



**深圳市海王英特龍
生物技術股份有限公司**
SHENZHEN NEPTUNUS INTERLONG
BIO-TECHNIQUE COMPANY LIMITED*

(a joint stock limited company incorporated
in the People's Republic of China)
(於中華人民共和國註冊成立之股份有限公司)

Stock Code 股份代號：8329

* For identification purpose only 僅供識別之用



Third Quarterly Report
2020 第三季度報告

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 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 Shenzhen Neptunus Interlong Bio-technique Company 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。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方可作出投資決定。

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主板買賣之證券承受較大的市場波動風險，同時無法保證在**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聯交所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倚賴該等內容而引致的任何損失承擔任何責任。

本報告的資料乃遵照聯交所的《GEM證券上市規則》(「GEM上市規則」)而刊載，旨在提供有關深圳市海王英特龍生物技術股份有限公司(「本公司」)的資料。本公司的董事(「董事」)願就本報告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成份，且並無遺漏任何事項，足以令致本報告或其所載任何陳述產生誤導。

QUARTERLY RESULTS (UNAUDITED)

The board of Directors (the “Board”) of the Company is pleased to present the unaudited condensed consolidated financial statements of the Company and its subsidiaries (collectively the “Group”) for the nine months ended 30 September 2020 (the “Reporting Period”), together with the unaudited comparative figures for the corresponding period of 2019.

季度業績(未經審核)

本公司董事會(「董事會」)欣然呈列本公司及其附屬公司(統稱「本集團」)截至二零二零年九月三十日止九個月(「報告期間」)之未經審核簡明綜合財務報表連同二零一九年同期之未經審核比較數字。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)

簡明綜合損益及其他全面收益表(未經審核)

For the three months and nine months ended 30 September 2020

截至二零二零年九月三十日止三個月及九個月

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Note 附註				
Revenue	收入	4	300,142	288,177	763,892
Cost of sales	銷售成本		(127,575)	(110,843)	(296,031)
Gross profit	毛利		172,567	177,334	467,861
Other revenue	其他收入	4	3,651	2,650	6,935
Other net income	其他收入淨額	4	371	681	2,515
Selling and distribution expenses	銷售及分銷開支		(128,585)	(129,011)	(347,353)
Administrative expenses	行政開支		(15,372)	(15,018)	(44,922)
Other operating expenses	其他經營開支		(18,363)	(10,592)	(30,829)
Profit from operations	經營溢利		14,269	26,044	54,207
Finance costs	財務成本	5	(240)	(385)	(1,041)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)

簡明綜合損益及其他全面收益表(未經審核)

For the three months and nine months ended 30 September 2020

截至二零二零年九月三十日止三個月及九個月

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月		
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	
	Note 附註					
Profit before taxation	除稅前溢利	5	14,029	25,659	36,335	53,166
Income tax expenses	所得稅開支	6	(2,792)	(6,526)	(5,844)	(12,653)
Profit and total comprehensive income for the period	期內溢利及全面收益總額		11,237	19,133	30,491	40,513
Profit and total comprehensive income for the period attributable to:	以下各項應佔期內溢利及全面收益總額：					
Owners of the Company	本公司擁有人		10,255	17,674	28,505	36,226
Non-controlling interests	非控股權益		982	1,459	1,986	4,287
			11,237	19,133	30,491	40,513
Earnings per share for profit attributable to the owners of the Company during the period	期內本公司擁有人應佔溢利之每股盈利					
Basic and diluted	基本及攤薄	8	RMB0.61 cents 人民幣0.61分	RMB1.05 cents 人民幣1.05分	RMB1.70 cents 人民幣1.70分	RMB2.16 cents 人民幣2.16分

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

簡明綜合權益變動表(未經審核)

For the nine months ended 30 September 2020

截至二零二零年九月三十日止九個月

		Attributable to owners of the Company 本公司擁有人應佔						Non-	Total
		Share Capital	Share Premium	Capital Reserve	Statutory Reserve Fund	Retained Earnings	Sub-total	controlling Interests	Total
		股本	股份溢價	資本儲備	法定公積金	保留盈利	小計	非控股權益	總權益
		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
At 1 January 2019 (Audited)	於二零一九年一月一日(經審核)	167,800	554,844	(188,494)	48,423	114,841	697,414	100,894	798,308
Change in equity for 2019	二零一九年權益變動								
Profit and total comprehensive income for the period	期內溢利及全面收益總額	-	-	-	-	36,226	36,226	4,287	40,513
Dividend paid from subsidiary to non-controlling interests	附屬公司支付予非控股權益股息	-	-	-	-	-	-	(1,800)	(1,800)
At 30 September 2019 (Unaudited)	於二零一九年九月三十日(未經審核)	167,800	554,844	(188,494)	48,423	151,067	733,640	103,381	837,021
As at 1 January 2020 (Audited)	於二零二零年一月一日(經審核)	167,800	554,844	(188,494)	48,465	174,531	757,146	102,784	859,930
Change in equity for 2020	二零二零年權益變動								
Profit and total comprehensive income for the period	期內溢利及全面收益總額	-	-	-	-	28,505	28,505	1,986	30,491
Dividend paid from subsidiary to non-controlling interests	附屬公司支付予非控股權益股息	-	-	-	-	-	-	(3,000)	(3,000)
At 30 September 2020 (Unaudited)	於二零二零年九月三十日(未經審核)	167,800	554,844	(188,494)	48,465	203,036	785,651	101,770	887,421

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended 30 September 2020

1. CORPORATE INFORMATION

The Company is a joint stock limited company registered in the People's Republic of China (the "PRC"). The registered office of the Company is located at Suite 2103, 21st Floor, Neptunus Yinhe Technology Mansion, 1 Keji Middle 3rd Road, Yuehai Sub-district, Nanshan District, Shenzhen, Guangdong Province, the PRC.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements for the nine months ended 30 September 2020 have been prepared in accordance with the applicable disclosure provision of the GEM Listing Rules on the Stock Exchange, including compliance with Hong Kong Accounting Standard ("HKAS") 34, "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The preparation of the unaudited condensed consolidated financial statements in conformity with HKAS 34 requires the management to make judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The unaudited condensed consolidated financial statements of the Reporting Period have been prepared in accordance with the same accounting policies adopted in the annual consolidated financial statements for the year ended 31 December 2019. The unaudited condensed consolidated financial statements of the Reporting Period do not include all the information and disclosures required for annual consolidated financial statements, and should be read in conjunction with the annual consolidated financial statements of the Group for the year ended 31 December 2019.

未經審核簡明綜合財務報表附註

截至二零二零年九月三十日止九個月

1. 公司資料

本公司為一家在中華人民共和國(「中國」)註冊的股份有限公司。本公司註冊辦事處位於中國廣東省深圳市南山區粵海街道科技中三路1號海王銀河科技大廈21樓2103室。

2. 編製基準及會計政策

截至二零二零年九月三十日止九個月之未經審核簡明綜合財務報表已根據聯交所GEM上市規則之適用披露條文編製，包括遵守香港會計師公會(「香港會計師公會」)所頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」。

編製符合香港會計準則第34號之未經審核簡明綜合財務報表要求管理層作出影響政策應用及按本年截至公告日期為止資產及負債、收入及開支申報數額之判斷、估計及假設。實際結果可能與該等估計有所不同。

報告期間之未經審核簡明綜合財務報表已按照與截至二零一九年十二月三十一日止年度之年度綜合財務報表所採納之相同會計政策編製。報告期間之未經審核簡明綜合財務報表並無載列年度綜合財務報表要求之所有資料及披露事項，並須與截至二零一九年十二月三十一日止年度之本集團年度綜合財務報表一併閱讀。

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

This unaudited condensed consolidated financial statements for the period ended 30 September 2020 comprises the Company and its subsidiaries.

The measurement basis used in the preparation of these unaudited condensed consolidated financial statements is the historical cost basis. These unaudited condensed consolidated financial statements are presented in Renminbi (“RMB”), which is also the functional currency of the Company and all amounts are rounded to the nearest thousand except where otherwise indicated.

