



Huakang Biomedical Holdings Company Limited 華康生物醫學控股有限公司

(incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號: 8622



2022

INTERIM REPORT
中期報告



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

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This Report, for which the directors (the “**Directors**”) of Huakang Biomedical Holdings Company Limited (the “**Company**”), and together with its subsidiaries, the “**Group**”, “**we**” or “**our**”) 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 Group. 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.

GEM乃為較其他於聯交所上市之公司帶有較高投資風險之中小型公司提供一個上市之市場。有意投資者應了解投資於該等公司之潛在風險，並應經過審慎周詳考慮後方作出投資決定。

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本報告乃遵照聯交所**GEM**證券上市規則(「**GEM上市規則**」)之規定而提供有關華康生物醫學控股有限公司(「**本公司**」，連同其附屬公司統稱「**本集團**」或「**我們**」)的資料，本公司董事(「**董事**」)願就本報告共同地及個別地承擔全部責任。董事經作出一切合理查詢後確認，就彼等所深知及確信，本報告所載資料在各重大方面均為準確及完整，且無誤導或欺詐成分及並無遺漏任何其他事項致使本報告或當中所載任何陳述產生誤導。

CONTENTS

目錄

Corporate Information 公司資料	3
Management Discussion and Analysis 管理層討論及分析	4
Other Information 其他資料	17
Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income 未經審核簡明綜合損益及其他全面 收入表	26
Unaudited Condensed Consolidated Statement of Financial Position 未經審核簡明綜合財務狀況表	27
Unaudited Condensed Consolidated Statement of Changes in Equity 未經審核簡明綜合權益變動表	29
Unaudited Condensed Consolidated Statement of Cash Flows 未經審核簡明綜合現金流量表	30
Notes to the Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註	31

CORPORATE INFORMATION

公司資料

Board of Directors 董事會

Executive Directors 執行董事

Mr. Zhang Shuguang (*Chairman*)
張曙光先生(主席)
Mr. Zhang Chunguang
張春光先生
Mr. Poon Lai Yin Michael
潘禮賢先生
Mr. He Jiaming
何嘉明先生

Independent Non-executive Directors

獨立非執行董事

Dr. Chow Kwok Fai Joseph
周國輝博士
Dr. Cheng Faat Ting Gary
鄭發丁博士
Mr. Chan Kin Sang
陳健生先生

Audit Committee 審核委員會

Dr. Cheng Faat Ting Gary
(*Chairman*)
鄭發丁博士(主席)
Dr. Chow Kwok Fai Joseph
周國輝博士
Mr. Chan Kin Sang
陳健生先生

Remuneration Committee 薪酬委員會

Dr. Cheng Faat Ting Gary
(*Chairman*)
鄭發丁博士(主席)
Dr. Chow Kwok Fai Joseph
周國輝博士
Mr. Zhang Chunguang
張春光先生

Nomination Committee 提名委員會

Mr. Zhang Shuguang (*Chairman*)
張曙光先生(主席)
Dr. Chow Kwok Fai Joseph
周國輝博士
Mr. Chan Kin Sang
陳健生先生

Company Secretary 公司秘書

Mr. Chau Lai Ki
周麗麒先生

Authorised Representatives (for the purposes of the GEM Listing Rules) 授權代表(就GEM上市規則 而言)

Mr. Zhang Shuguang
張曙光先生
Mr. Poon Lai Yin Michael
潘禮賢先生

Compliance Officer 合規主任

Mr. Poon Lai Yin Michael
潘禮賢先生

Legal Advisers as to Hong Kong Laws 有關香港法例的法律顧問

Tung, Ng, Tse & Lam Solicitors
董吳謝林律師事務所

Auditor 核數師

Mazars CPA Limited
中審眾環(香港)會計師事務所
有限公司

Registered Office 註冊辦事處

Cricket Square,
Hutchins Drive,
P.O. Box 2681,
Grand Cayman, KY1-1111,
Cayman Islands

Principal Place of Business in Hong Kong 香港主要營業地點

3rd Floor, Effectual Building,
16 Hennessy Road,
Wanchai,
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灣仔
軒尼詩道16號
宜發大廈3樓

Principal Place of Business in the PRC 中國主要營業地點

1-3/F, Building D,
Shenzhen Junxuan,
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Kui Xin Community,
Kui Chong Office,
Dapeng New District,
Shenzhen,
The PRC
中國
深圳市
大鵬新區
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葵新社區
銀葵路16號
深圳君軒
D棟一至三層

Principal Share Registrar and Transfer Office in the Cayman Islands 開曼群島股份過戶登記處

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

Hong Kong Share Registrar and Transfer Branch Office 香港股份過戶登記分處

Tricor Investor Services Limited
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16 Harcourt Road,
Hong Kong
卓佳證券登記有限公司
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遠東金融中心17樓

Company's Website 公司網址

<http://www.huakangbiomedical.com>

Stock code 股份代號

8622

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW

The shares of the Company (the “Shares”) were listed on GEM of the Stock Exchange (the “Listing”) on 13 December 2018 (the “Listing Date”) by way of share offer of 100,000,000 new shares (“Share Offer”) offered by the Company at Hong Kong Dollars (the “HK\$”) 0.5 per Share.

Biological Reagents and Auxiliary Reproductive Supplies and Equipment Segment

Our Group specialises in the research and development, manufacturing and sales of a wide range of In-Vitro Diagnostic (“IVD”) reagents in the People’s Republic of China (the “PRC”), particularly focusing on the PRC male fertility IVD reagent market. As at the date of this Report, the Group’s product portfolio offers 30 biological reagents, including 27 male fertility IVD reagents, 2 parasite antibody detection reagents and 1 Epstein-Barr virus antibody detection reagent.

For the six months ended 30 June 2022 (the “Reporting Period”), the IVD reagents business operated by the Company’s principal subsidiary in the PRC experienced a stable sales of biological reagents and auxiliary reproductive supplies and equipment as compared to the six months ended 30 June 2021, being the corresponding period to the Reporting Period in the previous year (the “Corresponding Period”).

During the Reporting Period, our Group completed Class II medical devices registration of the sperm nuclear DNA integrity reagent and 2 Class I medical devices filing of male fertility IVD reagents. The commercialisation of those new reagents are expected to commence within this financial year.

業務回顧

本公司股份（「股份」）於二零一八年十二月十三日（「上市日期」）於聯交所GEM上市（「上市」），本公司按每股0.5港元（「港元」）提呈發售100,000,000股新股份（「股份發售」）。

生物製劑及輔助生育用品和設備分部

本集團專注於在中華人民共和國（「中國」）研發、生產及銷售各種體外診斷（「體外診斷」）試劑，尤其專注於中國男性不育體外診斷試劑市場。於本報告日，本集團產品組合有30種生物製劑，包括27種男性不育體外診斷試劑，2種寄生蟲系列檢測試劑和1種EB病毒檢測試劑。

於截至二零二二年六月三十日止六個月（「報告期間」），體外診斷試劑業務由本公司之主要中國附屬公司營運，其銷售生物製劑及輔助生育用品和設備的收益與截至二零二一年六月三十日止六個月，即去年相同時期的報告期間（「去年同期」），保持穩定。

於報告期間，本集團完成了精子核DNA完整性檢測試劑的第二類醫療器械註冊及2個男性不育體外診斷試劑的第一類醫療器械備案。這些新試劑的商業化預計將在本財政年度內開始。

Healthcare Products and Supplements Segment

Our Group has diversified its business to healthcare products and supplements in the PRC, Hong Kong and Canada. As at the date of this Report, our Group has a total of 24 natural health product licences granted by the Natural Health Product Directorate of Health Canada under our registered brand “Nutronic” and our Group has already launched 12 products in the market. During the Reporting Period, sales of healthcare products and supplements represented approximately 11.8% of the Group’s total revenue, as compared to approximately 13.9% in the Corresponding Period.

Our Group has partnered with several sales channels and e-commerce platforms that had strong interests to promote and distribute our products. Currently, we distributed our healthcare products and supplements through our websites (at www.nutronic.ca and www.nutronic.hk), offline channels (Eugenebaby and MF Living shops) and e-commerce platforms, such as Tmall, JD.com, Amazon, HKTVmall, Big Big Shop and Eugenebaby, etc (some of which are operated by our Group).

FUTURE PROSPECTS

The outbreak of the novel coronavirus (COVID-19) epidemic (the “**Epidemic**”) worsened as the number of cases rises again in the PRC. The rise in new infections led to more travel restrictions and lockdowns which inevitably affected the Group’s business. We expect the virus containment measures to stay in force in the near future and it will take more time to allow the economy to return to normalcy.

Despite the difficulties arising from the Epidemic, our Group are still continuous the research and testing on rapid Point-Of-Care diagnostic testing (“**POCT**”) under immunoassay techniques, and polymerase chain reaction testing (“**PCR testing**”) on male urinary tract infection, and the Group intends to apply for medical devices registration after satisfactory results.

健康產品及保健品分部

本集團將其業務多元化至銷售健康產品及保健品產品到中國、香港及加拿大。於本報告日，本集團註冊品牌「Nutronic」已獲得合共24份加拿大衛生部天然健康產品管理委員會授予的天然保健產品牌照及本集團已有12種產品推出市場。在報告期間，銷售健康產品及保健品的收益大約佔本集團總收入的11.8%，相對去年同期約13.9%。

本集團與多個銷售渠道和電子商務平台合作，其都有濃厚興趣推廣及分銷我們的產品。現在，我們將我們的健康產品及保健品在我們的網站（在www.nutronic.ca及www.nutronic.hk）、線下渠道（荷花親子及MF Living連鎖店）及電子商務平台（如天貓、京東、亞馬遜、香港電視網上購物、大台網網上購物平台及荷花親子購物網等）作銷售（其中部份由我們集團經營）。

未來前景

新型冠狀病毒(COVID-19)疫情(「**疫情**」)隨著中國新增感染病例再現升勢。由於新增病例增加，旅行限制及封鎖措施增強，不可避免地對本集團業務造成影響。我們預期短期內將持續實施防控措施，而經濟恢復正常運行尚需時日。

儘管疫情帶來諸多困難，我們集團仍在研發及測試基於免疫測定技術的快速即時檢驗(「**即時檢驗**」)，及針對男性尿路感染的聚合酶鏈式反應檢查(「**鏈式反應檢查**」)。本集團擬於取得滿意結果後申請醫療器械註冊。

For healthcare products and supplements segment, our Group will continue to seek for partners and distributors who have sufficient sales channel and financial resources to promote the brand of “Nutronic” and distribute our products in a more efficient and cost effective way.

