

# PRIME INTELLIGENCE SOLUTIONS GROUP LIMITED 匯安智能科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 8379

# 2019

Interim Report  
中期報告



## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.**

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This report, for which the directors (the “**Directors**”) of Prime Intelligence Solutions Group Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

### 香港聯合交易所有限公司(「聯交所」) GEM 的特色

**GEM 的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資者應瞭解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。**

**由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時亦無法保證在GEM買賣的證券會有高流通量的市場。**

香港交易及結算所有限公司及香港聯合交易所有限公司對本報告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。

本報告載有根據聯交所GEM證券上市規則(「**GEM上市規則**」)規定而提供有關匯安智能科技集團有限公司(「**本公司**」)的資料，本公司的董事(「**董事**」)願就本報告共同及個別承擔全部責任。董事作出一切合理查詢後，確認就彼等所深知及確信，本報告所載資料在所有重大方面均屬準確完整，並無誤導或欺詐成分；且本報告並無遺漏任何其他事宜，致使其所載任何陳述或本報告產生誤導。

# Corporate Information

## 公司資料

### REGISTERED OFFICE

P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

### HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit A, 6/F, TLP132  
Nos. 132-134 Tai Lin Pai Road  
Kwai Chung, New Territories  
Hong Kong

### EXECUTIVE DIRECTORS

Mr. Yuen Kwok Wai, Tony (*Chairman and Chief Executive Officer*)  
Ms. Yuen Mei Ling, Pauline  
Ms. Sun Ngai Chu, Danielle

### NON-EXECUTIVE DIRECTOR

Mr. Yam Chiu Fan, Joseph

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Hui Man Ho, Ivan  
Mr. Chung Billy  
Mr. Mui Pak Kuen

### AUTHORISED REPRESENTATIVES

Mr. Yuen Kwok Wai, Tony  
Mr. Chou Chiu Ho

### COMPANY SECRETARY

Mr. Chou Chiu Ho (HKICPA, ACCA)

### COMPLIANCE OFFICER

Ms. Yuen Mei Ling, Pauline

### AUDIT COMMITTEE

Mr. Chung Billy (*Chairman*)  
Mr. Hui Man Ho, Ivan  
Mr. Mui Pak Kuen

### 註冊辦事處

P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

### 香港總辦事處及主要營業地點

香港  
新界葵涌  
大連排道 132-134 號  
TLP132 六樓 A 室

### 執行董事

阮國偉先生 (*主席兼行政總裁*)  
阮美玲女士  
孫毅珠女士

### 非執行董事

任超凡先生

### 獨立非執行董事

許文浩先生  
鍾定縉先生  
梅栢權先生

### 授權代表

阮國偉先生  
周昭何先生

### 公司秘書

周昭何先生 (HKICPA, ACCA)

### 合規主任

阮美玲女士

### 審核委員會

鍾定縉先生 (*主席*)  
許文浩先生  
梅栢權先生

# Corporate Information

## 公司資料

### NOMINATION COMMITTEE

Mr. Hui Man Ho, Ivan (*Chairman*)  
Mr. Chung Billy  
Mr. Mui Pak Kuen

### REMUNERATION COMMITTEE

Mr. Mui Pak Kuen (*Chairman*)  
Mr. Chung Billy  
Mr. Hui Man Ho, Ivan  
Ms. Yuen Mei Ling, Pauline

### LEGAL ADVISER

As to Hong Kong law  
Hastings & Co.

### COMPLIANCE ADVISER

Ample Capital Limited

### AUDITOR

World Link CPA Limited  
5/F., Fast East Consortium Building,  
121 Des Voeux Road Central,  
Hong Kong

### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Estera Trust (Cayman) Ltd.  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

### PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited  
DBS Bank (Hong Kong) Limited

### WEBSITE

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

### STOCK CODE

8379

### 提名委員會

許文浩先生 (*主席*)  
鍾定縉先生  
梅栢權先生

### 薪酬委員會

梅栢權先生 (*主席*)  
鍾定縉先生  
許文浩先生  
阮美玲女士

### 法律顧問

有關香港法律  
希仕廷律師行

### 合規顧問

豐盛融資有限公司

### 核數師

華普天健(香港)會計師事務所有限公司  
香港  
德輔道中 121 號  
遠東發展大廈 5 樓

### 開曼群島主要股份過戶登記處

Estera Trust (Cayman) Ltd.  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東 183 號  
合和中心 54 樓

### 主要往來銀行

香港上海滙豐銀行有限公司  
星展銀行(香港)有限公司

### 網址

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

### 股份代號

8379

# Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 未經審核簡明綜合損益及其他全面收益表

The Board of Directors (the “Board”) of Prime Intelligence Solutions Group Limited (the “Company”) is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 September 2019 together with the unaudited and audited comparative figures for the corresponding periods in 2018 as follows:

匯安智能科技集團有限公司(「本公司」)董事會(「董事會」)欣然提呈以下本公司及其附屬公司(統稱「本集團」)截至2019年9月30日止六個月的未經審核簡明綜合業績，連同2018年同期未經審核及經審核比較數字：

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Revenue	收益	4	11,233	14,019	25,429
Cost of sales	銷售成本		(6,989)	(7,625)	(12,685)
<b>Gross profit</b>	<b>毛利</b>		<b>4,244</b>	6,394	<b>11,665</b>
Other income	其他收入	5	250	243	463
Selling and distribution costs	銷售及分銷成本		(1,190)	(1,380)	(2,375)
Administrative expenses	行政開支		(6,843)	(5,421)	(12,205)
<b>Profit/(Loss) from operation</b>	<b>來自經營之溢利/(虧損)</b>		<b>(3,539)</b>	(164)	<b>(2,452)</b>
Finance costs	財務成本		(56)	(4)	(119)
<b>Profit/(Loss) before tax</b>	<b>除稅前溢利/(虧損)</b>		<b>(3,595)</b>	(168)	<b>(2,571)</b>
Income tax expense	所得稅開支	6	(84)	(41)	(299)
<b>Loss for the period</b>	<b>期內虧損</b>	7	<b>(3,679)</b>	(209)	<b>(3,041)</b>
<b>Other comprehensive income for the period net of tax:</b>	<b>期內其他全面收益，扣除稅項：</b>				
<i>Item that may be reclassified to profit or loss:</i>	<i>可能重新分類至損益之項目：</i>				
Exchange differences on translating foreign operations	換算海外業務時之匯兌差額		9	-	(25)
<b>Total comprehensive income for the period attributable to the owners of the Company</b>	<b>本公司擁有人應佔期內全面收益總額</b>		<b>(3,670)</b>	(209)	<b>(3,066)</b>
Loss per share (cents)	每股虧損(仙)				
— Basic	— 基本	9	(0.46)	(0.03)	(0.38)
— Diluted	— 攤薄	9	(0.46)	(0.03)	(0.38)

# Unaudited Condensed Consolidated Statement of Financial Position

## 未經審核簡明綜合財務狀況表

		Notes 附註	30 September 2019 2019年9月30日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2019 2019年3月31日 HK\$'000 千港元 (audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		1,418	1,816
Intangible assets	無形資產		95	119
Right of use assets	使用權資產		4,210	-
			<b>5,723</b>	1,935
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		22,113	21,393
Trade receivables	貿易應收款項	10	7,251	9,691
Other receivables, prepayments and deposits	其他應收款項、預付款項及按金		2,640	2,706
Tax recoverable	可收回稅項		2,948	2,531
Cash and bank balances	現金及銀行結餘		68,091	70,334
			<b>103,043</b>	106,655
<b>Current liabilities</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	11	832	2,922
Other payables, deposits received and accrued expenses	其他應付款項、已收按金及應計費用		4,795	5,538
Contract liabilities	合約負債		6,605	5,066
Lease liabilities	租賃負債		4,341	-
Current tax liabilities	即期稅項負債		470	67
			<b>17,043</b>	13,593
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>86,000</b>	93,062
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>91,723</b>	94,997
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Contract liabilities	合約負債		-	102
<b>NET ASSETS</b>	<b>資產淨值</b>		<b>91,723</b>	94,895
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	12	8,000	8,000
Reserves	儲備		83,723	86,895
<b>TOTAL EQUITY</b>	<b>總權益</b>		<b>91,723</b>	94,895

# Unaudited Condensed Consolidated Statement of Changes in Equity

## 未經審核簡明綜合權益變動表

		Share capital	Share premium	Merger reserve	Legal reserve	Foreign currency translation reserve	Retained profits	Total reserve	Total equity
		股本	股份溢價	合併儲備	法定儲備	外幣換算儲備	保留溢利	總儲備	總權益
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
<b>Balance at 1 April 2018 (audited)</b>	於2018年4月1日的餘額(經審核)	8,000	51,682	17,079	12	2	22,040	90,815	98,815
Total comprehensive income for the period (unaudited)	期內全面收益總額(未經審核)	-	-	-	-	(287)	(50)	(337)	(337)
<b>Balance at 30 September 2018 (unaudited)</b>	於2018年9月30日的餘額(未經審核)	8,000	51,682	17,079	12	(285)	21,990	90,478	98,478
<b>Balance at 1 April 2019 (audited)</b>	於2019年4月1日的餘額(經審核)	8,000	51,682	17,079	12	(271)	18,393	86,895	94,895
Impact on initial application of HKFRS16 (unaudited)	首次應用香港財務報告準則第16號的影響(未經審核)	-	-	-	-	-	(106)	(106)	(106)
Balance at 1 April 2019, as restated (unaudited)	於2019年4月1日的餘額經重列(未經審核)	8,000	51,682	17,079	12	(271)	18,287	86,789	94,789
Total comprehensive income for the period (unaudited)	期內全面收益總額(未經審核)	-	-	-	-	(25)	(3,041)	(3,066)	(3,066)
<b>Balance at 30 September 2019 (unaudited)</b>	於2019年9月30日的餘額(未經審核)	8,000	51,682	17,079	12	(296)	15,246	83,723	91,723

\* Represents amount less than HK\$1,000

\* 指金額少於1,000港元

# Condensed Consolidated Statements of Cash Flows

## 簡明綜合現金流量表

Six months ended 30 September  
截至9月30日止六個月

		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Net cash (used in)/from operating activities	經營活動(所用)/所得現金淨額	(2,498)	791
Purchases of property, plant and equipment	購買物業、廠房及設備	(28)	(1,288)
Other investing cash flows (net)	其他投資現金流量(淨額)	378	24
Net cash from/(used in) investing activities	投資活動所得/(所用)現金淨額	350	(1,264)
Net cash from financing activities	融資活動所得現金淨額	-	1,250
Net (decrease)/increase in cash and cash equivalent	現金及現金等價物(減少)/增加淨額	(2,148)	777
Effect of foreign exchange rate changes	匯率變動的影響	(95)	(37)
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	70,334	76,836
Cash and cash equivalents at end of the period	期末現金及現金等價物	68,091	77,576
Analysis of cash and cash equivalents consist of Bank and cash balances	現金及現金等價物的分析，包括銀行 及現金結餘	68,091	77,576



# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempt company with limited liability under the Companies Law (as revised) of the Cayman Islands on 16 October 2015. The address of its registered office is P.O. Box 1350, Clifton House, 75 Fort Street, Grand Cayman, KY1-1108, Cayman Islands. Subsequent to the end of reporting period, the address of its principal place of business is located at Unit A, 6/F TLP132, Nos. 132–134 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong. The Company's shares are listed on GEM of The Stock Exchange of Hong Kong Limited (the **"Stock Exchange"**) since 14 February 2018 (the **"Listing"**).

