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**Moody Technology Holdings Limited**  
**滿地科技股份有限公司**

*(Incorporated in the Cayman Islands with limited liability  
and continued in Bermuda with limited liability)*

**(Stock Code: 1400)**

*(Provisional Liquidators Appointed)*

*(For Restructuring Purposes)*

**2024 INTERIM RESULTS ANNOUNCEMENT**

The Board of Directors (the “**Board**”) of Moody Technology Holdings Limited (the “**Company**”) is pleased to announce the unaudited results of the Company and its subsidiaries (together referred to as the “**Group**”) for the six months ended 30 June 2024. This announcement, containing the full text of the 2024 interim report of the Company, complies with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to information to accompany preliminary announcements of interim results.

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# CORPORATE INFORMATION

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Li Wanyuan (*Acting Chairman*)  
Mr. Liu Junting (*Chief Executive Officer*)  
Ms. Lin Yuxi

#### Independent non-executive Directors

Mr. Chow Yun Cheung  
Mr. Lin Yugang (*Resigned on 18 June 2024*)

Mr. Li Gang  
Mr. Guo Xianwang (*Appointed on 18 June 2024*)

### AUDIT COMMITTEE

Mr. Chow Yun Cheung (*Chairman*)  
Mr. Lin Yugang (*Resigned on 18 June 2024*)

Mr. Li Gang  
Mr. Guo Xianwang (*Appointed on 18 June 2024*)

### REMUNERATION COMMITTEE

Mr. Lin Yugang (*Resigned as Chairman on 18 June 2024*)  
Mr. Li Gang (*Appointed as Chairman on 18 June 2024*)  
Mr. Chow Yun Cheung  
Mr. Guo Xianwang (*Appointed on 18 June 2024*)

### NOMINATION COMMITTEE

Mr. Li Wanyuan (*Chairman*)  
Mr. Lin Yugang (*Resigned on 18 June 2024*)

Mr. Chow Yun Cheung  
Mr. Li Gang (*Appointed on 18 June 2024*)

### REGULATORY COMPLIANCE COMMITTEE

Mr. Li Wanyuan  
Mr. Tse Kwok Hing Henry

### COMPANY SECRETARY

Mr. Tse Kwok Hing Henry

### AUTHORISED REPRESENTATIVES

Mr. Li Wanyuan  
Mr. Tse Kwok Hing Henry

### 董事會

#### 執行董事

李萬元先生(*代理主席*)  
劉俊廷先生(*行政總裁*)  
林禹熙女士

#### 獨立非執行董事

周潤璋先生  
林宇剛先生(*於二零二四年六月十八日辭任*)  
黎剛先生  
郭獻旺先生(*於二零二四年六月十八日獲委任*)

#### 審核委員會

周潤璋先生(*主席*)  
林宇剛先生(*於二零二四年六月十八日辭任*)  
黎剛先生  
郭獻旺先生(*於二零二四年六月十八日獲委任*)

#### 薪酬委員會

林宇剛先生(*於二零二四年六月十八日辭任主席*)  
黎剛先生(*於二零二四年六月十八日獲委任為主席*)  
周潤璋先生  
郭獻旺先生(*於二零二四年六月十八日獲委任*)

#### 提名委員會

李萬元先生(*主席*)  
林宇剛先生(*於二零二四年六月十八日辭任*)  
周潤璋先生  
黎剛先生(*於二零二四年六月十八日獲委任*)

#### 監管合規委員會

李萬元先生  
謝國興先生

#### 公司秘書

謝國興先生

#### 授權代表

李萬元先生  
謝國興先生

## **CORPORATE INFORMATION**

### **公司資料**

#### **AUDITOR**

McMillan Woods (Hong Kong) CPA Limited  
Certified Public Accountants  
24/F, Siu On Centre  
188 Lockhart Road  
Wanchai, Hong Kong

#### **PRINCIPAL BANKERS**

Bank of Quanzhou Co., Ltd  
Bank of China (Hong Kong) Limited  
Nanyang Commercial Bank, Limited  
Bank of East Asia Limited

#### **REGISTERED OFFICE**

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### **PLACE OF BUSINESS IN HONG KONG**

20/F, Infinitus Plaza  
199 Des Voeux Road Central  
Sheung Wan  
Hong Kong

#### **PRINCIPAL SHARE REGISTRAR**

Conyers Corporate Services (Bermuda) Limited

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### **HONG KONG BRANCH SHARE REGISTER**

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

#### **COMPANY'S WEBSITE**

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### **STOCK CODE**

The Stock Exchange of Hong Kong Limited: 1400

#### **核數師**

長青(香港)會計師事務所有限公司  
執業會計師  
香港灣仔  
駱克道188號  
兆安中心24樓

#### **主要往來銀行**

泉州銀行有限公司  
中國銀行(香港)有限公司  
南洋商業銀行有限公司  
東亞銀行有限公司

#### **註冊辦事處**

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### **香港營業地點**

香港  
上環  
德輔道中199號  
無限極廣場20樓

#### **主要股份過戶登記處**

Conyers Corporate Services  
(Bermuda) Limited  
Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### **香港股份過戶登記分處**

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

#### **本公司網站**

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### **股份代號**

香港聯合交易所有限公司: 1400

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

The board of directors (the “Board”) of Moody Technology Holdings Limited (the “Company”) and together with its subsidiaries, the “Group”) presents the results of the Group for the six months ended 30 June 2024 to the shareholders of the Company. During the six months ended 30 June 2024 under review, the Group’s revenue decreased by 35.1% to approximately RMB54.9 million, when compared to approximately RMB84.6 million for the six months ended 30 June 2023. The overall decrease in revenue was mainly attributable to a decrease in sales demand for both the fabrics and clothing products in the People’s Republic of China (the “PRC”) during the period.

Loss attributable to the owners of the Company increased from approximately RMB8.9 million for the six months ended 30 June 2023 to approximately RMB14.8 million for the six months ended 30 June 2024. Loss per share increased from RMB0.0027 for the six months ended 30 June 2023 to RMB0.0041 for the six months ended 30 June 2024.

### INDUSTRY REVIEW

According to the National Bureau of Statistics of the PRC, in the first six months of 2024, enterprises with a sizable capacity in the textile industry recorded an aggregate revenue of approximately RMB1,130.0 billion, representing a year-on-year increase of approximately 4.5%, with net profit at approximately RMB32.3 billion, representing a year-on-year increase of approximately 19.3%. Sizable garment and apparel enterprises recorded revenue of approximately RMB568.2 billion, representing a year-on-year increase of approximately 1.0%, with net profit at approximately RMB24.1 billion, representing a year-on-year decrease of approximately 1.8%.

### 業務回顧

滿地科技股份有限公司(「本公司」, 連同其附屬公司, 統稱「本集團」)董事會(「董事會」)向本公司股東提呈本集團截至二零二四年六月三十日止六個月的業績。於截至二零二四年六月三十日止六個月回顧期內, 本集團的收益較截至二零二三年六月三十日止六個月的約人民幣84.6百萬元減少35.1%至約人民幣54.9百萬元。收益整體減少乃主要由於期內中華人民共和國(「中國」)國內對面料及服裝產品的銷售需求減少。

本公司擁有人應佔虧損自截至二零二三年六月三十日止六個月的約人民幣8.9百萬元增加至截至二零二四年六月三十日止六個月的約人民幣14.8百萬元。每股虧損自截至二零二三年六月三十日止六個月的人民幣0.0027元增加至截至二零二四年六月三十日止六個月的人民幣0.0041元。

### 行業回顧

根據中國國家統計局的資料, 於二零二四年前六個月, 紡織業規模企業錄得收益總額約人民幣11,300億元, 同比增加約4.5%; 實現淨利潤約人民幣323億元, 同比增加約19.3%。紡織服裝及服飾業規模企業錄得收益約人民幣5,682億元, 同比增加約1.0%; 實現淨利潤約人民幣241億元, 同比下降約1.8%。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FINANCIAL REVIEW

#### Revenue

The Group's revenue decreased from approximately RMB84.6 million for the six months ended 30 June 2023 to approximately RMB54.9 million for the six months ended 30 June 2024.

The Group did not generate any revenue from fabrics products during the period. As compared to the corresponding period in 2023, the revenue from fabrics products was amounted to approximately RMB13.1 million and the sales quantities was amounted to approximately 2.51 million meters for the six months ended 30 June 2023.

The revenue from sales of shoes and clothing decreased from approximately RMB63.1 million for the six months ended 30 June 2023 to approximately RMB25.1 million for the six months ended 30 June 2024.

The Group's revenue also included sales of elastic webbings upon the completion of acquisition of Leader Elastic Limited and its subsidiaries on 28 April 2023 that their financial results had been consolidated into the Group's consolidated financial statements. The revenue from elastic webbings products amounted to approximately RMB12.4 million during the period as compared to the corresponding period in 2023 (from 29 April 2023 to 30 June 2023), the revenue from elastic webbings products amounted to approximately RMB8.4 million.

The Group also developed a new business line in digital marketing services in the second half of 2023. The revenue generated from digital marketing services was approximately RMB17.4 million during the period.