FINANCIAL REVIEW

Revenue

The Group’s revenue slightly decreased by approximately Renminbi (“RMB”) 375,000, or approximately 3.1%, from approximately RMB12.2 million for the Corresponding Period to approximately RMB11.8 million for the Reporting Period. The decrease in revenue was mainly due to a decrease in the sales of healthcare products and supplements by our Group during the Reporting Period.

Sales of male fertility IVD reagents products remained to be our major products which accounted for approximately 82.6% of our total revenue generated from our sales of biological reagents and auxiliary reproductive supplies and equipment segment for the Reporting Period. Revenue from this segment during the Reporting Period was approximately RMB10.4 million, which represented a slightly decrease of approximately RMB74,000 or approximately 0.7% from approximately RMB10.5 million during the Corresponding Period.

Sales of healthcare products and supplements generated revenue of approximately RMB1.4 million during the Reporting Period, which represented a decrease of approximately RMB301,000 or approximately 17.7% from approximately RMB1.7 million for the Corresponding Period.

就健康產品及保健品分部，我們集團將會繼續尋找擁有足夠銷售渠道及財力資源的合作夥伴及分銷商推廣「Nutronic」品牌及以更有效及高成本效益的方法分銷我們的產品。

財務回顧

收益

於報告期間，本集團錄得的收益較去年同期的約人民幣(「人民幣」)12.2百萬元輕微減少約人民幣375,000元或約3.1%至約人民幣11.8百萬元。收入減少主要來自於報告期間本集團健康產品及保健品的銷售減少。

男性不育體外診斷試劑產品仍為我們的主要產品，其於報告期間之銷售額佔本集團生物製劑及輔助生育用品和設備分部總銷售額約82.6%。該分部於報告期間之收益約為人民幣10.4百萬元，較去年同期的約人民幣10.5百萬元輕微減少約人民幣74,000元或約0.7%。

銷售健康產品及保健品於報告期間產生之收益約為人民幣1.4百萬元，較去年同期的約人民幣1.7百萬元減少約人民幣301,000元或約17.7%。

Gross Profit and Gross Profit Margin

The Group recorded a gross profit of approximately RMB7.7 million during the Reporting Period, representing a slightly increase of approximately RMB90,000, or approximately 1.2%, from approximately RMB7.6 million during the Corresponding Period.

The Group's gross profit margin increased from approximately 62.2% during the Corresponding Period to approximately 64.9% during the Reporting Period. Such increase was mainly attributable to the improvement in profit margin of the sales of the healthcare products and supplements segment.

Other Income and Other Gains and Losses

Other income significantly increased by approximately RMB336,000 or approximately 187.7%, from approximately RMB179,000 during the Corresponding Period to approximately RMB515,000 during the Reporting Period, primarily because the Group received grants for high-tech Enterprise cultivation from the PRC Government authorities and grants from Hong Kong Government under Employment Support Scheme.

We recorded other gains of approximately RMB488,000 during the Reporting Period, whereas we recorded other losses of approximately RMB32,000 during the Corresponding Period. Such change was mainly attributable to the fluctuations in foreign exchange rate between foreign currency and RMB, the majority of which was unrealised foreign exchange difference.

Impairment Losses

The Group recorded impairment losses on trade receivables (net of reversal) of approximately RMB192,000 during the Reporting Period, as compared to approximately RMB249,000 during the Corresponding Period.

毛利及毛利率

本集團報告期間錄得毛利約人民幣7.7百萬元，較去年同期之約人民幣7.6百萬元輕微增加約人民幣90,000元或約1.2%。

本集團的毛利率由去年同期約62.2%增加至報告期間約64.9%。該增加主要由於銷售健康產品及保健品分部之毛利率有所改善。

其他收入及其他收益及虧損

其他收入由去年同期約人民幣179,000元大幅增加約人民幣336,000元或約187.7%至報告期間約人民幣515,000元，此乃主要由於本集團收到中國政府機構有關高新技術企業培育補助和香港政府於保就業計劃下的補貼。

我們於本報告期間錄得其他收益約人民幣488,000元，而我們於去年同期錄得其他虧損約人民幣32,000元。有關變動主要由於外幣與人民幣的匯率波動，其中大部分為未變現匯兌差異。

減值虧損

本集團於報告期間錄得貿易應收款項減值虧損(扣除撥回)約人民幣192,000元，比較去年同期約人民幣249,000元。

Expenses

Selling and distribution expenses increased by approximately RMB258,000 or approximately 6.9%, from approximately RMB3.8 million during the Corresponding Period to approximately RMB4.0 million during the Reporting Period. The increase was primarily attributable to a significant increase in the Group's sales and marketing activities to expand its distribution network.

Administrative expenses decreased from approximately RMB4.3 million during the Corresponding Period to approximately RMB3.9 million during the Reporting Period, which represented a decrease of approximately RMB461,000 or approximately 10.7%. Such a decrease was mainly attributable to the termination of professional services rendered by compliance advisor and the stringent cost control imposed by the management.

Research and development expenses remained relatively stable during the Reporting Period and the Corresponding Period in amount of approximately RMB1.3 million.

During the Reporting Period, finance costs representing the interest on lease liabilities under application of Hong Kong Financial Reporting Standard 16 was approximately RMB33,000 as compared to approximately RMB43,000 during the Corresponding Period.

Loss for the Period

During the Reporting Period, the loss for the period attributable to owners of the Company was approximately RMB941,000, as compared to approximately RMB2.0 million during the Corresponding Period. The decrease was mainly due to an increase in other income and other gain and a decrease in administrative expenses during the Reporting Period.

Basic loss per share during the Reporting Period was RMB0.24 cents, as compared to RMB0.51 cents during the Corresponding Period.

開支

銷售及分銷開支由去年同期約人民幣3.8百萬元增加約人民幣258,000元或約6.9%至報告期間約人民幣4.0百萬元。該增長乃主要歸因於顯著增加了本集團的銷售和營銷活動以擴大其分銷網絡。

行政開支由去年同期約人民幣4.3百萬元減少約人民幣461,000元或約10.7%至報告期間約人民幣3.9百萬元。該減少主要由於終止合規顧問的專業服務及管理層實行嚴格的成本控制所致。

研發開支於報告期間及去年同期保持相對穩定約人民幣1.3百萬元。

報告期間，融資成本指於應用香港財務報告準則第16號後租賃負債的利息約為人民幣33,000元，而去年同期則約為人民幣43,000元。

期內虧損

報告期間，期內本公司擁有人應佔虧損約人民幣941,000元，比較去年同期約人民幣2.0百萬元。減少乃主要有關報告期間其他收入及其他收益增加及行政開支減少。

報告期間每股基本虧損為人民幣0.24分，比較去年同期人民幣0.51分。

Taxation

The PRC enterprise income tax rate applicable to the Group's subsidiaries is 15% (during the Corresponding Period: 15%), whereas no assessable profit arising from Hong Kong during the Reporting Period (during the Corresponding Period: Nil).

稅項

本集團附屬公司適用之中國企業所得稅率為15% (去年同期: 15%)，而報告期間並無在香港產生應課稅溢利(去年同期: 無)。

USE OF PROCEEDS FROM SHARE OFFER

The utilisation of net proceeds from the Share Offer by the Group is set out below:

股份發售所得款項用途

本集團對股份發售所得款項淨額的使用情況載列如下：

Use of Net Proceeds	As at 31 December 2021 於二零二一年十二月三十一日		As at 30 June 2022 於二零二二年六月三十日			Expected timeline for the application of the Unutilised Net Proceeds ⁽⁵⁾ 動用未動用所得 款項淨額的預期 時間表 ⁽⁵⁾
	Amount of Net Proceeds allocated upon listing	Revised allocation of Net Proceeds 上市時分配的 所得款項的 修訂分配	Unutilised proceeds 未動用 所得款項	Actual use of proceeds 所得款項 實際用途	Unutilised proceeds 未動用 所得款項	
	HK\$ million ⁽¹⁾ 百萬元 ⁽¹⁾	RMB'000 ⁽²⁾ 人民幣千元 ⁽²⁾	RMB'000 ⁽³⁾ 人民幣千元 ⁽³⁾	RMB'000 人民幣千元	RMB'000 ⁽⁴⁾ 人民幣千元 ⁽⁴⁾	
Developing new products, improving our existing products and carrying out international cooperation projects 開發新產品、改良我們的現有產品及開展國際合作項目	6.9	6,087	7,687	2,409	6,466	1,221 Expected to be fully utilised by 31 December 2022 預期於二零二二年十二月三十一日前悉數動用
Expanding our sales network and enhancing our marketing activities 擴展我們的銷售網絡及加強我們的市場推廣活動	4.5	4,011	6,011	2,000	5,134	877 Expected to be fully utilised by 31 December 2022 預期於二零二二年十二月三十一日前悉數動用
Developing auxiliary reproductive supply business 發展輔助生育用品業務	4.6	4,100	-	-	-	- N/A 不適用
Working capital 營運資金	0.6	481	981	500	981	- N/A 不適用
Total 總計	16.6	14,679	14,679	4,909	12,581	2,098

Notes:

- (1) The net proceeds from the Share Offer based on the Offer Price of HK\$0.50 per Offer Share.
- (2) Translation based on the exchange rate of RMB1.00 to HK\$1.13.
- (3) In accordance with the announcement of change in use of proceeds dated 31 December 2021 (the "Announcement"), due to the reasons and benefits mentioned in the Announcement, the unutilised net proceeds was re-allocated with effect from 31 December 2021. For more details, please refer to the Announcement.
- (4) As at 30 June 2022, all unutilised proceeds were deposited with major banks in the PRC.
- (5) The expected timeline for application of the unutilised net proceeds is based on the estimation made by the Group which might be subject to changes in accordance with the change in market conditions from time to time.