The Company is an investment holding company. The principal activities of its subsidiaries are sales of biometrics identification devices and other devices and accessories and provision of auxiliary and other services.

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements of the Group for the three and six months ended 30 September 2019 are unaudited but have been reviewed by the audit committee of the Company (the **"Audit Committee"**). The unaudited condensed consolidated financial statements were approved for issue by the Directors on 7 November 2019. The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Information" issued by Hong Kong Institute of Certified Public Accountants (the **"HKICPA"**) and the applicable disclosure provisions of the Rules Governing the Listing of Securities on GEM of the Stock Exchange.

The unaudited condensed consolidated results have been prepared under the historical cost convention. The unaudited condensed consolidated results of the Group for the three and six months ended 30 September 2019 do not include all the information and disclosures required in the annual financial statements of the Group and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 March 2019 (the **"2019 Consolidated Financial Statements"**). Except as described in paragraph headed "Change in accounting policies and disclosures" below, the accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated results are consistent with those used in the 2019 Consolidated Financial Statements.

The unaudited condensed consolidated financial statements of the Group are presented in Hong Kong dollars, which is the functional currency of the Company.

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards (**"HKFRSs"**) issued by the HKICPA that are relevant to its operation and effective for its accounting period beginning on 1 April 2019. HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (**"HKAS"**) and Interpretations.

### 1. 一般資料

本公司於2015年10月16日根據開曼群島公司法(經修訂)在開曼群島註冊成立為獲豁免有限公司。本公司註冊辦事處地址為P.O. Box 1350, Clifton House, 75 Fort Street, Grand Cayman, KY1-1108, Cayman Islands。於報告期末後,其主要營業地點的地址位於香港新界葵涌大連排道132-134號TLP132六樓A室。本公司股份已自2018年2月14日起在香港聯合交易所有限公司(「聯交所」)GEM上市(「上市」)。

本公司為一間投資控股公司。本公司附屬公司的主要業務為銷售生物特徵識別裝置、其他裝置及配件以及提供配套及其他服務。

### 2. 財務報表的呈報及編製基準

本集團於截至2019年9月30日止三個月及六個月的未經審核簡明綜合財務報表未經審核,惟已經本公司審核委員會(「審核委員會」)審閱。未經審核簡明綜合財務報表於2019年11月7日由董事批准刊發。未經審核簡明綜合財務報表根據香港會計師公會(「香港會計師公會」)頒佈的香港會計準則第34號「中期財務資料」及聯交所GEM證券上市規則的適用披露條文編製。

未經審核簡明綜合業績按歷史成本法編製。本集團於截至2019年9月30日止三個月及六個月的未經審核簡明綜合業績不包括本集團年度財務報表規定的所有資料及披露,且應與本集團截至2019年3月31日止年度的綜合財務報表(「2019年綜合財務報表」)一併閱讀。除下文「會計政策及披露的變更」一段所述者外,編製未經審核簡明綜合業績的會計政策及計算方法與2019年綜合財務報表所用者一致。

本集團未經審核簡明綜合財務報表以港元呈列,港元為本公司功能貨幣。

於本期間,本集團採納香港會計師公會頒佈的與本集團營運相關及自2019年4月1日起生效的所有新訂及經修訂香港財務報告準則(「香港財務報告準則」,包括香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures

The following new and amended standards and interpretations are mandatory for the first time for financial year beginning 1 April 2019:

Amendments to HKFRS 9	Prepayment Features with Negative Compensation
HKFRS 16	Leases
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments
Annual Improvements 2015–2017 Cycle	Amendments to HKFRS, HKFRS 11, HKAS 12 and HKAS 23

Except as described below for HKFRS 16, the adoption of above new and revised standards has had no significant financial effect on the unaudited condensed consolidated interim financial information.

### 2. 財務報表的呈報及編製基準 (續)

#### 會計政策及披露的變更

下列新訂及經修訂的準則及詮釋於2019年4月1日開始的財政年度首次強制採用：

香港財務報告準則第9號的修訂	具有負補償之提前還款特點
香港財務報告準則第16號	租賃
香港會計準則第19號的修訂	計劃修訂、縮減或結清
香港會計準則第28號的修訂	聯營公司及合營企業之長期權益
香港(國際財務報告詮釋委員會)一詮釋第23號	所得稅處理之不確定性
2015年至2017年週期的年度改進	香港財務報告準則、香港財務報告準則第11號、香港會計準則第12號及香港會計準則第23號的修訂

除下文所述的香港財務報告準則第16號外，採納上述新訂及經修訂的準則對未經審核簡明綜合中期財務資料並無重大財務影響。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued)

##### HKFRS 16

HKFRS 16 supersedes HKAS 17 Leases, HK(IFRIC)-Int 4 Determining whether an Arrangement contains a Lease, HK(SIC)-Int 15 Operating Leases-Incentives and HK(SIC)-Int 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single lessee accounting model.

Lessor accounting under HKFRS 16 is substantially unchanged from HKAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in HKAS 17. Therefore, HKFRS 16 did not have an impact for leases where the Group is the lessor.

The Group adopted HKFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 April 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 at the date of initial application. The Group also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option (“**short-term leases**”), and lease contracts for which the underlying asset is of low value (“**leases of low-value assets**”).

### 2. 財務報表的呈報及編製基準 (續)

#### 會計政策及披露的變更 (續)

##### 香港財務報告準則第16號

香港財務報告準則第16號取代香港會計準則第17號租賃、香港(國際財務報告詮釋委員會)一詮釋第4號釐定安排是否包括租賃、香港(準則詮釋委員會)一詮釋第15號經營租賃一優惠及香港(準則詮釋委員會)一詮釋第27號評估涉及租賃法律形式交易之內容。準則載列確認、計量、呈列及披露租賃的原則，並要求承租人以單一租賃會計處理模式入賬大部分租賃。

香港財務報告準則第16號大致沿用香港會計準則第17號內出租人的會計處理方式。出租人將繼續使用與香港會計準則第17號類似的原則將租賃分類為經營租賃或融資租賃。因此，香港財務報告準則第16號對本集團作為出租人的租賃並無影響。

本集團已應用經修訂追溯方法採納香港財務報告準則第16號，首次應用日期為2019年4月1日。根據以上方法，已追溯應用該準則，而首次應用該準則的累計影響於首次應用當日確認。本集團選擇應用過渡性的可行權宜方法以允許該準則僅適用於首次應用日期前已根據香港會計準則第17號及香港(國際財務報告詮釋委員會)一詮釋第4號識別為租賃的合約。本集團亦選擇使用租賃合約的確認豁免，即其於開始日期之租期為12個月或以下且不包括購買選擇權的租賃合約(「**短期租賃**」)，以及相關資產屬低價值的租賃合約(「**低價值資產租賃**」)。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

The transition effects arising from the adoption of HKFRS 16 are presented below.

The following tables analyse the impact, net of tax, of transition to HKFRS 16 on the statement of financial position of the Group.

### 2. 財務報表的呈報及編製基準(續)

#### 會計政策及披露的變更(續) 香港財務報告準則第16號(續)

採納香港財務報告準則第16號產生的過渡影響如下呈列。

下表分析過渡至香港財務報告準則第16號對本集團財務狀況表的影響(扣除稅項)。

At 1 April 2019  
於2019年4月1日  
HK\$'000  
千港元

#### Right-of-use assets

Closing balance under HKAS 17 at 31 March 2019  
— Recognition of right-of-use assets under HKFRS 16

#### 使用權資產

於2019年3月31日在香港會計準則第17號  
項下的期終結餘  
— 在香港財務報告準則第16號項下確認使用權資產

—  
3,510

Opening balance under HKFRS 16 at 1 April 2019

於2019年4月1日在香港財務報告準則第16號  
項下的期初結餘

3,510

#### Other receivables, prepayments and deposits

Closing balance under HKAS 17 at 31 March 2019  
— Recognition of interest losses under HKFRS 16

#### 其他應收款項、預付款項及按金

於2019年3月31日在香港會計準則第17號  
項下的期終結餘  
— 在香港財務報告準則第16號項下確認利息虧損

2,706  
(56)

Opening balance under HKFRS 16 at 1 April 2019

於2019年4月1日在香港財務報告準則第16號  
項下的期初結餘

2,650

#### Lease liabilities

Closing balance under HKAS 17 at 31 March 2019  
— Recognition of lease liabilities under HKFRS 16

#### 租賃負債

於2019年3月31日在香港會計準則第17號  
項下的期終結餘  
— 在香港財務報告準則第16號項下確認租賃負債

—  
3,560

Opening balance under HKFRS 16 at 1 April 2019

於2019年4月1日在香港財務報告準則第16號  
項下的期初結餘

3,560

#### Retained profits

Closing balance under HKAS 17 at 31 March 2019  
— Recognition of right-of-use assets under HKFRS 16  
— Recognition of interest losses under HKFRS 16  
— Recognition of lease liabilities under HKFRS 16

#### 保留溢利

於2019年3月31日在香港會計準則第17號  
項下的期終結餘  
— 在香港財務報告準則第16號項下確認使用權資產  
— 在香港財務報告準則第16號項下確認利息虧損  
— 在香港財務報告準則第16號項下確認租賃負債

