



# Asia Television Holdings Limited 亞洲電視控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 707



# 2024

INTERIM REPORT 中期報告

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## MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 June 2024 (the “Period”), Asia Television Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) engaged in four major business streams including (i) processing, printing and sales of finished fabrics and subcontracting services and the trading of fabric and clothing business (“Fabrics and Trading Business”); (ii) money lending business; (iii) securities investment and brokerage services business; and (iv) media, cultural and entertainment business.

## BUSINESS AND OPERATIONAL REVIEW

### Fabrics and Trading Business

An increase in the revenue of fabrics and trading business from approximately RMB11.3 million for the period ended 30 June 2023 to RMB23.4 million for the period ended 30 June 2024. The growth was primarily fueled by an expansion in the fabric and clothing trading business, which benefited from the adoption of new online platform trading activities, opening new channels for fabric and clothing trading in the second half of 2023.

The loss from the reportable segment saw a rise, going from approximately RMB2.9 million for the period ended 30 June 2023 to approximately RMB5.6 for period ended 30 June 2024. This increase can be attributed to higher direct costs exerting continued pressure on the gross profit margin, alongside the narrow gross profits experienced in the online trading market.

## 管理層討論及分析

截至二零二四年六月三十日止六個月（「本期間」），亞洲電視控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）經營四項主要業務，包括 (i) 成品布料之加工、印花及銷售及分包服務以及布料及成衣貿易業務（「布料及貿易業務」）；(ii) 放債業務；(iii) 證券投資及經紀服務業務；及(iv) 媒體、文化及娛樂業務。

## 業務及營運回顧

### 布料及貿易業務

布料及貿易業務的收入由截至二零二三年六月三十日止期間的約人民幣11,300,000元增加至截至二零二四年六月三十日止期間的人民幣23,400,000元。增長主要受惠於布料及成衣貿易業務的擴張，該業務受惠於採用新的網上平台貿易活動，於二零二三年下半年開闢布料及成衣貿易的新渠道。

須報告分類的虧損由截至二零二三年六月三十日止期間的約人民幣2,900,000元上升至截至二零二四年六月三十日止期間的約人民幣5,600,000元。虧損增加可歸因於直接成本上升對毛利率持續構成壓力，以及網上交易市場毛利收窄。

## Money Lending Business

The Group commenced the Money Lending Business in 2015 and the Group has operated this business for around 9 years. The Money Lending Business is engaged in the provision of loan financing and the revenue from the Money Lending Business is comprised of loan interest. The loans have provided in forms of term loans and loan facilities. The Group mainly targets at individual customers and corporate customers locate in Hong Kong, Macau and the People's Republic of China.

As at 30 June 2024, the net carrying amount of the loan receivables were nil (as at 31 December 2023: nil). During the period, no new loans and loan facilities were granted. During times of economic uncertainty, the Company would implement cautious and prudent measures and tighten the credit policies, and decrease the proportion of money lending business with high value customers.

The Group adopted the money lending policy and procedure manual which provide guidelines on the handling and monitoring of the money lending procedures according to the Money Lenders Ordinances.

## Securities Investment and Brokerage Services Business

To enhance the financial performance, the Group held listed securities as investment during the period. During the period, the Group recorded an overall gain of approximately RMB2.24 million (2023: fair value gain of approximately RMB11.3 million).

The Group disposed on-market of a total of 27,364,200 shares of Yong Tai Berhad (a company incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad) in a series of transactions conducted on 27 June 2024 and 28 June 2024, at the average selling price of RM0.35 (equivalent to approximately HK\$0.578) per share for an aggregate gross sale proceeds of RM9.58 million (equivalent to approximately HK\$15.82 million) (excluding transaction costs). The above disposal constituted a disclosable transaction of the Company as the highest applicable percentage ratio under Rule 14.07 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") calculated on an aggregate basis exceeded 5% but was less than 25%, and was therefore subject to the relevant reporting and announcement requirements under Chapter 14 of the Listing Rules. For details, please refer to the announcement of the Company dated 28 June 2024.

## 放債業務

本集團於二零一五年開展放債業務，而本集團已經營該業務約9年。放債業務為從事提供貸款融資，而放債業務所得收入由貸款利息組成。提供貸款的形式為定期貸款及貸款融資。本集團主要目標為位於香港、澳門及中華人民共和國的個人客戶及企業客戶。

於二零二四年六月三十日，應收貸款賬面淨值為零（於二零二三年十二月三十一日：零）。期內，概無授出新貸款及貸款融資。在經濟充滿變數的時候，本公司實施小心審慎的措施，並且收緊信貸政策，縮減放債業務對高價值客戶的比例。

本集團根據《放債人條例》採取放債政策及程序指南，就處理及監察放債程序提供指引。

## 證券投資及經紀服務業務

為提升財務表現，本集團於期內持有上市證券作為投資。期內，本集團錄得整體收益約人民幣2,240,000元（二零二三年：公平值收益約人民幣11,300,000元）。

本集團於二零二四年六月二十七日及二零二四年六月二十八日於市場上進行一連串交易以出售合共27,364,200股永大集團（為一間於馬來西亞註冊成立及位於馬來西亞之公司，在馬來西亞證券交易所的主板上市）股份，平均售價為每股股份馬幣0.35元（相當於約0.578港元）。出售所得款項總額合共為馬幣9,580,000元（相當於約15,820,000港元）（不包括交易成本）。上述出售事項構成本公司的須予披露交易，由於根據香港聯合交易所有限公司證券上市規則（「上市規則」）第14.07條計算之最高適用百分比率按合併基準計算超過5%但低於25%，因此須遵守上市規則第14章項下之有關申報及公告規定。詳情請參閱本公司日期為二零二四年六月二十八日的公佈。

As at 30 June 2024, the aggregate amount of the Group's listed securities held for trading at fair value is approximately RMB0.01 million (As at 31 December 2023: RMB14 million). The Group managed a portfolio of securities listed in Hong Kong and overseas.

## Media, Cultural and Entertainment Business

Revenue of the media, cultural and entertainment business decreased from RMB12.9 million for the period ended 30 June 2023 to RMB5.3 million for the period ended 30 June 2024. This drop in revenue can be attributed to a decline in sponsorship income and shooting and broadcasting income, which was caused by the uncertain economic environment and intense business competition in the market. The reportable segment loss decreased from RMB10.7 million for the period ended 30 June 2023 to RMB0.67 million for the period ended 30 June 2024 due to the adoption of stringent cost control measures.

## THE REMEDIAL ACTIONS TO BE UNDERTAKEN RELATED TO MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

During the six months ended 30 June 2024, the Group incurred a net loss of approximately RMB36.8 million. As at 30 June 2024, the Group was in net liabilities position of approximately RMB751.9 million and its current liabilities exceeded the current assets by approximately RMB769.9 million. These events and conditions indicate a material uncertainty exists that may cast significant doubt about the Group's ability to continue as going concern.

The Directors of the Company have taken the following measures to mitigate the liquidity pressure and to improve its financial position:

- (i) A potential investor, has committed to provide continuing financial support to the Group to enable it to meet its financial obligations as they fall due for the foreseeable future;
- (ii) Actively negotiating with lenders to renew loans that have fallen due;
- (iii) Implementing comprehensive policies to monitor cash flows through cutting costs and capital expenditure;

於二零二四年六月三十日，本集團持作買賣之上市證券(按公平值計)總值約為人民幣10,000元(於二零二三年十二月三十一日：人民幣14,000,000元)。本集團管理一個由香港及海外上市證券組成之投資組合。

## 媒體、文化及娛樂業務

媒體、文化及娛樂業務的收入由截至二零二三年六月三十日止期間的人民幣12,900,000元減少至截至二零二四年六月三十日止期間的人民幣5,300,000元。收入下降主要由於經濟環境不明朗及市場商業競爭激烈，導致贊助收入及拍攝及播放收入減少。須報告分類虧損由截至二零二三年六月三十日止期間的人民幣10,700,000元減少至截至二零二四年六月三十日止期間的人民幣670,000元，乃由於採取嚴格的成本控制措施所致。

## 有關持續經營的重大不確定因素將採取的補救措施

於截至二零二四年六月三十日止六個月，本集團產生淨虧損約人民幣36,800,000元。本集團於二零二四年六月三十日錄得負債淨額約人民幣751,900,000元，其流動負債超過流動資產約人民幣769,900,000元。該等事件及情況顯示存在重大不確定因素，可能令本集團持續經營能力嚴重存疑。

本公司董事已採取以下措施以減輕流動資金壓力及改善其財務狀況：

- (i) 一名潛在投資者已承諾將持續為本集團提供財務支持，使其於可見將來能履行其將到期的財務責任；
- (ii) 積極與貸款人談判，以重續已逾期貸款；
- (iii) 實施全面的政策，通過削減成本及資本支出以監察現金流量；

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| <p>(iv) Exploring the possibility of disposing certain non-core assets;</p>   | <p>(iv) 尋求出售若干非核心資產的可能性；</p>   |
| <p>(v) Soliciting for further financing arrangements which include placing of new convertible bonds to new potential investors;</p>   | <p>(v) 物色進一步融資安排，包括向新潛在投資者配售新可換股債券；</p>  |
| <p>(vi) The Directors of the Company anticipates that the Group will generate positive cash flows from its operations in the foreseeable future;</p>  | <p>(vi) 本公司董事預期本集團將於可預見未來自其經營產生正值現金流；</p>  |
| <p>(vii) On 23 August 2024, the Company proposed to implement the Rights Issue on the basis of one (1) Rights Share for every two (2) existing Shares held on the Record Date at the Subscription Price of HK\$0.1 per Rights Share, to raise up to (i) approximately HK\$65.55 million by issuing up to 655,539,400 Rights Shares (assuming no exercise of any Share Options and no change in the number of Shares in issue on or before the Record Date); and (ii) approximately HK\$71.09 million by issuing up to 710,939,400 Rights Shares (assuming all Share Options having been exercised and no other change in the number of Shares in issue on or before the Record Date), to the Qualifying Shareholders. The Rights Issue is not underwritten and will not be extended to the Non-Qualifying Shareholder(s). For details, please refer to the announcements of the Company dated 2 August 2024, 21 August 2024 and 23 August 2024;</p> | <p>(vii) 於二零二四年八月二十三日，本公司建議按於記錄日期每持有兩(2)股現有股份獲發一(1)股供股股份之基準，以認購價每股供股股份0.1港元實行供股，(i)透過向合資格股東發行最多655,539,400股供股股份(假設並無任何購股權獲行使及已發行股份數目於記錄日期或之前並無變動)以籌集最多約65,550,000港元；及(ii)透過向合資格股東發行最多710,939,400股供股股份(假設所有購股權已獲行使及已發行股份數目於記錄日期或之前並無其他變動)以籌集最多約71,090,000港元。供股不獲包銷，且將不會提呈予不合資格股東。詳情請參閱本公司日期為二零二四年八月二日、二零二四年八月二十一日及二零二四年八月二十三日的公佈；</p> |
| <p>(viii) The Company is considering possible debt restructuring for the outstanding other borrowings. Discussions have been held with creditors regarding the potential loan capitalization of approximately HK\$202.36 million. There was no definitive conclusion regarding the proposed loan capitalisation; and</p>  | <p>(viii) 本公司現正考慮可能就尚未償還的其他借款進行債務重組。本公司已與債權人就約202,360,000港元的潛在貸款資本化進行討論。有關建議貸款資本化仍未有定論；及</p>   |
| <p>(ix) On 19 July 2024, a total of 218,512,000 Placing Shares have been successfully placed by the Placing Agent to not fewer than six (6) Placées at the Placing Price of HK\$0.16 per Placing Share pursuant to the Placing Agreement. The net proceeds from the Placing received by the Company, after deducting all related costs, fees, expenses and commission, are approximately HK\$34.1 million, representing a net issue price of approximately HK\$0.156 per Placing Share.</p>   | <p>(ix) 於二零二四年七月十九日，共218,512,000股配售股份已由配售代理根據配售協議成功配售予不少於六(6)名承配人，配售價為每股配售股份0.16港元。經扣除所有相關成本、費用、開支及佣金後，本公司從配售事項收取之所得款項淨額約為34,100,000港元，即每股配售股份之發行價淨額約為0.156港元。</p>   |

The Group used the net proceeds in the following manner: (1) approximately 58.7% (approximately HK\$20.0 million) for repayment of debts; and (2) approximately 41.3% (approximately HK\$14.1 million) for the general working capital of the Group.

For details, please refer to the announcements of the Company dated 7 June 2024, 26 June 2024 and 19 July 2024.

本集團以下列方式使用所得款項淨額：(1)約58.7% (約20,000,000港元)用作償還債務；及(2)約41.3% (約14,100,000港元)用作本集團之一般營運資金。

詳情請參閱本公司日期為二零二四年六月七日、二零二四年六月二十六日及二零二四年七月十九日的公佈。

The management has commenced to look into related development opportunities such as diversified source of income and is processing the following actions to improve the financial performance of the Group:

- (i) negotiating with third parties to jointly organise music events and produce film rights;
- (ii) negotiating with third parties to invest in film rights;
- (iii) revitalizing and developing the mobile application and OTT platform for different regions; and
- (iv) implementing policies to monitor cash flows through cutting costs and capital expenditure.

Based on the Group's cash flow projections, taking account of effectiveness and feasibility of the above measures covering a period of twelve months from the end of the reporting period prepared by the management, the Directors of the Company consider the Group would be able to finance its operations and to meet its financial obligations as and when they fall due within the forecast period. Accordingly, the consolidated financial statements have been prepared on a going concern basis.

管理層已開始研究相關發展機會，例如多元化收入來源，並正在進行以下行動以改善本集團的財務表現：

- (i) 與第三方進行磋商，共同組織音樂活動及製作電影版權；
- (ii) 與第三方進行磋商，投資電影版權；
- (iii) 振興及開發不同地區的流動應用程式及OTT平台；及
- (iv) 實施政策通過削減成本及資本支出以監察現金流量。

基於管理層經考慮上述措施的成效及可行性所編製本集團涵蓋報告期末起十二個月期間的現金流量預測，本公司董事認為本集團將能夠於預測期內為其業務提供資金並履行其到期之財務責任。因此，綜合財務報表乃按持續經營基準編製。

## FINANCIAL REVIEW

### Turnover

The Group's turnover increased by approximately 17.4% to RMB28.8 million due to the combined effect of:

- (i) An increase in the revenue of fabrics and trading business from approximately RMB11.3 million for the period ended 30 June 2023 to approximately RMB23.4 million for the period ended 30 June 2024. The growth was primarily fueled by an expansion in the fabric trading business, which benefited from the adoption of new online platform trading activities, opening new channels for fabric and clothing trading in the second half of 2023; and
- (ii) A decrease in the revenue of media, cultural and entertainment business from approximately RMB12.9 million for the period ended 30 June 2023 to RMB5.3 million for the period ended 30 June 2024. This drop in revenue can be attributed to a decline in sponsorship income and shooting and broadcasting income, which was caused by the uncertain economic environment and intense business competition in the market.