附註：

- (1) 基於每股發售股份之發售價0.50港元之股份發售所得款項淨額。
- (2) 基於人民幣1.00元兌1.13港元之匯率換算。
- (3) 根據日期為二零二一年十二月三十一日的更改所得款項用途公告(「該公告」)，由於該公告所述的原因及裨益，未動用所得款項淨額獲重新分配，自二零二一年十二月三十一日起生效。有關更多詳情，請參閱該公告。
- (4) 於二零二二年六月三十日，全部未動用所得款項存放於中國主要銀行。
- (5) 動用未動用所得款項淨額的預期時間表乃根據本集團所作估計而作出，其可能會根據市況的不時變動而發生改變。

SHARE OPTION SCHEME

The Company has adopted the Share Option Scheme pursuant to an ordinary resolution passed by the shareholders in the extraordinary general meeting on 13 January 2020 (the "Share Option Scheme"). The Share Option Scheme is a long-term incentive scheme of the Company to reward its employees, Directors and other eligible participants for their contributions to the Group and to assist the Group in its recruitment and retention of high calibre employees and other eligible participants who are instrumental to the growth and development of the Group.

購股權計劃

本公司已根據股東於二零二零年一月十三日的股東特別大會上通過的一項普通決議案採納購股權計劃(「購股權計劃」)。購股權計劃乃本公司的長期激勵計劃，旨在獎勵其僱員、董事及其他合資格參與者對本集團作出貢獻，同時協助本集團招聘及挽留高素質僱員及其他對本集團成長及發展至關重要的合資格參與者。

On 9 April 2020, the Company announced the granting of an aggregate of 26,008,000 share options, subject to the acceptance by the grantees, at an exercise price of HK\$0.125 per share of the Company to the eligible persons under the Share Option Scheme. The market price of the Company's shares at the date of grant was HK\$0.125 per share. All of the share options are exercisable from the date of acceptance by a grantee to 8 April 2030 (both days inclusive). Each of the grantees has paid HK\$1 to the Company on acceptance of the offer of share option. Details are set out in the Company's announcement dated 9 April 2020.

於二零二零年四月九日，本公司公佈根據購股權計劃向合資格人士授出合共26,008,000份購股權，惟受限於承授人接納，行使價為每股本公司股份0.125港元。於授出日期，本公司股份的市價為每股股份0.125港元。全部購股權可由承授人接納日至二零二零年四月八日行使(包括首尾兩日)。各承授人已於接納購股權要約時向本公司支付1港元。有關詳情載於本公司日期為二零二零年四月九日的公告。

The movement during the period and the options outstanding as at 30 June 2022 were as follows:

截至二零二二年六月三十日止期間尚未行使購股權的變動情況如下：

Category of grantees	Number of share options 購股權數目				
	As at 1 January 2022 於 二零二二年 一月一日	Granted during the period 在此期間 獲授	Exercised during the period 在此期間 行使	Forfeited during the period 在此期間 被沒收	As at 30 June 2022 於 二零二二年 六月三十日
Executive Directors 執行董事					
Mr. Zhang Shuguang 張曙光先生	4,000,000	-	-	-	4,000,000
Mr. Zhang Chunguang 張春光先生	4,000,000	-	-	-	4,000,000
Mr. Poon Lai Yin Michael 潘禮賢先生	4,000,000	-	-	-	4,000,000
Mr. He Jiaming 何嘉明先生	4,000,000	-	-	-	4,000,000
Other employees 其他員工	7,504,000	-	-	-	7,504,000
Total 總計	23,504,000	-	-	-	23,504,000

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Note:

The closing price of the Shares immediately before the date on which the options were granted is HK\$0.125. The exercise price is HK\$0.125. The exercise period during which the options may be exercised is the period from the date of acceptance to 8 April 2030 (both days inclusive). The date of grant was 9 April 2020.

All the existing share options of the Company are vested upon granting. Forfeiture of share options are transferred from share option reserve to accumulated profits or losses within the equity of the Company. The exercise price of the forfeited share options is HK\$0.125.

Save as disclosed above, no options were granted, exercised, forfeited, cancelled or lapsed during the six months ended 30 June 2022.

The following assumptions were used to calculate the fair values of share options:

Closing share price immediately before date of grant	HK\$0.123
Grant date share price	HK\$0.125
Exercise price	HK\$0.125
Expected life	ten years
Expected volatility	103.1%
Dividend yield	nil
Risk-free interest rate	0.778%

The binomial model has been used to estimate the fair value of the share options. The value of the share options is subject to the limitations of the binomial model and a number of assumptions which are subjective and difficult to ascertain. Changes in the subjective input assumptions could materially affect the fair value estimate.

附註：

於所授出之購股權的當日前之股份收市價為0.125港幣。行使價為0.125港元。可行使購股權之行使期由接納購股權當日至二零三零四月八日(首尾兩天包括在內)。授出日期為二零二零四月九日。

本公司之所有現有購股權乃於授出時歸屬。沒收之購股權由購股權儲備轉撥至本公司權益內的累計損益中。已沒收之購股權之行使價為0.125港元。

除上文所披露者外，截至二零二二年六月三十日止六個月，並無購股權獲授出、行使、沒收、註銷或失效。

計算購股權之公平值時已使用以下假設：

緊接授出日期之前的收市股價	0.123港元
授出日期之股價	0.125港元
行使價	0.125港元
預期年期	十年
預期波幅	103.1%
股息率	無
無風險利率	0.778%

二項式模式乃用於估計購股權之公平值。購股權之價值受限於二項式模式的限制及多項假設，相關假設屬主觀因素且難以確定。主觀輸入值假設如有變動會對公平值估值造成重大影響。

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Our Group funded the liquidity and capital requirements primarily through internally generated fund from operating activities and proceeds from the Listing.

As at 30 June 2022, our Group recorded total cash and bank balances of approximately RMB35.2 million compared to approximately RMB36.2 million as at 31 December 2021, which were placed with major banks in the PRC and Hong Kong and denominated in RMB, Hong Kong Dollars (“**HK\$**”), United States Dollars (“**US\$**”) and Canadian Dollars (“**CAD\$**”). The decrease was mainly due to the payments of daily operating expenses.

As at 30 June 2022, the lease liabilities under application of HKFRS 16 was approximately RMB1.1 million (31 December 2021: approximately RMB1.7 million). The gearing ratio calculated based on the lease liabilities divided by total equity as at 30 June 2022 was approximately 1.9% (31 December 2021: approximately 2.9%).

There has been no change in the capital structure of the Company since the Listing. The capital structure of the Group comprised of issued share capital and reserves. The equity attributable to owners of the Company amounted to approximately RMB56.6 million as at 30 June 2022 (31 December 2021: approximately RMB57.7 million).

流動資金、財務資源及資本架構

本集團主要透過經營活動所產生的內部資金及上市所得款項，為流動資金及資本需求提供資金。

於二零二二年六月三十日，本集團錄得現金及銀行結餘總額約為人民幣35.2百萬元，而於二零二一年十二月三十一日，本集團之現金及銀行結餘總額約為人民幣36.2百萬元，分別存放於中國及香港主要銀行，並分別以人民幣、港元（「**港元**」）、美元（「**美元**」）及加拿大元（「**加元**」）計值。該減少乃主要由於日常營運開支付款。

於二零二二年六月三十日，應用香港財務報告準則第16號後的租賃負債約為人民幣1.1百萬元（二零二一年十二月三十一日：約人民幣1.7百萬元）。於二零二二年六月三十日，資本負債比率（按租賃負債除以權益總額計算）約為1.9%（二零二一年十二月三十一日：約2.9%）。

自上市起，本公司的資本架構並無任何變動。本集團的資本架構包括已發行股本及儲備。本公司擁有人應佔權益於二零二二年六月三十日約為人民幣56.6百萬元（二零二一年十二月三十一日：約人民幣57.7百萬元）。

EMPLOYEES AND REMUNERATION POLICIES

The emolument policy for the employee of the Group is set up by the management on the basis of their merit, qualifications and competence. Under the emolument policy, the basis of determining the emolument payable to Directors is subject to the decision of the remuneration committee of the Company. As at 30 June 2022, the Group had 80 full-time employees (31 December 2021: 83) located in Hong Kong and the PRC for operation. Details of the staff costs, including Directors' remuneration, incurred by the Group are set out in note 7 in the Notes to the unaudited condensed consolidated financial statements in this Report.

The remuneration committee will review and determine the remuneration and compensation packages of the Directors after having considered their responsibilities, workload, time devoted to our Group and the performance of our Group.

PRINCIPAL RISKS AND UNCERTAINTIES

The Group believed that there were certain risks and uncertainties involved in the operations, some of which were beyond the Group's control. A detailed discussion of the risk factors was set forth in the section headed "Risk Factors" in our prospectus dated 30 November 2018 (the "Prospectus").

FOREIGN EXCHANGE EXPOSURE

The functional currencies of our operations, assets and liabilities were mostly denominated in RMB. Therefore, we were not exposed to any significant foreign exchange risk for realised losses, except for our HK\$, US\$ and CAD\$ denominated bank balances. The Group currently did not have a foreign currency hedging policy. The Group did not engage in any derivatives agreements and did not commit to any financial instruments to hedge its foreign exchange exposure throughout the Reporting Period. The management will closely monitor our Group's foreign currency exposure and will consider hedging significant foreign currency exposure should the need arises.

僱員及薪酬政策

本集團僱員的薪酬政策乃管理層根據彼等之特長、資格及能力設立。根據薪酬政策，應付董事之酬金須由本公司薪酬委員會釐定。於二零二二年六月三十日，本集團於香港及中國擁有80名全職僱員（二零二一年十二月三十一日：83名）開展業務。有關本集團所產生員工成本（包括董事酬金）之詳情，載於本報告未經審核簡明綜合財務報表附註之附註7。

薪酬委員會將考慮董事各自的職責、工作量、為本集團貢獻的時間及本集團的業績表現檢討後釐定董事之薪酬及報酬包。

主要風險及不明朗因素

本集團認為營運涉及若干風險及不明朗因素，其中有一部分乃本集團無法控制。有關風險因素的詳細討論載於日期為二零一八年十一月三十日之招股章程（「招股章程」）「風險因素」一節。

外匯風險

我們營運、資產及負債的功能貨幣大部分以人民幣計值。因此，除我們的港元、美元及加元計值銀行結餘外，我們並無面臨任何變現損失的重大外匯風險。本集團現時並無外匯對沖政策。本集團並無參與任何衍生工具協議，且並無承諾任何金融工具以對沖其於報告期間的外匯風險。管理層將密切監控本集團的外匯風險，並將於有需要時考慮對沖重大的外幣風險。

TREASURY POLICIES

The Group will continue to employ a prudent treasury policy in managing the Group's cash balances and maintain strong and healthy liquidity to ensure that the Group is well placed to take advantage of future growth opportunities.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

For the Reporting Period, the Group did not make any material acquisitions and disposals of subsidiaries and affiliated companies.