18,393  
3,510  
(56)  
(3,560)

Opening balance under HKFRS 16 at 1 April 2019

於2019年4月1日在香港財務報告準則第16號  
項下的期初結餘

18,287

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

Changes in accounting policy and disclosures (continued)  
HKFRS 16 (continued)

### 2. 財務報表的呈報及編製基準 (續)

會計政策及披露的變更 (續)  
香港財務報告準則第 16 號 (續)

#### Statement of Financial Position

財務狀況表

At 31 March 2019 於 2019 年 3 月 31 日 HK\$'000 千港元	Remeasurement 重新計量 HK\$'000 千港元	At 1 April 2019 於 2019 年 4 月 1 日 HK\$'000 千港元
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#### ASSETS

Property, plant and equipment	物業、廠房及設備	1,816	—	1,816
Intangible assets	無形資產	119	—	119
Right of use assets	使用權資產	—	3,510	3,510
Inventories	存貨	21,393	—	21,393
Trade receivables	貿易應收款項	9,691	—	9,691
Other receivables, prepayments and deposits	其他應收款項、預付款項及按金	2,706	(56)	2,650
Tax recoverable	可收回稅項	2,531	—	2,531
Cash and bank balances	現金及銀行結餘	70,334	—	70,334

#### TOTAL ASSETS

#### 總資產

108,590	3,454	112,044
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#### LIABILITIES

Trade payables	貿易應付款項	2,922	—	2,922
Other payables, deposits received and accrued expenses	其他應付款項、已收按金及應計費用	5,538	—	5,538
Contract liabilities	合約負債	5,168	—	5,168
Lease liabilities	租賃負債	—	3,560	3,560
Current tax liabilities	即期稅項負債	67	—	67

#### TOTAL LIABILITIES

#### 總負債

13,695	3,560	17,255
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#### EQUITY

Share capital	股本	8,000	—	8,000
Reserves	儲備	86,895	(106)	86,789

#### TOTAL EQUITY

#### 總權益

94,895	(106)	94,789
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# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

##### *Nature of the effect of adoption of HKFRS 16*

The Group has lease contracts for various items of land and buildings. Before the adoption of HKFRS 16, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. A lease was classified as a finance lease if it transferred substantially all of the risks and rewards incidental to ownership of the leased asset to the Group; otherwise it was classified as an operating lease. Finance leases were capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments were apportioned between interest (recognised as finance costs) and reduction of the lease liability. In an operating lease, the leased property was not capitalised and the lease payments were recognised as rent expense in profit or loss on a straight-line basis over the lease term. Any prepaid rent and accrued rent were recognised under other assets and other liabilities, respectively.

Upon adoption of HKFRS 16, the Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The standard provides specific transition requirements and practical expedients, which have been applied by the Group.

##### *Leases previously classified as finance leases*

The Group did not change the initial carrying amounts of recognised assets and liabilities at the date of initial application for leases previously classified as finance leases (i.e. the right-of-use assets and lease liabilities equal to the lease assets and liabilities recognised under HKAS 17). The requirements of HKFRS 16 were applied to these leases from 1 April 2019.

##### *Leases previously classified as operating leases*

The Group recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The right-of-use assets for most leases were recognised based on the carrying amount as if the standard had always been applied, apart from the use of incremental borrowing rate at the date of initial application. In some leases, the right-of-use assets were recognised based on the amount equals to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

### 2. 財務報表的呈報及編製基準 (續)

#### 會計政策及披露的變更 (續)

#### 香港財務報告準則第16號 (續)

##### *採納香港財務報告準則第16號的影響性質*

本集團擁有不同土地及樓宇的租賃合約。於採納香港財務報告準則第16號前，本集團於開始日期將其各項租賃(作為承租人)分類為融資租賃或經營租賃。倘租賃使租賃資產所有權附帶的絕大部分風險及回報轉移至本集團，則分類為融資租賃；反之則分類為經營租賃。融資租賃於租賃開始時按租賃物業的開始日期公平值或最低租賃付款現值(以較低者為準)資本化。租賃付款於利息(確認為融資成本)與租賃負債的扣減中分攤。於經營租賃中，租賃物業並無予以資本化，而租賃付款於租期內按直線法於損益中確認為租金開支。任何預付租金及應計租金分別確認為其他資產及其他負債。

於採納香港財務報告準則第16號後，本集團對其所有租賃採用單一確認及計量法，惟短期租賃及低價值資產租賃除外。該準則訂明特定過渡要求及實際權宜辦法，已獲本集團採用。

##### *過往分類為融資租賃的租賃*

就過往分類為融資租賃的租賃(即相等於在香港會計準則第17號項下確認的租賃資產及負債的使用權資產及租賃負債)而言，於首次應用日期，本集團並無改變已確認資產及負債的初始賬面值。香港財務報告準則第16號的規定自2019年4月1日起適用於該等租賃。

##### *過往分類為經營租賃的租賃*

本集團就過往分類為經營租賃的該等租賃確認使用權資產及租賃負債，惟短期租賃及低價值資產租賃除外。大部分租賃的使用權資產根據賬面值確認，猶如該準則已一直獲應用，惟於首次應用日期使用增量借款利率則除外。就若干租賃而言，使用權資產根據相當於租賃負債的金額按過往已確認的任何相關預付或應計租賃付款調整後予以確認。租賃負債按剩餘租賃付款的現值，經使用首次應用日期的增量借款利率貼現後予以確認。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

*Nature of the effect of adoption of HKFRS 16 (continued)*

Leases previously classified as operating leases (continued)

The Group also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics.
- Relied on its assessment of whether leases are onerous immediately before the date of initial application.
- Applied the short-term lease recognition exemption to leases with lease term that ends within 12 months at the date of initial application.
- Excluded the initial direct costs from the measurement of the right-of-use assets at the date of initial application.
- Used hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Based on the foregoing, as at 1 April 2019:

- Right-of-use assets of HK\$3,510,000 were recognised and presented separately in the statement of financial position.
- Other receivables, prepayments and deposits were decreased for HK\$56,000 because of the discounting effect.
- Additional lease liabilities of HK\$3,560,000 were recognised.
- The net effect of these adjustments had been adjusted to retained earnings in the amount of HK\$106,000.

### 2. 財務報表的呈報及編製基準 (續)

會計政策及披露的變更 (續)

香港財務報告準則第16號 (續)

採納香港財務報告準則第16號的影響性質 (續)

過往分類為經營租賃的租賃 (續)

本集團亦應用可供使用的可行權宜方法，當中：

- 對具有合理相似特徵的租賃組合使用單一貼現率。
- 依賴其對於緊接首次應用日期前租賃是否屬繁重性質的評估。
- 對租期於首次應用日期起計12個月內結束的租賃應用短期租賃豁免。
- 於首次應用日期計量使用權資產時撇除首次直接成本。
- 倘合約包含延長或終止租賃的選擇權，則於事後釐定租期。

如上所述，於2019年4月1日：

- 已確認並於財務狀況表獨立呈列使用權資產3,510,000港元。
- 貼現影響導致其他應收款項、預付款項及按金減少56,000港元。
- 已確認額外租賃負債3,560,000港元。
- 該等調整的淨影響已調整至保留盈利，金額為106,000港元。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

*Nature of the effect of adoption of HKFRS 16 (continued)*

Leases previously classified as operating leases (continued)

The lease liabilities as at 1 April 2019 can be reconciled to the operating lease commitments as of 31 March 2019 as follows:

		HK\$'000 千港元
Operating lease commitments as at 31 March 2019	於 2019 年 3 月 31 日的經營租賃承擔	4,531
Weighted average incremental borrowing rate as at 1 April 2019	於 2019 年 4 月 1 日的加權平均增量借款利率	5.0%
Discounted opening lease commitments as at 1 April 2019	於 2019 年 4 月 1 日的已貼現期初租賃承擔	4,395
<b>Less:</b>	<b>減：</b>	
Discounted value for short-term lease/leases of low-value assets not recognised	未確認短期租賃／低價值資產租賃的已貼現價值	(835)
<b>Lease liabilities as at 1 April 2019</b>	<b>於 2019 年 4 月 1 日的租賃負債</b>	<b>3,560</b>

#### *Summary of new accounting policies*

Set out below are the new accounting policies of the Group upon adoption of HKFRS 16, which have been applied from the date of initial application:

#### Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e. the date which the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

### 2. 財務報表的呈報及編製基準 (續)

會計政策及披露的變更 (續)

香港財務報告準則第 16 號 (續)

採納香港財務報告準則第 16 號的影響性質 (續)

過往分類為經營租賃的租賃 (續)

於 2019 年 4 月 1 日的租賃負債與於 2019 年 3 月 31 日的經營租賃承擔對賬如下：

	HK\$'000 千港元
於 2019 年 3 月 31 日的經營租賃承擔	4,531
於 2019 年 4 月 1 日的加權平均增量借款利率	5.0%
於 2019 年 4 月 1 日的已貼現期初租賃承擔	4,395
<b>減：</b>	
未確認短期租賃／低價值資產租賃的已貼現價值	(835)
<b>於 2019 年 4 月 1 日的租賃負債</b>	<b>3,560</b>

#### *新會計政策概要*

下文載列本集團應用香港財務報告準則第 16 號後的新會計政策，該等新會計政策自首次應用日期起應用：

#### 使用權資產

本集團於租賃開始日期(即相關資產可供使用日期)確認使用權資產。使用權資產以成本計量，扣除任何累計折舊、減值虧損及就任何租賃負債重新計量作出調整。使用權資產成本包括已確認租賃負債金額、產生的首次直接成本及於開始日期或之前支付的租賃付款減任何已收租賃優惠。除非本集團合理確定於租期未獲得租賃資產的擁有權，否則已確認使用權資產於估計使用年期及租期(以較短者為準)按直線法折舊。使用權資產可予以減值。



# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

##### Summary of new accounting policies (continued)

##### Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expense in the period during which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification (i.e. a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset).

##### Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered as low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

##### Significant judgement in determining the lease term of contracts with renewal options

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised.

