportunities for PAX Global's products and solutions. Despite facing challenging macroeconomic conditions, PAX Global has showcased resilience to risks and adaptability to volatile environments. PAX Global remains at the forefront of market trends and actively drives the enhancement of payment terminal technology.

In 1H2024, the decrease in unaudited net profit of PAX Global was primarily due to the decline in revenue recorded. The decline in revenue was primarily due to the drop in purchase orders in certain markets during the period, which is attributed to the global economic uncertainty.

Looking forward, the shift toward cashless and digital economies remains an irreversible trend. We are optimistic about PAX Global maintaining a positive outlook on the market demand for its payment terminals and being well-prepared to capitalise on the vast opportunities within the global payments industry.

(i) 百富環球

於二零二四年六月三十日，本集團持有百富環球364,000,000股普通股，且本集團於百富環球約34.0%實際權益之公平值約為2,133,000,000港元，而投資公平值低於其賬面值。於二零二四年六月三十日，可收回金額根據貼現現金模式超過賬面值。於二零二四年六月三十日，於百富環球的權益3,088,100,000港元約佔本集團未經審核資產總值的25.4%，而於二零二四年六月三十日之投資成本為259,800,000港元。

百富環球，連同其附屬公司，主要從事電子轉賬銷售點（「電子支付終端」）產品的開發及銷售，提供維護及安裝以及支付解決方案服務（統稱「電子支付終端解決方案業務」）。

百富環球是全球領先的電子支付終端解決方案業務供應商之一。支付技術的持續進步，加上消費者對便捷、安全的支付方式的偏好日益增加以及全球無現金化倡議，已為百富環球的產品及解決方案打開全新的機遇。儘管面對具挑戰性的宏觀經濟條件，百富環球仍展現出抵禦風險的韌性及應對動盪環境的適應能力。百富環球繼續立足於市場趨勢的前沿地位，積極推動支付終端技術的提升。

於二零二四年上半年，百富環球的未經審核純利減少主要由於錄得收益下降所致。收益下降主要歸因於受全球經濟不確定性的影響，若干市場的採購訂單於期內有所減少。

展望未來，向無現金及數字經濟轉變仍為不可逆轉的趨勢。我們對百富環球維持其支付終端市場需求存有正面展望，並已做好把握全球支付行業龐大機遇的準備持樂觀態度。



Business Review

業務回顧

(ii) Megahunt

As at 30 June 2024, the Group held approximately 45.73% of the issued shares of Megahunt. The financial impact attributed to Megahunt's withdrawal of the proposed listing on the Shanghai Stock Exchange in June 2024. The recoverable amount had been determined based on the higher of the fair value less cost of disposal and value-in-use. The recoverable amount of Megahunt based on the fair value less costs of disposal calculation was determined under the market approach valuation performed by an independent professional valuer. The recoverable amount of Megahunt is lower than its carrying amount. The total shortfall of HK\$140.9 million was recognised as a non-cash impairment loss of investment in an associated company during 1H2024. The interest in Megahunt of HK\$342.6 million represented approximately 2.8% of the Group's unaudited total assets as at 30 June 2024.

In 1H2024, due to the impact of the global economic conditions and the tightened global semiconductor supply chain, the growth of the information security chip industry tended to slow down and competition became more intense. The information security chip market is generally expected to develop steadily in 2024, subject to changes due to the policy impact on the payment market. At the same time, it is expected that the security chips used in the Internet of Things (IoT) will achieve preliminary sales in 2024. Other research and development projects are progressing smoothly and the cost reduction initiatives of various products are also rolling out in an orderly manner.

(ii) 兆訊恒達

於二零二四年六月三十日，本集團持有兆訊恒達已發行股份約45.73%。因兆訊恒達撤回於二零二四年六月在上海證券交易所上市的提議而產生的財務影響。可收回金額乃根據公平值減出售成本與使用價值之較高者釐定。根據公平值減出售成本計算得出之兆訊恒達可收回金額乃由獨立專業估值師按市場法進行估值而釐定。兆訊恒達之可收回金額低於其賬面值。140,900,000港元的總差額於二零二四年上半年確認為於聯營公司之投資之非現金減值虧損。於二零二四年六月三十日，於兆訊恒達的權益342,600,000港元約佔本集團未經審核資產總值的2.8%。

二零二四年上半年受全球經濟狀況以及全球半導體供應鏈緊張的影響，信息安全芯片行業增長趨於緩慢，競爭更加激烈。預計二零二四年信息安全芯片市場整體平穩發展，惟可受支付市場的政策影響而改變。同時，預計二零二四年應用於物聯網的安全芯片將會錄得初步的銷量。其他各項研發專案進展順利，各產品的成本降低工作亦在有條不紊的開展。

(G) Trade and bills receivables

(G) 應收賬款及應收票據

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Trade receivables (Note (i))	應收賬款 (附註(i))	137,463	187,243
Bills receivables	應收票據	805	5,830
Less: provision for impairment of receivables	減：應收款項減值撥備	(6,319)	(16,018)
Total	合計	131,949	177,055



Business Review 業務回顧

Note (i):

The Group's credit terms to trade debtors normally range from 0 to 180 days. The ageing analysis of the trade receivables primarily based on the relevant invoice dates is as follows:

Current to 90 days	即期至90日
91 to 180 days	91至180日
181 to 365 days	181至365日
Over 365 days	365日以上

附註(i):

本集團一般給予貿易債務人之信貸期由0至180日不等。主要根據相關發票日期之應收賬款賬齡分析如下：

Unaudited 未經審核	Audited 經審核
As at 30 June 2024 於二零二四年 六月三十日	As at 31 December 2023 於二零二三年 十二月三十一日
HK\$'000 千港元	HK\$'000 千港元
52,882	145,541
63,335	13,989
12,343	3,463
8,903	24,250
137,463	187,243

- Changes in trade receivables aged from current to 90 days and 91 to 180 days were mainly due to changes in outstanding balances under platform operation solutions, financial solutions segments and reclassification of account receivable balances of electronic power meter and solutions under other business operations to assets classified as held for sale.

- 賬齡介乎即期至90日及91至180日之應收賬款變動主要乃由於平台運營解決方案、金融解決方案分類之未償還結餘變動以及將其他業務營運項下電能計量產品及解決方案之應收賬款結餘重新分類為持作出售之資產。

(H) Loan receivables

Loan receivables are amounts due from customers under the fintech services segment in the ordinary course of business and primarily denominated in RMB.

The decline in balance was due to the decrease in the volume of loans granted during the period.

(H) 應收貸款

應收貸款為於日常業務過程中根據金融科技服務分類項下應收客戶的款項，有關款項主要以人民幣計值。

結餘下降乃由於期內批出的貸款數量減少。



Business Review

業務回顧

(I) Time deposits, restricted bank balances and cash and cash equivalents

(I) 定期存款、受限制銀行結餘以及現金及現金等價物

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Non-current assets	非流動資產		
Long-term bank deposits	長期銀行存款	267,437	–
Current assets	流動資產		
Short-term bank deposits	短期銀行存款	250,321	–
Total time deposits	定期存款總額	517,758	–
Restricted bank balances (<i>Note</i>)	受限制銀行結餘 (<i>附註</i>)	3,077,045	3,542,318
Cash and cash equivalents	現金及現金等價物	3,446,567	3,482,016
Restricted bank balances and cash and cash equivalents	受限制銀行結餘以及現金及現金等價物	6,523,612	7,024,334

Note:

In accordance with the notice issued by the Payment and Settlement Department of the People's Bank of China ("PBOC") from 14 January 2019, all customer reserve accounts held by third-party payment institutions should be cancelled and the customer reserves should be deposited in a dedicated deposit account maintained centrally by a designated agency. Since the transfer of fund of the dedicated deposit account is subject to measures imposed by PBOC, the customer reserves maintained therein are restricted in nature.

As at 30 June 2024, the amount comprised (i) the customer reserves deposited in the abovesaid dedicated deposit account which was denominated in RMB; and (ii) the funds deposited in designated bank accounts for the operation of the Group's cross-border payment business.

附註：

根據中國人民銀行（「中國人民銀行」）支付結算司發佈的通知，自二零一九年一月十四日起，第三方支付機構持有的所有客戶儲備金賬戶將被撤銷，且客戶儲備金須集中存放於指定機構的專用存款賬戶中。由於該專用存款賬戶中的資金轉賬受中國人民銀行實施的措施監管，因此於其中存放的該等客戶儲備金本質上受限制。

於二零二四年六月三十日，該金額包括(i)存放於上述專用存款賬戶中以人民幣計值的客戶儲備金；及(ii)存放於指定銀行賬戶用於經營本集團跨境支付業務的資金。



Business Review 業務回顧

(J) Trade payables, payables for payment and digital services business and other payables and accruals

(J) 應付賬款、支付及數字化服務業務之應付款項以及其他應付款項及應計款項

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Trade payables (Note (i))	應付賬款 (附註(i))	497,598	596,415
Payables for payment and digital services business (Note (ii))	支付及數字化服務業務之應付款項 (附註(ii))	3,010,791	3,591,920
Other payables and accruals (Note (iii))	其他應付款項及應計款項 (附註(iii))	826,521	932,745
Total	合計	4,334,910	5,121,080

Note (i):

The credit period granted by the suppliers ranges from 0 to 180 days. The ageing analysis of the trade payables primarily based on invoice date was as follows:

附註(i):

供應商授予之信貸期由0至180日不等。主要根據發票日期之應付賬款賬齡分析如下：

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Current to 90 days	即期至90日	490,780	318,313
91 to 180 days	91至180日	1	110,708
181 to 365 days	181至365日	1,692	156,504
Over 365 days	365日以上	5,125	10,890
		497,598	596,415

– Change in trade payables aged between current to 90 days, 91 to 180 days and 181 to 365 days were mainly due to changes in outstanding balances under the payment and digital services segment.

– 賬齡介乎即期至90日、91日至180日以及181至365日之應付賬款變動主要由於支付及數字化服務分類項下未償還結餘變動所致。

Note (ii):

This balance represents payables to merchants for the payment and digital services business.

附註(ii):

有關結餘指就支付及數字化服務業務應付商戶之款項。



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業務回顧

Note (iii):

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Accrued staff costs and pension obligations*	應計員工成本及退休金責任*	158,295	256,214
Deposits	按金	34,274	35,154
Receipt in advance from customers**	預先收取客戶之款項**	21,670	24,023
Advance from business channel partners**	來自業務渠道合作商的墊款**	439,457	424,893
Others***	其他***	172,825	192,461
		826,521	932,745

* The decrease in accrued staff costs and pension obligations was mainly due to the payment of year 2023 year-end bonus during 1H2024.

** Receipt in advance from customers and advance from business channel partners represented advances and guarantees received from merchants and partners under the payment and digital services segment.

*** Balance mainly represented accrued subcontracting costs and other accrued handling fees payable under the payment and digital services segment.

附註(iii):

	Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
	158,295	256,214
	34,274	35,154
	21,670	24,023
	439,457	424,893
	172,825	192,461
	826,521	932,745

* 應計員工成本及退休金責任減少乃主要由於於二零二四年上半年支付二零二三年終花紅所致。

** 預先收取客戶之款項及來自業務渠道合作商的墊款指支付及數字化服務分類項下的商戶及合作商收取之墊款及保證金。

*** 結餘主要指應計分包成本及支付及數字化服務分類項下應付其他應計手續費。

(K) Income tax credit

The income tax credit was mainly due to a subsidiary under payment and digital services segment being qualified as a Software and Integrated Circuit Enterprise (“SICE”).

(K) 所得稅抵免

所得稅抵免主要由於支付及數字化服務分類下的一間附屬公司獲得軟件及集成電路企業資格。

(L) Assets classified as held for sale/liabilities directly associated with assets classified as held for sale

On 7 July 2024, two indirect wholly-owned subsidiaries of the Company entered into, inter alia, a share transfer agreement with an independent third-party purchaser in relation to the Company's disposal of the entire equity interests in two other indirect wholly-owned subsidiaries of the Company (the “Disposal Companies”). Upon completion of the disposal, the Disposal Companies will cease to be subsidiaries of the Company. Other details can be referred to in the announcement of the Company dated 7 July 2024.

(L) 分類為持作出售之資產／與分類為持作出售之資產直接相關的負債

於二零二四年七月七日，本公司之兩間間接全資附屬公司與一名獨立第三方買家就本公司出售於本公司兩間其他間接全資附屬公司（「出售公司」）的全部股權訂立（其中包括）股份轉讓協議。於出售事項完成後，出售公司將不再為本公司之附屬公司。其他詳情，請參閱本公司日期為二零二四年七月七日之公佈。



Business Review 業務回顧

KEY INVESTING AND FINANCING ACTIVITIES

The share incentive scheme of Shenzhen Hi Sun FinTech Global Limited and the possible deemed disposal

In May 2024, the board of directors and shareholders of Shenzhen Hi Sun FinTech Global Limited (“Shenzhen Hi Sun”) (an indirect non-wholly owned subsidiary of the Company) resolved to adopt a share incentive scheme (“Shenzhen Hi Sun Share Incentive Scheme”), pursuant to which Shenzhen Hi Sun shall grant options to the scheme participants to subscribe for a maximum of RMB7,500,000 new registered capital of Shenzhen Hi Sun at the subscription price of RMB1.5 for RMB1 new registered capital. All the new registered capital to be subscribed for shall be held by the scheme participants through a shareholding platform.

The purposes of the Shenzhen Hi Sun Share Incentive Scheme are to strengthen the workforce, align the interests of Shenzhen Hi Sun with its shareholders and core employees, enhance the core competitiveness, build Shenzhen Hi Sun into China’s leading financial technology overseas enterprise in three years, and maximise the value of Shenzhen Hi Sun for its shareholders. The Shenzhen Hi Sun Share Incentive Scheme, unless further resolved by its shareholders, will remain valid and effective for 3 years from 20 May 2024 until 19 May 2027.

It was further resolved that 7,500,000 options were granted to three employees of Shenzhen Hi Sun (the “Grantees”), subject to certain predetermined financial targets. Each of the Grantees may elect to request Shenzhen Hi Sun to repurchase up to 30% of the subscription rights of his vested options. Should the options be vested and exercised in full, Shenzhen Hi Sun will cease to be a subsidiary of the Company, as the Company’s interests in Shenzhen Hi Sun will decrease from 50.91% to 40% (assuming no repurchase) or approximately 42.75% (assuming repurchase of all 30% of the subscription rights of all vested options).

No incentive share was vested, exercised, cancelled or lapsed under the Shenzhen Hi Sun Share Incentive Scheme since adoption and up to 30 June 2024. Further details of the Shenzhen Hi Sun Share Incentive Scheme can be found in the announcement of the Company dated 20 May 2024.

Withdrawal of application for listing of Megahunt Technologies Inc.

In June 2024, the Shanghai Stock Exchange formally approved the application of Megahunt, an associated company of the Company, to withdraw its application for listing of its shares on the Science and Technology Innovate Board of the Shanghai Stock Exchange filed in light of its strategic planning and the recent capital market environment. Other details can be referred to Note (F) of the section “Overall Financial Results and Positions” and the announcement of the Company dated 20 May 2024.

主要投資及融資活動

深圳高陽寰球科技有限公司股份激勵計劃及可能視作出售事項

於二零二四年五月，深圳高陽寰球科技有限公司（「深圳高陽」）（本公司間接非全資附屬公司）董事會及股東會議決採納股份激勵計劃（「深圳高陽股份激勵計劃」），據此，深圳高陽將向計劃參與者授出購股權，以認購深圳高陽最多人民幣7,500,000元的新註冊資本，認購價為人民幣1.5元認購人民幣1元的新註冊資本。所有擬認購的新註冊資本將由計劃參與者通過持股平台持有。

深圳高陽股份激勵計劃旨在加強員工隊伍、使深圳高陽與其股東及核心員工的利益保持一致、提升核心競爭力，於三年內將深圳高陽打造成中國領先的海外金融科技企業，並實現深圳高陽的最大股東價值。除非由其股東進一步議決，否則深圳高陽股份激勵計劃自二零二四年五月二十日起至二零二七年五月十九日止三年內維持有效及生效。

其亦進一步決議向深圳高陽的三名員工（「承授人」）授出7,500,000份購股權，視乎若干預定財務目標的達成情況。每位承授人可選擇要求深圳高陽購回其獲歸屬購股權中最多30%的認購權。倘購股權獲歸屬及悉數行使，深圳高陽將不再為本公司之附屬公司，本公司於深圳高陽之權益將由50.91%減至40%（假設並無購回）或約42.75%（假設購回所有獲歸屬購股權中30%的認購權）。

自獲採納起及直至二零二四年六月三十日，概無任何激勵股份根據深圳高陽股份激勵計劃獲歸屬、行使、註銷或失效。有關深圳高陽股份激勵計劃的更多詳情，請參閱本公司日期為二零二四年五月二十日之公佈。

撤回兆訊恒達科技股份有限公司的上市申請

於二零二四年六月，上海證券交易所根據戰略規劃及近期資本市場環境，正式批准本公司聯營公司兆訊恒達撤回其於上海證券交易所科創板上市的申請。其他詳情請參閱「整體財務業績及狀況」一節附註(F)及本公司日期為二零二四年五月二十日之公佈。



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UPDATES ON THE CONTRACTUAL ARRANGEMENTS

In order to improve its corporate structure and for better management and resource allocation, the Group undertook a restructuring (“Tchain Restructuring”) involving 北京隨信雲鏈科技有限公司 (“Beijing Tchain”, unofficial English translation being Beijing Sui Xin Yun Lian Technology Co., Ltd.) and its subsidiaries (collectively, “Beijing Tchain Group”) as detailed in the announcement of the Company dated 29 April 2024.

Prior to the Tchain Restructuring, Beijing Tchain Group was controlled by the Company under the New JIM Control Documents (Pre-Swap) (as defined and disclosed in the announcement of the Company dated 24 October 2019) through 重慶結行科技有限公司 (“Chongqing JIM”, unofficial English translation being Chongqing JIM Technology Co., Ltd.).

On 28 April 2024, as part of the Tchain Restructuring, a set of agreements (“Tchain Control Documents”) were entered into between 北京結行隨信科技有限公司 (“Tchain”, unofficial English translation being Beijing Jie Xing Sui Xin Technology Co., Ltd.) (a 80.04% of subsidiary of the Company), Mr. Wang Yuanqi (“Mr. Wang”) and 北京隨信數科科技有限公司 (“Beijing OPCO”, unofficial English translation being Beijing Sui Xin Digital Technology Co., Ltd.) to enable Tchain to obtain effective control over and receive all the economic benefits generated by the businesses operated by Beijing OPCO (including Beijing Tchain Group). The major terms of the Tchain Control Documents were disclosed in the announcement of the Company dated 29 April 2024.

Beijing OPCO was formed by Tchain and Mr. Wang as part of the Tchain Restructuring, holding 62.5% and 37.5% of its equity interests respectively. Both Beijing OPCO and Tchain are accounted for as 80.04% subsidiaries of the Company upon completion of the Tchain Restructuring. There was no change to the Group’s effective interest in Beijing Tchain Group as a result of the Tchain Restructuring.

Beijing OPCO and its subsidiaries are principally engaged in the business of fintech solutions and services in the PRC. Beijing Tchain, in particular, is principally engaged in the value-added telecommunication business (增值電信業務) which requires an internet content provider license and is subject to a maximum permitted interest restriction under the applicable foreign investment laws of the PRC. Contractual arrangement was only used under the Tchain Restructuring to the extent necessary to address the aforementioned PRC foreign investment restrictions.

合約安排之最新情況

為改善其公司架構以及更好地進行管理及資源分配，本集團進行涉及北京隨信雲鏈科技有限公司（「北京隨信雲鏈」）及其附屬公司（統稱「北京隨信雲鏈集團」）的重組（「Tchain重組」），詳情載於本公司日期為二零二四年四月二十九日之公佈。

於Tchain重組前，北京隨信雲鏈集團根據新重慶結行控制性協議（掉期前）（定義及披露於本公司日期為二零一九年十月二十四日之公佈）由本公司透過重慶結行科技有限公司（「重慶結行」）控制。

於二零二四年四月二十八日，作為Tchain重組的一部分，北京結行隨信科技有限公司（「Tchain」）（本公司擁有80.04%權益之附屬公司）、王元奇先生（「王先生」）與北京隨信數科科技有限公司（「北京隨信數科」）訂立一系列協議（「Tchain控制性協議」），使Tchain能夠獲得對北京隨信數科（包括北京隨信雲鏈集團）所經營業務的實際控制權，並收取該等業務產生的全部經濟利益。Tchain控制性協議的主要條款已於本公司日期為二零二四年四月二十九日的公佈中披露。

作為Tchain重組的一部分，Tchain及王先生組建北京隨信數科，分別持有其62.5%及37.5%股權。於Tchain重組完成後，北京隨信數科及Tchain均入賬列為本公司擁有80.04%權益之附屬公司。本集團於北京隨信雲鏈集團之實際權益並無因Tchain重組而變動。

北京隨信數科及其附屬公司主要在中國從事金融科技解決方案及服務業務。其中，北京隨信雲鏈主要從事增值電信業務，該業務需要獲得網絡內容服務商許可證，並受中國適用外商投資法律的最高允許權益限制所規限。合約安排在Tchain重組中僅用於解決上述中國外商投資限制所必需的範圍。



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Save for the fact that Beijing Tchain Group was no longer contractually controlled by the Company under the New JIM Control Documents (Pre-Swap) through Chongqing JIM but through Beijing OPCO by way of the Tchain Control Documents as disclosed above, there was no material change in the Group's contractual arrangements during 1H2024.

