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**天泓文創**

Icon Culture Global Co., Ltd

**Icon Culture Global Company Limited**

**天泓文創國際集團有限公司**

(於開曼群島註冊成立的有限公司)

(股份代號：8500)

**截至2022年6月30日止六個月  
中期業績公告**

天泓文創國際集團有限公司(「本公司」，連同其附屬公司，統稱「本集團」)董事(「董事」)會(「董事會」)公告本集團截至2022年6月30日止六個月之未經審核簡明綜合財務業績。本公告列載本公司2022中期報告全文，並遵照聯交所GEM證券上市規則(分別為「GEM」及「GEM上市規則」)有關中期初步業績公告須包括的資料的相關規定。本公司2022中期報告的印刷版將適時寄發予本公司股東，並將按照GEM上市規則所規定的方式於聯交所網站www.hkexnews.hk及本公司網站www.iconspace.com可供查閱。

承董事會命  
天泓文創國際集團有限公司  
主席及執行董事  
周子濤

香港，2022年8月12日

於本公告日期，執行董事為周子濤先生(主席)、蔡曉珊女士、劉東曦先生、梁薇女士(行政總裁及合規主任)及劉標先生；以及獨立非執行董事為李兆鏗先生、譚漢珊女士及田濤先生。

本公告的資料乃遵照聯交所GEM上市規則而刊載，旨在提供有關本公司之資料；各董事願就本公告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本公告所載資料在各重大方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令致本公告所載任何陳述產生誤導。

本公告將由其刊發日期起計最少七日登載於香港交易所網站www.hkexnews.hk之「最新上市公司公告」網頁內刊載。本公告亦將於本公司網站www.iconspace.com刊載及保存。

## **CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE” AND “GEM”, RESPECTIVELY)**

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

### **香港聯合交易所有限公司（「聯交所」）GEM（「GEM」）的特色**

**GEM** 的定位，乃為較於聯交所上市的其他公司帶有較高投資風險的中小型公司提供一個上市的市場。有意投資者應瞭解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。

由於在 **GEM** 上市公司一般為中小型公司，在 **GEM** 買賣的證券可能會承受較於聯交所主板買賣的證券為高的市場波動風險，同時亦無法保證於在 **GEM** 買賣的證券會有高流通量的市場。

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本報告載有遵照 **GEM** 證券上市規則（「**GEM 上市規則**」）規定提供的詳情，旨在提供有關天泓文創國際集團有限公司（「**本公司**」）的資料；而本公司董事（「**董事**」）願就本報告共同及個別承擔全部責任。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屬準確及完整，並無誤導或欺詐成份，並無遺漏其他事項致使本報告內任何陳述或本報告產生誤導。

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## COMPANY INFORMATION

### 公司資料

#### EXECUTIVE DIRECTORS

Mr. Chow Eric Tse To (*Chairman*)  
Ms. Cai Xiaoshan  
Mr. Lau Tung Hei Derek  
Ms. Liang Wei (*Chief Executive Officer*)  
Mr. Liu Biao

#### 執行董事

周子濤先生(主席)  
蔡曉珊女士  
劉東曦先生  
梁薇女士(行政總裁)  
劉標先生

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lee Siu Hang Foster  
Ms. Tam Hon Shan Celia  
Mr. Tian Tao

#### 獨立非執行董事

李兆鏗先生  
譚漢珊女士  
田濤先生

#### COMPANY SECRETARY

Ms. Tung Wing Yee Winnie

#### 公司秘書

董穎怡女士

#### AUTHORISED REPRESENTATIVES

Ms. Liang Wei  
Ms. Tung Wing Yee Winnie

#### 授權代表

梁薇女士  
董穎怡女士

#### BOARD COMMITTEES

##### Audit Committee

Mr. Lee Siu Hang Foster (*Chairperson*)  
Ms. Tam Hon Shan Celia  
Mr. Tian Tao

#### 董事委員會

##### 審核委員會

李兆鏗先生(主席)  
譚漢珊女士  
田濤先生

##### Remuneration Committee

Ms. Tam Hon Shan Celia (*Chairperson*)  
Mr. Lee Siu Hang Foster  
Mr. Tian Tao

#### 薪酬委員會

譚漢珊女士(主席)  
李兆鏗先生  
田濤先生

##### Nomination Committee

Mr. Chow Eric Tse To (*Chairperson*)  
Mr. Lee Siu Hang Foster  
Ms. Tam Hon Shan Celia

#### 提名委員會

周子濤先生(主席)  
李兆鏗先生  
譚漢珊女士

## COMPANY INFORMATION

### 公司資料

#### COMPLIANCE ADVISER

Innovax Capital Limited  
Unit B, 13/F  
Neich Tower  
128 Gloucester Road, Wanchai  
Hong Kong

#### LEGAL ADVISERS

*As to Hong Kong laws*  
Jingtian & Gongcheng LLP

*As to the People's Republic of China (the "PRC") laws*  
Hylands (Shenzhen) Law Firm

*As to Cayman Islands laws*  
Ogier

#### REGISTERED OFFICE

Ogier Global (Cayman) Limited  
89 Nexus Way, Camana Bay, Grand Cayman  
KY1-9009, Cayman Islands

#### PRINCIPAL PLACE OF BUSINESS IN THE PRC

29/F, Kingold Century  
No. 62 Jinsui Road  
Zhujiang New Town  
Tianhe District, Guangzhou City  
Guangdong Province, the PRC

#### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

31/F., 148 Electric Road  
North Point, Hong Kong

#### 合規顧問

創陞融資有限公司  
香港  
灣仔告士打道128號  
祥豐大廈  
13樓B室

#### 法律顧問

*有關香港法律*  
競天公誠律師事務所有限法律責任合夥

*有關中華人民共和國(「中國」)法律*  
北京市浩天信和(深圳)律師事務所

*有關開曼群島法律*  
奧傑律師事務所

#### 註冊辦事處

Ogier Global (Cayman) Limited  
89 Nexus Way, Camana Bay, Grand Cayman  
KY1-9009, Cayman Islands

#### 中國主要營業地點

中國廣東省  
廣州市天河區  
珠江新城  
金穗路62號  
僑鑫國際大廈29樓

#### 香港主要營業地點

香港北角  
電氣道148號31樓

## COMPANY INFORMATION

### 公司資料

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

Ogier Global (Cayman) Limited  
89 Nexus Way, Camana Bay, Grand Cayman  
KY1-9009, Cayman Islands

#### 開曼群島股份過戶登記總處

Ogier Global (Cayman) Limited  
89 Nexus Way, Camana Bay, Grand Cayman  
KY1-9009, Cayman Islands

#### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Boardroom Share Registrars (HK) Limited  
2103B, 21/F, 148 Electric Road  
North Point, Hong Kong

#### 香港股份過戶登記分處

寶德隆證券登記有限公司  
香港北角  
電氣道 148 號 21 樓 2103B 室

#### PRINCIPAL BANKERS

Bank of China  
Agricultural Bank of China

#### 主要往來銀行

中國銀行  
中國農業銀行

#### COMPANY'S WEBSITE

<http://www.iconspace.com/>

#### 公司網站

<http://www.iconspace.com/>

#### LISTING INFORMATION

##### Place of Listing

GEM of the Stock Exchange

#### 上市資料

##### 上市地點

聯交所 GEM

#### Stock Code

8500

#### 股份代號

8500

#### Board Lot

2,000 shares

#### 買賣單位

2,000 股股份

## FINANCIAL HIGHLIGHTS

### 財務摘要

#### Six months ended 30 June

截至6月30日止六個月

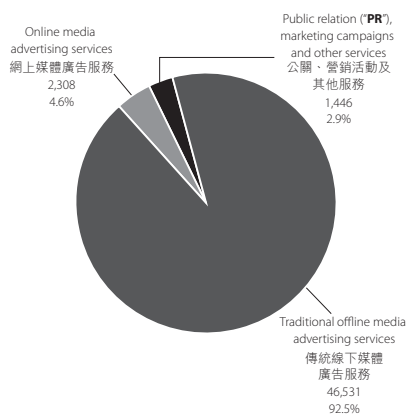
		2022 2022年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (Unaudited) (未經審核)	Change 變動 %
Revenue	收益	50,285	117,113	(57.1%)
Gross (loss)/profit	(毛虧損)/毛利	(4,138)	16,218	(125.5%)
(Loss)/Profit for the period	期內(虧損)/溢利	(24,332)	5,410	(549.8%)

#### Revenue for six months ended

30 June 2022 (RMB'000)

截至2022年6月30日

止六個月收益(人民幣千元)

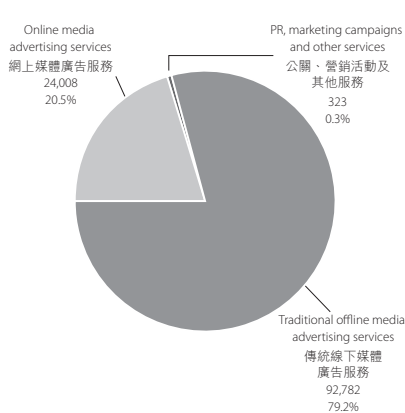


#### Revenue for six months ended

30 June 2021 (RMB'000)

截至2021年6月30日

止六個月收益(人民幣千元)



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### BUSINESS REVIEW

The Group is an integrated multimedia advertising and marketing solution service provider based in Guangzhou, the PRC. Our integrated multimedia advertising and marketing solution services primarily focus on the formulation of advertising strategies for our customers, identifying and sourcing the most appropriate advertising resources to maximise the effectiveness of our customers' brands and product promotions, while promoting the product sales of our customers.

