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# SHENGLONG SPLENDECOR INTERNATIONAL LIMITED

盛龍錦秀國際有限公司

(incorporated in the Cayman Islands with limited liability) (Stock Code: 8481)

# INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2022

The board (the "**Board**") of directors (the "**Directors**") of Shenglong Splendecor International Limited (the "**Company**", together with its subsidiaries, the "**Group**") is pleased to announce the unaudited condensed consolidated results of the Group for the six months ended 30 June 2022. This announcement, containing the full text of the 2022 interim report of the Company, complies with the relevant requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited ("**GEM Listing Rules**") in relation to information to accompany preliminary announcement of interim results. Printed version of the Company's 2022 interim report will be delivered to the shareholders of the Company and available for viewing on the websites of GEM at www.hkgem.com and of the Company at www.splendecor.com on or before 15 August 2022.

By Order of the Board Shenglong Splendecor International Limited Sheng Yingming Chairman, Chief Executive Officer and Executive Director

Hong Kong, 10 August 2022

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Sheng Yingming, Mr. Fang Xu and Ms. Sheng Sainan and (ii) three independent non-executive Directors, namely Mr. Ma Lingfei, Mr. Tso Ping Cheong Brian and Mr. Zheng Yong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with 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 announcement 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 announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website (http://www.hkgem.com) for at least 7 days from the date of its publication and on the Company's website (http://www.splendecor.com).

In case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.



# SHENGLONG SPLENDECOR INTERNATIONAL LIMITED 盛龍錦秀國際有限公司

(incorporated in the Cayman Islands with limited liability) (Stock Code: 8481)

# INTERIM REPORT 2022

# 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.

Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.

This report, for which the directors (the "Directors") of Shenglong Splendecor International 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.



#### **CORPORATE INFORMATION**

#### **EXECUTIVE DIRECTORS**

Mr. Sheng Yingming Mr. Fang Xu Ms. Sheng Sainan Mr. Tan Chee Kiang (resigned on 25 March 2022)

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Tso Ping Cheong Brian Mr. Ma Lingfei Mr. Zheng Yong (appointed on 1 June 2022) Ms. Huang Yueyuan (resigned on 1 June 2022)

AUTHORISED REPRESENTATIVES Mr. Sheng Yingming Mr. Chan Wai Lung

COMPLIANCE OFFICER Mr. Fang Xu (appointed on 25 March 2022) Mr. Tan Chee Kiang (resigned on 25 March 2022)

COMPANY SECRETARY Mr. Chan Wai Lung

#### AUDIT COMMITTEE

Mr. Tso Ping Cheong Brian (Chairman) Mr. Ma Lingfei Mr. Zheng Yong (appointed on 1 June 2022) Ms. Huang Yueyuan (resigned on 1 June 2022)

REMUNERATION COMMITTEE Mr. Zheng Yong (*Chairman*) (*appointed on 1 June 2022*) Ms. Huang Yueyuan (*resigned on 1 June 2022*) Mr. Ma Lingfei Mr. Tso Ping Cheong Brian

NOMINATION COMMITTEE Mr. Ma Lingfei (Chairman) Mr. Tso Ping Cheong Brian Mr. Zheng Yong (appointed on 1 June 2022) Ms. Huang Yueyuan (resigned on 1 June 2022)

LEGAL ADVISER AS TO HONG KONG LAWS Llinks Law Offices LLP

#### AUDITOR

Confucius International CPA Limited *Certified Public Accountants* 

#### **PRINCIPAL BANKERS**

China Construction Bank Corporation Shanghai Pudong Development Bank Corporation

#### **REGISTERED OFFICE**

P.O. Box 1350 Windward 3, Regatta Office Park Grand Cayman KY1-1108 Cayman Islands

#### PRINCIPAL PLACE OF BUSINESS IN HONG KONG Room 3201, 32/F

Alexandra House 18 Chater Road, Central Hong Kong

# PRINCIPAL PLACE OF BUSINESS IN

THE PEOPLE'S REPUBLIC OF CHINA No. 55 Shangyang Road, Yangdai Village Jinnan sub-district, Lin'an, Hangzhou Zhejiang, PRC

#### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE Ocorian Trust (Cayman) Limited Windward 3, Regatta Office Park P.O. Box 1350 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

#### WEBSITE www.splendecor.com

STOCK CODE

8481.HK

The English names of companies mentioned in this report represented the best effort by the Directors in translating their Chinese names as they may not have official English names.



#### **BUSINESS REVIEW**

The Company and its subsidiaries (collectively the "Group") are principally engaged in the manufacturing and sales of decorative printing materials products which mainly comprise of (i) decorative paper; (ii) melamine impregnated paper; (iii) finish foil paper; (iv) polyvinyl chloride ("PVC") furniture film; and (v) PVC flooring film. The Group served over 500 customers in both domestic and overseas markets for the six months ended 30 June 2022 (the "Period"). The overseas sales reached over 40 countries in Asia, North America, South America, Europe, Oceania and Africa.