除上文所披露北京隨信雲鏈集團不再根據新重慶結行控制性協議(掉期前)透過重慶結行,而是以Tchain控制性協議的方式透過北京隨信數科受本公司合約控制外,本集團於二零二四年上半年的合約安排並無重大變動。

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2024, the Group reported total assets of HK\$12,147.8 million (31 December 2023: HK\$13,031.7 million), which were financed by total liabilities of HK\$4,481.7 million (31 December 2023: HK\$5,253.7 million) and equity of HK\$7,666.1 million (31 December 2023: HK\$7,778.0 million). The net asset value was HK\$7,666.1 million (31 December 2023: HK\$7,778.0 million). Net assets per share amounted to HK\$2.761 per share as compared to HK\$2.801 per share as at 31 December 2023.

流動資金及財務資源

於二零二四年六月三十日,本集團錄得總資產12,147,800,000港元(二零二三年十二月三十一日:13,031,700,000港元),乃以相應負債總額4,481,700,000港元(二零二三年十二月三十一日:5,253,700,000港元)及權益總額7,666,100,000港元(二零二三年十二月三十一日:7,778,000,000港元)撥資。資產淨值則為7,666,100,000港元(二零二三年十二月三十一日:7,778,000,000港元)。每股資產淨值為2.761港元,而於二零二三年十二月三十一日則為每股2.801港元。

As at 30 June 2024, the Group had restricted bank balances of HK\$3,077.0 million (31 December 2023: HK\$3,542.3 million), cash and cash equivalents of HK\$3,446.6 million (31 December 2023: HK\$3,482.0 million) and short-term borrowings of HK\$12.3 million (31 December 2023: HK\$42.7 million). The net cash position as at 30 June 2024 was HK\$3,434.3 million (31 December 2023: HK\$3,439.3 million). The gearing ratio was calculated as total debt divided by total capital, while total debt included bank borrowings and lease liabilities of the Group. The gearing ratio as at 30 June 2024 was 0.7% (31 December 2023: 1.1%). The gearing ratio is considered healthy and suitable for the continuing growth of the Group's business.

於二零二四年六月三十日,本集團受限制銀行結餘3,077,000,000港元(二零二三年十二月三十一日:3,542,300,000港元)、現金及現金等價物3,446,600,000港元(二零二三年十二月三十一日:3,482,000,000港元)以及短期借款12,300,000港元(二零二三年十二月三十一日:42,700,000港元)。於二零二四年六月三十日之現金淨額為3,434,300,000港元(二零二三年十二月三十一日:3,439,300,000港元)。資本負債比率是按負債總額除以總資本計算,而負債總額包括本集團之銀行借款及租賃負債。於二零二四年六月三十日,資本負債比率為0.7%(二零二三年十二月三十一日:1.1%)。資本負債比率被視為穩健,並適合本集團業務持續發展。

CAPITAL STRUCTURE AND DETAILS OF CHARGES

As at 30 June 2024, the Group had bank borrowings of HK\$12.3 million (31 December 2023: HK\$42.7 million) carrying fixed interest rates (31 December 2023: same) and banking facilities of approximately HK\$217.5 million (31 December 2023: HK\$277.0 million). As at 30 June 2024, banking facilities amounting to HK\$23.3 million were secured by leasehold land and buildings (31 December 2023: HK\$23.9 million), with a net carrying amount of HK\$2.5 million (31 December 2023: HK\$2.6 million) and HK\$2.0 million (31 December 2023: HK\$2.6 million) respectively.

資本架構及抵押詳情

於二零二四年六月三十日,本集團有按固定利率(二零二三年十二月三十一日:相同)計算的銀行借款12,300,000港元(二零二三年十二月三十一日:42,700,000港元)及銀行融資約217,500,000港元(二零二三年十二月三十一日:277,000,000港元)。於二零二四年六月三十日,銀行融資23,300,000港元以租賃土地及樓宇(二零二三年十二月三十一日:23,900,000港元)(賬面淨值分別為2,500,000港元(二零二三年十二月三十一日:2,600,000港元)及2,000,000港元(二零二三年十二月三十一日:2,600,000港元))作抵押。



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The Group's restricted bank balances and cash and cash equivalents were principally denominated in Renminbi, Hong Kong dollar, US dollar, Euro, British Pound, Singapore dollar, Japanese Yen and Canadian dollar in the respective amounts of approximately HK\$5,222.7 million, HK\$578.0 million, HK\$660.1 million, HK\$30.5 million, HK\$4.8 million, HK\$4.1 million, HK\$18.5 million and HK\$3.0 million as at 30 June 2024.

Approximately HK\$5,793.6 million, HK\$573.1 million, HK\$558.2 million, HK\$54.2 million, HK\$32.9 million, HK\$2.4 million, and HK\$6.6 million and HK\$2.0 million of the Group's restricted bank balances and cash and cash equivalents were principally denominated in Renminbi, Hong Kong dollar, US dollar, Euro, British Pound, Singapore dollar, Japanese Yen and Czech Koruna respectively as at 31 December 2023.

SIGNIFICANT INVESTMENT

Save as disclosed in note F under the section titled "Overall Financial Results and Position" on pages 8 to 10, the Group held no other significant investment as at 30 June 2024.

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Save as disclosed, the Group did not have any material acquisition or disposal of subsidiaries, associates and joint ventures during the six months ended 30 June 2024.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There was no specific plan for material investments or capital assets as at 30 June 2024.

EXCHANGE RATES EXPOSURE

The Group derives its revenue, makes purchases and incurs expenses denominated mainly in US dollar, Renminbi, Euro, British Pound, Singapore dollar, Japanese Yen, Canadian dollar and Hong Kong dollar. During the current period, the Group has not entered into any agreements or purchased any instruments to hedge the Group's exchange rate risks. Any material fluctuation in the exchange rates of Hong Kong dollar or Renminbi may have an impact on the operating results of the Group.

於二零二四年六月三十日，本集團之受限制銀行結餘以及現金及現金等價物主要以人民幣、港元、美元、歐元、英鎊、新加坡元、日元及加拿大元列值，金額分別約5,222,700,000港元、578,000,000港元、660,100,000港元、30,500,000港元、4,800,000港元、4,100,000港元、18,500,000港元及3,000,000港元。

於二零二三年十二月三十一日，本集團之受限制銀行結餘以及現金及現金等價物約5,793,600,000港元、573,100,000港元、558,200,000港元、54,200,000港元、32,900,000港元、2,400,000港元、6,600,000港元及2,000,000港元乃分別主要以人民幣、港元、美元、歐元、英鎊、新加坡元、日元及捷克克朗列值。

重大投資

除第8至10頁標題為「整體財務業績及狀況」一節項下附註F所披露者外，於二零二四年六月三十日，本集團並無持有任何其他重大投資。

附屬公司、聯營公司及合資企業之重大收購及出售

除所披露者外，本集團於截至二零二四年六月三十日止六個月並無進行任何重大的附屬公司、聯營公司及合資企業收購或出售。

重大投資或資本資產之未來計劃

於二零二四年六月三十日，本集團並無就重大投資或資本資產制定任何特定計劃。

匯率風險

本集團產生之收入、進行採購及產生之開支主要以美元、人民幣、歐元、英鎊、新加坡元、日圓、加拿大元及港元計值。於本期間，本集團並無訂立任何協議或購買任何工具以對沖本集團之匯率風險。倘港元或人民幣之匯率出現任何重大波動，均可能對本集團之經營業績造成影響。



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CONTINGENT LIABILITIES

Guarantee Agreements with associates of the Company

- (i) In 2019, the Company entered into a guarantee agreement (the “2019 Manufacturer Guarantee Agreement”) with 3 then subsidiaries of the Company (two of which have become associates of the Company since May 2022), pursuant to which the Company shall guarantee to repay the due and unsettled debts of the said associates individually and/or collectively of up to US\$10 million (equivalent to approximately HK\$78 million) incurred in relation to manufacturing orders placed against a named manufacturer, should any of the said subsidiary/associates individually and/or collectively cease or fail to honour its payment obligations.

In respect of the further expansion of order scale, the Company entered into another guarantee agreement in 2021 (the “2021 Manufacturer Guarantee Agreement”) with the same counterparties, pursuant to which the amount of guarantee was increased to up to US\$20 million (equivalent to approximately HK\$156 million) and the 2019 Manufacturer Guarantee Agreement was terminated and the entirety of the Company’s obligations and liability thereunder, if any, was effectively transferred to the 2021 Manufacturer Guarantee Agreement.

- (ii) In 2020, the Company entered into a guarantee agreement (the “2020 OEM Guarantee Agreement”) with a then subsidiary of the Company (an associate of the Company since May 2022) and an independent manufacturer (“OEM”), pursuant to which the Company shall guarantee to repay the said associate’s due and unsettled debts of up to US\$10 million (equivalent to approximately HK\$78 million) owed to the OEM incurred in relation to manufacturing orders placed against the OEM should the associate cease or fail to honour its payment obligations.

As at 30 June 2024, the Company did not recognise any liability in relation to the 2021 Manufacturer Guarantee Agreement and the 2020 OEM Guarantee Agreement, and the Directors considered the possibility of reimbursement thereunder not probable.

Save as disclosed above, the Group had no material contingent liability as at 30 June 2024.

或然負債

與本公司聯營公司訂立擔保協議

- (i) 於二零一九年，本公司與本公司彼時的三間附屬公司（其中兩間自二零二二年五月起成為本公司之聯營公司）訂立一份擔保協議（「二零一九年製造商擔保協議」），據此，倘任何上述附屬公司／聯營公司個別及／或共同停止或未能履行其付款責任，本公司須擔保償還上述聯營公司因向一名指定製造商下達製造訂單所引致而個別及／或共同結欠的到期及未償還債務，保證金不超過10,000,000美元（相當於約78,000,000港元）。

由於訂購量進一步擴大，二零二一年本公司與相同對手方訂立另一份擔保協議（「二零二一年製造商擔保協議」）。據此，擔保金額增至高達20,000,000美元（相當於約156,000,000港元）。二零一九年製造商擔保協議已告終止，而本公司於其項下之全部義務及責任（如有）已有效撥入二零二一年製造商擔保協議。

- (ii) 於二零二零年，本公司與本公司彼時一間附屬公司（自二零二二年五月起成為一間聯營公司）及一家獨立製造商（「原設備製造商」）訂立擔保協議（「二零二零年原設備製造商擔保協議」），據此，倘該聯營公司停止或未能履行其付款責任，本公司須擔保償還該聯營公司因其向原設備製造商所下達有關製造訂單所引致而結欠原設備製造商的到期及未償還債務，擔保金額不超過10,000,000美元（相當於約78,000,000港元）。

於二零二四年六月三十日，本公司並無就二零二一年製造商擔保協議及二零二零年原設備製造商擔保協議確認任何負債，且董事認為於該等項下提出索償之可能性不高。

除上文披露者外，於二零二四年六月三十日，本集團並無任何重大或然負債。



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EMPLOYEES

The total number of employees of the Group as at 30 June 2024 was 2,667. The breakdown of employees by division is as follows:

Payment and digital services
Fintech services
Platform operation solutions
Financial solutions
Others
Corporate office

僱員

本集團於二零二四年六月三十日之僱員總數為2,667人。僱員按部門細分如下：

支付及數字化服務	1,157
金融科技服務	104
平台運營解決方案	673
金融解決方案	486
其他	204
總部	43

2,667

The Group ensures that its employees remuneration packages are comprehensive and competitive. Directors are entitled to fixed director's fee, discretionary bonus and other benefits, which are determined with reference to the performance of the individual and the Company, market practice and conditions as well as the Group's corporate goals and objectives in accordance with the remuneration policy of the Company. Employees are remunerated with fixed monthly income plus annual performance related bonuses. The Group also operates share option schemes and share award scheme for the purpose of attracting, retaining, motivating and rewarding the employees. The Group also sponsors selected employees to attend external training courses that suit the needs of the Group's businesses.

Disclaimer:

Non-GAAP measures

Certain non-GAAP (generally accepted accounting principles) measures, such as EBITDA, are used for assessing the Group's performance. These non-GAAP measures are not expressly permitted measures under GAAP in Hong Kong and may not be comparable to similarly titled measures for other companies. Accordingly, such non-GAAP measures should not be considered as an alternative to operating income as an indicator of the operating performance of the Group or as an alternative to cash flows from operating activities as a measure of liquidity. The use of non-GAAP measures is provided solely to enhance the overall understanding of the Group's current financial performance. Additionally, as the Group has historically reported certain non-GAAP results to investors, the Group considers the inclusion of non-GAAP measures provides consistency in our financial reporting.

本集團確保其僱員薪酬待遇全面且具競爭力。董事有權享有固定董事袍金、酌情花紅及其他福利，並根據本公司的薪酬政策及參考個人及本公司的表現、市場慣例及情況以及本集團的企業目標及願景而釐定。僱員之薪酬包括每月定額薪金，另加與表現掛鈎之年度花紅。本集團亦設有購股權計劃及股份獎勵計劃，以吸引、挽留、激勵及獎勵僱員。本集團亦資助選定僱員參與符合本集團業務需要之外界培訓課程。

免責聲明：

非公認會計原則指標

若干非公認會計原則指標乃用於評估本集團之表現，例如EBITDA。該等非公認會計原則指標並非香港公認會計原則所明確認可之指標，故未必可與其他公司之同類指標作比較，因此，該等非公認會計原則指標不應視作經營收入（作為本集團經營表現指標）之替補或經營活動現金流量（作為衡量流動資金之指標）之替補。提供非公認會計原則指標純粹為加強對本集團現時財務表現之整體理解。此外，由於本集團以往曾向投資者報告若干採用非公認會計原則計算之業績，因此本集團認為包括非公認會計原則指標可為本集團之財務報告提供一致性。



Business Outlook 業務展望

During the first half of 2024, China's economy remained stable and its long-term positive trend remained, despite the added complexity and uncertainty of the external environment. Domestic demand continued to recover, and external demand also improved. The quality of economic development steadily improved, while maintaining overall economic stability. Looking ahead to the second half of the year, we expect more challenges, given the added external volatility and uncertainty. As a whole, the favorable conditions for China's development outweigh the unfavorable factors, maintaining a trend of steady and positive long-term growth. We remain optimistic about the country's economic recovery momentum, while expecting the economic outlook and business environment for 2024 to remain challenging.

PAYMENT AND DIGITAL SERVICES

In the first half of 2024, we actively implemented the concept of "payment for the people" by focusing on serving frequent small-value payment transactions, and continuously advanced our digital strategy. During the first half of the year, digital payments continued to grow rapidly with year-on-year growth of more than 50%. We continued to introduce new partners for our PaaS platform, covering business transactions from catering, retail, second-hand car trading market, gas station, hotel, tourist attraction, wet market, property management to payment in campus.

Our digital management products, "Diansansan", specifically for the retail industry have been deployed to dozens of sizable chain convenience stores and supermarkets, and the use of four types of our products, including "Smart Supply Chain", "Smart Category Management", "Smart In-store Management" and "KPI Monitoring and Analysis", helping merchants to improve operational efficiency and sales capacity, which in turn had resulted in improved inventory turnover, reduced capital requirement, and hence more rapid expansion. In addition, "Jiexingchejia", the new generation of automotive assets digital service platform is dedicated to providing global automobile/used car dealers with one-stop digital solutions, including transaction, payment, management, and finance. Transaction volume in the first half of this year has reached RMB2.6 billion.

二零二四年上半年，外部環境更趨複雜嚴峻和不確定，但國家經濟穩定運行、長期向好的基本面沒有改變。國內需求持續恢復、外部需求有所改善。中國經濟基本盤保持穩健的同時，經濟發展的品質不斷提升。展望下半年，外部環境不穩定性不確定性上升，國內困難挑戰依然不少。綜合來看，我國發展面臨的有利條件強於不利因素，穩中向好、長期向好的發展態勢不變。我們對國家經濟復甦勢頭持樂觀態度，預期二零二四年經濟前景和經營環境仍將富挑戰性。

支付及數字化服務

二零二四年上半年，我們積極貫穿「支付為民」的指導思想，堅定的服務小額高頻交易，持續推進數位化戰略。上半年數位化支付額繼續快速增長，同比增長超過50%。我們的PaaS平台持續引進新的合作夥伴，持續覆蓋多個業務場景，包括餐飲、零售、二手車交易市場、加油站、酒店、旅遊景區、菜市場、物業管理、校園繳費等。

針對零售行業的數位化經營產品點三三已應用於數十家大型連鎖便利店和超級市場，以「智慧供應鏈」、「智慧品類管理」、「智慧門店現場管理」和「KPI監測分析」四類產品全面助力商戶提升運營效率和銷售能力，進而提高商品庫存周轉率，降低資金佔用，助力客戶快速擴張。此外，新一代汽車資產數字化服務平台「結行車加」致力於通過新興數字技術與金融科技相結合，為全球汽車／二手車車商提供包含交易、支付、管理、金融於一體的一站式數字化解決方案，今年上半年交易額已達人民幣26億。



Business Outlook 業務展望

Our cross-border business has consistently followed a differentiation strategy, continuing to explore opportunities in new regions, new businesses and new platforms. During the period, we continued to strengthen our business development capability and enhance overall manpower efficiency in sales expansion. We have also optimized the differentiated structure of industry customers and raised the proportion of high-margin business types and scales. At the same time, we have gained access to payment collection channels from South America, Brazil, Southeast Asia and other regions to empower our differentiated pipeline service capabilities. During the period, we also delved into the “Easier Payment for Visitors in China” initiative led by the People’s Bank of China aiming to facilitate overseas visitors’ payments in China and enhance their payment experience. With respect to foreign card acceptance, we have also strengthened our cooperation and innovation efforts in domestic billing with international payment card services organization to enhance the convenience of foreigners’ payment in China. Currently, the Company has qualified as a member of, and directly connected, with three leading international payment card services organizations, including VISA, Mastercard and American Express. In terms of foreign card acceptance and payment facilitation, we continued to expand acceptance of foreign cards in China through cooperation and product innovation, in particular around specific merchants in the catering, accommodation, transportation, tourism, shopping, entertainment, and healthcare sectors. Our foreign card business has already expanded to 20 provinces, municipalities and autonomous regions including Beijing, Jiangsu, Guangdong, Hunan and Hubei. We will steadily promote foreign card acceptance in other cities to provide visitors with high-quality, efficient and convenient payment services in China, aligning payment experience in China with international level and standard.

FINTECH SERVICES

Suixin Cloud Chain Technology Service Platform continued to develop its two major business systems, namely corporate credit and data credit. During the first half of 2024, we launched a new business product, E-Finance (信單E融). E-Finance is an electronic debt certificate-based financing product for core enterprises which can support multiple platforms. Compared with preceding Suixin products, it can cover more core enterprises, addresses the financing needs of multiple tiers suppliers in such core enterprises’ upstream which can provide more financial support for financing enterprises through asset securitization. Subsequent to the launch of the new product, currently the number of registered enterprises on Suixin Cloud Chain Platform has reached approximately 5,000, of which nearly 1,000 new enterprises joined us in the first half of 2024, representing a year-on-year increase of 136%.

跨境業務始終堅持差異化戰略，繼續在新區域、新業務、新平台方向繼續探索。期內不斷增強業務開拓能力，提升整體銷售拓展人效；優化行業客戶差異化結構，提升高毛利區業務類型及規模的佔比；同時，打通南美巴西、東南亞等地區收款路徑，形成差異化管道服務能力。期內，我們亦積極參與中國人民銀行主導的「大力改善境外來華人員支付便利」工作，以方便境外訪客在華支付，提升其入境支付便利。針對外卡受理，公司加強與國際卡組織在國內收單領域的合作與創新，提升外籍人士在華支付便利性。目前公司已獲得VISA、Mastercard和美國運通三大國際卡組織會員資質並實現直聯。在外卡受理支付便利方面，繼續通過合作和產品創新擴大外卡受理的場景範圍。圍繞「食、住、行、遊、購、娛、醫」劃定重點場景商戶，推進外卡受理能力。其外卡業務已拓展至北京、江蘇、廣東、湖南、湖北等20個省市自治區，後續還將穩步推進其他城市外卡受理，為外籍來華人士提供優質、高效、便捷的支付服務，助力提升中國境內支付服務的市場化、國際化水準。

金融科技服務

隨信雲鏈科技服務平台繼續發展主體信用和資料信用兩大業務體系，持續提升綜合服務能力和產品創新，2024年上半年推出新的業務產品信單E融。信單E融是基於核心企業開立電子債權憑證的融資產品，該產品可以支援多平台，相比於之前的隨信產品，可以覆蓋更多核心企業，解決核心企業上游多級供應商的融資需求，且能夠通過資產證券化方式為融資企業提供更多資金支持。基於新產品的助力，截至目前隨信雲鏈平台註冊企業數近5000家，其中2024年上半年新增近千家，同比增長136%。



Business Outlook 業務展望

In the first half of 2024, we continued to strengthen cooperation between commercial banks and our Suixin Cloud Chain Platform, by continuously introducing new bank partners and has established cooperative relationships with more than 40 financial institutions, providing more and better financing options for small and medium-sized companies, and enhance our overall competitiveness through continuous optimization of our financial products and services. In the first half of this year, Suixin Cloud Chain Platform assisted small and medium-sized companies raise more than RMB9 billion, representing an increase of 242% year-on-year.