### Gross Profit and Net Loss

The Group recorded a gross profit of approximately RMB3.5 million (2023: gross profit of RMB1.7 million). The Group recorded a net loss of approximately RMB36.8 million, as compared to a net loss of approximately RMB16.2 million for the period ended 30 June 2023. The increase in the unaudited consolidated loss was mainly attributable to the net effect of:

- (i) a decrease of the net gain on financial assets of approximately RMB9.1 million as compared to the same period of the last year;
- (ii) an absence of gain on disposal of a subsidiary of approximately RMB21.7 million as recognized in the same period of the last year; and
- (iii) the decrease in the administrative and operating expenses as compared to the same period of the last year due to the adoption of stringent cost control measures.

## 財務回顧

### 營業額

本集團的營業額增加約17.4%至人民幣28,800,000元，乃由於以下各項的合併影響所致：

- (i) 布料及貿易業務的收入由截至二零二三年六月三十日止期間的約人民幣11,300,000元增加至截至二零二四年六月三十日止期間的約人民幣23,400,000元。增長主要受惠於布料貿易業務的擴張，該業務受惠於採用新的網上平台貿易活動，於二零二三年下半年開闢布料及成衣貿易的新渠道；及
- (ii) 媒體、文化及娛樂業務的收入由截至二零二三年六月三十日止期間的約人民幣12,900,000元減少至截至二零二四年六月三十日止期間的人民幣5,300,000元。收入下降主要由於經濟環境不明朗及市場商業競爭激烈，導致贊助收入及拍攝及播放收入減少。

### 毛利及淨虧損

本集團錄得毛利約人民幣3,500,000元（二零二三年：毛利人民幣1,700,000元）。本集團錄得淨虧損約人民幣36,800,000元，而截至二零二三年六月三十日止期間之淨虧損約為人民幣16,200,000元。未經審核綜合虧損增加乃主要由於下列各項之淨影響：

- (i) 財務資產淨收益較去年同期減少約人民幣9,100,000元；
- (ii) 去年同期確認出售一間附屬公司之收益約人民幣21,700,000元，而本年度從缺；及
- (iii) 採取嚴格成本控制措施後，行政及經營開支較去年同期減少。



## Distribution and Selling Expenses and Administrative Expenses

The distribution and selling expenses increased to approximately RMB3.6 million (2023: RMB0.7 million) while the administrative expenses decreased to approximately RMB8.7 million, as compared to the corresponding period (2023: RMB21.8 million) which was mainly due to stringent cost control measures.

## Business Development and Future Prospects

The management believes it is the best interest of the Group to continue to consolidate its existing Fabric and Trading Business, money lending business and brokerage services business and diversify into new business in the media, cultural and entertainment, which should be able to generate relatively stable income stream given the existing market conditions and the available resources within the Company.

Given the dynamic changes in the macroeconomic environment and policy changes in the PRC, together with the unstable political and economic environment in Hong Kong, it is foreseeable that the year of 2024 will be another challenging year. Despite the challenges, the management believes there are still opportunities for our business growth. The Group will pay close attention to the internal and external economic situation and continue to closely monitor and make efforts on adjusting internal structure to optimize the businesses.

As always, our management team will leverage on our internal innovation as well as develop in a pragmatic and aggressive approach and continue its persistent efforts to bring desirable return to the shareholders. In light of the global economic trend and fierce competition in the market, the Group has continuously reviewed its business strategy and development plan, expand its income source and improve its operating performance.

## 分銷及銷售開支及行政費用

分銷及銷售開支增加至約人民幣3,600,000元(二零二三年：人民幣700,000元)，而行政費用較同期減至約人民幣8,700,000元(二零二三年：人民幣21,800,000元)，此乃主要由於推行嚴謹的成本控制措施。

## 業務發展及未來展望

管理層認為，本集團繼續鞏固其現有布料及貿易業務、放債業務以及經紀服務業務及實現媒體、文化及娛樂新業務的多元化發展符合本集團的最佳利益，在現有市場條件及在本公司內部可用資源的情況下應能夠產生相對穩定的收入來源。

鑒於中國宏觀經濟環境的動態變化及政策變化，加上香港政治及經濟環境不穩定，預計二零二四年將繼續是充滿挑戰的一年。儘管面臨挑戰，管理層認為我們仍有機會實現業務增長。本集團將密切關注內外部經濟形勢，繼續密切監察及努力調整內部結構，優化業務。

一如既往，我們的管理團隊將充分利用我們的內部創新、以務實及積極的方式發展並繼續堅持不懈地努力為股東帶來理想回報。鑒於全球經濟大勢及激烈市場競爭，本集團一直審視其業務策略及發展計劃、擴闊其收入來源及改善其經營表現。

## MATERIAL ACQUISITION OR DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

There were no material acquisitions or disposals of subsidiaries, associates and joint ventures during the six months ended 30 June 2024.

## LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2024, the Group had total assets of approximately RMB126.2 million (31 December 2023: RMB136.9 million) which were financed by current liabilities of approximately RMB873.6 million (31 December 2023: RMB814.8 million), non-current liabilities of approximately RMB4.6 million (31 December 2023: RMB2.8 million).

As at 30 June 2024, the Group's cash and bank balances was approximately RMB4.6 million (31 December 2023: RMB13.9 million). As at 30 June 2024, the secured bonds were fixed-rate and were denominated in Hong Kong dollars, the short-term bank loans were fixed-rate loans and denominated in RMB whereas short-term loans from other financial institution and other borrowing were fixed-rate loan and denominated in Hong Kong dollar. The Group's borrowings were secured by property, plant and equipment, financial assets at fair value through profit or loss, rights-of-use assets, inventories, trade and other receivables, deposits and prepayments, pledged bank deposits and bank balances and cash of the Group.

The current ratio, being a ratio of total current assets to total current liabilities, was approximately 0.1 (31 December 2023: 0.1). The gearing ratio, being a ratio of borrowings (comprising obligations under finance leases, bond payables, other borrowing, short-term bank loans, short-term loans from other financial institution and convertible bonds) to total assets, was approximately 296% (31 December 2023: 280%).

## 重大收購或出售附屬公司及聯屬公司

截至二零二四年六月三十日止六個月，並無有關附屬公司、聯營公司及合營企業之重大收購或出售。

## 流動資金及財務資源

於二零二四年六月三十日，本集團之總資產約為人民幣126,200,000元(二零二三年十二月三十一日：人民幣136,900,000元)，融資來源為流動負債約人民幣873,600,000元(二零二三年十二月三十一日：人民幣814,800,000元)、非流動負債約人民幣4,600,000元(二零二三年十二月三十一日：人民幣2,800,000元)。

於二零二四年六月三十日，本集團之現金及銀行結餘約為人民幣4,600,000元(二零二三年十二月三十一日：人民幣13,900,000元)。於二零二四年六月三十日，有抵押債券屬定息並以港元計值、短期銀行貸款屬定息貸款並以人民幣計值，而來自其他金融機構之短期貸款及其他借貸屬定息貸款並以港元計值。本集團之借貸以本集團之物業、廠房及設備、按公平值計入損益賬之財務資產、使用權資產、存貨、貿易及其他應收賬款、按金及預付款項、已抵押銀行存款以及銀行結餘及現金作抵押。

流動比率(流動資產總值除以流動負債總額之比率)約為0.1(二零二三年十二月三十一日：0.1)。資本負債比率(由融資租賃承擔、應付債券、其他借貸、短期銀行貸款、來自其他金融機構之短期貸款以及可換股債券組成之借貸除以資產總值之比率)約為296%(二零二三年十二月三十一日：280%)。

## CAPITAL STRUCTURE

The Company's total issued share capital as at 30 June 2024 was 1,092,566,800 ordinary shares of par value of HK\$0.01 per share.

On 19 December 2023, the Company held an extraordinary general meeting and approved (i) the consolidation of every ten (10) issued and unissued ordinary shares of HK\$0.1 each in the share capital of the Company into one (1) consolidated share of HK\$1 in the share capital of the Company ("Consolidated Shares") ("Share Consolidation"); (ii) capital reduction by cancelling the paid-up capital to the extent of HK\$0.99 on each of the then issued Consolidated Shares from HK\$1 to HK\$0.01 ("Capital Reduction"); and (iii) each of the authorized but unissued Consolidated Shares of par value HK\$1 be sub-divided into one hundred (100) new shares of par value of HK\$0.01 each ("Share Sub-division").

The Share Consolidation became effective on 21 December 2023. Details of the Share Consolidation were disclosed in the announcements of the Company dated 28 September 2023, 3 October 2023, 9 November 2023, 19 December 2023 and 2 January 2024 and the circular of the Company dated 23 November 2023.

The Capital Reduction and the Share Sub-division were effective on 23 May 2024. Details of the Capital Reduction and Share Sub-division were disclosed in the announcements of the Company dated 28 September 2023, 3 October 2023, 9 November 2023, 19 December 2023, 19 March 2024, 10 April 2024 and 22 May 2024 and the circular of the Company dated 23 November 2023.

## CHARGES ON ASSETS

As at 30 June 2024, the Group's borrowings were secured by assets with a total carrying value of approximately RMB126.2 million (31 December 2023: RMB126.9 million).

## 股本架構

於二零二四年六月三十日，本公司的已發行股本總額為1,092,566,800股每股面值0.01港元的普通股。

於二零二三年十二月十九日，本公司舉行股東特別大會並批准：(i)將本公司股本中每十(10)股每股面值0.1港元的已發行及未發行普通股合併為一(1)股每股面值1港元的合併股份(「合併股份」)(「股份合併」)；(ii)透過註銷繳足股本(以每股當時已發行合併股份由1港元減至0.01港元，即0.99港元為限)削減股本(「股本削減」)；及(iii)將每股面值1港元的法定但未發行合併股份拆細為一百(100)股每股面值0.01港元的新股份(「股份拆細」)。

股份合併於二零二三年十二月二十一日生效。股份合併詳情於本公司日期為二零二三年九月二十八日、二零二三年十月三日、二零二三年十一月九日、二零二三年十二月十九日及二零二四年一月二日之公佈，以及本公司日期為二零二三年十一月二十三日之通函披露。

股本削減及股份拆細於二零二四年五月二十三日出生效。股本削減及股份拆細詳情於本公司日期為二零二三年九月二十八日、二零二三年十月三日、二零二三年十一月九日、二零二三年十二月十九日、二零二四年三月十九日、二零二四年四月十日及二零二四年五月二十二日之公佈，以及本公司日期為二零二三年十一月二十三日之通函披露。

## 資產抵押

於二零二四年六月三十日，本集團之借貸由總賬面值約為人民幣126,200,000元(二零二三年十二月三十一日：人民幣126,900,000元)的資產抵押。

## CAPITAL COMMITMENTS

As at 30 June 2024, the Group did not have any significant capital commitments (31 December 2023: Nil).

## CONTINGENT LIABILITIES

As at 30 June 2024, the Group did not have any significant contingent liabilities (31 December 2023: Nil).

## EVENTS AFTER THE REPORTING PERIOD

### Placing of New Shares under General Mandate

On 7 June 2024, Kingston Securities Limited as the placing agent (“Kingston”) and the Company entered into a placing agreement (the “Placing Agreement”) pursuant to which the Company has conditionally agreed to place through the Kingston, on a best effort basis, up to 218,512,000 placing shares (the “Placing Shares”) to expected to be not less than six placees who and whose ultimate beneficial owners shall be independent third parties (the “Placees”) at the placing price of HK\$0.16 per Placing Share (the “Placing”). The Placing Shares would be issued under the general mandate granted to the Directors by resolution of the shareholders of the Company passed at the annual general meeting of the Company held on 28 June 2023.

All conditions of the Placing Agreement had been fulfilled and the completion of the Placing took place on 19 July 2024 in accordance with the terms and conditions of the Placing Agreement. A total of 218,512,000 Placing Shares had been successfully placed by Kingston to not less than six New Placees at the placing price of HK\$0.16 per Placing Share pursuant to the terms and conditions of the Placing Agreement. Details of the Placing Agreement were set out in the announcements of the Company dated 7 June 2024, 26 June 2024 and 19 July 2024.

### Changes in Composition of The Board

On 26 July 2024, Ms. Tang Po Yi, ceased to be as an executive Director and an authorized representative of the Company.

On 26 July 2024, Mr. Sze Siu Bun, ceased to be as an executive Director of the Company.

On 26 July 2024, Ms. Sun Tingting, ceased to be as an executive Director of the Company.

## 資本承擔

於二零二四年六月三十日，本集團並無任何重大資本承擔(二零二三年十二月三十一日：無)。

## 或然負債

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：無)。

## 報告期後事項

### 根據一般授權配售新股份

於二零二四年六月七日，金利豐證券有限公司作為配售代理(「金利豐」)與本公司訂立配售協議(「配售協議」)，據此，本公司有條件同意透過金利豐按盡力基準，以配售價每股配售股份0.16港元配售最多218,512,000股配售股份(「配售股份」)予預期不少於六名承配人(「配售事項」)，而該等承配人及其最終實益擁有人須為獨立第三方(「承配人」)。配售股份將根據本公司股東於二零二三年六月二十八日舉行之本公司股東週年大會上通過之決議案授予董事之一般授權發行。

配售協議之所有條件已經達成，而配售事項已根據配售協議之條款及條件於二零二四年七月十九日完成。根據配售協議之條款及條件，共218,512,000股配售股份已由金利豐成功配售予不少於六名新承配人，配售價為每股配售股份0.16港元。配售協議詳情載於本公司日期為二零二四年六月七日、二零二四年六月二十六日及二零二四年七月十九日之公佈內。

### 董事會組成變動

於二零二四年七月二十六日，鄧寶怡女士不再擔任本公司執行董事及授權代表。

於二零二四年七月二十六日，施少斌先生不再擔任本公司執行董事。

於二零二四年七月二十六日，孫婷婷女士不再擔任本公司執行董事。

On 26 July 2024, Mr. Zha Xiaogang, ceased to be as an executive Director and the co-chairman of the Board of the Company.