Under the continuous impact of the novel coronavirus disease 2019 (the “**COVID-19**”), the Group was still determined to implement strategic adjustments, and resolutely increase investment in business development of live-streaming E-commerce, short video production and new media marketing, etc. For the six months ended 30 June 2022 (the “**Period**”), the Group was jointly awarded the honorary title of “South China E-commerce Gold Label Award — Most Growing Enterprise Award” by Guangzhou Municipal Commerce Bureau and Guangzhou Electronic Commerce Industry Association, and also elected as Guangzhou Tianhe District Folk Artists Association (Vice President Company), Vice President Company of Guangzhou E-commerce Industry Association and member of Guangdong Modern Service Federation.

#### 業務回顧

本集團是一家位於中國廣州的綜合多媒體廣告及營銷解決方案服務供應商。我們的綜合多媒體廣告及營銷解決方案服務主要專注於為客戶制定廣告策略、識別及採購最合適的廣告資源，以為我們客戶的品牌及產品宣傳效果帶來最大效益；同時推動客戶產品的銷量。

在2019新型冠狀病毒病（「**新冠肺炎**」）的持續影響下，本集團依然堅定實施戰略性的調整，果斷加大直播電商、短視頻製作及新媒體營銷等的業務開拓投入。截至2022年6月30日止六個月（「**本期間**」），本集團榮獲由廣州市商務局、廣州電子商務行業協會共同頒發的「華南電商金標獎 — 最具成長力企業獎」，且被評選為廣州市天河區民間文藝家協會（副會長單位）、廣州電子商務行業協會副會長單位及廣東省現代服務業聯合會會員單位。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

During the Period, the Group recorded revenue of approximately RMB50.3 million, representing a decrease of 57.1% (Six months ended 30 June 2021: approximately RMB117.1 million) as compared to the same period in 2021 while the net loss was approximately RMB24.3 million (Six months ended 30 June 2021: net profit of approximately RMB5.4 million). The net loss was mainly due to: (i) the decrease in revenue generated from traditional offline media advertising services which has higher profit margin as some of the major customers that were affected by the COVID-19 pandemic had substantially reduced their traditional offline media advertising budget during the Period; (ii) increase in credit loss allowance of the trade receivables with slow collection; and (iii) increase in staff costs and rental expense as the Group continued to expand the service capabilities for live-streaming e-Commerce business.

### PROSPECT

The advertising and marketing industry is facing many challenges, such as the slowdown of the macroeconomy, changes in the advertising environment and the requirements of brand customers (advertisers). However, the Group believes challenges and opportunities coexist. Despite the industry headwind, the Group will continue to increase in integrated investment in new businesses, and provide customers with a better full range of services of a synthesis of “brands awareness, marketing effectiveness and sales volume achievement”, through the combination of “Creative + Media” services. Specific strategies include:

於本期間，本集團錄得收益約人民幣50.3百萬元，較2021年同期下降57.1%（截至2021年6月30日止六個月：約人民幣117.1百萬元），而淨虧損約為人民幣24.3百萬元（截至2021年6月30日止六個月：淨利潤約人民幣5.4百萬元）。淨虧損乃主要由於：(i) 本期間來自毛利率較高的傳統線下媒體廣告服務的收益減少，此乃受新冠肺炎疫情影響，若干主要客戶大幅減少在傳統線下媒體的廣告投放預算；(ii) 對於收款緩慢的貿易應收款項信貸虧損撥備增加；及(iii) 隨著本集團持續擴大直播電商業務的服務能力，員工成本及租金費用亦有所增加。

### 前景

廣告營銷行業面臨著宏觀經濟下滑、廣告環境變化、品牌客戶（廣告主）要求轉變等的諸多挑戰。然而，本集團相信挑戰與機遇並存。儘管面臨行業逆風，本集團將繼續加大新業務的綜合投入，通過「創意+媒介」服務組合的方式，為客戶提供「品效銷合一」的更優質全方位服務。具體策略包括：

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

1. We will accelerate the selection and development of major customers, respond to the development of media and customer needs, explore ideas for services, showcase successfully and quickly replicate our experience. On one hand, we will continue to assist the transformation of traditional brand customers into digital marketing. On the other hand, we will help clients with newly established brands to open up showcasing channels in various media and optimise their communication strategies, so as to support their growth to a sustainable long-term business model;
  2. In response to the era of high demand for live-streaming E-commerce service among brand customers, with the Group's live-streaming team and capabilities gradually becoming matured, the Group will strengthen cost control, select customers from some specific vertical areas, and deepen the development in these industries while serving customers with high quality;
  3. We will refine and optimise our media procurement strategy to further expand repositories with the Group's characteristics, including resources of media and KOLs, and meanwhile enhance the bargaining power and profitability.
- 一、我們將加速主要客戶的甄選與培育，順應媒體及客戶需求的發展，拓展服務思路，打造成功案例，並快速形成經驗複製，一方面繼續協助傳統的品牌客戶向數字化營銷轉型，另一方面幫助新成立品牌客戶開拓各種媒體中的展示渠道、優化傳播戰略以助力品牌實現長效生意的成長；
  - 二、順應品牌客戶對直播電商服務的需求旺盛的時代，隨著本集團自身直播團隊及能力的逐步成熟，在向客戶提供高品質服務的同時，本集團將加強成本控制，從若干特定垂類領域篩選客戶，並於該等行業深耕；
  - 三、完善和優化媒介採購策略，進一步擴展具集團特色的資源庫，包括媒介資源、網紅資源等，同時提升議價空間及盈利能力。

#### FINANCIAL REVIEW

##### Revenue

During the Period, the Group recorded a turnover of approximately RMB50.3 million, representing a decrease of approximately RMB66.8 million or 57.1% (Six months ended 30 June 2021: approximately RMB117.1 million) as compared to the corresponding period in 2021. The decrease in revenue was mainly due to the combined effect of the decrease in traditional offline and online media advertising services.

Due to some major customers which were affected by the COVID-19 pandemic had substantially reduced their traditional offline media advertising budget, revenue from traditional offline media advertising services decreased by 49.8% to approximately RMB46.5 million as compared to the first half of 2021. At the same time, the decrease in online media advertising services was mainly due to one of the major customers adjusted its online advertising strategy and decreased the online-TV advertising volume.

##### 財務回顧

##### 收益

於本期間，本集團錄得營業額約人民幣50.3百萬元，較2021年同期減少約人民幣66.8百萬元或57.1%（截至2021年6月30日止六個月：約人民幣117.1百萬元）。收益減少乃主要由於傳統線下及網上媒體廣告服務減少的綜合影響。

由於受新冠肺炎疫情影響的若干主要客戶大幅減少其傳統線下媒體廣告預算，傳統線下媒體廣告服務的收益較2021年上半年減少49.8%至約人民幣46.5百萬元。同時，網上媒體廣告服務減少乃主要由於其中一名主要客戶調整其線上廣告策略，並減少網上電視廣告量。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### Gross (Loss)/Profit and Gross (Loss)/Profit Margin

During the Period, the Group recorded gross loss of approximately RMB4.1 million (Six months ended 30 June 2021: gross profit of approximately RMB16.2 million), and gross loss margin was approximately 8.2% for the Period (Six months ended 30 June 2021: gross profit margin of approximately 13.8%). The decrease was mainly due to: (i) the decrease in the revenue generated from traditional offline media advertising services which has higher profit margin as some of the customers which were affected by the COVID-19 pandemic had substantially reduced their traditional offline media advertising budget during the Period; and (ii) increase in staff costs and rental expense as the Group continued to expand the service capabilities for live-streaming E-commerce business since the fourth quarter of 2021.

#### Other Revenue

Other revenue amounted to approximately RMB0.3 million for the Period (Six months ended 30 June 2021: approximately RMB0.8 million). Other revenue for the Period mainly consisted of additional value-added tax deductions of approximately RMB0.2 million (Six months ended 30 June 2021: approximately RMB0.6 million).

#### Selling Expenses

Selling expenses for the Period amounted to approximately RMB1.9 million (Six months ended 30 June 2021: approximately RMB1.7 million). The increase was mainly due to the increase in staff costs.