#### **FINANCIAL REVIEW**

#### Revenue

The Group's revenue for the Period was approximately RMB212.4 million, representing a decrease of approximately 15.3% over the six months ended 30 June 2021 (the "Corresponding Period"). The decrease in the Group's revenue was driven by the decrease in revenue from overseas markets and the People's Republic of China (the "PRC"). The revenue from overseas markets recorded a decrease of approximately 27.8% over the Corresponding Period, which was mainly derived from the decline in demand of Pakistan, India and other overseas markets. The demand from PRC customers remained strong but also recorded a slight decrease of approximately 7.1% over the Corresponding Period. The decrease in revenue was mainly derived from the decrease in sales of major products, including decorative paper, melamine impregnated paper and PVC flooring film, during the Period.

#### Cost of sales

The cost of sales decreased by approximately RMB28.0 million or approximately 14.2%, from approximately RMB197.3 million for the Corresponding Period to approximately RMB169.3 million for the Period, which was primarily due to decrease in the production volume during the Period. The decrease in cost of sales is in line with the decrease in the Group's revenue during the Period.



#### Gross profit and gross profit margin

The Group's gross profit decreased by approximately RMB10.3 million, or approximately 19.2%, from approximately RMB53.4 million for the Corresponding Period to approximately RMB43.1 million for the Period, primarily due to the corresponding decrease in the Group's revenue during the Period. The prices of production materials were slightly raised during the Period, which increased the production costs of the Group and led to the slight decrease of the gross profit margin for the Period to approximately 20.3% (the gross profit margin for the Corresponding Period: 21.3%).

#### Selling expenses

The Group's selling expenses decreased by approximately RMB0.7 million or 3.7% from approximately RMB17.0 million for the Corresponding Period to approximately RMB16.3 million for the Period. The decrease was primarily attributable to the decrease in exhibition expenses and licensing fee.

#### Administrative expenses

The administrative expenses for the Period increased by approximately RMB1.3 million or 6.2% from approximately RMB21.8 million for the Corresponding Period to approximately RMB23.1 million for the Period. The increase was mainly attributable to the increase in the depreciation and amortisation expenses upon the completion of the new factory building.

#### Other income and other gains/(losses) - net

The Group's other income and other gains/(losses) – net increased significantly by approximately RMB3.4 million or 849.4% from approximately RMB0.4 million of net gains for the Corresponding Period to approximately RMB3.8 million of net gains for the Period, primarily due to the foreign exchange gain of RMB1.8 million during the Period (the Corresponding Period: foreign exchange loss of RMB0.7 million) and the increase in government grants income.



#### Finance expenses - net

The Group's finance expenses – net increased by approximately RMB1.4 million or 40.5% from approximately RMB3.3 million for the Corresponding Period to approximately RMB4.7 million for the Period. This was primarily due to (i) the increase in interest expenses attributable to the increase in the amount of bank borrowings; and (ii) the decrease in the amount of capitalisation of borrowings costs due to the completion of the new factory building and production lines.

#### Income tax expense

The income tax expense decreased significantly from approximately RMB2.1 million for the Corresponding Period to approximately RMB0.1 million for the Period, which was due to the decrease in profit before income tax.

#### Profit attributable to owners of the Company

As a result of the foregoing, the Group recorded a profit attributable to owners of the Company of approximately RMB2.6 million for the Period as compared to a profit attributable to owners of the Company of approximately RMB9.7 million for the Corresponding Period.

### LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group had current assets of approximately RMB176.0 million (31 December 2021: RMB217.8 million) which comprised cash and cash equivalents of approximately RMB13.7 million (31 December 2021: RMB13.1 million). The Group had current liabilities amounted to approximately RMB287.9 million (31 December 2021: RMB326.3 million). Accordingly, the current ratio, being the ratio of current assets to current liabilities, was around 0.61 times as at 30 June 2022 (31 December 2021: 0.67 times). The decrease in current ratio was mainly due to the decrease in financial assets at fair value through profit or loss and restricted bank deposits.

As at 30 June 2022, the Group's total bank borrowings amounted to approximately RMB207.5 million (31 December 2021: RMB190.1 million), representing an increase of approximately 9.2% as compared to that of 31 December 2021. Accordingly, the gearing ratio of the Group, calculated based on the total bank borrowings divided by the total equity, was approximately 0.96 as at 30 June 2022 (31 December 2021: 0.88). The increase in gearing ratio was mainly attributable to the increase in short-term bank borrowings during the Period.

The Group adopted a prudent treasury policy and thus maintained a healthy liquidity position throughout the Period. To manage liquidity risk, the board of Directors of the Company (the "Board") closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.