於二零二四年七月二十六日，查小剛先生不再擔任本公司執行董事及董事會聯席主席。

On 26 July 2024, Mr. Lin Yue Hui, ceased to be as an independent non-executive Director of the Company.

於二零二四年七月二十六日，林岳輝先生不再擔任本公司獨立非執行董事。

On 29 July 2024, Ms. Tang Po Yi has been appointed as an executive Director and an authorized representative of the Company.

於二零二四年七月二十九日，鄧寶怡女士已獲委任為本公司執行董事及授權代表。

On 29 July 2024, Mr. Li Yang has been appointed as an executive Director of the Company.

於二零二四年七月二十九日，李陽先生已獲委任為本公司執行董事。

On 2 August 2024, the Board has resolved to remove Mr. Liu Minbin as chairman of the Board and to suspend his duties as executive director of the Company.

於二零二四年八月二日，董事會決議罷免劉敏斌先生董事會主席之職務，並暫停其作為本公司執行董事的職務。

## Proposed Rights Issue and Placing Agreement

## 建議供股及配售協議

As announced by the Company on 2 August 2024, the Company proposed to implement the Rights Issue on the basis of one (1) Rights Share for every two (2) existing Shares held on the Record Date at the Subscription Price of HK\$0.10 per Rights Share, to raise up to (i) approximately HK\$65.55 million by issuing up to 655,539,400 Rights Shares (assuming no exercise of any Share Options and no change in the number of Shares in issue on or before the Record Date); and (ii) approximately HK\$71.24 million by issuing up to 712,389,400 Rights Shares (assuming all Share Options having been exercised and no other change in the number of Shares in issue on or before the Record Date), to the Qualifying Shareholders. The Rights Issue is not underwritten and will not be extended to the Non-Qualifying Shareholder(s) (if any).

如本公司於二零二四年八月二日所公佈，本公司建議按於記錄日期每持有兩(2)股現有股份獲發一(1)股供股股份之基準，以認購價每股供股股份0.10港元實行供股，(i)透過向合資格股東發行最多655,539,400股供股股份(假設並無任何購股權獲行使及已發行股份數目於記錄日期或之前並無變動)以籌集最多約65,550,000港元；及(ii)透過向合資格股東發行最多712,389,400股供股股份(假設所有購股權已獲行使及已發行股份數目於記錄日期或之前並無其他變動)以籌集最多約71,240,000港元。供股不獲包銷，且將不會提呈予不合資格股東(如有)。

The estimated net proceeds of the Rights Issue, if fully subscribed, will be up to approximately HK\$63.42 million (assuming no exercise of any Share Options and no change in the number of Shares in issue on or before the Record Date) and approximately HK\$68.99 million (assuming all Share Options having been exercised and no other change in the number of Shares in issue on or before the Record Date).

供股之估計所得款項淨額(倘獲悉數認購)將最多為約63,420,000港元(假設並無任何購股權獲行使及已發行股份數目於記錄日期或之前並無變動)及約68,990,000港元(假設所有購股權已獲行使及已發行股份數目於記錄日期或之前並無其他變動)。

The Company intends to utilise the net proceeds from the Rights Issue in the following manner: (i) approximately HK\$50.8 million (representing approximately 80% of the net proceeds, assuming no exercise of any Share Option and no change in the number of Shares in issue on or before the Record Date) for repayment of debts; and (ii) remaining net proceeds for general working capital of the Group.

本公司擬將供股所得款項淨額用於以下方面：(i)約50,800,000港元(佔所得款項淨額約80%，假設於記錄日期或之前並無行使任何購股權且已發行股份數目並無變動)用作償還債務；及(ii)所得款項淨額餘額用作本集團一般營運資金。

On 2 August 2024, Kingston Securities Limited (the “Placing Agent”) and the Company entered into the placing agreement (as supplemented by the supplemental agreement dated 21 August 2024) (the “Placing Agreement”), pursuant to which the Company has appointed the Placing Agent, on a best effort basis, to place the Unsubscribed Rights Shares and the NQS Unsold Rights Shares during the Placing Period to placee(s) who and whose ultimate beneficial owner(s) are Independent Third Party(ies)), and none of the Placees shall be a party acting in concert (as defined in the Takeovers Code) with any of them or other Placees. The Company will pay to the Placing Agent a fixed fee of HK\$100,000 and a placing commission of 2.0% of the amount which is equal to the placing price multiplied by the number of the Unsubscribed Rights Shares and the NQS Unsold Rights Shares that have been successfully placed by the Placing Agent pursuant to the terms of the Placing Agreement.

For details, please refer to the Company’s announcements dated 2 August 2024, 20 August 2024, 21 August 2024 and 23 August 2024.

Except as disclosed above and this report, since 30 June 2024 and up to the date of this report, no important events affecting the Group has occurred.

## EXCHANGE RISK EXPOSURE

The Group’s business transactions were mainly denominated in RMB and Hong Kong dollar. The Group currently does not have any established hedging policies in place. Management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure by using appropriate financial instruments and adopting appropriate hedging policies to control the risks, when the need arises. The Group was not engaged in any hedging contracts with respect to the foreign exchange risks.

## EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2024, the Group had about 183 employees (31 December 2023: 196 employees) in Hong Kong and in the PRC.

Remuneration packages for the employees were maintained at a competitive level of the jurisdiction within which the employees were employed to attract, retain and motivate the employees and were reviewed periodically.

The Group maintained a share option scheme for the purpose of providing incentives and rewards to the eligible participants for their contributions to the Group. The share option scheme was adopted at the annual general meeting of the Company on 15 June 2016.

於二零二四年八月二日，金利豐證券有限公司（「配售代理」）與本公司訂立配售協議（經日期為二零二四年八月二十一日的補充協議所補充）（「配售協議」），據此，本公司已委聘配售代理於配售期按盡力基準向承配人（其本身及其最終實益擁有人均為獨立第三方，且概無承配人應為與其任何各方或其他承配人一致行動（定義見收購守則）之人士）配售未獲認購供股股份及不合資格股東未售供股股份。本公司將向配售代理支付固定費用100,000港元以及配售佣金，金額相等於配售價乘以配售代理根據配售協議條款成功配售之未獲認購供股股份及不合資格股東未售供股股份數目之2.0%。

詳情請參閱本公司日期為二零二四年八月二日、二零二四年八月二十日、二零二四年八月二十一日及二零二四年八月二十三日的公佈。

除上文及本報告所披露者外，自二零二四年六月三十日起至本報告日期止，並無發生任何影響本集團的重要事件。

## 匯兌風險

本集團之業務交易主要以人民幣及港元計值。本集團目前並無設有任何既定對沖政策。管理層監察外匯風險，並會於有需要時考慮使用適當財務工具對沖重大外匯風險，並採用適當對沖政策控制風險。本集團並無就外匯風險訂立任何對沖合約。

## 僱員及薪酬政策

於二零二四年六月三十日，本集團於香港及中國兩地聘用約183名員工（二零二三年十二月三十一日：196名員工）。

僱員之薪酬待遇在聘用有關僱員之司法權區內甚具競爭力，藉此吸引、保留及激勵僱員。本公司會定期檢討薪酬待遇。

本集團維持一項購股權計劃，以向合資格參與者就彼等對本集團之貢獻提供激勵及獎勵。購股權計劃已於二零一六年六月十五日之本公司股東週年大會採納。

## LITIGATIONS

### I. LITIGATIONS IN RELATION TO STATUTORY DEMANDS

Reference are made to the announcements of the Company dated 21 October 2019, 24 October 2019 and 28 October 2019 (the “Statutory Demands Related Announcements”) in relation to, *inter alia*, the commencement of litigations in relation to two alleged outstanding debts.

As disclosed in the Statutory Demands Related Announcements, on 9 October 2019, a statutory demand under section 178(1)(A) of the Ordinance (“Statutory Demand I”) was served on the Company by a creditor (the “Creditor I”) to demand the Company to repay the alleged outstanding debt in the amount of HK\$222,707,496 (the “Debt”) within 3 weeks after service of the Statutory Demand I. After the expiry of the 3-week period after the services of Statutory Demand I, the Creditor I may present a winding-up petition against the Company.

Creditor I has agreed that they would not present the winding up petition immediately if the Company could repay part of the outstanding debt, and expected the Company to repay the remaining outstanding debts after the completion of the connected transaction in relation to subscription of convertible bonds under specific mandate with the estimated gross proceeds of approximately HK\$400 million as stated in the announcement dated 24 September 2019.

As at the date of this report, the Company is still proactively engaging in negotiations with Creditor I for better terms on the repayment schedule and for the avoidance of the potential winding-up petition. The Company is also negotiating with various other lenders for new credit lines in order to improve the cashflow position of the Company. As at the date of this report, no winding-up petition related to the debt presented against the Company.

Reference are made to the announcements of Company dated 7 April 2020 and 12 May 2020 (the “2020 Statutory Demand Announcements”) in relation to, *inter alia*, the commencement of litigation in relation to the alleged outstanding debts.

## 訴訟

### I. 有關法定要求償債書之訴訟

茲提述本公司日期為二零一九年十月二十一日、二零一九年十月二十四日及二零一九年十月二十八日之公佈(「法定要求償債書相關公佈」)，內容有關(其中包括)就兩項指稱未償還債務展開訴訟。

誠如法定要求償債書相關公佈所披露，於二零一九年十月九日，本公司收到債權人(「債權人I」)根據條例第178(1)(A)條送達之法定要求償債書(「該法定要求償債書I」)，要求本公司於該法定要求償債書I送達之日起三週內償還金額為222,707,496港元之指稱未償還債務(「債務」)。於該法定要求償債書I送達起計三週期限屆滿後，債權人I可以向本公司提交清盤呈請。

債權人I同意，倘本公司可償還部分未償還之債務，彼等將不會即時提出清盤呈請，並預期本公司誠如日期為二零一九年九月二十四日的公佈所述於完成有關根據特別授權認購可換股債券之關連交易後以估計所得款項總額約400,000,000港元償還餘下未償還的債務。

於本報告日期，本公司仍然在積極地與債權人I商討更佳條款的還款時間表，以避免潛在的清盤呈請。本公司亦在與多名其他貸款人商討，尋求新的信貸額度，從而改善本公司的現金流狀況。於本報告日期，並無針對本公司的債務提出清盤呈請。

茲提述本公司日期為二零二零年四月七日及二零二零年五月十二日之公佈(「二零二零年法定要求償債書公佈」)，內容有關(其中包括)就指稱未償還債務展開訴訟。

As disclosed in the 2020 Statutory Demand Announcements, on 23 March 2020, a statutory demand under section 178(1)(A) of the Ordinance (“Statutory Demand II”) was served on the Company by a creditor (the “Creditor II”) to demand the Company to repay the alleged outstanding debt in the amount of HK\$45,978,301.36 (the “Debt II”) within 3 weeks after the service of the Statutory Demand II. After the expiry of the 3-week period after the services of Statutory Demand II, Creditor II may present a winding-up petition against the Company. On 12 May 2020, the Company has reached a settlement agreement (the “Settlement Agreement”) with the Creditor II. Pursuant to the terms and conditions of the Settlement Agreement, the Company shall pay and discharge the outstanding debts to the Creditor II in accordance with the repayment schedule in the Settlement Agreement. However, on 11 August 2020, the Statutory Demand II under the Ordinance was served on the Company by the Creditor II again to demand the Company to repay the outstanding debt and the accrued interests of the Debt II. As at the date of this report, no winding-up petition related to the debt presented against the Company.

## II. LITIGATION IN RELATION TO WRIT OF SUMMONS

On 22 May 2020, Asia Television Limited, an indirect non-wholly owned subsidiary of the Company, received a writ of summons under action number HCA 774/2020 (the “Writ of Summons”) together with statement of claim issued in the Court of First Instance of High Court of Hong Kong by HONG KONG SCIENCE TECHNOLOGY PARKS CORPORATION (the “Plaintiff”) against Asia Television Limited, as defendant (the “Defendant”).

誠如二零二零年法定要求償債書公佈所披露，於二零二零年三月二十三日，本公司收到債權人(「債權人II」)根據條例第178(1)(A)條送達之法定要求償債書(「該法定要求償債書II」)，要求本公司於該法定要求償債書II送達之日起三周內償還金額為45,978,301.36港元之指稱未償還債務(「債務II」)。於該法定要求償債書II送達起計三周期限屆滿後，債權人II可以向本公司提交清盤呈請。於二零二零年五月十二日，本公司已與債權人II達成結付協議(「結付協議」)。根據結付協議的條款和條件，本公司應按照結付協議中的還款時間表向債權人II支付和清償未償還的債務。然而，於二零二零年八月十一日，債權人II根據該條例再次向本公司送達該法定要求償債書II，要求本公司償還債務II的未償還債務及累計利息。於本報告日期，並無針對本公司的債務提出清盤呈請。

## II. 有關傳訊令狀之訴訟

於二零二零年五月二十二日，亞洲電視有限公司(本公司的間接非全資附屬公司)接獲香港科技園公司(「原告」)於香港高等法院原訟法庭向亞洲電視有限公司(作為被告)(「被告」)發出的高等法院案件二零二零年第774號訴訟項下傳訊令狀連同申索陳述書(「傳訊令狀」)。



According to the Writ of Summons, the Defendant purchased the property located at 25-37 Dai Shing Street, Tai Po Industrial Estate, Tai Po, New Territories, Hong Kong (the “Property”) in September 2005 and signed the deed of variation (the “Deed of Variation”) with the Plaintiff. According to the Deed of Variation and the lease documents, the Defendant must abide by certain terms when using the Property, including only for television programme and film production, broadcasting programme, distribution, publications, multi-media entertainment and other related business. Otherwise, an additional premium of HK\$3,721.00 needs to be paid daily (the “Additional Premium”), and the Plaintiff also has the right to re-enter the Property. The Plaintiff believed that the Defendant violated the terms of the lease documents and the Deed of Variation, so it requested the Defendant to return the Property and recover the additional premium from 1 August 2017. The Plaintiff claims against the Defendant, among others (i) vacant possession of the Property; (ii) additional premium at HK\$3,721.00 per day from 1 August 2017 to 22 May 2020; (iii) mesne profits from 23 May 2020 to the date of the Defendant delivers vacant possession of the Property to the Plaintiff; (iv) costs on an indemnity basis; and (v) further or other relief as the Court may order.