#### 毛(虧損)/利及毛(虧損)/利率

於本期間，本集團錄得毛虧損約人民幣4.1百萬元(截至2021年6月30日止六個月：毛利約人民幣16.2百萬元)，而本期間毛虧損率約為約8.2% (截至2021年6月30日止六個月：毛利率約13.8%)。減少乃主要由於(i)因受新冠肺炎疫情影響的若干客戶大幅減少其傳統線下媒體廣告預算，具有較高利潤率傳統線下媒體廣告服務的收益減少；及(ii)隨著本集團自2021年第四季度起持續擴大直播電商業務的服務能力，員工成本及租金支出增加。

#### 其他收益

本期間的其他收益約為人民幣0.3百萬元(截至2021年6月30日止六個月：約人民幣0.8百萬元)。本期間的其他收益主要由增值稅加計扣除約人民幣0.2百萬元(截至2021年6月30日止六個月：約人民幣0.6百萬元)構成。

#### 銷售開支

本期間的銷售開支約為人民幣1.9百萬元(截至2021年6月30日止六個月：約人民幣1.7百萬元)。增加乃主要由於員工成本增加。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### Administrative Expenses

Administrative expenses for the Period amounted to approximately RMB26.1 million (Six months ended 30 June 2021: approximately RMB7.3 million). The increase in administrative expenses for the Period was mainly due to the increased credit loss allowance for trade receivables. The Group recognized credit loss allowance for trade receivables of approximately RMB20.1 million for the Period (Six months ended 30 June 2021: approximately RMB1.9 million).

#### Income Tax

The Group recorded income tax benefit of approximately RMB8.1 million for the Period (Six months ended 30 June 2021: tax expense of approximately RMB2.4 million). The income tax benefit was mainly a result of the deferred tax asset recognized during the Period arising from the tax loss of the Group's major PRC subsidiary for which the Group considered could be utilized to deduct future profit for tax purposes.

#### Net (Loss)/Profit

Net loss amounted to approximately RMB24.3 million for the Period (Six months ended 30 June 2021: net profit of approximately RMB5.4 million). The decrease was mainly because the Group recorded a gross loss and administrative expenses was increased resulting from increased credit loss allowance of the trade receivables.

#### 行政開支

本期間的行政開支約為人民幣26.1百萬元(截至2021年6月30日止六個月：約人民幣7.3百萬元)。本期間行政開支增加乃主要由於貿易應收款項信貸虧損撥備增加。本期間本集團確認應收貿易款項信貸虧損撥備約為人民幣20.1百萬元(截至2021年6月30日止六個月：約人民幣1.9百萬元)。

#### 所得稅

本集團錄得本期間所得稅收益約為人民幣8.1百萬元(截至2021年6月30日止六個月：稅項開支約人民幣2.4百萬元)。所得稅收益乃主要由於本期間確認的遞延稅項資產，乃產生自本集團主要中國附屬公司的稅項虧損，本集團認為可以利用該稅項虧損扣除未來溢利作稅務用途。

#### 淨(虧損)/純利

本期間的淨虧損約為人民幣24.3百萬元(截至2021年6月30日止六個月：純利約人民幣5.4百萬元)。減少乃主要由於本集團錄得毛虧損及由於貿易應收款項的信貸虧損撥備增加導致行政開支增加所致。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### COMPARISON BETWEEN BUSINESS OBJECTIVES WITH ACTUAL BUSINESS PROGRESS

An analysis comparing the business objectives as set out in the prospectus of the Company dated 30 December 2019 (the “**Prospectus**”) and the announcement of the Company dated 11 September 2020 (the “**Announcement**”) regarding the change of use of the unutilized proceeds from the successful listing of the shares of the Company (the “**Shares**”) on GEM on 14 January 2020 (the “**Listing Date**” and the “**Listing**”, respectively) with the Group’s actual business progress for the period from the Listing Date to 30 June 2022 is set out below:

#### Business objective as stated in the Prospectus and the Announcement 招股章程及該公告所述業務目標

Increase coverage of the exclusive Out-of-home (“**OOH**”) and online advertising resources by acquiring additional resources  
通過獲取額外資源以擴大我們的專有戶外(「**戶外**」)及網上廣告資源的覆蓋範圍

Expand the business coverage in growing regions and spectrums of service offerings  
擴大我們的業務範圍至增長中地區及擴大所提供服務的範圍

#### 業務目標與實際業務進展之比較

本公司日期為2019年12月30日的招股章程(「**招股章程**」)及本公司日期為2020年9月11日有關更改未動用本公司股份(「**股份**」)於2020年1月14日在GEM成功上市(分別為「**上市日期**」及「**上市**」)所得款項用途的公告(「**該公告**」)內所載業務目標與上市日期至2022年6月30日期間本集團實際業務進展的比較分析載列如下：

#### Actual business progress up to 30 June 2022 直至2022年6月30日的實際業務進展

The Group has entered into agreements with suppliers for additional exclusive OOH and online advertising resources, including:  
本集團已與供應商簽訂協議以獲得額外專有戶外及網上廣告資源，包括以下各項：

- exclusive advertising spaces of Shenzhen Futian Transportation Hub, and
- 深圳福田交通樞紐專有廣告位；及
- elevators and lobbies in a number of commercial buildings and housing estates in Guangzhou, the PRC.
- 中國廣州多幢商業大樓電梯及大堂以及社區樓宇。

As set out in the Announcement, such business objective was no longer suitable for the Group’s business growth. For further details, please refer to the Announcement.

誠如該公告所載，該業務目標不再配合本集團業務增長。更多詳情請參閱該公告。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### **Business objective as stated in the Prospectus and the Announcement** 招股章程及該公告所述業務目標

Enhance the big data platforms  
擴大數據平台

Prepayment and/or deposit of online advertising resources  
網上廣告資源的預付款項及／或按金

As at 31 December 2021, the net proceeds from the Listing were fully utilised in accordance with the designated uses as set out in the Prospectus and the Announcement.

#### **Actual business progress up to 30 June 2022** 直至2022年6月30日的實際業務進展

The Group has entered into agreements with strategic partners and purchased data to continue revamping the big data platforms to better serve the clients. Related training has continuing been provided to the staff to improve the Group's customer services.

本集團已持續與戰略合作夥伴訂立協議並購買數據以進行大數據平台的改進及更佳地服務客戶。我們為員工提供了相關培訓以提升服務客戶的能力。

The Group has made prepayment and/or deposit on advertising resources to enhance its ability to meet customer's online advertising needs and achieve the goal of continuous business growth.

本集團已支付廣告資源的預付款項及／或按金，以增強其滿足客戶網上廣告需求的能力，實現業務持續增長的目標。

於2021年12月31日，上市所得款項淨額已按照招股章程及該公告所載指定用途悉數動用。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### LIQUIDITY AND FINANCE RESOURCES

The Group's working capital and other capital requirements were principally satisfied by cash generated from the Group's operations and bank borrowings.

As at 30 June 2022, the Group's net current assets amounted to approximately RMB73.0 million (as at 31 December 2021: approximately RMB105.5 million), and its liquidity as represented by current ratio (calculated by dividing current assets by current liabilities) was 2.1 times as at 30 June 2022 (as at 31 December 2021: 2.4 times). As at 30 June 2022, cash and cash equivalents amounted to approximately RMB4.2 million (as at 31 December 2021: approximately RMB12.3 million).

As at 30 June 2022, the Group had outstanding bank loans with fixed interest rate of RMB10.0 million. Therefore, gearing ratio of the group was 11.4% (calculated by dividing bank loans by total equity).

#### CAPITAL STRUCTURE

The Shares were listed on the Listing Date. There has been no changes in the capital structure of the Group since then. The share capital of the Company only comprises ordinary Shares.

As at the date of this report, the Company had 180,000,000 Shares in issue.

#### PLEDGE OF ASSETS

As at 30 June 2022, trade receivables of approximately RMB31.2 million (31 December 2021: Nil) were pledged to secure the bank borrowings. Save for the above, the Group did not have any charges on its assets.

#### 流動資金及財務資源

本集團的營運資金及其他資本需求主要通過本集團的運營產生的現金及銀行借款來滿足。

於2022年6月30日，本集團的流動資產淨值約為人民幣73.0百萬元(於2021年12月31日：約人民幣105.5百萬元)，其流動性於2022年6月30日(以流動比率，即流動資產除以流動負債計算)為2.1倍(於2021年12月31日：2.4倍)。於2022年6月30日，現金及現金等價物約為人民幣4.2百萬元(於2021年12月31日：約人民幣12.3百萬元)。

於2022年6月30日，本集團有一筆未償還的定息銀行貸款人民幣10.0百萬元。因此，本集團槓桿比率為11.4%(按銀行貸款除以總權益計算)。

#### 資本架構

股份於上市日期上市。自當時起，本集團之資本架構並無變動。本公司股本僅包含普通股。

於本報告日期，本公司擁有180,000,000股已發行股份。

#### 質押資產

於2022年6月30日，貿易應收款項約人民幣31.2百萬元(2021年12月31日：無)質押作為銀行借款的擔保。除上文所述外，本集團並無任何資產質押。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### DIVIDEND

The board of Directors (the “Board”) has resolved not to declare the payment of an interim dividend for the Period (Six months ended 31 June 2021: nil).

#### FOREIGN EXCHANGE EXPOSURE

Individual member companies within the Group have limited foreign currency risk as most of the transactions are denominated in the same currency as the functional currency of the operations in which they relate. The Group will review and monitor from time to time the risk relating to foreign exchange.