PLATFORM OPERATION SOLUTIONS

In the first half of 2024, we successfully signed a contract with China Mobile Financial Technology Co., Ltd., a key client of the Company, in relation to product development, business operation and system maintenance for the upcoming year, with business scale remained stable. In the first half of the year, we maintained the steady expansion of our corporate WeChat marketing agency operation, and have secured new business opportunities with new operators and financial clients. This year, we are expected to gradually onboard new enterprise partners, laying the foundation for further in-depth cooperation in the future. Furthermore, we have continued to invest in research and development in technology, optimize our fundamental platform and software tools to ensure advancement and stability of the technology. At the same time, we have actively explored the application of large models and general AI technology in conjunction with the Company's business to provide new impetus for a more diversified development. Looking forward to the second half of the year, in the face of market uncertainties, it is our plan to maintain a cautious and prudent business strategy, continue to refine our products, improve the quality of service to strive for growth amid market competition.

2024年上半年，隨信雲鏈平台繼續加強與商業銀行合作，不斷引入新銀行，已經與40多家金融機構建立合作關係，為中小企業提供更多更優的融資選擇；並通過持續優化金融產品和服務，提升綜合競爭力；今年上半年隨信雲鏈平台幫助中小企業融資超過人民幣90億元，同比增長242%。

平台運營解決方案

二零二四年上半年，我們成功與公司的主要客戶--中移動金融科技有限公司簽署了新一年的產品開發、業務運營以及系統維護等相關合約，業務規模保持穩定。上半年，我們保持企業微信行銷代運營業務的穩步拓展，已獲得新增運營商以及金融客戶的合作機會，今年預計陸續接入新增企業客戶合作夥伴，為未來進一步深化合作打下基礎。此外，我們持續進行技術研發投入，優化基礎平台和軟體工具，確保技術的先進性和穩定性。同時，結合公司的業務積極探索大模型與通用人工智慧技術的應用，為多元化發展注入新的動力。展望下半年，面對市場的不確定性，我們保持謹慎穩健的經營策略，持續打磨產品、提升服務品質，力爭在市場競爭中取得發展。



Business Outlook 業務展望

FINANCIAL SOLUTIONS

Beijing Hi Sun Advanced Business Solutions Information Technology Limited (“BJ ABS”) has been committed to providing system services for domestic financial institutions. In the first half of 2024, due to the impact of the overall financial environment, demand for system innovation, construction and transformation from financial clients shrank to a certain extent. At the same time, BJ ABS focused its business on IT application innovation in assisting clients to achieve localization of key technologies in their business systems. In the wave of IT application innovation, not only financial clients in Mainland China, Hong Kong and Macao, but also non-banking institutions, such as network operators, have been highlighting their demands in this regard. Therefore, we anticipate a positive momentum in the business development. With BJ ABS’s three major downshifting strategies and nine downshifting techniques at play, combined with the latest release of the bank’s core IBS9.0 version, it is expected to generate better market feedbacks in the future.

For overseas business, Hi Sun FinTech Global Limited has established various overseas offices to continuously enhance the local technical support service capabilities for the clients. In terms of market expansion, Hi Sun FinTech Global Limited entered into contracts with two new clients during the period, while it is also in the process of outlining their expansion plans in the Middle East and Africa to actively pursue new overseas markets. In addition, we continued to improve the new generation of decentralized and micro-service core systems in terms of the research and development of new product technology, and successfully signed contracts with new clients during the period. At the same time, we are also actively pursuing further technology development in response to business opportunities from host migration, which will be a key task in the next phase.

金融解決方案

北京高陽金信信息技術有限公司（「高陽金信」）一直致力於為國內金融機構提供系統服務。二零二四年上半年，受總體金融環境影響，金融客戶對系統創新建設、改造需求有一定程度縮減。與此同時，高陽金信重點發力於信創市場，幫助客戶實現業務系統關鍵技術的國產化替代。在信創浪潮下，不僅僅是內地、港澳地區金融客戶，甚至非銀機構，如網路運營商，也陸續突顯這方面的訴求。因此，我們預期信創業務發展勢頭良好。憑藉高陽金信核心下移三大策略、九大下移工藝，結合最新發佈銀行核心IBS9.0版本，預期後續可以產生較好的市場回饋。

對於海外業務，高陽寰球科技有限公同設立各海外辦事處，為客戶持續提升本地技術支援服務能力。在市場拓展方面，高陽寰球科技有限公同於期內簽約兩家新客戶，同時開始規劃中東、非洲市場的拓展計劃，積極拓展海外新市場。此外，在新產品技術研發方面持續完善新一代分散式、微服務核心系統，並於期內順利簽約新客戶。同時，我們同樣針對主機下移的商機積極進一步技術研發，下一階段將作為重點工作推進。



Additional Information 其他資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2024, the interests and short positions of each director (“Director”) and chief executive of the Company (“Chief Executive”) in the Company’s shares (the “Shares”), underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571) (“SFO”)), as recorded in the register maintained by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of the Listed Issuers (“Model Code”) in Appendix C3 to the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) were as follows:

董事及最高行政人員於股份、相關股份及債券之權益及淡倉

於二零二四年六月三十日，本公司各董事（「董事」）及最高行政人員（「最高行政人員」）及彼等各自的聯繫人於本公司及其相聯法團（定義見證券及期貨條例（第571章）（「證券及期貨條例」）第XV部）之本公司股份（「股份」）、相關股份及債券中，擁有已記入本公司根據證券及期貨條例第352條存置之登記冊或根據聯交所證券上市規則（「上市規則」）附錄C3所載之上市發行人董事進行證券交易之標準守則（「標準守則」）已以其他方式知會本公司及聯交所之權益及淡倉如下：

Director/Chief Executive	董事／最高行政人員	Interests in the ordinary Shares of HK\$0.0025 each in the Company 於本公司每股面值0.0025港元之普通股之權益				Interests in associated corporations 於相聯法團之權益	
		Personal interest 個人權益	Corporate interest 公司權益	Total 總數	Approximate percentage of interest** 權益之概約百分比**	Number of shares/Amount of registered capital held 所持股份數目／註冊資本	Approximate percentage of interest 權益之概約百分比
Kui Man Chun	渠萬春	36,650,000 (L)*	617,083,636 (L)* <i>(note (i))</i> <i>(附註(i))</i>	653,733,636 (L)*	23.54%	-	-
Xu Wensheng	徐文生	11,966,000 (L)*	-	11,966,000 (L)*	0.43%	1,965,455 (L)* <i>(note (iii))</i> <i>(附註(iii))</i>	3.29%***
						550,000 (L)* <i>(note(iii))</i> <i>(附註(iii))</i>	2%****
Li Wenjin	李文晉	13,800,000 (L)*	-	13,800,000 (L)*	0.50%	550,000 (L)* <i>(note(iii))</i> <i>(附註(iii))</i>	2%****
Xu Changjun	徐昌軍	23,958,000 (L)*	-	23,958,000 (L)*	0.86%	1,768,909 (L)* <i>(note (ii))</i> <i>(附註(ii))</i>	2.96%***
						550,000 (L)* <i>(note(iii))</i> <i>(附註(iii))</i>	2%****
Hui Lok Yan	許諾恩	2,100,000 (L)*	-	2,100,000 (L)*	0.08%	393,091 (L)* <i>(note (ii))</i> <i>(附註(ii))</i>	0.66%***
						350,000 (L)* <i>(note (iii))</i> <i>(附註(iii))</i>	1.27%****

Note:

- (i) Representing Shares held by Mr. Kui Man Chun through (1) Hi Sun Limited, a company in which he holds a 99.16% interest, and (2) Rich Global Limited, a wholly-owned subsidiary of Hi Sun Limited.
- (ii) Representing the personal interest in Megahunt.
- (iii) Representing the personal interest in Shenzhen Hi Sun FinTech Global Company Limited (“Shenzhen Hi Sun”).
- * “L” denotes a long position.
- ** Calculated based on 2,776,833,835 ordinary Shares in issue as at 30 June 2024.
- *** Calculated based on the issued share capital of Megahunt as at 30 June 2024, which was RMB59,800,000.
- **** Calculated based on the registered share capital of Shenzhen Hi Sun as at 30 June 2024, which was RMB27,500,000.

附註：

- (i) 指渠萬春先生於透過(1)高陽有限公司（一間彼持有99.16%權益之公司）；及(2)高陽有限公司之全資附屬公司Rich Global Limited持有之本公司股份（「股份」）。
- (ii) 指兆訊恒達的已發行股本之個人權益。
- (iii) 指於深圳高陽寰球科技有限公司（「深圳高陽」）註冊股本之個人權益。
- * 「L」表示好倉。
- ** 根據於二零二四年六月三十日2,776,833,835股已發行普通股計算。
- *** 根據兆訊恒達於二零二四年六月三十日59,800,000股已發行股份（唯一股份類別）。
- **** 根據深圳高陽於二零二四年六月三十日的註冊股本人民幣27,500,000元。



Additional Information 其他資料

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES

As at 30 June 2024, the interests and short positions of substantial shareholders and other persons (other than a Director or the Chief Executive) in the shares and underlying shares of the Company which would fall to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO and as recorded in the register maintained by the Company under section 336 of the SFO were as follows:

Ordinary Shares of HK\$0.0025 each in the Company

Name of shareholder 股東名稱／姓名	Personal interest 個人權益	Corporate interest 公司權益	Total number of ordinary shares 普通股總數目	Approximate percentage of shareholding** 股權之概約百分比**
Rich Global Limited (“RGL”)** Rich Global Limited (「RGL」)**	–	617,083,636 (L)*	617,083,636 (L)*	22.22%
Hi Sun Limited (“HSL”)** (Note 1) Hi Sun Limited (「HSL」)** (附註1)	–	617,083,636 (L)*	617,083,636 (L)*	22.22%
Mr. Kui Man Chun (Note 2) 渠萬春先生 (附註2)	36,650,000 (L)*	617,083,636 (L)*	653,733,636 (L)*	23.54%
Ever Union Capital Limited (“Ever Union”) Ever Union Capital Limited (「Ever Union」)	–	334,314,000 (L)*	334,314,000 (L)*	12.04%
Mr. Che Fung (Note 3) 車峰先生 (附註3)	–	334,314,000 (L)*	334,314,000 (L)*	12.04%
Kopernik Global Investors, LLC Kopernik Global Investors, LLC	–	166,599,000 (L)*	166,599,000 (L)*	6.00%

Notes:

- 1 Representing interests in the Shares by virtue of control of 100% shareholding in RGL.
 - 2 Representing (i) deemed interests in the Shares by virtue of control of 99.16% shareholding in HSL; and (ii) personal interests in the Shares.
 - 3 Representing interests in the Shares by virtue of control of 100% shareholding in Ever Union.
- * “L” denotes a long position.
- ** Calculated based on the 2,776,833,835 ordinary Shares in issue as at 30 June 2024.
- *** Mr. Kui Man Chun and Mr. Li Wenjin are directors of RGL and Mr. Kui Man Chun, Mr. Li Wenjin, Mr. Xu Wensheng are directors of HSL which are deemed or taken to have interests or short positions in the shares of the Company which are required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO.

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零二四年六月三十日，主要股東及其他人士（董事或最高行政人員除外）於本公司之股份及相關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及已記入本公司根據證券及期貨條例第336條所存置登記冊之權益及淡倉如下：

本公司每股面值0.0025港元之普通股

Name of shareholder 股東名稱／姓名	Personal interest 個人權益	Corporate interest 公司權益	Total number of ordinary shares 普通股總數目	Approximate percentage of shareholding** 股權之概約百分比**
Rich Global Limited (“RGL”)** Rich Global Limited (「RGL」)**	–	617,083,636 (L)*	617,083,636 (L)*	22.22%
Hi Sun Limited (“HSL”)** (Note 1) Hi Sun Limited (「HSL」)** (附註1)	–	617,083,636 (L)*	617,083,636 (L)*	22.22%
Mr. Kui Man Chun (Note 2) 渠萬春先生 (附註2)	36,650,000 (L)*	617,083,636 (L)*	653,733,636 (L)*	23.54%
Ever Union Capital Limited (“Ever Union”) Ever Union Capital Limited (「Ever Union」)	–	334,314,000 (L)*	334,314,000 (L)*	12.04%
Mr. Che Fung (Note 3) 車峰先生 (附註3)	–	334,314,000 (L)*	334,314,000 (L)*	12.04%
Kopernik Global Investors, LLC Kopernik Global Investors, LLC	–	166,599,000 (L)*	166,599,000 (L)*	6.00%

附註：

- 1 指因控制RGL之100%股權而於股份中擁有之權益。
 - 2 指(i)因控制HSL之99.16%股權而被視為於股份中擁有權益；及(ii)於股份中擁有之個人權益。
 - 3 指因控制Ever Union之100%股權而於股份中擁有之權益。
- * 「L」表示好倉。
- ** 根據於二零二四年六月三十日2,776,833,835股已發行普通股計算。
- *** 渠萬春先生及李文晉先生為RGL之董事，渠萬春先生、李文晉先生、徐文生先生為HSL董事，並被視作或當作擁有須根據證券及期貨條例第XV部第2及3分部規定披露之於本公司股份之權益或淡倉。



Additional Information 其他資料

PURCHASE, SALE OR REDEMPTION OF SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's shares during the period.

DIRECTORS' SECURITIES TRANSACTIONS

The Group has adopted a written code regulating Directors' and senior management's securities transactions, on terms no less exacting than the required standard as set out in the Model Code.

Specific enquiry had been made to all Directors and the Directors confirmed that they have complied with the Model Code and the Group's code regarding securities transactions by Directors throughout the six months ended 30 June 2024 and up to the date of this report.

CORPORATE GOVERNANCE

The Company's corporate governance practices are based on the principles of good corporate governance (the "Principles") and code provisions (the "Code Provisions") in the Corporate Governance Code as set out in Appendix C1 of the Listing Rules.

In formulating and implementing its corporate governance practices and standards, the Company has applied the Principles and complied with all applicable Code Provisions for the six months ended 30 June 2024.

The Board periodically reviews and monitors the Company's policies and practices on corporate governance or compliance with legal and regulatory requirements and employees' compliance manual to ensure that the Group's operations are conducted in accordance with the standards of the Corporate Governance Code and applicable disclosure requirements. Directors and senior management are provided with appropriate ongoing training, continuing professional development for regular updates of the legal and regulatory requirements relevant to their duties.

購買、出售或贖回證券

期內，本公司或其任何附屬公司概無購買、出售或贖回任何本公司股份。

董事之證券交易

本集團已採納規管董事及高級管理層進行證券交易的書面守則，其條款乃不寬鬆於標準守則內所載之規定準則。

經向全體董事作出具體查詢後，董事已確認彼等於截至二零二四年六月三十日止六個月及直至本報告日期一直遵守標準守則及本集團關於董事進行證券交易之守則。

企業管治

本公司之企業管治常規乃按照上市規則附錄C1所載企業管治守則中的良好企業管治原則(「原則」)及守則條文(「守則條文」)訂立。

制定及實施企業管治常規及準則時，本公司於截至二零二四年六月三十日止六個月已應用原則並一直遵守全部適用守則條文。

董事會定期檢討及監察本公司有關企業管治或遵守法律及監管規定的政策及常規以及僱員的合規手冊，以確保本集團根據企業管治守則的標準及適用的披露規定開展業務。董事及高級管理層獲提供適當的持續培訓、持續的專業發展，以定期更新與其職責相關的法律及監管規定。



Additional Information 其他資料

AUDIT COMMITTEE

The audit committee of the Company (the “Audit Committee”) comprises three independent non-executive Directors, namely Mr. Tam Chun Fai, Mr. Leung Wai Man, Roger and Mr. Li Heguo. The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and together with the Directors reviewed this interim report, the internal control, risk management and financial reporting matters, including the unaudited interim condensed consolidated results for the six months ended 30 June 2024.

DIRECTORS’ INTEREST IN COMPETING BUSINESS

None of the Directors is interested in any business, apart from the Group’s business, which competed or was likely to compete, either directly or indirectly with the Group’s business.

SHARE SCHEMES

Share Schemes of the Company

The Company operated the following share schemes during the six months ended 30 June 2024 pursuant to Chapter 17 of the Listing Rules:

- the share option scheme adopted on 12 June 2023 (the “Share Option Scheme”); and
- the share award scheme adopted on 29 June 2021 (the “Share Award Scheme”)

The Share Option Scheme

The Share Option Scheme, unless otherwise cancelled or amended, has a term of 10 years until 12 June 2024, during which period the Board may at its absolute discretion grant share options to the eligible participants. Further details of the Share Option Scheme can be found in the circular of the Company dated 25 May 2023.

審核委員會

本公司之審核委員會（「審核委員會」）由三名獨立非執行董事譚振輝先生、梁偉民先生及李和國先生組成。審核委員會已與管理層審閱本集團所採納會計原則及慣例，連同董事審閱本中期報告、內部監控、風險管理及財務申報事宜，包括截至二零二四年六月三十日止六個月之未經審核中期簡明綜合業績。

董事於競爭業務之權益

概無任何董事於任何與本集團直接或間接競爭或可能競爭之業務（本集團業務除外）中之任何業務中擁有任何權益。

股份計劃

本公司股份計劃

截至二零二四年六月三十日止六個月，本公司根據上市規則第十七章運作以下股份計劃：

- 於二零二三年六月十二日採納的購股權計劃（「購股權計劃」）；及
- 於二零二一年六月二十九日採納的股份獎勵計劃（「股份獎勵計劃」）

購股權計劃

除非另行取消或修訂，否則購股權計劃的期限為10年，直至二零二四年六月十二日為止，於該期限內，董事會可全權酌情向合資格參與者授出購股權。有關購股權計劃的進一步詳情載於本公司日期為二零二三年五月二十五日之通函。



Additional Information 其他資料

No option was granted, vested, exercised, cancelled or lapsed under the Share Option Scheme since its adoption and up to 30 June 2024. There was no outstanding option under the Share Option Scheme since its adoption and 277,683,383 options were available for grant under the Share Option Scheme as at its adoption and 30 June 2024.

The Share Award Scheme

The Share Award Scheme, unless otherwise cancelled or amended, has a term of 10 years until 29 June 2031, during which period the Board may at its absolute discretion grant awards to the eligible participants. Details of the Share Award Scheme are set out in the announcement of the Company dated 29 June 2021.

No award was granted, vested, cancelled or lapsed under the Share Award Scheme during the six months ended 30 June 2024. There was no unvested awards as at 1 January 2024 and 30 June 2024 and 245,688,383 awards were available for grant under the Share Award Scheme as at 1 January 2024 and 30 June 2024.

Other Share Schemes

During the six months ended 30 June 2024, the Group also operated the following share schemes pursuant to Chapter 17 of the Listing Rules;

- the share option scheme adopted by VBill (Cayman) Limited on 12 June 2023 (the “VBill (Cayman) Scheme Option Scheme”); and
- the share option scheme adopted by VBill OPCO on 5 February 2018 (the “VBill OPCO Scheme Option Scheme”) which expired on 6 February 2024

The VBill (Cayman) Share Option Scheme

The VBill (Cayman) Share Option Scheme, unless otherwise cancelled or amended, has a term of 10 years until 12 June 2033, during which the board of directors of VBill (Cayman) may at its discretion grant options to the eligible participants. Further details of the VBill (Cayman) Share Option Scheme can be found in the circular of the Company dated 25 May 2023.

自購股權計劃獲採納起及直至二零二四年六月三十日，概無購股權根據該計劃獲授出、歸屬、行使、註銷或失效。自購股權計劃獲採納起，概無該計劃項下尚未行使之購股權。於購股權計劃獲採納時及二零二四年六月三十日，根據該計劃可供授出277,683,383份購股權。

股份獎勵計劃

除非另行取消或修訂，否則股份獎勵計劃的期限為10年，直至二零三一年六月二十九日為止，於該期限內，董事會可全權酌情向合資格參與者授出獎勵。股份獎勵計劃的詳情載於本公司日期為二零二一年六月二十九日之公佈。

截至二零二四年六月三十日止六個月，概無獎勵根據股份獎勵計劃獲授出、歸屬、註銷或失效。於二零二四年一月一日及二零二四年六月三十日並無未歸屬獎勵，且於二零二四年一月一日及二零二四年六月三十日根據股份獎勵計劃有245,688,383份獎勵可供授出。

其他股份計劃

截至二零二四年六月三十日止六個月期間，本集團亦根據上市規則第十七章運營以下股份計劃；

- VBill (Cayman) Limited 於二零二三年六月十二日採納的購股權計劃（「VBill (Cayman) 購股權計劃」）；及
- 隨行付於二零一八年二月五日採納的購股權計劃（「隨行付購股權計劃」），該計劃已於二零二四年二月六日期滿

VBill (Cayman)購股權計劃

除非另行取消或修訂，否則VBill (Cayman)購股權計劃的期限為10年，直至二零三三年六月十二日為止，於該期限內，VBill (Cayman)董事會可酌情向合資格參與者授出購股權。有關VBill (Cayman)購股權計劃的進一步詳情載於本公司日期為二零二三年五月二十五日之通函。



Additional Information 其他資料

No option was granted, vested, exercised, cancelled or lapsed under the VBill (Cayman) Share Option Scheme since its adoption and up to 30 June 2024. There was no outstanding option since its adoption and 800 options were available for grant under the VBill (Cayman) Share Option Scheme as at its adoption and 30 June 2024.