The condensed consolidated financial statements are unaudited.

3. ADOPTION OF NEW AND AMENDED HKFRSs

(a) Adoption of new or revised HKFRSs effective on 1 January 2020

During the Reporting Period, the Group has applied for the first time the following new and amended HKFRSs issued by the HKICPA, which are relevant to the Group’s operations and effective for the Group’s consolidated financial statements for the annual period beginning on 1 January 2020:

Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform
Amendments to HKAS 1 and HKAS 8	Definition of Material

The adoption of the above amended HKFRSs had no material impact on and the Group’s financial position for the current and prior periods have been prepared and presented.

2. 編製基準及會計政策(續)

截至二零二零年九月三十日止期間的未經審核簡明綜合財務報表包括本公司及其附屬公司。

編製未經審核簡明綜合財務報表時所使用的計量基準為歷史成本基準。未經審核簡明綜合財務報表乃以人民幣(「人民幣」)呈列，而人民幣亦為本公司的功能貨幣，除另有指明外，所有金額均以四捨五入方式約整至最接近的千位數。

本簡明綜合財務報表未經審核。

3. 採納新訂及經修訂香港財務報告準則

(a) 採納於二零二零年一月一日開始生效之新訂立及經修訂香港財務報告準則

於本報告期間，本集團已首次採用下列由香港會計師公會頒佈與本集團營運有關且於本集團於二零二零年一月一日開始之年度期間之綜合財務報表生效之新訂及經修訂香港財務報告準則：

香港財務報告準則第3號(修訂本)	業務的定義
香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號(修訂本)	利率基準改革
香港會計準則第1號及香港會計準則第8號(修訂本)	重大的定義

採納上述經修訂香港財務報告準則對本集團已編製及呈報的本期間及過往期間的財務狀況並無重大影響。

3. ADOPTION OF NEW AND AMENDED HKFRSs (CONTINUED)

(b) Issued but not yet effective HKFRSs

At the date of authorisation of the Group's condensed consolidated interim financial statements, certain new and amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Group.

Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current
Amendment to HKFRS 16	COVID-19 Related Rent Concessions

The directors are currently assessing the possible impact of these amended standards on the Group's results and financial position in the first year of application. The directors consider that these amendments are unlikely to have a material impact to the Group's consolidated financial statements.

3. 採納新訂及經修訂香港財務報告準則(續)

(b) 已發行但尚未生效的香港財務報告準則

在批准本集團之簡明綜合中期財務報表當日，若干新訂及經修訂香港財務報告準則已頒布但仍未生效，本集團並沒有提早採納該等準則。

香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合營企業之間的資產出售或注資
香港會計準則第1號(修訂本)	將負債分類為流動或非流動
香港財務報告準則第16號(修訂本)	與COVID-19有關的租金優惠

目前董事正在評估該等經修訂準則於首年應用中可能對本集團業績及財務狀況帶來的影響。董事認為該等修訂不太可能對本集團之綜合財務報表產生重大影響。

4. REVENUE AND OTHER REVENUE

Revenue arises mainly from manufacturing and selling of medicines and the sales and distribution of medicines and healthcare products.

4. 收入及其他收入

收入來自生產及銷售藥品以及銷售及分銷藥品及保健品。

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Revenue	收入				
Manufacturing and selling of medicines	生產及銷售藥品	129,468	134,639	328,950	376,894
Sales and distribution of medicines and healthcare products	銷售及分銷藥品及保健品	170,674	153,538	430,738	386,998
		300,142	288,177	759,688	763,892

For the nine-month period ended 30 September 2020, the revenue from sales and distribution of medicines and healthcare products included the revenue from pharmaceutical sales management services of approximately RMB3,842,000 and manufacturing and selling of medicines included the revenue from sales of medical devices of approximately RMB52,584,000.

截至二零二零年九月三十日止九個月期間，銷售及分銷藥品和保健品收入包含了藥品銷售管理服務收入約人民幣3,842,000元及生產和銷售藥品收入包括醫療器械銷售收入約人民幣52,584,000元。

4. REVENUE AND OTHER REVENUE (CONTINUED)

4. 收入及其他收入(續)

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Other revenue	其他收入				
Interest income from bank deposits	銀行存款利息收入	923	1,252	2,342	4,105
Interest income from principal protected deposits	保本型存款利息收入	2,099	826	3,186	1,334
Government subsidy income	政府補貼				
– released from deferred revenue	– 轉撥自遞延收益	101	101	300	300
– directly recognized in profit or loss	– 直接計入損益	1,570	56	3,330	199
Change in fair value of financial assets through profit or loss	計入損益之金融資產 公平值變動	(989)	413	1,561	992
Other	其他	(53)	2	82	5
		3,651	2,650	10,801	6,935
Other net income	其他收入淨額				
Reversal of impairment loss on trade and other receivables	應收賬款及其他應收款減值 虧損撥回	199	–	483	–
Reversal of write down of inventories	撇減存貨撥回	114	673	783	2,449
Net foreign exchange gains	匯兌收益淨額	–	–	32	58
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	58	8	388	8
Others	其他	–	–	899	–
		371	681	2,585	2,515

5. PROFIT BEFORE TAXATION

Profit before taxation is arrived after deducting the following:

5. 除稅前溢利

除稅前溢利乃經扣除以下各項：

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
(a) Finance costs	(a) 財務成本				
Interest on bank loans and other borrowings	銀行貸款利息及其他借款	240	335	750	878
Financial cost on lease liabilities	租賃負債的財務成本	-	50	-	163
Total interest expense on financial liabilities not at fair value through profit or loss	並非透過損益按公平值列賬金融負債的利息開支總額	240	385	750	1,041
(b) Staff costs (including directors' emoluments)	(b) 員工成本(包括董事酬金)				
Salaries, wages and other benefits	薪金、工資及其他福利	22,192	22,111	65,668	63,103
Contributions to defined contribution retirement plans	定額供款退休計劃的供款	2,643	3,955	6,123	12,168
		24,835	26,066	71,791	75,271

5. PROFIT BEFORE TAXATION (CONTINUED)

5. 除稅前溢利(續)

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
(c) Other Item	(c) 其他項目				
Depreciation of right-of-use assets	使用權資產折舊	393	775	1,178	2,321
Amortisation of intangible assets (Note)	無形資產攤銷 (附註)	1,041	993	3,109	2,981
Impairment loss on intangible assets (Note)	無形資產減值虧損 (附註)	–	–	13,588	–
Estimated loss from the legal proceedings (Note)	預計訴訟賠償損失 (附註)	5,589	–	5,589	–
Depreciation of property, plant and equipment	物業、廠房及設備折舊	4,329	3,531	12,574	10,955
Cost of inventories	存貨成本	124,868	105,045	340,879	287,177
Research & development costs (Note)	研發費用 (附註)	5,534	6,402	15,909	21,888
Short-term lease expenses: minimum lease payment	短期租賃開支： 最低租賃付款	444	347	2,868	1,333
Impairment on – trade receivables (Note)	減值 – 應收賬款(附註)	(364)	(14)	256	529
– other receivables (Note)	– 其他應收款項(附註)	2,876	–	3,000	2
Loss on disposal of property, plant and equipment (Note)	處置物業、廠房及設備 虧損(附註)	2,517	226	2,531	294
Write down of inventory (Note)	撇減存貨(附註)	648	2,113	2,181	4,255
Auditor's remuneration	核數師酬金	18	8	18	8
Auditor's non-audit services remuneration	核數師非審計酬金	267	262	519	540

5. PROFIT BEFORE TAXATION (CONTINUED)

Note: These amounts have been included in "Other operating expenses" in the unaudited condensed consolidated statement of profit or loss and other comprehensive income.