SIGNIFICANT INVESTMENT HELD

As at 30 June 2022, the Group did not have any significant investment held.

PLEDGE OF ASSETS

As at 30 June 2022, the Group pledged a motor vehicle for lease liabilities with aggregate net carrying amount of approximately RMB271,000 (31 December 2021: approximately RMB326,000).

CAPITAL COMMITMENTS

As at 30 June 2022 and 31 December 2021, the Group did not have any capital commitments in respect of the acquisition of property, plant and equipment.

CONTINGENT LIABILITIES

As at 30 June 2022, the Group did not have any significant contingent liabilities (31 December 2021: Nil).

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus and the announcement of change in use of proceeds dated 31 December 2021, the Group does not have other plans for material investments and capital assets as at the date of this Report.

庫務政策

本集團將繼續採用審慎的庫務政策管理本集團的現金結餘，並維持穩健的流動資金，以確保本集團作好準備把握日後的增長機遇。

重大收購及出售附屬公司及關聯公司

於報告期間，本集團並無作出任何重大收購及出售附屬公司及關聯公司。

重大投資持有

於二零二二年六月三十日，本集團並無持有任何重大投資。

資產抵押

於二零二二年六月三十日，本集團就租賃負債抵押汽車總賬面淨值約人民幣271,000元(二零二一年十二月三十一日：約人民幣326,000元)。

資本承擔

於二零二二年六月三十日和二零二一年十二月三十一日，本集團就購買物業、廠房及設備，沒有任何資本承擔。

或然負債

於二零二二年六月三十日，本集團並無任何重大或然負債(二零二一年十二月三十一日：無)。

有關重大投資或資本資產的日後計劃

除招股章程「未來計劃及所得款項用途」一節及日期為二零二一年十二月三十一日的更改所得款項用途公告所披露外，本集團於本報告日期並無其他有關重大投資或資本資產的計劃。

DIVIDEND

The Directors do not recommend the payment of any dividend for the six months ended 30 June 2022 (six months ended 30 June 2021: Nil).

SUBSEQUENT EVENTS

On 29 July 2022, the Company and Ever-Long Securities Company Limited (the “**Placing Agent**”) entered into the placing agreement, pursuant to which the Company has conditionally agreed to place, through the Placing Agent on a best effort basis, up to 30,000,000 new ordinary shares (“**Placing Shares**”) to not less than six independent Placees at the Placing Price of HK\$0.180 per Placing Share. The maximum gross proceeds and net proceeds from the Placing will be approximately HK\$5.4 million and HK\$5.375 million respectively. The Company intends to apply the net proceeds from the Placing for general working capital of the Group for its operations outside of the PRC. For details, please refer to the announcements of the Company dated 29 July 2022 and 5 August 2022.

Save as disclosed above and elsewhere in the Report, since 30 June 2022 up to the date of this Report no significant events affecting the Company have taken place.

股息

董事不建議派付截至二零二二年六月三十日止六個月的任何股息(截至二零二一年六月三十日止六個月：無)。

期後事項

於二零二二年七月二十九日，本公司及長雄證券有限公司(「**配售代理**」)訂立配售協議。據此，本公司已有條件同意透過配售代理按盡力基準向不少於六名獨立承配人配售最多30,000,000股配售股份，配售價為每股配售股份0.180港元。配售事項之最高所得款項總額及所得款項淨額將分別約為5.4百萬港元及5.375百萬港元。本公司擬將配售事項的所得款項淨額用作本集團在中國境外之一般營運資金。有關詳情，請參閱本公司日期為二零二二年七月二十九日和二零二二年八月五日的公告。

除於本報告以上及其他部分所披露者外，自二零二二年六月三十日直至本報告日並無發生影響本公司的重大事件。

OTHER INFORMATION

其他資料

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTEREST IN CONTRACTS

Apart from the contracts in relation to the reorganisation of our Group for the Listing, no transactions, arrangements and contracts of significance in relation to the Group's business to which the Company, or any of its holding company or subsidiaries was a party and in which a Director, controlling shareholders (as defined in the GEM Listing Rules) ("**Controlling Shareholders**") of the Company and their respective connected parties had a material interest, whether directly or indirectly, subsisted at any time for Reporting Period.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2022, the interests and short positions of the Directors and chief executive and their associates in the Shares, Underlying Shares and debentures of the Company or any of the associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**") which, once the Shares are listed on GEM on the Stock Exchange, will have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interest or short positions which they are taken or deemed to have under such provision of the SFO) or will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or will be required, pursuant to the Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors, to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, will be as follows:

董事及控股股東於合約的權益

除有關本集團就上市進行重組的合約外，於報告期間內的任何時間，本公司或其任何控股公司或附屬公司概無參與訂立與本集團業務有關，而本公司董事、控股股東(定義見GEM上市規則)(「**控股股東**」)及彼等各自關連人士於當中直接或間接擁有重大權益的重大交易、安排及合約。

董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於二零二二年六月三十日，董事及最高行政人員及彼等各自之聯繫人於本公司或其任何相聯法團(定義見香港法例第571章證券及期貨條例(「**證券及期貨條例**」)第XV部)的股份、相關股份及債權證中，擁有(一旦股份於聯交所GEM上市後)須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益及淡倉(包括根據證券及期貨條例有關條文彼等被當作或被視為擁有的任何權益或淡倉)，或根據證券及期貨條例第352條須登記於該條所指的登記冊內的權益及淡倉，或根據有關董事進行證券交易的GEM上市規則第5.46至5.67條上市發行人董事進行證券交易之標準守則須知會本公司及聯交所的權益及淡倉如下：

OTHER INFORMATION

其他資料

Long Positions in the Shares

於股份之好倉

Ordinary shares of HK\$0.01 each of the Company

本公司每股面值0.01港元之普通股

Name of Directors/ chief executive	Capacity/Nature of interest	Number of ordinary shares held ⁽¹⁾	Number of share options held ⁽⁴⁾	Total interest	Percentage of shareholding ⁽²⁾
董事/最高行政人員姓名	身份/權益性質	所持普通股數目 ⁽¹⁾	所持購股權數目 ⁽⁴⁾	權益總計	股權百分比 ⁽²⁾
Mr. Zhang Shuguang 張曙光先生	Interests of controlled corporation and concert party ⁽³⁾ 受控法團權益及一致行動人士 ⁽³⁾	240,000,000	4,000,000	244,000,000	61.0%
Mr. Zhang Chunguang 張春光先生	Beneficial owner 實益擁有人	-	4,000,000	4,000,000	1.0%
Mr. Poon Lai Yin Michael 潘禮賢先生	Beneficial owner 實益擁有人	-	4,000,000	4,000,000	1.0%
Mr. He Jiaming 何嘉明先生	Beneficial owner 實益擁有人	-	4,000,000	4,000,000	1.0%

Notes:

附註：

- All interest stated are long positions.
- The calculation is based on the total number of 400,000,000 Shares in issue as at 30 June 2022.
- On 16 November 2017, Mr. Zhang Shuguang and Mr. Chang Yim Yang entered into the Acting-in-concert Confirmation (“Confirmation”) to acknowledge and confirm, among other things, that they have been and will be actively cooperating, communicating, and acting in concert with each other with respect to their interest in or the business of the relevant members of our Group since they became shareholders of the Company and will continue to act in concert after the signing of the Confirmation. For further details, please refer to the section headed “History and Reorganisation” in the Prospectus. The aggregate of 240,000,000 Shares and 4,000,000 share options are deemed to be interested by them in aggregate under the SFO, consist of (i) 144,576,000 Shares held by Crystal Grant Limited (“Crystal Grant”), a company wholly owned by Mr. Zhang Shuguang, in which Mr. Zhang Shuguang is deemed to be interested under the SFO; and (ii) 95,424,000 Shares held by Ever Charming Inc. (“Ever Charming”), a company wholly owned by Mr. Chang Yim Yang, in which Mr. Zhang Shuguang is deemed to be interested as a result of being a party acting in concert with Mr. Chang Yim Yang; and (iii) 4,000,000 share options granted to Mr. Zhang Shuguang on 9 April 2020.

- 所有所列權益均為好倉。
- 此乃基於二零二二年六月三十日的已發行股份總數400,000,000股計算。
- 於二零一七年十一月十六日，張曙光先生及張賢陽先生訂立一項一致行動確認書（「確認書」），以承認並確認（其中包括）彼等於成為本公司股東後一直並將就彼等於本集團有關成員公司之權益或相關業務積極合作溝通並彼此保持一致行動，且將於簽署確認書後繼續保持一致行動。有關進一步詳情，請參閱招股章程「歷史及重組」一節。根據證券及期貨條例，彼等合計被視為於合共240,000,000股股份和4,000,000股購股權中擁有權益，其中包括(i) Crystal Grant Limited（「Crystal Grant」，由張曙光先生全資擁有之公司）持有之144,576,000股股份，根據證券及期貨條例張曙光先生被視為於其中擁有權益；及(ii) Ever Charming Inc.（「Ever Charming」，由張賢陽先生全資擁有之公司）持有之95,424,000股股份，由於張曙光先生為與張賢陽先生一致行動之人士，故其被視為於該等股份中擁有權益；及(iii)在二零二零年四月九日授於張曙光先生4,000,000股購股權。

- (4) Details of the underlying shares of the Company held by the Director/chief executives are set out in the section headed "Share Option Scheme".
- (4) 董事／最高行政人員持有之本公司相關股份的詳情載於「購股權計劃」一節。

Long Position in the Ordinary Shares of Associated Corporations 於相聯法團普通股之好倉

Name of Directors/ chief executive 董事／最高行政人員姓名	Name of associated corporation 相聯法團名稱	Capacity/ Nature of interest 身份／權益性質	Number of ordinary shares held ^(Note) 所持普通股數目 ^(附註)	Percentage of shareholding 股權百分比
Mr. Zhang Shuguang 張曙光先生	Crystal Grant Limited	Beneficial owner 實益擁有人	100 shares of US\$1.00 each 100股每股1.00美元之 股份	100%

Note:

All interest stated are long positions.