### 2. 財務報表的呈報及編製基準 (續)

#### 會計政策及披露的變更 (續)

#### 香港財務報告準則第16號 (續)

#### 新會計政策概要 (續)

#### 租賃負債

於租賃開始日期，本集團確認按租期內作出的租賃付款現值計量的租賃負債。租賃付款包括定額付款（包括實質定額款項）減任何租賃優惠應收款項、取決於指數或利率的可變租賃款項以及預期根據剩餘價值擔保支付的金額。租賃付款亦包括本集團合理確定行使的購買選擇權的行使價及在租期反映本集團行使終止租賃選擇權時，有關終止租賃的罰款。不取決於指數或利率的可變租賃付款在出現觸發付款的事件或條件的期間內確認為開支。

於計算租賃付款的現值時，倘租賃內含利率不能可靠地釐定，則本集團應用租賃開始日期的增量借款利率計算。於開始日期後，租賃負債金額的增加反映利息的增長，其減少則關乎所作出的租賃付款。此外，倘存在修改（即租期、實質定額租賃付款或購買相關資產的評估的變更），則重新計量租賃負債的賬面值。

#### 短期租賃及低價值資產租賃

本集團對機器及設備的短期租賃（即自開始日期起租期為12個月或以下且不包括購買選擇權的租賃）應用短期租賃確認豁免，亦對其認為屬低價值的辦公室設備租賃應用低價值資產租賃確認豁免。短期租賃及低價值資產租賃的租賃付款以直線法按租期確認為開支。

#### 釐定有重續選擇權合約的租期時所用重大判斷

本集團將租期釐定為不可撤銷租賃期限，而倘能合理確定將行使重續租賃的選擇權，租期還應包括該選擇權所涵蓋的任何期間，或在合理確定將不會行使終止租賃的選擇權時，還應包括該選擇權所涵蓋的任何期間。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

#### Changes in accounting policy and disclosures (continued) HKFRS 16 (continued)

##### Summary of new accounting policies (continued)

Significant judgement in determining the lease term of contracts with renewal options (continued)

The Group has the option, under some of its leases, to lease the assets for additional terms of two to three years. The Group applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal option. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is beyond its control and affects its ability to exercise (or not to exercise) the option to renew (e.g. a change in business strategy).

*Amounts recognised in the statement of financial position and profit or loss*

Set out below are the carrying amounts of the Group's right-of-use assets and lease liabilities and the movements during the period:

### 2. 財務報表的呈報及編製基準 (續)

#### 會計政策及披露的變更 (續)

#### 香港財務報告準則第16號 (續)

##### 新會計政策概要 (續)

釐定有重續選擇權合約的租期時所用重大判斷 (續)

就其部分租賃而言，本集團可選擇以額外兩至三年的租期租賃資產。本集團應用判斷，評估是否合理確定行使重續權，即本集團考慮創造經濟優惠以行使重續選擇權的全部相關因素。於開始日期後，本集團重新評估租期，評估是否有其未能控制而影響其行使（或不行使）重續選擇權的重大事件或情況轉變（如業務策略改變）。

*已於財務狀況及損益表確認的金額*

本集團使用權資產及租賃負債的賬面值及期內變動載列如下：

		<b>Buildings</b>	
		<b>樓宇</b>	
		Right of use assets	Lease liabilities
		使用權資產	租賃負債
		HK\$'000	HK\$'000
		千港元	千港元
<b>As at 1 April 2019</b>	<b>於2019年4月1日</b>	3,510	3,560
Additions	添置	1,725	1,711
Depreciation expense	折舊開支	(1,009)	—
Interest expense	利息開支	—	103
Payments	付款	—	(1,021)
Exchange realignment	匯兌調整	(16)	(12)
<b>As at 30 September 2019</b>	<b>於2019年9月30日</b>	<b>4,210</b>	<b>4,341</b>

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 3. SEGMENT INFORMATION

The Group has two reportable segments as follows:

- Sales of biometrics identification devices, security products and other accessories.
- Provision of auxiliary and other services includes (i) maintenance, installation and solution services; and (ii) software licensing.

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

### 4. REVENUE

Revenue represents the invoiced values of goods sold and services rendered, after allowances for returns and discounts during the reporting periods.

### 3. 分部資料

本集團的兩個可呈報分部如下：

- 銷售生物特徵識別裝置、保安產品及其他配件。
- 提供配套及其他服務，包括(i)維護、安裝及解決方案服務；及(ii)軟件許可。

本集團的可呈報分部乃為提供不同產品及服務的策略性業務單位。由於各業務要求不同技術及營銷策略，故各呈報分部乃個別管理。

### 4. 收益

收益指所售貨品及提供服務的發票值，其於報告期內經扣除退貨及折扣後的發票值。

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Sales of biometrics identification devices, security products and other accessories	銷售生物特徵識別裝置、保安產品及其他配件	7,785	9,836	17,708	17,181
Provision of auxiliary and other services	提供配套及其他服務	3,448	4,183	7,721	8,276
		<b>11,233</b>	14,019	<b>25,429</b>	25,457

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 4. REVENUE (continued)

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Products and services transferred at a point of time	於某一時間點轉移的產品及服務	8,680	10,153	19,683	18,386
Services transferred over time	隨時間轉移的服務	2,553	3,866	5,746	7,071
		<b>11,233</b>	<b>14,019</b>	<b>25,429</b>	<b>25,457</b>

### 5. OTHER INCOME

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Interest income	利息收入	194	250	378	280
Gain/(loss) on disposals of property, plant and equipment	出售物業、廠房及設備 收益/(虧損)	-	(8)	-	20
Others	其他	56	1	85	4
		<b>250</b>	<b>243</b>	<b>463</b>	<b>304</b>

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 6. INCOME TAX EXPENSES

### 6. 所得稅開支

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Provision for the period:	期內撥備：				
Hong Kong Profits Tax	香港利得稅	84	41	470	299
		<b>84</b>	<b>41</b>	<b>470</b>	<b>299</b>

Hong Kong Profits Tax is provided at 16.5% (three and six months ended 30 September 2018: 16.5%) based on the estimated assessable profits arising in or derived from Hong Kong.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

For the Group's subsidiary established and operated in the PRC is subject to PRC Enterprise Income Tax at the rate of 25.0% (three and six months ended 30 September 2018: 25.0%). No PRC Enterprise Income Tax has been provided for the three and six months ended 30 September 2019 (three and six months ended 30 September 2018: Nil) as the Group's PRC subsidiary either did not generate any assessable profits or has sufficient tax losses brought forward to offset against its assessable profits generated during the reporting periods.

For the Group's subsidiary established and operated in Macau is subject to Macao Complementary Tax, under which taxable income of up to MOP600,000 (2018: MOP600,000) is exempted from taxation with taxable income beyond this amount to be taxed at the rate of 12% (2018: 12%). No provision for Macao Complementary Tax has been made for the three and six months ended 30 September 2019 and 2018 as the Group's subsidiary operated in Macau did not generate any assessable profit for the three and six months ended 30 September 2019 and 2018.

香港利得稅已就於香港產生的估計應課稅溢利按稅率16.5% (截至2018年9月30日止三個月及六個月：16.5%)計提撥備。

於2018年3月21日，香港立法會通過2017年稅務(修訂)(第7號)條例草案(「條例草案」)，引入利得稅兩級制。條例草案已於2018年3月28日簽署成為法律，並於翌日在憲報刊登。根據利得稅兩級制，合資格集團實體首2百萬港元的溢利將按8.25%的稅率繳納稅項，而超過2百萬港元的溢利將按16.5%的稅率繳納稅項。不符合利得稅兩級制資格的集團實體的溢利將繼續按16.5%的統一稅率繳納稅項。

本集團在中國成立及經營的附屬公司須按稅率25.0% (截至2018年9月30日止三個月及六個月：25.0%)繳納中國企業所得稅。截至2019年9月30日止三個月及六個月內概無計提中國企業所得稅(截至2018年9月30日止三個月及六個月：無)，乃因為本集團的中國附屬公司於報告期內並無產生任何應課稅溢利或結轉稅項虧損足以抵銷其應課稅溢利。

本集團於澳門成立及經營的附屬公司須繳納澳門所得補充稅，不超過600,000澳門幣(2018年：600,000澳門幣)的應課稅收入可獲豁免繳稅，而超過600,000澳門幣的應課稅收入則按12%(2018年：12%)的稅率繳納稅項。由於本集團於澳門經營的附屬公司於截至2019年及2018年9月30日止三個月及六個月並無產生任何應課稅溢利，故於截至2019年及2018年9月30日止三個月及六個月概無計提澳門所得補充稅。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 7. LOSS FOR THE PERIOD

### 7. 期內虧損

	Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Depreciation				
— Owned assets	205	335	447	505
— Right of use assets	576	—	1,009	—
Staff costs (including Directors' emoluments)				
— Salaries, bonus and allowances and other benefits in kind	6,994	3,644	11,544	7,134
— Commission	141	158	269	385
— Retirement benefits scheme contributions	345	250	649	494
	7,480	4,052	12,462	8,013
Cost of inventories sold	4,151	5,693	9,041	9,507
Foreign exchange losses, net	43	114	120	142
Gain/(loss) on disposals of property, plant and equipment	—	(8)	—	20
Auditor's remuneration	158	145	287	274

### 8. DIVIDEND

The Board does not recommend the payment of dividend for the six months ended 30 September 2019 (2018: Nil).

### 8. 股息

董事會不建議就截至2019年9月30日止六個月派付股息(2018年：無)。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 9. LOSS PER SHARE

#### (a) Basic loss per share

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

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Loss for the purpose of calculating basic loss per share	用以計算每股基本虧損的虧損	(3,679)	(209)	(3,041)	(50)
<b>Number of shares</b>	<b>股份數目</b>				
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	用以計算每股基本虧損的普通股加權平均數	800,000,000	800,000,000	800,000,000	800,000,000

#### (b) Diluted loss per share

No diluted loss per share to be presented as the Company did not have any dilutive potential ordinary shares outstanding during the three and six months ended 30 September 2019 and 2018.