The VBill OPCO Share Option Scheme

The VBill OPCO Share Option Scheme had a term of 6 years and expired on 6 February 2024. Further details of the VBill OPCO Share Option Scheme can be found in the circulars of the Company dated 19 January 2018 and 28 October 2020.

The following table sets out the movements of the options under the VBill OPCO Share Option Scheme during the six months ended 30 June 2024:

自VBill (Cayman)購股權計劃獲採納起及直至二零二四年六月三十日，概無購股權根據該計劃獲授出、歸屬、行使、註銷或失效。自其獲採納起，於該計劃項下概無尚未行使之購股權。於VBill (Cayman)購股權計劃獲採納時及二零二四年六月三十日，根據該計劃可供授出800份購股權。

隨行付購股權計劃

隨行付購股權計劃有效期6年，於二零二四年二月六日屆滿。有關隨行付購股權計劃之進一步詳情，請參閱本公司日期為二零一八年一月十九日及二零二零年十月二十八日之通函。

下表載列截至二零二四年六月三十日止六個月隨行付購股權計劃項下購股權之變動：

Amount of Registered Capital of VBill OPCO subject to the Options under the VBill OPCO Share Option Scheme
受隨行付購股權計劃項下購股權規限的隨行付註冊股本金額

Grantee	Date of grant	Exercise price (for every RMB1.00 in the VBill OPCO Registered Capital) 行使價 (隨行付註冊 股本中 每人民幣 1.00元) RMB 人民幣元	Outstanding as at 1 January 2024 於二零二四年 一月一日 未獲行使 RMB 人民幣元	Granted during the period 期內授出	Exercised during the period 期內獲行使	Lapsed/ cancelled during the period 期內失效/ 註銷	Outstanding as at 30 June 2023 於二零二三年 六月三十日 未獲行使 RMB 人民幣元
Mr. Shen Zheng (Note 1) 申政先生 (附註1)	5 February 2018 二零一八年二月五日	12.51	13,629,500	-	-	13,629,500	-
Mr. Li Huimin (Note 2) 黎會敏先生 (附註2)	5 February 2018 二零一八年二月五日	12.51	6,814,750	-	-	6,814,750	-
Mr. Guo Yi (Note 3) 郭誼先生 (附註3)	5 February 2018 二零一八年二月五日	12.51	6,814,750	-	-	6,814,750	-
		Total: 總計:	27,259,000*	-	-	27,259,000*	-

Notes:

- Mr. Shen Zheng is a director and the chairman of the board of VBill OPCO and a director of certain members of the VBill OPCO Group.
- Mr. Li Huimin is the President of VBill OPCO.
- Mr. Guo Yi is the senior vice president of VBill OPCO.

* Exercise period of these options ended on 5 February 2024 (the 6th anniversary of the date of grant).

附註：

- 申政先生為隨行付之董事兼董事會主席以及隨行付集團若干成員公司之董事。
- 黎會敏先生為隨行付之總裁。
- 郭誼先生為隨行付之高級副總裁。

* 該等購股權的行使期於二零二四年二月五日(授出日期的第6週年)截止。



Additional Information 其他資料

As at 1 January 2024 and upon its termination on 6 February 2024, no more option was available for issue under the VBill OPCO Share Option Scheme.

SUBSEQUENT EVENTS

On 7 July 2024, two indirect wholly-owned subsidiaries of the Company entered into, inter alia, a share transfer agreement with an independent third-party purchaser in relation to the Company's disposal of the entire equity interests in two other indirect wholly-owned subsidiaries of the Company (the "Disposal Companies") at the consideration of approximately RMB41.6 million (the "Disposal"). Following completion of the Disposal, the Disposal Companies will cease to be subsidiaries of the Company and their financial results will no longer be consolidated into the Company's consolidated financial statements. As the Disposal Companies are principally engaged in the manufacturing and sales of electronic power meters and related solutions in the PRC, the Group will cease its electronic power meters and solutions business accordingly.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Directors confirmed that the Company has maintained at all times the sufficient public float as required under the Listing Rules throughout the six months ended 30 June 2024.

於二零二四年一月一日及於二零二四年二月六日其終止時，根據隨行付購股權計劃不再發行隨行付購股權。

其後事項

於二零二四年七月七日，本公司兩間間接全資附屬公司與一名獨立第三方買方訂立(其中包括)一份股份轉讓協議，內容有關本公司出售本公司另外兩間間接全資附屬公司(「出售公司」)的全部股權，代價約為人民幣41,600,000元(「出售事項」)。出售事項完成後，出售公司將不再為本公司之附屬公司，其財務業績將不再併入本公司的綜合財務報表。由於出售公司主要於中國從事電能計量產品的生產及銷售及相關解決方案業務，本集團將相應終止其電能計量產品及解決方案業務。

足夠公眾持股量

根據本公司現有公開資料及就董事所知，董事確認，本公司於截至二零二四年六月三十日止六個月任何時間已維持上市規則規定之充足公眾持股量。



Interim Condensed Consolidated Income Statement

中期簡明綜合收益表

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		HK\$'000 千港元	HK\$'000 千港元
	Notes 附註		
Revenue	收入	6, 7	1,176,888
Cost of sales	銷售成本	8	(763,052)
Gross profit	毛利		413,836
Other income	其他收入	6	89,322
Other gains, net	其他收益淨額	6	269
Selling expenses	銷售開支	8	(55,452)
Administrative expenses	行政費用	8	(404,664)
Credit impairment loss, net	信貸減值虧損淨額	8	(33,823)
Operating profit	經營溢利		9,488
Share of results of associated companies	應佔聯營公司之業績	20	141,385
Impairment of investment in an associated company	於一間聯營公司之投資之減值	20	(140,865)
Loss on deemed acquisition and dilution of interest in an associated company	視作收購及攤薄一間聯營公司權益之虧損	20	(2,524)
Gain on disposal of a subsidiary	出售一間附屬公司之收益		-
Finance costs	融資成本	10	(924)
Profit before income tax	除所得稅前溢利		6,560
Income tax credit	所得稅抵免	11	16,855
Profit for the period	期內溢利		23,415
Profit attributable to:	應佔溢利：		
– Owners of the Company	– 本公司擁有人		3,397
– Non-controlling interests	– 非控股權益		20,018
			23,415
			357,007



Interim Condensed Consolidated Income Statement (Continued)

中期簡明綜合收益表(續)

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核		
		Six months ended 30 June 截至六月三十日止六個月		
		2024	2023	
		二零二四年	二零二三年	
		HK\$ per share	HK\$ per share	
		每股港元	每股港元	
	Notes 附註			
Earnings/(losses) per share for profit attributable to the owners of the Company:	本公司擁有人應佔溢利之每股盈利/(虧損):			
Basic	基本	13	0.001	0.115
Diluted	攤薄	13	(0.032)	0.083

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Statement of Comprehensive Income

中期簡明綜合全面收益表

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Profit for the period	期內溢利	23,415	357,007
Other comprehensive (loss)/income, net of tax	其他全面 (虧損) / 收益 (扣除稅項)		
<i>Items that may be subsequently reclassified to profit or loss</i>	<i>其後可能重新分類至損益之項目</i>		
Share of other comprehensive loss of associated companies	應佔聯營公司之其他全面虧損	(61,012)	(36,167)
Exchange differences on translation of foreign subsidiaries	換算海外附屬公司產生之匯兌差額	(74,198)	(139,016)
Release of reserve upon dilution of interest in an associated company	攤薄一間聯營公司權益後釋出之儲備	176	(2,460)
<i>Items that will not be subsequently reclassified to profit or loss</i>	<i>其後將不會重新分類至損益之項目</i>		
Change in value of a financial asset at fair value through other comprehensive income	按公平值計入其他全面收益之金融資產價值變動	–	(152,832)
Share of other comprehensive loss of an associated company	應佔一間聯營公司之其他全面虧損	–	(17)
Total comprehensive (loss)/income for the period, net of tax	期內全面 (虧損) / 收益總額 (扣除稅項)	(111,619)	26,515
Total comprehensive (loss)/income for the period attributable to:	應佔期內全面 (虧損) / 收益總額：		
– Owners of the Company	– 本公司擁有人	(116,962)	12,794
– Non-controlling interests	– 非控股權益	5,343	13,721
		(111,619)	26,515

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Balance Sheet

中期簡明綜合資產負債表

As at 30 June 2024 於二零二四年六月三十日

			Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
	Note 附註			
Assets		資產		
Non-current assets		非流動資產		
Investment properties	14	投資物業	425	511
Property, plant and equipment	15	物業、廠房及設備	50,683	77,660
Right-of-use assets	16	使用權資產	54,287	69,560
Intangible assets	17	無形資產	2,585	2,834
Investments in associated companies	20	於聯營公司之投資	3,459,550	3,606,250
Financial assets at fair value through profit or loss	18	按公平值計入損益之金融資產	78,221	82,321
Other financial assets at amortised cost		按攤銷成本計量之其他金融資產	2,019	2,070
Long-term bank deposits	22	長期銀行存款	267,437	-
Total non-current assets		非流動資產總值	3,915,207	3,841,206
Current assets		流動資產		
Inventories		存貨	781	19,474
Other current assets		其他流動資產	28,058	27,245
Other financial assets at amortised cost		按攤銷成本計量之其他金融資產	146,712	170,845
Amount due from an associated company	28	應收一間聯營公司款項	5,000	5,000
Loan receivables	19	應收貸款	1,064,481	1,536,634
Trade and bills receivables	21	應收賬款及應收票據	131,949	177,055
Financial asset at fair value through profit or loss	18	按公平值計入損益之金融資產	709	226,885
Current income tax recoverable		可收回即期所得稅	7,482	3,040
Short-term bank deposits	22	短期銀行存款	250,321	-
Restricted bank balances	22	受限制銀行結餘	3,077,045	3,542,318
Cash and cash equivalents	22	現金及現金等價物	3,446,567	3,482,016
Assets classified as held for sale	27	分類為持作出售之資產	8,159,105 73,511	9,190,512 -
Total current assets		流動資產總值	8,232,616	9,190,512
Total assets		資產總值	12,147,823	13,031,718
Equity		權益		
Capital and reserves attributable to the owners of the Company		本公司擁有人應佔資本及儲備		
Share capital	23	股本	6,942	6,942
Reserves		儲備	7,066,518	7,183,993
Non-controlling interests		非控股權益	7,073,460 592,656	7,190,935 587,083
Total equity		權益總額	7,666,116	7,778,018

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Balance Sheet (Continued)

中期簡明綜合資產負債表 (續)

As at 30 June 2024 於二零二四年六月三十日

			Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Liabilities	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	16	14,395	21,545
Deferred income tax liabilities	遞延所得稅負債		–	17
Total non-current liabilities	非流動負債總額		14,395	21,562
Current liabilities	流動負債			
Trade payables	應付賬款	24	497,598	596,415
Payables for payment and digital services business	支付及數字化服務業務之應付款項	25	3,010,791	3,591,920
Other payables and accruals	其他應付款項及應計款項	25	826,521	932,745
Amounts due to associated companies	應付聯營公司款項	28	4,193	4,295
Current income tax liabilities	即期所得稅負債		28,168	42,136
Bank borrowings	銀行借款		12,302	42,688
Lease liabilities	租賃負債	16	22,749	21,939
Liabilities directly associated with assets classified as held for sale	與分類為持作出售之資產直接相關的負債	27	4,402,322	5,232,138
			64,990	–
Total current liabilities	流動負債總額		4,467,312	5,232,138
Total liabilities	負債總額		4,481,707	5,253,700
Total equity and liabilities	權益及負債總額		12,147,823	13,031,718

On behalf of the Board

代表董事會

Xu Wensheng
徐文生
Director
董事

Li Wenjin
李文晉
Director
董事

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Statement of Changes in Equity

中期簡明綜合權益變動表

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核								
		Attributable to the owners of the Company 本公司擁有人應佔								
		Share capital 股本	Share premium 股份溢價	Treasury shares 庫存股份	Contributed surplus 實繳盈餘	Other reserves 其他儲備	Exchange reserve 外匯儲備	Retained earnings 保留盈利	Non- controlling interests 非控股權益	Total equity 權益總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Balance at 1 January 2024	於二零二四年一月一日之結餘	6,942	1,063,153	(9,826)	168,434	(2,450,541)	(208,778)	8,621,551	587,083	7,778,018
Comprehensive income	全面收益									
Profit for the period	期內溢利	-	-	-	-	-	-	3,397	20,018	23,415
Other comprehensive (loss)/income	其他全面(虧損)/收益									
Share of other comprehensive loss of associated companies	應佔聯營公司之其他全面虧損	-	-	-	-	-	(61,012)	-	-	(61,012)
Exchange differences on translation of foreign subsidiaries	換算海外附屬公司產生之匯兌差額	-	-	-	-	-	(59,523)	-	(14,675)	(74,198)
Release of reserve upon dilution of interest in an associated company	攤薄一間聯營公司權益後釋出之儲備	-	-	-	-	-	176	-	-	176
Total comprehensive (loss)/income	全面(虧損)/收益總額	-	-	-	-	-	(120,359)	3,397	5,343	(111,619)
Transactions with owners at their capacity as owners	擁有人以其擁有人身份進行之交易									
Share of other reserves of an associated company	應佔一家聯營公司之業績	-	-	-	-	(138)	-	-	-	(138)
Purchase of Company's share for the share award scheme ("Share Awards Scheme") (Note 23(a))	就股份獎勵計劃(「股份獎勵計劃」)購買本公司股份(附註23(a))	-	-	(145)	-	-	-	-	-	(145)
Deemed disposal of shares of a subsidiary	視作出售一間附屬公司之股份	-	-	-	-	(230)	-	-	230	-
		-	-	(145)	-	(368)	-	-	230	(283)
Balance at 30 June 2024	於二零二四年六月三十日之結餘	6,942	1,063,153	(9,971)	168,434	(2,450,909)	(329,137)	8,624,948	592,656	7,666,116

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Statement of Changes in Equity (Continued)

中期簡明綜合權益變動表(續)

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核								
		Attributable to the owners of the Company 本公司擁有人應佔								
		Share capital 股本	Share premium 股份溢價	Treasury shares 庫存股份	Contributed surplus 實繳盈餘	Other reserves 其他儲備	Exchange reserve 外匯儲備	Retained earnings 保留盈利	Non- controlling interests 非控股權益	Total equity 權益總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Balance at 1 January 2023	於二零二三年一月一日之結餘	6,942	1,063,153	(30,000)	168,434	(2,676,471)	(86,544)	8,173,081	935,687	7,554,282
Comprehensive income	全面收益									
Profit for the period	期內溢利	-	-	-	-	-	-	316,301	40,706	357,007
Other comprehensive loss	其他全面虧損									
Share of other comprehensive loss of associated companies	應佔聯營公司之其他全面虧損	-	-	-	-	(17)	(36,167)	-	-	(36,184)
Exchange differences on translation of foreign subsidiaries	換算海外附屬公司產生之匯兌差額	-	-	-	-	-	(112,031)	-	(26,985)	(139,016)
Release of reserve upon dilution of interest in an associated company	攤薄一間聯營公司權益後釋出之儲備	-	-	-	-	-	(2,460)	-	-	(2,460)
Change in value of a financial asset at fair value through other comprehensive income	按公平值計入其他全面收益之金融資產價值變動	-	-	-	-	(152,832)	-	-	-	(152,832)
Total comprehensive (loss)/income	全面(虧損)/收益總額	-	-	-	-	(152,849)	(150,658)	316,301	13,721	26,515
Transactions with owners at their capacity as owners	擁有人以其擁有人身份進行之交易									
Capital injection from non-controlling interests	非控股權益注資	-	-	-	-	-	-	-	348	348
Deemed acquisition of shares of a subsidiary	視為收購一間附屬公司股份	-	-	-	-	381,304	3,252	-	(384,556)	-
Disposal of a subsidiary	出售附屬公司	-	-	-	-	-	(1,015)	-	-	(1,015)
		-	-	-	-	381,304	2,237	-	(384,208)	(667)
Balance at 30 June 2023	於二零二三年六月三十日之結餘	6,942	1,063,153	(30,000)	168,434	(2,448,016)	(234,965)	8,489,382	565,200	7,580,130

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Cash Flow Statement

中期簡明綜合現金流量表

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元 (Restated) (經重列) (Note 2) (附註2)
	Note 附註		
Cash flows from operating activities	經營活動之現金流量		
Cash generated from operations	經營所得現金	237,252	602,540
Interest paid	已付利息	(924)	(2,179)
Income tax paid, net	已付所得稅淨額	(1,173)	(6,019)
Net cash generated from operating activities	經營活動所得現金淨額	235,155	594,342
Cash flows from investing activities	投資活動之現金流量		
Purchase of property, plant and equipment	購置物業、廠房及設備	(14,308)	(18,052)
Acquisition of financial assets at fair value through profit or loss ("FVPL")	收購按公平值計入損益之金融資產(「按公平值計入損益」)	(309,935)	-
Proceeds from disposals of financial assets at FVPL	出售按公平值計入損益之金融資產之所得款項	535,275	-
Proceeds from disposals of property, plant and equipment	出售物業、廠房及設備所得款項	64	436
Cash outflow from disposals of subsidiaries, net of cash disposed	出售附屬公司的現金流出，扣除所出售的現金	-	(231)
Dividend received from an associated company	已收一間聯營公司之股息	83,720	69,160
Interest received	已收利息	77,460	32,217
Increase in bank deposits	銀行存款增加	(522,679)	-
Net cash (used in)/generated from investing activities	投資活動(所用)／所得現金淨額	(150,403)	83,530
Cash flows from financing activities	融資活動之現金流量		
Settlement of written put option liability	結清賣出認沽期權負債	-	(852,188)
Capital injection from non-controlling interests	非控股權益注資	-	348
Payments for purchase of the company's shares by trustee	就受託人購買本公司股份之付款	(145)	-
Proceeds from transfer of asset-backed securities, priority tranche	轉讓優先層級資產支持證券所得款項	-	33,718
Repayments of asset-backed securities, priority tranche	償還優先層級資產支持證券	-	(49,771)
Proceed from bank borrowings	銀行借款所得款項	23,766	1,078
Repayment of bank borrowings	償還銀行借款	(53,417)	(55,508)
Principal elements of lease payments	租賃付款之本金部分	(14,067)	(15,304)
Decrease in bank deposits	銀行存款減少	-	741
Net cash used in financing activities	融資活動所用現金淨額	(43,863)	(936,886)
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物之增加／(減少)淨額	40,889	(259,014)

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Interim Condensed Consolidated Cash Flow Statement (Continued)

中期簡明綜合現金流量表(續)

For the Period ended 30 June 2024 截至二零二四年六月三十日止期間

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
			(Restated) (經重列) (Note 2) (附註2)
Note 附註			
	Cash and cash equivalents at beginning of the period 期初之現金及現金等價物	3,482,016	3,537,506
	Exchange loss on cash and cash equivalents 現金及現金等價物之匯兌虧損	(55,920)	(100,905)
	Cash and cash equivalents at the end of the period 期末之現金及現金等價物	3,466,985	3,177,587
		22	

Analysis of cash and cash equivalents 現金及現金等價物分析

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
	Cash and cash equivalents 現金及現金等價物	3,446,567	3,177,587
	Cash and cash equivalents included in assets classified as held for sale 計入分類為持作出售之資產之現金及現金等價物	20,418	-
	Cash and cash equivalents at the end of the period 期末之現金及現金等價物	3,466,985	3,177,587

The notes on pages 41 to 88 form an integral part of this interim condensed consolidated financial information.

第41至88頁之附註乃此中期簡明綜合財務資料其中部分。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

1 GENERAL INFORMATION

Hi Sun Technology (China) Limited (the “Company”) and its subsidiaries (together the “Group”) are principally engaged in the provision of payment and digital services, provision of fintech services, provision of platform operation solutions and provision of financial solutions.

The Company is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

The Company is listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

This interim condensed consolidated financial information is presented in thousands of Hong Kong dollars (HK\$’000), unless otherwise stated.

This interim condensed consolidated financial information was approved for issue on 20 August 2024.

This interim condensed consolidated financial information has not been audited.