The Defendant is seeking legal advice in respect of the above proceeding in HCA 774/2020 and would defend its position. The Company will make further announcement(s) to update the shareholders of the Company and the potential investors on any significant development regarding the above claim as and when appropriate. There was no other development for this litigation during the reporting period.

Save for the above, as at the date of this report, there were no litigation or claims of material importance known to the Directors pending or threatened against any member of the Group.

### III. Winding Up Petition

The Company received a winding up petition from FCG Venture Limited Partnership (the “Petitioner”) issued from the High Court of the Hong Kong Special Administrative Region (the “High Court”) that the Company may be wound up by the High Court on the ground that the Company is unable to pay its debts of approximately HK\$71,000,000 together with interests until full payment, being the outstanding principal of HK\$50,000,000 and the accrued interests of HK\$21,000,000 together with interests until full payment. The Petitioner is a convertible bond holder and the convertible bond bears interest at a rate of 6% per annum with a maturity on 28 September 2023.

On 28 February 2024, the High Court ordered that the Petition be withdrawn.

根據傳訊令狀，被告於二零零五年九月購入了位於香港新界大埔大埔工業邨大盛街25-37號的物業（「該物業」），並與原告簽署了變更契據（「變更契據」）。根據變更契據和租賃文件，被告在使用該物業時必須遵守某些條款，包括僅用於電視節目和電影製作、廣播節目、發行、出版物、多媒體娛樂和其他相關業務；否則，需要每天額外支付3,721.00港元的費用（「額外費用」），原告也有權收回該物業。原告認為被告違反了租賃文件和變更契據的條款，因此要求被告交還該物業，並從二零一七年八月一日起追討額外費用。原告向被告申索，其中包括(i)空置及交還該物業；(ii)由二零一七年八月一日至二零二零年五月二十二日每天額外支付3,721.00港元的費用；(iii)由二零二零年五月二十三日至被告將該物業空置交付給原告之日前的中間利潤；(iv)賠償費用；及(v)法院可能要求的進一步或其他濟助。

被告正在諮詢關於上述高等法院案件二零二零年第774號法律程序的法律意見，並將為自身抗辯。本公司將於適當的時候另發公佈，以讓本公司股東及潛在投資者了解關於上述申索的任何重大發展。於報告期內，此項訴訟概無其他事態發展。

除上述者外，於本報告日期，就董事所知，本集團任何成員公司概無任何尚未了結或面臨威脅的重大訴訟或索償。

### III. 清盤呈請

本公司接獲香港特別行政區高等法院（「高等法院」）發出的創富機遇有限合夥基金（「呈請人」）的清盤呈請，由於本公司無力償還約71,000,000港元的債務及直至悉數償還金額前之利息，即未償還的本金50,000,000港元及應計利息21,000,000港元，連同直至悉數償還金額前之利息，高等法院可將本公司清盤。呈請人是可換股債券持有人，而可換股債券的年利率為6%，到期日為二零二三年九月二十八日。

於二零二四年二月二十八日，高等法院頒令撤回呈請。

## DISCLOSURE OF ADDITIONAL INFORMATION

### INTERIM DIVIDEND

The board of directors (the “Board”) of the Company resolved not to declare an interim dividend for the Period (2023: nil).

### DIRECTORS’ AND CHIEF EXECUTIVE’S INTERESTS

As at 30 June 2024, the interests and short positions of the Directors or chief executives of the Company or their associates had any interests and/or short positions in any 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 of the Laws of Hong Kong (the “SFO”)) as recorded in the register maintained by the Company pursuant to 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 Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules, were as follows:

## 其他披露資料

### 中期股息

本公司董事會(「董事會」)議決不宣派本期間之中期股息(二零二三年：無)。

### 董事及最高行政人員之權益

於二零二四年六月三十日，根據本公司按香港法例第571章證券及期貨條例(「證券及期貨條例」)第352條規定而存置之登記冊所記錄，或根據上市規則附錄十所載之上市發行人董事進行證券交易的標準守則(「標準守則」)而須知會本公司及聯交所之規定，董事或本公司最高行政人員或彼等的聯繫人士於本公司及其相聯法團(見證券及期貨條例第XV部之定義)的任何股份、相關股份及債權證中擁有任何權益及／或淡倉，如下所示：

Name of Director 董事之姓名	Capacity in which the Interests are held 持有權益之身份	Nature of Interest 權益性質	Total Interests held (Note 1) 所持之總權益 (附註1)	Approximate percentage of the issued share capital of the Company as at 30 June 2024 (%) 佔本公司 於二零二四年 六月三十日 已發行股本之 概約百分比(%)
Leong Wei Ping* 梁瑋珩*	Beneficial owner 實益擁有人	Underlying Interest (Note 2) 相關權益(附註2)	2,900,000 (L)	0.27
Tang Po Yi 鄧寶怡	Beneficial owner 實益擁有人	Underlying Interest (Note 2) 相關權益(附註2)	2,900,000 (L)	0.27

\* for identification only

\* 僅供識別

Name of Director 董事之姓名	Capacity in which the Interests are held 持有權益之身份	Nature of Interest 權益性質	Total Interests held (Note 1) 所持之總權益 (附註1)	Approximate percentage of the issued share capital of the Company as at 30 June 2024 (%)
				佔本公司 於二零二四年 六月三十日 已發行股本之 概約百分比(%)
Sun Tingting 孫婷婷	Beneficial owner 實益擁有人	Underlying Interest (Note 2) 相關權益(附註2)	2,900,000 (L)	0.27
Liu Minbin 劉敏斌	Beneficial owner 實益擁有人	Ordinary shares of HK\$0.01 each (Note 3) 每股0.01港元之普通股(附註3)	183,713,200 (L)	16.81

Notes:

附註：

- |  |   |
|--|---|
| <p>1. The letters "L" and "S" denote long position and short position in the shares of the Company respectively.</p> <p>2. Being unlisted physical settled share options to acquire ordinary Shares, further details of which are set out in the section headed "Share Option Scheme" below.</p> <p>3. These 183,713,200 shares owned by Mr. Liu Minbin as beneficial owner.</p> | <p>1. 「L」及「S」字分別代表於本公司股份之好倉及淡倉。</p> <p>2. 即購買普通股的非上市實物結算購股權，進一步詳情載於下文「購股權計劃」一節。</p> <p>3. 該183,713,200股股份由劉敏斌先生作為實益擁有人持有。</p> |
|--|---|

Save as disclosed above, as at 30 June 2024, none of the Directors and the chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), (a) which had been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), (b) which were recorded in the register maintained by the Company pursuant to section 352 of the SFO or (c) as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

除以上所披露者外，於二零二四年六月三十日，概無董事及本公司最高行政人員於本公司或其任何聯營公司(定義見證券及期貨條例第XV部)之任何股份、相關股份或債權證中擁有(a)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任何權益或淡倉(包括彼等根據證券及期貨條例之有關條文當作或被視為擁有的權益及淡倉)、(b)本公司根據證券及期貨條例第352條而存置之登記冊所記錄之任何權益或淡倉，或(c)根據標準守則須知會本公司及聯交所之任何權益或淡倉。

## SUBSTANTIAL SHAREHOLDERS

As at 30 June 2024, to the best knowledge of the Company, the following persons (other than Directors or chief executives of the Company) had, or were deemed or taken to have interests and/or short positions in the shares or underlying shares of the Company, which would be required to be disclosed to the Company and the Stock Exchange pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company under Section 336 of the SFO:

## 主要股東

於二零二四年六月三十日，就本公司所知，以下人士（董事或本公司最高行政人員除外）於本公司的股份或相關股份中擁有或被視為或被計作擁有權益及／或淡倉而須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露或按本公司根據證券及期貨條例第336條須存置之登記冊記錄：

Name of substantial shareholder 主要股東之姓名／名稱	Capacity in which the Interests are held 持有權益之身份	Nature of Interest 權益性質	Total Interests held (Note 1) 所持之總權益 (附註1)	Approximate percentage of the issued share capital of the Company as at 30 June 2024 (%) (Note 5) 佔本公司於二零二四年六月三十日已發行股本之概約百分比(%) (附註5)
Deng Junjie 鄧俊杰	Interest of Controlled Corporation 受控制法團權益	Ordinary shares of HK\$0.01 each 每股面值0.01港元之普通股	77,008,400 (L)	7.05
Honghu Capital (Note 2) 鴻鵠資本(附註2)	Beneficial Owner 實益擁有人	Ordinary shares of HK\$0.01 each 每股面值0.01港元之普通股	77,008,400 (L)	7.05
Ma Fai ("Mr. Ma") 馬徽(「馬先生」)	Interest of Controlled Corporation 受控制法團權益	Ordinary shares of HK\$0.01 each 每股面值0.01港元之普通股	181,500,000 (L)	16.61
China Special Economic Zone Development Limited ("CSEZD") (Note 3) 中國經濟特區發展有限公司 (「中國經濟特區」)(附註3)	Beneficial Owner 實益擁有人	Ordinary shares of HK\$0.01 each 每股面值0.01港元之普通股	181,500,000 (L)	16.61
Oriental Textile Products Limited 東方紡織有限公司	Beneficial Owner 實益擁有人	Ordinary shares of HK\$0.01 each (Note 4) 每股面值0.01港元之普通股 (附註4)	110,000,000 (L)	10.06

Notes:

1. The letters "L" and "S" denote long position and short position in the shares of the Company respectively.
2. Honghu Capital is wholly-owned and beneficially owned by Mr. Deng Junjie.
3. CSEZD is an investment holding company incorporated under the laws of Hong Kong, 100% of the issued share capital is directly held by Build Rise Capital Group Limited ("Build Rise"). Build Rise, a company incorporated in Republic of Seychelles, is wholly-owned by Mr. Ma. Accordingly, Build Rise and Mr. Ma are deemed to be interested in the 181,500,000 Shares held by CSEZD by virtue of the Securities and Futures Ordinance.
4. Oriental Textile Products Limited is an investment holding company incorporated under the laws of Hong Kong, 100% of the issued share capital is directly held by Mr. Zhang Jingyuan. Accordingly, Mr. Zhang Jingyuan is deemed to be interested in the 110,000,000 Shares held by Oriental Textile Products Limited by virtue of the SFO.
5. As at 30 June 2024, the number of issued ordinary shares of the Company was 1,092,566,800.

Save as disclosed above, as at 30 June 2024, the Directors were not aware of any persons who/entities which had any interest or short position in the Shares and underlying Shares, which were required to be recorded in the register of interests of the substantial shareholders required to be kept by the Company pursuant to section 336 of the SFO.

附註：

1. 「L」及「S」字分別代表於本公司股份之好倉及淡倉。
2. 鴻鶴資本由鄧俊杰先生全資實益擁有。
3. 中國經濟特區是一間根據香港法律註冊成立的投資控股公司，其已發行股本的100%由標捷資本集團有限公司（「標捷」）直接持有。標捷是一間在塞舌爾共和國註冊成立的公司，由馬先生全資擁有。因此，根據《證券及期貨條例》，標捷及馬先生被視為擁有由中國經濟特區持有的181,500,000股股份的權益。
4. 東方紡織有限公司為一間根據香港法律註冊成立的投資控股公司，其100%的已發行股本由張景淵先生直接擁有。因此，根據《證券及期貨條例》，張景淵先生被視為於東方紡織有限公司所持有110,000,000股股份中擁有權益。
5. 於二零二四年六月三十日，本公司已發行普通股數目為1,092,566,800股。

除以上所披露者外，於二零二四年六月三十日，董事概不知悉任何人士／實體於股份及相關股份中擁有根據證券及期貨條例第336條須存置的本公司主要股東權益登記冊須記錄的任何權益或淡倉。

## SHARE OPTION SCHEME

The Company operates a share option scheme for the purpose of providing incentives and rewards to eligible participants who work for the interests of the Group.

A share option scheme (the "Share Option Scheme") was adopted at the annual general meeting of the Company (the "2016 AGM") on 15 June 2016. The Share Option Scheme became valid and effective for a period of ten years commencing from the date of the 2016 AGM. Eligible participants of the Share Option Scheme include (a) full time or part time employees of our Group (including any Directors or directors of any subsidiary or any invested entity); (b) any suppliers, customers, consultants, agents, advisers, service providers; and (c) any person who, in the sole discretion of the board of directors, has contributed or may contribute to the Group. The Share Option Scheme shall be valid and effective for a period of 10 years commencing on the date it was adopted. The remaining life of the Share Option Scheme is approximately 2 years.

An offer of the grant of any option under the Share Option Scheme may be accepted within 21 business days from the date of grant together with a remittance of HK\$1.00 by way of consideration for the grant thereof. No option shall be granted to any eligible person if any further grant of options would result in the shares issued and to be issued upon exercise of all options granted and to be granted to such person in the 12 months period up to and including such further grant would exceed 1% of the total number of shares in issue, unless such further grant has been duly approved by the Company's shareholders in general meeting.

The exercise price of the option shall be determined at the discretion of the board of directors which shall be not less than the highest of: (i) the closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheet on the date of grant; (ii) the average closing price of the Company's shares as stated in the Stock Exchange's daily quotation sheets for the five trading days immediately preceding the date of grant; and (iii) the nominal value of the Company's shares.

The total number of shares in respect of which options may be granted under the Share Option Scheme shall not exceed 99,256,680 shares, being 10.0% of 992,566,800 shares in issue as at the date of approval of the Refreshment on 21 July 2021.

As at 30 June 2024, the total number of securities available for issue under the Share Option Scheme pursuant to its terms was 99,256,680 Shares after adjustments for share consolidation in December 2023 and capital reorganisation in May 2024, representing in aggregate approximately 9.08% of the Company's issued share capital.