### 9. 每股虧損

#### (a) 每股基本虧損

每股基本虧損乃基於以下數據計算：

		Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Loss for the purpose of calculating basic loss per share	用以計算每股基本虧損的虧損	(3,679)	(209)	(3,041)	(50)
<b>Number of shares</b>	<b>股份數目</b>				
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	用以計算每股基本虧損的普通股加權平均數	800,000,000	800,000,000	800,000,000	800,000,000

#### (b) 每股攤薄虧損

並無可呈列的每股攤薄虧損，乃因本公司於截至2019年及2018年9月30日止三個月及六個月並無任何流通在外的潛在可攤薄普通股。

### 10. TRADE RECEIVABLES

From third parties 來自第三方  
Less: allowance for doubtful debts 減：呆賬撥備

From related parties 來自關聯方

### 10. 貿易應收款項

As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
7,427	9,869
(178)	(178)
7,249	9,691
2	-
7,251	9,691

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 10. TRADE RECEIVABLES (continued)

Analysis of trade receivables due from related parties:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
Long Yield Company Limited	隆逸有限公司	2	-
		2	-

Long Yield, a company incorporated in Hong Kong, in which Mr. Yuen Wing Hong, father of Mr. Yuen Kwok Wai, Tony and Ms. Yuen Mei Ling, Pauline ("Ms. Pauline Yuen"), and Mr. Li Tat, David, spouse of Ms. Pauline Yuen, are directors.

The Group's trading terms with customers are mainly on credit. The credit period granted to the customers generally range from 30 to 90 days. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by the directors.

An ageing analysis of the Group's trade receivables, net of allowance for doubtful debts and based on the invoice date is as follows:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
0 to 90 days	0至90天	4,391	5,629
91 to 180 days	91至180天	1,235	2,091
181 to 365 days	181至365天	1,009	1,709
Over 365 days	365天以上	616	262
		7,251	9,691

### 10. 貿易應收款項(續)

應收關聯方的貿易應收款項分析：

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
Long Yield Company Limited	隆逸有限公司	2	-
		2	-

隆逸為一間在香港註冊成立的公司，阮國偉先生及阮美玲女士(「阮美玲女士」)的父親阮永康先生及阮美玲女士的配偶李達先生為董事。

本集團與客戶的貿易條款主要為賒賬。向客戶授出的信貸期一般介乎30至90日。本集團設法對其未償還應收款項進行嚴格控制。逾期結餘由董事定期審閱。

本集團扣除呆賬撥備及按發票日期計算的貿易應收款項的賬齡分析如下：

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
0 to 90 days	0至90天	4,391	5,629
91 to 180 days	91至180天	1,235	2,091
181 to 365 days	181至365天	1,009	1,709
Over 365 days	365天以上	616	262
		7,251	9,691



# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 11. TRADE PAYABLES

An ageing analysis of the Group's trade payables, based on the invoice date is as follows:

		As at 30 September 2019 於2019年 9月30日 HK\$'000 千港元 (unaudited) (未經審核)	As at 31 March 2019 於2019年 3月31日 HK\$'000 千港元 (audited) (經審核)
0 to 30 days	0至30天	502	1,977
31 to 60 days	31至60天	123	939
Over 60 days	60天以上	207	6
		<b>832</b>	<b>2,922</b>

### 12. SHARE CAPITAL

		Number of ordinary shares 普通股數目	Amount 金額 HK\$'000 千港元
<b>Authorised:</b>	<b>法定：</b>		
Ordinary shares of HK\$0.01 each	每股面值0.01港元的普通股		
As at 31 March 2019 (audited), 1 April 2019 and 30 September 2019 (unaudited)	於2019年3月31日(經審核)、2019年4月1日及2019年9月30日(未經審核)	5,000,000,000	50,000
<b>Issued and fully paid:</b>	<b>已發行及繳足：</b>		
As at 31 March 2019 (audited), 1 April 2019 and 30 September 2019 (unaudited)	於2019年3月31日(經審核)、2019年4月1日及2019年9月30日(未經審核)	800,000,000	8,000

### 13. SHARE OPTION SCHEMES

On 18 January 2018, written resolution of the shareholders of the Company was passed to conditionally approve and adopt a share option scheme ("Share Option Scheme") to recognise and motivate the contributions that eligible participants have made or may make to the Group.

The Share Option Scheme adopted by the Company on 18 January 2018 will remain in force for a period of ten years from its effective date to 17 January 2028. Particulars of the Share Option Scheme of the Company are set out in Appendix IV to the Company's prospectus dated 30 January 2018.

No share option has been granted by the Company under the Share Option Scheme since its effective date and up to the end of the reporting period.

### 11. 貿易應付款項

本集團按發票日期計算的貿易應付款項的賬齡分析如下：

### 12. 股本

### 13. 購股權計劃

於2018年1月18日，本公司股東書面決議案獲通過以有條件批准及採納購股權計劃(「購股權計劃」)以表揚及激勵合資格參與者對本集團已作出或可能作出的貢獻。

本公司於2018年1月18日採納的購股權計劃自其生效日期至2028年1月17日止的十年期間維持有效。本公司購股權計劃的詳情載於本公司日期為2018年1月30日的招股章程附錄四。

自生效日期起及直至報告期末，本公司概無根據購股權計劃授出任何購股權。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 14. CONTINGENT LIABILITIES

At 30 September 2019, the Group did not have any contingent liabilities.

### 14. 或然負債

於2019年9月30日，本集團並無任何或然負債。

### 15. RELATED PARTY TRANSACTIONS

Other than those balances of related parties disclosed elsewhere in the consolidated financial statements, the Group had the following material transactions with its related parties during the period.

### 15. 關聯方交易

除綜合財務報表其他章節披露的該等關聯方結餘外，本集團於期內與其關聯方有下列重大交易。

#### (a) Transactions with related parties

#### (a) 與關聯方的交易

	Note 附註	Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
		2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Sales of goods to related companies:					
— Long Yield	(i)	30	41	76	57
— SoHo Business Center Limited ("SoHo")	(i),(ii)	—	—	1	—
		<b>30</b>	41	<b>77</b>	57
Services rendered to related companies:					
— Long Yield	(i)	25	25	53	48
— SoHo	(i),(ii)	40	30	70	50
		<b>65</b>	55	<b>123</b>	98
Rental expenses paid to a related company:					
— Global Technology Corporation Limited ("Global Technology")	(i),(ii)	225	162	410	366

Notes:

- (i) The pricing of the related party transactions are mutually agreed by the Group and related companies.
- (ii) Mr. Tony Yuen and Ms. Pauline Yuen are able to exercise significant influence over SoHo and Global Technology.

附註：

- (i) 關聯方交易之定價由本集團及關連公司共同協定。
- (ii) 阮國偉先生及阮美玲女士對SoHo及犇雷具重大影響力。

# Notes to the Condensed Consolidated Financial Statements

## 簡明綜合財務報表附註

### 15. RELATED PARTY TRANSACTIONS (continued)

#### (b) Key management compensation

Key management mainly represents the Company's Directors. Remuneration for key management personnel of the Group is as follows:

### 15. 關聯方交易(續)

#### (b) 主要管理層薪酬

主要管理層主要指本公司董事。本集團主要管理層的薪酬如下：

	Three months ended 30 September 截至9月30日止三個月		Six months ended 30 September 截至9月30日止六個月	
	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (unaudited) (未經審核)	2018 2018年 HK\$'000 千港元 (unaudited) (未經審核)
Salaries, bonus and allowances and other benefits in kind	1,274	1,279	2,246	1,855
Retirement benefits scheme contributions	17	17	33	31
	<b>1,291</b>	1,296	<b>2,279</b>	1,886

# Management Discussion and Analysis

## 管理層討論及分析

### BUSINESS REVIEW

#### Overview

The Group is a provider of biometrics identification solutions in Hong Kong, Macau and the PRC. The Group derives revenue from the following business activities: (i) sales of products which include biometrics identification devices, and other devices and accessories; and (ii) provision of auxiliary and other services. The Group's biometrics identification devices have one or more of the following functions: (i) face identification; (ii) fingerprint identification; (iii) finger vein identification; (iv) hand geometry identification; and (v) iris identification. The revenue of the Group for the six months ended 30 September 2019 was approximately HK\$25.4 million, representing a decrease of approximately 0.1% from approximately HK\$25.5 million for the six months ended 30 September 2018. The decrease in revenue was mainly because the decrease in provision of auxiliary and other services.

Revenue represents the invoiced values of goods sold and services rendered, after allowances for returns and discounts during the reporting periods.

#### 業務回顧 概覽

本集團為香港、澳門及中國的生物特徵識別解決方案供應商。本集團透過以下業務活動產生收益：(i) 產品銷售，包括生物特徵識別裝置以及其他裝置及配件；及(ii) 提供配套及其他服務。本集團的生物特徵識別裝置有一個或以上的以下功能：(i) 人臉識別；(ii) 指紋識別；(iii) 指靜脈識別；(iv) 掌形識別；及(v) 虹膜識別。截至2019年9月30日止六個月，本集團的收益約為25.4百萬港元，較截至2018年9月30日止六個月約25.5百萬港元減少約0.1%。收益減少主要由於提供配套及其他服務減少。

收益指於報告期內經扣除退貨及折扣後所售貨品及提供服務的發票值。

#### For the six months ended 30 September

截至9月30日止六個月

	2019 2019年 HK\$'000 千港元	2018 2018年 HK\$'000 千港元
Sales of biometrics identification devices, security products and other accessories	17,708	17,181
Provision of auxiliary and other services	7,721	8,276
	<b>25,429</b>	25,457

#### Outlook

The ordinary shares of HK\$0.01 each (the "Shares") of the Company have been successfully listed on GEM on 14 February 2018. The Board considers that such public listing status will allow the Company to gain access to the capital market for corporate finance exercise, assist the Company in the future business development, enhance the Group's corporate profile and recognition and strengthen the Group's competitiveness.

#### 展望

本公司每股0.01港元的普通股（「股份」）已於2018年2月14日在GEM成功上市。董事會認為，公眾上市地位將讓本公司利用資本市場進行企業融資，有助本公司的未來業務發展、提升本集團的企業形象及認受性以及加強本集團的競爭力。

# Management Discussion and Analysis

## 管理層討論及分析

Looking forward, the Group plans to generate further growth in existing business by strengthening its marketing capabilities and expanding its product portfolio through enhancing software development, with a view to further enlarging its market share in Hong Kong and Macau and becoming one of the active biometrics identification solutions providers in the PRC. As such, the Group plans to utilise the net proceeds from the Listing by way of share offer pursuant to the Prospectus on (i) launching of affordable locally manufactured fingerprint identification devices as part of the expansion plan of the business in Southern China; (ii) enhancing the quality of after-sale services and strengthening of the operation support as part of the expansion plan of the business in Southern China; (iii) improving its information technology system; and (iv) setting up a new and separate software development center in the PRC to further enhance and develop the Group's software.