#### 財務回顧 收益

本集團的收益由截至二零二三年六月三十日止六個月的約人民幣84.6百萬元減少至截至二零二四年六月三十日止六個月的約人民幣54.9百萬元。

期內，本集團並未自面料產品獲得任何收益。與二零二三年同期相比，面料產品的收益約為人民幣13.1百萬元，而截至二零二三年六月三十日止六個月的銷量約為2.51百萬元。

鞋履及服裝銷售的收益由截至二零二三年六月三十日止六個月的約人民幣63.1百萬元減少至截至二零二四年六月三十日止六個月的約人民幣25.1百萬元。

於二零二三年四月二十八日完成收購利達彈性織物有限公司及其附屬公司後，本集團之收益亦包括銷售彈性織帶，其財務業績已併入本集團之合併財務報表。彈性織帶產品於期內之收益為約人民幣12.4百萬元，相比之下二零二三年同期(自二零二三年四月二十九日至二零二三年六月三十日)彈性織帶產品之收益為約人民幣8.4百萬元。

本集團於二零二三年下半年亦開發了一個新的數字營銷服務業務線。數字營銷服務於期內產生的收益約為人民幣17.4百萬元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

The table below sets out a breakdown of the Group's revenue categorised by products for the periods:

下表載列本集團期內按產品分類的收益明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2024	% to total	2023	% to total
		RMB'000	revenue	RMB'000	revenue
		二零二四年	佔總	二零二三年	佔總
		人民幣千元	收益的%	人民幣千元	收益的%
Shoes and clothes	鞋履及服裝	25,061	45.7	63,053	74.5
Fabrics	面料	-	-	13,139	15.5
Elastic webbings	彈性織帶	12,418	22.6	8,418	10.0
Digital marketing services	數字營銷服務	17,393	31.7	-	-
Total	總計	54,872	100.0	84,610	100.0

### Cost of sales

The Group's cost of sales decreased by 34.1% from approximately RMB73.8 million for the six months ended 30 June 2023 to approximately RMB48.6 million for the six months ended 30 June 2024. Such decrease was mainly in line with the overall revenue for the period.

### 銷售成本

本集團銷售成本由截至二零二三年六月三十日止六個月的約人民幣73.8百萬元減少34.1%至截至二零二四年六月三十日止六個月的約人民幣48.6百萬元。有關減少與本期間整體收益的情況基本一致。

The table below sets out a breakdown of the Group's cost of sales categorised by products for the periods:

下表載列本集團期內按產品分類的銷售成本明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2024	% to total	2023	% to total
		RMB'000	cost of sales	RMB'000	cost of sales
		二零二四年	佔總銷售	二零二三年	佔總銷售
		人民幣千元	成本百分比	人民幣千元	成本百分比
Shoes and clothes	鞋履及服裝	20,711	42.6	54,246	73.5
Fabrics	面料	-	-	12,942	17.5
Elastic webbings	彈性織帶	11,821	24.3	6,609	9.0
Digital marketing services	數字營銷服務	16,071	33.1	-	-
Total	總計	48,603	100.0	73,797	100.0

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Gross profit

The table below sets out a breakdown of the Group's gross profit categorised by products for the period:

### 毛利

下表載列本集團於本期間按產品分類的毛利明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2024 RMB'000 二零二四年 人民幣千元	Gross profit margin 毛利率	2023 RMB'000 二零二三年 人民幣千元	Gross profit margin 毛利率
Shoes and clothes	鞋履及服裝	4,350	17.4	8,807	14.0%
Fabrics	面料	-	-	197	1.5%
Elastic webbings	彈性織帶	597	4.8	1,809	21.5%
Digital marketing services	數字營銷服務	1,322	7.6	-	-
Total	總計	6,269	11.4	10,813	12.8%

The Group's gross margin decreased from 12.8% for the year ended 30 June 2023 to 11.4% for the year ended 30 June 2024 was mainly because the costs of raw materials for manufacturing the elastic webbing increased during the period.

本集團的毛利率由截至二零二三年六月三十日止年度的12.8%減少至截至二零二四年六月三十日止年度的11.4%，此乃主要由於製造彈性織帶之原材料成本於期內增加。

### Other income/(expenses), net

The change from other expenses of approximately RMB1.29 million for the six months ended 30 June 2023 to other income approximately RMB8.05 million for the six months ended 30 June 2024 was mainly attributable to the exchange gain of approximately RMB6.7 million was recognised during the period as compared to an exchange loss of approximately RMB2.2 million recognised for the six months ended 30 June 2023.

### 其他收入／(開支)淨額

其他開支由截至二零二三年六月三十日止六個月約人民幣1.29百萬元變動至截至二零二四年六月三十日止六個月約人民幣8.05百萬元，乃主要由於本期間已確認匯兌收益約人民幣6.7百萬元，而截至二零二三年六月三十日止六個月確認匯兌虧損約人民幣2.2百萬元所致。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Selling and distribution costs

The decrease in selling and distribution expenses by 39.8% from approximately RMB6.2 million for the six months ended 30 June 2023 to approximately RMB3.7 million for the six months ended 30 June 2024 was attributable to a decrease in transportation fees and promotion costs resulted from an decrease in local sales of clothes products for the period.

### General and administrative expenses

The increase in general and administrative expenses by 32.4% from approximately RMB12.7 million for the six months ended 30 June 2023 to approximately RMB16.8 million for the six months ended 30 June 2024 was mainly because more research and development expenses were increased and more depreciation expenses was recognised during the period.

### Finance costs

The increase in finance costs from approximately RMB7.5 million for the six months ended 30 June 2023 to approximately RMB10.1 million for the six months ended 30 June 2024 was mainly attributable to an increase in interest expenses accrued for the Group's bank borrowings for the period.

### Income tax expense

Income tax expenses of approximately RMB4,000 was recognised for the period, mainly represented provision PRC Enterprise Income Tax for the period.

### Loss for the period attributable to the owners of the Company

As a result of the above factors, the loss attributable to the owners of the Company increased from approximately RMB8.9 million for the six months ended 30 June 2023 to approximately RMB14.8 million for the six months ended 30 June 2024.

### 銷售及分銷成本

銷售及分銷開支由截至二零二三年六月三十日止六個月的約人民幣6.2百萬元減少39.8%至截至二零二四年六月三十日止六個月的約人民幣3.7百萬元，乃由於本期間服裝產品的本土銷售減少導致運輸費用及推廣成本減少所致。

### 一般及行政開支

一般及行政開支由截至二零二三年六月三十日止六個月的約人民幣12.7百萬元增加32.4%至截至二零二四年六月三十日止六個月的約人民幣16.8百萬元，主要乃由於於期內增加了更多的研發開支並確認了更多的折舊費用所致。

### 融資成本

融資成本由截至二零二三年六月三十日止六個月的約人民幣7.5百萬元增加至截至二零二四年六月三十日止六個月的約人民幣10.1百萬元，主要由於本集團於期內的銀行借款應計的利息開支增加。

### 所得稅開支

期內確認所得稅開支約人民幣4,000元，主要指期內就中國企業所得稅作出撥備。

### 本公司擁有人應佔期內虧損

由於上述原因，本公司擁有人應佔虧損由截至二零二三年六月三十日止六個月的約人民幣8.9百萬元增加至截至二零二四年六月三十日止六個月的約人民幣14.8百萬元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Liquidity and financial resources

The Group continues to be prudent in making financial arrangements to ensure it has adequate liquidity for its future development. As at 30 June 2024, the Group's bank and cash balances amounted to approximately RMB13.5 million (as at 31 December 2023: approximately RMB17.4 million). The Group funded its working capital and other capital requirements principally by cash generated from our financing activities.

During the period, the Company had completed a placing of new shares (the "Placing").

On 20 May 2024, after trading hours of the Stock Exchange, the Company entered into the placing agreement (the "Placing Agreement") with China Sky Securities Limited (the "Placing Agent") pursuant to which the Company appointed the Placing Agent as its agent to procure not less than six placees to subscribe up to 300,000,000 placing shares (the "Placing Shares") at a price of HK\$0.100 per Placing Share on a best effort basis on the terms and subject to the condition of the Placing Agreement.

The Directors considered that the Placing offered a good opportunity to raise further capital of the Company thereby increasing the liquidity of the shares as well as to strengthen the financial position of the Group. The Directors considered that the terms of Placing Agreement were fair and reasonable, and the Placing is in the interests of the Company and its Shareholders as a whole.

On 5 June 2024, the Placing was completed and an aggregate of 200,000,000 Placing Shares were successfully placed by the Placing Agent to not less than six placees at the placing price of HK\$0.100 per Placing Share. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the placees are third parties independent of the Company and not connected nor acting in concert with any of the connected persons of the Company or any of their respective associates.

### 流動資金及財務資源

本集團繼續奉行審慎的財務安排，並保留充裕的流動資金作其未來業務發展用途。於二零二四年六月三十日，本集團銀行及現金結餘約人民幣13.5百萬元（於二零二三年十二月三十一日：約人民幣17.4百萬元）。本集團的營運資金及其他資金需求主要透過融資活動產生的現金撥付。

於期內，本公司已完成新股配售（「配售」）。

於二零二四年五月二十日聯交所交易時段後，本公司與中天證券有限公司（「配售代理」）訂立配售協議（「配售協議」），據此，本公司委任配售代理作為代理人代其盡最大努力依據配售協議所載條款並在其條件規限下促使不少於六名承配人按每股配售股份（「配售股份」）0.100港元的價格認購最多300,000,000股配售股份。

董事認為，配售為籌集本公司進一步資本提供了良機，從而增加股份的流動性並增強了本集團之財務狀況。董事認為，配售協議之條款屬公平合理，且配售符合本公司及其股東之整體利益。

配售已於二零二四年六月五日完成，配售代理已按每股配售股份0.100港元之配售價成功配售合共200,000,000股配售股份予不少於六名承配人。經董事作出一切合理查詢後所知、所悉及所信，承配人為獨立於本公司之第三方，與本公司之任何關連人士或其任何聯繫人士概無任何關連或一致行動。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

The Placing shares represented approximately 5.55% of the issued share capital of the Company immediately before the Placing and approximately 5.26% of the issued share capital of the Company as enlarged by the issue of the subscription shares immediately upon completion of the Placing. The net proceeds from the Placing of approximately HK\$19.5 million were used as intended for general working capital of the Group.

As at 30 June 2024, the net proceeds from the Placing of was utilized for general working capital of the Group up to approximately HK\$15.9 million, of which (i) approximately HK\$14.4 million for settlement of trade and other payables of the Group; (ii) approximately HK\$0.8 million for staff costs; and (iii) approximately HK\$0.7 million for legal and professional fees.