6. INCOME TAX

Income tax in the unaudited condensed consolidated statement of profit or loss and other comprehensive income represents:

5. 除稅前溢利(續)

附註：此等數額已計入未經審核簡明綜合損益及其他全面收益表之「其他經營開支」項內。

6. 所得稅

未經審核簡明綜合損益及其他全面收益表內的所得稅指：

		For the three months ended 30 September 截至九月三十日止三個月		For the nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Current tax	即期稅項				
Provision for PRC Enterprise Income Tax ("EIT")	中國企業所得稅撥備 (「企業所得稅」)	3,186	6,667	9,865	12,837
Deferred tax	遞延稅項				
Origination and reversal of temporary differences	暫時性差額的衍生及撥回	(394)	(141)	(4,021)	(184)
		2,792	6,526	5,844	12,653

Hong Kong Profits Tax has not been provided for as the Group had no assessable profit to Hong Kong Profits Tax during the Reporting Period (nine-month period ended 30 September 2019: Nil).

由於本集團於報告期間並無須繳納香港利得稅的應課稅溢利，故並無計提香港利得稅撥備(截至二零一九年九月三十日止九個月期間：無)。

6. INCOME TAX (CONTINUED)

The subsidiaries of the Group Fuzhou Neptunus Fuyao Pharmaceutical Company Limited and Fuzhou Neptunus Jinxiang Chinese Pharmaceutical Company Limited were recognised as high technology enterprise in Fujian Province. In accordance with the applicable enterprise income tax Law of the PRC, these subsidiaries are subject to the PRC EIT at a preferential rate of 15%.

The subsidiaries of the Group Xianning Neptunus Changjian Trading Company Limited and Jilin Neptunus Changjian Industrial Company Limited are small and micro enterprises. In accordance with the applicable enterprise income tax Law of the PRC, these subsidiaries are subject to the PRC EIT at a preferential rate of 20%.

The Company and the other PRC subsidiaries are subject to the PRC EIT at a rate of 25% for the Reporting Period (nine-month period ended 30 September 2019: 25%).

7. DIVIDENDS

The Board does not propose the payment of any dividend for the Reporting Period (2019: Nil).

8. EARNINGS PER SHARE

Basic earnings per share

For the three-month and nine-month periods ended 30 September 2020, the calculation of basic earnings per share was based on the profit attributable to owners of the Company of approximately RMB10,255,000 and RMB28,505,000 respectively (three-month and nine-month periods ended 30 September 2019: profit of approximately RMB17,674,000 and RMB36,226,000 respectively) and the weighted average number of 1,678,000,000 ordinary shares in issue for the three-month and nine-month periods ended 30 September 2020 (2019: 1,678,000,000 ordinary shares).

Diluted earnings per share

Diluted earnings per share for the three-month and nine-month periods ended 30 September 2020 and 2019 equals to basic earnings per share because there were no potential dilutive ordinary shares outstanding during these periods.

6. 所得稅(續)

本集團之附屬公司福州海王福藥製藥有限公司及福州海王金象中藥製藥有限公司為福建省高新技術企業。根據適用的中國企業所得稅法，該等附屬公司需按15%的優惠稅率繳納中國企業所得稅。

本集團之附屬公司咸寧海王長健貿易有限公司及吉林海王長健實業有限公司為小微企業。根據財政部稅務總局關於實施小微企業普惠性稅收減免政策的通知，該等附屬公司需按20%的優惠稅率繳納中國企業所得稅。

於報告期間，本公司及其他中國附屬公司須按25%的中國企業所得稅稅率納稅(截至二零一九年九月三十日止九個月期間：25%)。

7. 股息

董事會並不建議就報告期間派付任何股息(二零一九年：無)。

8. 每股盈利

每股基本盈利

截至二零二零年九月三十日止三個月及九個月期間，每股基本盈利乃分別根據本公司擁有人應佔溢利約人民幣10,255,000元及約人民幣28,505,000元(截至二零一九年九月三十日止三個月及九個月期間：分別約為溢利人民幣17,674,000元及約人民幣36,226,000元)以及截至二零二零年九月三十日止三個月及九個月期間已發行普通股加權平均數1,678,000,000股(二零一九年：1,678,000,000股普通股)計算。

每股攤薄盈利

由於截至二零二零年及二零一九年九月三十日止三個月及九個月期間內並無具潛在攤薄影響的已發行普通股，因此該等期間的每股攤薄盈利與每股基本盈利相等。

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the Reporting Period, the Group was principally engaged in the research and development, manufacturing and selling of medicines, and the purchase and sales of medicines and healthcare food products in the PRC. The medicines being sold by the Group mainly cover four therapeutic areas which are oncology, cardiovascular system, respiratory system and digestive system.

Research and Development, Manufacturing and Selling of Medicines

Currently, the Group manufactures its own medicines through its production base (“Fuzhou Production Base”) located in Jin’an District, Fuzhou, Fujian Province, the PRC, including Chinese medicines (which includes more than a dozen of dosage forms such as tablets, capsules, granules, oral solutions and tinctures) and chemical medicines (which includes various dosage forms, namely tablets, capsules, granules, small volume injections and large volume injections), with nearly 500 approval documents being registered and approximately 170 varieties being included into the “Catalogue of Drugs for Basic National Medical Insurance” (國家基本醫療保險藥品目錄). The Fuzhou Production Base is the only narcotic production base in Fujian Province designated by the State.

Currently, the Group’s research and development work fulfills the internal development demands of the Group mainly through conducting independent research and development and cooperation with external research and development institutions. Two pharmaceutical manufacturing subsidiaries of the Group are recognized as high-tech enterprises in Fujian Province and entitled to enjoy preferential corporate income tax treatment for high-tech enterprises. The said subsidiaries currently possess various new drugs and exclusive products with self-owned intellectual property rights, including Tegafur, Gimeracil and Oteracil Potassium Tablets (the “TGOP Tablets” or 替吉奧片, an anti-gastric cancer drug), Xiaozheng Yigan Tablets (消症益肝片, an anti-liver-cancer drug), Proteoglycan Tablets (多糖蛋白片, for enhancing the immune system), Biyuan Capsules (鼻淵膠囊, an anti-rhinitis medicine), Amaranth Berberine Capsules (莧菜黃連素膠囊, a drug for acute diarrhea), Pre-filled Catheter Flusher (預充式導管沖洗器, a Class III

管理層討論及分析

業務回顧

本集團於報告期間主要在中國從事藥品的研發、生產及銷售，以及藥品及保健食品的購銷。本集團銷售的藥品主要涵蓋腫瘤、心血管系統、呼吸系統及消化系統四大治療領域。

藥品研發、生產及銷售

目前，本集團的自有藥品通過位於中國福建省福州市晉安區的生產基地（「福州生產基地」）進行生產，包括中成藥（含片劑、膠囊劑、顆粒劑、口服液、酏劑等十幾個劑型）、化藥（含片劑、膠囊劑、顆粒劑、小容量注射劑、大容量注射劑等多個劑型）近500個註冊批文，且約有170個品規入選了國家基本醫療保險藥品目錄。福州生產基地是國家在福建省唯一指定的麻醉品生產基地。

目前本集團研發工作主要通過自主研發和與外部研發機構合作的方式服務本集團的內部發展需求。本集團旗下現有兩家製藥附屬公司為福建省高新技術企業，可享受高新技術企業所得稅優惠政策。他們目前擁有多個新藥和自主知識產權獨家產品，如抗胃癌藥替吉奧片（「替吉奧片」）、抗肝癌藥消症益肝片、提高免疫力的多糖蛋白片、抗鼻炎用藥鼻淵膠囊、急性腹瀉用藥莧菜黃連素膠囊、預充式導管沖洗器（國家第三類醫療器械產品）以及HTK心肌保護停跳液（國家第三類醫療器械產品）等。本集團相關附屬公司與獨立第三方合作開發之醫療器械產品—預充式導管沖洗器，已於去年完成中國大陸醫療器械註冊、醫療器械生產產品登記，並開始生產及銷售，目前銷售良好。本集團一家

BUSINESS REVIEW (CONTINUED)

Research and Development, Manufacturing and Selling of Medicines (Continued)

medical device) and HTK Myocardial Protection Cardioplegic Solution (HTK心肌保護停跳液, a Class III medical device). Prefilled Catheter Flusher (預充式導管沖洗器), which was co-developed by a relevant subsidiary of the Group and an independent third party, the medical device registration and the manufacturing registration procedure of which were completed in the PRC, and production and sales have commenced since last year, and its sales is good. A subsidiary of the Group has been included into “Cultivation and Development Library of Little Giant Leading Enterprises in Science and Technology” of Fujian Province since 2016 with a term of validity of 5 years and was therefore entitled to supportive measures such as a special fund as an award of additional tax deduction on research and development expenses according to the relevant rules.