## 購股權計劃

本公司設立購股權計劃，以向為本集團之利益行事之合資格參與者提供獎勵及回報。

本公司於二零一六年六月十五日之股東週年大會（「二零一六年股東週年大會」）上採納一項購股權計劃（「購股權計劃」）。購股權計劃於二零一六年股東週年大會日期起計十年間有效及生效。購股權計劃的合資格參與者包括(a)本集團的全職及兼職僱員（包括任何董事，或任何附屬公司或任何投資實體的董事）；(b)供應商、客戶、諮詢者、代理、顧問、服務供應商；及(c)董事會全權酌情認為對本集團作出貢獻或可能作出貢獻的人士。購股權計劃由其採納日期起計10年有效。購股權計劃的剩餘年期約為2年。

根據該購股權計劃授出的任何購股權要約可於授出日期起計21個營業日內接納，並須支付1.00港元作為接納要約的代價。倘向任何合資格人士授出更多的購股權，將導致於授出更多購股權日期前12個月期間（包括授出當日），在行使所有已授予或將授予該人士的購股權時發行及將發行的股份數目超過已發行股份總數的1%，則不會向該人士授出購股權，除非獲本公司股東於股東大會上正式批准授出更多購股權。

購股權的行使價將由董事會酌情釐定，其將採用不少於以下價格中的最高者定價：(i)本公司股份根據聯交所每日報價單所示於購股權授出日期的收市價；(ii)本公司股份根據聯交所每日報價單所示於緊接購股權授出日期前五個交易日的平均收市價；或(iii)本公司股份的面值。

根據購股權計劃可能授出的購股權所涉及股份總數不得超過99,256,680股，即於批准更新限額日期（即二零二一年七月二十一日）已發行股份992,566,800股的10.0%。

於二零二四年六月三十日，根據購股權計劃按其條款可供發行的證券總數為99,256,680股（經於二零二三年十二月的股份合併及二零二四年五月的股本重組作出有關調整後），合共佔本公司已發行股本約9.08%。

Details of the movements of the share options granted under the Share Option Scheme for the six months ended 30 June 2024 were as follows:

截至二零二四年六月三十日止六個月，根據購股權計劃授出的購股權變動詳情如下：

Name 姓名	Date of grant 授出日期	Number of share options 購股權數目				Outstanding as at 30 June 2024 截至 二零二四年 六月三十日 尚未行使
		Outstanding as at 1 January 2024 截至 二零二四年 一月一日 尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	
<b>Executive Directors</b> 執行董事						
Mr. Leong Wei Ping* 梁璋珮先生*	21 May 2021 二零二一年五月二十一日	2,900,000	-	-	-	2,900,000
Ms. Sun Tingting 孫婷婷女士	21 May 2021 二零二一年五月二十一日	2,900,000	-	-	-	2,900,000
Ms. Tang Po Yi 鄧寶怡女士	21 May 2021 二零二一年五月二十一日	2,900,000	-	-	-	2,900,000
Sub-total 小計		8,700,000	-	-	-	8,700,000
<b>Employees in aggregate</b> 僱員總計	21 May 2021 二零二一年五月二十一日	5,800,000	-	-	-	5,800,000
Total 總計		14,500,000	-	-	-	14,500,000

On 22 July 2024, a total of 99,200,000 shares options were granted to two Directors of the Company and eight employees of the Group, and each grantee was granted 9,920,000 options. Representing approximately 0.76% of total issued shares as at the date of grant. The options were granted at a cash consideration of HK\$1.00 per grantee and entitled the grantees to subscribe for ordinary shares at an exercise price of HK\$0.203 per share. The options are exercisable during the period from 22 July 2024 to 21 July 2027 (both dates inclusive).

於二零二四年七月二十二日，本公司向兩名董事及本集團八名僱員授出合共99,200,000份購股權，每名承授人獲授9,920,000份購股權。佔於授出日期已發行股份總數約0.76%。每名承授人獲授之購股權之現金代價為1.00港元，並賦予承授人權利以行使價每股0.203港元認購普通股。購股權可於二零二四年七月二十二日至二零二七年七月二十一日（包括首尾兩日）期間行使。

\* for identification only

\* 僅供識別

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Period was the Company or any of its subsidiaries a party to any arrangement to enable the Director or the chief executive of the Company to acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate, and neither the Director nor the chief executive, nor any of their spouses or children under the age of 18, had any rights to subscribe for the securities of the Company, or any had exercised any such right.

## PURCHASE, SALE OR REDEMPTION OF LISTING SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, redeemed or sold any of the Company's listed securities (including sale of treasury shares) during the Period.

As at 30 June 2024, the number of treasury shares held by the Company is nil.

## DIRECTORS' INTEREST IN CONTRACTS OF SIGNIFICANCE

No contract of significance, to which the Company or any of its subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of or at any time during the Period.

## CORPORATE GOVERNANCE

The Company has complied with the applicable code provisions in the Corporate Governance Code as set out in Appendix C1 of the Listing Rules during the Period.

## DIRECTORS' COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix C3 to the Listing Rules as its own code of conduct regarding securities transactions by the Directors. The Company has made specific enquiry of all Directors regarding any non-compliance with the Model Code during the Period and all Directors confirmed that they have fully complied with the required standard set out in the Model Code.

## 董事收購股份或債權證之權利

於本期間內任何時間，本公司或其任何附屬公司概無訂立任何安排，致使董事或本公司最高行政人員可透過收購本公司或任何其他法團之股份或債權證而獲益，而有關董事或最高行政人員、或彼等之配偶或未滿18歲子女亦無擁有認購本公司證券之任何權利或已行使任何該等權利。

## 購買、出售或贖回本公司之上市證券

本公司或其任何附屬公司於本期間內概無購買、贖回或出售本公司任何上市證券(包括出售庫存股份)。

於二零二四年六月三十日，本公司持有的庫存股份數目為零。

## 董事於重大合約之權益

本公司或其任何附屬公司概無訂立本公司董事於其中直接或間接擁有重大權益而於本期間結束時或本期間內任何時間仍然生效之重大合約。

## 企業管治

本公司於本期間一直遵守上市規則附錄C1所載之企業管治守則之適用守則條文。

## 董事遵守證券交易的標準守則

本公司已採納上市規則附錄C3所載之標準守則作為本公司規管董事進行證券交易之行為守則。本公司已就本期間內有否不遵守標準守則而向全體董事作出特定查詢，而全體董事已確認，彼等一直全面遵守標準守則所載之規定標準。



## AUDIT COMMITTEE REVIEW

The Group's audit committee (the "Audit Committee") comprises three members, namely Mr. Li Yu, Ms. Han Xingxing and Mr. Lau Jing Yeung William, who are independent non-executive Directors. The chairman of the Audit Committee is Mr. Lau Jing Yeung William. The primary duties of the Audit Committee are, among others, to review the financial reporting system and internal control procedures of the Group, to make recommendations to the Board on the appointment, reappointment and removal of the external auditor, to approve the remuneration and terms of engagement of the external auditor, to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards, and to review the financial information and accounting policies of the Group. This unaudited interim results including the accounting principles and practices adopted by the Group have been reviewed and approved by the Audit Committee.

## SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available and within the knowledge of the Directors, it is confirmed that there is sufficient public float of the Company's issued shares i.e. more than 25 percent, as at the date of this interim report.

## APPRECIATION

On behalf of the Board, I would like to express our appreciation to all our shareholders, employees, customers and suppliers for their continuing support.

On behalf of the Board

**Asia Television Holdings Limited**

**Ms. Tang Po Yi**

*Executive Director*

Hong Kong, 30 August 2024

## 審核委員會之審閱

本集團之審核委員會(「審核委員會」)由三名成員組成，分別為獨立非執行董事李玉先生、韓星星女士及劉正揚先生，其中劉正揚先生為審核委員會主席。審核委員會之主要職責為(其中包括)審議本集團的財務報告系統及內部控制程序、就外聘核數師之委任、續聘及罷免向董事會提出建議、批准外聘核數師之酬金及委聘條款、根據適用準則檢討並監察外聘核數師能否保持獨立客觀以及核數程序是否有效，以及審閱本集團之財務資料和會計政策。本未經審核中期業績(包括本集團所採納之會計原則及慣例)已經審核委員會審閱及批准。

## 足夠之公眾持股量

根據公開所得資料及就董事所知，已確認於本中期報告刊發日期，本公司已發行股份之公眾持股量已達到足夠水平(即超過25%)。

## 致謝

本人謹代表董事會感謝所有股東、僱員、客戶及供應商一直以來之支持。

代表董事會

**亞洲電視控股有限公司**

**鄧寶怡女士**

*執行董事*

香港，二零二四年八月三十日

The board (the “Board”) of directors (the “Director(s)”) of Asia Television Holdings Limited (the “Company”) is pleased to announce the unaudited interim condensed consolidated financial statements of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2024 (the “Period”) together with the comparative figures for the corresponding period in 2023 are as follow:

亞洲電視控股有限公司(「本公司」)之董事(「董事」)會(「董事會」)欣然公佈本公司及其附屬公司(統稱「本集團」)截至二零二四年六月三十日止六個月(「本期間」)之未經審核中期簡明綜合財務報表，連同二零二三年同期之比較數字如下：

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

For the six months ended 30 June 2024

## 簡明綜合損益及其他全面收益表

截至二零二四年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		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)
	Notes 附註		
Turnover	營業額	4	28,778
Cost of sales	銷售成本		(25,242)
Gross Gain	毛利		3,536
Gain on disposal of a subsidiary	出售一間附屬公司之收益	15	–
Other gains, net	其他淨收益		110
Share of gain of an associate	應佔一間聯營公司收益		224
Recovery of the impaired loan receivables	收回已減值應收貸款		3,738
Net gain on financial assets at fair value through profit or loss	按公平值計入損益賬之財務資產之收益淨額		2,235
Distribution and selling expenses	分銷及銷售開支		(3,661)
Administrative and operating expenses	行政及經營開支		(8,736)
Finance costs	融資成本	5	(34,215)
Loss before taxation	除稅前虧損	6	(36,769)
Taxation	稅項	7	(37)
Loss for the period	本期間虧損		(36,806)
			(16,193)

Six months ended 30 June  
截至六月三十日止六個月

		Notes 附註	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)
Other comprehensive expense	其他全面開支			
– Items that will be subsequently to profit or loss:	– 將於其後至損益之項目：			
– exchange differences arising on translation	– 換算產生之匯兌差額		(24,352)	(23,479)
<b>Total comprehensive expense for the period</b>	<b>本期間全面開支總額</b>		<b>(61,158)</b>	<b>(39,672)</b>
Loss for the period attributable to:	以下應佔本期間虧損：			
Owners of the Company	本公司擁有人		(34,874)	(12,893)
Non-controlling interests	非控股權益		(1,932)	(3,300)
			(36,806)	(16,193)
<b>Total comprehensive expense for the period attributable to:</b>	<b>以下應佔本期間全面開支總額：</b>			
Owners of the Company	本公司擁有人		(52,638)	(23,229)
Non-controlling interests	非控股權益		(8,520)	(16,443)
			(61,158)	(39,672)
			RMB cents 人民幣分	RMB cents 人民幣分
Loss per share	每股虧損			
– Basic and diluted	– 基本及攤薄	8	(3.19)	(0.12)

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2024

## 簡明綜合財務狀況表

於二零二四年六月三十日

		Notes 附註	At 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元	At 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		4,118	4,489
Investment properties	投資物業		954	920
Right-of-use assets	使用權資產		6,775	6,688
Intangible assets	無形資產		3,449	3,449
Interest in an associate	於聯營公司之權益		7,332	7,108
			22,628	22,654
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		38,944	37,970
Trade and other receivables, deposits and prepayments	貿易及其他應收賬款、按金及預付款項	10	60,138	38,387
Financial assets at fair value through profit or loss	按公平值計入損益賬之財務資產		10	14,008
Bank balances and cash	銀行結餘及現金		4,556	13,918
			103,648	104,283
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付賬款	12	495,520	449,830
Contract liabilities	合約負債		5,580	6,810
Bond payables	應付債券		81,218	75,808
Taxation payables	應付稅項		2,867	4,120
Lease liabilities	租賃負債		182	177
Loans from other financial institutions	來自其他金融機構之貸款		185,242	178,618
Other borrowings	其他借貸		102,973	99,415
			873,582	814,778
<b>Net current liabilities</b>	<b>流動負債淨額</b>		(769,934)	(710,495)
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		(747,306)	(687,841)

		Notes 附註	At 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元	At 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		464	513
Other borrowings	其他借貸		1,550	1,550
Deferred tax liabilities	遞延稅項負債		2,541	799
			4,555	2,862
<b>Net liabilities</b>	<b>負債淨值</b>		(751,861)	(690,703)
<b>Capital and reserve</b>	<b>資本及儲備</b>			
Share capital	股本	13	9,567	956,689
Reserves	儲備		(452,365)	(1,346,849)
<b>Equity attributable to owners of the Company</b>	<b>本公司擁有人應佔權益</b>		(442,798)	(390,160)
Non-controlling interests	非控股權益		(309,063)	(300,543)
<b>Capital deficiency</b>	<b>資本虧絀</b>		(751,861)	(690,703)

The interim financial information on pages 25 to 50 was approved and authorised for issue by the Board of Directors on 30 August 2024 and are signed on its behalf by:

第25至50頁之中期財務資料已於二零二四年八月三十日獲董事會批准通過且授權刊發並由以下人士代表簽署：

**Li Yang**  
李陽  
Executive Director  
執行董事

**Tang Po Yi**  
鄧寶怡  
Executive Director  
執行董事

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2024

## 簡明綜合權益變動表

截至二零二四年六月三十日止六個月

		Attributable to equity shareholders of the Company 本公司股權持有人應佔											
		Share capital	Share premium	Special reserve	Other reserve	Convertible bond equity reserve	Share-base payments reserve	Translation reserve	Statutory surplus reserve fund	Accumulated losses	Total	Non-controlling interests	Capital deficiency
		股本	股份溢價	特別儲備	其他儲備	權益儲備	付款儲備	匯兌儲備	法定盈餘	累計虧損	總計	非控股權益	資本虧絀
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
				Note (i) 附註(i)					Note (ii) 附註(ii)				
At 1 January 2024 (audited)	於二零二四年一月一日(經審核)	956,689	1,163,325	82,374	73,876	-	2,035	(2,479)	25,557	(2,691,537)	(390,160)	(300,543)	(690,703)
Loss for the period	本期間虧損	-	-	-	-	-	-	-	-	(34,874)	(34,874)	(1,932)	(36,806)
Other comprehensive expense for the period	本期間其他全面開支	-	-	-	-	-	-	-	-	-	-	-	-
- Exchange differences arising on translation	- 換算產生之匯兌差額	-	-	-	-	-	-	(17,764)	-	-	(17,764)	(6,588)	(24,352)
Total comprehensive expense for the period	本期間全面開支總額	-	-	-	-	-	-	(17,764)	-	(34,874)	(52,638)	(8,520)	(61,158)
Capital reduction and share subdivision (notes)	股本削減及股份分拆(附註)	(947,122)	947,122	-	-	-	-	-	-	-	-	-	-
At 30 June 2024 (unaudited)	於二零二四年六月三十日(未經審核)	9,567	2,110,447	82,374	73,876	-	2,035	(20,243)	25,557	(2,726,411)	(442,798)	(309,063)	(751,861)

### Notes:

The Capital Reorganisation comprises the following:

- The Capital Reduction by way of a reduction of the issued share capital of the Company through a cancellation of the paid up capital to the extent of HK\$0.99 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share will be reduced from HK\$1.0 to HK\$0.01; and
- The Share Subdivision on the basis that each of the authorised but unissued Consolidated Shares of par value of HK\$1.0 each will be subdivided into one hundred (100) Adjusted Shares of par value of HK\$0.01 each.