#### FOREIGN EXCHANGE EXPOSURE

The Group mainly operates in the PRC, but a significant portion of its sales is made to foreign countries, and thus the Group is exposed to foreign currency risks arising from various currency exposures, mainly with respect to US dollars, Euro and Hong Kong dollars. The Group regularly and closely monitors the level of the foreign exchange risk exposures and will make necessary hedging arrangements to minimise its foreign currency exposure arising from the fluctuation in foreign exchange in the future.

During the Period, the Group did not engage in any derivatives activities and did not commit to any financial instruments to hedge its exposure to foreign currency risks.

#### **CAPITAL COMMITMENTS**

As at 30 June 2022, the capital expenditure which the Group had contracted for but was not provided for in the financial information in respect of the acquisition of property, plant and equipment amounted to approximately RMB14.5 million (31 December 2021: RMB27.5 million).

#### INFORMATION ON EMPLOYEES

As at 30 June 2022, the Group had 415 employees (31 December 2021: 417 employees), including the executive Directors. Remuneration is determined with reference to market norms and individual employees' performance, qualification and experience.

On top of basic salaries, bonuses may be paid by reference to the Group's performance as well as the individual's performance. The Group also operates a defined contributions to the Mandatory Provident Fund Scheme for its employees in Hong Kong and provides its PRC employees with welfare schemes as required by the applicable laws and regulations of the PRC. The Group encourages the employees to persist in on-the-job training.



# SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Save as disclosed in this report, there were no other significant investments held by the Company as at 30 June 2022, nor were there any material acquisitions and disposals of subsidiaries, associates and joint ventures during the Period. The Company does not have any future plan for material investments or capital assets as at the date of this report.

#### **CHARGES OF ASSETS**

As at 30 June 2022, the Group's bank borrowings were secured by its assets as below:

Land use rights with a total net book value of approximately RMB38.5 million (31 December 2021: RMB39.0 million) were pledged as collateral for the Group's borrowings.

Property, plant and equipment with a total net book value of approximately RMB150.0 million (31 December 2021: RMB157.5 million) were pledged as collateral for the Group's borrowings.

Deposit for acquisition of a property with a total carrying amount of approximately RMB16.3 million (31 December 2021: RMB16.3 million) were pledged as collateral for the Group's borrowings.

### **CONTINGENT LIABILITIES**

The Group had no material contingent liabilities as at 30 June 2022 (31 December 2021: Nil).



#### PROSPECTS

The global business environment is consistently challenging in the short run as a result of the recurrent nature of the novel coronavirus pandemic and the emergence of new virus variants. Unsynchronised global pandemic prevention and control, uneven economic recovery, the expected inflation in long-term global economic environment as well as geopolitical uncertainties have all increased challenge to the Group. The Group recorded a decrease in revenue of 15.3% and a slim profit attributable to owners of the Company during the Period. The significant drop in profit was mainly derived by (i) the decrease in revenue as the demand diminished in overseas markets; (ii) the increase in depreciation and amortisation expenses due to the completion of the new factory building; and (iii) the increase in finance cost due to the increase in the amount of bank borrowings. The Group will closely monitor the product pricing and costs in order to maximise its profit margins and maintain profitability.

Going forward, the Group will continue grasping the advantages of the existing decorative paper industry and keep focusing on sustainable strategic customers in the PRC and the growth of potential overseas markets. Taking advantage of the well-recognised reputation in the market and the continuous effort made by the Group's management and staff at all levels, the Directors are optimistic on the potential of snapping up more market shares in the decorative printing materials industry. The Group will continue to explore new markets and capture emerging business opportunities.



#### **INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT** For the three months and six months ended 30 June 2022

The Board is pleased to announce the unaudited condensed consolidated results of the Group for the three months and six months ended 30 June 2022 together with the comparative figures as follows:

		Three months ended 30 June		Six mont 30 J	
	Notes	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)	2022 RMB'000 (unaudited)	2021 RMB'000 (unaudited)
Revenue Cost of sales	6	117,734 (89,911)	150,706 (118,557)	212,436 (169,300)	250,671 (197,296)
Gross profit Selling expenses Administrative expenses Other income and other		27,823 (9,291) (11,616)	32,149 (10,335) (11,538)	43,136 (16,346) (23,109)	53,375 (16,969) (21,752)
gains/(losses) – net	7	2,773	(550)	3,769	397
Operating profit	8	9,689	9,726	7,450	15,051
Finance income Finance expenses		111 (2,557)	193 (1,824)	380 (5,068)	306 (3,642)
Finance expenses – net		(2,446)	(1,631)	(4,688)	(3,336)
Profit before income tax Income tax expense	9	7,243 (753)	8,095 (1,498)	2,762 (117)	11,715 (2,056)
Profit for the period		6,490	6,597	2,645	9,659
Profit attributable to: – Owners of the Company		6,490	6,597	2,645	9,659
Earnings per share for profit attributable to owners of the Company for the period – Basic and diluted	10	RMB cents 1.30	RMB cents	RMB cents 0.53	RMB cents 1.93
	10	1.50	1.52	0.35	1.95