Save as disclosed above, as at 30 June 2022, none of the Directors and the chief executive of the Company had 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 would have to be notified to the Company and the Stock Exchange under Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which he is taken or deemed to have under such provision of the SFO) or which would be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which would be required pursuant to Part XV of the SFO or Rules 5.46 to 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

附註：

所有所列權益均為好倉。

除上文所披露者外，於二零二二年六月三十日，概無董事及本公司最高行政人員於本公司或其任何相聯法團（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根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的任何權益或淡倉（包括根據證券及期貨條例有關條文彼被當作或視為擁有之權益或淡倉），或根據證券及期貨條例第352條須登記於該條所述登記冊的任何權益或淡倉，或根據證券及期貨條例第XV部或GEM上市規則第5.46條至第5.67條須知會本公司及聯交所的任何權益或淡倉。

Substantial Shareholders' and Others Persons' Interests and Short Positions in Shares and Underlying Shares

As at 30 June 2022, so far as is known to the Directors, the following persons (not being a Director or chief executive of the Company) had interest or short position in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provision of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零二二年六月三十日，據董事所知，以下人士（既非董事亦非本公司最高行政人員）於股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部之條文須向本公司及聯交所披露，或記錄於本公司根據證券及期貨條例第336條須存置之登記冊內的權益或淡倉：

Name of Shareholders 股東姓名／名稱	Capacity/ Nature of interest 身份／權益性質	Number of ordinary shares held ⁽²⁾ 所持普通股數目 ⁽²⁾	Number of share options held ⁽³⁾ 所持購股權數目 ⁽³⁾	Total interest 權益總計	Percentage of shareholding 股權百分比
Crystal Grant	Beneficial owner and concert party ⁽¹⁾	240,000,000	4,000,000	244,000,000	61.0%
Crystal Grant	實益擁有人及一致行動人士 ⁽¹⁾				
Ever Charming	Beneficial owner and concert party ⁽¹⁾	240,000,000	4,000,000	244,000,000	61.0%
Ever Charming	實益擁有人及一致行動人士 ⁽¹⁾				
Mr. Chang Yim Yang	Interests of controlled corporation ⁽¹⁾	240,000,000	4,000,000	244,000,000	61.0%
張賢陽先生	受控法團權益 ⁽¹⁾				

Notes:

- (1) On 16 November 2017, Mr. Zhang Shuguang and Mr. Chang Yim Yang entered into the Confirmation to acknowledge and confirm, among other things, that they have been and will be actively cooperating, communicating, and acting in concert with each other with respect to their interest in or the business of the relevant members of our Group since they became shareholders of the Company and will continue to act in concert after the signing of the Confirmation. For further details, please refer to the section headed “History and Reorganisation” in the Prospectus. The aggregate of 240,000,000 Shares and 4,000,000 share options are deemed to be interested by them in aggregate under the SFO, consist of (i) 144,576,000 Shares held by Crystal Grant, a company wholly owned by Mr. Zhang Shuguang, in which Mr. Zhang Shuguang is deemed to be interested under the SFO; (ii) 95,424,000 Shares held by Ever Charming, a company wholly owned by Mr. Chang Yim Yang, in which Mr. Zhang Shuguang is deemed to be interested as a result of being a party acting in concert with Mr. Chang Yim Yang; and (iii) 4,000,000 share options granted to Mr. Zhang Shuguang on 9 April 2020.
- (2) All interests stated are long positions.
- (3) Details of the underlying shares of the Company held by the substantial shareholder are set out in the section headed “Share Option Scheme”.

附註：

- (1) 於二零一七年十一月十六日，張曙光先生及張賢陽先生訂立確認書，以承認並確認（其中包括）彼等於成為本公司股東後一直並將就彼等於本集團有關成員公司之權益或相關業務積極合作溝通並彼此保持一致行動，且將於簽署確認書後繼續保持一致行動。有關進一步詳情，請參閱招股章程「歷史及重組」一節。根據證券及期貨條例，彼等合計被視為於合共240,000,000股股份和4,000,000股購股權中擁有權益，其中包括(i) Crystal Grant(由張曙光先生全資擁有之公司)持有之144,576,000股股份，根據證券及期貨條例張曙光先生被視為於其中擁有權益；(ii) Ever Charming(由張賢陽先生全資擁有之公司)持有之95,424,000股股份，由於張曙光先生為與張賢陽先生一致行動之人士，故其被視為於該等股份中擁有權益；及(iii)在2020年4月9日授於張曙光先生4,000,000股購股權。
- (2) 所有列權益均為好倉。
- (3) 主要股東持有之本公司相關股份之詳情載於「購股權計劃」一節。

OTHER INFORMATION

其他資料

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as otherwise disclosed in this Report, at no time during the Reporting Period and up to the date of this Report, have the Directors and the chief executive of the Company and their respective close associates (as defined in the GEM Listing Rules) had any interests in, or had been granted, or exercised any rights to acquire benefits by means of the acquisition of shares in, or debentures of, the Company and/or its associated corporations (within the meaning of SFO).

COMPETING INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

The Directors confirm that none of the Controlling Shareholders or the Directors and their respective close associates (as defined in the GEM Listing Rules) is interested in any business apart from the business operated by our Group which competes or is like to compete, directly or indirectly, with our Group's business during the Reporting Period and up to the date of this Report.

PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES

There were no purchases, sales or redemptions of the Company's listed securities by the Company or any of its subsidiaries during the Reporting Period.

CHANGES IN DIRECTORS INFORMATION

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, the change in information of Director is set out below:

Mr. Poon Lai Yin Michael, an executive Director of the Group, resigned as independent non-executive director of China Uptown Group Company Limited, a company listed on the Main Board of the Stock Exchange (stock code: 2330.HK) with effect from 6 June 2022.

董事收購股份或債權證的權利

除本報告另有披露者外，於報告期間的任何時間及直至本報告日期，董事及本公司最高行政人員及彼等各自之緊密聯繫人(定義見GEM上市規則)概無於本公司及／或其相聯法團(定義見證券及期貨條例)之股份或債權證中擁有任何權益或獲授予或行使可藉收購本公司及／或其相聯法團股份或債權證而獲取利益之任何權利。

董事及控股股東的競爭權益

董事確認，於報告期間及直至本報告日期，概無控股股東或董事或彼等各自之緊密聯繫人(定義見GEM上市規則)於本集團經營業務以外且直接或間接與本集團業務構成競爭或可能構成競爭的任何業務中擁有權益。

購買、出售或贖回上市證券

於報告期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

董事資料變更

根據GEM上市規則第17.50A(1)條，董事之資料變動載列如下：

潘禮賢先生，為本集團執行董事，辭任中國上城集團有限公司(其於聯交所主板上市(股份代號：2330.HK))獨立非執行董事，自二零二二年六月六日起生效。

Save as disclosed above, there is no other change in information of the Directors required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

除上述變動外，概無其他須根據GEM上市規則第17.50A(1)條予以披露之資料。

CORPORATE GOVERNANCE PRACTICES

The Board of the Directors (the “**Board**”) is committed to achieving high corporate governance standards.

企業管治常規

董事會(「**董事會**」)致力於持守較高的企業管治標準。

The Board believes that good corporate governance standards are essential in providing a framework for the Company to safeguard the interests of shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

董事會相信，良好的企業管治標準對為本公司提供框架以保障股東利益、提升企業價值、制定業務策略及政策，以及提高透明度及問責性是必不可少的。

The Company has applied the principles and code provisions as set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 15 of the GEM Listing Rules.

本公司已應用GEM上市規則附錄十五所載企業管治守則(「**企業管治守則**」)載列的原則及守則條文。

The Company adopted and complied with, where applicable, the CG Code during the Reporting Period and up to the date of this Report (the “**Relevant Period**”).

本公司自報告期間及直至本報告日期止期間(「**有關期間**」)已採納及遵守(如適用)企業管治守則。

The Board will continue to monitor and review the Company’s corporate governance practices to ensure compliance with the CG Code.

董事會將持續監察及檢討本公司的企業管治常規，以確保遵守企業管治守則。

The Board conducted reviews of the system of internal controls of the Group to ensure that an effective and adequate internal control system is in place. The Board also convened meetings to discuss financial, operational and risk management control.

董事會已檢討本集團的內部監控系統，以確保建立有效及充分的內部監控系統。董事會亦召開會議討論財務、營運及風險管理監控。

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings concerning securities transactions by the Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the “**Model Code**”) as its own code governing securities transactions of the Directors (the “**Required Standard**”). Having made specific enquiry of all the Directors, all of them confirm that they have fully complied with the Required Standard during the Relevant Period.

Pursuant to Rule 5.66 of the Model Code, the Directors have also requested any employee of the Company or director or employee of a subsidiary of the Company (the “**relevant employees**”) who, because of his office or employment in the Company or a subsidiary, is likely to possess inside information in relation to the securities of the Company, not to deal in securities of the Company when he would be prohibited from dealing by the Model Code as if he were a Director. No incident of non-compliance of the Required Standard by the relevant employees was noted by the Company.

進行證券交易的標準守則

本公司已採納一套有關董事進行證券交易的操守守則作為其本身監管董事證券交易的守則(「**必守標準**」)，其條款嚴格程度並不遜於GEM上市規則第5.48至5.67條所載有關董事進行證券交易的必守標準(「**標準守則**」)。經向全體董事作出特定查詢後，全體董事均已確認彼等於有關期間內已遵守必守標準。

根據標準守則第5.66條，董事亦已要求本公司的任何僱員、或本公司附屬公司的任何董事或僱員(「**有關僱員**」)，不得利用彼等因在本公司或附屬公司的職務或工作而可能管有與本公司證券有關的內幕消息，在標準守則禁止董事買賣證券之期間買賣本公司的證券。本公司並無獲悉有關僱員違反必守標準的事件。

AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The audit committee of the Company has been established with its terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules, and code provisions D.3.3 and D.3.7 of the CG Code (“**Audit Committee**”). The Audit Committee consists of three independent non-executive Directors, namely Dr. Cheng Faat Ting Gary (Chairman), Dr. Chow Kwok Fai Joseph and Mr. Chan Kin Sang.

The main duties of the Audit Committee are to assist the Board in reviewing the financial information and reporting process, risk management and internal control systems, effectiveness of the internal audit function, scope of audit and appointment of external auditors, and arrangements to enable employees of the Company to raise concerns about possible improprieties in financial reporting, internal control or other matters of the Company.

The financial information in this Report has not been reviewed nor audited by the Company’s auditor, but the Audit Committee has reviewed the unaudited condensed consolidated financial results of the Group for the Reporting Period and is of the opinion that the preparation of such statements complied with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures have been made.