Following the Capital Reorganisation becoming effective on 22 May 2024, the issued share capital of the Company would be reduced from HK\$1,092,566,800 divided into 10,925,668,000 Existing Shares of par value HK\$0.1 each to HK\$10,925,668 divided into 1,092,566,800 Adjusted Shares of par value HK\$0.01 each.

A credit amount of approximately HK\$1,081.6 million will arise as a result of the Capital Reduction. It is proposed that the credit arising from the Capital Reduction will be credited to the distributable reserve account of the Company.

Details of the Capital Reduction and Share Sub-division were disclosed in the announcements of the Company dated 28 September 2023, 3 October 2023, 9 November 2023, 19 December 2023, 19 March 2024, 10 April 2024 and 22 May 2024 and the circular of the Company dated 23 November 2023.

### 附註:

股本重組包括以下事項:

- 透過註銷本公司繳足股本(以每股當時已發行合併股份0.99港元為限)削減本公司已發行股本,致使每股已發行合併股份的面值由1.0港元削減至0.01港元的股本削減;及
- 將每股面值1.0港元的法定但未發行合併股份拆細為一百(100)股每股面值0.01港元的經調整股份的股份拆細。

股本重組於二零二四年五月二十二日生效後,本公司已發行股本將由1,092,566,800港元(分為10,925,668,000股每股面值0.1港元之現有股份)減至10,925,668港元(分為1,092,566,800股每股面值0.01港元之經調整股份)。

股本削減將產生進賬約1,081,600,000港元。建議因股本削減產生之進賬將計入本公司之可供分派儲備賬。

股本削減及股份拆細的詳情已於本公司日期為二零二三年九月二十八日、二零二三年十月三日、二零二三年十一月九日、二零二三年十二月十九日、二零二四年三月十九日、二零二四年四月十日及二零二四年五月二十二日的公佈及本公司日期為二零二三年十一月二十三日的通函中披露。

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

		Attributable to equity shareholders of the Company 本公司股權持有人應佔											
		Share capital	Share premium	Special reserve	Other reserve	Convertible bond equity reserve	Share-base payments reserve	Translation reserve	Statutory surplus reserve fund	Accumulated losses	Total	Non-controlling interests	Capital deficiency
		股本	股份溢價	特別儲備	其他儲備	可換股債券 權益儲備	以股份 為基礎 付款儲備	匯兌儲備	法定盈餘 儲備金	累計虧損	總計	非控股權益	資本虧絀
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
				Note (i) 附註(i)					Note (ii) 附註(ii)				
At 1 January 2023 (audited)	於二零二三年一月一日(經審核)	956,689	1,163,325	82,374	73,876	5,348	2,460	4,677	25,557	(2,564,927)	(250,621)	(269,605)	(520,226)
Loss for the period	本期間虧損	-	-	-	-	-	-	-	-	(12,893)	(12,893)	(3,300)	(16,193)
Other comprehensive expense for the period	本期間其他全面開支												
- Exchange differences arising on translation	- 換算產生之匯兌差額	-	-	-	-	-	-	(10,336)	-	-	(10,336)	(13,143)	(23,479)
Total comprehensive expense for the period	本期間全面開支總額	-	-	-	-	-	-	(10,336)	-	(12,893)	(23,229)	(16,443)	(39,672)
Lapse of share options	購股權失效	-	-	-	-	-	(461)	-	-	461	-	-	-
At 30 June 2023 (unaudited)	於二零二三年六月三十日(未經審核)	956,689	1,163,325	82,374	73,876	5,348	1,999	(5,659)	25,557	(2,577,359)	(273,850)	(286,048)	(559,898)

Notes:

- (i) The special reserve represents the differences between the nominal amount of the shares issued by the Company and the Group's former holding company and the aggregate amount of paid-up capital of the subsidiaries acquired pursuant to the group reorganisation in 2005 in preparation for the listing of the Company's shares, net of subsequent distribution to shareholders.
- (ii) As stipulated by the relevant laws and regulations for foreign investment enterprises in the People's Republic of China (the "PRC"), the Company's PRC subsidiaries are required to maintain a statutory surplus reserve fund which is non-distributable. Appropriation to such reserve is made out of net profit after taxation of the statutory financial statements of the PRC subsidiaries while the amounts and allocation basis are decided by their board of directors annually. The statutory surplus reserve fund can be used to make up prior year losses, if any, and can be applied in conversion into capital by means of a capitalisation issue.

附註:

- (i) 特別儲備乃指本公司及本集團前控股公司已發行股份之面值與根據籌備本公司股份上市於二零零五年進行之集團重組所收購之附屬公司之繳入資本總額之差額，當中扣除其後向股東作出之分派。
- (ii) 按有關中華人民共和國(「中國」)外資企業之相關法例及法規，本公司之中國附屬公司須存置不可分派之法定盈餘儲備金。有關儲備之撥款乃來自中國附屬公司法定財務報表之除稅後純利，而款額及分配基準乃由有關公司之董事會按年決定。法定盈餘儲備金可用於彌補過往年度之虧損(如有)及能以資本化發行之方式轉換為資本。

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2024

## 簡明綜合現金流量表

截至二零二四年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		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)
Net cash used in operating activities	經營業務所動用之現金淨額	(7,884)	(18,086)
Net cash (used in)/generated from investing activities	投資活動所(動用)/產生之現金淨額	–	(897)
Net cash generated from financing activities	融資活動所產生之現金淨額	1,016	23,895
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)/增加淨額	(6,868)	4,912
Cash and cash equivalents at 1 January	於一月一日之現金及現金等價物		
– general accounts and cash	– 一般賬戶及現金	13,918	3,554
Effect of foreign exchange rate changes	外幣匯率變動之影響	(2,494)	672
Cash and cash equivalents at 30 June	於六月三十日之現金及現金等價物	4,556	9,138
Analysis of the balance of cash and cash equivalents	現金及現金等價物之結餘分析		
Bank balances and cash – general accounts and cash	銀行結餘及現金—一般賬戶及現金	4,556	9,138



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2024

### 1. GENERAL

The Company was incorporated and registered as an exempted company with limited liability under the Companies Law of the Cayman Islands and acts as an investment holding company. Its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The unaudited interim condensed consolidated financial statements (the "Interim Financial Statements") are presented in Renminbi ("RMB").

### 2. BASIS OF PREPARATION

These Interim Financial Statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange.

## 簡明綜合財務報表附註

截至二零二四年六月三十日止六個月

### 1. 一般事項

本公司根據開曼群島公司法註冊成立及註冊為獲豁免有限責任公司，並作為投資控股公司。本公司之股份於香港聯合交易所有限公司（「聯交所」）主板上市。未經審核中期簡明綜合財務報表（「中期財務報表」）以人民幣（「人民幣」）呈列。

### 2. 編製基準

此等中期財務報表已根據香港會計師公會（「香港會計師公會」）頒佈之香港會計準則第34號「中期財務報告」以及聯交所證券上市規則之適用披露規定編製。

### 3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023, except for the adoption of new standards effective as of 1 January 2024.

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

The application of the new and revised standards during the reporting period has no material impact on the amounts reported in these condensed consolidated financial statements and/or disclosures set in these condensed consolidated financial statements.

### 3. 採納新訂及經修訂香港財務報告準則

編製簡明綜合財務報表時所採納的會計政策，與編製本集團截至二零二三年十二月三十一日止年度的年度綜合財務報表所依循者一致，惟採納截至二零二四年一月一日生效的新訂準則除外。

香港財務報告準則第16號的修訂	售後租回之租賃負債
香港會計準則第1號的修訂	負債分類為流動或非流動及香港詮釋第5號的相關修訂(二零二零年)
香港會計準則第1號的修訂	附帶契諾的非流動負債
香港會計準則第7號及香港財務報告準則第7號的修訂	供應商融資安排

於報告期間應用新訂及經修訂準則對於該等簡明綜合財務報表匯報的金額及／或於該等簡明綜合財務報表所載之披露並無重大影響。

## 4. REVENUE AND SEGMENT INFORMATION

The Group manages its businesses by divisions, which are organised by a mixture of both business lines (products and services) and geography. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following six reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Processing, printing and sales of finished fabrics and subcontracting services in the PRC;
- Trading of fabrics and clothing;
- Money lending;
- Securities investment;
- Media, cultural and entertainment; and
- Securities brokerage services and margin finance.

### (i) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following basis:

Segment assets include all non-current assets and current assets attributable to the activities of the individual segments. Segment liabilities include trade and other payables attributable to the activities of the individual segments, other borrowing and short-term loans managed directly by the segments.

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

Information regarding the Group's reportable segments as provided to the Group's senior executive management for the purposes of resource allocation and assessment of segment performance for the six months ended 30 June 2024 and 2023 are set out below.

## 4. 收入及分類資料

本集團按不同部門管理業務，而部門是同時以業務系列(產品和服務)和地理位置的方式組織。本集團呈列以下六個須報告分類，此與內部匯報資料予本集團最高執行管理層以作資源分配及表現評估的方式一致。並無合併營運分類以組成以下須報告分類。

- 於中國的成品布料加工、印花及銷售及分包服務；
- 布料及成衣貿易；
- 放債；
- 證券投資；
- 媒體、文化及娛樂；及
- 證券經紀服務及保證金融資。

### (i) 分類業績、資產及負債

就評估分類表現及在分類之間分配資源，本集團最高執行管理層按以下基準監察各須報告分類應佔之業績、資產及負債：

分類資產包括歸屬於各獨立分類之活動之所有非流動資產和流動資產。分類負債包括歸屬於各獨立分類之活動之貿易及其他應付賬款、其他借貸以及由分類直接管理之短期貸款。

收入及開支乃參考該等分類所帶來之銷售及產生之開支或因該等分類應佔之資產的折舊或攤銷所產生之開支而分配予須報告分類。

截至二零二四年及二零二三年六月三十日止六個月就資源分配及評估分類表現而向本集團最高執行管理層提供之本集團須報告分類之資料如下。

#### 4. REVENUE AND SEGMENT INFORMATION – CONTINUED

##### (i) Segment results, assets and liabilities – continued

#### 4. 收入及分類資料 – 續

##### (i) 分類業績、資產及負債 – 續

		Six months ended 30 June 2024 (unaudited) 截至二零二四年六月三十日止六個月(未經審核)							
		Processing, printing and sales of finished fabrics	Trading of fabrics and clothing	Money lending	Securities investment	Entertainment and media	Securities brokerage services and margin finance	Unallocated corporate office	Total
		成品布料加工、 印花及銷售 — PRC — 中國	布料及 成衣貿易 — Hong Kong — 香港	放債 — Hong Kong — 香港	證券投資 — Hong Kong — 香港	娛樂及媒體 — Hong Kong — 香港	證券經紀服務 及保證金融資 — Hong Kong — 香港	未分配公司 辦事處	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Reportable segment revenue and timing of revenue recognition	須報告分類收入及收入確認之時間								
Products and services transferred at a point in time	於某一時間點轉移產品及服務	2,326	11,611	-	-	-	-	-	13,937
Services transferred over time	經過一段時間轉移服務	9,502	-	-	-	5,339	-	-	14,841
Revenue from external customers	來自外界客戶之收入	11,828	11,611	-	-	5,339	-	-	28,778
Revenue from inter-segment	分類間收入	-	-	-	-	-	-	-	-
Reportable segment revenue	須報告分類收入	11,828	11,611	-	-	5,339	-	-	28,778
Reportable segment loss (adjusted EBITDA)	須報告分類虧損(經調整EBITDA)	(2,123)	(3,481)	-	-	(671)	-	(1,388)	(7,663)
Depreciation and amortisation	折舊和攤銷	(527)	(23)	-	-	(257)	-	(281)	(1,088)
Net realised gain on disposal of financial assets at fair value through profit or loss	出售按公平值計入損益賬之財務資產之已變現收益淨額	-	-	-	-	-	2,235	-	2,235
Finance costs	融資成本	(189)	-	-	-	(6)	-	(34,020)	(34,215)
Recovery of impaired loan receivables	收回已減值應收貸款	-	-	3,738	-	-	-	-	3,738
Share of gain of an associate	分佔一間聯營公司收益	-	-	-	-	-	224	-	224
Loss before taxation	除稅前虧損								(36,769)
		At 30 June 2024 (unaudited) 於二零二四年六月三十日(未經審核)							
Reportable segment assets	須報告分類資產	39,931	14,150	42	40	42,677	-	29,436	126,276
Reportable segment liabilities	須報告分類負債	36,947	12,398	1,976	-	96,176	-	730,640	878,137

#### 4. REVENUE AND SEGMENT INFORMATION – CONTINUED

##### (i) Segment results, assets and liabilities – continued

#### 4. 收入及分類資料 – 續

##### (i) 分類業績、資產及負債 – 續

Six months ended 30 June 2023 (unaudited)  
截至二零二三年六月三十日止六個月(未經審核)

		Processing, printing and sales of finished fabrics 成品布料加工、 印花及銷售	Trading of fabrics and clothing 成衣貿易 布料及 成衣貿易	Money lending 放債 — Hong Kong — 香港	Securities investment 證券投資 — Hong Kong — 香港	Entertainment and media 娛樂及媒體 — Hong Kong — 香港	Securities brokerage services and margin finance 證券經紀服務 及保證金融資 — Hong Kong — 香港	Unallocated corporate office 未分配公司 辦事處	Total
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Reportable segment revenue and timing of revenue recognition	須報告分類收入及收入確認之時間								
Products and services transferred at a point in time	於某一時間點轉移產品及服務	2,955	-	-	-	-	-	-	2,955
Services transferred over time	經過一段時間轉移服務	8,372	-	-	-	12,943	-	241	21,556
Revenue from external customers	來自外界客戶之收入	11,327	-	-	-	12,943	-	241	24,511
Revenue from inter-segment	分類間收入	-	-	-	-	-	-	-	-
Reportable segment revenue	須報告分類收入	11,327	-	-	-	12,943	-	241	24,511
Reportable segment loss (adjusted EBITDA)	須報告分類虧損(經調整EBITDA)	(2,933)	-	(11)	(3)	(10,664)	-	(5,922)	(19,533)
Depreciation and amortisation	折舊和攤銷	(527)	-	-	-	(505)	-	(2)	(1,034)
Net unrealised gain on financial assets at fair value through profit or loss	按公平值計入損益賬之財務資產之未變現收益淨額	-	-	-	-	-	-	11,299	11,299
Finance costs	融資成本	(331)	-	-	-	(9)	-	(30,197)	(30,537)
Share of gain of an associate	分佔一間聯營公司收益	-	-	-	-	-	1,886	-	1,886
Gain on disposal of a subsidiary	出售一間附屬公司之收益	-	-	-	-	-	-	21,751	21,751
Loss before taxation	除稅前虧損								(16,168)

At 30 June 2023 (unaudited)  
於二零二三年六月三十日(未經審核)

Reportable segment assets	須報告分類資產	58,341	109	42	20,353	86,716	-	16,982	182,543
Reportable segment liabilities	須報告分類負債	42,812	4,164	410	-	72,288	-	622,767	742,441

#### 4. REVENUE AND SEGMENT INFORMATION – CONTINUED

##### (ii) Geographical information

The following table sets out information about the geographical location of (i) the Group's revenue from external customers and (ii) the Group's non-financial non-current assets ("specified non-current assets"). The geographical location of revenue from customers is based on the location at which the services were provided or the goods delivered. The geographical location of the specified non-current assets is based on the physical location of the asset.