# **INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME** For the three months and six months ended 30 June 2022

	Three mon 30 J		Six months ended 30 June		
	2022 RMB'000	2021 RMB'000	2022 RMB'000	2021 RMB'000	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
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Profit for the period	6,490	6,597	2,645	9,659	
Other comprehensive (expense)/income Items that may be reclassified to profit or loss					
Currency translation differences	(934)	(66)	(1,026)	88	
Other comprehensive (expense)/income for the period, net of tax	(934)	(66)	(1,026)	88	
Total comprehensive income					
for the period	5,556	6,531	1,619	9,747	
Total comprehensive income for the period attributable to:					
<ul> <li>Owners of the Company</li> </ul>	5,556	6,531	1,619	9,747	

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2022

	Notes	30 June 2022 RMB'000 (unaudited)	31 December 2021 RMB'000 (audited)
ASSETS Non-current assets Land use rights Prepayments for land use rights Property, plant and equipment Right-of-use assets Intangible assets Deposit for acquisition of a property Deferred income tax assets	11	38,505 4,900 308,167 311 6,398 16,362 4,234	39,040 4,900 304,097 571 6,909 16,362 4,282
		378,877	376,161
<b>Current assets</b> Inventories Trade and other receivables Financial assets at fair value through profit or loss Restricted bank deposits Cash and cash equivalents	12 13	32,982 119,369 _ 10,000 13,677	40,755 120,436 12,005 31,507 13,081
		176,028	217,784
Total assets		554,905	593,945
EQUITY AND LIABILITIES Equity attributable to owners of the Company Share capital Other reserves Retained earnings	14	4,253 99,293 113,462	4,253 100,319 110,817
Total equity		217,008	215,389



#### INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2022

	Notes	30 June 2022 RMB'000 (unaudited)	31 December 2021 RMB'000 (audited)
LIABILITIES Non-current liabilities			
Long-term bank borrowings	16	40,695	43,978
Trade and other payable (non-current) Deferred revenue		6,586	5,298 2,820
Lease liabilities		2,720	160
		50,001	52,256
Current liabilities			
Trade and other payables	15	120,851	179,861
Short-term bank borrowings	16	100,333	77,000
Current portion of lease liabilities Current portion of long-term bank		212	312
borrowings	16	66,500	69,127
		287,896	326,300
Total liabilities		337,897	378,556
Total equity and liabilities		554,905	593,945
Net current liabilities		(111,868)	(108,516)
Total assets less current liabilities		267,009	267,645

The notes on pages 16 to 30 are an integral part of these condensed consolidated interim financial information.

# **INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY** For the six months ended 30 June 2022

	Attributable to equity owners of the Company				
	Share capital (Note 14) RMB'000 (unaudited)	Other reserves RMB'000 (unaudited)	<b>Retained</b> earnings RMB'000 (unaudited)	<b>Total</b> RMB'000 (unaudited)	
Balance at 1 January 2021	4,253	99,923	97,221	201,397	
Comprehensive income Profit for the period Other comprehensive income	_	-	9,659	9,659	
Currency translation differences		88		88	
Total comprehensive income	_	88	9,659	9,747	
Balance at 30 June 2021	4,253	100,011	106,880	211,144	
Balance at 1 January 2022	4,253	100,319	110,817	215,389	
Comprehensive income Profit for the period Other comprehensive income Currency translation differences	-	- (1,026)	2,645	2,645 (1,026)	
Total comprehensive income	_	(1,026)	2,645	1,619	
Balance at 30 June 2022	4,253	99,293	113,462	217,008	

The notes on pages 16 to 30 are an integral part of these condensed consolidated interim financial information.

# INTERIM CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the six months ended 30 June 2022

	Six months ended 30 June		
	2022	2021	
	RMB'000	RMB'000	
	(unaudited)	(unaudited)	
Cash flows from operating activities			
Cash used in operations	(30,127)	(1,295)	
Income tax paid	(1,225)	(1,050)	
Net cash used in operating activities	(31,352)	(2,345)	
Cash flows from investing activities			
Purchase of property, plant and equipment	(14,122)	(16,530)	
Purchase of intangible assets	(412)	(823)	
Decrease/(increase) in restricted bank deposits	33,512	(6,256)	
Interest received	380	306	
Net cash generated from/(used in) investing			
activities	19,358	(23,303)	
Cash flows from financing activities			
Proceeds from bank borrowings	47,423	43,000	
Repayments of bank borrowings	(30,000)	(19,500)	
Interest paid	(4,690)	(3,397)	
Net cash generated from financing			
activities	12,733	20,103	

# INTERIM CONDENSED CONSOLIDATED CASH FLOW STATEMENT

For the six months ended 30 June 2022

	Six months ended 30 June	
	2022	2021
	RMB'000	RMB'000
	(unaudited)	(unaudited)
Net increase/(decrease) in cash and cash		
equivalents	739	(5,545)
Cash and cash equivalents at beginning of the		
period	13,081	14,839
Exchange (losses)/gains on cash and cash		
equivalents	(143)	28
Cash and cash equivalents at end of the		
period	13,677	9,322

The notes on pages 16 to 30 are an integral part of these condensed consolidated interim financial information.