#### SIGNIFICANT INVESTMENTS HELD

During the Period, the Group did not have any significant investments.

#### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

During the Period, the Group did not have any plan for material investments and capital assets.

#### CONTINGENT LIABILITIES

As at 30 June 2022, the Group did not have any significant contingent liabilities.

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

During the Period, the Group did not have any material acquisitions and disposals of subsidiaries, associates and joint ventures.

#### 股息

董事會(「董事會」)議決不宣派本期間的中期股息(截至2021年6月30日止六個月：無)。

#### 外匯風險

由於本集團內各成員公司大部分交易採用之貨幣與其業務所用功能貨幣相同，因此本集團內各公司僅承受有限之外幣風險。本集團將不時檢討及監察外匯風險。

#### 持有之重大投資

於本期間，本集團概無任何重大投資。

#### 未來重大投資及資本資產計劃

本期間，本集團並無任何有關重大投資及資本資產的計劃。

#### 或然負債

於2022年6月30日，本集團並無任何重大或然負債。

#### 重大收購及出售附屬公司、聯營公司及合營公司

於本期間，本集團概無任何重大收購及出售附屬公司、聯營公司及合營公司。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### EMPLOYEE AND REMUNERATION POLICIES

As at 30 June 2022, the Group had 69 employees (31 December 2021: 78). They were all located in Guangzhou, the PRC. The number of employees employed by the Group varies from time to time depending on needs. To capture the growth of the online advertising, the Group has adjusted the composition of employees and recruited additional employees who have the expertise in online advertising services. In addition, members of the senior management team have exerted efforts on the development of the Group's online advertising services. Employees' remuneration is determined based on their responsibilities, qualifications, performance, experience and seniority. The Group's standard remuneration package may include salary, discretionary bonus, benefits in kind and incentive. The remuneration policy and package of the Group's employees are reviewed periodically.

Compensation of key executives of the Group is reviewed by the Company's remuneration committee, which is based on the Group's performance and the executives' respective contributions to the Group. The remuneration of the Directors and members of senior management is determined based on the duties, responsibilities, experience, skills and time commitment as well as the performance of the Group.

The Company has adopted a share option scheme (the "**Share Option Scheme**") as incentive to the Directors and eligible employees and it became effective on the Listing Date. As no share option has been granted by the Company under the Share Option Scheme since the Listing Date, there was no share option outstanding as at 30 June 2022 and no option was exercised or cancelled or lapsed during the Period.

#### 僱員及薪酬政策

於2022年6月30日，本集團擁有69名(2021年12月31日：78名)僱員。彼等均位於中國廣州。本集團聘用的僱員數目視乎需要而不時有所變化。為把握網上廣告的增長，本集團已調整僱員組成並增聘擁有網上廣告服務專業知識的僱員。此外，高級管理團隊成員已努力發展本集團的網上廣告服務。僱員薪酬根據彼等的職責、資格、表現、經驗及資歷釐定。本集團的標準薪酬組合可能包括薪金、酌情花紅、實物福利及獎勵。本集團僱員的薪酬政策及組合獲定期檢討。

本集團主要行政人員的酬金由本公司薪酬委員會根據本集團業績及行政人員各自對本集團的貢獻進行檢討。董事及高級管理層成員酬金根據彼等職責、責任、經驗、技能及時間奉獻，以及本集團業績釐定。

本公司已採納購股權計劃(「**購股權計劃**」)作為對董事及合資格僱員的激勵，計劃於上市日期起生效。由於本公司自上市日期以來概無根據購股權計劃授出購股權，故於2022年6月30日概無尚未行使的購股權，且於本期間概無購股權獲行使或註銷或失效。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### EVENT AFTER THE REPORTING PERIOD

There was no significant event which took place after 30 June 2022.

#### 報告期後事項

2022年6月30日後並無發生重大事件。

#### RISKS AND HURDLES

There are certain business risks associated with the Group's normal course of business, the business risks the Group may encounter are as follows:

#### 風險及障礙

若干業務風險乃與本集團的正常業務過程有關，本集團或會遭致之業務風險載於下文：

- |  |   |
|--|---|
| (i) the Group may not be able to retain or renew the existing supply of advertising resources or obtain new advertising resources for the customers, which may lead to loss of customers and businesses; | (i) 本集團可能無法保留或更新現有的廣告資源供應，或無法為客戶獲取新的廣告資源，從而可能導致客戶流失和業務虧損； |
| (ii) the expansion from traditional advertising to online advertising may face tremendous competition;   | (ii) 從傳統廣告向網上廣告的擴張可能面臨巨大的競爭；                              |
| (iii) the customers may delay the settlement of the accounts receivable, which may result in a certain credit risk;  | (iii) 客戶可能延遲結算我們的應收賬款從而可能造成一定的信貸風險；                       |
| (iv) the customers may decrease its advertising budget due to the economy slow-down; and   | (iv) 由於經濟放緩，客戶可能會減少廣告預算；及                                 |
| (v) the resignation of key persons.  | (v) 重要人員辭任。   |

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### CORPORATE GOVERNANCE

The Directors recognize the importance of good corporate governance in management and internal procedures to promote and ensure accountability. The Company's corporate governance practices are based on the principles and code provisions of the Corporate Governance Code as set out in Appendix 15 to the GEM Listing Rules (the "**Corporate Governance Code**"). During the Period, the Company has complied with all applicable code provisions of the Corporate Governance Code.

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY THE DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms which are the same as the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules.

Having made specific enquiry by the Company, all Directors confirmed that they had complied with the required standard of dealings and code of conducts regarding securities transactions during the Period.

#### DEED OF NON-COMPETITION

Shining Icon (BVI) Limited ("**Shining Icon**"), Sense One Limited ("**Sense One**") and Mr. Chow Eric Tse To ("**Mr. Chow**"), who are the controlling shareholders of the Company (as defined in the GEM Listing Rules) and each a covenantor, entered into the Deed of Non-competition in favour of the Company (for the Company and as trustee for each of its subsidiaries) (the "**Deed of Non-Competition**") on 11 December 2019. Details of the Deed of Non-Competition were set out in the section headed "Relationship with Controlling Shareholders" of the Prospectus.

#### 企業管治

董事深明在管理及內部程序方面實行良好企業管治以促進及確保問責的重要性。本公司的企業管治常規乃基於GEM上市規則附錄十五所載企業管治守則的原則及守則條文（「**企業管治守則**」）。於本期間，本公司已遵守企業管治守則的所有適用守則條文。

#### 董事進行證券交易的標準守則

本公司按與GEM上市規則第5.48至5.67條所載交易必守標準相同的條款採納董事進行證券交易之行為守則。

經本公司作出特定查詢後，全體董事確認，於本期間，彼等均已遵守有關證券交易之交易必守標準及行為守則。

#### 不競爭契據

Shining Icon (BVI) Limited（「**Shining Icon**」）、Sense One Limited（「**Sense One**」）及周子濤先生（「**周先生**」）（均為本公司控股股東（定義見GEM上市規則）及各自為契諾人）以本公司為受益人（為本公司及作為其各附屬公司的受託人）於2019年12月11日訂立不競爭契據（「**不競爭契據**」）。有關不競爭契據的詳情載於招股章程「與控股股東的關係」一節。

#### COMPETING INTEREST

During the Period, and up to the date of this report, none of the Directors, or the controlling shareholders or substantial shareholders (as defined in the GEM Listing Rules) of the Company or their respective close associates (as defined in the GEM Listing Rules) had engaged in or had any interest in any business which competes or is likely to compete, either directly or indirectly, with the business of the Group and which requires disclosure pursuant to Rule 11.04 of the GEM Listing Rules, nor did they have any conflict of interest with the Group.

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

The Company did not redeem its listed securities nor did the Company or any of its subsidiaries purchase or sell any of such securities during the Period. Neither the Company nor any of its subsidiaries had issued or granted any convertible securities, options, warrants or similar rights or exercise any conversion or subscription rights under any convertible securities, options, warrants or similar rights during the Period.