		Turnover 營業額		Specified Non-current assets 指定非流動資產	
		Six months ended 30 June 截至六月三十日止六個月		At 30 June 2024 於二零二四年 六月三十日	At 31 December 2023 於二零二三年 十二月三十一日
		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)	RMB'000 人民幣千元 (unaudited) (未經審核)	RMB'000 人民幣千元 (audited) (經審核)
The PRC	中國	23,439	11,327	1,066	780
Malaysia	馬來西亞	-	-	357	412
Hong Kong	香港	5,339	13,184	21,205	21,462
		28,778	24,511	22,628	22,654

##### Information about major customers

There are no customers who individually contribute over 10% of the total revenue of the Group.

##### 有關主要客戶之資料

並無個別客戶佔本集團總收入之10%以上。

#### 4. 收入及分類資料 – 續

##### (ii) 地區資料

下表載列有關(i)本集團來自外界客戶之收益；及(ii)本集團之非財務兼非流動資產(「指定非流動資產」)的地理位置之相關資料。來自客戶收益的地理位置是基於提供服務或交付貨品的位置而釐定。指定非流動資產的地理位置是基於資產實際所在位置而釐定。

#### 4. REVENUE AND SEGMENT INFORMATION – CONTINUED

##### (iii) Contract balances

The following table provides information about receivables and contract liabilities from contracts with customers.

#### 4. 收入及分類資料－續

##### (iii) 合約結餘

下表載列與客戶之合約中之應收賬款及合約負債資料。

		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)	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)
Receivables, which are included in "Trade and other receivables"	計入「貿易及其他應收賬款」之應收賬款		
– Sales of goods from finished fabrics and garment products	– 成品布料及服裝產品之商品銷售	341	397
– Subcontracting services income	– 分包服務收入	371	309
– Trading of fabrics and clothing	– 布料及成衣貿易	708	4,751
– Entertainment and media services income	– 娛樂及媒體服務收入	98	94
		1,518	5,551
Contract liabilities – which included in "Trade and other payables"	計入「貿易及其他應付賬款」之合約負債		
– Sales of goods from finished fabrics and garment products	– 成品布料及服裝產品之商品銷售	637	70
– Subcontracting services income	– 分包服務收入	1,785	2,738
– Trading of fabrics and clothing	– 布料及成衣貿易	532	490
– Entertainment and media services income	– 娛樂及媒體服務收入	2,626	3,512
		5,580	6,810

## 4. REVENUE AND SEGMENT INFORMATION – CONTINUED

### (iii) Contract balances – continued

The contract liabilities comprised the customers deposits and receipt in advance.

The Group applies the practical expedient in paragraph 21 of HKFRS 15 and does not disclose information about remaining performance obligations that have original expected durations of one year or less.

## 5. FINANCE COSTS

## 4. 收入及分類資料 – 續

### (iii) 合約結餘 – 續

合約負債包括客戶按金及預收款項。

本集團採用香港財務報告準則第15號中第21段所述之可行權宜方法，而並無披露有關該等原定預期年期為一年或以內之餘下履約責任之資料。

## 5. 融資成本

Six months ended 30 June  
截至六月三十日止六個月

		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)
Interest on bank loans	銀行貸款之利息	–	331
Interest on other unsecured loans	其他無抵押貸款之利息	31,450	23,482
Interest on bond payables	應付債券之利息	2,570	2,446
Interest on lease liabilities	租賃負債之利息	12	9
Interest on convertible bonds	可換股債券之利息	–	3,748
Other finance costs	其他融資成本	183	521
		34,215	30,537



## 6. LOSS BEFORE TAXATION

## 6. 除稅前虧損

		Six months ended 30 June 截至六月三十日止六個月	
		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)
Loss before taxation was arrived at after charging/(crediting):	除稅前虧損已扣除／(計入)下列各項：		
Cost of inventories recognised as expenses	支銷之存貨成本	15,214	13,845
Depreciation of:	以下各項之折舊：		
– Property, plant and equipment	– 物業、廠房及設備	831	527
– Right-of-use assets	– 使用權資產	257	507
Net gain on financial assets at fair value through profit or loss	按公平值計入損益賬之財務資產之收益淨額		
(a) securities investment	(a) 證券投資		
– Realised gain on disposal	– 出售之已變現收益	(2,235)	–
– Fair value gain	– 公平值收益	–	(11,299)
Recovery of the impaired loan receivables	收回已減值應收貸款	(3,738)	–

## 7. TAXATION

The PRC Enterprise Income Tax is calculated at the rate of 25% prevailing in the PRC jurisdiction for the period ended 30 June 2024 (2023: 25%). Provision for Hong Kong Profits Tax has been provided at the rate of 8.25% or 16.5% (2023: 8.25% or 16.5%) on the estimated assessable profits arising in Hong Kong during the period.

No provision for Hong Kong Profits Tax and the PRC Enterprise Income Tax has been made in the Interim Financial Statements as the Group's operations in Hong Kong and PRC had no assessable profit for the Period.

## 7. 稅項

截至二零二四年六月三十日止期間中國企業所得稅以中國司法權區之當期稅率25%計算(二零二三年：25%)。期內已就於香港產生之估計應課稅溢利按稅率8.25%或16.5%(二零二三年：8.25%或16.5%)計提香港利得稅撥備。

由於本集團之香港及中國業務於本期間並無應課稅溢利，故並無於中期財務報表就香港利得稅及中國企業所得稅作出任何撥備。

## 8. LOSS PER SHARE

The calculation of basic loss per share for the current period and prior period are based on the loss for the period attributable to the owners of the Company, and the weighted average number of ordinary shares in issue during the period are set forth below.

For the period ended 30 June 2024 and 2023, as the Company's outstanding convertible bonds had an anti-dilutive effect to the basic loss per share calculation, the conversion of the above potential dilutive shares is not assumed in the computation of diluted loss per share. Therefore, the basic and diluted loss per share for the period ended 30 June 2024 and 2023 are equal.

The calculations of basic and diluted loss per share attributable to owners of the Company are based on the following data:

		2024 二零二四年 RMB'000 人民幣千元	2023 二零二三年 RMB'000 人民幣千元
<b>Loss</b>	<b>虧損</b>		
Loss for the period attributable to owners of the Company used in the basic and diluted loss per share calculation	用於計算每股基本及攤薄虧損之本公司擁有人應佔期內虧損	(34,874)	(12,893)
		2024 二零二四年 '000 千股	2023 二零二三年 '000 千股
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares in issue during the period used in the basic and diluted loss per share calculation	用於計算每股基本及攤薄虧損之期內已發行普通股加權平均數	1,092,567	10,925,668

## 8. 每股虧損

本期間及上一期間的每股基本虧損乃根據本公司擁有人應佔期內虧損計算，而期內已發行普通股加權平均數載列如下。

截至二零二四年及二零二三年六月三十日止期間，由於本公司的未行使可換股債券對計算每股基本虧損具有反攤薄效應，故計算每股攤薄虧損時並無假設兌換上述具潛在攤薄影響的股份。因此，截至二零二四年及二零二三年六月三十日止期間之每股基本及攤薄虧損相等。

本公司擁有人應佔每股基本及攤薄虧損之計算乃基於以下數據：

		2024 二零二四年 '000 千股	2023 二零二三年 '000 千股
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares in issue during the period used in the basic and diluted loss per share calculation	用於計算每股基本及攤薄虧損之期內已發行普通股加權平均數	1,092,567	10,925,668

## 9. DIVIDEND

The Board does not recommend the payment of an interim dividend for the Period (2023: Nil).

## 9. 股息

董事會建議本期間不派發中期股息(二零二三年：無)。

## 10. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

## 10. 貿易及其他應收賬款、按金及預付款項

		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)	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)
Trade receivables (Note i)	貿易應收賬款(附註i)	5,449	9,470
Less: Allowances for bad and doubtful debts	減：呆壞賬撥備	(3,931)	(3,919)
		1,518	5,551
Deposits paid to suppliers	已付供應商之按金	5,419	7,970
Less: Allowances for impairment	減：減值撥備	(2,997)	(2,997)
		2,422	4,973
Other deposits, receivables and prepayments	其他按金、應收賬款及預付款項		
– Value-added tax recoverable	– 可收回之增值稅	3	55
– Other receivables and prepayments	– 其他應收賬款及預付款項	55,911	26,509
– Other deposits	– 其他按金	284	764
– Amounts due from related companies (Note ii)	– 應收關連公司款項(附註ii)	–	535
		56,198	27,863
		60,138	38,387

## 10. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS – CONTINUED

Notes:

### (i) Trade receivables from other segments

The Group does not provide credit period to its customers. The ageing analysis of the trade receivables from other segments, net of impairment as at the reporting date, based on invoice date and due date, is as follows:

		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)	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)
0 to 90 day(s)	0至90日	645	5,179
91 to 180 days	91至180日	450	247
181 to 270 days	181至270日	228	106
271 to 365 days	271至365日	–	–
Over 365 days	超過365日	195	19
		1,518	5,551

(ii) The amounts due are unsecured, interest-free and repayable on demand.

## 10. 貿易及其他應收賬款、按金及預付款項 – 續

附註：

### (i) 其他分類之貿易應收賬款

本集團不會向其客戶提供信貸期。於報告日期，其他分類之貿易應收賬款(扣除減值)按發票日期及到期日之賬齡分析如下：

		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)	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)
0 to 90 day(s)	0至90日	645	5,179
91 to 180 days	91至180日	450	247
181 to 270 days	181至270日	228	106
271 to 365 days	271至365日	–	–
Over 365 days	超過365日	195	19
		1,518	5,551

(ii) 應收款項為無抵押、免息及須應要求償還。

## 11. LOAN RECEIVABLES

The credit quality analysis of the loan receivables is as follows:

		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)	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)
Unsecured loans	無抵押貸款		
– principal	– 本金	22,429	21,628
– interest	– 利息	1,198	1,154
Less: Impairment loss recognised	減：已確認減值虧損	(23,627)	(22,782)
		–	–

The Group's loan receivables, which arise from the money lending business in Hong Kong, were denominated in Hong Kong dollars. The net carrying value of the loan principal in original currency as at 30 June 2024 amounted to approximately HK\$nil (31 December 2023: HK\$nil).

Aging analysis of loan receivables (after impairment allowances) prepared based on loan commencement or renewal date set out in the relevant contracts is as follows:

		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)	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)
Neither past due nor credit-impaired	既無逾期亦無信貸減值	–	–
Past due and credit impaired	逾期及信貸減值		
– 0-90 days past due	– 逾期0至90日	–	–
– 90-180 days past due	– 逾期90至180日	–	–
– 181-365 days past due	– 逾期181至365日	–	–
– more than 365 days past due	– 逾期超過365日	23,627	22,782
		23,627	22,782
Less: Allowance for ECLs	減：預期信貸虧損撥備	(23,627)	(22,782)
		–	–

## 11. 應收貸款

應收貸款的信貸質素分析如下：

		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)	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)
Unsecured loans	無抵押貸款		
– principal	– 本金	22,429	21,628
– interest	– 利息	1,198	1,154
Less: Impairment loss recognised	減：已確認減值虧損	(23,627)	(22,782)
		–	–

本集團之應收貸款(因於香港的放債業務而產生)乃以港元計值。於二零二四年六月三十日之貸款本金(按原來之貨幣)之賬面淨值約為零港元(二零二三年十二月三十一日：零港元)。

相關合約所載基於貸款開始日期或重續日期編製之應收貸款(減值撥備後)之賬齡分析如下：

		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)	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)
Neither past due nor credit-impaired	既無逾期亦無信貸減值	–	–
Past due and credit impaired	逾期及信貸減值		
– 0-90 days past due	– 逾期0至90日	–	–
– 90-180 days past due	– 逾期90至180日	–	–
– 181-365 days past due	– 逾期181至365日	–	–
– more than 365 days past due	– 逾期超過365日	23,627	22,782
		23,627	22,782
Less: Allowance for ECLs	減：預期信貸虧損撥備	(23,627)	(22,782)
		–	–

## 12. TRADE AND OTHER PAYABLES

## 12. 貿易及其他應付賬款

		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)	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)
Trade payables (Note (i))	貿易應付賬款(附註(i))	13,111	23,454
Other payables and accruals (Note (ii))	其他應付賬款及應計費用(附註(ii))	396,540	341,681
Other payables on film rights and licence fees	影片權利及授權費之其他應付賬款	136	136
Other payables on convertible bonds interest	可換股債券利息之其他應付賬款	14,956	14,872
Amounts due to directors (Note (iii))	應付董事款項(附註(iii))	62,277	60,790
Amount due to a shareholder of the Company	應付本公司股東款項	-	397
Amounts due to a related party (Note (iii))	應付一名關連方款項(附註(iii))	8,500	8,500
		495,520	449,830

### Notes:

- (i) The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

### 附註：

- (i) 於報告期間結束時，貿易應付賬款根據發票日期呈列之賬齡分析如下：

		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)	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)
0 to 90 day(s)	0至90日	717	2,278
91 to 180 days	91至180日	113	10,075
181 to 270 days	181至270日	192	11
271 to 365 days	271至365日	56	428
Over 365 days	超過365日	12,033	10,662
		13,111	23,454

- (ii) Other payables mainly represents (i) amounts due to certain independent third parties; (ii) interest payables and (iii) accrued staff costs and director's remuneration.