#### 1 General information

The Company was incorporated in the Cayman Islands on 25 July 2013 as an exempted company with limited liability under the Cayman Companies Law of the Cayman Island (the "Cayman Companies Law"). The address of its registered office is P.O. Box 1350, Windward 3, Regatta Office Park, Grand Cayman KY1-1108, Cayman Islands.

The Company is an investment holding company. The Group is principally engaged in the manufacturing and sales of decorative printing materials products in the PRC and overseas. The ultimate holding company of the Company is Bright Commerce Investment Limited ("Bright Commerce"), which is incorporated in the British Virgin Islands.

The unaudited condensed consolidated interim financial information are presented in Renminbi (RMB), unless otherwise stated.

#### 2 Basis of presentation

This condensed consolidated interim financial information for the Period has been prepared in accordance with HKAS 34, 'Interim financial reporting'. The condensed consolidated interim financial information should be read in conjunction with the Group's consolidated financial information for the year ended 31 December 2021, which have been prepared in accordance with the Hong Kong Financial Reporting Standards (the "HKFRSs").



# 2 Basis of presentation (Continued)

### Going Concern

As at 30 June 2022, the Group's current liabilities exceeded its current assets by RMB111.9 million. As at the same date, the Group had current bank borrowings of RMB166.8 million to be repayable in the coming twelve months; and bank acceptance notes payable amounting to RMB37.0 million which were pledged by the Group's bank deposits of RMB10.0 million. In addition, the Group had capital commitments amounting to RMB14.5 million in relation to the acquisition of property, plant and equipment as at 30 June 2022.

The Directors have reviewed the Group's cash flow forecast covering a period of not less than twelve months from 30 June 2022, and have given due consideration to the liquidity of the Group and adopted a going concern basis in preparing the consolidated financial statements based on the following assessments:

- (a) The Group has not experienced any significant difficulties in renewing its bank borrowings upon their maturities and issuing its bank acceptance notes. There is no indication that the banks will not renew the existing bank borrowings if the Group applies for the renewal; and
- (b) The Directors also expect that sufficient sales orders will be secured in the coming months and the Group will continue its effort to strengthen its working capital position such that net operating cash inflows will be generated.

Based on the above, considering the continuous availability of bank facilities, and the successful renewal of bank facilities upon expiry, the Group will have sufficient working capital to meet its financial obligations as and when they fall due in the coming twelve months from 30 June 2022. Accordingly, the Directors are of the opinion that the Group will continue as a going concern and have prepared the interim financial information on a going concern basis.

#### 3 Significant accounting policies

The accounting policies applied are consistent with those adopted in preparing the Group's annual audited financial statements for the year ended 31 December 2021, except for the estimation of income tax using the tax rate that would be applicable to expected total annual earnings and the adoption of amendments to HKFRSs effective for the financial year ending 31 December 2022.

#### New and amended standards adopted by the group

A number of new or amended standards became applicable for the current reporting period. The new or amended standards did not have any material impact on the Group's accounting policies and did not require retrospective adjustments.

4 Estimates

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

In preparing this condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2021.

#### 5 Financial risk management

5.1 Financial risk factors

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

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the annual report as at 31 December 2021.

There have been no changes in the risk management policies since 31 December 2021.

5.2 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The carrying amounts of long-term bank borrowings approximates their fair value because the Group's borrowings bear floating interest rates which approximate to the market borrowing interest rate.

The carrying amounts less impairment allowance of trade and other receivables excluding prepayments, restricted bank deposits, cash and cash equivalents, short-term bank borrowings, trade and other payables excluding non-financial liabilities approximates their fair values due to their short maturities.

As at 30 June 2022 and 31 December 2021, the Group had no other level 1, level 2 or level 3 financial instruments.



#### 6 Revenue and segment information

The Board assesses the performance and allocates the resources of the Group as a whole, as all of the Group's activities are related to manufacturing and sales of decorative printing materials products. Therefore, management considers there being only one operating segment for the Group as per the requirements of HKFRS 8 "Operating Segments".

During the Period, all the revenue was generated from sales of goods and provision of shipping service. All non-current assets are located in the PRC.