Details of the Placing are set out in the Company's announcements dated 20 May 2024 and 5 June 2024.

### Borrowings

The decrease in Group's borrowings to approximately RMB196.6 million (as at 31 December 2023: RMB200.4 million) was mainly attributable to the repayment of bank borrowings of approximately RMB3.8 millions during the period. All the borrowings are denominated in RMB and HKD. Particulars of the Group's borrowings as at 30 June 2024 are set out in note 17 to the condensed consolidated financial statements.

配售股份佔緊接配售前本公司已發行股本的約5.55%，以及佔緊隨配售完成後經發行認購股份擴大的本公司已發股本的約5.26%。配售所得款項淨額約19.5百萬港元按計劃用作本集團一般營運資金。

於二零二四年六月三十日，配售所得款項淨額最多約15.9百萬港元用作本集團一般營運資金，其中(i)約14.4百萬港元用作結算本集團的貿易及其他應付款項；(ii)約0.8百萬港元用作員工成本；及(iii)約0.7百萬港元用作法律及專業費用。

有關配售的詳情載於本公司日期為二零二四年五月二十日及二零二四年六月五日的公告。

### 借款

本集團的借款減至約人民幣196.6百萬元(於二零二三年十二月三十一日：人民幣200.4百萬元)主要由於期內償還銀行借款約人民幣3.8百萬元。所有借款均以人民幣及港元計值。本集團於二零二四年六月三十日的借款詳情載於簡明合併財務報表附註17。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Net current assets and working capital

The following table sets forth the Group's current ratio and gearing ratio:

### 流動資產淨值及營運資金

下表載列本集團流動比率及權益負債比率：

		As at <b>30 June</b> <b>2024</b> 於二零二四年 六月三十日 <b>RMB'000</b> 人民幣千元	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元
Current assets	流動資產	<b>92,961</b>	100,153
Current liabilities	流動負債	<b>428,158</b>	439,941
Net current liabilities	流動負債淨額	<b>(335,197)</b>	(339,788)
Current ratio	流動比率	<b>21.7%</b>	22.8%
Gearing ratio	權益負債比率	<b>N/A 不適用</b>	N/A 不適用

Decrease in current ratio was mainly attributable to a decrease in in trade and other receivables which was in line with the decrease in the Group's revenue during the period.

流動比率下降主要由於貿易及其他應收款項減少與本集團於期內的收益減少保持一致所致。

### Foreign exchange risk

The Group mainly operates in the mainland China with most of the revenue and expenditure transactions denominated and settled in RMB, where its foreign exchange risk is limited. The functional currency of the Company and its subsidiaries is RMB.

### 外匯風險

本集團主要於中國內地營運，大部分收益及開支交易以人民幣計值及結算，故外幣匯兌風險有限。本公司及其附屬公司的功能貨幣為人民幣。

### Capital expenditure

For the six months ended 30 June 2024 and 2023, the Group did not acquire any property, plant and equipment.

### 資本開支

截至二零二四年及二零二三年六月三十日止六個月，本集團並無收購任何物業、廠房及設備。

### Pledge of assets

As at 30 June 2024 and 2023, certain land use rights and buildings, machinery and equipment of the Group were pledged to secure banking facilities for purposes of working capital.

### 資產抵押

於二零二四年及二零二三年六月三十日，本集團若干土地使用權及樓宇、機器及設備已予抵押，以取得用作營運資金的銀行融資。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Contingent liabilities

During the course of business, the Group has received claims from suppliers, customers and lenders concerned with the quality of goods and repayment of debts, including claims of insignificant or unspecified amounts. The directors are of the opinion that the Group has a meritorious defence against these claims. Accordingly, the directors do not believe that these claims will have any material adverse impact on the Group and accordingly no provisions have been made in respect thereof.

### SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As at 30 June 2024, the Company did not have any concrete plan and had not entered into any negotiation, agreement, arrangement or understanding (concluded or otherwise) relating to acquisition or disposal of subsidiaries, associates or joint ventures.

### FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS

The Board currently does not have any future plans for material investments or capital assets. The Directors will continue to monitor the industry and review its business expansion plans regularly, so as to take necessary measures in the best interests of the Group and the Shareholders.

### HUMAN RESOURCES

As at 30 June 2024, the Group had a total workforce of 162 (as at 31 December 2023: 190). The Group offers its staff competitive remuneration schemes. In addition, discretionary bonuses and share options may also be granted to eligible staff based on individual and Group's performance. The Group is committed to nurturing a learning and sharing culture in the organization. Heavy emphasis is placed on the training and development of individual staff and team building, as the Group's success is dependent on the contribution of all functional divisions comprising skilled and motivated staff.

### 或然負債

於業務過程中，本集團收到來自供應商、客戶及借款人有關商品質量及償還債務的申索，包括所涉金額不重大或不明的申索。董事認為，本集團就該等申索具有有力抗辯。因此，董事相信該等申索對本集團不會產生任何重大不利影響，故並無就此作出任何撥備。

### 重大投資、重大收購以及出售附屬公司、聯營公司及合營企業

於二零二四年六月三十日，本公司並無任何具體計劃以收購或出售附屬公司、聯營公司或合營企業，亦無就此達成任何磋商、協議、安排或諒解（不論是否已訂立）。

### 重大投資或資本資產的未來計劃

董事會目前並無任何重大投資或資本資產的未來計劃。董事將繼續觀察行業，並定期檢討其業務擴張計劃，以採取符合本集團及股東最佳利益的必要措施。

### 人力資源

於二零二四年六月三十日，本集團員工合共162名（於二零二三年十二月三十一日：190名）。本集團向其員工提供具競爭力的酬金計劃。此外，合資格員工亦可按其個人及本集團的表現獲授酌情花紅及購股權。本集團致力於組織內營造學習及分享文化。本集團的成功有賴由技巧純熟且士氣高昂的員工組成的所有職能部門的貢獻，故此本集團重視員工的個人培訓及發展，以及團隊建設。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### INTERIM DIVIDEND

The Board has resolved not to declare any dividend for the six months ended 30 June 2024 (2023: Nil).

### PURCHASE, SALE AND REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

During the six months ended 30 June 2024, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

### FUTURE OUTLOOK

The management of the Group has actively explored opportunities to engage in different businesses by acquisition of companies in the Hong Kong and PRC, and to diversify the trading risks of the loss-making business and to improve the financial position and cash flow of the Group.

The Group had commenced a new business in advertising on online media since the second half of 2023. Through cooperating with mainstream media and building up a experienced advertising team, the management is confident that such a new business will increase the income source of the Group.

The management will further implement the following business plans with the goal of returning the Group as a whole to solvency by (i) conducting further fundraising exercises for the Group; (ii) maintaining the scale of sales generated by the Group's shoes and clothes business and elastic webbings; and (iii) restructuring the loss-making fabrics business of the Group through divestment.

### 中期股息

截至二零二四年六月三十日止六個月，董事會已議決不宣派任何股息（二零二三年：無）。

### 購買、出售及贖回本公司上市證券

截至二零二四年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 未來展望

本集團管理層積極探索機會，透過收購香港及中國公司，涉足不同業務，及分散虧損業務的交易風險並提升本集團的財務狀況及現金流。

本集團已自二零二三年下半年起開展新線上媒體廣告業務。透過與主流媒體合作並建立一支經驗豐富的廣告團隊，管理層相信有關新業務將增加本集團之收入來源。

管理層將進一步實施以下業務計劃，旨在通過以下方式使本集團整體恢復償付能力：(i)為本集團開展進一步的融資活動；(ii)維持本集團鞋履及服裝業務以及彈性織帶的銷售規模；及(iii)通過剝離重組本集團虧損的面料業務。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### STATUS OF THE IMPLEMENTATION OF THE SCHEME

References are made to the announcements of Moody Technology Holdings Limited (the “Company”) dated 11 November 2020, 11 April 2022, 18 May 2022, 9 June 2022, 28 June 2022, 5 September 2022, 4 January 2023, 28 August 2023 and 30 August 2023, 25 January 2024 and the circular of the Company dated 21 July 2022 (the “Circular”) in relation to, inter alia, the Scheme. Unless otherwise defined herein, capitalised terms used in this report shall have the same meanings as defined in the Circular.

As disclosed in the Company’s announcement dated 4 January 2023, an aggregate of 3,262,705,241 Scheme Shares were allotted and issued to the Scheme Creditors at the issue price of HK\$0.317 per Scheme Share for settlement of the all the Admitted Claims of the Scheme Creditors totalling approximately HK\$1,034.3 million. These Scheme Shares have been available for trading off-market since their issuance while not yet been admitted into CCASS for trading. Given that the Petition has not yet been dismissed, in order to enable the Scheme Shares to be admitted into CCASS for trading, HKSCC required the Company to either obtain a validation order or to discharge the Petition. As it takes time for the Company to take administrative steps and prepare the documents to satisfy HKSCC’s requirements, whilst these Scheme Shares have been available for trading off-market since their issuance, they have not yet been admitted into CCASS for trading. For avoidance of doubt, all Shares issued subsequent to the appointment of the joint and several provisional liquidators of the Company other than the Scheme Shares (including those issued under the rights issue and placings) have been admitted into CCASS for trading as the Company has obtained validation orders from the Bermuda Court, if necessary.