2 BASIS OF PREPARATION

This interim condensed consolidated financial information for the six months ended 30 June 2024 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). This interim condensed consolidated financial information does not include all of the notes of the type normally included in annual consolidated financial statements. Accordingly, this interim condensed consolidated financial information should be read in conjunction with the annual consolidated financial statements for the year ended 31 December 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

1 一般資料

高陽科技(中國)有限公司(「本公司」)及其附屬公司(統稱為「本集團」)主要從事提供支付及數字化服務、提供金融科技服務、提供平台運營解決方案及提供金融解決方案。

本公司為一間於百慕達註冊成立之有限公司，其註冊辦事處地址為Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda。

本公司於香港聯合交易所有限公司(「聯交所」)上市。

除另有所指外，此中期簡明綜合財務資料以千港元(千港元)呈列。

此中期簡明綜合財務資料已於二零二四年八月二十日獲批准刊發。

此中期簡明綜合財務資料並未經審核。

2 編製基準

此截至二零二四年六月三十日止六個月的中期簡明綜合財務資料乃按照香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號中期財務報告編製。此中期簡明綜合財務資料並不包括年度綜合財務報表通常包括的所有附註類型。因此，此中期簡明綜合財務資料應與根據香港財務報告準則(「香港財務報告準則」)所編製截至二零二三年十二月三十一日止年度之年度綜合財務報表一併閱讀。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

2 BASIS OF PREPARATION (Continued)

Reclassification in the Interim Condensed Consolidated Cash Flow Statement

The Group previously recorded the decrease in restricted bank balances of HK\$142,180,000 for the period ended 30 June 2023 under investing activities in the interim condensed consolidated cash flow statement. During the year ended 31 December 2023, the Group revisited the nature of certain of its restricted bank balances arising from customer reserve accounts and considered these restricted bank balances represent payments received on behalf of the merchants to settle related payment and digital services business. Accordingly, an adjustment is made to reclassify such decrease from investing activities to operating activities in the Group's interim condensed consolidated cash flow statement for the period ended 30 June 2023 to align with the presentation of the Group's consolidated cash flow statement for the year ended 31 December 2023.

As a result, the net cash generated from operating activities of HK\$736,522,000 for the period ended 30 June 2023 as previously stated in the interim condensed consolidated cash flow statement has been restated to HK\$594,342,000, and the net cash used in investing activities of HK\$58,650,000 for the period ended 30 June 2023 as previously stated in the interim condensed consolidated cash flow statement has been restated to net cash generated from investing activities of HK\$83,530,000. The above reclassification has no impact on the interim condensed consolidated financial position of the Group as at 30 June 2023 and the profit for the period then ended.

2 編製基準 (續)

於中期簡明綜合現金流量表重新分類

截至二零二三年六月三十日止期間，本集團於中期簡明綜合現金流量表的投資活動項下先前錄得受限制銀行結餘減少142,180,000港元。截至二零二三年十二月三十一日止年度，本集團重新審視客戶儲備金賬戶產生的若干受限制銀行結餘的性質，並認為該等受限制銀行結餘乃代表商戶結算相關支付及數字化服務業務的款項。因此，於本集團截至二零二三年六月三十日止期間的中期簡明綜合現金流量表內將該減少由投資活動重新歸類為經營活動，以便與本集團截至二零二三年十二月三十一日止年度的綜合現金流量表的呈列保持一致。

因此，先前於中期簡明綜合現金流量表所載截至二零二三年六月三十日止期間經營活動所得現金淨額736,522,000港元已經重列為594,342,000港元，而先前於中期簡明綜合現金流量表所載截至二零二三年六月三十日止期間投資活動所用現金淨額58,650,000港元已經重列為投資活動所得現金淨額83,530,000港元。上述重新分類對本集團於二零二三年六月三十日的中期簡明綜合財務狀況及截至該日止期間的溢利並無影響。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

3 ACCOUNTING POLICIES

The accounting policies adopted are consistent with those of the annual consolidated financial statements for the year ended 31 December 2023, as described in those annual consolidated financial statements, except for the estimation of income tax and the adoption of new and amended standards as set out below. Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

3.1 New and amended standards adopted by the Group

A number of amended standards became applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards.

3.2 Impact of standards issued but not yet applied by the Group

Certain new accounting standards, amendments to accounting standards and interpretations have been published that are not mandatory for this reporting period and have not been early adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

4 ESTIMATES

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

In preparing this interim condensed consolidated financial information, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2023.

3 會計政策

所採納會計政策與截至二零二三年十二月三十一日止年度之年度綜合財務報表所採納者貫徹一致，有關會計政策已於該等年度綜合財務報表中載述，惟估計所得稅及採納下文所載之新訂及經修訂準則除外。中期期間有關收入之稅項按適用於預計全年盈利總額之稅率累計。

3.1 本集團採納之新訂及經修訂準則

若干準則修訂適用於本報告期間。本集團毋須因採納該等準則而變更其會計政策或作出追溯調整。

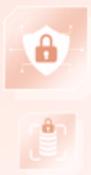
3.2 已頒佈但本集團尚未應用的準則之影響

某些已頒佈的新會計準則、會計準則的修改及解釋毋須於截止報告期間強制採納，因此本集團未提早採納此等準則、修改和解釋。預計該等準則在當前或未來報告期內不會對本集團及可預見的未來交易產生重大影響。

4 估計

編製中期簡明綜合財務資料要求管理層作出判斷、估計及假設，影響會計政策之應用以及資產及負債、收入及開支之報告金額。實際結果可能與該等估計不同。

於編製此中期簡明綜合財務資料時，管理層於應用本集團會計政策及估計不確定之主要來源時作出之重大判斷，與應用截至二零二三年十二月三十一日止年度之綜合財務報表者相同。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

5 財務風險管理及金融工具

5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The interim condensed consolidated financial information does not include all financial risk management information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2023.

There have been no significant changes in the risk management policies since 31 December 2023.

5.2 Fair value estimation

The table below analyses the Group's financial instruments carried at fair value as at 30 June 2024 and 31 December 2023 by level of the inputs to valuation techniques used to measure fair values. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- 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) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

5.1 財務風險因素

本集團之活動面對多種財務風險：市場風險（包括外匯風險、公平值利率風險、現金流量利率風險及價格風險）、信貸風險及流動資金風險。

中期簡明綜合財務資料並不包括年度綜合財務報表規定之所有財務風險管理資料及披露，且應與本集團截至二零二三年十二月三十一日止年度之年度綜合財務報表一併閱讀。

自二零二三年十二月三十一日起，風險管理政策並無重大變動。

5.2 公平值估計

下表按公平值計量所使用之估值技術所用輸入數據的層級，分析本集團於二零二四年六月三十日及二零二三年十二月三十一日按公平值入賬之金融工具。有關輸入數據乃按下文所述而分類歸入公平值架構內的三個層級：

- 相同資產或負債之活躍市場報價（未經調整）（第一級）。
- 除包含於第一級之報價外，資產或負債之可觀察直接（即價格）或間接（即源自價格者）輸入資料（第二級）。
- 並非根據可觀察市場資料而釐定之資產或負債之輸入資料（即不可觀察之輸入資料）（第三級）。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued)

5 財務風險管理及金融工具 (續)

5.2 Fair value estimation (Continued)

The following table presents the Group's financial assets that were measured at fair values at 30 June 2024.

5.2 公平值估計 (續)

下表呈列本集團於二零二四年六月三十日按公平值計量之金融資產。

		Unaudited 未經審核			
		Level 1 第一級	Level 2 第二級	Level 3 第三級	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Financial assets	金融資產				
Financial assets at FVPL	按公平值計入損益之金融資產				
– Unlisted investment fund	– 非上市投資基金	–	–	78,221	78,221
– Listed equity securities	– 上市股本證券	709	–	–	709
Total	總計	709	–	78,221	78,930

The following table presents the Group's financial assets that were measured at fair values at 31 December 2023.

下表呈列本集團於二零二三年十二月三十一日按公平值計量之金融資產。

		Audited 經審核			
		Level 1 第一級	Level 2 第二級	Level 3 第三級	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Financial assets	金融資產				
Financial assets at FVPL	按公平值計入損益之金融資產				
– Unlisted investment fund	– 非上市投資基金	–	–	82,321	82,321
– Listed equity securities	– 上市股本證券	834	–	–	834
– Investments at FVPL	– 按公平值計入損益之投資	–	226,051	–	226,051
Total	總計	834	226,051	82,321	309,206



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued) 5 財務風險管理及金融工具 (續)

5.2 Fair value estimation (Continued)

Transfers between Level 1 and Level 2 fair values

5.2 公平值估計 (續)

第一級及第二級公平值之間的轉撥

Assets 資產		Liability 負債	
Financial asset at FVPL – unlisted investment fund 按公平值計入損益的金融資產—非上市投資基金 HK\$'000 千港元	Financial asset at FVPL – listed equity securities 按公平值計入損益的金融資產—上市股本證券 HK\$'000 千港元	Financial asset at FVOCI – listed equity security 按公平值計入其他全面收益的金融資產—上市股本證券 HK\$'000 千港元	Financial liability at FVPL – written put option liability 按公平值計入損益的金融負債—賣出認沽期權負債 HK\$'000 千港元
At 30 June 2023	於二零二三年六月三十日		
Transfer from Level 1 to Level 2	自第一級轉撥至第二級	-	36

Transfers between levels of the fair value hierarchy are deemed to occur at the end of each reporting period. Transfers into and out of levels of the fair value hierarchy are primarily attributable to changes in observability of valuation inputs and price transparency the period.

There were no significant transfers of financial assets and financial liability between the fair value hierarchy classifications during six months ended 30 June 2024.

公平值等級各級之間的轉撥被視作於各報告期末發生。公平值等級各級之間的撥入及轉出主要歸因於期間估值輸入數據之可觀察程度及價格透明度的變動。

截至二零二四年六月三十日止六個月，公平值等級分類之間並無金融資產及金融負債的重大轉撥。

5.3 Financial instruments in level 1

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and equity securities) is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

5.3 第一級之金融工具

在活躍市場買賣之金融工具 (例如公開買賣衍生工具及買賣及股本證券) 之公平值，根據結算日之市場報價計算。本集團所持金融資產之市場報價為當時買入價。該等工具計入第一級。

5.4 Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market (e.g. over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

5.4 第二級之金融工具

並非於活躍市場買賣之金融工具 (例如場外衍生工具) 的公平值乃利用估值技術釐定，該等估值技術盡量利用可觀察市場數據並盡可能減少對實體特定估計的倚賴。倘計算工具公平值所需的所有重大輸入數據為可觀察數據，則該工具計入第二級。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued) 5 財務風險管理及金融工具(續)

5.5 Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 financial instruments for the six months ended 30 June 2024:

5.5 利用重大不可觀察輸入數據計量之公平值(第三級)

下表呈列第三級金融工具於截至二零二四年六月三十日止六個月之變動：

		Unaudited 未經審核 Financial asset at fair value through profit or loss 按公平值 計入損益之 金融資產 <hr/> unlisted investment fund 非上市 投資基金 HK\$'000 千港元
At 1 January 2024	於二零二四年一月一日	82,321
Fair value loss on revaluation recognised in profit or loss	於損益確認之重估公平值虧損	(2,165)
Exchange realignment	匯兌調整	(1,935)
At 30 June 2024	於二零二四年六月三十日	78,221
Unrealised loss recognised in the interim condensed consolidated income statement attributable to balances at the balance sheet date	於中期簡明綜合收益表確認之於結算日持有結餘應佔之未變現虧損	2,165



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued) 5 財務風險管理及金融工具 (續)

5.5 Fair value measurements using significant unobservable inputs (level 3) (Continued)

The following table presents the changes in level 3 instruments for the six months ended 30 June 2023:

5.5 利用重大不可觀察輸入數據計量之公平值 (第三級) (續)

下表呈列第三級工具於截至二零二三年六月三十日止六個月之變動：

		Unaudited 未經審核 Financial asset at fair value through profit or loss 按公平值計入 損益之 金融資產 unlisted investment fund 非上市 投資基金 HK\$'000 千港元
At 1 January 2023	於二零二三年一月一日	93,077
Fair value gain on revaluation recognised in profit or loss	於損益確認之重估公平值收益	4,339
Exchange realignment	匯兌調整	(4,271)
At 30 June 2023	於二零二三年六月三十日	93,145
Unrealised gain recognised in the interim condensed consolidated income statement attributable to balances at the balance sheet date	於中期簡明綜合收益表確認於結算日持有結餘應佔之未變現收益	4,339



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued)

5 財務風險管理及金融工具 (續)

5.5 Fair value measurements using significant unobservable inputs (level 3) (Continued)

5.5 利用重大不可觀察輸入數據計量之公平值 (第三級) (續)

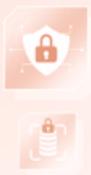
		Unaudited 未經審核 Financial liability at fair value through profit or loss 按公平值計入 損益之 金融負債
		written put option liability 賣出認沽 期權負債 HK\$'000 千港元
At 1 January 2023	於二零二三年一月一日	(4,881)
Derecognition	終止確認	4,863
Exchange realignment	匯兌調整	18
At 30 June 2023	於二零二三年六月三十日	–

The Group's finance department includes a team that performs the valuations of financial assets required for financial reporting purposes, including level 3 fair values. As part of the valuation process, this team reports directly to the chief financial officer ("CFO") and external valuers will be engaged, if necessary.

本集團財務部包括一個就財務報告所需金融資產估值(包括第三級公平值)之團隊。於估值過程中,該團隊直接向本集團財務總監(「財務總監」)匯報,並於有需要時委聘外部估值師。

Specific valuation techniques used to value level 3 financial instruments include techniques such as net asset value model. There are no changes in valuation techniques during the period (six months ended 30 June 2023: same).

就第三級金融工具估值使用之指定估值技術包括資產淨值模式等技術。期內估值技術並無變動(截至二零二三年六月三十日止六個月:相同)。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

5 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued) 5 財務風險管理及金融工具 (續)

5.5 Fair value measurements using significant unobservable inputs (level 3) (Continued)

During the six months ended 30 June 2024, there were no reclassification of financial assets and financial liability (six months ended 30 June 2023: same).

Quantitative information about fair value measurements using significant unobservable inputs (level 3):

Financial asset at fair value through profit or loss – unlisted investment fund

The Group has determined that the audited net asset value approximates fair value of the unlisted investment fund after applying a portfolio discount of 10% (30 June 2023: 10%).

5.6 Fair value of financial assets and liabilities measured at amortised cost

The fair values of the following financial assets and liabilities approximate their carrying values:

- Other financial assets at amortised cost
- Bank deposits
- Amount due from an associated company
- Loan receivables
- Trade and bills receivables
- Restricted bank balances
- Cash and cash equivalents
- Lease liabilities
- Trade payables
- Payables for payment and digital services business
- Other payables and accruals
- Amounts due to associated companies
- Bank borrowings

5.5 利用重大不可觀察輸入數據計量之公平值 (第三級) (續)

於截至二零二四年六月三十日止六個月，金融資產及金融負債概無重新分類 (截至二零二三年六月三十日止六個月：相同)。

利用重大不可觀察輸入數據計量公平值之量化資料如下 (第三級)：

按公平值計入損益之金融資產—非上市投資基金

本集團釐定在應用投資組合折讓10% (二零二三年六月三十日：10%) 後，經審核資產淨值與非上市投資基金的公平值相若。

5.6 按攤銷成本計量之金融資產及負債公平值

下列金融資產及負債之公平值與其賬面值相若：

- 按攤銷成本計量之其他金融資產
- 銀行存款
- 應收一間聯營公司款項
- 應收貸款
- 應收賬款及應收票據
- 受限制銀行結餘
- 現金及現金等價物
- 租賃負債
- 應付賬款
- 支付及數字化服務業務之應付款項
- 其他應付款項及應計款項
- 應付聯營公司款項
- 銀行借款



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

6 REVENUE, OTHER INCOME AND OTHER GAINS, NET 6 收入、其他收入及其他收益淨額

Revenue, other income and other gains, net, recognised during the period is as follows:

於期內確認之收入、其他收入及其他收益淨額如下：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
Revenue from contracts with customers	來自與客戶合約的收益		
<i>Recognised over time</i>	<i>按照時間確認</i>		
Provision of services	提供服務	1,055,482	1,185,761
<i>Recognised at a point in time</i>	<i>於某個時間點確認</i>		
Sales of goods	銷售貨品	83,887	16,675
		1,139,369	1,202,436
Revenue from other source	來自其他來源的收益		
Provision of fintech services (Note i)	提供金融科技服務 (附註i)	37,519	108,177
		1,176,888	1,310,613
Other income	其他收入		
Interest income	利息收入	80,755	32,217
Government subsidies (Note ii)	政府補貼 (附註ii)	7,855	17,392
Rental income	租金收入	437	1,499
Others	其他	275	671
		89,322	51,779



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

6 REVENUE, OTHER INCOME AND OTHER GAINS, NET (Continued) 6 收入、其他收入及其他收益淨額 (續)

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
Other gains, net	其他收益淨額		
Fair value (losses)/gains on financial assets at FVPL	按公平值計入損益之金融資產公平值 (虧損) / 收益		
– Unlisted investment fund	– 非上市投資基金	(2,165)	4,339
– Listed equity securities	– 上市股本證券	(124)	(23)
– Investments at FVPL	– 按公平值計入損益之投資	2,558	–
Derecognition of written put option liability at FVPL	終止確認按公平值計入損益之賣出認沽期權負債	–	4,863
		269	9,179

Note i: Revenue from provision of fintech services represented interest income recognised and accrued using the effective interest method.

附註i: 提供金融科技服務之收入指以實際利率法確認及累計的利息收入。

Note ii: Government grants represented value-added tax refund from local tax bureau and grant from government in relation to sales and research and development of self-developed software products in the People's Republic of China (the "PRC") for the period ended 30 June 2024 (six months ended 30 June 2023: same). There were no unfulfilled condition and other contingencies attached to the receipts of those grants (six months ended 30 June 2023: same).

附註ii: 政府補助指地方稅務局的增值稅退稅及政府就截至二零二四年六月三十日止期間於中華人民共和國(「中國」)銷售及研發自主開發軟件產品授予的補助(截至二零二三年六月三十日止六個月:相同)。收取該等補貼並無附帶未達成條件及其他或然事項(截至二零二三年六月三十日止六個月:相同)。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

7 SEGMENT INFORMATION

Management has determined the operating segments based on the internal reports reviewed by the Board of Directors that are used to make strategic decisions.

The Board of Directors considers the business of the Group from a product perspective.

The Group is organised into four main operating segments in these internal reports:

- (a) Payment and digital services – principally engaged in the provision of payment processing services and related digital products and solutions;
- (b) Fintech services – principally engaged in the provision of microlending, supply chain financing, factoring business, credit assessment services and related products and solutions;
- (c) Platform operation solutions – principally engaged in the provision of telecommunication and mobile payment platform operation services and operation value-added services; and
- (d) Financial solutions – principally engaged in the provision of information system consultancy, integration and operation services and sales of information technology products to financial institutions and banks.

The Board of Directors assesses the performance of the operating segments based on a measure of earnings/(losses) before interest expense, taxes, depreciation and amortisation (“EBITDA”), and segmental operating profit/(loss). EBITDA is calculated by excluding interest expense, taxes, depreciation, amortisation and fair value gains/(losses) on financial assets at FVPL from segmental operating profit/(loss).