Revenue from external customers by country (based on the location of customers) is as follows:

	Three months	ended 30 June	Six months ended 30 June		
	2022	2021	2022	2021	
	RMB'000	RMB'000	RMB'000	RMB'000	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
PRC	82,012	93,556	141,551	152,448	
Pakistan	16,224	17,729	25,294	31,866	
India	6,683	6,976	11,463	15,104	
United Arab Emirates	3,210	3,947	6,283	6,102	
Turkey	1,001	2,391	4,129	4,140	
Malaysia	1,191	506	3,088	2,297	
Other countries	7,413	25,601	20,628	38,714	
	117,734	150,706	212,436	250,671	

# 7 Other income and other gains/(losses) – net

	Three months ended 30 June		Six months e	Six months ended 30 June	
	2022	2021	2022	2021	
	RMB'000	RMB'000	RMB'000	RMB'000	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
Income from sales of scrap					
and surplus materials	109	169	354	740	
Rental income	327	32	677	48	
Government grants income					
including amortisation					
of deferred government					
grants	633	213	1,202	239	
Foreign exchange					
gain/(loss), net	2,075	(964)	1,857	(660)	
Fixed assets write-off	(400)	-	(400)	-	
Others	29	-	79	30	
	2,773	(550)	3,769	397	

# 8 Operating profit

An analysis of the amounts presented as operating items in the financial information is given below:

	Three months ended 30 June		Six months ended 30 June	
	2022	2021	2022	2021
	RMB'000	RMB'000	RMB'000	RMB'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Operating items				
Impairment losses of trade				
and other receivables	308	411	308	411
Depreciation and				
amortisation	6,546	4,822	13,756	8,973
Auditor's remuneration –				
audit service	219	391	409	566

#### 9 Income tax expense

	Three months ended 30 June		Six months ended 30 June	
	2022	2021	2022	2021
	RMB'000	RMB'000	RMB'000	RMB'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Current income tax	-	756	69	1,299
Deferred income tax	753	742	48	757
	753	1,498	117	2,056



#### 9 Income tax expense (Continued)

(a) PRC corporate income tax ("CIT")

The corporate income tax rate applicable to the group entities located in the PRC other than Zhejiang Shenglong Decoration Material Co., Ltd ("Shenglong Decoration") is 25% according to the PRC Corporate Income Tax Law (the "CIT Law") amended and came into effect on 29 December 2018.

Shenglong Decoration obtained the certificates of High and New Technology Enterprises from local government, in accordance with which, Shenglong Decoration enjoyed a preferential tax rate of 15% during the Period.

(b) Overseas income tax

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Cayman Companies Law and, is exempted from Cayman Islands income tax. Haoyu Capital Limited was incorporated under the International Business Companies Act of the British Virgin Islands and, is exempted from British Virgin Islands income tax. Splendecor Hong Kong Limited is subject to Hong Kong profits tax at the rate of 16.5%.

No provision for profits tax in the Cayman Islands, British Virgin Islands or Hong Kong has been made, as the Group had no assessable profit arising in or derived from these jurisdictions during the Period (the Corresponding Period: Nil).

### (c) PRC withholding tax ("WHT")

According to the applicable PRC tax regulations, dividends distributed by a company established in the PRC to a foreign investor with respect to profits derived after 1 January 2008 are generally subject to a 10% withholding income tax. If a foreign investor incorporated in Hong Kong meets the conditions and requirements under the double taxation treaty arrangement entered into between the PRC and Hong Kong, the relevant withholding tax rate will be reduced from 10% to 5%. During the Period, the Directors reassessed the dividend policy of its major subsidiaries established in the PRC, i.e. Shenglong Decoration and Hangzhou Splendor Decoration Material Co., Ltd. ("Splendor Decoration"), based on the Group's current business plan and financial position, no retained earnings as of 30 June 2022 would be distributed to its non-PRC registered intermediate holding company in the foreseeable future. As such, no deferred tax liability has been provided by the Group for the earnings expected to be retained by the Shenglong Decoration and Splendor Decoration in the PRC which will be remitted out of the PRC in the foreseeable future.



#### 10 Earnings per share

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

	Three months	ended 30 June	Six months ended 30 June		
	2022	2021	2022	2021	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
Profit attributable to					
owners of the Company					
(RMB'000)	6,490	6,597	2,645	9,659	
Weighted average					
number of ordinary					
shares in issue ('000)	500,000	500,000	500,000	500,000	
Basic and diluted earnings					
per share (RMB cents)	1.30	1.32	0.53	1.93	

The Company did not have any potential ordinary shares outstanding during the Period. Diluted earnings per share is equal to basic earnings per share.

# 11 Property, plant and equipment

During the Period, additions to the Group's property, plant and equipment were approximately RMB14,122,000 (the Corresponding Period: RMB16,530,000).