Under the national policy in relation to quality consistency evaluation for generic drugs promulgated in 2016, appropriate types of medicines were proactively selected by a pharmaceutical manufacturing subsidiary of the Group and the first batch of selected medicines were selected to undergo the quality consistency evaluation for generic drugs in 2016. Currently, one of the selected medicines, Sodium Bicarbonate Tablets (碳酸氫鈉片), has already passed the consistency of quality and efficacy evaluation. Norfloxacin Capsules (諾氟沙星膠囊) and Vitamin B6 Tablets (維生素B6片) are undergoing evaluation in the Center for Drug Evaluation of the National Medical Products Administration. The relevant work of quality consistency evaluation for other selected medicines is under orderly progress.

The supply of Tegafur, one of the active ingredients of the Group’s anti-cancer drug TGOP Tablets, has been tight across the PRC since the year 2018. Manufacturers of TGOP products (including capsules and tablets) in the PRC were affected to various extents. Currently, the Group already found other source of Tegafur supply and the impact on the production and sales of TGOP Tablets caused by insufficient Tegafur supply has been mitigated. In addition, as TGOP products have been included into the Drug Directory for “4+7” Procurement with Target Quantity and its price declined sharply, the market expansion, sales volume and profit margin of the TGOP Tablets of the Group were greatly affected.

業務回顧(續)

藥品研發、生產及銷售(續)

附屬公司自2016年起被列入福建省「科技小巨人領軍企業培育發展庫」，有效期5年，據此該附屬公司可根據有關規定獲得相關研發費用加計扣除獎勵專項資金等扶持措施。

根據國家於二零一六年出台的有關仿製藥一致性評價的政策，本集團旗下相關製藥附屬公司已積極篩選品種，並於二零一六年度啟動了首批篩選品種的仿製藥一致性評價。目前已有一個品種，即碳酸氫鈉片，成功通過一致性評價。諾氟沙星膠囊及維生素B6片正在國家藥品監督管理局藥品審評中心評審中。其他品種的一致性評價相關工作正在有序推進中。

本集團抗癌藥替吉奧片其中一種原料藥替加氟自二零一八年起在全國範圍內供應緊缺，國內替吉奧產品(包括膠囊劑和片劑)的生產廠家均受到了不同程度的影響。目前，本集團已找到替加氟原料供應來源，緩解了因替加氟原料供應不足對替吉奧片的生產和銷售帶來的影響。此外，因替吉奧產品已入選「4+7」帶量採購藥品目錄，價格大幅下降，本集團替吉奧片的市場拓展、銷量及利潤空間受到較大影響。

BUSINESS REVIEW (CONTINUED)

Research and Development, Manufacturing and Selling of Medicines (Continued)

Under the impact of national policies, hospitals have restricted the use of antibiotics and gradually eliminated outpatient transfusion. In addition, there is more intensified drug tender competition and stricter inspections of drug production and quality. As a result, there is further pressure on the operation of pharmaceutical manufacturing enterprises. Meanwhile, the profit margin of the sales and manufacturing business of the Group has further decreased due to decrease in the selling price of the drugs, increase in the price of active ingredients, higher quality requirement for drugs, increased investment in the pharmaceutical enterprise drug quality assurance system and the increasing costs for drug re-registration and quality consistency evaluation. In addition, due to the COVID-19 outbreak, the demand for non-COVID-19 medicines from medical institutions across the country decreased and anticold medicines, anti-tussive medicines and antipyretics have been under regulation, which affected the sales of the self-manufactured medicines of the Group.

A 80%-owned subsidiary of the Company (the "Subsidiary") was served with a writ of summons ((2020) Hu 0120 Min Chu 1752 Hao*) ((2020)滬0120民初1752號), the "Writ" issued in the People's Court of Fengxian District*, Shanghai (上海市奉賢區人民法院), the PRC. The plaintiff (the "Plaintiff") in the Writ lodged the complaint over the "Tegafur Exclusive Agency Agreement" (替加氟獨家代理協議) against the Subsidiary. The Subsidiary proactively dealt with the proceeding and filed a counterclaim. During the Reporting Period, the People's Court of Fengxian District*, Shanghai (上海市奉賢區人民法院), the PRC issued a civil judgement ((2020) Hu 0120 Min Chu 1752 Hao* ((2020)滬0120民初1752號), the "Judgement") in relation to the legal proceedings, pursuant to which the Plaintiff (the defendant of the counterclaim case) had the right to confiscate the security deposit (保證金) of RMB3,000,000 paid by the Subsidiary (the defendant of the case and the plaintiff of the counterclaim case) under the terms of the said agreement, and the Subsidiary (the defendant of the case and the plaintiff of the counterclaim case) should pay RMB4,531,600 (after deducting relevant amounts) to the Plaintiff (the defendant of the counterclaim case) within the prescribed time limit as stated in the Judgement. It was expected that the Judgement will not affect the business and normal operations of the Group. The Subsidiary already lodged an appeal within the time period for appeal as prescribed in the Judgement. For details, please refer to the announcements of the Company dated 17 March 2020 and 8 September 2020.

業務回顧(續)

藥品研發、生產及銷售(續)

受國家政策影響，醫院限制抗生素用藥及逐步取消門診輸液。另外藥品投招標競爭加劇，藥品生產和質量檢查趨嚴等，製藥企業經營壓力進一步加大。同時，因藥品降價、原料藥漲價，藥品質量要求提高，藥企質量保障體系投入加大，藥品再註冊和一致性評價開支持續增加等原因，本集團藥品生產及銷售業務利潤空間進一步減小。此外，受新冠肺炎疫情影響，全國各地區醫療機構非防疫藥品的需求量下降，且抗感冒、止咳類和退熱類藥物受管控，本集團自製藥品的銷售受到一定影響。

本公司一間擁有80%權益的附屬公司(「該附屬公司」)接獲了中國上海市奉賢區人民法院發出的傳訊令狀((2020)滬0120民初1752號)(「該令狀」)。該令狀之原告就《替加氟獨家代理協議》向該附屬公司作出申索。對此，該附屬公司積極應訴，並及時提起反訴。於報告期間，中國上海市奉賢區人民法院已就該法律訴訟作出了的民事判決((2020)滬0120民初1752號)(「該判決」)，據此，原告(反訴被告)有權沒收該附屬公司(被告及反訴原告)於該協議項下支付之保證金人民幣3,000,000元，且該附屬公司(被告及反訴原告)應於該判決訂明的時限內向原告(反訴被告)償付人民幣4,531,600元(於抵扣相關款項後)。該判決預期將不會影響本集團之業務及正常營運。目前，該附屬公司已於該判決訂明的上訴期內提出上訴。詳情請參閱本公司日期為二零二零年三月十七日及二零二零年九月八日之公告。

BUSINESS REVIEW (CONTINUED)

Purchase and Sales of Medicines and Healthcare Food Products

Currently, the main products distributed by the Group are medicines and healthcare food products which include the well-known product series of the Neptunus Ginkgo Leaves Tablets (海王銀杏葉片) and Neptunus Jinzun (海王金樽). The products are mainly distributed to ultimate medical institutions through professional sales promotion companies and sold to ultimate consumers through large-sized and medium-sized chain drugstores.