On behalf of the Board

Zhang Shuguang

Chairman and Executive Director

Hong Kong, 8 August 2022

審核委員會及審閱中期業績

本公司審核委員會已告成立，並遵照GEM上市規則第5.28條至第5.33條及企業管治守則條文第D.3.3及D.3.7條訂明其職權範圍（「**審核委員會**」）。審核委員會由三名獨立非執行董事組成，即鄭發丁博士（主席）、周國輝博士及陳健生先生。

審核委員會的主要職責包括協助董事會審閱財務資料和申報程序、風險管理和內部監控系統、內部審核職能的有效性、審核範圍和委任外聘核數師，以及讓本公司僱員可對有關本公司財務申報、內部監控或其他事宜的潛在不當行為提出關注的安排。

本報告中的財務信息尚未經過本公司審計師審閱或審核，但審核委員會成員已審閱於報告期間集團未經審核簡明綜合財務業績，及認為該等報表的編製符合適用的會計準則、GEM上市規則的規定及其他適用的法律規定，並已作出充分披露。

代表董事會

主席兼執行董事

張曙光

香港，二零二二年八月八日

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

未經審核簡明綜合損益及其他全面收入表

For the three months and six months ended 30 June 2022 截至二零二二年六月三十日止三個月及六個月

The Board of the Directors (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 unaudited comparative figures for the three months and six months ended 30 June 2021 as follows:

董事會(「**董事會**」)欣然公佈本集團截至二零二二年六月三十日止三個月及六個月的未經審核簡明綜合業績，連同截至二零二一年六月三十日止三個月及六個月的未經審核比較數字如下：

		NOTES 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元	2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元
Revenue	收入	4	5,897	7,284	11,797	12,172
Cost of sales	銷售成本		(2,084)	(3,218)	(4,142)	(4,607)
Gross profit	毛利		3,813	4,066	7,655	7,565
Other income	其他收入	5	335	92	515	179
Other gains and losses	其他收益及虧損	6	491	(133)	488	(32)
Provision for Impairment losses on trade receivables, net	貿易應收款項減值虧損撥備淨額		(190)	(189)	(192)	(249)
Selling and distribution expenses	銷售及分銷開支		(1,858)	(1,758)	(4,023)	(3,765)
Administrative expenses	行政開支		(2,065)	(2,156)	(3,850)	(4,311)
Research and development expenses	研發開支		(676)	(718)	(1,342)	(1,270)
Finance costs	融資成本		(15)	(17)	(33)	(43)
Share of result of the associate	分佔聯營公司業務		-	-	-	-
Loss before tax	除稅前虧損	7	(165)	(813)	(782)	(1,926)
Income tax expense	所得稅開支	8	(95)	(87)	(159)	(123)
Loss for the period attributable to the owners of the Company	期內本公司擁有人應佔虧損		(260)	(900)	(941)	(2,049)
Other comprehensive (expense)/ income:	其他全面(開支)/收益：					
Item that may be reclassified subsequently to profit or loss	其後可能重新分類至損益的項目					
Exchange difference on consolidation	綜合匯兌差額		(251)	52	(213)	23
Total comprehensive expense for the period attributable to the owners of the Company	本公司擁有人應佔期內全面開支總額		(511)	(848)	(1,154)	(2,026)
			RMB cents 人民幣仙	RMB cents 人民幣仙	RMB cents 人民幣仙	RMB cents 人民幣仙
Loss per share Basic and diluted	每股虧損基本及攤薄	9	(0.07)	(0.23)	(0.24)	(0.51)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

未經審核簡明綜合財務狀況表

At 30 June 2022 於二零二二年六月三十日

			30 June 2022 二零二二年 六月三十日 (unaudited) (未經審核) RMB'000 人民幣千元	31 December 2021 二零二一年 十二月三十一日 (audited) (經審核) RMB'000 人民幣千元
		NOTES 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	8,095	8,689
Right-of-use assets	使用權資產	12	1,110	1,664
Intangible assets	無形資產	13	3,002	3,043
Interest in associate	於聯營公司之權益		-	-
			12,207	13,396
Current assets	流動資產			
Inventories	存貨		3,288	4,210
Trade receivables	貿易應收款項	14	9,889	9,399
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項		3,783	3,848
Bank balances and cash	銀行結餘及現金		35,188	36,207
			52,148	53,664
Current liabilities	流動負債			
Trade payables	貿易應付款項	15	767	717
Other payables and accrued charges	其他應付款項及應計費用		3,790	4,395
Contract liabilities	合約負債		1,402	2,171
Lease liabilities	租賃負債		965	1,019
Deferred income – government grants	遞延收入 – 政府補助		15	15
Amount due to an associate	應付聯營公司款項	16	329	101
Tax payable	應付稅項		363	219
			7,631	8,637
NET CURRENT ASSETS	流動資產淨值		44,517	45,027
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		56,724	58,423

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

未經審核簡明綜合財務狀況表

At 30 June 2022 於二零二二年六月三十日

		30 June 2022 二零二二年 六月三十日 (unaudited) (未經審核) RMB'000 人民幣千元	31 December 2021 二零二一年 十二月三十一日 (audited) (經審核) RMB'000 人民幣千元
	NOTES 附註		
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債	128	665
Deferred income – government grants	遞延收入 – 政府補助 grants	45	53
		173	718
NET ASSETS	資產淨值	56,551	57,705
Capital and reserves	資本及儲備		
Share capital	股本	3,509	3,509
Reserves	儲備	53,042	54,196
TOTAL EQUITY	權益總額	56,551	57,705

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

未經審核簡明綜合權益變動表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Reserves						Sub-total	Total equity	
		Share capital	Share premium	Capital reserve	Statutory reserve	Translation reserve	Share option reserve			Accumulated profits/(loss)
		股本	股份溢價	資本儲備	法定儲備	匯兌儲備	購股權儲備	累計溢利/(虧損)	小計	權益總額
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	3,509	47,248	1,943	2,302	89	2,608	4,160	58,350	61,859
Loss for the period	期內虧損	-	-	-	-	-	-	(2,049)	(2,049)	(2,049)
Other comprehensive Income:	其他全面收益:									
<i>Item that may be reclassified subsequently to profit or loss</i>	<i>其後可能重分類至損益的項目</i>									
Exchange difference on consolidation	綜合匯兌差額	-	-	-	-	23	-	-	23	23
Total comprehensive expense for the period	期內全面開支總額	-	-	-	-	23	-	(2,049)	(2,026)	(2,026)
Transaction with owners:	與擁有人之交易:									
Contributions and distributions	供款及分派									
Forfeiture of share options	沒收購股權	-	-	-	-	-	(205)	205	-	-
At 30 June 2021 (unaudited)	於二零二一年六月三十日(未經審核)	3,509	47,248	1,943	2,302	112	2,403	2,316	56,324	59,833
At 1 January 2022 (audited)	於二零二二年一月一日 (經審核)	3,509	47,248	1,943	2,352	155	2,404	94	54,196	57,705
Loss for the period	期內虧損	-	-	-	-	-	-	(941)	(941)	(941)
Other comprehensive Income:	其他全面收益:									
<i>Item that may be reclassified subsequently to profit or loss</i>	<i>其後可能重分類至損益的項目</i>									
Exchange difference on consolidation	綜合匯兌差額	-	-	-	-	(213)	-	-	(213)	(213)
Total comprehensive expense for the period	期內全面開支總額	-	-	-	-	(213)	-	(941)	(1,154)	(1,154)
At 30 June 2022 (unaudited)	於二零二二年六月三十日(未經審核)	3,509	47,248	1,943	2,352	(58)	2,404	(847)	53,042	56,551

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

未經審核簡明綜合現金流量表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元
Net cash used in operating activities	經營活動所得現金淨額	(201)	(1,600)
Net cash used in investing activities	投資活動所用現金淨額	(187)	(126)
Net cash used in financing activities	融資活動所得現金淨額	(418)	(441)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(806)	(2,167)
Cash and cash equivalents at beginning of the period	年初之現金及現金等價物	36,207	41,944
Effect on exchange rate change	匯率變動的影響	(213)	23
Cash and cash equivalents at end of the period, represented by bank balances and cash	年末之現金及現金等價物，指銀行結餘及現金	35,188	39,800

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

1. GENERAL

Huakang Biomedical Holdings Company Limited was incorporated in the Cayman Islands as an exempted company under the laws of the Cayman Islands with limited liability on 3 August 2017 and its shares are listed on the GEM of The Stock Exchange of Hong Kong Limited on 13 December 2018. The Company is controlled by Mr. Zhang Shuguang and Mr. Chang Yim Yang, who act in concert and hold equity interests in the Company indirectly through Crystal Grant Limited (wholly owned by Mr. Zhang Shuguang), a limited liability company incorporated in the British Virgin Islands (“BVI”) and Ever Charming Inc. (wholly owned by Mr. Chang Yim Yang), a limited liability company incorporated in the BVI, respectively. The addresses of the registered office and principal place of business of the Company are set out in the section headed “Corporate Information” to this Report.

The Group is principally engaged in research and development, manufacturing, marketing and sale of biological reagents and auxiliary reproductive supplies and equipment in the PRC through its subsidiary, 深圳華康生物醫學工程有限公司 (Shenzhen Huakang Bio-Medical Engineering Limited*) (“**Shenzhen Huakang**”), a limited liability company established in the PRC on 26 June 1992.

The consolidated financial statements are presented in RMB, which is the same as the functional currency of the Company and rounded to the nearest thousand unless otherwise stated.

1. 一般資料

華康生物醫學控股有限公司於二零一七年八月三日根據開曼群島法律於開曼群島註冊成立為一間獲豁免有限公司，其股份於二零一八年十二月十三日在香港聯合交易所有限公司GEM上市。本公司受張曙光先生及張賢陽先生（為一致行動人士，分別透過一間於英屬處女群島（「英屬處女群島」）註冊成立的有限公司Crystal Grant Limited（由張曙光先生全資擁有）及一間於英屬處女群島註冊成立的有限公司Ever Charming Inc.（由張賢陽先生全資擁有）間接於持有本公司權益）控制。本公司之註冊辦事處及主要營業地點地址載於本報告「公司資料」一節。

本集團主要透過其附屬公司深圳華康生物醫學工程有限公司（「深圳華康」）（於一九九二年六月二十六日在中國成立的有限公司）於中國從事生物製劑及輔助生育用品和設備的研發、生產、營銷及銷售。

綜合財務報表以人民幣呈列，與本公司之功能貨幣相同，且除另有註明外，均四捨五入至最接近之千位數。

* The English name is for identification purpose

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

2. BASIS OF PRESENTATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”), which collective term includes all applicable individual HKFRSs, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance. The unaudited condensed consolidated financial statements also comply with the applicable disclosure requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange.