# 12 Inventories

	30 June 2022 RMB'000 (unaudited)	31 December 2021 RMB'000 (audited)
Raw materials Work in progress Finished goods	22,702 2,534 7,746	19,701 3,720 17,334
	32,982	40,755

# 13 Trade and other receivables

	30 June 2022 RMB'000 (unaudited)	31 December 2021 RMB'000 (audited)
Trade receivables Notes receivables Less: allowance for impairment of	104,003 9,068	114,973 450
trade receivables	(4,364)	(4,011)
Trade receivables, net	108,707	111,412
Advances to employees Deposits paid to suppliers Deposits for utilities and product quality	5,022 296	4,707 100
assurance Interests receivables	2,187 157	1,558 130
Prepayments of raw materials Others Less: allowance for impairment of	3,900 219	3,189 504
other receivables	(1,119)	(1,164)
	10,662	9,024
	119,369	120,436

# 13 Trade and other receivables (Continued)

The credit terms of trade receivables granted by the Group are normally within 3 months. The ageing analysis of trade receivables based on the invoice date is as follows:

	30 June 2022	31 December 2021
	RMB'000	RMB'000
	(unaudited)	(audited)
Less than 3 months More than 3 months but not exceeding 1 year More than 1 year	91,973 8,418 3,612	100,583 10,604 3,786
	104,003	114,973

# 14 Share capital

Nominal value of	
ordinary	Number of
shares	ordinary shares
HK\$'000	'000

#### Authorised

At 31 December 2021, 1 Januar and 30 June 2022	y 2022	10,000,000	100,000
	Number of ordinary shares '000	Nominal value of ordinary shares HK\$'000	Equivalent nominal value of ordinary shares RMB'000
Issued			
At 31 December 2021, 1 January 2022 and 30 June 2022	500,000	5,000	4,253

# 15 Trade and other payables

	30 June 2022 RMB'000 (unaudited)	31 December 2021 RMB'000 (audited)
Trade payables	52,744	58,893
Notes payables	37,000	63,000
Payables for purchase of property, plant and equipment Accrued operating expenses (a) Employee benefit payable Other taxes payable Contract liabilities Others	16,902 5,086 8,782 2,381 1,707 2,835	31,871 3,599 11,975 6,944 1,098 7,779
Less: non-current portion – long term other payables	(6,586)	(5,298)
	120,851	179,861



- 15 Trade and other payables (Continued)
  - (a) The amount mainly represented accruals for transportation expenses and commission expenses.
  - (b) As at 30 June 2022 and 31 December 2021, the ageing analysis of the trade payables and notes payables based on invoice date is as follows:

	30 June	31 December
	2022	2021
	RMB'000	RMB'000
	(unaudited)	(audited)
Less than 3 months	69,671	94,133
More than 3 months but not		
exceeding 1 year	19,927	27,375
More than 1 year	146	385
	89,744	121,893

(c) As at 30 June 2022 and 31 December 2021, all trade and other payables of the Group were non-interest bearing.

# 16 Borrowings

Long-term bank borrowings

	30 June	31 December
	2022	2021
	RMB'000	RMB'000
	(unaudited)	(audited)
Secured bank borrowings	107,195	113,105
Less: current portion of long-term borrowings	(66,500)	(69,127)
	40,695	43,978

**16 Borrowings** (Continued) Short-term bank borrowings

	30 June	31 December
	2022	2021
	RMB'000	RMB'000
	(unaudited)	(audited)
Secured bank borrowings	100,333	77,000

# 17 Dividends

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

# 18 Commitments

# Capital commitments

Capital expenditures contracted for at the end of the Period but not yet incurred are as follows:

	30 June	31 December
	2022	2021
	RMB'000	RMB'000
	(unaudited)	(audited)
Property, plant and equipment	14,502	27,471



#### 19 Related party transactions

(a) Transaction with related parties

Save as disclosed elsewhere in the condensed consolidated interim financial information, the Group had the following transactions with related parties during the Period.

#### Key management compensation

During the Period, the emoluments of key management personnels were RMB1,450,000 (the Corresponding Period: RMB1,603,050).

(b) Period-end balance with related parties

As at 30 June 2022 and 31 December 2021, the Group did not have any balances with the related parties.

# 20 Events occurring after the balance sheet date

There is no events occurring after the balance sheet date.



# SHARE OPTION SCHEME

The Company adopted a share option scheme on 22 June 2017 (the "Share Option Scheme"). The principal terms of the Share Option Scheme are summarised in note 24 to the consolidated financial statements for the year ended 31 December 2021.

The purpose of the Share Option Scheme is to recognise and acknowledge the contributions made by the eligible participants, to attract skilled and experienced personnel, to incentivise them to remain with the Company and to motivate them to strive for the future development and expansion of the Group, by providing them with the opportunity to acquire equity interests in the Company.

No option has been granted since the adoption of the Share Option Scheme.

# PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Period.

# DIRECTORS' AND THE CHIEF EXECUTIVE'S INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURE

As at 30 June 2022, the interests and short positions in the shares, underlying shares and debentures of the Company or any associated corporation (with the meaning of Part XV of the SFO) held by the Directors and chief executives of the Company which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO") (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or have been entered in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise have been notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules are as follows:

#### Long position in ordinary shares of the Company

Name of Director	Capacity/Nature of interest	Number of ordinary shares held	Percentage of shareholding <sup>(Note 2)</sup>
Mr. Sheng Yingming ("Mr. Sheng") (Note 1)	Beneficial owner and interest in controlled corporation	322,760,000 shares	64.55%

Notes:

- (1) These 322,760,000 shares comprise: (i) 82,810,000 shares directly held by Mr. Sheng; and (ii) 239,950,000 shares held by Bright Commerce which is wholly owned by Mr. Sheng and hence, Mr. Sheng is deemed or taken to be interested in all the shares held by Bright Commerce for the purpose of SFO.
- (2) The percentage is calculated on the basis of 500,000,000 shares in issue at the date of this report.