During the Reporting Period, macro factors such as the COVID-19 outbreak, the adjustments of the medical insurance policies and the centralized procurement policies of medicines impacted the purchase and sales of medicines and healthcare food products business of the Group. To mitigate the aforesaid impact and maintain the continuing growth of the business, the Group actively reassured and united its team to overcome the difficulties together, closely followed the development of the COVID-19 outbreak, kept up with the market focus, pushed forward the sales of epidemic prevention products by adopting flexible and diversified promotion strategies, took advantage of the recovering market to restart various sales promotions, and proactively follow up the tendering and bidding of medicine for hospitals to drive up the medicine sales to end medical institutions. With the above efforts, the purchase and sales of medicines and healthcare food products business of the Group maintained its growth momentum during the Reporting Period.

To adapt to the new policy environment, the purchase and sales of medicines and healthcare food products business segment of the Group transformed relevant business into a pharmaceutical product sales management service business based on the needs of end-use consumers and manufacturing enterprises. During the Reporting Period, the pharmaceutical product sales management service business was taken over by the Company in order to make overall plans and coordinate sales network and customer resources for better development of the business. In addition, the purchase and sales of medicines and healthcare food products business segment of the Group introduced a new segment, namely the low gross profit distribution business to expand and maintain market shares. The low gross profit distribution mainly involves the distribution of pharmaceutical products at competitive price to chain drugstores.

業務回顧(續)

藥品及保健食品購銷

目前，本集團代理的主要產品為藥品及保健食品，其中包括著名的海王銀杏葉片系列產品和海王金樽系列產品。代理產品主要通過專業銷售推廣公司分銷至終端醫療機構以及通過大中型連鎖藥店銷售給終端客戶。

於報告期間，新冠肺炎疫情、醫保政策調整及藥品集中採購政策等宏觀因素對本集團藥品及保健食品購銷業務帶來了一定影響。為緩解上述影響並保持業務的持續增長，本集團積極穩定團隊，以共克時艱，同時密切關注新冠肺炎疫情動向、緊跟市場焦點、採取靈活多樣營銷策略、推進防疫相關產品的銷售，並利用市場回暖機會，重新啟動各類促銷活動、積極跟進醫院藥品招投標，推動終端醫療機構的藥品銷售。通過上述努力，於報告期間，本集團藥品及保健食品購銷業務繼續保持了增長趨勢。

本集團藥品及保健食品購銷分部為適應新政策環境，根據終端客戶及生產企業的需求，將部分業務轉型為藥品銷售管理服務業務。於報告期間，該藥品銷售管理服務業務已由本公司接管，以統籌和協調本集團的銷售網絡和客戶資源，更好地發展該業務。此外，於報告期間，本集團藥品及保健食品購銷分部新增了低毛利分銷業務，主要向連鎖藥店分銷具有價格優勢的藥品，以擴大和保障市場地位。

FINANCIAL REVIEW

The Group's revenue during the Reporting Period was approximately RMB759,688,000, representing a decrease of approximately 0.55% from approximately RMB763,892,000 for the corresponding period of last year. In relation to the Group's revenue, approximately RMB328,950,000, which amounted to approximately 43.30% of the Group's total revenue, was derived from the manufacturing and selling of medicines segment, while approximately RMB430,738,000, which amounted to approximately 56.70% of the Group's total revenue, was derived from the sales and distribution of medicines and healthcare products segment. During the Reporting Period, the Group's revenue from the manufacturing and selling of medicines segment decreased by approximately 12.72% as compared with the corresponding period of last year, while the revenue of the sales and distribution of medicines and healthcare products segment increased by approximately 11.30%. Thereby, the total revenue of the Group resulted in a slight decrease. During the Reporting Period, the Group's revenue derived from the sales of medical devices was approximately RMB52,584,000, which amounted to approximately 15.99% of the revenue of the manufacturing and selling of medicines segment; the Group's revenue derived from the sales management services of pharmaceutical products was approximately RMB3,842,000, which amounted to approximately 0.89% of the revenue from the sales and distribution of medicines and healthcare products segment.

During the Reporting Period, the Group's gross profit margin was approximately 54%, representing a decrease of approximately 7 percentage points from approximately 61% for the corresponding period of last year. The decrease in gross profit margin was mainly attributable to the low gross profit margin of a new distribution business.

The Group's gross profit during the Reporting Period was approximately RMB412,367,000, representing a decrease of approximately 11.86% from approximately RMB467,861,000 for the corresponding period of last year. The decrease in gross profit was mainly because of the slight decrease in the overall revenue of the Group due to the COVID-19 outbreak and the gross profit margin decreased as well.

財務回顧

本集團於報告期間之收入約為人民幣759,688,000元，較去年同期約人民幣763,892,000元下降約0.55%。於本集團收入中，約人民幣328,950,000元來自於生產和銷售藥品分部，佔本集團收入約43.30%；約人民幣430,738,000元來自於銷售及分銷藥品及保健品分部，佔本集團收入約56.70%。於報告期間，生產和銷售藥品分部的收入較去年同期下降約12.72%；銷售及分銷藥品及保健品分部的收入較去年同期上升約11.30%，因此本集團整體收入略有下降。於報告期間，本集團醫療器械銷售收入約人民幣52,584,000元，約佔生產和銷售藥品分部收入的15.99%；本集團藥品銷售管理服務業務收入約人民幣3,842,000元，約佔銷售及分銷藥品及保健品分部收入的0.89%。

本集團於報告期間之毛利率約為54%，較去年同期約61%下降約7個百分點。毛利率較去年下降主要是因為新增的分銷業務毛利率較低。

本集團於報告期間之毛利約為人民幣412,367,000元，較去年同期約人民幣467,861,000元下降約11.86%。毛利下降主要是因為受新冠肺炎疫情的影響本集團整體收入略有下降；及毛利率也有所下降。

FINANCIAL REVIEW (CONTINUED)

During the Reporting Period, the Group's selling and distribution expenses were approximately RMB297,219,000, representing a decrease of approximately 14.43% from approximately RMB347,353,000 for the corresponding period of last year. The decrease in selling and distribution expenses was mainly attributable to the new distribution business as it does not incur any selling and distribution expenses.

The Group's administrative expenses for the Reporting Period were approximately RMB45,071,000, which was basically close to approximately RMB44,922,000 for the corresponding period of last year.

During the Reporting Period, the Group's other operating expenses amounted to approximately RMB46,378,000, representing an increase of approximately 50.44% from approximately RMB30,829,000 for the corresponding period of last year. Increase in other operating expenses was mainly because 1) the sales of the anesthetic drug products declined significantly during the Reporting Period due to the impact of the COVID-19 outbreak and the Group reviewed the valuation of the intangible assets of year 2019 on 30 June 2020, renewed the forecast value of the right of production and sale of the anesthetic drug and made a provision of approximately RMB13,588,000 for the impairment loss of the intangible assets according to the renewed forecast; and 2) provisions of approximately RMB5,589,000 and approximately RMB3,000,000 were respectively made for the estimated loss from the legal proceedings and the impairment of loss for the unrecoverable security deposit pursuant to the civil judgement ((2020) Hu 0120 Min Chu 1752 Hao* ((2020)滬0120民初1752號)) issued by the People's Court of Fengxian District*, Shanghai (上海市奉賢區人民法院), the PRC in relation to the legal proceedings regarding the "Tegafur Exclusive Agency Agreement" (替加氟獨家代理協議).

The Group's finance costs for the Reporting Period amounted to approximately RMB750,000, representing a decrease of approximately 27.95% as compared with approximately RMB1,041,000 of the corresponding period of last year. The main reason for the decrease of finance costs was that the office lease contracts were renewed this year with a term of one-year, which were not applicable to the HKFRS 16 "Leases" and resulted in the decrease of the interest from lease liability during the Reporting Period.