7 分類資料

管理層根據董事會審閱以作出策略決定之內部報告而釐定經營分類。

董事會從產品角度考慮本集團業務。

本集團之內部報告分為四個主要經營分類：

- (a) 支付及數字化服務—主要從事提供支付交易處理服務以及相關數字化產品及解決方案；
- (b) 金融科技服務—主要從事提供小額貸款、供應鏈融資、保理業務、信貸評估服務及相關產品及解決方案；
- (c) 平台運營解決方案—主要從事提供電訊及移動支付平台運營服務及運營增值服務；及
- (d) 金融解決方案—主要從事向金融機構及銀行提供資訊系統諮詢、集成與運營服務及銷售資訊科技產品。

董事會按未計利息支出、稅項、折舊及攤銷前盈利／(虧損) (「EBITDA」) 以及分類經營溢利／(虧損) 計量因素評估經營分類的表現。EBITDA透過從分類經營溢利／(虧損) 中撇除利息支出、稅項、折舊、攤銷以及按公平值計入損益之金融資產之公平值收益／(虧損)。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

7 SEGMENT INFORMATION (Continued)

An analysis of the Group's revenue and results for the six months ended 30 June 2024 by operating segment is as follows:

7 分類資料 (續)

本集團截至二零二四年六月三十日止六個月之收入及業績按經營分類分析如下：

		Unaudited 未經審核					
		Payment and digital services 支付及 數字化服務	Fintech services 金融科技 服務	Platform operation solutions 平台運營 解決方案	Financial solutions 金融 解決方案	Others 其他	Total Group 集團 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Six months ended 30 June 2024	截至二零二四年 六月三十日止六個月						
Segment turnover	分類營業額	892,681	46,697	57,057	99,810	83,887	1,180,132
Inter-segment turnover	分類間營業額	(451)	(2,793)	-	-	-	(3,244)
Turnover from external customers	來自外部客戶之營業額	892,230	43,904	57,057	99,810	83,887	1,176,888
Segmental EBITDA (excluding fair value gains/(losses) on financial assets at FVPL)	分類EBITDA (不包括按公平值計入損益之金融資產之公平值收益/(虧損))	117,472	(20,372)	(16,080)	384	(6,025)	75,379
Depreciation	折舊	(26,552)	(2,722)	(2,846)	(2,907)	(1,071)	(36,098)
Amortisation	攤銷	(167)	-	-	-	(10)	(177)
Fair value gains/(losses) on financial assets at FVPL	按公平值計入損益之金融資產之公平值收益/(虧損)	-	2,558	(2,165)	-	-	393
Segmental operating profit/(loss)	分類經營溢利/(虧損)	90,753	(20,536)	(21,091)	(2,523)	(7,106)	39,497
Unallocated other income	未分配其他收入						12,582
Unallocated corporate expenses	未分配企業開支						(42,591)
Share of results of associated companies	應佔聯營公司之業績						141,385
Impairment of investment in an associated company	於一間聯營公司之投資之減值						(140,865)
Loss on deemed acquisition and dilution of interest in an associated company	視作收購及攤薄於一間聯營公司之權益之虧損						(2,524)
Finance costs	融資成本						(924)
Profit before income tax	除所得稅前溢利						6,560
Income tax credit	所得稅抵免						16,855
Profit for the period	期內溢利						23,415



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

7 SEGMENT INFORMATION (Continued)

An analysis of the Group's revenue and results for the six months ended 30 June 2023 by operating segment is as follows:

7 分類資料 (續)

本集團截至二零二三年六月三十日止六個月之收入及業績按經營分類分析如下：

		Unaudited 未經審核					Total 集團 總計
		Payment and digital services 支付及 數字化服務 HK\$'000 千港元	Fintech services 金融科技 服務 HK\$'000 千港元	Platform operation solutions 平台運營 解決方案 HK\$'000 千港元	Financial solutions 金融 解決方案 HK\$'000 千港元	Others 其他 HK\$'000 千港元	HK\$'000 千港元
Six months ended 30 June 2023	截至二零二三年 六月三十日止六個月						
Segment turnover	分類營業額	1,023,799	115,660	59,918	94,858	16,675	1,310,910
Inter-segment turnover	分類間營業額	(297)	-	-	-	-	(297)
Turnover from external customers	來自外部客戶之營業額	1,023,502	115,660	59,918	94,858	16,675	1,310,613
Segmental EBITDA (excluding fair value gain on financial assets at FVPL)	分類EBITDA (不包括按公平值計入損益之金融資產之公平值收益)	175,405	58,887	(17,433)	(35,716)	(12,678)	168,465
Depreciation	折舊	(61,297)	(2,936)	(2,977)	(3,239)	(1,072)	(71,521)
Amortisation	攤銷	(367)	(377)	-	-	(14)	(758)
Fair value gain on financial assets at FVPL	按公平值計入損益之金融資產之公平值收益	-	-	4,339	-	-	4,339
Segmental operating profit/(loss)	分類經營溢利/(虧損)	113,741	55,574	(16,071)	(38,955)	(13,764)	100,525
Unallocated other income	未分配其他收入						9,815
Unallocated corporate expenses	未分配企業開支						(40,605)
Share of results of associated companies	應佔聯營公司之業績						220,380
Gain on disposal of a subsidiary	出售一間附屬公司之收益						3,277
Loss on deemed acquisition and dilution of interest in an associated company	視為收購及攤薄於一間聯營公司權益之虧損						(224)
Finance costs	融資成本						(2,179)
Profit before income tax	除所得稅前溢利						290,989
Income tax credit	所得稅抵免						66,018
Profit for the period	期內溢利						357,007



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

7 SEGMENT INFORMATION (Continued)

The segment assets and liabilities as at 30 June 2024 and additions to non-current assets for the six months ended 30 June 2024 are as follows:

7 分類資料 (續)

於二零二四年六月三十日之分類資產及負債及截至二零二四年六月三十日止六個月之非流動資產添置如下：

		Unaudited 未經審核							
		Payment and digital services 支付及 數字化服務	Fintech services 金融科技 服務	Platform operation solutions 平台運營 解決方案	Financial solutions 金融 解決方案	Others 其他	Unallocated 未分配	Elimination 抵銷	Total Group 集團 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 30 June 2024	於二零二四年六月三十日								
Segment assets	分類資產	6,393,782	1,967,711	559,341	395,721	323,094	4,892,272	(2,384,098)	12,147,823
Segment liabilities	分類負債	(4,602,458)	(782,789)	(326,913)	(531,108)	(174,457)	(448,080)	2,384,098	(4,481,707)
Six months ended 30 June 2024	截至二零二四年六月三十日 止六個月								
Additions to non-current assets (excluding investments in associated companies, financial assets at FVPL, other financial assets at amortised cost and long-term bank deposits)	非流動資產之添置 (不包括於聯營公司之投資、按公平值計入損益之金融資產、按攤銷成本計量之其他金融資產及長期銀行存款)	22,702	-	21	9	271	15	-	23,018



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

7 SEGMENT INFORMATION (Continued)

The segment assets and liabilities as at 31 December 2023 and additions to non-current assets for the six months ended 30 June 2023 are as follows:

		Audited 經審核							Total Group 集團 總計
		Payment and digital services 支付及 數字化服務 HK\$'000 千港元	Fintech services 金融科技 服務 HK\$'000 千港元	Platform operation solutions 平台運營 解決方案 HK\$'000 千港元	Financial solutions 金融 解決方案 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Unallocated 未分配 HK\$'000 千港元	Elimination 抵銷 HK\$'000 千港元	HK\$'000 千港元
As at 31 December 2023	於二零二三年 十二月三十一日								
Segment assets	分類資產	6,742,579	2,357,488	603,153	470,905	327,551	5,004,890	(2,474,848)	13,031,718
Segment liabilities	分類負債	(5,195,717)	(944,593)	(340,573)	(594,618)	(174,194)	(478,853)	2,474,848	(5,253,700)
Six months ended 30 June 2023	截至二零二三年 六月三十日止六個月								
Additions to non-current assets (excluding investments in associated companies, financial asset at FVOCI, financial assets at FVPL and other financial assets at amortised cost)	非流動資產之添置(不包括 於聯營公司之投資、按公 平值計入其他全面收益之 金融資產、按公平值計入 損益之金融資產及按攤銷 成本計量之其他金融資 產)	33,217	13,559	6,121	289	151	18	-	53,355

During the period, additions to non-current assets mainly comprise additions to property, plant and equipment and right-of-use assets (six months ended 30 June 2023: same).

Information provided to the Board of Directors is measured in a manner consistent with that of the interim condensed consolidated financial information. These assets and liabilities are allocated based on the operations of the segment.

Sales between segments are carried out on normal commercial terms. The revenue from external parties reported to the Board of Directors is measured in a manner consistent with that in the interim condensed consolidated income statement.

The Group is principally domiciled in Mainland China and Hong Kong (six months ended 30 June 2023: same).

於二零二三年十二月三十一日之分類資產及負債及截至二零二三年六月三十日止六個月之非流動資產添置如下：

期內，非流動資產之添置主要包括物業、廠房及設備以及使用權資產之添置(截至二零二三年六月三十日止六個月：相同)。

向董事會提供之資料採用與中期簡明綜合財務資料一致之方法計量。該等資產及負債按分類之業務經營分配。

分類間之銷售按一般商業條款進行。向董事會匯報的來自外部各方之收入採用與中期簡明綜合收益表一致之方法計量。

本集團主要所在地為中國大陸及香港(截至二零二三年六月三十日止六個月：相同)。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

8 EXPENSES BY NATURE

Expenses included in cost of sales, selling expenses, administrative expenses and credit impairment loss/(reversal of credit impairment loss), net, are analysed as follows:

8 以性質區分之開支

計入銷售成本、銷售開支、行政費用及信貸減值虧損／(信貸減值虧損撥回) 淨額之開支分析如下：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		HK\$'000 千港元	HK\$'000 千港元
Auditor's remuneration	核數師酬金	2,029	2,000
Commission and incentives paid/payable to business channel partners	已付／應付業務渠道合作商的佣金及獎勵	513,035	576,590
Interest expenses on asset-backed securities	資產支持證券的利息支出	–	14,343
Depreciation of property, plant and equipment (Note 15)	物業、廠房及設備折舊 (附註15)	24,672	60,233
Depreciation of right-of-use assets (Note 16)	使用權資產折舊 (附註16)	13,892	14,808
Depreciation of investment properties (Note 14)	投資物業折舊 (附註14)	86	86
Amortisation of intangible assets (Note 17)	無形資產攤銷 (附註17)	177	758
Employee benefit expenses (Note 9)	僱員福利開支 (附註9)	454,638	424,363
Costs of inventories sold (including reversal of provision for inventories)	售出存貨成本 (包括存貨撥備撥回)	61,776	12,129
Operating lease rentals in respect of land and buildings	土地及樓宇之經營租賃租金	5,421	4,989
Research and development costs (including staff cost)	研究及開發成本 (包括員工成本)	165,965	133,553
Gains on disposals of property, plant and equipment	出售物業、廠房及設備之收益	(43)	(17)
Credit impairment loss/(reversal of credit impairment loss), net	信貸減值虧損／(信貸減值虧損撥回) 淨額		
– Trade and bills receivables	– 應收賬款及應收票據	202	(6)
– Loan receivables	– 應收貸款	33,621	13,516
Net foreign exchange loss	外匯虧損淨額	966	665



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

9 EMPLOYEE BENEFIT EXPENSES

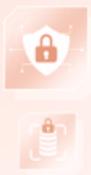
9 僱員福利開支

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Wages and salaries	工資及薪金	369,096	346,748
Pension cost and social security costs	退休金費用及社保費用	85,542	77,615
		454,638	424,363

10 FINANCE COSTS

10 融資成本

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Finance costs	融資成本		
- Bank borrowings	- 銀行借款	120	19
- Lease liabilities	- 租賃負債	804	2,160
		924	2,179



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

11 INCOME TAX CREDIT

11 所得稅抵免

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
Current income tax	即期所得稅		
– PRC Corporate income tax (<i>Note (a)</i>)	– 中國企業所得稅 (<i>附註(a)</i>)	(7,075)	(20,373)
– Over-provision in prior year (<i>Note (b)</i>)	– 過往年度超額撥備 (<i>附註(b)</i>)	23,924	86,242
Deferred income tax	遞延所得稅	6	149
Income tax credit	所得稅抵免	16,855	66,018

Note (a)

No Hong Kong profits tax has been provided as the Group has no assessable profit during six months ended 30 June 2024 (six months ended 30 June 2023: same).

Subsidiaries in the PRC are subject to corporate income tax (“CIT”) in accordance with the PRC CIT Law. According to the PRC CIT Law and the relevant regulations, the CIT tax rate applicable is 25% unless preferential rates are applicable in the cities where the subsidiaries are located. If a subsidiary is qualified as High and New Technology Enterprise (“HNTE”), the applicable CIT tax rate is 15%. If a subsidiary is engaged in Encouraged Industries in the Western Region (“EIWR”), the applicable CIT tax rate is 15%. If a subsidiary is qualified as Software and Integrated Circuit Enterprise (“SICE”), the applicable CIT tax rate is 0% for the first two years of being qualified and 12.5% for the next three years.

附註(a)

由於本集團截至二零二四年六月三十日止六個月並無應課稅溢利，故並無計提香港利得稅撥備（截至二零二三年六月三十日止六個月：相同）。

於中國的附屬公司須根據中國企業所得稅（「企業所得稅」）法繳納企業所得稅。根據中國企業所得稅法及相關法規，除非優惠稅率適用於附屬公司所在城市，否則企業所得稅適用稅率為25%。倘一間附屬公司合資格成為高新技術企業（「高新技術企業」），則適用企業所得稅稅率為15%。倘一間附屬公司從事西部地區鼓勵類產業（「西部地區鼓勵類產業」），則適用企業所得稅稅率為15%。倘一間附屬公司合資格成為軟件及集成電路企業（「軟件及集成電路企業」），則於合資格的首兩年適用企業所得稅稅率為0%，隨後三年稅率為12.5%。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

11 INCOME TAX CREDIT (Continued)

Note (a) (Continued)

Applicable corporate income tax rates of principal subsidiaries

Subsidiaries

Beijing Hi Sun Advanced Business Solutions Information Technology Limited (“BJ ABS”)
 隨行付支付有限公司 (“VBill OPCO”)
 重慶鑫聯隨行科技有限公司 (“Chongqing Xinlian”)
 北京結慧科技有限公司 (“Vintelligence Beijing”)

附屬公司

北京高陽金信信息技術有限公司 (「高陽金信」)
 隨行付支付有限公司 (「隨行付」)
 重慶鑫聯隨行科技有限公司 (「重慶鑫聯」)
 北京結慧科技有限公司 (「北京結慧」)

Applicable corporate income tax rate

適用企業所得稅稅率

Six months ended 30 June

截至六月三十日止六個月

2024	2023
二零二四年	二零二三年

15%	15%
-----	-----

25%	25%
-----	-----

15%	15%
-----	-----

15%	0%
-----	----

Note (b)

The over-provision of current income tax in prior year recognised during the periods ended 30 June 2023 and 2024 were mainly attributable to Vintelligence Beijing.

Pursuant to Caishui Circular 49 of 2016 jointly released by the Ministry of Finance, the State Administration of Taxation, the National Development and Reform Commission and the Ministry of Industry and Information Technology of the PRC and the amendments of the relevant tax rules and requirements of the eligibility for the tax incentives, management performed self-assessment for Vintelligence Beijing on the eligibility of tax incentives.

In May 2023, Vintelligence Beijing was accredited as SICE with the first effective period being the year ended 31 December 2022 and is entitled to a preferential tax rate of 0% for the first two years of being qualified and 12.5% for the next three years. As a result of the accreditation, Vintelligence Beijing received a tax refund in relation to corporate income tax paid during the year ended 31 December 2022 of HK\$21,084,000 and recognised an over-provision for income tax expense of HK\$72,660,000, which was calculated at the applicable tax rate of 15% when Vintelligence Beijing was qualified as HNTE during the year ended 31 December 2022, in the interim condensed consolidated income statement for the period ended 30 June 2023.

11 所得稅抵免 (續)

附註(a) (續)

主要附屬公司的適用企業所得稅稅率

Applicable corporate income tax rate

適用企業所得稅稅率

Six months ended 30 June

截至六月三十日止六個月

2024	2023
二零二四年	二零二三年

15%	15%
-----	-----

25%	25%
-----	-----

15%	15%
-----	-----

15%	0%
-----	----

附註(b)

截至二零二三年及二零二四年六月三十日止期間確認的過往年度即期所得稅超額撥備主要歸因於北京結慧。

根據中國財政部、國家稅務總局、國家發展和改革委員會及工業和信息化部聯合發佈的二零一六年財稅第49號文以及相關稅收細則及稅收優惠資格要求的修訂，管理層對北京結慧的稅收優惠資格進行自我評估。

於二零二三年五月，北京結慧獲認定為軟件及集成芯片企業，首個有效期為截至二零二二年十二月三十一日止年度，並合資格於獲得資格的首兩年享有0%及於隨後三年12.5%的優惠稅率。由於獲此認定，北京結慧收到就截至二零二二年十二月三十一日止年度支付的企業所得稅的有關退稅21,084,000港元，並於截至二零二三年六月三十日止期間之中期簡明綜合損益表確認所得稅開支超額撥備72,660,000港元，此乃按於截至二零二二年十二月三十一日止年度北京結慧獲認定為高新技術企業時適用的15%稅率計算釐定。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

11 INCOME TAX CREDIT (Continued)

Note (b) (Continued)

In July 2023, the Chinese tax authority published the version 2.0 of the policy implementation guidelines for research and development (“R&D”) expenditures super deduction (“Guidelines 2.0”), which provided additional clarity on the different kinds of R&D expenses that are eligible for deductions, as well as more details on the types of activity that are deemed to be R&D. In view of the more stringent requirements and implementation measures in granting the preferential tax rate of SICE resulted from Guidelines 2.0, management applied the corporate income tax rate of 15% for the year ended 31 December 2023 and the period ended 30 June 2024 when Vintelligence Beijing was qualified as HNTE.

In May 2024, Vintelligence Beijing continued to be accredited as SICE with the second effective period being the year ended 31 December 2023 and is entitled to a preferential tax rate of 0%. During the period ended 30 June 2024, Vintelligence Beijing received a tax refund in relation to corporate income tax paid during the year ended 31 December 2023 of HK\$20,460,000 and recognised an over-provision for income tax expense of HK\$22,932,000, which was calculated at the applicable tax rate of 15% when Vintelligence Beijing was qualified as HNTE during the year ended 31 December 2023, in the interim condensed consolidated income statement for the period ended 30 June 2024.

12 DIVIDENDS

No dividend has been paid or declared by the Company for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

13 EARNINGS/(LOSSES) PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit for the period attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the period.

11 所得稅抵免 (續)

附註(b) (續)

於二零二三年七月，中國稅務部門發佈了研發（「研發」）費用加計扣除政策實施指引2.0版（「指引2.0」），進一步明確符合加計扣除條件的各類研發費用，以及被認定為研發活動的更多詳情。鑒於指引2.0在給予會展服務業優惠稅率方面的要求和實施措施更為嚴格，於截至二零二三年十二月三十一日止年度及截至二零二四年六月三十日止期間內，當北京結慧符合高新技術企業資質時，管理層適用15%的企業所得稅率。

於二零二四年五月，北京結慧獲認定為軟件及集成芯片企業，第二個有效期為截至二零二三年十二月三十一日止年度，並合資格享有0%的優惠稅率。截至二零二四年六月三十日止期間，北京結慧收到就截至二零二三年十二月三十一日止年度支付的企業所得稅的有關退稅20,460,000港元，並於截至二零二四年六月三十日止期間之中期簡明綜合損益表確認所得稅開支超額撥備22,932,000港元，此乃按於截至二零二三年十二月三十一日止年度北京結慧獲認定為高新技術企業時適用的15%稅率計算釐定。

12 股息

截至二零二四年六月三十日止六個月，本公司並無派付或宣派任何股息（截至二零二三年六月三十日止六個月：無）。

13 每股盈利／（虧損）

(a) 基本

每股基本盈利乃按本公司擁有人應佔期內溢利除以期內已發行普通股加權平均數計算。

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
Profit attributable to the owners of the Company (HK\$'000)	本公司擁有人應佔溢利 (千港元)	3,397	316,301
Weighted average number of ordinary shares in issue less shares held for Share Award Scheme (thousands shares)	已發行普通股加權平均數減就股份獎勵計劃所持股份 (千股)	2,758,406	2,744,839
Basic earnings per share attributable to the owners of the Company (HK\$ per share)	本公司擁有人應佔每股基本 盈利 (每股港元)	0.001	0.115



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

13 EARNINGS/(LOSSES) PER SHARE (Continued)

(b) Diluted

Diluted (losses)/earnings per share is calculated by adjusting the net profit and the weighted average number of ordinary shares outstanding to assume conversion of all potentially dilutive shares.

For the six months ended 30 June 2024, the Group has three categories (six months ended 30 June 2023: three) of potentially dilutive shares: share options issued by an associated company – PAX Global Technology Limited (“PAX Global”), share options issued by a subsidiary – VBill OPCO and share options issued by a subsidiary – Shenzhen Hi Sun FinTech Global Limited (“Shenzhen Hi Sun”) (six months ended 30 June 2023: share options issued by an associated company – PAX Global, share options issued by a subsidiary – VBill OPCO and a written put option liability issued by a subsidiary – VBill Limited).

For the six months ended 30 June 2024, the exercise of the outstanding share options in PAX Global and VBill OPCO (six months ended 30 June 2023: PAX Global) would have a dilutive effect. A calculation is performed to determine the number of shares that could have been acquired at fair value (determined as the average annual fair value of the associated company’s shares and subsidiary’s shares (six months ended 30 June 2023: the associated company’s shares) based on the monetary value of the subscription rights attached to outstanding share options of PAX Global and VBill OPCO (six months ended 30 June 2023: PAX Global). The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options of PAX Global and VBill OPCO (six months ended 30 June 2023: PAX Global).

For the six months ended 30 June 2024, the conversion feature of the share option issued by Shenzhen Hi Sun is considered to fall within contingently issuable ordinary shares. The triggering event of conversion did not occur for the six months ended 30 June 2024, therefore the conversion feature of this potential ordinary shares has no dilutive effect on earnings per share calculation.

For the six months ended 30 June 2023, the calculation of diluted earnings per share does not assume the exercise of the share options issued by VBill OPCO and the written put option liability of VBill (Cayman) as they would have an anti-dilutive impact to the basic earnings per share.