### 計劃實施情況

茲提述滿地科技股份有限公司(「本公司」)日期為二零二零年十一月十一日、二零二二年四月十一日、二零二二年五月十八日、二零二二年六月九日、二零二二年六月二十八日、二零二二年九月五日、二零二三年一月四日、二零二三年八月二十八日、二零二三年八月三十日及二零二四年一月二十五日之公告及本公司日期為二零二二年七月二十一日之通函(「通函」)，內容有關(其中包括)計劃。除本報告另有界定外，本報告所用詞彙與通函所界定者具有相同涵義。

誠如本公司日期為二零二三年一月四日之公告所披露，合共3,262,705,241股計劃股份已按發行價每股計劃股份0.317港元配發及發行予計劃債權人，以清償計劃債權人的所有認可索償，總額約1,034.3百萬港元。該等計劃股份自發行起可於場外進行買賣，但尚未獲納入中央結算系統進行買賣。鑑於呈請尚未被駁回，為令計劃股份獲納入中央結算系統進行買賣，香港結算要求本公司取得認可令或解除呈請。由於本公司需要時間採取行政措施及編製文件以滿足香港結算的要求，儘管該等計劃股份自發行起可於場外進行買賣，但尚未獲納入中央結算系統進行買賣。為免生疑，除計劃股份外，於本公司委任共同及個別臨時清盤人後發行之所有股份(包括根據供股及配售發行之股份)獲納入中央結算系統進行買賣，原因為本公司已獲得百慕達法院之認可令(尚必要)。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

The Company has already taken out an application to the Hong Kong High Court (the “Court”) to seek the Court’s direction on certain administration matters on the Scheme, which was heard on 30 August 2023. The Court adjourned the hearing to 25 January 2024. On 25 January 2024, the Hong Kong Court had made an order in modifying the Scheme with the following effect: (i) the identity of the Scheme Administrators be changed from Mr. Tang Chung Wah (Alan) and Mr. Kan Lap Kee (Terry) of SHINEWING Specialist Advisory Services Limited to Mr. Lai Wing Lun and Mr. Osman Mohammed Arab of Acclime Advisory (Hong Kong) Limited (the “New Scheme Administrators”); and (ii) the New Scheme Administrators will continue to complete all the outstanding procedures of the Scheme of arrangements as mentioned in the Scheme documents.

As at the date of this interim report, the New Scheme Administrators have completed the aforesaid procedures and the Company has filed an application to discharge the joint and several provisional liquidators of the Company and dismiss the Petition in the Bermuda Court such that the Scheme Shares will be eligible for trading on CCASS. Further announcement will be made by the Company as and when appropriate.

### SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

On 29 August 2024, Zhuhai Sundust Technology Holdings Co. Ltd., (formerly named as Zhuhai Sundust Apparel Company Limited) (“Zhuhai Sundust”), of which 68.11% of its issued share capital was indirectly owned by the Company, has resolved to apply for its proposed delisting of its shares from the National Equities Exchange and Quotations System, subject to the approval of the shareholders of Zhuhai Sundust in its upcoming extraordinary general meeting held on 13 September 2024. Please refer to the announcement of the Company dated 29 August 2024 for details.

本公司已向香港高等法院(「法院」)提出申請，尋求法院就計劃之若干行政事宜作出指示。該申請已於二零二三年八月三十日聆訊。法院將聆訊延後至二零二四年一月二十五日。於二零二四年一月二十五日，香港法院責令修改該計劃，並生效以下事項：(i) 計劃管理人的身份由信永中和諮詢專項服務有限公司之鄧忠華及簡立祈變更為Acclime Advisory (Hong Kong) Limited的Lai Wing Lun先生及Osman Mohammed Arab先生(「新計劃管理人」)；及(ii)新計劃管理人將繼續完成計劃文件提述的所有未完成的計劃安排的程序。

於本中期報告日期，新計劃管理人已完成上述程序，本公司已提交申請解除本公司之共同及個別臨時清盤人及於百慕達法院駁回呈請，以令計劃股份合資格於中央結算系統進行買賣。本公司將於適當時候另行發佈公告。

### 報告期後重大事項

於二零二四年八月二十九日，珠海泓利科技股份有限公司(前稱珠海泓利服飾股份有限公司)(「珠海泓利」)(其已發行股本的68.11%由本公司間接擁有)已決議申請建議其股份在全國中小企業股份轉讓系統終止掛牌，惟須待珠海泓利股東在即將於二零二四年九月十三日舉行的臨時股東大會上批准後方可作實。詳情請參見本公司日期為二零二四年八月二十九日的公告。



## ADDITIONAL INFORMATION 其他資料

### DISCLOSURE OF INTERESTS IN SECURITIES

#### A. Directors' Interests in the Shares of the Company

As at 30 June 2024 and the date of this interim report, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company, any of its Group members or its associated corporations (within the meaning of Part XV of the Securities and Future Ordinance (“SFO”)) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange, pursuant to the Model Code for Securities Transaction by Directors of Listed Issuers contained in the Listing Rules, once the shares are listed.

#### B. Substantial shareholders' interests in the shares and underlying shares of the Company

As at 30 June 2024 and the date of this interim report, the Directors are not aware of any persons (not being a director or a chief executive of the Company) had, or were deemed to have an interest or short position in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were, directly or indirectly, interested in 5% or more of the Company's issued share capital as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

### RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

There is no related party transactions nor connected transactions during the period ended 30 June 2024.

### 於證券中的權益披露

#### A. 董事於本公司股份之權益

於二零二四年六月三十日及本中期報告日期，本公司董事及主要行政人員概無於本公司、其任何集團成員公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益或淡倉(包括彼等根據證券及期貨條例之該等規定被當作或視為擁有之權益或淡倉)或根據證券及期貨條例第352條須記錄於該條例所指之登記冊或根據上市規則所載上市發行人董事進行證券交易之標準守則，股份一經上市便須知會本公司及聯交所之權益或淡倉。

#### B. 主要股東於本公司股份及相關股份中的權益

於二零二四年六月三十日及本中期報告日期，董事概不知悉任何人士(並非本公司董事或最高行政人員)擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司及聯交所披露的股份或相關股份的權益或淡倉，或直接或間接於本公司5%或以上的已發行股本中擁有已記入根據證券及期貨條例第336條規定須存置的登記冊的權益或淡倉。

### 關聯方交易及關連交易

於截至二零二四年六月三十日止期間，概無發生關聯方交易或關連交易。

## ADDITIONAL INFORMATION 其他資料

### SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and to the knowledge of the Directors, as at the date of this report, the Company has maintained a sufficient public float of at least 25% of the Company's issued share capital as required under the Listing Rules.

### DIRECTORS' INTEREST IN COMPETING BUSINESS

As at 30 June 2024, none of the Directors or any of their respective associates of the Company had engaged in any business that competed or may compete with the business of the Group, or had any other conflict of interests with the Group.

### CORPORATE GOVERNANCE

The Company was committed to maintaining high level of corporate governance and has steered its development and protected the interests of the Shareholders in an enlightened and open manner. Throughout the six months ended 30 June 2024, the Company had complied with the code provisions prescribed in the Corporate Governance Code (the "CG Code") contained in Appendix C1 to the Listing Rules save for code provision C.1.8.

#### Code provision C.1.8

The code provision C.1.8 of the CG Code stipulates that the Company should arrange appropriate insurance cover in respect of legal action against its Directors. Currently, the Company does not consider necessary to have insurance cover for legal action against its Directors and will monitor any changes to the situation and make necessary action. The Board believes with the current internal control system and the close supervision of the management, the Directors' risk of being sued or getting involved in litigation in their capacity as Directors is relatively low.

The Company will, from time to time, review and enhance its corporate governance practices to ensure that these continue to meet the requirements of the CG Code.

### 充足公眾持股量

根據本公司公開可得之資料及據董事所知，於本報告日期，本公司已按上市規則規定維持充足公眾持股量，本公司已發行股本至少25%由公眾持有。

### 董事於競爭業務之權益

於二零二四年六月三十日，概無本公司董事或彼等各自之任何聯繫人從事任何與本集團業務構成競爭或可能構成競爭的業務，或與本集團有任何其他利益衝突。

### 企業管治

本公司一直致力保持高水平企業管治，以開明和開放的方式引領其發展及保障股東的權益。於截至二零二四年六月三十日止六個月整個期間，本公司已遵守上市規則附錄C1所載之企業管治守則（「企業管治守則」）規定的守則條文，惟守則條文第C.1.8條除外。

#### 守則條文第C.1.8條

企業管治守則守則條文第C.1.8條規定，本公司應就其董事可能會面對的法律行動作適當的投保安排。本公司現時認為，無須就其董事可能會面對的法律行動作投保安排，但會監察狀況所出現的任何變動，並會採取必要行動。董事會認為，在現有內部監控系統和管理層緊密監督之下，董事們因其董事的身份而遭起訴或牽涉訴訟的風險較低。

本公司將不時審閱及加強其企業管治常規以確保其持續符合企業管治守則的規定。

## ADDITIONAL INFORMATION 其他資料

### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix C3 to the Listing Rules as its own code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries, all of the Directors confirmed that they had complied with the required standards set out in the Model Code regarding the Directors' securities transactions during the period under review.

### AUDIT COMMITTEE

The Audit Committee comprises all the three independent non-executive Directors, namely, Mr. Chow Yun Cheung, Mr. Li Gang and Mr. Guo Xianwang (appointed on 18 June 2024). Mr. Chow Yun Cheung is the chairman of the Audit Committee. The terms of reference of the Audit Committee comply with the code provisions of the CG Code. The Audit Committee is responsible for reviewing and supervising the Group's financial reporting process and overseeing the risk management and internal control systems and providing advice and recommendations to the Board.

### REMUNERATION COMMITTEE

The Remuneration Committee comprises three independent non-executive Directors, namely, Mr. Li Gang, Mr. Chow Yun Cheung, and Mr. Guo Xianwang (appointed on 18 June 2024). Mr. Li Gang has been appointed as the chairman of the Remuneration Committee since 18 June 2024. The terms of reference of the Remuneration Committee comply with the code provisions of the CG Code. The Remuneration Committee is principally responsible for formulating the Group's policy and structure for all remuneration of the Directors and senior management and providing advice and recommendations to the Board.