財務回顧(續)

本集團於報告期間之銷售及分銷開支約為人民幣297,219,000元，較去年同期約人民幣347,353,000元下降約14.43%。銷售及分銷開支減少主要是新增的低毛利分銷業務並無銷售及分銷開支。

本集團於報告期間之行政開支約為人民幣45,071,000元，與去年同期約人民幣44,922,000元基本持平。

本集團於報告期間之其他經營開支約為人民幣46,378,000元，較去年同期約人民幣30,829,000元上升約50.44%。其他經營開支增加主要是由於：1)受新冠肺炎疫情影響，麻醉藥產品銷售額於報告期間出現較大幅度下降，本集團於二零二零年六月三十日對2019年無形資產評估進行了覆核，更新了麻醉藥產銷權的預測值，本集團就新的預測結果作出了約人民幣13,588,000元對無形資產的減值虧損撥備；及2)依據中國上海市奉賢區人民法院就替加氟獨家代理協議法律訴訟作出的民事判決((2020)滬0120民初1752號)計提預計訴訟賠償損失為約人民幣5,589,000元，另有相關保證金預計無法收回，計提減值損失為約人民幣3,000,000元。

本集團於報告期間之財務成本約為人民幣750,000元，與去年同期約人民幣1,041,000元下降約27.95%。財務成本減少的主要原因為本年度重新簽訂辦公室租賃合同，期限為一年，不適用於香港財務報告準則第16號「租賃」，導致報告期間租賃負債利息有所減少。

FINANCIAL REVIEW (CONTINUED)

For the reasons above, the Group's profit after tax was approximately RMB30,491,000 for the Reporting Period, representing a decrease of approximately 24.74% from approximately RMB40,513,000 for the corresponding period of last year. Profit attributable to the owners of the Company was approximately RMB28,505,000 for the Reporting Period, representing a decrease of approximately 21.31% from approximately RMB36,226,000 for the corresponding period of last year.

LIQUIDITY AND FINANCIAL RESOURCES

The Group usually finances its operating and investing activities with its internal financial resources and bank loans. The Group's transactions are mainly denominated in Renminbi and the Group reviews its demand for working capital and financing on a regular basis.

Banking facilities

As at 30 September 2020, the Group's total banking facility amounted to RMB100,000,000, which is secured by pledge of buildings and prepaid lease payments of a subsidiary. As at 30 September 2020, the total banking facility was utilized to the extent of RMB30,000,000, and thus the short-term bank borrowings of RMB30,000,000 was outstanding.

Shareholder's entrusted loans

The Company obtained a shareholder's entrusted loan of RMB9,000,000 from Shenzhen Neptunus Bio-engineering Co., Ltd. ("Neptunus Bio-engineering") through an entrusted arrangement with a bank. Neptunus Bio-engineering had undertaken to the Company that it would not demand repayment of the above-mentioned shareholder's entrusted loan unless and until: (1) the repayment of such shareholder's entrusted loan would not adversely affect the operations of the Company and/or its business objectives as set out in the prospectus published by the Company on 29 August 2005 (the "Prospectus"); (2) each of the independent non-executive Directors was of the opinion that the repayment of such shareholder's entrusted loan would not adversely affect the operations of the Company and/or the implementation of its business objectives as set out in the Prospectus, and the Company would make an announcement in respect of the decision of the independent non-executive Directors made under (2); and (3) the Company had positive cash flow and retained earnings in the relevant financial year.

財務回顧(續)

由於上述原因，本集團於報告期間之稅後溢利約為人民幣30,491,000元，較去年同期約人民幣40,513,000元下降約24.74%；本公司於報告期間之擁有人應佔溢利約為人民幣28,505,000元，較去年同期約人民幣36,226,000元下降約21.31%。

流動資金及財務資源

本集團一般以內部財務資源及銀行借貸作為其經營及投資活動之資金。本集團之買賣交易主要以人民幣列值，並定期檢討對流動資金及融資的需要。

銀行融資

於二零二零年九月三十日，本集團之銀行融資總額度為人民幣100,000,000元，由一家附屬公司的房屋及預付租賃款項作抵押。於二零二零年九月三十日，本集團可動用銀行融資總額度為人民幣100,000,000元。

股東委託借款

本公司透過與銀行訂立委託安排自深圳市海王生物工程股份有限公司（「海王生物」）取得股東委託借款人民幣9,000,000元。海王生物已向本公司承諾將不會要求本公司償還上述股東委託借款，除非及直至：(1)償還該股東委託借款將不會對本公司之業務及／或本公司於二零零五年八月二十九日刊發之招股章程（「招股章程」）所載本公司之業務目標構成不利影響；(2)各獨立非執行董事認為償還該股東委託借款將不會對本公司之業務及／或實行招股章程所載本公司之業務目標構成不利影響，以及本公司將就獨立非執行董事根據(2)所作決定作出公告；及(3)本公司於有關財政年度取得正數現金流量及保留盈利。

CONTINGENT LIABILITY

As at 30 September 2020, the Group had no significant contingent liabilities.

INTERESTS AND SHORT POSITIONS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN THE LISTED SECURITIES

As far as the Directors and supervisors of the Company are aware, as at 30 September 2020, the interests and short positions of the Directors, supervisors and chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or were required, pursuant to section 352 of the SFO, to be and were recorded in the register to be kept by the Company, or were required, pursuant to Rule 5.46 to Rule 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange were as follows:

或然負債

於二零二零年九月三十日，本集團並無任何重大或然負債。

董事、監事及最高行政人員於上市證券中的權益及淡倉

就本公司董事及監事所知，於二零二零年九月三十日，本公司董事、監事及最高行政人員於本公司及其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債權證中擁有須根據證券及期貨條例第XV部知會本公司及聯交所之權益及淡倉(包括根據證券及期貨條例之有關條文被當作或視為彼等擁有之權益或淡倉)，或須根據證券及期貨條例第352條須由本公司備存之登記冊將記錄及已記錄之權益及淡倉，或根據GEM上市規則第5.46條至5.67條之規定而須知會本公司及聯交所之權益及淡倉如下：

**INTERESTS AND SHORT POSITIONS OF DIRECTORS,
SUPERVISORS AND CHIEF EXECUTIVE IN THE
LISTED SECURITIES (Continued)**

董事、監事及最高行政人員於上市
證券中的權益及淡倉(續)

Long positions in shares of associated corporations of the Company:

於本公司相聯法團股份之好倉：

Director/Supervisor	Capacity	Type of interests	Name of associated corporation	Number of shares held in associated corporation	Approximate percentage of the associated corporation's issued share capital
董事／監事	身份	權益種類	相聯法團名稱	持有相聯法團之股份數目	佔相聯法團之已發行股本概約百分比
Mr. Zhang Feng (Note (a)) 張鋒先生(附註(a))	Beneficial owner 實益擁有人	Personal 個人	Neptunus Bio-engineering 海王生物	1,331,093	0.05%
Mr. Zhou Hang (Note (b)) 周航先生(附註(b))	Beneficial owner 實益擁有人	Personal 個人	Neptunus Bio-engineering 海王生物	1,478,700	0.05%
Ms. Yu Lin (Note (c)) 于琳女士(附註(c))	Beneficial owner 實益擁有人	Personal 個人	Neptunus Bio-engineering 海王生物	900,000	0.03%
Mr. Shen Da Kai (Note (d)) 沈大凱先生(附註(d))	Beneficial owner 實益擁有人	Personal 個人	Neptunus Bio-engineering 海王生物	2,000,000	0.07%
Ms. Cao Yang (Note (e)) 曹陽女士(附註(e))	Beneficial owner 實益擁有人	Personal 個人	Neptunus Bio-engineering 海王生物	200,000	0.01%

INTERESTS AND SHORT POSITIONS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN THE LISTED SECURITIES (Continued)

Notes:

- (a) Mr. Zhang Feng, chairman of the Board and deputy chairman of the 8th session of the board of directors, and president and non-independent director of Neptunus Bio-engineering, was beneficially interested in approximately 0.05% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Shenzhen Neptunus Oriental Investment Company Limited ("Neptunus Oriental").
- (b) Mr. Zhou Hang, executive Director, was beneficially interested in approximately 0.05% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.
- (c) Ms. Yu Lin, non-executive Director, was beneficially interested in approximately 0.03% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.
- (d) Mr. Shen Da Kai, non-executive Director, was beneficially interested in approximately 0.07% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.
- (e) Ms. Cao Yang, employee representative supervisor and senior human resources manager of the integrated management department of the Company, was beneficially interested in approximately 0.01% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.