#### 競爭權益

於本期間及直至本報告日期，本公司董事或控股股東或主要股東（定義見GEM上市規則）或彼等各自緊密聯繫人（定義見GEM上市規則）概無從事與本集團業務直接或間接構成競爭或可能構成競爭的任何業務或於該等業務中擁有權益，而該等業務及權益須根據GEM上市規則第11.04條予以披露，彼等與本集團亦無任何利益衝突。

#### 購買、出售或贖回本公司上市證券

於本期間，本公司概無贖回其上市證券或本公司或其任何附屬公司概無購買或出售任何有關證券。本公司或其任何附屬公司於本期間概無發行或授出任何可轉換證券、期權、認股權證或相似權利，亦無行使任何可轉換證券、期權、認股權證相關之任何轉換或認購權利或相似權利。

## CORPORATE GOVERNANCE AND OTHER INFORMATION 企業管治及其他資料

### DIRECTORS' AND CHIEF EXECUTIVES' 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 executives in the Shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

### 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2022年6月30日，董事及最高行政人員於本公司或其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份及債權證中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉(包括彼等根據證券及期貨條例之有關條文被當作或視為擁有之任何權益或淡倉);或(b)根據證券及期貨條例第352條登記於該條所指的登記冊內的權益及淡倉;或(c)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下:

Name of Directors	Capacity/nature of interest	Number of Shares held (Note 1)	Approximate percentage of shareholding (%) (Note 5)
董事姓名	身份/權益性質	持股數目 (附註1)	概約持股百分比(%) (附註5)
Mr. Chow (Note 2)	Interest in a controlled corporation	87,750,000 Shares (L)	48.75%
周先生(附註2)	受控制法團權益	87,750,000 股股份(L)	48.75%
Mr. Lau Tung Hei Derek ("Mr. Lau") (Note 3)	Interest in a controlled corporation	13,500,000 Shares (L)	7.5%
劉東曦先生(「劉先生」)(附註3)	受控制法團權益	13,500,000 股股份(L)	7.5%
Ms. Cai Xiaoshan ("Ms. Cai") (Note 4)	Interest in a controlled corporation	33,750,000 Shares (L)	18.75%
蔡曉珊女士(「蔡女士」)(附註4)	受控制法團權益	33,750,000 股股份(L)	18.75%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Notes:

1. The letter "L" denotes a long position in our Shares.
2. Shining Icon and Sense One are wholly-owned by Mr. Chow. Therefore, Mr. Chow is deemed to be interested in the Shares held by Shining Icon and Sense One pursuant to the SFO.
3. Master Connection Limited ("**Master Connection**") is wholly-owned by Mr. Lau. Therefore, Mr. Lau is deemed to be interested in the Shares held by Master Connection pursuant to the SFO.
4. Focus Wonder Limited ("**Focus Wonder**") is wholly-owned by Ms. Cai. Therefore, Ms. Cai is deemed to be interested in the Shares held by Focus Wonder pursuant to the SFO.
5. The calculation is based on the total number of 180,000,000 Shares in issue as at 30 June 2022.

Save as disclosed above, none of the Directors or chief executives of the Company has any interests and short positions in the Shares, underlying Shares or debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

附註：

1. 字母「L」指於股份的好倉。
2. Shining Icon及Sense One由周先生全資擁有。因此，周先生根據證券及期貨條例被視為於Shining Icon及Sense One持有的股份中擁有權益。
3. Master Connection Limited (「**Master Connection**」)由劉先生全資擁有。因此，劉先生根據證券及期貨條例被視為於Master Connection持有的股份中擁有權益。
4. Focus Wonder Limited (「**Focus Wonder**」)由蔡女士全資擁有。因此，蔡女士根據證券及期貨條例被視為於Focus Wonder持有的股份中擁有權益。
5. 計算乃基於2022年6月30日已發行股份總數180,000,000股。

除上文所披露者外，概無任何董事或本公司最高行政人員於本公司或任何相聯法團(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(a)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及淡倉(包括彼等根據證券及期貨條例之有關條文被當作或視為擁有之權益或淡倉)；或(b)根據證券及期貨條例第352條登記於該條所指的登記冊內的任何權益及淡倉；或(c)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的任何權益及淡倉。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2022, the following entities (not being the Directors or chief executives of the Company) had, or were deemed to have, interests or short positions in the Shares and underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be recorded in the register of interests required to be kept by the Company under Section 336 of the SFO:

#### 主要股東於股份、相關股份及債權證中的權益

於2022年6月30日，以下實體（並非董事或本公司最高行政人員）於本公司股份及相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部之規定須向本公司及聯交所披露的權益或淡倉或須記入本公司根據證券及期貨條例第336條存置之權益登記冊內的權益或淡倉：

Name of shareholders	Capacity/nature of interest	Number of Shares held (Note 1)	Approximate percentage of shareholding (%) (Note 2)
股東名稱	身份／權益性質	持股數目 (附註1)	概約持股 百分比(%) (附註2)
Shining Icon	Beneficial Owner	69,660,000 Shares (L)	38.70%
Shining Icon	實益擁有人	69,660,000 股股份(L)	38.70%
Focus Wonder	Beneficial Owner	33,750,000 Shares (L)	18.75%
Focus Wonder	實益擁有人	33,750,000 股股份(L)	18.75%
Sense One	Beneficial Owner	18,090,000 Shares (L)	10.05%
Sense One	實益擁有人	18,090,000 股股份(L)	10.05%
Master Connection	Beneficial Owner	13,500,000 Shares (L)	7.5%
Master Connection	實益擁有人	13,500,000 股股份(L)	7.5%

Notes:

附註：

- (1) The letter "L" denotes a long position in our Shares.
- (2) The calculation is based on the total number of 180,000,000 Shares in issue as at 30 June 2022.

- (1) 字母「L」指於股份的好倉。
- (2) 計算乃基於2022年6月30日已發行股份總數180,000,000股。



Save as disclosed above, as at 30 June 2022, no other entities or persons other than the Directors and chief executives of the Company whose interests are set out in the paragraph headed “Directors’ and chief executives’ interests and short positions in Shares, underlying shares and debentures” above, had any interests or short positions in the Shares or underlying Shares which were required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO; or which were required to be recorded in the register required to be kept by the Company under Section 336 of the SFO.

#### INTEREST OF COMPLIANCE ADVISER

As notified by Innovax Capital Limited (“**Innovax**”), the compliance adviser of the Company, save for the compliance adviser agreement entered into between the Company and Innovax dated 20 June 2019, neither Innovax nor any of its close associates (as defined in the GEM Listing Rules), directors or employees had any interest in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities, if any) which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules during the Period and up to the date of this report.

除上文所披露者外，於2022年6月30日，概無其他實體或人士（董事及本公司最高行政人員除外，其權益載於上文「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」一段）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3分部條文須向本公司及聯交所披露的權益或淡倉，或須記錄於本公司根據證券及期貨條例第336條須存置的登記冊的任何權益或淡倉。

#### 合規顧問的權益

誠如本公司合規顧問創陞融資有限公司（「**創陞**」）所告知，除本公司與創陞所訂立日期為2019年6月20日的合規顧問協議外，於本期間及直至本報告日期，創陞及其任何緊密聯繫人（定義見GEM上市規則）、其董事或僱員概無於本公司或本集團任何成員公司的股本（包括購股權或認購有關證券的權利（如有））中擁有任何須根據GEM上市規則第6A.32條知會本公司的權益。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The audit committee of the Board (the “**Audit Committee**”) is responsible for reviewing and providing supervision over the Group’s financial reporting process, risk management and internal control system, and providing advice to the Board. The Company established the Audit Committee with written terms of reference in compliance with the GEM Listing Rules.

The Audit Committee consists of three independent non-executive Directors, namely Mr. Lee Siu Hang Foster, Ms. Tam Hon Shan Celia and Mr. Tian Tao. Mr. Lee Siu Hang Foster is the chairperson of the Audit Committee. The Audit Committee has reviewed with the management the accounting policies and practices adopted by the Group and discussed with the management the internal control and financial reporting matters of the Company, including the review of the unaudited consolidated results of the Group for the Period (the “**Results**”) and this report. The Audit Committee is of the opinion that the Results have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and legal requirements and that adequate disclosure has been made.

By order of the Board  
**Icon Culture Global Company Limited**  
**Chow Eric Tse To**  
*Chairman and Executive Director*

Hong Kong, 12 August 2022

#### 審核委員會及審閱中期業績

董事會審核委員會(「**審核委員會**」)負責審閱及監督本集團的財務報告流程、風險管理及內部控制系統，並向董事會提供建議。本公司成立審核委員會，並遵照GEM上市規則訂立書面職權範圍。

審核委員會包括三名獨立非執行董事，即李兆鏗先生、譚漢珊女士及田濤先生。李兆鏗先生為審核委員會主席。審核委員會已聯同管理層審閱本集團採納的會計政策及慣例，並與管理層討論本公司的內部監控及財務申報事宜，包括審閱本集團本期間的未經審計綜合業績(「**業績**」)及本報告。審核委員會認為，編製業績符合適用會計準則、GEM上市規則及法律規定，並已作出足夠披露。

承董事會命  
天泓文創國際集團有限公司  
主席及執行董事  
周子濤

香港，2022年8月12日

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

### 綜合損益表

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2022</b> <b>2022年</b> <b>RMB'000</b> 人民幣千元	2021 2021年 RMB'000 人民幣千元
		Note 附註	
<b>Revenue</b>	收益	2	<b>50,285</b>
Cost of sales	銷售成本		<b>(54,423)</b>
<b>Gross (loss)/profit</b>	毛(虧損)/溢利		<b>(4,138)</b>
Other revenue	其他收益		781
Other net loss	其他淨虧損		(1)
Selling expenses	銷售開支		(1,703)
Administrative expenses	行政開支		(7,273)
<b>(Loss)/profit from operations</b>	經營(虧損)/溢利		<b>(32,011)</b>
Finance costs	財務成本	3(a)	(241)
<b>(Loss)/profit before taxation</b>	除稅前(虧損)/溢利	3	<b>(32,424)</b>
Income tax	所得稅	4	(2,371)
<b>(Loss)/profit for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內(虧損)/溢利		<b>(24,332)</b>
<b>(Loss)/earnings per share (RMB)</b>	每股(虧損)/盈利(人民幣)	5	
Basic	基本		<b>(0.14)</b>
Diluted	攤薄		<b>(0.14)</b>