13 每股盈利／(虧損) (續)

(b) 攤薄

每股攤薄(虧損)／盈利乃按轉換所有潛在攤薄股份之假設而調整純利及發行在外普通股加權平均數計算。

截至二零二四年六月三十日止六個月，本集團有三類(截至二零二三年六月三十日止六個月：三類)具潛在攤薄效應之股份：一間聯營公司—百富環球科技有限公司(「百富環球」)發行之購股權、一間附屬公司—隨行付發行之購股權以及一間附屬公司—深圳高陽寰球科技有限公司(「深圳高陽」)發行之購股權(截至二零二三年六月三十日止六個月：一間聯營公司—百富環球發行之購股權、一間附屬公司—隨行付發行之購股權以及一間附屬公司—隨行付控股有限公司發行之賣出認沽期權負債)。

截至二零二四年六月三十日止六個月，行使百富環球及隨行付(截至二零二三年六月三十日止六個月：百富環球)之未行使購股權可能具有攤薄影響。釐定可按公平值收購之股份數目(按聯營公司股份及附屬公司股份(截至二零二三年六月三十日止六個月：聯營公司股份)之平均年度公平值釐定)乃根據百富環球及隨行付(截至二零二三年六月三十日止六個月：百富環球)之未行使購股權所附之認購權貨幣價值計算。上文所計算之股份數目乃與假設百富環球及隨行付(截至二零二三年六月三十日止六個月：百富環球)之購股權獲行使之已發行股份數目作比較。

截至二零二四年六月三十日止六個月，深圳高陽發行之購股權的轉換功能被視為屬於或然可發行普通股。截至二零二四年六月三十日止六個月並無發生轉換的觸發事件，因此該潛在普通股的轉換功能對每股盈利的計算並無攤薄影響。

截至二零二三年六月三十日止六個月，計算每股攤薄盈利時假設隨行付發行之購股權及VBill (Cayman)之賣出認沽期權負債未獲行使，因為其將會對每股基本盈利產生反攤薄影響。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

13 EARNINGS/(LOSSES) PER SHARE (Continued)

13 每股盈利／(虧損) (續)

(b) Diluted (Continued)

(b) 攤薄 (續)

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
Profit attributable to the owners of the Company (HK\$'000)	本公司擁有人應佔溢利 (千港元)	3,397	316,301
Assuming exercise of all outstanding dilutive share options issued by PAX Global (HK\$'000)	假設百富環球發行之尚未行使具有攤薄效應之購股權獲悉數行使 (千港元)		
– Decrease in share of profit of an associated company	– 應佔一間聯營公司溢利減少	(3,073)	(5,167)
– Loss on dilution of an associated company	– 攤薄一間聯營公司的虧損	(88,276)	(84,593)
Assuming exercise of all outstanding dilutive share options issued by VBill OPCO (HK\$'000)	假設隨行付發行之尚未行使具有攤薄效應之購股權獲悉數行使 (千港元)		
– Decrease in profit attributable to the owners of the Company	– 本公司擁有人應佔溢利減少	(685)	–
Adjusted (loss)/profit attributable to the owners of the Company used to determine diluted earnings per share (HK\$'000)	本公司擁有人應佔持續經營業務之經調整(虧損)／溢利，以釐定每股攤薄盈利 (千港元)	(88,637)	226,541
Weighted average number of ordinary shares for diluted earnings per share (thousands shares)	每股攤薄盈利之普通股加權平均數 (千股)	2,758,406	2,744,839
Diluted (losses)/earnings per share attributable to the owners of the Company (HK\$ per share)	本公司擁有人應佔每股攤薄(虧損)／盈利 (每股港元)	(0.032)	0.083



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

14 INVESTMENT PROPERTIES

14 投資物業

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Net book amount at 1 January	於一月一日之賬面淨值	511	684
Depreciation	折舊	(86)	(86)
<hr/>			
Net book amount at 30 June	於六月三十日之賬面淨值	425	598

15 PROPERTY, PLANT AND EQUIPMENT

15 物業、廠房及設備

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Net book amount at 1 January	於一月一日之賬面淨值	77,660	146,796
Additions	添置	14,308	18,052
Disposals	出售	(21)	(414)
Reclassification to assets classified as held for sale (Note 27)	重新分類為持作出售之 資產(附註27)	(14,757)	-
Written off	撇銷	(77)	(6)
Depreciation	折舊	(24,672)	(60,233)
Exchange realignment	匯兌調整	(1,758)	(4,740)
<hr/>			
Net book amount at 30 June	於六月三十日之賬面淨值	50,683	99,455



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

16 LEASES

(i) **Amounts recognised in the interim condensed consolidated balance sheet**

The interim condensed consolidated balance sheet shows the following amounts relating to leases in respect of office premises and factory:

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Right-of-use assets	使用權資產		
– Office premises	– 辦公室物業	54,287	61,701
– Factory	– 工廠	–	7,859
		54,287	69,560
Lease liabilities	租賃負債		
– Non-current	– 非流動	14,395	21,545
– Current	– 流動	22,749	21,939
		37,144	43,484

Additions to the right-of-use assets during the six months ended 30 June 2024 is HK\$8,710,000 (six months ended 30 June 2023: HK\$35,303,000).

16 租賃

(i) 於中期簡明綜合資產負債表確認之金額

中期簡明綜合資產負債表列示與辦公室物業及工廠租賃有關的金額：

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Right-of-use assets	使用權資產		
– Office premises	– 辦公室物業	54,287	61,701
– Factory	– 工廠	–	7,859
		54,287	69,560
Lease liabilities	租賃負債		
– Non-current	– 非流動	14,395	21,545
– Current	– 流動	22,749	21,939
		37,144	43,484

於截至二零二四年六月三十日止六個月，使用權資產之添置為8,710,000港元（截至二零二三年六月三十日止六個月：35,303,000港元）。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

16 LEASES (Continued)

(ii) Amounts recognised in the interim condensed consolidated income statement

The interim condensed consolidated income statement shows the following amounts relating to the leases in respect of office premises and factory:

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Depreciation of right-of-use assets (Note 8)	使用權資產折舊 (附註8)	13,892	14,808
Interest expense (included in finance costs)	利息開支(計入融資成本)	804	2,160
Expenses relating to leases of short-term leases	與短期租賃之租賃有關的開支	5,421	4,989

The total cash outflow for leases in the six months ended 30 June 2024 is HK\$20,292,000 (six months ended 30 June 2023: HK\$22,453,000).

(iii) The Group's lease activities

The Group leases various office premises and a factory. Rental contracts are typically made for 1 to 8 years (31 December 2023: same). The lease agreements do not impose any covenants.

16 租賃(續)

(ii) 於中期簡明綜合收益表確認之金額

中期簡明綜合收益表列示與辦公室物業及工廠租賃有關的金額：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
Depreciation of right-of-use assets (Note 8)	使用權資產折舊 (附註8)	13,892	14,808
Interest expense (included in finance costs)	利息開支(計入融資成本)	804	2,160
Expenses relating to leases of short-term leases	與短期租賃之租賃有關的開支	5,421	4,989

於截至二零二四年六月三十日止六個月，租賃之現金流出總額為20,292,000港元(截至二零二三年六月三十日止六個月：22,453,000港元)。

(iii) 本集團之租賃活動

本集團租賃各類辦公室物業及工廠。租賃合約一般為1至8年(二零二三年十二月三十一日：相同)。租賃協議並無施加任何契諾。



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

17 INTANGIBLE ASSETS

17 無形資產

		Unaudited 未經審核		
		Goodwill	Other intangible assets	Total
		商譽	其他 無形資產	合計
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Net book amount at 1 January 2024	於二零二四年一月一日的 賬面淨值	–	2,834	2,834
Reclassification to assets classified as held for sale (Note 27)	重新分類為持作出售之資產 (附註27)	–	(7)	(7)
Amortisation (Note 8)	攤銷 (附註8)	–	(177)	(177)
Exchange realignment	匯兌調整	–	(65)	(65)
<hr/>				
Net book amount at 30 June 2024	於二零二四年六月三十日的 賬面淨值	–	2,585	2,585
<hr/>				
Net book amount at 1 January 2023	於二零二三年一月一日的 賬面淨值	12,816	12,921	25,737
Amortisation (Note 8)	攤銷 (附註8)	–	(758)	(758)
Exchange realignment	匯兌調整	(564)	(538)	(1,102)
<hr/>				
Net book amount at 30 June 2023	於二零二三年六月三十日的 賬面淨值	12,252	11,625	23,877



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

18 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

18 按公平值計入其他全面收益之金融資產

		Unaudited 未經審核 As at 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Non-current asset	非流動資產		
Unlisted investment fund outside Hong Kong (Note (a))	香港境外之上市股本證券 (附註(a))	78,221	82,321
Current assets	流動資產		
Listed equity securities in Hong Kong (Note (b))	香港境外之上市股本證券 (附註(b))	709	834
Investments at FVPL outside Hong Kong (Note (c))	香港境外之按公平值計入損益之投資 (附註(c))	–	226,051
		78,930	309,206

Notes:

- (a) **Unlisted investment fund outside Hong Kong**
The carrying amount of the unlisted investment fund is denominated in Renminbi (“RMB”).
- (b) **Listed equity securities in Hong Kong**
The fair value of the listed equity securities is based on their current bid prices in an active market and their carrying amount is denominated in HK\$.
- (c) **Investments at FVPL outside Hong Kong**
The carrying amount of the Investments at FVPL is denominated in RMB.

Changes in fair value of financial assets at FVPL are recorded in “other gains, net” in the interim condensed consolidated income statement.

附註：

- (a) **香港境外之非上市投資基金**
非上市投資基金之賬面值乃以人民幣(「人民幣」)計值。
- (b) **香港境內之上市股本證券**
上市股本證券的公平值乃根據其於活躍市場之現行買入價計算，其賬面值以港元列值。
- (c) **香港境外按公平值計入損益之投資**
按公平值計入損益之投資的賬面值以人民幣計價。

按公平值計入損益之金融資產之公平值變動乃於中期簡明綜合收益表內「其他收益淨額」中列賬。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

19 LOAN RECEIVABLES

Loan receivables are amounts due from customers in the ordinary course of the fintech services business and primarily denominated in RMB.

(i) Ageing analysis of loan receivables

The ageing analysis of loan receivables based on the payment due date is as follows:

19 應收貸款

應收貸款為於金融科技服務業務的日常業務過程中應收客戶的款項，有關款項主要以人民幣計值。

(i) 應收貸款之賬齡分析

根據到期付款日之應收貸款賬齡分析如下：

		Unaudited	Audited
		未經審核	經審核
		At	At
		30 June	31 December
		2024	2023
		於二零二四年	於二零二三年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Current	即期	1,043,488	1,498,174
1 to 3 months past due	逾期一至三個月	4,408	72,032
Over 3 months past due	逾期超過三個月	171,043	112,255
Loan receivables, gross	應收貸款總額	1,218,939	1,682,461
Less: provision for impairment of loan receivables	減：應收貸款減值撥備	(154,458)	(145,827)
		1,064,481	1,536,634



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

19 LOAN RECEIVABLES (Continued)

(i) Ageing analysis of loan receivables (Continued)

The analysis of changes in the gross carrying amount and the corresponding provision for impairment of loan receivables in relation to loan receivables are as follows:

19 應收貸款 (續)

(i) 應收貸款之賬齡分析 (續)

有關應收貸款總賬面值及相關應收貸款減值撥備變動之分析如下：

		Unaudited 未經審核			
		At 30 June 2024 於二零二四年六月三十日			
		Stage 1 第1階段 HK\$'000 千港元	Stage 2 第2階段 HK\$'000 千港元	Stage 3 第3階段 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Loan receivables	應收貸款	1,043,488	4,408	171,043	1,218,939
Less: Provision for impairment of loan receivables	減：應收貸款減值撥備	(5,032)	(3,585)	(145,841)	(154,458)
Loan receivables, net	應收貸款淨額	1,038,456	823	25,202	1,064,481
		Audited 經審核			
		At 31 December 2023 於二零二三年十二月三十一日			
		Stage 1 第1階段 HK\$'000 千港元	Stage 2 第2階段 HK\$'000 千港元	Stage 3 第3階段 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Loan receivables	應收貸款	1,498,174	72,032	112,255	1,682,461
Less: Provision for impairment of loan receivables	減：應收貸款減值撥備	(11,751)	(30,754)	(103,322)	(145,827)
Loan receivables, net	應收貸款淨額	1,486,423	41,278	8,933	1,536,634



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

19 LOAN RECEIVABLES (Continued)

(ii) Effective interest rates on loan receivables

The effective interest rates on loan receivables are normally as follows:

Loans to borrowers

向借款方提供之貸款

4% to 24% p.a.
每年4%至24%

4% to 24% p.a.
每年4%至24%

19 應收貸款 (續)

(ii) 應收貸款之實際利率

應收貸款之實際利率一般如下：

Six months ended 30 June
截至六月三十日止六個月

2024 2023
二零二四年 二零二三年

20 INVESTMENTS IN ASSOCIATED COMPANIES

The balance recognised in the interim condensed consolidated balance sheet is as follows:

Associated companies:

- PAX Global (Note (a))
- Megahunt Technologies Inc (“Megahunt”) (Note (b))
- Beijing Fangyun Technology Co., Ltd (“Beijing Fangyun”) (Note (c))
- Beijing Zhongjin Yunchuang Software, Ltd (“Beijing Zhongjin”)
- Beijing Suiyun Technology Co., Ltd (“Beijing Suiyun”)
- Shenzhen Guofu Yunlian Technology Co., Ltd (“Shenzhen Guofu”)
- Cloopen Group Holding Limited (“Cloopen”) (Note (d))

聯營公司：

- 百富環球 (附註(a))
- 兆訊恒達科技股份有限公司 (「兆訊恒達」) (附註(b))
- 北京方雲科技有限公司 (「北京方雲」) (附註(c))
- 北京中金雲創軟件有限公司 (「北京中金」)
- 北京隨雲科技有限公司 (「北京隨雲」)
- 深圳國富雲鏈科技有限公司 (「深圳國富」)
- Cloopen Group Holding Limited (「Cloopen」) (附註(d))

於中期簡明綜合資產負債表確認之結餘如下：

Unaudited	Audited
未經審核	經審核
At	At
30 June	31 December
2024	2023
於二零二四年	於二零二三年
六月三十日	十二月三十一日
HK\$'000	HK\$'000
千港元	千港元

3,088,054 3,046,010

342,597 529,835

– –

23,156 24,489

2,562 2,644

3,181 3,272

– –

3,459,550 3,606,250



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

20 INVESTMENTS IN ASSOCIATED COMPANIES (Continued)

20 於聯營公司之投資 (續)

The amount of share of results recognised in the interim condensed consolidated income statement is as follows:

於中期簡明綜合收益表確認之應佔業績金額如下：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		HK\$'000 千港元	HK\$'000 千港元
Associated companies:	聯營公司：		
– PAX Global (Note (a))	– 百富環球 (附註(a))	154,525	219,398
– Megahunt (Note (b))	– 兆訊恒達 (附註(b))	(12,349)	3,952
– Beijing Zhongjin	– 北京中金	(758)	(2,942)
– Beijing Suiyun	– 北京隨雲	(20)	(28)
– Shenzhen Guofu	– 深圳國富	(13)	–
		141,385	220,380

The amount of loss on deemed acquisition and dilution of interest recognised in the interim condensed consolidated income statement is as follows:

於中期簡明綜合收益表內確認之視作收購及攤薄權益之虧損金額如下：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		HK\$'000 千港元	HK\$'000 千港元
Associated company:	聯營公司：		
– PAX Global (Note (a))	– 百富環球 (附註(a))	2,524	224



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

20 INVESTMENTS IN ASSOCIATED COMPANIES 20 於聯營公司之投資 (續)

(Continued)

(a) Investment in PAX Global

The movement on interest in PAX Global is as follows:

(a) 於百富環球之投資

於百富環球之權益變動如下：

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
At 1 January	於一月一日	3,046,010	2,846,550
Share of profit	應佔溢利	154,525	219,398
Share of other comprehensive loss	應佔其他全面虧損	(26,275)	(27,346)
Share of other reserve	應佔其他儲備	(138)	–
Loss on deemed acquisition and dilution of interest, net (Note i)	視作收購及攤薄權益之虧損淨額 (附註i)	(2,348)	(2,684)
Dividend received	已收股息	(83,720)	(69,160)
At 30 June	於六月三十日	3,088,054	2,966,758

Note:

- (i) During the period, PAX Global repurchased a total of 638,000 ordinary shares (six months ended 30 June 2023: 6,800,000) on the Stock Exchange, of which 638,000 ordinary shares (six months ended 30 June 2023: 5,800,000) were subsequently cancelled during the period. Certain employees of PAX Global exercised share options granted to them pursuant to a share option scheme set up on 2 May 2019. A loss on deemed acquisition and dilution of interest in an associated company of HK\$2,524,000 (six months ended 30 June 2023: HK\$224,000) (which includes a release of reserve debited (six months ended 30 June 2023: credited) to the interim condensed consolidated income statement of HK\$176,000 (six months ended 30 June 2023: HK\$2,460,000)) were recognised in the interim condensed consolidated income statement. The Group's interest in PAX Global decreased from 34.01% to 34.00% accordingly.

附註：

- (i) 於期內，百富環球於聯交所購回合共638,000股普通股(截至二零二三年六月三十日止六個月：6,800,000股)，其中638,000股(截至二零二三年六月三十日止六個月：5,800,000股)普通股其後於期內註銷。百富環球若干僱員行使根據於二零一九年五月二日設立之購股權計劃獲授出之購股權。於中期簡明綜合收益表內確認視作收購及攤薄一間聯營公司權益之虧損2,524,000港元(截至二零二三年六月三十日止六個月：224,000港元，包括撥回於(截至二零二三年六月三十日止六個月：計入)中期簡明綜合收益表扣除之儲備176,000港元(截至二零二三年六月三十日止六個月：2,460,000港元))。因此，本集團於百富環球之權益由34.01%減至34.00%。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

20 INVESTMENTS IN ASSOCIATED COMPANIES

(Continued)

(b) Investment in Megahunt

As disclosed in the Company's announcement dated 24 June 2024, the application for listing of Megahunt on the Science and Technology Innovation Board of the Shanghai Stock Exchange had been withdrawn in light of the strategic planning of Megahunt and the recent capital market environment. In view of this, management prepared an impairment assessment on the investment in Megahunt as at 30 June 2024.

The recoverable amount of Megahunt had been determined based on the higher of the fair value less cost of disposal and value-in-use. The recoverable amount of Megahunt as at 30 June 2024 was approximately HK\$342,597,000 based on the fair value less costs of disposal calculation determined under a market approach performed by an independent professional valuer. It was classified as a level 3 fair value measurement.

The recoverable amount of Megahunt is lower than its carrying amount. The shortfall of HK\$140,865,000 was recognised as impairment of investment in an associated company in the interim condensed consolidated income statement for the period ended 30 June 2024.

For the purpose of the impairment test of investment in Megahunt, management determined the key assumptions and inputs as below:

20 於聯營公司之投資 (續)

(b) 於兆訊恒達之投資

誠如本公司日期為二零二四年六月二十四日之公佈所披露，因應兆訊恒達之戰略規劃及近期之資本市場環境，本公司已撤回兆訊恒達於上海證券交易所科創板上市的申請。有鑑於此，管理層於二零二四年六月三十日就於兆訊恒達之投資編製減值評估。

兆訊恒達的可收回金額乃根據公平值減出售成本與使用價值之較高者釐定。於二零二四年六月三十日，兆訊恒達之可收回金額約為342,597,000港元，乃根據獨立專業估值師按市場法進行計算得出的公平值減出售成本而釐定，被分類為第三級公平值計量。

兆訊恒達之可收回金額低於其賬面值。截至二零二四年六月三十日止期間，140,865,000港元的差額於中期簡明綜合收益表內確認為於一間聯營公司的投資減值。

就於兆訊恒達之投資之減值測試而言，管理層釐定主要假設及輸入數據如下：

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日
Enterprise value to sales multiple	企業價值與銷售額之比率倍數	2.56
Discount for lack of marketability	缺乏適銷性之折讓	20.5%



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

20 INVESTMENTS IN ASSOCIATED COMPANIES

(Continued)

(c) Investment in Beijing Fangyun

The interest in Beijing Fangyun was initially measured at fair value. The carrying amount was increased or decreased to recognise the Group's share of the profit or loss and movements in other comprehensive income or loss of the interest in Beijing Fangyun to the extent the carrying amount of the interest in Beijing Fangyun reduced to zero due to losses, after the initial recognition. As at 30 June 2024, the Group's share of loss of Beijing Fangyun exceeded its interest in the ordinary shares of Beijing Fangyun (31 December 2023: same). As at 30 June 2024, the unrecognised share of loss of the interests in Beijing Fangyun is HK\$2,947,000 (31 December 2023: HK\$3,086,000).

(d) Investment in Cloopen

During the year ended 31 December 2023, two of the Group's representatives were appointed to serve on the board of directors of Cloopen, which is principally engaged in providing integrated communication services based on cloud computing technology. Upon the appointment effective from 30 November 2023, the Group ceased to recognise its interest in Cloopen as FVOCI. On the same date, the Group accounted for its interest in Cloopen as an investment in an associated company using the equity method going forward.