With utilising our prevailing biometrics identification solutions and software development, we consider to broaden our product range by developing certain consumer products with various popular functions including but not limited to artificial intelligence.

### FINANCIAL REVIEW

#### Cost of Sales and Gross Profit

The majority of the Group's cost of sales was costs of inventories sold. The Group's costs of inventories sold decreased by approximately 4.9% to approximately HK\$9.0 million for the six months ended 30 September 2019 as compared to the same period last year. The gross profit margin dropped from approximately 50.2% for the six months ended 30 September 2018 to approximately 45.9% for the six months ended 30 September 2019. The gross profit also dropped from approximately HK\$12.8 million for the six months ended 30 September 2018 to approximately HK\$11.7 million for the six months ended 30 September 2019. The decrease of gross profit margin and gross profit was mainly due to the decrease of gross profit of handheld devices.

#### Expenses

Staff costs for the six months ended 30 September 2019 was approximately HK\$12.5 million (2018: approximately HK\$8.0 million), representing an increase of approximately HK\$4.5 million as compared with that of last corresponding period, which was mainly due to the salary increment during the period.

Administrative expenses for the six months ended 30 September 2019 was approximately HK\$12.2 million (2018: approximately HK\$10.1 million), representing an increase of approximately HK\$2.1 million as compared with the last corresponding period, which was mainly due to the increase in staff costs.

展望將來，本集團計劃透過加強其營銷能力及軟件開發擴大其產品組合，進一步發展其現有業務，旨在進一步擴大於香港及澳門的市場佔有率及成為活躍的中國生物特徵識別解決方案供應商之一。因此，本集團計劃根據招股章程動用以股份發售方式上市所得款項淨額，以(i)推出本地製造可負擔指紋識別裝置，作為拓展華南地區業務的一部分；(ii)提高售後服務的質量及加強營運支援，作為拓展華南地區業務計劃的一部分；(iii)改進其資訊科技系統；及(iv)於中國設立一個新的獨立軟件開發中心以進一步提升及開發本集團的軟件。

憑藉利用生物特徵識別解決方案及軟件開發，我們考慮透過開發具有多種流行功能(包括但不限於人工智能)的若干消費產品擴大我們的產品組合。

### 財務回顧

#### 銷售成本及毛利

本集團大部分銷售成本為已售存貨成本。截至2019年9月30日止六個月，本集團的已售存貨成本較去年同期減少約4.9%至約9.0百萬港元。毛利率由截至2018年9月30日止六個月約50.2%減少至截至2019年9月30日止六個月約45.9%。毛利亦由截至2018年9月30日止六個月約12.8百萬港元減少至截至2019年9月30日止六個月約11.7百萬港元。毛利率及毛利的減少主要由於手提裝置的毛利降低。

#### 開支

截至2019年9月30日止六個月，員工成本約為12.5百萬港元(2018年：約8.0百萬港元)，較去年同期增加約4.5百萬港元，主要由於期內加薪所致。

截至2019年9月30日止六個月，行政開支約為12.2百萬港元(2018年：約10.1百萬港元)，較去年同期增加約2.1百萬港元，主要由於員工成本增加所致。

# Management Discussion and Analysis

## 管理層討論及分析

### Loss for the Period

The Group incurred a net loss of approximately HK\$3.0 million for the six months ended 30 September 2019, as compared with a net loss of approximately HK\$0.1 million for the six months ended 30 September 2018. The increase of net loss was mainly due to (i) the increase in staff costs; and (ii) the drop in gross profit margin.

The Board does not recommend the payment of dividends for the six months ended 30 September 2019.

### Liquidity, Financial Resources and Capital Structure

Historically, the Group has funded the liquidity and capital requirements primarily through operating cash flows and bank borrowings. The Directors believe that with the new capital from the listing of Shares on GEM, the Group is in a healthy financial position to expand its core business and to achieve its business objectives. As at 30 September 2019, the Group had no bank borrowings (30 September 2018: Nil). The Group requires cash primarily for working capital needs. As at 30 September 2019, the Group had approximately HK\$68.1 million in bank and cash balances (30 September 2018: approximately HK\$70.3 million).

### Capital Expenditure

The Group purchased property, plant and equipment and capitalised software costs amounting to approximately HK\$0.1 million and nil respectively for the six months ended 30 September 2019 (six months ended 30 September 2018: approximately HK\$1.3 million and nil respectively).

### Capital Commitments

The Group did not have any significant capital commitments as at 30 September 2019 (as at 31 March 2019: Nil).

### Gearing Ratio

As at 30 September 2019, the Group has no outstanding borrowings, accordingly there is no gearing ratio (as at 31 March 2019: HK\$Nil).

Note: Gearing ratio is calculated as the total debt divided by total equity.

### Foreign Currency Risk

The Company does not have significant exposure on foreign currency risk.

The functional currency of the Group's entities are principally denominated in HK\$, Renminbi ("RMB") and Macau Pataca ("MOP"). The Group has certain exposure to foreign currency risk as some of its business transactions, assets and liabilities are denominated in currencies other than the functional currencies of respective Group entities such as United States dollars ("US\$"), RMB and EURO. The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities.

The Group did not engage in any derivatives agreement and did not commit to any financial instruments to hedge its foreign exchange exposure during the six months ended 30 September 2019.

### 期內虧損

截至2019年9月30日止六個月，本集團產生淨虧損約3.0百萬港元，而截至2018年9月30日止六個月則產生淨虧損約0.1百萬港元。淨虧損增加主要由於(i)員工成本增加；及(ii)毛利率減少。

董事會不建議就截至2019年9月30日止六個月派付股息。

### 流動資金、財務資源及資本結構

過往，本集團主要以經營現金流量及銀行借款撥付其流動資金及資本需求。董事相信，由於股份於GEM上市而獲得新資金，故本集團的財政狀況穩健，足以擴充其核心業務及達至其業務目標。於2019年9月30日，本集團並無銀行借款(2018年9月30日：無)。本集團的現金主要用於撥付營運資金需求。於2019年9月30日，本集團的銀行及現金結餘約為68.1百萬港元(2018年9月30日：約70.3百萬港元)。

### 資本開支

截至2019年9月30日止六個月，本集團購買的物業、廠房及設備以及資本化軟件成本分別為約0.1百萬港元及零(截至2018年9月30日止六個月：分別約1.3百萬港元及零)。

### 資本承擔

於2019年9月30日，本集團並無任何重大資本承擔(於2019年3月31日：無)。

### 資產負債比率

於2019年9月30日，本集團並無尚未償還借款，因此並無資產負債比率(於2019年3月31日：零港元)。

附註：資產負債比率乃按總負債除以總權益計算。

### 外幣風險

本公司並無面臨重大外幣風險。

本集團實體的功能貨幣主要以港元、人民幣(「人民幣」)及澳門幣(「澳門幣」)計值。由於本集團的部分業務交易、資產及負債乃以本集團實體各自的功能貨幣以外的貨幣(如美元(「美元」)、人民幣及歐元)計值，故本集團須面對若干外幣風險。本集團目前並無就外幣交易、資產及負債制訂任何外幣對沖政策。

截至2019年9月30日止六個月，本集團並無涉及任何衍生工具協議，亦無使用任何金融工具對沖其匯兌風險。

# Management Discussion and Analysis

## 管理層討論及分析

### Significant Investments held, Material Acquisitions and Disposals of Subsidiaries, and Future Plans for Material Investments or Capital Assets

There were neither significant investments held as at 30 September 2019 nor material acquisitions and disposals of subsidiaries during the six months ended 30 September 2019. There is no plan for material investments or capital assets as at the date of this report.

### Charges over Assets of the Group

As at 30 September 2019, there is no charges over assets of the Group (as at 31 March 2019: HK\$Nil).

### Interim Dividend

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2019 (six months ended 30 September 2018: nil).

### Employees and Remuneration Policies

As at 30 September 2019, the Group had a total of 67 employees. The Group's staff costs for the six months ended 30 September 2019 amounted to approximately HK\$12.5 million (six months ended 30 September 2018: approximately HK\$8.0 million). The Group's remuneration policies are in line with the prevailing market practice and are determined on the basis of performance, qualification and experience of individual employee. The Group recognises the importance of a good relationship with its employees. The remuneration payable to its employees includes salaries and allowances. Other benefits and incentives include training and share option.

In Hong Kong, the Group's employees have participated in the mandatory provident fund prescribed by the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong). In the PRC, the Group's employees have participated in the basic pension insurance, basic medical insurance, unemployment insurance, occupational injury insurance, maternity insurance prescribed by the Social Insurance Law of the PRC (《中華人民共和國社會保險法》), and housing fund prescribed by the Regulations on the Administration of Housing Fund (《住房公積金管理條例》). All PRC-based employees have the right to participate in the social insurance and housing provident fund schemes.

### Share Option Schemes

The share option scheme of the Company (the “**Scheme**”) was adopted pursuant to a resolution passed by the Company's shareholders on 18 January 2018 for the primary purpose is to attract, retain and motivate talented participants, to strive for future developments and expansion of the Group. Eligible participants of the Scheme include any employees, any executives Directors, non-executive Directors (including independent non-executive Directors), advisors, consultants of the Company or any of its subsidiaries.