The accounting policies adopted in the preparation of the unaudited condensed consolidated financial statement are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2021, except for the adoption of the new and revised HKFRSs issued by the HKICPA that are adopted for the first time for the Group financial period beginning on 1 January 2022.

The adoption of the new and revised HKFRSs has had no significant effect on the unaudited condensed consolidated financial statements and there have been no significant changes to the accounting policies applied in the unaudited condensed consolidated financial statements.

The unaudited condensed consolidated financial statements have been prepared under the historical cost basis.

The unaudited condensed consolidated financial statements have not been audited by the Company’s auditor, but have been reviewed by the Audit Committee.

2. 呈列基準

未經審核簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈之所有適用個別香港財務報告準則（「香港財務報告準則」）、香港會計準則（「香港會計準則」）及詮釋（下文統稱為「香港財務報告準則」）以及香港公司條例的披露規定而編製。未經審核簡明綜合財務報表亦遵守聯交所GEM證券上市規則之適用披露規定。

編製未經審核簡明綜合財務報表所採納的會計政策與編製本集團截至二零二一年十二月三十一日止年度的年度綜合財務報表所應用者一致，惟於本集團自二零二二年一月一日開始之財政期間首次採用由香港會計師公會頒佈的新訂及經修訂香港財務報告準則除外。

採納新訂及經修訂香港財務報告準則對本未經審核簡明綜合財務報表並無重大財務影響。且本未經審核簡明綜合財務報表所應用之會計政策並無重大變動。

未經審核簡明綜合財務報表乃根據歷史成本基準編製。

未經審核簡明綜合財務報表尚未由本公司核數師審核，但已由審核委員會審閱。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

3. USE OF JUDGEMENTS AND ESTIMATES

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

4. REVENUE AND SEGMENT INFORMATION

The Group's operating activities are attributable to research and development, manufacturing and sales of (i) biological reagents and auxiliary reproductive supplies and equipment and (ii) healthcare products and supplements.

The following is an analysis of the Group's revenue:

(a) Disaggregation of revenue from contracts with customers

3. 採用判斷及估計

於編製本未經審核簡明綜合中期財務報表過程中，管理層於應用本集團會計政策時作出的重大判斷及估計不確定因素的主要來源與二零二一年年度財務報表所應用者相同。

4. 收益及分部資料

本集團的經營活動歸屬於研發、生產及銷售(i)生物製劑及輔助生育用品和設備及(ii)健康產品及保健品。

以下為對本集團收益之分析：

(a) 客戶合約收益分類

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		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
Sales of biological reagents	銷售生物製劑				
Male fertility IVD reagents	男性不育體外 診斷試劑	4,414	4,530	8,587	8,473
Parasite antibody detection reagents	寄生蟲系列檢測 試劑	619	801	1,010	1,117
Epstein-Barr Virus antibody detection reagents	EB病毒檢測試劑	162	182	264	350
Sales of auxiliary reproductive supplies and equipment	銷售輔助生育 用品和設備	215	276	540	535
Sales of healthcare products and supplements	銷售健康產品及 保健品	487	1,495	1,396	1,697
Total	總計	5,897	7,284	11,797	12,172
Types of customers	客戶類別				
Distributors	分銷商	2,549	4,598	5,766	7,334
Non-distributors	非分銷商	3,348	2,686	6,031	4,838
Total	總計	5,897	7,284	11,797	12,172

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

Information reported to the executive directors of the Company, being identified as the chief operating decision makers (the “CODM”), for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

Based on the Group’s internal information reporting purpose, the directors of the Company have determined that there are two reportable operating segments which are set out below:

- (1) Biological reagents and auxiliary reproductive supplies and equipment; and
- (2) Healthcare products and supplements

For the purpose of assessing segment performance and allocating resources between segments, the CODM makes decisions according to the operating results of each segment.

Segment results, which are the measures reported to the CODM for the purposes of resources allocation and assessment of segment performance, represent the profit earned or loss incurred by each segment without allocation of certain other gains and losses, administrative expenses, finance costs incurred by head office, income tax expense and share result of an associate.

就資源分配及分部業績評估而向本公司執行董事(即主要營運決策人(「主要營運決策人」))報告的資料著重於所交付或提供的商品或服務的類型。釐定本集團可呈報分部時，概無將主要營運決策人所識別的經營分部合併計算。

根據本集團內部資料呈報目的，本公司董事已釐定存在兩個可呈報經營分部，載列如下：

- (1) 生物製劑及輔助生育用品和設備；及
- (2) 健康產品及保健品

就評估分類表現及在分類間分配資源而言，主要營運決策人根據各分部的經營業績作出決策。

分部業績為呈報予主要營運決策人以供資源分配及評估分部表現的計量基準，其指各分部賺取的溢利或產生的虧損，當中並無分配若干其他收益及虧損、行政開支、總辦公室產生的融資成本、所得稅開支及分佔聯營公司業績。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

(b) Segment revenue and results

(b) 分部收益及業績

(Unaudited)

(未經審核)

Six months ended 30 June

截至六月三十日止六個月

		Biological reagents and auxiliary reproductive supplies and equipments 生物製劑及輔助生育用品 和設備		Healthcare products and supplements 健康產品及保健品		Total 總計	
		2022	2021	2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年	二零二二年	二零二一年
		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
Segment revenue	分部收益	10,401	10,475	1,396	1,697	11,797	12,172
Segment results	分部業績	1,475	1,324	(1,002)	(1,476)	473	(152)
Unallocated head office and corporate income and expenses	未分配總辦公室及公司收入及開支						
- Other gains and losses	- 其他收益及虧損					208	(74)
- Administrative expenses	- 行政開支					(1,430)	(1,657)
- Finance costs	- 融資成本					(33)	(43)
Loss before taxation	除稅前虧損					(782)	(1,926)
Income tax expenses	所得稅開支					(159)	(123)
Loss for the period	期內虧損					(941)	(2,049)

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

(c) Geographical information

The following table sets out information about the geographical location of the Group's revenue from external customers which are based on the location of goods delivered.

(c) 地域資料

下表載列按貨品交付的地區劃分之本集團外部客戶收益之地域資料。

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 RMB'000 人民幣千元	2021 二零二一年 RMB'000 人民幣千元
Revenue from external customers:	外部客戶收益：		
The PRC	中國	10,401	10,475
Hong Kong	香港	1,311	1,697
Canada	加拿大	85	-
		11,797	12,172

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

(d) Information about major customers

Details of the customers (including entities under common control) individually accounting for 10% or more of the Group's total revenue are as follows:

(d) 有關主要客戶的資料

單獨佔本集團總收益10%或以上的客戶(包括受共同控制實體)的詳情如下:

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		RMB'000 ⁽²⁾	RMB'000	RMB'000 ⁽²⁾	RMB'000
		人民幣千元 ⁽²⁾	人民幣千元	人民幣千元 ⁽²⁾	人民幣千元
Customer A	客戶A	512	756	866	1,352
Smartronic Limited	智能創力有限公司				
("Smartronic") ⁽¹⁾	(「智能創力」) ⁽¹⁾	189	1,464	964	1,661

Notes:

- (1) Smartronic is an associate of the Group by virtue of Nutronic Biomedical Group Limited's ownership of its 49% equity interest.
- (2) The customers individually contributed less than 10% of the Group's total revenue in the respective period.

附註:

- (1) 智能創力為本集團聯營公司，因為 Nutronic Biomedical Group Limited 持有其49%權益。
- (2) 客戶單獨於有關期間貢獻佔本集團總收益少於10%。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

5. OTHER INCOME

5. 其他收入

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		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
Bank interest income	銀行利息收入	172	33	215	77
Government grants	政府補助	129	19	233	61
Sundry income	雜項收入	34	40	67	41
		335	92	515	179

6. OTHER GAINS AND LOSSES

6. 其他收益及虧損

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		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
Foreign exchange gains (losses), net	匯兌收益(虧損)淨額	491	(133)	488	(32)

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

7. LOSS BEFORE TAX

7. 除稅前虧損

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		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
Finance costs	融資成本				
Finance charges on lease liabilities	租賃負債的財務費用	15	17	33	43
Staff costs, including directors' remuneration	員工成本，包括董事薪酬				
Directors' emoluments	董事薪酬	658	552	1,180	971
Other staff costs:	其他員工成本：				
Salaries, bonus and other benefits	薪金、花紅及其他福利	2,126	1,993	4,216	3,949
Contributions to defined contribution plans	定額供款計劃供款	475	254	954	501
		3,259	2,799	6,350	5,421
Other items	其他項目				
Auditor's remuneration	核數師酬金	147	146	289	292
Amortisation of intangible assets (included in cost of sales)	無形資產攤銷 (包含在銷售成本)	91	77	161	108
Cost of inventories	存貨成本	2,084	3,218	4,142	4,607
Depreciation of property, plant and equipment	物業、廠房及設備折舊	442	475	881	959
Depreciation of right-of-use assets	使用權資產折舊	242	270	554	538
Other rental and related expenses – Short term lease	其他租賃及有關開支 – 短期租賃	–	10	–	20
Write-off of inventories (included in selling and distribution expenses)	存貨核銷(包含銷售及分銷開支)	6	–	16	–

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

8. INCOME TAX EXPENSE

8. 所得稅開支

	Three months ended 30 June		Six months ended 30 June	
	截至六月三十日止三個月	截至六月三十日止三個月	截至六月三十日止六個月	截至六月三十日止六個月
	2022	2021	2022	2021
	二零二二年	二零二一年	二零二二年	二零二一年
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
	(未經審核)	(未經審核)	(未經審核)	(未經審核)
	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
Current tax				
PRC Enterprise Income Tax				
– Current year	95	87	159	123

The Company and the subsidiaries incorporated in the BVI are tax-exempted. Entity established in the PRC is subject to PRC Enterprise Income Tax at a statutory rate of 25%. Since the Group's PRC subsidiary, Shenzhen Huakang is recognised as "New and High Technology Enterprise" and therefore is entitled to a concessional tax rate of 15%. The entitlement of this tax benefit is subject to renewal by respective tax bureau in the PRC every three years. The latest approval for Shenzhen Huakang enjoying this tax benefit was obtained in December 2020 for the three years ending 31 December 2023.