- (ii) 其他應付賬款主要指(i)應付若干獨立第三方款項；(ii)應付利息；及(iii)應計員工成本及董事薪酬。

- (iii) The amounts due are unsecured, interest-free and repayable on demand.

- (iii) 應付款項為無抵押、免息及須應要求償還。

## 13. SHARE CAPITAL

## 13. 股本

		Number of share 股份數目 '000 千股	Authorised Amount 法定款額 HK\$'000 千港元
Ordinary shares of HK\$0.01 (2023: HK\$1) each	每股面值0.01港元 (二零二三年：1港元)之普通股		
As at 31 December 2023 (audited)	於二零二三年十二月三十一日(經審核)	2,000,000	2,000,000
Capital reduction and share subdivision	股本削減及股份分拆	198,000,000	–
At 30 June 2024	於二零二四年六月三十日	200,000,000	2,000,000

		Issued and fully paid 已發行及繳足		
		Number of shares 股份數目 '000 千股	Amount 款額 RMB'000 人民幣千元	Amount 款額 HK\$000 千港元
At 31 December 2023 (audited)	於二零二三年十二月三十一日(經審核)	1,092,567	956,689	1,092,566
Capital reduction and share subdivision (Note)	股本削減及股份分拆(附註)	–	(947,122)	(1,081,640)
At 30 June 2024 (unaudited)	於二零二四年六月三十日(未經審核)	1,092,567	9,567	10,926

Note: The Capital Reorganisation comprises the following:

附註：股本重組包括以下事項：

- |  |  |
|--|--|
| <p>(i) The Capital Reduction by way of a reduction of the issued share capital of the Company through a cancellation of the paid up capital to the extent of HK\$0.99 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share will be reduced from HK\$1.0 to HK\$0.01; and</p> | <p>(i) 透過註銷本公司繳足股本(以每股當時已發行合併股份0.99港元為限)削減本公司的已發行股本，致使每股已發行合併股份的面值由1.0港元削減至0.01港元的股本削減；及</p> |
| <p>(ii) The Share Subdivision on the basis that each of the authorised but unissued Consolidated Shares of par value of HK\$1.0 each will be subdivided into one hundred (100) Adjusted Shares of par value of HK\$0.01 each.</p>  | <p>(ii) 將每股面值1.0港元的法定但未發行合併股份拆細為一百(100)股每股面值0.01港元的經調整股份的股份拆細。</p>                           |

## 13. SHARE CAPITAL – CONTINUED

Note: – Continued

Following the Capital Reorganisation becoming effective on 22 May 2024, the issued share capital of the Company would be reduced from HK\$1,092,566,800 divided into 10,925,668,000 Existing Shares of par value HK\$0.1 each to HK\$10,925,668 divided into 1,092,566,800 Adjusted Shares of par value HK\$0.01 each.

A credit amount of approximately HK\$1,081.6 million will arise as a result of the Capital Reduction. It is proposed that the credit arising from the Capital Reduction will be credited to the distributable reserve account of the Company.

Details of the Capital Reduction and Share Sub-division were disclosed in the announcements of the Company dated 28 September 2023, 3 October 2023, 9 November 2023, 19 December 2023, 19 March 2024, 10 April 2024 and 22 May 2024 and the circular of the Company dated 23 November 2023.

## 14. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

The following table presents the carrying value of the Group's financial instruments measured at fair value across the three levels of the fair value hierarchy defined in Hong Kong Financial Reporting Standard 13 "Fair Value Measurement" with fair value of each financial instrument categorised in its entirety based on the lowest level of input that is significant to that fair value measurement. The fair value hierarchy has the following levels:

- Level 1: fair values measured quoted prices (unadjusted) in active markets for identical financial instruments;
- Level 2: fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available; and
- Level 3: fair value measured using significant unobservable inputs.

## 13. 股本－續

附註：－續

股本重組於二零二四年五月二十二日生效後，本公司已發行股本將由1,092,566,800港元(分為10,925,668,000股每股面值0.1港元之現有股份)減至10,925,668港元(分為1,092,566,800股每股面值0.01港元之經調整股份)。

股本削減將產生進賬約1,081,600,000港元。建議因股本削減產生之進賬將計入本公司之可供分派儲備賬。

股本削減及股份拆細的詳情已於本公司日期為二零二三年九月二十八日、二零二三年十月三日、二零二三年十一月九日、二零二三年十二月十九日、二零二四年三月十九日、二零二四年四月十日及二零二四年五月二十二日的公佈及本公司日期為二零二三年十一月二十三日的通函中披露。

## 14. 財務工具之公平值計量

下表呈列根據香港財務報告準則第13號「公平值計量」所界定之三個層級公平值等級架構以公平值計量之本集團財務工具之賬面值，各財務工具之公平值以對公平值計量而言關係重大之最低層級輸入數據為依據進行整體分類。公平值等級架構分為以下層級：

- 層級1：相同財務工具之公平值按活躍市場報價(不予調整)計量；
- 層級2：使用層級2輸入數據(即不符合層級1之可觀察輸入數據)而不使用重大不可觀察輸入數據計量之公平值。不可觀察輸入數據指並無市場資料之輸入數據；及
- 層級3：使用重大不可觀察輸入數據計量之公平值。



## 14. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS – CONTINUED

The financial assets measured at fair value in the Interim Financial Statements grouped into the fair value hierarchy as follows:

		Level 1 層級1 RMB'000 人民幣千元	Level 2 層級2 RMB'000 人民幣千元	Level 3 層級3 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 30 June 2024	於二零二四年六月三十日				
Financial assets at FVTPL	按公平值計入損益賬之 財務資產				
– Equity securities listed in overseas, at fair value	– 海外上市股本證券 (按公平值計)	10	–	–	10

		Level 1 層級1 RMB'000 人民幣千元	Level 2 層級2 RMB'000 人民幣千元	Level 3 層級3 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 31 December 2023	於二零二三年 十二月三十一日				
Financial assets at FVTPL	按公平值計入損益賬之 財務資產				
– Equity securities listed in overseas, at fair value	– 海外上市股本證券 (按公平值計)	14,008	–	–	14,008

There were no transfers between the three Levels during the period and prior period.

## 14. 財務工具之公平值計量 – 續

於中期財務報表內按公平值計量之財務資產按以下方式分類至公平值等級架構：

		Level 1 層級1 RMB'000 人民幣千元	Level 2 層級2 RMB'000 人民幣千元	Level 3 層級3 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 30 June 2024	於二零二四年六月三十日				
Financial assets at FVTPL	按公平值計入損益賬之 財務資產				
– Equity securities listed in overseas, at fair value	– 海外上市股本證券 (按公平值計)	10	–	–	10

		Level 1 層級1 RMB'000 人民幣千元	Level 2 層級2 RMB'000 人民幣千元	Level 3 層級3 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 31 December 2023	於二零二三年 十二月三十一日				
Financial assets at FVTPL	按公平值計入損益賬之 財務資產				
– Equity securities listed in overseas, at fair value	– 海外上市股本證券 (按公平值計)	14,008	–	–	14,008

於期內及過往期間，不存在三個層級之間的轉換。

## 15. DISPOSAL OF A SUBSIDIARY

In April 2023, the Group disposed of the entire equity interest in a PRC company for a consideration of HK\$100,000. The PRC Company was engaged in the general trading, which was not in alignment with our core business activities.

The gain on Disposal was arrived at as follows:

		RMB'000 人民幣千元
Net liabilities	負債淨值	(21,658)
Gain on the disposal	出售之收益	21,751
Total consideration	總代價	93

## 15. 出售一間附屬公司

於二零二三年四月，本集團出售一間中國公司全部股權，代價為100,000港元。中國公司從事一般貿易，並不符合我們的核心業務活動。

出售事項之收益乃經計算以下各項而達致：

## 16. SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

### i) Proposed right issues

On 23 August 2024, the Company proposed to implement the Rights Issue on the basis of one (1) Rights Share for every two (2) existing Shares held on the Record Date at the Subscription Price of HK\$0.1 per Rights Share, to raise up to (i) approximately HK\$65.55 million by issuing up to 655,539,400 Rights Shares (assuming no exercise of any Share Options and no change in the number of Shares in issue on or before the Record Date); and (ii) approximately HK\$71.09 million by issuing up to 710,939,400 Rights Shares (assuming all Share Options having been exercised and no other change in the number of Shares in issue on or before the Record Date), to the Qualifying Shareholders. The Rights Issue is not underwritten and will not be extended to the Non-Qualifying Shareholder(s). For details, please refer to the announcements of the Company dated 2 August 2024, 21 August 2024 and 23 August 2024.

## 16. 報告期後重大事項

### i) 建議供股

於二零二四年八月二十三日，本公司建議按於記錄日期每持有兩(2)股現有股份獲發一(1)股供股股份之基準，以認購價每股供股股份0.1港元實行供股，(i)透過向合資格股東發行最多655,539,400股供股股份(假設並無任何購股權獲行使及已發行股份數目於記錄日期或之前並無變動)以籌集最多約65,550,000港元；及(ii)透過向合資格股東發行最多710,939,400股供股股份(假設所有購股權已獲行使及已發行股份數目於記錄日期或之前並無其他變動)以籌集最多約71,090,000港元。供股不獲包銷，且將不會呈予不合資格股東。詳情請參閱本公司日期為二零二四年八月二日、二零二四年八月二十一日及二零二四年八月二十三日的公佈。

## 16. SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD – CONTINUED

### ii) Termination of subscription of convertible bonds under specific mandate

On 2 August 2024, the Subscriber and the Company entered into the termination agreement pursuant to which the Subscription Agreement was terminated with immediate effect and the parties thereto shall have no further obligations and liabilities towards each other under the Subscription Agreement and neither party shall have any claim against the other in connection with the Subscription Agreement. For details, please refer to the announcements of the Company dated 2 August 2024.

### iii) Placing of new shares under general mandate

On 19 July 2024, a total of 218,512,000 Placing Shares have been successfully placed by the Placing Agent to not fewer than six (6) Placees at the Placing Price of HK\$0.16 per Placing Share pursuant to the Placing Agreement. The net proceeds from the Placing received by the Company, after deducting all related costs, fees, expenses and commission, are approximately HK\$34.1 million, representing a net issue price of approximately HK\$0.156 per Placing Share.

The Group used the net proceeds in the following manner: (1) approximately 58.7% (approximately HK\$20.0 million) for repayment of debts; and (2) approximately 41.3% (approximately HK\$14.1 million) for the general working capital of the Group.

For details, please refer to the announcements of the Company dated 7 June 2024, 26 June 2024 and 19 July 2024.

## 16. 報告期後重大事項 – 續

### ii) 終止根據特別授權認購可換股債券

於二零二四年八月二日，認購人與本公司訂立終止協議，據此，認購協議即時終止，其中訂約方毋須根據認購協議向彼此承擔進一步義務及責任，而概無訂約方可就認購協議向另一方提出任何索償。詳情請參閱本公司日期為二零二四年八月二日的公佈。

### iii) 根據一般授權配售新股份

於二零二四年七月十九日，共218,512,000股配售股份已由配售代理根據配售協議成功配售予不少於六(6)名承配人，配售價為每股配售股份0.16港元。經扣除所有相關成本、費用、開支及佣金後，本公司從配售事項收取之所得款項淨額約為34,100,000港元，即每股配售股份之發行價淨額約為0.156港元。

本集團以下列方式使用所得款項淨額：(1) 約58.7% (約20,000,000港元) 用作償還債務；及(2) 約41.3% (約14,100,000港元) 用作本集團之一般營運資金。

詳情請參閱本公司日期為二零二四年六月七日、二零二四年六月二十六日及二零二四年七月十九日的公佈。

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Executive Directors:

Mr. Liu Minbin  
Ms. Tang Po Yi  
Mr. Leong Wei Ping 梁瑋珮先生\*  
Ms. Zha Mengling  
Mr. Li Yang

#### Independent Non-Executive Directors:

Ms. Han Xingxing  
Mr. Li Yu  
Mr. Lau Jing Yeung William

### AUDIT COMMITTEE

Mr. Lau Jing Yeung William (*chairman of committee*)  
Ms. Han Xingxing  
Mr. Li Yu

### REMUNERATION COMMITTEE

Mr. Li Yu (*chairman of committee*)  
Ms. Han Xingxing  
Mr. Lau Jing Yeung William

### NOMINATION COMMITTEE

Ms. Han Xingxing (*chairperson of committee*)  
Mr. Li Yu  
Mr. Lau Jing Yeung William

### AUTHORISED REPRESENTATIVES

Ms. Tang Po Yi  
Mr. Ho Yuk Ming Hugo

### COMPANY SECRETARY

Mr. Ho Yuk Ming Hugo

## 公司資料

### 董事會

#### 執行董事：

劉敏斌先生  
鄧寶怡女士  
Mr. Leong Wei Ping 梁瑋珮先生\*  
查夢玲女士  
李陽先生

#### 獨立非執行董事：

韓星星女士  
李玉先生  
劉正揚先生

### 審核委員會

劉正揚先生(*委員會主席*)  
韓星星女士  
李玉先生

### 薪酬委員會

李玉先生(*委員會主席*)  
韓星星女士  
劉正揚先生

### 提名委員會

韓星星女士(*委員會主席*)  
李玉先生  
劉正揚先生

### 授權代表

鄧寶怡女士  
何育明先生

### 公司秘書

何育明先生

\* For identification only

\* 僅供識別

## AUDITOR

KTC Partners CPA Limited

## REGISTERED OFFICE

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Cayman Islands

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## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

Conyers Trust Company (Cayman) Limited  
Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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Hong Kong

## STOCK CODE

707

## DESIGNATED WEBSITE FOR CORPORATE COMMUNICATIONS

[www.atvgroup.com.hk/](http://www.atvgroup.com.hk/)

## 核數師

和信會計師事務所有限公司

## 註冊辦事處

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## 香港總辦事處及主要營業地點

香港九龍  
尖沙咀東  
科學館道14號  
新文華中心  
A座5樓515室

## 開曼群島主要股份過戶及登記處

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P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

## 香港股份過戶及登記分處

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

## 股份代號

707

## 公司通訊之指定網站

[www.atvgroup.com.hk/](http://www.atvgroup.com.hk/)