### 所持重大投資、重大收購及出售附屬公司以及重大投資或資本資產的未來計劃

於2019年9月30日並無持有重大投資，而截至2019年9月30日止六個月亦無重大收購及出售附屬公司。於本報告日期，並無重大投資或資本資產的計劃。

### 本集團的資產抵押

於2019年9月30日，本集團概無任何資產抵押（於2019年3月31日：零港元）。

### 中期股息

董事會不建議就截至2019年9月30日止六個月派付中期股息（截至2018年9月30日止六個月：無）。

### 僱員及薪酬政策

於2019年9月30日，本集團共有67名僱員。截至2019年9月30日止六個月，本集團的員工成本約為12.5百萬港元（截至2018年9月30日止六個月：約8.0百萬港元）。本集團的薪酬政策與現行市場慣例一致，並按個別僱員的表現、資格及經驗釐定。本集團深明與其僱員保持良好關係的重要性。應付僱員薪酬包括薪金及津貼。其他福利及獎勵包括培訓及購股權。

在香港，本集團僱員已參與香港法例第485章《強制性公積金計劃條例》規定的強制性公積金計劃。在中國，本集團僱員已參與《中華人民共和國社會保險法》規定的基本退休保險、基本醫療保險、失業保險、工傷保險及生育保險以及《住房公積金管理條例》規定的住房公積金。所有駐中國僱員均有權參與社會保險及住房公積金計劃。

### 購股權計劃

本公司購股權計劃（「**該計劃**」）乃根據本公司股東於2018年1月18日通過的決議案採納，主要目的為吸引、保留及激勵有才能的參與者為本集團的未來發展及擴展作出貢獻。該計劃的合資格參與者包括本公司或其任何附屬公司的任何僱員、任何執行董事、非執行董事（包括獨立非執行董事）、顧問及諮詢人。

# Management Discussion and Analysis

## 管理層討論及分析

The Scheme will remain valid and effective for a period of 10 years commencing on the date on which the Scheme is adopted, after which period no further share options will be granted but the provisions of the Scheme shall in all other respects remain in full force and effect and share options which are granted during the life of the Scheme may continue to be exercisable in accordance with their terms of issue. The principal terms of which were summarised in the paragraph headed “Share Option Scheme” in Appendix IV to the Prospectus. No share options have been granted, exercised, expired, cancelled or lapsed under the Scheme since its adoption.

該計劃將於該計劃獲採納之日起計10年內維持有效。其後不得再授出購股權，惟該計劃的條文在所有其他方面將仍全面有效，而於該計劃有效期內已授出的購股權根據其發行條款仍可繼續行使。該計劃的主要條款概要載於招股章程附錄四「購股權計劃」一段。自採納以來，概無購股權根據該計劃授出、行使、屆滿、註銷或失效。

### Use of proceeds and actual progress of the Group’s business objectives

The net proceeds from the Listing (after deducting the underwriting fees and other related expenses paid by the Company in connection with the share offer) which amounted to approximately HK\$44.5 million will be used for the intended purposes as set out in the section headed “Statement of Business Objectives and Strategies” of the Prospectus. Set out below is the actual usage of net proceeds up to the date of this interim report:

### 所得款項用途及本集團業務目標的實際進度

上市所得款項淨額(經扣除本公司就股份發售支付的包銷費及其他相關開支後)約為44.5百萬港元，將用作招股章程「業務目標及策略聲明」一節所載擬定用途。截至本中期報告日期為止的所得款項淨額的實際用途載列如下：

		<b>Net proceeds</b> 所得款項淨額 HK\$ million 百萬港元	<b>Utilised</b> 已動用 HK\$ million 百萬港元	<b>Unutilised</b> 尚未動用 HK\$ million 百萬港元
<b>Expanding the business in Southern China</b>	<b>拓展華南地區業務</b>			
— launch of affordable locally manufactured fingerprint identification devices	— 推出本地製造可負擔指紋識別裝置	15.8	—	15.8
— enhancement of the quality of after-sales services and strengthening of the operation support	— 提高售後服務的質量及加強營運支援	5.1	(2.6)	2.5
<b>Improving the information technology system</b>	<b>改進資訊科技系統</b>	5.0	(2.4)	2.6
<b>Setting up a new and separate software development center in the PRC to further enhance and develop the Group’s software</b>	<b>於中國設立一個新的獨立軟件開發中心以進一步提升及開發本集團的軟件</b>	15.2	(1.8)	13.4
<b>Working capital</b>	<b>營運資金</b>	3.4	(3.4)	—
		<b>44.5</b>	<b>(10.2)</b>	<b>34.3</b>



# Management Discussion and Analysis

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As disclosed in the Prospectus, the Group's business objectives are to further its growth in existing business by strengthening marketing capabilities and expanding product portfolio through enhancing software development, in order to further enlarge its market share in Hong Kong and Macau and to become one of the active biometrics identification solutions providers in the PRC. The Directors intend to achieve the objectives by (i) launch affordable locally manufactured fingerprint identification devices as part of the expansion plan of the business in Southern China; (ii) enhance the quality of aftersales services and to strengthen the operation support as part of the expansion plan of the business in Southern China; (iii) improve the information technology system; (iv) set up a new and separate software development center in the PRC to further enhance and develop the Group's software; and (v) working capital of the Group.

The Group had planned to use approximately HK\$15.8 million of net proceeds to launch affordable locally manufactured fingerprint identification devices as part of the expansion plan of the business in Southern China. The Group has not yet launch affordable locally manufactured fingerprint identification devices. The Group is reviewing the needs and timeframe for launch of affordable locally manufactured fingerprint identification devices so as to capture the above-mentioned low-end market in the PRC.

The Group had planned to use approximately HK\$5.1 million of net proceeds to enhance the quality of aftersales services and to strengthen the operation support as part of the expansion plan of the business in Southern China. As at 30 September 2019, a total of approximately HK\$2.5 million was spent on enhancing the quality of aftersales services and to strengthen the operation support as part of the expansion plan of the business in Southern China.

The Group had planned to use approximately HK\$5.0 million of net proceeds to improve the information technology system. As at 30 September 2019, a total of approximately HK\$2.4 million was spent on improving the information technology system.

The Group had planned to use approximately HK\$15.2 million of net proceeds to set up a new and separate software development center in the PRC to further enhance and develop the Group's software. As at 30 September 2019, a total of approximately HK\$1.8 million was spent on setting up a new and separate software development center in the PRC to further enhance and develop the Group's software.

The Group had planned to use approximately HK\$3.4 million of net proceeds to working capital. As at 30 September 2019, a total of approximately HK\$3.4 million was spent on working capital.

誠如招股章程所披露，本集團的業務目標為透過加強營銷能力及加強軟件開發擴大產品組合，進一步發展其現有業務，旨在進一步擴大於香港及澳門的市場佔有率及成為活躍的中國生物特徵識別解決方案供應商之一。董事擬透過以下方式達成目標：(i) 推出本地製造可負擔指紋識別裝置，作為拓展華南地區業務計劃的一部分；(ii) 提高售後服務的質量及加強營運支援，作為拓展華南地區業務計劃的一部分；(iii) 改進資訊科技系統；(iv) 於中國設立一個新的獨立軟件開發中心以進一步提升及開發本集團的軟件；及(v) 本集團的營運資金。

本集團計劃動用約15.8百萬港元的所得款項淨額推出本地製造可負擔指紋識別裝置作為拓展華南地區業務計劃的一部分。本集團尚未推出本地製造可負擔指紋識別裝置。本集團現正檢討是否需要推出本地製造可負擔指紋識別裝置，亦在檢討其時間表，以把握上述中國低端市場機遇。

本集團計劃動用約5.1百萬港元的所得款項淨額提高售後服務的質量及加強營運支援作為拓展華南地區業務計劃的一部分。於2019年9月30日，合共約2.5百萬港元用於提高售後服務的質量及加強營運支援作為拓展華南地區業務計劃的一部分。

本集團計劃動用約5.0百萬港元的所得款項淨額改進資訊科技系統。於2019年9月30日，合共約有2.4百萬港元用於改進資訊科技系統。

本集團計劃動用約15.2百萬港元的所得款項淨額於中國設立一個新的獨立軟件開發中心以進一步提升及開發本集團的軟件。於2019年9月30日，合共約有1.8百萬港元用於中國設立一個新的獨立軟件開發中心以進一步提升及開發本集團的軟件。

本集團計劃動用約3.4百萬港元的所得款項淨額作為營運資金。於2019年9月30日，合共約有3.4百萬港元用作營運資金。

# Management Discussion and Analysis

## 管理層討論及分析

### CORPORATE GOVERNANCE PRACTICES

The Company endeavours to maintain high standard of corporate governance for the enhancement of shareholders' value and provide transparency, accountability and independence. Except for the deviation from code provision A.2.1, the Company had complied with the required code provisions set out in the Corporate Governance Code contained in Appendix 15 of the GEM Listing Rules (the "CG Code") since the Listing and up to the date of this report.

CG Code provision A.2.1 stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Yuen Kwok Wai, Tony ("Mr. Tony Yuen") is the chairman and the chief executive officer of the Company. In the view that Mr. Tony Yuen is one of the founders of the Group and has been operating and managing the Group since June 1999, the Board believes that it is in the best interest of the Group to have Mr. Tony Yuen taking up both roles for effective management and business development. Therefore the Board considers that the deviation from the CG Code provision A.2.1 is appropriate in such circumstance.

### COMPLIANCE WITH THE REQUIRED STANDARD OF DEALINGS IN SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings (the "Required Standard of Dealings") as the code for securities transactions by the Directors on the guidelines as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Further, the Company had made specific enquiry with all Directors and each of them has confirmed his/her compliance with the Required Standard of Dealings during the six months ended 30 September 2019 and up to the date of this report.

### 企業管治常規

本公司致力維持高水準企業管治以提高股東價值，並提供透明度、問責性及獨立性。除偏離守則條文第A.2.1條外，本公司自上市起及至本報告日期已遵守GEM上市規則附錄十五所載企業管治守則（「企業管治守則」）所載規定守則條文。

企業管治守則條文第A.2.1條規定，主席與行政總裁的角色應予區分且不應由同一人士擔任。阮國偉先生（「阮國偉先生」）為本公司主席兼行政總裁。鑒於阮國偉先生為本集團創辦人之一且自1999年6月起一直營運及管理本集團，董事會認為就有效管理及業務發展而言，由阮國偉先生同時出任兩個職位合乎本集團的最佳利益。因此，董事會認為在有關情況下偏離企業管治守則條文第A.2.1條實屬恰當。

### 遵守董事進行證券交易的規定準則

本公司已就GEM上市規則第5.48至第5.67條所載指引採納交易規定準則（「交易規定準則」），作為規管董事進行證券交易的守則。再者，本公司已向全體董事作出具體查詢，而彼等各自已確認，於截至2019年9月30日止六個月期間以及截至本報告日期已遵守交易規定準則。

# Management Discussion and Analysis

## 管理層討論及分析

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 30 September 2019, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)), which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they were taken or deemed to have under such provisions of the SFO) or which were required pursuant to Section 352 of the SFO to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

#### Long positions

Ordinary share of the Company

### 董事及最高行政人員於本公司或任何關聯法團的股份、相關股份及債權證的權益及淡倉

於2019年9月30日，本公司董事及主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份及債權證中，擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉(包括彼等根據證券及期貨條例有關條文被認為或視作擁有的權益及淡倉)，或根據證券及期貨條例第352條須記錄在該條文所述登記冊內的權益及淡倉，或根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下：

#### 好倉

本公司普通股

Name	Capacity and nature of interest	Number of shares (note 1)	Percentage of the Company's issued share capital
名稱	身份及權益性質	股份數目 (附註1)	佔本公司已發行股本之百分比
Mr. Yuen Kwok Wai, Tony (“ <b>Mr. Tony Yuen</b> ”) (note 2) 阮國偉先生(「阮國偉先生」)(附註2)	Interest of controlled corporation 受控制法團權益	366,000,000 (L)	45.75%
Ms. Yuen Mei Ling, Pauline (“ <b>Ms. Pauline Yuen</b> ”) (note 2) 阮美玲女士(「阮美玲女士」)(附註2)	Interest of controlled corporation 受控制法團權益	366,000,000 (L)	45.75%

Note:

- The letter “L” denotes a long position in the shareholder's interest in the share capital of the Company.
- Delighting View Global Limited (“**Delighting View**”) directly holds 366,000,000 Shares. As Delighting View is beneficially owned as to 85% and 15% by Mr. Tony Yuen and Ms. Pauline Yuen respectively and Mr. Tony Yuen and Ms. Pauline Yuen are parties acting in concert, each of Mr. Tony Yuen and Ms. Pauline Yuen is deemed to be interested in all the Share held by Delighting View under the SFO.