Hong Kong Profits Tax has not been provided as the Group had no assessable profit arising from Hong Kong for the six months ended 30 June 2022 and 2021.

No provision for deferred taxation has been made in the unaudited condensed consolidated financial statements as there were no significant temporary differences arising during the six months ended 30 June 2022 and 2021 or at the end of each reporting period.

本公司及於英屬處女群島註冊成立的附屬公司均免稅。於中國成立之實體須按中國企業所得稅法定稅率25%繳納稅項。由於本集團的中國附屬公司深圳華康獲評為「高新技術企業」，因此可享有15%的優惠稅率。該項稅務優惠資格須每三年獲相關中國稅務局重續。深圳華康最近獲此稅務優惠審批之時間為二零二零年十二月，有效期為截至二零二三年十二月三十一日止三年。

由於本集團於截至二零二二年及二零二一年六月三十日止六個月並無在香港產生應課稅溢利，故並無就香港利得稅作出撥備。

由於截至二零二二年及二零二一年六月三十日止六個月或各報告期末並無重大暫時性差異，因此未經審核簡明綜合財務報表並無計提遞延稅項撥備。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

9. LOSS PER SHARE

The calculation of the basic loss per share attributable to the owners of the Company is based on the following data:

9. 每股虧損

本公司擁有人應佔每股基本虧損的計算乃基於以下數據：

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元	2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元
Loss:	虧損：			
Loss for the period attributable to the owners of the Company for the purpose of basic loss per share	計算每股基本虧損所用本公司擁有人應佔期內虧損			
	(260)	(900)	(941)	(2,049)
	'000 千股	'000 千股	'000 千股	'000 千股
Number of shares:	股份數目：			
Weighted average number of ordinary shares of the Company in issue for the purpose of basic loss per share	計算每股基本虧損所用本公司已發行普通股加權平均數			
	400,000	400,000	400,000	400,000

Diluted loss per share is the same as basic loss per share as the effect of potential ordinary shares is anti-dilutive during the six months ended 30 June 2022 and 2021.

截至二零二二年及二零二一年六月三十日止六個月，由於普通股具有潛在反攤薄效應，故每股攤薄虧損與每股基本虧損相同。

10. DIVIDEND

No dividend was paid or declared by the Company during the six months ended 30 June 2022 and 2021, nor has any dividend been proposed since the end of the Reporting Period.

10. 股息

截至二零二二年及二零二一年六月三十日止六個月，本公司概無派付或宣派任何股息，及自報告期末亦無建議派付任何股息。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2022 the Group acquired property, plants and equipment of approximately RMB282,000 (six months ended 30 June 2021: approximately RMB141,000).

12. RIGHT-OF-USE ASSETS

11. 物業、廠房及設備

於截至二零二二年六月三十日止六個月，本集團購買物業、廠房及設備約人民幣282,000(截至二零二一年六月三十日止六個月：約人民幣141,000)。

12. 使用權資產

		Motor vehicles	Factories and office premises	Total
		汽車	工廠及 辦公室物業	總計
		RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元
Reconciliation of carrying amount	賬面值對賬			
At 31 December 2021 (audited)	於二零二一年十二月三十一日 (經審核)	326	1,338	1,664
Additions	添置	-	-	-
Depreciation	折舊	(55)	(499)	(554)
At 30 June 2022 (unaudited)	於二零二二年六月三十日 (未經審核)	271	839	1,110
At 30 June 2022 (unaudited)	於二零二二年六月三十日 (未經審核)			
Cost	成本	542	4,202	4,744
Accumulated depreciation	累計折舊	(271)	(3,363)	(3,634)
		271	839	1,110

Certain leases impose a restriction that, unless the approval is obtained from the lessor, the right-of-use asset can only be used by the Group and the Group is prohibited from selling or pledging the underlying assets.

若干租賃實施一項限制，除非獲得出租人批准，否則使用權資產僅限由本集團使用，並且禁止本集團出售或抵押相關資產。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

13. INTANGIBLE ASSETS

13. 無形資產

		Development costs 發展成本 RMB'000 人民幣千元
<hr/>		
COST	成本	
At 31 December 2021 (audited)	於二零二一年十二月三十一日(經審核)	5,041
Additions	添置	120
<hr/>		
At 30 June 2022 (unaudited)	於二零二二年六月三十日(未經審核)	5,161
<hr/>		
AMORTISATION	攤銷	
At 31 December 2021 (audited)	於二零二一年十二月三十一日(經審核)	1,998
Provided for the period	期內撥備	161
<hr/>		
At 30 June 2022 (unaudited)	於二零二二年六月三十日(未經審核)	2,159
<hr/>		
CARRYING VALUES	賬面值	
At 30 June 2022 (unaudited)	於二零二二年六月三十日(未經審核)	3,002
<hr/>		
At 31 December 2021 (audited)	於二零二一年十二月三十一日(經審核)	3,043

Development costs are internally generated and has finite useful lives and amortised on a straight-line basis over 5 years.

發展成本乃於內部產生，具有有限可用年限，並於5年內按直線法攤銷。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

14. TRADE RECEIVABLES

14. 貿易應收款項

		30 June 2022 二零二二年 六月三十日 (unaudited) (未經審核) RMB'000 人民幣千元	31 December 2021 二零二一年 十二月三十一日 (audited) (經審核) RMB'000 人民幣千元
Trade receivables from third parties	應收第三方之貿易 應收款項	14,079	13,397
Less: allowance for credit losses	減：信貸虧損撥備	(4,190)	(3,998)
Total	總計	9,889	9,399

In general, the Group will request deposits from the customers before the goods are delivered and the amount of deposits requested varies amongst different contracts. For certain long-term customers, the Group will deliver the goods without requesting deposits and allow a credit period from 30 to 180 days (31 December 2021: 30 to 180 days) to these customers and there is no credit period granted to other customers. The following is an aging analysis of trade receivables (net of allowances for credit losses) presented based on the dates of delivery of goods.

一般而言，本集團將要求於貨品交付前向客戶收取按金，而且所要求按金數額因不同合約而有所區別。就若干長期客戶而言，本集團將於不要求按金的情況下向該等客戶交付貨品，且授予該等客戶30至180天(二零二一年十二月三十一日：30天至180天)的信貸期，而並無向其他客戶授出信貸期。下列為按貨品交付日期呈列的貿易應收款項(扣除信貸虧損撥備)賬齡分析。

		30 June 2022 二零二二年 六月三十日 (unaudited) (未經審核) RMB'000 人民幣千元	31 December 2021 二零二一年 十二月三十一日 (audited) (經審核) RMB'000 人民幣千元
0-30 days	0至30天	1,541	2,274
31-90 days	31至90天	3,180	2,773
91-180 days	91至180天	2,198	1,953
Over 181 days	超過181天	2,970	2,399
		9,889	9,399

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

15. TRADE PAYABLES

In general, the Group will make advance payment to suppliers before the materials are received. Some of the suppliers may deliver the materials to the Group without requesting advance payment and a credit period ranged from 30 to 90 days (31 December 2021: 30 to 90 days) is granted by these suppliers. The following is an aging analysis of trade payables presented based on the invoice date:

		30 June 2022	31 December 2021
		二零二二年	二零二一年
		六月三十日	十二月三十一日
		(unaudited)	(audited)
		(未經審核)	(經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
0-30 days	0至30天	46	193
31-90 days	31至90天	194	40
Over 90 days	超過90天	527	484
		767	717

15. 貿易應付款項

通常，本集團會在取得材料前向供應商預付款項。部份供應商可在無需預付款的情況下將材料交付予本集團，該等供應商已授出介乎30天至90天(二零二一年十二月三十一日：30天至90天)之信貸期。基於發票日期的貿易應付款項的賬齡分析如下：

16. AMOUNT DUE TO AN ASSOCIATE

The amount due is unsecured, interest free and repayable on demand.

16. 應付聯營公司款項

有關應付款項為無抵押、免息及須按要求償還。

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

17. SHARE CAPITAL

17. 股本

		Number of share 股份數目		Equivalent to 相當於
			HK\$ 港元	RMB'000 人民幣千元
Authorised:	法定：			
At 31 December 2021 (audited)	於二零二一年			
and 30 June 2022 (unaudited)	十二月三十一日 (經審核)及二零二二年 六月三十日(未經審核)	1,000,000,000	10,000,000	8,851
Issued and fully paid ordinary shares at HK\$0.01 per share:	每股0.01港元之已發行及 繳足普通股：			
At 31 December 2021 (audited)	於二零二一年			
and 30 June 2022 (unaudited)	十二月三十一日 (經審核)及二零二二年 六月三十日(未經審核)	400,000,000	4,000,000	3,509

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

18. RELATED PARTY TRANSACTIONS

(a) Related Party Transactions

Save as disclosed elsewhere in the unaudited condensed consolidated financial statements, the Group had entered into following transactions with its related party during the six months ended 30 June 2022 and 2021:

18. 關連方交易

(a) 關連方交易

除於未經審核簡明綜合財務報表其他地方之披露外，截至二零二二年及二零二一年六月三十日止六個月，本集團與其關連方訂立以下交易：

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 (unaudited) (未經審核) RMB'000 人民幣千元	2021 二零二一年 (unaudited) (未經審核) RMB'000 人民幣千元
Lease and utilities expenses paid to Shenzhen Junxuan Biological Technology Co., Ltd* ("Shenzhen Junxuan") (Note)	已付深圳君軒生物技術有限公司(「深圳君軒」)之租金及公共開支(附註)	144	209
Sales to Smartronic	向智能創力銷售	964	1,661

Note:

Shenzhen Junxuan is a related company controlled by Mr. Zhang Shuguang, an executive director of the Company.

附註:

深圳君軒為本公司執行董事張曙光先生的關連公司。

* The English name is for identification purpose

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
未經審核簡明綜合財務報表附註

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

(b) Compensation of key management personnel

The emoluments of directors as key management personnel of the Group during the six months ended 30 June 2022 and 2021 were as follows:

(b) 主要管理人員薪酬

董事(作為本集團主要管理人員)截至二零二二年及二零二一年六月三十日止六個月之薪酬如下:

		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Salaries, bonuses and other benefits	薪金、花紅及其他福利	1,085	914
Contributions to defined contribution plans	界定供款計劃供款	95	57
		1,180	971



Huakang Biomedical Holdings Company Limited
華康生物醫學控股有限公司