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 綜合損益及其他全面收益表

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2022</b>	2021
		<b>2022年</b>	2021年
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
<b>(Loss)/profit for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內(虧損)/溢利	<b>(24,332)</b>	5,410
<b>Other comprehensive income for the period</b>	期內其他全面收益		
Exchange differences on translation of financial statements of entities not using Renminbi ("RMB") as functional currency	換算不使用人民幣(「人民幣」)作為功能貨幣的實體財務報表的匯兌差額	<b>29</b>	(20)
<b>Total comprehensive income for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內全面收益總額	<b>(24,303)</b>	5,390

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### 綜合財務狀況表

At 30 June 2022 — unaudited 於 2022 年 6 月 30 日 — 未經審計

(Expressed in Renminbi) (以人民幣列示)

			At 30 June 2022 於 2022 年 6 月 30 日 RMB'000 人民幣千元	At 31 December 2021 於 2021 年 12 月 31 日 RMB'000 人民幣千元
		Note 附註		
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		589	524
Right-of-use assets	使用權資產		8,586	10,420
Deferred tax assets	遞延稅項資產		9,912	1,820
Other non-current assets	其他非流動資產		1,107	1,107
<b>Total non-current assets</b>	<b>非流動資產總額</b>		<b>20,194</b>	13,871
<b>Current assets</b>	<b>流動資產</b>			
Trade and other receivables	貿易及其他應收款項	6	138,130	167,859
Restricted deposits with a bank	存放在一間銀行的 受限制存款		-	7
Cash and cash equivalents	現金及現金等價物		4,231	12,318
<b>Total current assets</b>	<b>流動資產總額</b>		<b>142,361</b>	180,184
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	7	37,206	55,266
Contract liabilities	合約負債		16,017	8,035
Lease liabilities	租賃負債		3,690	3,519
Bank loans	銀行貸款	8	10,000	-
Current taxation	即期稅項		2,400	7,825
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>69,313</b>	74,645
<b>Net current assets</b>	<b>流動資產淨額</b>		<b>73,048</b>	105,539
<b>Total assets less current liabilities</b>	<b>資產總值減流動負債</b>		<b>93,242</b>	119,410

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)****綜合財務狀況表(續)**

At 30 June 2022 — unaudited 於2022年6月30日 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

			<b>At 30 June 2022</b>	At 31 December 2021
			於2022年 6月30日	於2021年 12月31日
			<b>RMB'000</b>	<b>RMB'000</b>
		Note 附註	人民幣千元	人民幣千元
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		<b>5,288</b>	7,153
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>5,288</b>	7,153
<b>Net assets</b>	<b>資產淨值</b>		<b>87,954</b>	112,257
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	9	<b>1,596</b>	1,596
Reserves	儲備		<b>86,358</b>	110,661
<b>Total equity</b>	<b>權益總額</b>		<b>87,954</b>	112,257

Approved and authorised for issue by the board of directors on 12 August 2022. 經董事會於2022年8月12日批准及授權發行。

**Liang Wei**

梁薇

Director

董事

**Liu Biao**

劉標

Director

董事

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

### 綜合權益變動表

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		Share capital	Share premium	Other reserve	Statutory reserve	Exchange reserve	Retained earnings/ (accumulated loss)	Total
		股本 RMB'000 人民幣千元	股份溢價 RMB'000 人民幣千元	其他儲備 RMB'000 人民幣千元	法定儲備 RMB'000 人民幣千元	匯兌儲備 RMB'000 人民幣千元	保留盈利/ (累計虧損) RMB'000 人民幣千元	總計 RMB'000 人民幣千元
<b>Balance at 1 January 2022</b>	於2022年1月1日的 結餘	1,596	91,866	(11,907)	8,407	11	22,284	112,257
<b>Changes in equity for the six months ended 30 June 2022:</b>	截至2022年6月30日 止六個月權益變動：							
Loss for the period	期內虧損	-	-	-	-	-	(24,332)	(24,332)
Other comprehensive income	其他全面收益	-	-	-	-	29	-	29
Total comprehensive income	全面收益總額	-	-	-	-	29	(24,332)	(24,303)
<b>Balance at 30 June 2022</b>	於2022年6月30日的 結餘	1,596	91,866	(11,907)	8,407	40	(2,048)	87,954

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONT'D)****綜合權益變動表 (續)**

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		Share capital 股本 RMB'000 人民幣千元	Share premium 股份溢價 RMB'000 人民幣千元	Other reserve 其他儲備 RMB'000 人民幣千元	Statutory reserve 法定儲備 RMB'000 人民幣千元	Exchange reserve 匯兌儲備 RMB'000 人民幣千元	Retained earnings 保留盈利 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Balance at 1 January 2021</b>	<b>於2021年1月1日的 結餘</b>	1,596	91,866	(11,907)	7,679	50	18,141	107,425
<b>Changes in equity for the six months ended 30 June 2021:</b>	<b>截至2021年6月30日 止六個月權益變動：</b>							
Profit for the period	期內溢利	-	-	-	-	-	5,410	5,410
Other comprehensive income	其他全面收益	-	-	-	-	(20)	-	(20)
Total comprehensive income	全面收益總額	-	-	-	-	(20)	5,410	5,390
<b>Balance at 30 June 2021</b>	<b>於2021年6月30日的 結餘</b>	1,596	91,866	(11,907)	7,679	30	23,551	112,815

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。



## CONDENSED CONSOLIDATED CASH FLOW STATEMENT

### 簡明綜合現金流量表

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
<b>Operating activities</b>	經營活動		
Cash (used in)/generated from operations	營運(所用)/所得現金	(10,336)	2,953
Income tax paid	已付所得稅	(5,425)	(1,997)
<b>Net cash (used in)/generated from operating activities</b>	經營活動(所用)/所得現金淨額	<b>(15,761)</b>	956
<b>Investing activities</b>	投資活動		
Payments for purchase of property, plant and equipment	購置物業、廠房及設備之付款	(247)	(123)
<b>Net cash used in investing activities</b>	投資活動所用現金淨額	<b>(247)</b>	(123)

**CONDENSED CONSOLIDATED CASH FLOW STATEMENT (CONT'D)****簡明綜合現金流量表(續)**

For the six months ended 30 June 2022 — unaudited 截至2022年6月30日止六個月 — 未經審計  
(Expressed in Renminbi) (以人民幣列示)

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2022</b>	2021
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
<b>Financing activities</b>	<b>融資活動</b>		
Capital element of lease rentals paid	已付租賃租金的資本部分	<b>(1,695)</b>	(1,125)
Interest element of lease rentals paid	已付租賃租金的利息部分	<b>(240)</b>	(241)
Proceeds from bank loans	銀行貸款所得款項	<b>10,000</b>	-
Borrowing cost paid	已付借款成本	<b>(173)</b>	-
<b>Net cash generated from/(used in) financing activities</b>	<b>融資活動所得/(所用)現金淨額</b>	<b>7,892</b>	(1,366)
<b>Net decrease in cash and cash equivalents</b>	<b>現金及現金等價物減少淨額</b>	<b>(8,116)</b>	(533)
<b>Cash and cash equivalents at 1 January</b>	<b>於1月1日現金及現金等價物</b>	<b>12,318</b>	14,566
<b>Effect of foreign exchange rates changes</b>	<b>外匯匯率變動的影響</b>	<b>29</b>	(17)
<b>Cash and cash equivalents at 30 June</b>	<b>於6月30日現金及現金等價物</b>	<b>4,231</b>	14,016

The notes on pages 34 to 52 form part of this interim financial report.  
第34至52頁的附註構成本中期財務報告的一部分。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

### 未經審計中期財務報告附註

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 1 SIGNIFICANT ACCOUNTING POLICIES

##### (a) Basis of preparation

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with Hong Kong Accounting Standard (HKAS) 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (HKICPA). It was authorised for issue on 12 August 2022.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2021 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2022 annual financial statements. Details of any changes in accounting policies are set out in note 1(b).

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

#### 1 主要會計政策

##### (a) 編製基準

本中期財務報告乃按照香港聯合交易所有限公司證券上市規則之適用披露規定而編製，當中包括符合香港會計師公會所頒佈之香港會計準則第34號*中期財務報告*之規定。其於2022年8月12日獲授權刊發。

除預期將於2022年年度財務報表中反映的會計政策變動外，中期財務報告已按照2021年年度財務報表所採納的相同會計政策編製。會計政策任何變動的詳情載於附註1(b)。

管理層於編製符合香港會計準則第34號之中期財務報告時，須按年初至今基準作出對所採用政策及所呈報之資產和負債、收入和開支金額造成影響之判斷、估計及假設。實際結果可能與該等估計有所不同。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of Icon Culture Global Company Limited (the “**Company**”) and its subsidiaries (together the “**Group**”) since the 2021 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRSs.