Save as disclosed above, as at 30 June 2022, none of the Directors or the chief executive of the Company had any other interests or short positions in any shares, underlying shares or debentures of the Company, any of its Group members or its associated corporations (within the meaning of Part XV of the SFO) which would have 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 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, or pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

# INTEREST AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS OF THE COMPANY IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2022, so far as was known to the Directors and the chief executives of the Company, the following persons/entities (not being a Director or chief executive of the Company) had, or deemed to have, interests or short positions in the shares or underlying shares of the Company, its Group members and/or associated corporations 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 recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name of Shareholder	Capacity/Nature of interest	Number of ordinary shares held <sup>(Note 1)</sup>	Percentage of shareholding
Bright Commerce	Beneficial interest	239,950,000 shares (L)	47.99%
Mr. Sheng	Beneficial owner and interest in controlled corporation	322,760,000 shares (L)	64.55%
Ms. Chen Deqin (Note 2)	Interest of spouse	322,760,000 shares (L)	64.55%



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#### **OTHER INFORMATION**

Notes:

- (1) All interests stated are long positions.
- (2) Ms. Chen Deqin is the spouse of Mr. Sheng. She is deemed, or taken to be, interested in all shares in which Mr. Sheng is interested for the purposes of SFO.

Save as disclosed above, as at 30 June 2022, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no person or corporation (other than a Director and chief executive of the Company) who had any interests or short position in the shares and/or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 or Part XV of the SFO.

#### **RIGHTS TO ACQUIRE SHARES OR DEBENTURES**

Save as disclosed under the paragraphs headed "DIRECTORS' AND THE CHIEF EXECUTIVE'S INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURE" and "SHARE OPTION SCHEME" in this report, at no time during the Period was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate.

#### **COMPETING INTERESTS**

As at 30 June 2022, 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 a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

#### DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings (the "Required Standard of Dealings") set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries of all the Directors, each of them have confirmed that they have complied with the Required Standard of Dealings throughout the Period. No incident of non-compliance was noted by the Company during the Period.



#### **CORPORATE GOVERNANCE**

The Company is committed to achieving high standards of corporate governance to safeguard the interests of the shareholders of the Company and enhance its corporate value. The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code contained in Appendix 15 to the GEM Listing Rules (the "CG Code").

The Company confirms that, other than the deviation from code provision C.2.1 of Part 2 of the CG Code, the Company has complied with all the code provisions set out in the CG Code throughout the Period.

Pursuant to code provision C.2.1 of Part 2 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Sheng holds both positions. Mr. Sheng has been primarily responsible for overseeing the Group's overall management and strategic development of the Group and major decision-making of the Group since July 1993. Taking into account the continuation of management and the implementation of business strategies, the Directors consider that it is most suitable for Mr. Sheng to hold both the positions of chief executive officer and the chairman of the Board and the present arrangements are beneficial and in the interests of the Company and its shareholders as a whole. Accordingly, the Company has not segregated the roles of the chairman and chief executive officer as required by code provision C.2.1 of Part 2 of the CG Code.

#### **AUDIT COMMITTEE**

The Company established an audit committee with written terms of reference in compliance with Rules 5.28 and 5.29 of the GEM Listing Rules and code provisions D.3 of Part 2 of the CG code. The written terms of reference of the audit committee was adopted in compliance with the code provisions of the CG Code. Its terms of reference are available on the websites of the Company and the Stock Exchange. The audit committee consists of three independent non-executive Directors, namely Mr. Tso Ping Cheong Brian (Chairman), Mr. Ma Lingfei and Mr. Zheng Yong. The primary duties of the audit committee are to review and supervise the Company's financial reporting process, internal control systems of the Group and to provide advice and comments thereon to the Board.

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#### **OTHER INFORMATION**

The unaudited interim consolidated results of the Group for the Period have been reviewed by the audit committee and the audit committee is of the view that the interim report for the Period is prepared in accordance with applicable accounting standards, rules and regulations and appropriate disclosures have been duly made.

> By order of the Board Shenglong Splendecor International Limited Sheng Yingming Chairman, Chief Executive Officer and Executive Director

Hong Kong, 10 August 2022

As at the date of this report, the Directors are:

Executive Directors Mr. Sheng Yingming (Chairman and Chief Executive Officer) Mr. Fang Xu Ms. Sheng Sainan

Independent Non-executive Directors Mr. Tso Ping Cheong Brian Mr. Ma Lingfei Mr. Zheng Yong