### 董事進行證券交易的標準守則

本公司已採納上市規則附錄C3所載的標準守則，作為董事進行本公司證券交易的行為守則。經作出特定查詢後，全體董事確認，彼等於回顧期內已遵守標準守則所載關於董事進行證券交易之規定標準。

### 審核委員會

審核委員會包括全體三名獨立非執行董事，即周潤璋先生、黎剛先生及郭獻旺先生（於二零二四年六月十八日獲委任）。周潤璋先生為審核委員會主席。審核委員會的職權範圍符合企業管治守則之守則條文。審核委員會負責審閱及監督本集團的財務申報程序及監察風險管理及內部監控系統，並向董事會提供意見及推薦建議。

### 薪酬委員會

薪酬委員會包括三名獨立非執行董事，即黎剛先生、周潤璋先生及郭獻旺先生（於二零二四年六月十八日獲委任）。黎剛先生自二零二四年六月十八日起獲委任為薪酬委員會主席。薪酬委員會的職權範圍符合企業管治守則之守則條文。薪酬委員會主要負責制定本集團有關全體董事及高級管理層薪酬的政策及架構，並向董事會提供意見及推薦建議。

## ADDITIONAL INFORMATION 其他資料

### NOMINATION COMMITTEE

The Nomination Committee comprises three members, namely, Mr. Li Wanyuan, Mr. Chow Yun Cheung and Mr. Li Gang (appointed on 18 June 2024). Mr. Li Wanyuan is the chairman of the Nomination Committee. The terms of reference of the Nomination Committee comply with the code provisions of the CG Code. The Nomination Committee is principally responsible for reviewing the structure, size and composition of the Board, identifying individuals suitably qualified to become Board members, assessing the independence of independent non-executive Directors, and making recommendations to the Board on the appointment and re-appointment of Directors and succession planning for Directors.

### REGULATORY COMPLIANCE COMMITTEE

The Regulatory Compliance Committee comprises of two members, namely Mr. Li Wanyuan and Mr. Tse Kwok Hing Henry, Mr. Li Wanyuan is the chairman of the Regulatory Compliance Committee. The committee directly reports to the Board and is primarily responsible for ensuring that our business operations and activities are in compliance with the relevant laws and regulations.

### REVIEW OF INTERIM RESULTS

The Group's unaudited interim results for the six months ended 30 June 2024 have been reviewed by the Audit Committee.

By order of the Board

#### **Moody Technology Holdings Limited**

*(Provisional Liquidators Appointed)*

*(For Restructuring Only)*

#### **Li Wanyuan**

*Acting Chairman*

Hong Kong, 30 August 2024

*As at the date of this report, the executive Directors are Mr. Li Wanyuan, Mr. Liu Junting and Ms. Lin Yuxi; and the independent non-executive Directors are Mr. Chow Yun Cheung, Mr. Li Gang and Mr. Guo Xianwang.*

### 提名委員會

提名委員會包括三名成員，即李萬元先生、周潤璋先生及黎剛先生（於二零二四年六月十八日獲委任）。李萬元先生為提名委員會主席。提名委員會的職權範圍符合企業管治守則之守則條文。提名委員會主要負責審閱董事會架構、規模及成員組成，物色合資格成為董事會成員的合適人士，評估獨立非執行董事之獨立性，及向董事會就董事委任及續任以及董事繼任規劃提供推薦建議。

### 監管合規委員會

監管合規委員會包括兩名成員，即李萬元先生及謝國興先生。李萬元先生為監管合規委員會主席。該委員會直接向董事會報告，並主要負責確保我們的業務營運及活動符合相關法律及法規。

### 審閱中期業績

本集團截至二零二四年六月三十日止六個月的未經審核中期業績已由審核委員會審閱。

承董事會命

#### **滿地科技股份有限公司**

*(已委任臨時清盤人)*

*(僅以重組為目的)*

代理主席

**李萬元**

香港，二零二四年八月三十日

於本報告日期，執行董事為李萬元先生、劉俊廷先生及林禹熙女士；以及獨立非執行董事為周潤璋先生、黎剛先生及郭獻旺先生。

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

## 簡明合併損益及其他全面收益表

For the six months ended 30 June 2024 (Expressed in Renminbi ("RMB"))  
截至二零二四年六月三十日止六個月(以人民幣(「人民幣」)列示)

			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
			RMB'000	RMB'000
			人民幣千元	人民幣千元
			(Unaudited)	(Unaudited)
			(未經審核)	(未經審核)
			Notes	
			附註	
<b>Revenue</b>	<b>收益</b>	6	<b>54,872</b>	84,610
Cost of sales	銷售成本		<b>(48,603)</b>	(73,797)
<b>Gross profit</b>	<b>毛利</b>		<b>6,269</b>	10,813
Gain on bargain purchase	議價購買收益	5	-	7,767
Other income/(expenses), net	其他收入/(開支), 淨額		<b>8,054</b>	(1,292)
Selling and distribution costs	銷售及分銷成本		<b>(3,725)</b>	(6,188)
General and administrative expenses	一般及行政開支		<b>(16,773)</b>	(12,673)
<b>Loss from operations</b>	<b>營運虧損</b>		<b>(6,175)</b>	(1,573)
Finance costs	融資成本	7	<b>(10,139)</b>	(7,494)
<b>Loss before tax</b>	<b>除稅前虧損</b>		<b>(16,314)</b>	(9,067)
Income tax expense	所得稅開支	8	<b>(4)</b>	(183)
<b>Loss for the period</b>	<b>期內虧損</b>	7	<b>(16,318)</b>	(9,250)
<b>Other comprehensive loss, net of tax</b>	<b>其他全面虧損，扣除稅項</b>			
Item that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益之項目：			
Exchange differences arising on translation of foreign operations	換算海外業務產生之匯兌差額		<b>(3,370)</b>	-
<b>Other comprehensive loss for the period, net of tax</b>	<b>期內其他全面虧損，扣除稅項</b>		<b>(3,370)</b>	-
<b>Total comprehensive loss for the period</b>	<b>期內全面虧損總額</b>		<b>(19,688)</b>	(9,250)

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

## 簡明合併損益及其他全面收益表

For the six months ended 30 June 2024 (Expressed in Renminbi ("RMB"))  
截至二零二四年六月三十日止六個月(以人民幣(「人民幣」)列示)

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Loss for the period attributable to:</b>	以下人士應佔期內虧損：		
Owners of the Company	本公司擁有人	(14,803)	(8,868)
Non-controlling interests	非控股權益	(1,515)	(382)
		<b>(16,318)</b>	<b>(9,250)</b>
<b>Total comprehensive loss for the period attributable to:</b>	以下人士應佔期內全面虧損總額：		
Owners of the Company	本公司擁有人	(17,280)	(8,868)
Non-controlling interests	非控股權益	(2,408)	(382)
		<b>(19,688)</b>	<b>(9,250)</b>
<b>Loss per share</b>	<b>每股虧損</b>		
- Basic (RMB)	- 基本(人民幣)	10(a) 0.0041	0.0027
- Diluted (RMB)	- 攤薄(人民幣)	10(b) 0.0041	0.0027

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2024 (Expressed in RMB)

於二零二四年六月三十日(以人民幣列示)

			As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	173,275	178,589
Right-of-use assets	使用權資產	13	30,936	31,677
Investment in an associate	於一間聯營公司的投資		-	-
			<b>204,211</b>	210,266
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨	14	49,961	46,598
Other current assets	其他流動資產		-	1,136
Trade and other receivables	貿易及其他應收款項	15	29,481	35,042
Bank and cash balances	銀行及現金結餘		13,519	17,377
			<b>92,961</b>	100,153
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	16	229,175	236,833
Borrowings	借款	17	196,558	200,371
Lease liabilities	租賃負債		2,413	2,711
Tax payable	應付稅項		12	26
			<b>428,158</b>	439,941
<b>Net current liabilities</b>	<b>流動負債淨額</b>		<b>(335,197)</b>	(339,788)
<b>Total assets less current liabilities</b>	<b>資產總額減流動負債</b>		<b>(130,986)</b>	(129,522)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2024 (Expressed in RMB)

於二零二四年六月三十日(以人民幣列示)

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>		
Lease liabilities	租賃負債	2,295	2,295
Deferred income	遞延收入	12,006	12,167
Deferred tax liabilities	遞延稅項負債	2,147	2,147
		<b>16,448</b>	16,604
<b>Net liabilities</b>	<b>負債淨額</b>	<b>(147,434)</b>	(146,126)
<b>Equity</b>	<b>權益</b>		
Share capital	股本	336,995	318,424
Reserves	儲備	(494,748)	(477,277)
Equity attributable to owners of the Company	本公司擁有人應佔權益	<b>(157,753)</b>	(158,853)
Non-controlling interest	非控股權益	10,319	12,727
<b>Total deficit</b>	<b>虧絀總額</b>	<b>(147,434)</b>	(146,126)



# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明合併權益變動表

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

		Attributable to the owners of the Company 本公司擁有人應佔						Non-controlling interests		Total
		Share capital 股本	Contribution surplus 貢獻盈餘	Capital reserve 資本儲備	Statutory reserve 法定儲備	Translation reserve 匯兌儲備	Accumulated losses 累計虧損	Subtotal 小計	非控股權益	總計
		RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)
At 1 January 2023 (Audited)	於二零二三年一月一日 (經審核)	7,763	687,663	113,510	24,151	-	(2,008,412)	(1,175,335)	-	(1,175,335)
Issue of Scheme Shares	發行計劃股份	287,543	623,956	-	-	-	-	911,499	-	911,499
Acquisition of subsidiaries	收購附屬公司	-	-	-	-	-	-	-	18,595	18,595
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	(8,868)	(8,868)	(382)	(9,250)
At 30 June 2023	於二零二三年六月三十日	295,296	1,311,619	113,510	24,151	-	(2,017,280)	(272,704)	18,213	(254,491)
At 1 January 2024 (Audited)	於二零二四年一月一日 (經審核)	318,424	2,206,244	113,510	24,151	(1,382)	(2,819,800)	(158,853)	12,727	(146,126)
Placing of new shares under general mandate	根據一般授權配售新股份	18,571	-	-	-	-	-	18,571	-	18,571
Share issue expenses	股份發行開支	-	(191)	-	-	-	-	(191)	-	(191)
Loss for the period	期內虧損	-	-	-	-	-	(14,803)	(14,803)	(1,515)	(16,318)
Other comprehensive income	其他全面收益	-	-	-	-	(2,477)	-	(2,477)	(893)	(3,370)
At 30 June 2024	於二零二四年六月三十日	336,995	2,206,053	113,510	24,151	(3,859)	(2,834,603)	(157,753)	10,319	(147,434)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明合併現金流量表

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Net cash generated from/(used in) operating activities</b>	經營活動所得/(所用)現金淨額	<b>(13,249)</b>	30,468
<b>Cash flows from investing activities</b>	投資活動所得現金流量		
Purchase of items of property, plant and equipment	購置物業、廠房及設備項目	<b>(1,815)</b>	—
Acquisition of subsidiaries, net of cash acquired	收購附屬公司，扣除已收購現金	—	(2,857)
Interest received	已收利息	<b>10</b>	34
Net cash used in investing activities	投資活動所用現金淨額	<b>(1,805)</b>	(2,823)
<b>Cash flows from financing activities</b>	融資活動所得現金流量		
Repayments of borrowings	償還借款	<b>(3,813)</b>	(5,370)
Proceeds from placing of new shares	配售新股份之所得款項	<b>18,571</b>	—
Share issue expenses	股份發行開支	<b>(192)</b>	—
Net cash used in financing activities	融資活動所用現金淨額	<b>(14,566)</b>	(5,370)
<b>Net increase/(decrease) in cash and cash equivalents</b>	現金及現金等價物增加/(減少)淨額	<b>(488)</b>	22,275
Effect of foreign exchange rate change	外匯匯率變動之影響	<b>(3,370)</b>	—
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	<b>17,377</b>	1,298
<b>Cash and cash equivalents at end of the period</b>	期末現金及現金等價物	<b>13,519</b>	23,573

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 29 April 2013 and continued in Bermuda as an exempted company under the laws of Bermuda on 24 May 2019. The registered office of the Company is Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda. The principal place of business of the Company in Hong Kong is located at 20/F, Infinitus Plaza, 199 Des Voeux Road Central, Sheung Wan, Hong Kong. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 25 April 2014 (the "Listing").

The Company is an investment holding company and its subsidiaries (collectively, the Group) are principally engaged in (a) the sales of shoes and clothes, (b) design, manufacturing and sales of fabrics as well as elastic webbings, and (c) provision of digital marketing services.

This condensed consolidated financial information is presented in Renminbi ("RMB"), unless otherwise stated. The condensed consolidated financial statements of the Group for the six months ended 30 June 2024 were authorized for issue in accordance with a resolution of the directors on 30 August 2024.

These condensed consolidated financial statements have not been audited.

### 1. 一般資料

本公司於二零一三年四月二十九日在開曼群島註冊成立為獲豁免有限公司，並於二零一九年五月二十四日根據百慕達法律於百慕達存續為獲豁免公司。本公司的註冊辦事處為Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda。本公司於香港的主要營業地點位於香港上環德輔道中199號無限極廣場20樓。本公司股份自二零一四年四月二十五日起在香港聯合交易所有限公司(「聯交所」)主板上市(「上市」)。

本公司是一家投資控股公司，連同其附屬公司(統稱「本集團」)主要從事(a)鞋履及服裝銷售，(b)面料及彈性織帶設計、製造及銷售，及(c)提供數字營銷服務。

除另有指明外，本簡明合併財務資料以人民幣(「人民幣」)呈列。本集團截至二零二四年六月三十日止六個月的簡明合併財務報表已於二零二四年八月三十日根據董事決議案授權刊發。

該等簡明合併財務報表尚未經審核。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)  
截至二零二四年六月三十日止六個月(以人民幣列示)

### 2. BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months ended 30 June 2024 have been prepared in accordance with International Accounting Standard (“IAS”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange. The Group has prepared the financial statements on the basis that it will continue to operate as a going concern. The Directors consider that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, and not less than 12 months from the end of the reporting period.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual consolidated financial statement of the Group for the year ended 31 December 2023 (the “2023 Annual Consolidated Financial Statements”).

### 3. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the 2023 Annual Consolidated Financial Statements, except for the adoption of new standards effective as of 1 January 2024. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in 2024, but do not have an impact on the interim condensed consolidated financial statements of the Group.

### 2. 呈列基準

截至二零二四年六月三十日止六個月的中期簡明合併財務報表已根據國際會計準則理事會頒佈的國際會計準則(「國際會計準則」)第34號「中期財務報告」及聯交所證券上市規則的適用披露規定編製。本集團遵照其將繼續持續經營的基準編製財務報表。董事認為可合理預期本集團有足夠資源應付於可預見將來且自報告期末起計不少於12個月的持續經營。

中期簡明合併財務報表不包括年度財務報表規定的所有資料及披露，並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合併財務報表(「二零二三年年度合併財務報表」)一併閱讀。

### 3. 採納新訂及經修訂國際財務報告準則

編製中期簡明合併財務報表所採用的會計政策與編製二零二三年年度合併財務報表所遵循之會計政策一致，惟採用於二零二四年一月一日生效之新準則除外。本集團概無提早採用任何已頒佈但未生效之準則、詮釋或修訂。

多項修訂及詮釋於二零二四年首次應用，但對本集團中期簡明合併財務報表並無影響。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)  
截至二零二四年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION

The Group has three reportable segments as follows:

- Sales of shoes and clothes and others;
- Sales of fabrics;
- Sales of elastic webbings; and
- Provision of digital marketing services

The Group's reportable segments are strategic business units that offer different products. They are managed separately because each business requires different technology and marketing strategies.

The accounting policies of the operating segments are the same as those described in note 5 to the 2023 Annual Consolidated Financial Statements. Segment profit or loss do not include other income, selling and distribution costs, impairment losses of goodwill of investment in an associate, general and administrative expenses, finance costs and share of losses of an associate. Segment assets do not include right-of-use assets, investment in an associate and bank and cash balances. Segment liabilities do not include amount due to an associate, current and deferred tax liabilities and borrowings.

### 4. 分部資料

本集團有以下三個可呈報分部：

- 鞋履、服裝及其他銷售；
- 面料銷售；
- 彈性織帶銷售；及
- 提供數字營銷服務

本集團的可呈報分部為提供各種產品的策略業務單位。由於各業務需要不同的技術及營銷策略，故策略業務單位各自獨立管理。

經營分部的會計政策與二零二三年年度合併財務報表附註5所述之會計政策相同。分部損益不包括其他收入、銷售及分銷成本、於一間聯營公司的投資商譽減值虧損、一般及行政開支、融資成本及分佔一間聯營公司虧損。分部資產不包括使用權資產、於一間聯營公司的投資以及銀行及現金結餘。分部負債不包括應付一間聯營公司款項、即期及遞延稅項負債以及借款。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued 4. 分部資料 – 續

	Fabrics 面料	Shoes and clothes 鞋履及服裝	Elastic Webbings 彈性織帶	Digital marketing services 數字營銷服務	Total 總計
	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)

<b>Segment results</b>	<b>分部業績</b>				
Six months ended	截至二零二四年				
30 June 2024:	六月三十日止六個月:				
<b>Reportable revenue from external customers</b>	來自外部客戶的可呈報收益				
	-	25,061	12,418	17,393	54,872
<b>Reportable segment profit</b>	可呈報分部溢利				
	-	4,350	597	1,322	6,269
Other income/(expenses), net	其他收入/(開支)淨額				
Selling and distribution costs	銷售及分銷成本				
General and administrative expenses	一般及行政開支				
Finance costs	融資成本				
					(16,773)
					(10,139)
<b>Loss before tax</b>	除稅前虧損				
					(16,314)
<b>Segment assets and liabilities</b>	<b>分部資產及負債</b>				
At 30 June 2024:	於二零二四年六月三十日:				
<b>Segment assets</b>	分部資產				
Unallocated assets	177,355	9,674	75,108	3,721	265,858
					31,314
<b>Total assets</b>	資產總額				
					297,172
<b>Segment liabilities</b>	分部負債				
Unallocated liabilities	206,961	11,719	39,562	664	258,906
					185,700
<b>Total liabilities</b>	負債總額				
					444,606

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued 4. 分部資料 – 續

	Fabrics 面料 RMB'000 人民幣千元 (Unaudited) (未經審核)	Shoes and clothes 鞋履及服裝 RMB'000 人民幣千元 (Unaudited) (未經審核)	Elastic Webbings 彈性織帶 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)
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#### Segment results

Six months ended  
30 June 2023:

#### 分部業績

截至二零二三年  
六月三十日止六個月:

#### Reportable revenue from external customers

來自外部客戶的可呈報  
收益

13,139 63,053 8,418 84,610

#### Reportable segment profit

可呈報分部溢利

197 8,807 1,809 10,813

Gain on bargain purchase

議價購買收益

7,767

Other expenses, net

其他開支淨額

(1,292)

Selling and distribution costs

銷售及分銷成本

(6,188)

General and administrative expenses

一般及行政開支

(12,673)

Finance costs

融資成本

(7,494)

#### Loss before tax

除稅前虧損

(9,067)

#### Segment assets and liabilities

At 30 June 2023:

#### 分部資產及負債

於二零二三年  
六月三十日:

#### Segment assets

分部資產

185,705 40,333 81,679 307,717

Unallocated assets

未分配資產

40,887

#### Total assets

資產總額

348,604

#### Segment liabilities

分部負債

315,650 34,400 4,509 354,559

Unallocated liabilities

未分配負債

248,536

#### Total liabilities

負債總額

603,095

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued Geographical information

The Group's revenue from external customers by location of operations are detailed below:

### 4. 分部資料-續 地區資料

本集團來自外部客戶收益按經營位置詳列如下：

		2024 二零二四年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)
PRC	中國	45,359	84,075
Hong Kong	香港	12,857	-
Others	其他	656	535
		<b>58,872</b>	84,610

Over 90% of the Group's non-current assets (excluding right-of-use assets and investment in an associate) are located in the PRC. Accordingly, no further geographical information of non-current assets was disclosed.