本中期財務報告包含簡明綜合財務報表及部分附註解釋。附註闡述了自2021年年度財務報表刊發以來，對瞭解天泓文創國際集團有限公司(「**本公司**」)及其附屬公司(統稱為「**本集團**」)之財務狀況變動和表現而言屬重要之事件和交易。簡明綜合中期財務報表及其附註並不包括根據香港財務報告準則編製完整財務報表所需之一切資料。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Changes in accounting policies

The Group has applied the following amendments to HKFRSs issued by the HKICPA to this interim financial report for the current accounting period:

- Amendments to HKAS 16, *Property, plant and equipment: Proceeds before intended use*
- Amendments to HKAS 37, *Provisions, contingent liabilities and contingent assets: Onerous contracts — cost of fulfilling a contract*

None of these developments have had a material effect on how the group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

#### (b) 會計政策變動

本集團已就本會計期間之中期財務報告應用下列由香港會計師公會頒佈之香港財務報告準則的修訂：

- 香港會計準則第16號的修訂，物業、廠房及設備：擬定用途前的所得款項
- 香港會計準則第37號的修訂，撥備、或然負債及或然資產：虧損合約 — 履行合約的成本

該等發展概無對本中期財務報告中編製或呈列本集團於當前或過往期間的業績及財務狀況的方式產生重大影響。本集團並無應用於本會計期間尚未生效的任何新準則或詮釋。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 2 REVENUE AND SEGMENT INFORMATION

##### (a) Revenue

The principal activities of the Group are rendering of traditional offline media advertising, online media advertising, public relations, marketing campaigns and other services. Further details regarding the Group's principal activities are disclosed in note 2(b).

##### **Disaggregation of revenue**

Disaggregation of revenue from contracts with customers by major service lines is as follows:

#### 2 收益及分部信息

##### (a) 收益

本集團之主要業務為提供傳統線下媒體廣告、網上媒體廣告、公關、營銷活動及其他服務。本集團主要業務之進一步詳情於附註2(b)內披露。

##### **收益分列**

來自客戶合約的收益按主要服務線的分列如下：

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2022</b> <b>2022年</b> <b>RMB'000</b> 人民幣千元	2021 2021年 RMB'000 人民幣千元
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>	香港財務報告準則第15號範圍內的來自客戶合約的收益		
Disaggregated by major service lines	按主要服務線的分列		
Traditional offline media advertising services — acting as a principal	傳統線下媒體廣告服務 — 作為主要責任人	<b>46,531</b>	92,782
Online media advertising services — acting as a principal — acting as an agent	網上媒體廣告服務 — 作為主要責任人 — 作為代理	<b>2,249</b> <b>59</b>	23,867 141
Public relations, marketing campaigns and other services* — acting as a principal	公關、營銷活動及其他服務* — 作為主要責任人	<b>1,446</b>	323
		<b>50,285</b>	117,113

\* Revenue from public relations, marketing campaigns includes revenue of sales of goods.

\* 來自公關、營銷活動的收益包括銷售貨品的收益。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Segment information

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

- Traditional offline media advertising services: operation of media advertising services on television and other broadcasting channels, newspapers, journals, public transports, elevators and lifts;
- Online media advertising services: operation of media advertising services on selected websites, online social media groups and applications (refer to as "Apps");

#### (b) 分部信息

本集團透過按業務線組成分部管理業務。按與向本集團最高層行政管理人員就分配資源及表現評估的內部匯報資料一致方式，本集團已呈報下列兩個可報告分部。本集團並無將經營分部合併，以組成以下的可報告分部。

- 傳統線下媒體廣告服務：於電視及其他廣播渠道、報章、刊物、公共交通、電梯及升降機經營媒體廣告服務；
- 網上媒體廣告服務：於選定網站、網上社交媒體群組及應用程式經營媒體廣告服務；

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

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

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

Revenue and costs are allocated to the reportable segments with reference to sales generated by those segments and the costs incurred by those segments or which otherwise arise from the depreciation of assets attributable to those segments. However, assistance provided by one segment to another, including sharing of assets, is not measured.

The Group's senior executive management is provided with segment information concerning segment revenue and profit. Segment assets and liabilities are not reported to the Group's senior executive management regularly.

**(i) 分部業績、資產及負債**

就評估分部表現及分配分部間資源而言，本集團之高級行政管理人員乃按以下基準監察各可報告分部應佔之業績：

收益及成本乃參考該等分部所產生之銷售額及成本，或因該等分部應佔資產之折舊所產生之成本而分配至可報告分部。然而，分部之間之支援，包括共用資產，則不會計量。

本集團之高級行政管理人員獲提供有關分部收益及溢利之分部資料。分部資產及負債並無定期向本集團高級行政管理人員匯報。



## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

The measure used for reporting segment profit is “adjusted EBITDA” i.e. “adjusted earnings before finance costs, interest income, taxes and depreciation”, where “interest” is regarded as including investment income and “depreciation and amortisation” is regarded as including impairment loss on non-current assets. To arrive at adjusted EBITDA the Group’s earnings are further adjusted for items not specifically attributed to individual segments, such as staff costs, directors’ and auditors’ remuneration and other head office or corporate administration costs.

Disaggregation of revenue from contracts with customers by the timing of revenue recognition, as well as information regarding the Group’s reportable segments as provided to the Group’s most senior executive management for the purposes of resource allocation and assessment of segment performance for the six months ended 30 June 2022 and 2021 is set out below.

報告分部溢利所用之計量是「調整扣除財務成本、利息收入、稅項及折舊前盈利」，其中「利息」被視為包括投資收入，而「折舊及攤銷」被視為包括非流動資產減值虧損。為符合調整扣除財務成本、利息收入、稅項及折舊前盈利，本集團之盈利會就並無明確歸因於個別分部之項目，如員工成本、董事及核數師報酬及其他總公司或企業行政成本，進一步調整盈利。

截至2022年及2021年6月30日止六個月，按確認收益時間分類的來自客戶合約的收益分列，以及本集團最高層行政管理人員取得有關本集團可報告分部的資料(以供其進行資源分配及分部表現評估)載列如下。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

For the six months ended 30 June 2022	截至2022年6月30日 止六個月	Traditional offline media advertising services 傳統線下 媒體廣告服務 RMB'000 人民幣千元	Online media advertising services 網上媒體 廣告服務 RMB'000 人民幣千元	Other services* 其他服務* RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Disaggregated by timing of revenue recognition</b>	<b>按確認收益時間分列</b>				
Point in time	於某時間點確認	-	1,742	563	2,305
Over time	隨時間確認	46,531	566	883	47,980
<b>Reportable segment revenue</b>	<b>可報告分部收益</b>	<b>46,531</b>	<b>2,308</b>	<b>1,446</b>	<b>50,285</b>
<b>Reportable segment profit (adjusted EBITDA)</b>	<b>可報告分部溢利(調整扣除 財務費用、利息收入、 稅項及折舊前盈利)</b>	<b>8,030</b>	<b>(5,183)</b>	<b>570</b>	<b>3,417</b>

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

For the six months ended 30 June 2021	截至2021年6月30日 止六個月	Traditional offline media advertising services 傳統線下 媒體廣告服務 RMB'000 人民幣千元	Online media advertising services 網上媒體 廣告服務 RMB'000 人民幣千元	Other services* 其他服務* RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Disaggregated by timing of revenue recognition</b>	<b>按確認收益時間分列</b>				
Point in time	於某時間點確認	-	454	240	694
Over time	隨時間確認	92,782	23,554	83	116,419
<b>Reportable segment revenue</b>	<b>可報告分部收益</b>	92,782	24,008	323	117,113
<b>Reportable segment profit (adjusted EBITDA)</b>	<b>可報告分部溢利(調整扣除 財務費用、利息收入、 稅項及折舊前溢利)</b>	18,455	1,075	61	19,591

\* Other services include devising strategies, formulating advertising solutions, co-ordinating with media platforms as well as organising and executing campaigns.

\* 其他服務包括設定策略、制定廣告方案、與媒體平台協調以及組織和舉辦活動。

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)**

**未經審計中期財務報告附註(續)**

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

**(ii) Reconciliations of reportable segment profits**

**(ii) 可報告分部溢利的對賬**

		<b>Six months ended 30 June</b>	
		<b>截至 6 月 30 日止六個月</b>	
		<b>2022</b>	2021
		<b>2022 年</b>	2021 年
		<b>RMB'000</b>	RMB'000
		<b>人民幣千元</b>	人民幣千元
Reportable segment profit	可報告分部溢利	<b>3,417</b>	19,591
Depreciation	折舊		
— Property, plant and equipment	— 物業、廠房及設備	<b>(172)</b>	(459)
— Right-of-use assets	— 使用權資產	<b>(1,834)</b>	(1,071)
Finance costs	財務成本	<b>(413)</b>	(241)
Other revenue	其他收益	<b>340</b>	781
Other net loss	其他淨虧損	<b>(154)</b>	(1)
Unallocated head office and corporate expenses and other expenses	未分配總公司及企業開支以及其他開支	<b>(33,608)</b>	(10,819)
Consolidated (loss)/profit before taxation	綜合除稅前(虧損)/溢利	<b>(32,424)</b>	7,781

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 3 (LOSS)/PROFIT BEFORE TAXATION

(Loss)/profit before taxation is arrived at after charging:

##### (a) Finance costs

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
Interest on bank loans	銀行貸款利息	173	-
Interest on lease liabilities	租賃負債利息	240	241
		<b>413</b>	241

#### 3 除稅前(虧損)/溢利

除稅前(虧損)/溢利乃經扣除下列各項後達致：

##### (a) 財務成本

##### (b) Staff costs (including directors' emoluments)

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
Salaries, wages, bonuses and benefits	薪金、工資、花紅及福利	7,742	4,870
Contributions to retirement schemes	退休計劃供款	1,331	785
		<b>9,073</b>	5,655

##### (b) 員工成本(包括董事酬金)

The Group has no other material obligations for payments of pension benefits beyond the contributions described above.