附註：

- 英文字母「L」表示股東於本公司股本的好倉。
- Delighting View Global Limited (「**Delighting View**」) 直接持有366,000,000股股份。由於Delighting View分別由阮國偉先生及阮美玲女士實益擁有85%及15%，且阮國偉先生及阮美玲女士為一致行動人士，故根據證券及期貨條例，阮國偉先生及阮美玲女士各自被視為於Delighting View所持有的所有股份中擁有權益。

# Management Discussion and Analysis

## 管理層討論及分析

Save as disclosed above, as at 30 September 2019, none of the Directors and chief executive of the Company or their associates (as defined in the GEM Listing Rules) 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) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which each of them has taken or deemed to be taken under the provisions of the SFO); or which were required, pursuant to Section 352 of the SFO, to be entered into the register referred to therein; or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

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

As at 30 September 2019, so far as is known to the Directors, the following persons, not being Directors or chief executive of the Company had, or were deemed to have, interests or short position in the shares or underlying shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO; or which were recorded in the register required to be kept by the Company under Section 336 of the SFO; or who is directly or indirectly, to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company:

#### Long positions

Ordinary shares of the Company

除上文所披露者外，於2019年9月30日，概無本公司董事及主要行政人員或彼等之聯繫人（定義見GEM上市規則）於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債券中，擁有任何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的權益或淡倉（包括根據證券及期貨條例有關條文彼等各自被當作或視為擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄於該條例所指登記冊內的權益或淡倉，或根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益或淡倉。

### 主要股東及其他人士於本公司股份及相關股份的權益及淡倉

於2019年9月30日，據董事所知，下列人士（並非董事或本公司最高行政人員）於股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉；或須記錄於本公司根據證券及期貨條例第336條所存置登記冊的權益或淡倉；或直接或間接擁有附帶權利於任何情況下均可在本公司的股東大會上投票的任何類別股本面值5%或以上權益：

#### 好倉

本公司普通股

Name	Capacity and nature of interest	Number of shares (note 1) 股份數目 (附註1)	Percentage of the Company's issued share capital 佔本公司已發行股本之百分比
Delighting View (note 2) Delighting View (附註2)	Beneficial owner 實益擁有人	366,000,000 (L)	45.75%
Super Arena Limited ("Super Arena") (note 3) Super Arena Limited (「Super Arena」)(附註3)	Beneficial owner 實益擁有人	100,000,000 (L)	12.5%
Mr. Kor Sing Mung, Michael ("Mr. Kor") (note 3) Kor Sing Mung Michael先生(「Kor先生」)(附註3)	Interest of controlled corporation 受控制法團權益	100,000,000 (L)	12.5%

# Management Discussion and Analysis

## 管理層討論及分析

### Notes:

1. The letter “L” denotes a long position in the shareholder's interest in the share capital of the Company.
2. As Delighting View is beneficially owned as to 85% and 15% by Mr. Tony Yuen and Ms. Pauline Yuen respectively and Mr. Tony Yuen and Ms. Pauline Yuen are parties acting in concert, each of Mr. Tony Yuen and Ms. Pauline Yuen is deemed to be interested in all the Shares held by Delighting View under the SFO.
3. Super Arena directly holds 100,000,000 Shares. As Super Arena is beneficially owned as to 70% by Mr. Kor, Mr. Kor is deemed to be interested in all the Shares held by Super Arena under the SFO.

Save as disclosed above, as at 30 September 2019, the Directors are not aware of any other person, other than Directors and the chief executive of the Company who had, or was deemed to have, interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or, which were recorded in the register required to be kept by the Company under Section 336 of the SFO; or who is directly or indirectly, to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or options in respect of such share capital.

### PURCHASES, SALES OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 September 2019.

### Compliance Adviser's Interests

As at the date of this report, save and except for (i) the participation of Ample Capital Limited (the “**Compliance Adviser**”) as the sponsor and Ample Orient Capital Limited as one of the underwriters and joint lead managers in relation to the Listing; and (ii) the compliance adviser's agreement entered into between the Company and the Compliance Adviser dated 25 January 2018, neither the Compliance Adviser, nor any of its directors, employees or close associates (as defined in the GEM Listing Rules) had any interests in the securities of the Company or any other companies of the Group (including options or rights to subscribe for such securities) which is required to be notified to the Company pursuant to rule 6A.32 of the GEM Listing Rules.

### Competing Interests

The Directors confirm that as at 30 September 2019, none of the Directors, the controlling shareholders of the Company and their respective associates (as defined in the GEM Listing Rules) had any interest in any business which competes or is likely to compete, directly or indirectly, with the business of the Group or any other conflicts of interest with the Group.

### 附註：

1. 英文字母「L」表示股東於本公司股本的好倉。
2. 由於Delighting View分別由阮國偉先生及阮美玲女士實益擁有85%及15%，且阮國偉先生及阮美玲女士為一致行動人士，故根據證券及期貨條例，阮國偉先生及阮美玲女士各自被視為於Delighting View所持有的所有股份中擁有權益。
3. Super Arena直接持有100,000,000股股份。由於Super Arena由Kor先生實益擁有70%，故根據證券及期貨條例，Kor先生被視為於Super Arena所持有的所有股份中擁有權益。

除上文所披露者外，於2019年9月30日，董事並不知悉任何其他人士（董事及本公司最高行政人員除外）於本公司股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉；或須記錄於本公司根據證券及期貨條例第336條所存置登記冊的權益或淡倉；或直接或間接擁有附帶權利於任何情況下均可在本公司股東大會上投票的任何類別股本面值5%或以上權益或有關該股本的購股權。

### 購買、出售或贖回本公司上市證券

截至2019年9月30日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 合規顧問權益

於本報告日期，除(i)豐盛融資有限公司（「合規顧問」，作為保薦人）及豐盛東方資本有限公司（作為包銷商及聯席牽頭經辦人之一）參與上市；及(ii)本公司與合規顧問訂立日期為2018年1月25日的合規顧問協議外，合規顧問或其任何董事、僱員或緊密聯繫人（定義見GEM上市規則）並無擁有本公司或本集團任何其他成員公司任何證券權益（包括購股權或認購有關證券的權利），而有關權益根據GEM上市規則第6A.32條須知會本公司。

### 競爭權益

董事確認，於2019年9月30日，概無董事、本公司控股股東及彼等各自的聯繫人（定義見GEM上市規則）與本集團業務直接或間接構成競爭或可能構成競爭的任何業務中擁有任何權益或與本集團有任何其他利益衝突。

# Management Discussion and Analysis

## 管理層討論及分析

### AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in compliance with rules 5.28 and 5.29 of the GEM Listing Rules and code provisions C.3.3 and C.3.7 of the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control systems of the Group. The Audit Committee comprises three independent non-executive Directors, namely Mr. Chung Billy (chairman of the Audit Committee), Mr. Hui Man Ho, Ivan and Mr. Mui Pak Kuen.

The unaudited condensed consolidated financial statements of the Company for the three and six months ended 30 September 2019 has been reviewed by the Audit Committee. The Audit Committee is of the opinion that such financial information complies with the applicable accounting standards, the GEM Listing Rules and legal requirements, and that adequate disclosure have been made.

By order of the Board  
**Prime Intelligence Solutions Group Limited**  
匯安智能科技集團有限公司  
**Mr. Yuen Kwok Wai, Tony**  
Chairman

Hong Kong, 7 November 2019

As at the date of this report, the executive Directors are Mr. Yuen Kwok Wai, Tony, Ms. Yuen Mei Ling, Pauline, and Ms. Sun Ngai Chu, Danielle; the non-executive Director is Mr. Yam Chiu Fan, Joseph; and the independent non-executive Directors are Mr. Hui Man Ho, Ivan, Mr. Chung Billy and Mr. Mui Pak Kuen.

### 審核委員會

本公司已遵循GEM上市規則第5.28及5.29條以及企業管治守則條文第C.3.3及C.3.7條成立審核委員會，並以書面列明其職權範疇。審核委員會的主要職責為檢討及監察本集團的財務申報程序及內部監控系統。審核委員會由三名獨立非執行董事組成，即鍾定縉先生（審核委員會主席）、許文浩先生及梅栢權先生。

本公司截至2019年9月30日止三個月及六個月的未經審核簡明綜合財務報表已經審核委員會審閱。審核委員會認為，有關財務資料符合適用會計準則、GEM上市規則及法定要求，並已作出足夠披露。

承董事會命  
**Prime Intelligence Solutions Group Limited**  
匯安智能科技集團有限公司  
主席  
阮國偉先生

香港，2019年11月7日

於本報告日期，執行董事為阮國偉先生、阮美玲女士及孫毅珠女士；非執行董事為任超凡先生；及獨立非執行董事為許文浩先生、鍾定縉先生及梅栢權先生。

**Prime Intelligence Solutions Group Limited**  
**匯安智能科技集團有限公司**