本集團超過90%的非流動資產(不包括使用權資產及於一間聯營公司的投資)位於中國。因此，概無披露非流動資產的其他地區資料。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 5. BUSINESS COMBINATIONS

#### Acquisition of Leader Elastic Limited

On 28 April 2023, the Group acquired 80.95% of the issued share capital of Leader Elastic Limited (“Leader Elastic”), a company with limited liability incorporated under the laws of Hong Kong. Leader Elastic owns approximately 84.14% of the entire issued share capital of Zhuhai Sundust Technology Holdings Co. Ltd. (formerly named as Zhuhai Sundust Apparel Co. Ltd), a public company incorporated in the PRC whose shares are listed on the National Equities Exchange and Quotations in the PRC (stock code: 832674) and whose principal business is the sales of elastic webbing in Hong Kong and manufacturing and sales of elastic webbing in PRC.

The Group has acquired Leader Elastic because it will expand the Company’s business in the production and the sales of elastic webbing used for bras and underwear, and strengthen the products, revenue sources and cash flow position of the Group in future. The acquisition has been accounted for using the acquisition method. The interim condensed consolidated financial statements include the results of Leader Elastic and its subsidiaries (“Leader Elastic Group”) for the two months period from the acquisition date.

### 5. 業務合併

**收購利達彈性織物有限公司**  
於二零二三年四月二十八日，本集團收購利達彈性織物有限公司(「利達彈性織物」) 80.95%的已發行股本，利達彈性織物為一家根據香港法律註冊成立的有限公司。利達彈性織物擁有珠海泓利科技股份有限公司(前稱珠海泓利服飾股份有限公司)，一間於中國註冊成立的公眾公司，其股份於中國全國中小企業股份轉讓系統掛牌交易(證券代碼：832674)全部已發行股本約84.14%及其主要業務為於香港銷售彈性織帶及於中國製造和銷售彈性織帶。

本集團已收購利達彈性織物，原因為收購將可拓展本公司用於文胸及內衣的彈性織帶的製造和銷售業務，且日後將增強本集團的產品、收益來源及現金流量狀況。收購已使用收購法入賬。中期簡明合併財務報表包括利達彈性織物及其附屬公司(「利達彈性織物集團」)自收購日期起兩個月期間的業績。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 5. BUSINESS COMBINATIONS – continued Acquisition of Leader Elastic Limited – continued

The fair values of the identifiable assets and liabilities of Leader Elastic Group as at the date of acquisition were:

### 5. 業務合併-續 收購利達彈性織物有限公司-續

利達彈性織物集團於收購日期的可識別資產及負債的公平值為：

	Note	Fair value recognised on acquisition 於收購時 確認之公平值 RMB'000 人民幣千元
<b>Assets</b>		
Property, plant and equipment		26,161
Right-of-use assets		11,230
Inventories		49,324
Trade and other receivables		12,952
Bank and cash balances		15,689
		<hr/>
<b>Liabilities</b>		
Trade and other payables		8,275
Amount due to the ultimate holding company	(a)	-
Lease liabilities		446
Current tax liabilities		212
Deferred tax liabilities		2,147
Bank borrowings		59,368
		<hr/>
		70,448
		<hr/>
<b>Total identifiable net assets at fair value</b>	按公平值計量之 可識別資產淨值總額	44,908

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 5. BUSINESS COMBINATIONS – continued 5. 業務合併–續

#### Acquisition of Leader Elastic Limited – continued 收購利達彈性織物有限公司–續

		Note	Fair value recognised on acquisition 於收購時確認之公平值 RMB'000 人民幣千元
Non-controlling interests	非控股權益	(b)	(18,595) 26,313
<b>Gain on bargain purchase</b>	<b>議價購買之收益</b>		<b>(7,767)</b>
<b>Purchase consideration transferred</b>	<b>轉撥之購買代價</b>	(c)	<b>18,546</b>
<b>Analysis of cash flows on acquisition:</b>	<b>收購之現金流量分析：</b>		
Net cash acquired with the subsidiary (included in cash flows from investing activities)	收購附屬公司所得現金淨額(包括投資活動所得現金流量)		15,689
Cash paid	已付現金		(18,546)
<b>Net cash flow on acquisition</b>	<b>收購之現金流量淨額</b>		<b>(2,857)</b>

#### (a) Shareholder's loan

As at the acquisition date, the amount due to the ultimate holding company amounted to approximately RMB35,318,000. According to the sales and purchases agreement (the "Agreement") dated 14 October 2022 for the Acquisition, the amount owed by Leader Elastic to the shareholder in aggregate of approximately RMB34,201,000 (equivalent to approximately HK\$38,800,000) had been assigned to the Group on the acquisition date. The remaining balance upon the loan assignment of approximately RMB1,117,000 was reclassified to amounts due to non-controlling shareholders, which was included in trade and other payables.

#### (a) 股東貸款

於收購日期，應付最終控股公司款項為約人民幣35,318,000元。根據收購事項之日期為二零二二年十月十四日之買賣協議(「協議」)，利達彈性織物結欠股東款項合共約人民幣34,201,000元(相當於約38,800,000港元)已於收購日期轉讓予本集團。貸款轉讓後之剩下結餘約人民幣1,117,000元獲重新分類為應付非控股股東款項，其計入貿易及其他應付款項。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 5. BUSINESS COMBINATIONS – continued Acquisition of Leader Elastic Limited – continued

#### (b) Non-controlling interests

The non-controlling interests of approximately RMB18,595,000 is calculated at the non-controlling shareholder's proportionate share of the fair value of Leader Elastic Group's identifiable assets and liabilities.

### 5. 業務合併–續 收購利達彈性織物有限公司–續

#### (b) 非控股權益

非控股權益約人民幣18,595,000元乃按非控股股東應佔利達彈性織物集團可識別資產及負債公平值之比例計算。

	Fair value	% shared by NCI	% shared by NCI	
	公平值	非控股權益 應佔百分比	非控股權益 應佔百分比	
	RMB'000	%	RMB'000	
	人民幣千元		人民幣千元	
Net liabilities of Leader Elastic	利達彈性織物之 負債淨額	(33,285)	19.05	(6,341)
Net assets of the subsidiaries of Leader Elastic	利達彈性織物附屬 公司之資產淨值	78,193	31.89	24,936
		44,908		18,595

#### (c) Consideration

Pursuant to the terms of the Agreement, the total consideration for the acquisition of 80.95% equity interest in the Target Group is HK\$21,000,000 (approximately RMB18,546,000 with the exchange rate of 0.8831 as at 28 April 2023).

#### (c) 代價

根據協議條款，收購目標集團80.95%股權之總代價為21,000,000港元(按於二零二三年四月二十八日之匯率0.8831換算為約人民幣18,546,000元)。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 6. REVENUE

An analysis of the Group's revenue for the period is as follows:

### 6. 收益

期內本集團收益的分析如下：

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Contracts with customers recognised at a point in time without the scope of IFRS 15:	非國際財務報告準則第15號範疇內某一時間點確認之客戶合約：		
Sales of fabrics	面料銷售	-	13,139
Sales of shoes and clothes	鞋履及服裝銷售	25,061	63,053
Sales of elastic webbings	彈性織帶銷售	12,418	8,418
Provision of digital marketing services	提供數字營銷服務	17,393	-
		<b>54,872</b>	<b>84,610</b>

### 7. FINANCE COSTS

### 7. 融資成本

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Interest expenses of bank borrowings	銀行借款的利息開支	10,139	7,494
		<b>10,139</b>	<b>7,494</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 8. INCOME TAX EXPENSE

Income tax expenses of approximately RMB4,000 (2023: RMB183,000) was recognised for the period, mainly represented provision for PRC Enterprise Income Tax of approximately RMB4,000 for the period.

### 8. 所得稅開支

期內確認所得稅開支約為人民幣4,000元(二零二三年:人民幣183,000元),主要指期內中國企業所得稅撥備約人民幣4,000元。

### 9. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging the following:

### 9. 期內虧損

期內虧損經扣除以下各項後得出:

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Cost of inventories	存貨成本	32,486	37,241
Depreciation of property, plant and equipment	物業、廠房及設備折舊	8,130	7,643
Depreciation of right-of-use assets	使用權資產折舊	203	203
Staff cost	員工成本		
- Salaries and wages	-薪金及工資	4,373	4,391
- Retirement scheme contribution	-退休計劃供款	288	104
Provision for expected credit loss on trade receivables	貿易應收款項之預期信貸虧損撥備	49	180

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 10. LOSS PER SHARE

#### (a) Basic

### 10. 每股虧損

#### (a) 基本

		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
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Loss attributable to the owners of the Company	本公司擁有人應佔虧損	<b>(14,803)</b>	(8,868)
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數(千股)	<b>3,604,625</b>	3,297,498
Basic loss per share (RMB per share)	每股基本虧損(每股人民幣)	<b>0.0041</b>	0.0027

#### (b) Diluted

As there were no potentially dilutive shares for the six months ended 30 June 2024 and 2023, the diluted loss per share was the same as basic loss per share.