董事、監事及最高行政人員於上市證券中的權益及淡倉(續)

附註：

- (a) 董事會主席及海王生物第八屆董事局副主席、總裁兼非獨立董事張鋒先生實益擁有本公司控股股東海王生物全部已發行股本約0.05%之權益，而海王生物直接及間接實益擁有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經深圳海王東方投資有限公司（「海王東方」）間接持有。
- (b) 執行董事周航先生實益擁有本公司控股股東海王生物全部已發行股本約0.05%之權益，而海王生物直接及間接實益擁有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。
- (c) 非執行董事于琳女士實益擁有本公司控股股東海王生物全部已發行股本約0.03%之權益，而海王生物直接及間接實益擁有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。
- (d) 非執行董事沈大凱先生實益擁有本公司控股股東海王生物全部已發行股本約0.07%之權益，而海王生物直接及間接實益擁有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。
- (e) 本公司職工代表監事、綜合管理部人力資源高級經理曹陽女士實益擁有本公司控股股東海王生物全部已發行股本約0.01%之權益，而海王生物直接及間接實益擁有本公司全部已發行股本約73.51%之權益，其中70.38%為直接擁有，3.13%經海王東方間接擁有。

INTERESTS AND SHORT POSITIONS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN THE LISTED SECURITIES (Continued)

Save as disclosed above, as at 30 September 2020, none of the Directors, supervisors or chief executive of the Company nor their respective associates held any interests or short positions in the 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 Part XV of SFO, or were required, pursuant to section 352 of the SFO to be and were recorded in the register to be kept by the Company, or were required, pursuant to Rule 5.46 to Rule 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SHARE OPTION SCHEME, CONVERTIBLE SECURITIES AND WARRANTS

Up to 30 September 2020, the Company and its subsidiaries have not adopted any share option scheme and have not granted any option, convertible securities, warrants or other similar rights.

DIRECTORS' AND SUPERVISORS' SHARE OPTIONS, WARRANTS OR CONVERTIBLE BONDS

At any time during the Reporting Period, none of the Directors or supervisors of the Company or their respective spouse or minor children were granted any share options, warrants or convertible bonds of the Company, its subsidiaries or associated corporation.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES

So far as the Directors and supervisors of the Company are aware, as at 30 September 2020, the interests and/or short positions held by shareholders (not being a Director, a supervisor or a chief executive of the Company) in shares or underlying shares of the Company which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO or had otherwise notified to the Company were as follows:

董事、監事及最高行政人員於上市證券中的權益及淡倉(續)

除上文披露者外，於二零二零年九月三十日，本公司董事、監事或最高行政人員或彼等各自之聯繫人士概無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)的股份、相關股份或債權證中擁有須根據證券及期貨條例第XV部知會本公司及聯交所之權益或淡倉，或須根據證券及期貨條例第352條須由本公司備存之登記冊將記錄及已記錄之權益或淡倉，或根據GEM上市規則第5.46條至5.67條之規定而須知會本公司及聯交所之權益或淡倉。

購股權計劃、可轉換證券及認股權證

截至二零二零年九月三十日，本公司及其附屬公司未曾採納任何購股權計劃，亦無授出任何購股權、可轉換證券、認股權證或其他類似權利。

董事及監事的購股權、認購權證或可換股債券

於報告期間內任何時間，本公司任何董事或監事或彼等各自的配偶或未成年子女概無獲授任何本公司，其附屬公司或相聯法團的購股權、認股權證或可換股債券。

主要股東於股份及相關股份的權益

據本公司董事及監事所知，於二零二零年九月三十日，股東(並非本公司董事、監事或最高行政人員)所持根據證券及期貨條例第336條須由本公司備存之登記冊所記錄的本公司股份或相關股份或以其他方式知會本公司之任何權益及／或淡倉如下：

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES (Continued)

Long positions in the shares of the Company:

主要股東於股份及相關股份的權益 (續)

於本公司股份之好倉：

Name of Substantial Shareholder	Capacity	Number of domestic shares held	Approximate percentage of all the domestic shares	Approximate percentage of the Company's issued share capital
主要股東姓名／名稱	身份	持有內資股股份數目	佔內資股的概約百分比	佔本公司已發行股本的概約百分比
Neptunus Bio-engineering (Note (a)) 海王生物(附註(a))	Beneficial owner 實益擁有人	1,181,000,000	94.33%	70.38%
	Interest in controlled corporation 受控制法團權益	52,464,500	4.19%	3.13%
Shenzhen Neptunus Group Company Limited ("Neptunus Group") (Note (b)) 深圳海王集團股份有限公司 (「海王集團」)(附註(b))	Interest in controlled corporation 受控制法團權益	1,233,464,500	98.52%	73.51%
Shenzhen Neptunus Holding Group Company Limited ("Neptunus Holding") (Previously known as "Shenzhen Yinhetong Investment Company Limited") (Note (c)) 深圳海王控股集團有限公司(「海王控股」) (前稱「深圳市銀河通投資有限公司」) (附註(c))	Interest in controlled corporation 受控制法團權益	1,233,464,500	98.52%	73.51%
Mr. Zhang Si Min (Note (d)) 張思民先生(附註(d))	Interest in controlled corporation 受控制法團權益	1,233,464,500	98.52%	73.51%

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES (Continued)

Notes:

- (a) Neptunus Bio-engineering was deemed to be interested in the 52,464,500 domestic shares of the Company held by Neptunus Oriental as the entire issued share capital of Neptunus Oriental was beneficially owned by Neptunus Bio-engineering. Neptunus Bio-engineering was also directly interested in 1,181,000,000 domestic shares of the Company. Therefore, Neptunus Bio-engineering was directly and indirectly interested in 1,233,464,500 domestic shares of the Company.
- (b) Neptunus Group was deemed to be interested in the 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Neptunus Group was beneficially interested in approximately 44.03% of the entire issued share capital of Neptunus Bio-engineering.
- (c) Neptunus Holding was deemed to be interested in 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Neptunus Holding was beneficially interested in approximately 59.68% of the entire issued share capital of Neptunus Group, which in turn was beneficially interested in approximately 44.03% of the entire issued share capital of Neptunus Bio-engineering.
- (d) Mr. Zhang Si Min ("Mr. Zhang") was deemed to be interested in 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Mr. Zhang was beneficially interested in 70% of the entire issued share capital of Neptunus Holding and the entire issued share capital of Shenzhen Haihe Investment and Development Company Limited, which in turn was beneficially interested in approximately 59.68% and 20% of the entire issued share capital of Neptunus Group respectively. Neptunus Group was beneficially interested in approximately 44.03% of the entire issued share capital of Neptunus Bio-engineering.