20 於聯營公司之投資 (續)

(c) 於北京方雲之投資

於北京方雲之權益初步按公平值計量。於初步確認後，以賬面值增加或減少確認本集團應佔北京方雲權益之損益及其他全面收益或虧損變動，直至於北京方雲權益之賬面值因虧損減至零。於二零二四年六月三十日，本集團應佔北京方雲之虧損超過其於北京方雲普通股之權益（二零二三年十二月三十一日：相同）。於二零二四年六月三十日，未確認應佔北京方雲之權益虧損為2,947,000港元（二零二三年十二月三十一日：3,086,000港元）。

(d) 於Cloopen之投資

截至二零二三年十二月三十一日止年度，本集團的兩名代表獲委任於Cloopen的董事會任職，Cloopen主要從事基於雲計算技術提供集成通訊服務。於委任於二零二三年十一月三十日起生效，本集團不再確認其於Cloopen的權益為按公平值計入其他全面收益。於同日，本集團就其於Cloopen的權益其後採用權益法按於聯營公司之投資入賬。

21 TRADE AND BILLS RECEIVABLES

21 應收賬款及應收票據

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Trade receivables (Note (a))	應收賬款 (附註(a))	137,463	187,243
Bills receivables (Note (b))	應收票據 (附註(b))	805	5,830
Less: provision for impairment of receivables	減：應收款項減值撥備	(6,319)	(16,018)
		131,949	177,055



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

21 TRADE AND BILLS RECEIVABLES (Continued)

Notes:

(a) **Trade receivables**

The Group's credit terms to trade debtors range from 0 to 180 days. The ageing analysis of the trade receivables primarily based on invoice date was as follows:

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Current to 90 days	即期至90日	52,882	145,541
91 to 180 days	91日至180日	63,335	13,989
181 to 365 days	181日至365日	12,343	3,463
Over 365 days	365日以上	8,903	24,250
		137,463	187,243

(b) **Bills receivables**

The balance represents bank acceptance notes with maturity dates within six months. The maturity profile of the bills receivables of the Group is as follows:

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Falling within 90 days	90日內	805	588
Falling within 91 to 180 days	91至180日	-	5,242
		805	5,830

21 應收賬款及應收票據 (續)

附註：

(a) **應收賬款**

本集團給予貿易債務人之信貸期由0至180日不等。主要根據發票日期之應收賬款賬齡分析如下：

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Current to 90 days	即期至90日	52,882	145,541
91 to 180 days	91日至180日	63,335	13,989
181 to 365 days	181日至365日	12,343	3,463
Over 365 days	365日以上	8,903	24,250
		137,463	187,243

(b) **應收票據**

該結餘指到期日為六個月內之銀行承兌票據。本集團應收票據之到期狀況如下：

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Falling within 90 days	90日內	805	588
Falling within 91 to 180 days	91至180日	-	5,242
		805	5,830



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

22 BANK DEPOSITS, RESTRICTED BANK BALANCES AND CASH AND CASH EQUIVALENTS

22 銀行存款、受限制銀行結餘以及現金 及現金等價物

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Long-term bank deposits	長期銀行存款	267,437	–
Short-term bank deposits	短期銀行存款	250,321	–
Restricted bank balances (Note)	受限制銀行結餘 (附註)	3,077,045	3,542,318
Cash and cash equivalents	現金及現金等價物	3,446,567	3,482,016

Note:

In accordance with the notice issued by the Payment and Settlement Department of the People's Bank of China ("PBOC"), effective from 14 January 2019, all customer reserve accounts held by the third-party payment institutions were to be cancelled and the customer reserves were to be deposited in a dedicated deposit account maintained centrally by a designated agency. Transfers of funds under this bank account are governed under certain measures implemented by the PBOC and hence these customer reserves are restricted in nature. As at 30 June 2024, the relevant amount under the restricted bank balances was HK\$2,833,330,000 (31 December 2023: HK\$3,332,241,000) and are denominated in RMB.

The remaining amount under the restricted bank balances as at 30 June 2024 of HK\$243,715,000 (31 December 2023: HK\$210,077,000) represents funds deposited in bank accounts designated for operating the Group's cross-border payment business.

附註：

根據中國人民銀行(「中國人民銀行」)支付結算司發佈的通知，自二零一九年一月十四日起，第三方支付機構持有的所有客戶儲備金賬戶將被撤銷，且客戶儲備金須集中存放於指定機構的專用存款賬戶中。該銀行賬戶中的資金轉賬受中國人民銀行實施的若干措施監管，因此該等客戶儲備金本質上受限制。於二零二四年六月三十日，受限制銀行結餘的相關金額為2,833,330,000港元(二零二三年十二月三十一日：3,332,241,000港元)，並以人民幣列值。

於二零二四年六月三十日，受限制銀行結餘的餘下金額243,715,000港元(二零二三年十二月三十一日：210,077,000港元)，指於指定銀行賬戶存入用於經營本集團跨境支付業務的資金。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

23 SHARE CAPITAL

23 股本

		Ordinary shares of HK\$0.0025 each 每股面值0.0025港元之普通股	
		Number of shares 股份數目	HK\$'000 千港元
Authorised:	法定：		
At 1 January 2023, 30 June 2023, 1 January 2024 and 30 June 2024	於二零二三年一月一日、 二零二三年六月三十日、 二零二四年一月一日及 二零二四年六月三十日	4,000,000,000	10,000
Issued and fully paid:	已發行及繳足：		
At 1 January 2023, 30 June 2023, 1 January 2024 and 30 June 2024	於二零二三年一月一日、 二零二三年六月三十日、 二零二四年一月一日及 二零二四年六月三十日	2,776,833,835	6,942

Note:

附註：

(a) **Share award scheme**

The Company operates a Share Award Scheme for the purpose of recognising and rewarding the contribution of certain eligible participants to the growth and development of the Group and providing incentives in order to retain them for continual operation and development of the Group and attracting suitable personnel for further development of the Group. Eligible participants of the Share Award Scheme include the Group's full-time employees, and Executive and non-Executive Directors. The Share Award Scheme became effective on 29 June 2021 and unless otherwise amended or terminated, will remain valid and effective for a period of 10 years from that date.

During the period ended 30 June 2024, a total of 318,000 (six months ended 30 June 2023: Nil) ordinary shares were purchased by the trustee on the Stock Exchange by utilising the funds allocated by the Board out of the Company's resources and be held in trust for the relevant eligible participants until such Shares are vested in accordance with the rules of the Share Award Scheme.

The aggregate purchase consideration of HK\$144,000 and the related expenses is HK\$1,000 during the period ended 30 June 2024 (six months ended 30 June 2023: nil). No shares purchased by the trustee have been cancelled during the period ended 30 June 2024 (six months ended 30 June 2023: nil).

(a) **股份獎勵計劃**

本公司運作一項股份獎勵計劃，旨在對若干合資格參與者為本集團的成長及發展所作貢獻予以肯定及獎賞，並提供激勵以挽留該等人士，令本集團能持續營運及發展，及吸引合適人員推動本集團進一步發展。該股份獎勵計劃之合資格參與者包括本集團之全職僱員以及執行及非執行董事。該股份獎勵計劃於二零二一年六月二十九日生效，除非該股份獎勵計劃另行修訂或終止，否則將由該日起計十年期間仍然有效及生效。

截至二零二四年六月三十日止期間內，受託人透過動用自本公司資源分配的資金於聯交所購入普通股總數為318,000股(截至二零二三年六月三十日止六個月：零股)，並以信託方式為相關合資格參與者持有，直至有關股份根據股份獎勵計劃規則歸屬為止。

截至二零二四年六月三十日止期間內，總購買代價為144,000港元，而相關開支為1,000港元(截至二零二三年六月三十日止六個月：無)。於截至二零二四年六月三十日止期間，受託人並無註銷任何購入股份(截至二零二三年六月三十日止六個月：零股)。



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

23 SHARE CAPITAL (Continued)

Note: (Continued)

(a) Share award scheme (Continued)

Details of the ordinary shares purchased by the trustee on the Stock Exchange during the six months ended 30 June 2024 are as follows:

Months of purchase	購買月份	Number of ordinary shares purchased 所購買普通股數目 Thousand shares 千股	Highest purchase price per ordinary share 每股普通股的最高購買價 HK\$ 港元	Lowest purchase price per ordinary share 每股普通股的最低購買價 HK\$ 港元
April 2024	二零二四年四月	174	0.47	0.44
June 2024	二零二四年六月	144	0.49	0.47
		318		

As at 30 June 2024, a total of 18,657,000 (30 June 2023: 31,995,000) ordinary shares were purchased under the Share Award Scheme.

23 股本 (續)

附註：(續)

(a) 股份獎勵計劃 (續)

截至二零二四年六月三十日止六個月，受託人於聯交所購買的普通股詳情如下：

於二零二四年六月三十日，於股份獎勵計劃項下購買的普通股總數為18,657,000股（二零二三年六月三十日：31,995,000股）。

24 TRADE PAYABLES

24 應付賬款

	Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Trade payables	497,598	596,415



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

24 TRADE PAYABLES (Continued)

At 30 June 2024 and 31 December 2023, the ageing analysis of the trade payables primarily based on invoice date was as follows:

		Unaudited 未經審核	Audited 經審核
		At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Current to 90 days	即期至90日	490,780	318,313
91 to 180 days	91日至180日	1	110,708
181 to 365 days	181日至365日	1,692	156,504
Over 365 days	365日以上	5,125	10,890
		497,598	596,415

The credit period granted by the suppliers ranges from 0 to 180 days.

供應商給予之信貸期由0至180日不等。

25 PAYABLES FOR PAYMENT AND DIGITAL SERVICES BUSINESS AND OTHER PAYABLES AND ACCRUALS

25 支付及數字化服務業務之應付款項及其他應付款項及應計款項

		Unaudited 未經審核	Audited 經審核
		At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Payables for payment and digital services business (Note (a))	支付及數字化服務業務之應付款項 (附註(a))	3,010,791	3,591,920
Other payables and accruals (Note (b))	其他應付款項及應計款項 (附註(b))	826,521	932,745
		3,837,312	4,524,665



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

25 PAYABLES FOR PAYMENT AND DIGITAL SERVICES BUSINESS AND OTHER PAYABLES AND ACCRUALS (Continued)

Notes:

(a) Payables for payment and digital services business

Payables for payment and digital services business mainly represent payment received from the relevant banks and financial institutions on behalf of the merchants. The amounts are required to be settled with merchants upon the respective contractual settlement clearance dates.

(b) Other payables and accruals

25 支付及數字化服務業務之應付款項及其他應付款項及應計款項 (續)

附註：

(a) 支付及數字化服務業務之應付款項

支付及數字化服務業務之應付款項主要指代表商戶收取相關銀行及金融機構的付款。有關金額需於各合約規定的結算日期與商戶結算。

(b) 其他應付款項及應計款項

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Accrued staff costs and pension obligations	應計員工成本及退休金責任	158,295	256,214
Deposits	按金	34,274	35,154
Receipt in advance from customers (Note i)	預先收取客戶之款項 (附註i)	21,670	24,023
Advance from business channel partners	來自業務渠道合作商的墊款	439,457	424,893
Others	其他	172,825	192,461
Total		826,521	932,745

Note:

- (i) A contract liability is recognised when a customer pays consideration, or is contractually required to pay consideration and the amount is already due, before the Group recognises the related revenue. The Group recognised its contract liabilities under other payables and accruals as receipt in advance from customers in the interim condensed consolidated balance sheet.

Revenue recognised during the period ended 30 June 2024 that was included in the contract liability balance at the beginning of the period amounted to HK\$22,010,000 (six months ended 30 June 2023: HK\$40,931,000).

附註：

- (i) 合約負債於本集團確認相關收入前，於客戶支付代價或合約規定須支付代價且金額已到期時確認。本集團於中期簡明綜合資產負債表中其他應付款項及應計款項下確認其合約負債為預先收取客戶之款項。

於截至二零二四年六月三十日止期間確認並計入期初合約負債結餘之收入為22,010,000港元 (截至二零二三年六月三十日止六個月：40,931,000港元)。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

26 CONTINGENT LIABILITIES

In 2020, the Company entered into a guarantee agreement with Megahunt and an independent manufacturer (“OEM”) (the “2020 OEM Guarantee Agreement”), pursuant to which the Company shall guarantee to repay Megahunt’s due and unsettled debts of up to US\$10,000,000 (equivalent to HK\$78,000,000) owed to the OEM incurred in relation to such manufacturing orders placed against the OEM should it cease or fail to honour its payment obligations. As at 30 June 2024, the Company did not recognise any liability in relation to the 2020 OEM Guarantee Agreement. The Directors consider the possibility of reimbursement is not probable (31 December 2023: same).

In 2021, the Company entered into a guarantee agreement with Megahunt, Megahunt HK and Tianjin Megahunt Microelectronics Company Limited (“Tianjin Megahunt”) (the “2021 Manufacturer Guarantee Agreement”), pursuant to which the Company shall guarantee to repay the due and unsettled debts of Megahunt, Megahunt HK and Tianjin Megahunt individually and/or collectively of up to US\$20,000,000 (equivalent to approximately HK\$156,000,000) incurred in relation to manufacturing orders placed against a named manufacturer, should any of them individually and/or collectively cease or fail to honour its payment obligations. As at 30 June 2024, the Company did not recognise any liability in relation to the 2021 Manufacturer Guarantee Agreement. The Directors consider the possibility of reimbursement is not probable (31 December 2023: same).

Save as disclosed above, the Group had no material contingent liability as at 30 June 2024 (31 December 2023: same).

26 或然負債

於二零二零年，本公司與兆訊恒達及一家獨立製造商（「原設備製造商」）訂立擔保協議（「二零二零年原設備製造商擔保協議」）。據此，倘兆訊恒達停止或未能履行其付款責任，本公司須擔保償還兆訊恒達因向原設備製造商所下達有關製造訂單所引致結欠原設備製造商的到期及未償還的債務不超過10,000,000美元（相當於78,000,000港元）。於二零二四年六月三十日，本公司並無就二零二零年原設備製造商擔保協議確認任何負債。董事認為提出索償之可能性不高（二零二三年十二月三十一日：相同）。

於二零二一年，本公司與兆訊恒達、兆訊香港及天津兆訊電子技術有限公司（「天津兆訊」）訂立擔保協議（「二零二一年製造商擔保協議」）。據此，倘兆訊香港及天津兆訊個別及／或共同停止或未能履行其付款責任，本公司須擔保償還兆訊香港及天津兆訊因向製造商所下達有關製造訂單所引致的到期及未償還的債務不超過20,000,000美元（相當於約156,000,000港元）。於二零二四年六月三十日，本公司並無就二零二一年製造商擔保協議確認任何負債。董事認為提出索償之可能性不高（二零二三年十二月三十一日：相同）。

除上文所披露者外，於二零二四年六月三十日，本集團並無任何重大或然負債（二零二三年十二月三十一日：相同）。



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

27 ASSETS AND LIABILITIES OF DISPOSAL COMPANIES CLASSIFIED AS HELD FOR SALE

As at 30 June 2024, the Group was undergoing negotiation with the intention to dispose, Hangzhou PAX Electronic Technology Ltd. (“Hangzhou Electronic”) and 杭州富順信息技術有限公司 (“Hangzhou Fushun”) being two indirect wholly-owned subsidiaries of the Company (the “Disposal Companies”) upon which the Group would cease its electronic power meters and solutions business. Accordingly, the associated assets and liabilities were consequently presented as held for sale in the interim condensed consolidated balance sheet as at 30 June 2024.

Subsequent to the period ended 30 June 2024, on 7 July 2024, a share transfer agreement has been entered into with Zhejiang Haochao Technology Co., Ltd., a third party, purchaser in relation to the disposal of the entire equity interests in the Disposal Companies at a total cash consideration of approximately RMB41,600,000 (equivalent to approximately HK\$44,500,000). The share transfer of Hangzhou Electronic was completed on 10 July 2024.

The following assets and liabilities were reclassified as held for sale as at 30 June 2024.

27 分類為持作出售之出售公司的資產及負債

於二零二四年六月三十日，本集團正在進行磋商，有意出售本公司兩間間接全資附屬公司杭州百富電子技術有限公司（「杭州電子」）及杭州富順信息技術有限公司（「杭州富順」）（「出售公司」），據此，本集團將終止其電能計量及解決方案業務。因此，相關資產及負債於二零二四年六月三十日之中期簡明綜合資產負債表內呈列為持作出售。

截至二零二四年六月三十日止期間後，於二零二四年七月七日，本集團與第三方買方浙江浩潮科技有限公司訂立一份股份轉讓協議，內容有關本集團以總現金代價約人民幣41,600,000元（相當於約44,500,000港元）出售出售公司之全部股權。杭州電子之股份轉讓已於二零二四年七月十日完成。

截至二零二四年六月三十日，以下資產及負債獲重新分類為持作出售。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

27 ASSETS AND LIABILITIES OF DISPOSAL COMPANIES CLASSIFIED AS HELD FOR SALE

(Continued)

27 分類為持作出售之出售公司的資產及負債 (續)

Assets classified as held for sale

分類為持作出售之資產

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元
Property, plant and equipment	物業、廠房及設備	14,757
Right-of-use assets	使用權資產	7,570
Intangible assets	無形資產	7
Other financial assets at amortised cost	按攤銷成本計量之其他金融資產	535
Inventories	存貨	19,322
Other current assets	其他流動資產	3,480
Trade and bills receivables	應收賬款及應收票據	7,422
Cash and cash equivalents	現金及現金等價物	20,418
Total assets of Disposal Companies classified as held for sale		73,511

出售公司分類為持作出售之資產總值

Liabilities directly associated with assets classified as held for sale

與分類為持作出售之資產直接相關的負債

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元
Trade payables	應付賬款	44,081
Other payables and accruals	其他應付款項及應計款項	20,898
Deferred income tax liabilities	遞延所得稅負債	11
Total liabilities of Disposal Companies classified as held for sale		64,990

出售公司分類為持作出售之負債總額



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

28 RELATED PARTY TRANSACTIONS

As at 30 June 2024, Rich Global Limited (incorporated in the British Virgin Islands) owns 22.22% of the Company's shares. The remaining 77.78% of the shares are widely held (31 December 2023: same).

(a) Transactions with related parties:

Except for those as disclosed below and other than those disclosed elsewhere in the interim condensed consolidated financial information, the Group has no other significant transaction with related parties during the six months ended 30 June 2024 (six months ended 30 June 2023: same)

28 關連方交易

於二零二四年六月三十日，於英屬處女群島註冊成立之Rich Global Limited擁有本公司22.22%股份。餘下77.78%股份由各方人士廣泛持有（二零二三年十二月三十一日：相同）。

(a) 與關連方之交易：

除下文所披露者外及除中期簡明綜合財務資料其他章節所披露者外，於截至二零二四年六月三十日止六個月，本集團並無與關連方進行其他重大交易（截至二零二三年六月三十日止六個月：相同）。

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
Transactions with PAX Global, an associated company	與聯營公司百富環球之交易		
– Rental income (<i>Note (i)</i>)	– 租金收入 (<i>附註(i)</i>)	174	719
– Service charges (<i>Note (ii)</i>)	– 服務費用 (<i>附註(ii)</i>)	–	292

Notes:

- (i) Rental income from an associated company was charged at a fixed monthly fee mutually agreed between the two parties.
- (ii) Service charges were transacted pursuant to the terms and conditions mutually agreed between the two parties.

附註：

- (i) 來自一間聯營公司之租金收入每月按雙方共同協定之固定費用收取。
- (ii) 服務費用乃根據雙方議定之條款及條件進行交易。



Notes to Interim Condensed Consolidated Financial Information

中期簡明綜合財務資料附註

28 RELATED PARTY TRANSACTIONS (Continued)

28 關連方交易 (續)

(b) Balances with associated companies

(b) 與聯營公司之結餘

		Unaudited 未經審核 At 30 June 2024 於二零二四年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2023 於二零二三年 十二月三十一日 HK\$'000 千港元
Amount due from an associated company (Note i)	應收一間聯營公司款項 (附註i)	5,000	5,000
Amounts due to associated companies (Note i)	應付聯營公司款項 (附註i)	4,193	4,295

Note i: As at 30 June 2024 and 31 December 2023, these balances are denominated in RMB, unsecured, interest-free and repayable on demand.

附註i: 於二零二四年六月三十日及二零二三年十二月三十一日，該等結餘以人民幣計值、無抵押、不計息及應要求償還。

(c) Key management compensation

(c) 主要管理層之補償

		Unaudited 未經審核 Six months ended 30 June 截至六月三十日止六個月 2024 二零二四年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元
Fees	袍金	450	450
Other emoluments:	其他酬金：		
Salary and discretionary bonuses	薪金及酌情花紅	8,452	6,126
Employer's contribution to a retirement benefit scheme	僱主之退休福利計劃供款	45	36
		8,947	6,612



Notes to Interim Condensed Consolidated Financial Information 中期簡明綜合財務資料附註

29 EVENT OCCURRING AFTER THE REPORTING PERIOD 29 報告期後事項

Except for those as disclosed in Note 27 and other than those disclosed elsewhere in the interim condensed consolidated financial information, the Group has no other significant event occurring after the reporting period.

除附註27披露者及中期簡明綜合財務資料其他地方披露者外，本集團於報告期後概無其他重大事項。

高陽科技(中國)有限公司*
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