#### (b) 攤薄

由於截至二零二四年及二零二三年六月三十日止六個月並無潛在攤薄股份，因此每股攤薄虧損與每股基本虧損相同。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 11. DIVIDENDS

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

### 12. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2024 and 2023, the Group did not acquire any property, plant and equipment.

### 13. RIGHT-OF-USE ASSETS

As at 30 June 2024, the Group's right-of-use assets with carrying amount of approximately RMB26.5 million (31 December 2023: RMB26.7 million) were pledged as collateral for certain bank borrowings of the Group (Note 17).

### 14. INVENTORIES

### 11. 股息

本公司於截至二零二四年六月三十日止六個月概無派付或宣派股息(二零二三年：無)。

### 12. 物業、廠房及設備

於截至二零二四年及二零二三年六月三十日止六個月，本集團並無收購任何物業、廠房及設備。

### 13. 使用權資產

於二零二四年六月三十日，本集團賬面值約為人民幣26.5百萬元(二零二三年十二月三十一日：人民幣26.7百萬元)的使用權資產已抵押作為本集團若干銀行借款的抵押品(附註17)。

### 14. 存貨

	30 June 2024 二零二四年 六月三十日 RMB'000 人民幣千元	31 December 2023 二零二三年 十二月三十一日 RMB'000 人民幣千元
Raw materials 原材料	6,072	5,946
Work-in-progress 在製品	20,972	21,432
Finished goods 製成品	22,917	19,220
	<b>49,961</b>	46,598



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 15. TRADE AND OTHER RECEIVABLES

### 15. 貿易及其他應收款項

		30 June 2024 二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2023 二零二三年 十二月三十一日 RMB'000 人民幣千元 (Unaudited) (未經審核)
Trade receivables	貿易應收款項	14,013	18,993
Less: Allowance for trade receivables	減：貿易應收款項的撥備	(584)	(535)
		<b>13,429</b>	18,458
Prepayments	預付款項	86,841	87,753
Less: Allowance for prepayments	減：預付款項的撥備	(86,574)	(86,574)
		<b>267</b>	1,179
Other receivables	其他應收款項	23,894	23,679
Less: Allowance for other receivables	減：其他應收款項的撥備	(9,519)	(9,519)
		<b>14,375</b>	14,160
Deposits	按金	1,410	1,245
		<b>29,481</b>	35,042

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 15. TRADE AND OTHER RECEIVABLES – continued

The ageing analysis of trade receivables, based on invoice date, was as follows:

		<b>30 June 2024</b>	31 December 2023
		二零二四年 六月三十日	二零二三年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 6 months	6個月內	<b>13,067</b>	18,040
Over 6 months but less than 12 months	6個月以上但少於 12個月	<b>362</b>	418
Over 12 months	12個月以上	-	-
		<b>13,429</b>	18,458

### 15. 貿易及其他應收款項-續

貿易應收款項按發票日期的賬齡分析如下：

### 16. TRADE AND OTHER PAYABLES

		<b>30 June 2024</b>	31 December 2023
		二零二四年 六月三十日	二零二三年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Trade payables	貿易應付款項	<b>17,249</b>	32,445
Salary payables	應付薪酬	<b>27,409</b>	29,822
Interest payables	應付利息	<b>129,157</b>	120,033
Other payables and accruals	其他應付款項及 應計費用	<b>55,360</b>	54,533
		<b>229,175</b>	236,833

### 16. 貿易及其他應付款項

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 16. TRADE AND OTHER PAYABLES – continued

The ageing analysis of the trade payables, based on invoice date, was as follows:

		<b>30 June 2024</b>	31 December 2023
		二零二四年 六月三十日	二零二三年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 3 months	3個月內	<b>4,125</b>	4,541
Over 3 months but less than 12 months	3個月以上但少於 12個月	<b>1,916</b>	3,289
Over 12 months	12個月以上	<b>11,208</b>	24,615
		<b>17,249</b>	32,445

### 16. 貿易及其他應付款項-續

貿易應付款項按發票日期的賬齡分析如下：

### 17. BORROWINGS

		<b>30 June 2024</b>	31 December 2023
		二零二四年 六月三十日	二零二三年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Current:	流動：		
Secured bank borrowings	有抵押銀行借款	<b>143,849</b>	147,662
Unsecured bank borrowings	無抵押銀行借款	<b>52,709</b>	52,709
		<b>196,558</b>	200,371

### 17. 借款

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 17. BORROWINGS – continued

#### Bank borrowings

As at 30 June 2024, bank borrowings amounted to approximately RMB162,864,000 (31 December 2023: RMB162,864,000) were overdue by the Group due to temporary shortage of funds. As a result, the Group is subject to a penalty interest expense during the overdue period.

The Group's bank borrowings of approximately RMB129,626,000 (31 December 2023: RMB129,626,000) were secured by its property, plant and equipment and right-of-use assets.

The effective interest rates and default interest rates on bank borrowings were ranging from 3.07% to 8.00% and 5.00% to 11.99% (31 December 2023: 5.00% to 8.00% and 5.00% to 11.99%) per annum for the six months ended 30 June 2024.

### 17. 借款-續

#### 銀行借款

於二零二四年六月三十日，由於資金暫時短缺，本集團約人民幣162,864,000元(二零二三年十二月三十一日：人民幣162,864,000元)的銀行借款已逾期。因此，本集團須繳付逾期期間的罰息開支。

本集團銀行借款約人民幣129,626,000元(二零二三年十二月三十一日：人民幣129,626,000元)由其物業、廠房及設備以及使用權資產作抵押。

截至二零二四年六月三十日止六個月銀行借款的實際年利率及違約金年利率介乎3.07%至8.00%及5.00%至11.99%(二零二三年十二月三十一日：5.00%至8.00%及5.00%至11.99%)。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 18. SHARE CAPITAL

### 18. 股本

		2024 二零二四年		2023 二零二三年	
		Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)	Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)
Authorised:	法定：				
Ordinary shares of HK\$0.10 each	每股面值0.10港元的普通股				
At 1 January and as at 30 June	於一月一日及六月三十日	10,000,000	1,000,000	10,000,000	1,000,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of HK\$0.10 each	每股面值0.10港元的普通股				
At 1 January	於一月一日	3,601,767	360,177	90,332	9,033
Issue of new shares under general mandate (note (a))	根據一般授權發行新股份(附註(a))	200,000	20,000	-	-
Issue of scheme shares under specific mandate (note (b))	根據特別授權發行計劃股份(附註(b))	-	-	3,262,741	326,274
At 30 June	於六月三十日	3,801,767	380,177	3,353,073	335,307
Equivalent to RMB'000	相當於人民幣千元		336,995		295,296

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 18. SHARE CAPITAL – continued

Notes:

- (a) On 20 May 2024, the Company entered into the placing agreement with the Placing Agent pursuant to which the Company appointed the Placing Agent as its agent to procure not less than six placees to subscribe up to 300,000,000 placing shares of a price of HK\$0.100 per placing share under general mandate. The Placing was completed on 5 June 2024 and an aggregate of 200,000,000 Placing Shares were successfully placed. Details of the Placing were disclosed in the announcements of the Company dated 20 May 2024 and 5 June 2024.
- (b) On 4 January 2023, an aggregate of 3,262,705,241 Scheme Shares were allotted and issued to the Scheme Creditors at the issue price of HK\$0.317 per Scheme Share for settlement of the all the Admitted Claims of the Scheme Creditors totaling approximately HK\$1,034.3 million.

### 18. 股本—續

附註：

- (a) 於二零二四年五月二十日，本公司與配售代理訂立配售協議，據此，本公司根據一般授權委任配售代理作為代理人代其促使不少於六名承配人按每股配售股份0.100港元的價格認購最多300,000,000股配售股份。配售事項於二零二四年六月五日完成且成功配售合共200,000,000股配售股份。配售事項之詳情於本公司日期為二零二四年五月二十日及二零二四年六月五日之公告披露。
- (b) 於二零二三年一月四日，按每股計劃股份0.317港元的發行價向計劃債權人配發及發行合共3,262,705,241股計劃股份，以償付計劃債權人的所有認可索償總額約1,034.3百萬港元。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2024 (Expressed in RMB)

截至二零二四年六月三十日止六個月(以人民幣列示)

### 19. CAPITAL COMMITMENTS

The Group had no capital commitment as at 30 June 2024 and 31 December 2023.

### 20. RELATED-PARTY TRANSACTIONS

There was no transaction with the related party during the period ended 30 June 2024 and 2023.

### 19. 資本承擔

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並無資本承擔。

### 20. 關聯方交易

截至二零二四年及二零二三年六月三十日止期間，並無與關聯方進行交易。

## **DIVIDEND**

The Board did not recommend the payment of an interim dividend for the six months ended 30 June 2024 to the shareholders.

## **PUBLIC ATION OF 2024 INTERIM REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY**

This announcement is published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<http://moodytech-holdingltd.com>), and the 2024 interim report of the Company containing all the information required by the Listing Rules will be dispatched to shareholders and published on the respective websites of the Company and the Stock Exchange in due course.

## **APPRECIATION**

I would like to take this opportunity to express my sincere thanks and gratitude to the Group's management and staff who dedicated their endless efforts and devoted services, and to all the shareholders and business associates for their continuous support.

By order of the Board  
**Moody Technology Holdings Limited**  
*(Provisional Liquidators Appointed)*  
*(For Restructuring Purposes)*  
**Li Wanyuan**  
*Acting Chairman and Executive Director*

Hong Kong, 30 August 2024

*As of the date of this announcement, the executive Directors are Mr. Li Wanyuan, Mr. Li Junting and Ms. Lin Yuxi; and the independent non-executive Directors are Mr. Chow Yun Cheung, Mr. Li Gang and Mr. Guo Xianwang.*