主要股東於股份及相關股份的權益 (續)

附註：

- (a) 由於海王生物實益擁有海王東方全部已發行股本100%的權益，而海王東方擁有本公司52,464,500股內資股份的權益，因此海王生物被視為擁有由海王東方持有的本公司52,464,500股內資股份的權益。同時海王生物直接持有本公司1,181,000,000股內資股份的權益，因此海王生物被視為直接及間接擁有本公司1,233,464,500股內資股份的權益。
- (b) 由於海王集團實益擁有海王生物全部已發行股本約44.03%的權益，因此海王集團被視為擁有由海王生物持有的本公司1,233,464,500股內資股份的權益，與上文附註(a)所述同一筆股份相關。
- (c) 由於海王控股實益擁有海王集團全部已發行股本約59.68%的權益，而海王集團實益擁有海王生物全部已發行股本約44.03%的權益，因此海王控股被視為擁有由海王生物持有的本公司1,233,464,500股內資股份的權益，與上文附註(a)所述同一筆股份相關。
- (d) 由於張思民先生(「張先生」)實益擁有海王控股全部已發行股本70%的權益及深圳市海合投資發展有限公司全部已發行股本100%的權益，而海王控股及海合分別實益擁有海王集團全部已發行股本約59.68%和20%的權益，而海王集團實益擁有海王生物全部已發行股本約44.03%的權益，因此張先生被視為擁有由海王生物持有的本公司1,233,464,500股內資股份的權益，與上文附註(a)所述同一筆股份相關。

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES (Continued)

Save as disclosed above, the Directors and supervisors of the Company are not aware of any other persons (except the Directors, supervisors or chief executive of the Company) who held any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO as at 30 September 2020.

PURCHASE, SALES OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

The Company and its subsidiaries did not purchase, redeem or sell any of the Company's listed securities during the Reporting Period. The Company and its subsidiaries also did not redeem, purchase or cancel any of their redeemable securities.

COMPETING INTERESTS

On 21 August 2005, Neptunus Bio-engineering, the controlling shareholder of the Company, entered into an agreement with the Company containing undertakings relating to non-competition and preferential rights of investments (the "Non-Competition Undertakings"), pursuant to which Neptunus Bio-engineering had undertaken to the Company and its associates that, inter alia, as long as the securities of the Company are listed on GEM (previously known as Growth Enterprise Market):

1. it will not, and will procure its associates not to, whether within or outside the PRC, directly or indirectly (other than those indirectly held as a result of the equity interest in any listed company or its subsidiaries), participate in or operate any business in whatever form, or produce any products, (the usage of which is the same as or similar to that of the products of the Company) which may constitute direct or indirect competition to the business operated by the Company from time to time; and

主要股東於股份及相關股份的權益 (續)

除上文所披露者外，於二零二零年九月三十日，本公司董事或監事概不知悉有任何其他人士(本公司董事、監事或最高行政人員除外)於本公司之股份或相關股份中，擁有根據證券及期貨條例第336條須由本公司備存之登記冊所記錄之權益或淡倉。

購買、出售或贖回本公司之上市證券

於報告期間，本公司及其附屬公司並無購買、贖回或出售本公司任何上市證券。本公司及其附屬公司並無贖回、購回或註銷其可贖回證券。

競爭權益

本公司控股股東海王生物與本公司於二零零五年八月二十一日訂立有關不競爭承諾及優先投資權的協議(「不競爭承諾」)。根據該協議，海王生物向本公司及其聯繫人承諾，(其中包括)只要本公司的證券仍於GEM(前稱「創業板」)上市：

1. 其將不會，並將促使其聯繫人不會以任何形式直接或間接在中國境內或境外參與或經營與本公司不時經營的業務構成直接或間接競爭的任何業務或生產任何用途與本公司產品相同或類似的產品(惟因持有任何上市公司或其附屬公司之股權而間接持有之業務則除外)；及

COMPETING INTERESTS (Continued)

- it will not, and will procure its associates not to hold any interest, whether within or outside the PRC, in any company or organization (directly or indirectly, other than indirectly held as a result of its equity interest in any listed company or its subsidiaries) when the business of such company or entity will (or may) compete directly or indirectly with the business of the Company.

Pursuant to the Non-Competition Undertakings, at a time when the Non-Competition Undertakings are subsisting, whenever Neptunus Bio-engineering or any its associates enter into any negotiations, within or outside the PRC, in relation to any new investment project which may compete with the existing and future business of the Company, the Company shall have a preferential right of investment in such new investment projects.

Neptunus Bio-engineering has confirmed with the Company that it has complied with the Non-Competition Undertakings during the Reporting Period.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

During the Reporting Period, the Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the "required standard of dealings" as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all the Directors, all the Directors confirmed that they have complied with the required standard of dealings and code of conduct regarding securities transactions during the Reporting Period.

競爭權益(續)

- 其將不會，並將會促使其聯繫人不會在中國境內或境外(直接或間接)於其業務將(或有可能)與本公司業務產生直接或間接競爭的該等公司或機構中擁有任何權益，惟因持有任何上市公司或其附屬公司股權而間接持有者則除外。

根據不競爭承諾，於不競爭承諾的有效期內，如海王生物或其聯繫人在中國境內或境外就與本公司現有及將來業務構成競爭的新投資項目進行磋商，本公司將獲得優先投資該等新投資項目的權利。

海王生物已向本公司確認其於報告期間已遵守不競爭承諾。

董事進行證券交易之操守守則

於報告期間，本公司採納一套條款不低於GEM上市規則第5.48至5.67條所載的「交易必守標準」的董事進行證券交易的操守守則。經向全體董事作出具體查詢後，全體董事確認，彼等於報告期間內已遵守有關證券交易的交易必守標準及操守守則。

AUDIT COMMITTEE

The Company established an Audit Committee (the "Audit Committee") on 21 August 2005. The primary duties of the Audit Committee are to review the Company's annual report and financial statements, half-yearly reports and quarterly reports, and to provide suggestions and opinions thereon to the Board. In addition, the Audit Committee members will also meet with the management to review the accounting principles and practices adopted by the Company and to discuss matters relating to the auditing, internal control system and financial reporting process of the Company. The Audit Committee comprises one non-executive Director of the Company, namely Ms. Yu Lin and two independent non-executive Directors, namely Mr. Yick Wing Fat, Simon and Mr. Poon Ka Yeung. Mr. Yick Wing Fat, Simon is the chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited condensed consolidated results of the Group for the Reporting Period.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

As the Directors are aware, during the Reporting Period, the Company has complied with the requirements under the "Corporate Governance Code and Corporate Governance Report" set out in Appendix 15 of the GEM Listing Rules.

The Board will continue to enhance the standard of corporate governance of the Company to ensure that the Company will operate its business in an honourable and responsible manner.

On behalf of the Board

Shenzhen Neptunus Interlong Bio-technique Company Limited*

Zhang Feng

Chairman

Shenzhen, the PRC, 6 November 2020

As at the date of this report, the executive Directors are Mr. Zhang Feng, Mr. Zhou Hang and Mr. Huang Jian Bo; the non-executive Directors are Ms. Yu Lin, Mr. Shen Da Kai and Mr. Xu Yan He; and the independent non-executive Directors are Mr. Yick Wing Fat, Simon, Mr. Poon Ka Yeung and Mr. Zhang Jian Zhou.

* For identification purpose only

審核委員會

本公司已於二零零五年八月二十一日成立審核委員會（「審核委員會」）。審核委員會之主要職責包括審核本公司的年報及財務報表、半年度報告及季度報告，以及就此向董事會提供意見及建議。此外，審核委員會成員與管理層一起檢討本公司所採納的會計準則及常規，商討審核、內部監控制度和財務申報程序事宜。審核委員會包括一位本公司之非執行董事于琳女士及兩位獨立非執行董事易永發先生及潘嘉陽先生。易永發先生為審核委員會主席。

審核委員會已經審閱本集團於報告期間之未經審核簡明綜合業績。

遵守企業管治守則

據董事所知，本公司於報告期間一直遵守GEM上市規則附錄十五《企業管治守則》及《企業管治報告》所載的規定。

董事會將繼續提升本公司的企業管治標準，確保本公司以誠實負責的態度經營業務。

代表董事會

深圳市海王英特龍生物技術股份有限公司

主席

張鋒

中國深圳市，二零二零年十一月六日

於本報告日期，執行董事為張鋒先生、周航先生及黃劍波先生，非執行董事為于琳女士、沈大凱先生及徐燕和先生，獨立非執行董事為易永發先生、潘嘉陽先生及章劍舟先生。

* 僅供識別



NEPTUNUS

海王