除上述供款外，本集團毋須承擔其他退休福利付款的重大責任。

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)**

**未經審計中期財務報告附註(續)**

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

**(c) Other items**

**(c) 其他項目**

		<b>Six months ended 30 June</b>	
		<b>截至6月30日止六個月</b>	
		<b>2022</b>	2021
		<b>2022年</b>	2021年
		<b>RMB'000</b>	RMB'000
		<b>人民幣千元</b>	人民幣千元
Media costs	媒體成本	<b>45,972</b>	97,218
Costs for public relations, marketing campaigns and other services	公關、營銷活動及其他服務成本	<b>875</b>	262
		<b>46,847</b>	97,480
Depreciation charge	折舊支出		
— Property, plant and equipment	— 物業、廠房及設備	<b>172</b>	459
— Right-of-use assets	— 使用權資產	<b>1,834</b>	1,071
		<b>2,006</b>	1,530
Recognition of credit loss allowance for	確認以下項目的信貸虧損撥備		
— Trade receivables	— 貿易應收款項	<b>20,115</b>	1,856
— Other receivables	— 其他應收款項	<b>-</b>	200
		<b>20,115</b>	2,056

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 4 INCOME TAX

#### 4 所得稅

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
<b>Current tax</b>	<b>即期稅項</b>		
Provision for PRC income tax for the period	期內中國所得稅撥備	-	2,871
<b>Deferred tax</b>	<b>遞延稅項</b>		
Origination of temporary differences	產生暫時性差異	(8,092)	(500)
		<b>(8,092)</b>	2,371

#### 5 (LOSS)/EARNINGS PER SHARE

#### 5 每股(虧損)/盈利

##### (a) Basic (loss)/earnings per share

The calculation of basic loss/earnings per share is based on the loss attributable to equity shareholders of the Company of RMB24,332,000 (six months ended 30 June 2021: profit of RMB5,410,000) and the weighted average of 180,000,000 ordinary shares (six months ended 30 June 2021: 180,000,000 shares).

##### (a) 每股基本(虧損)/盈利

每股基本虧損/盈利乃根據本公司權益股東應佔虧損人民幣24,332,000元(截至2021年6月30日止六個月: 溢利人民幣5,410,000元)及180,000,000股(截至2021年6月30日止六個月: 180,000,000股)普通股加權平均數計算得出。

##### (b) Diluted (loss)/earnings per share

During the six months ended 30 June 2022 and 2021, there were no dilutive potential ordinary shares issued.

##### (b) 每股攤薄(虧損)/盈利

截至2022年及2021年6月30日止六個月，概無發行潛在攤薄普通股。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 6 TRADE AND OTHER RECEIVABLES

As of the end of the reporting period, the ageing analysis of trade debtors and bills receivable (which are included in trade and other receivables), based on the date of revenue recognition and net of loss allowance, is as follows:

#### 6 貿易及其他應收款項

截至報告期末，貿易應收賬款及應收票據(列示在貿易及其他應收款項下)按收益確認日期及扣除虧損撥備的賬齡分析如下：

		<b>At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元</b>	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元
Within 1 month	一個月內	<b>1,575</b>	28,964
1 to 3 months	一至三個月	<b>13,219</b>	40,617
3 to 12 months	三至十二個月	<b>110,221</b>	76,287
Over 12 months	超過十二個月	<b>5,887</b>	-
Trade debtors and bills receivable, net of loss allowance	貿易應收賬款及應收票據， 扣除虧損撥備	<b>130,902</b>	145,868
Deposit and prepayments for media costs	媒體成本的按金及 預付款項	<b>5,212</b>	15,193
Others	其他	<b>4,396</b>	9,178
Less: loss allowance of other receivables	減：其他應收款項的 虧損撥備	<b>(2,380)</b>	(2,380)
Subtotal	小計	<b>7,228</b>	21,991
		<b>138,130</b>	167,859



## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 7 TRADE AND OTHER PAYABLES

As of the end of the reporting period, the ageing analysis of trade creditors, based on the invoice date, is as follows:

#### 7 貿易及其他應付款項

截至報告期末，貿易應付賬款按發票日期的賬齡分析如下：

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元
Within 1 month	一個月內	1,829	11,145
1 to 3 months	一至三個月	8,776	9,421
3 to 12 months	三至十二個月	7,623	26,188
Over 12 months	超過十二個月	14,275	1,813
Total creditors	應付賬款總額	32,503	48,567
Other tax payables	其他應付稅項	861	1,026
Payroll payables	應付工資	1,267	1,570
Others	其他	2,575	4,103
		37,206	55,266

#### 8 BANK LOANS

As at 30 June 2022, banking facility amounted to RMB10,000,000 (31 December 2021: nil) was secured by mortgages over trade receivable with carrying amount of RMB31,200,000 (31 December 2021: nil) and guaranteed by the Company and the controlling shareholder and chairman of the Group. Such banking facility has been fully utilized as at 30 June 2022.

#### 8 銀行貸款

於2022年6月30日，銀行貸款人民幣10,000,000元(2021年12月31日：無)由按揭賬面值人民幣31,200,000元(2021年12月31日：無)的貿易應收款項擔保，並由本公司以及本集團的控股股東及主席擔保。於2022年6月30日，該等銀行貸款已悉數動用。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

The banking facility is subject to the fulfilment of covenants, as are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants, the drawn down facilities would become payable on demand. The Group regularly monitors its compliance with these covenants. As at 30 June 2022, none of the covenants relating to drawn down facilities had been breached (31 December 2021: nil).

The repayment schedule of bank loans is within one year.

該筆銀行貸款須履行常存在於與金融機構訂立的借貸安排中的契諾。倘本集團違反有關契諾，則已支取的融資將按要求償還。本集團定期監察其遵守有關契諾的情況。於2022年6月30日，概無違反與已支取融資有關的契諾(2021年12月31日：零)。

銀行貸款的還款時間表為一年內。

#### 9 CAPITAL, RESERVES AND DIVIDENDS

##### (a) Dividends

The Board does not propose any payment of interim dividends for the six months ended 30 June 2022 (six months ended 30 June 2021: nil).

##### (b) Capital management

The Group's primary objective when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

#### 9 股本、儲備及股息

##### (a) 股息

董事會並無就截至2022年6月30日止六個月建議派付中期股息(截至2021年6月30日止六個月：無)。

##### (b) 資本管理

本集團管理資本主要旨在保障本集團能夠持續經營，透過與風險水平對等的產品和服務定價及按合理成本取得融資，從而能夠繼續為股東帶來回報及為其他持份者提供利益。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholders returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

Neither the Company nor its subsidiaries are subject to externally imposed capital requirements.

本集團積極及定期檢討及管理其資本架構，以維持較高借貸水平可能帶來較高股東回報與取得充裕資金狀況所帶來的裨益及保障之間的平衡，並就經濟環境的轉變對資本架構進行調整。

本公司或其附屬公司毋須遵守外部施加的資本要求。

#### 10 MATERIAL RELATED PARTY TRANSACTIONS

##### (a) Key management personnel compensation

Remuneration for key management personnel of the Group is as follows:

#### 10 重大關聯方交易

##### (a) 主要管理人員報酬

本集團主要管理人員的薪酬如下：

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
Salaries and other benefits	薪金及其他福利	2,346	1,971
Retirement scheme of define contribution	定額供款退休計劃	124	85
		<b>2,470</b>	<b>2,056</b>

Total remuneration is included in "staff costs" (note 3(b)).

薪酬總額計入「員工成本」(附註3(b))。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Other material related parties transactions and balances

- (i) The Group rendered media services to related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The service revenue for the six months ended 30 June 2022 was RMB2,227,000 (six months ended 30 June 2021: RMB1,504,000) and the amount of trade receivables and contract liabilities at 30 June 2022 were RMB431,000 (31 December 2021: RMB580,000) and RMB8,299,000 (31 December 2021: RMB480,000).
- (ii) The Group purchased media resources from related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The resource procurement for the six months ended 30 June 2022 was RMB1,179,000 (six months ended 30 June 2021: RMB1,246,000) and the amounts payable at 30 June 2022 was RMB684,000 (31 December 2021: RMB584,000).

#### (b) 其他重大關聯方交易及結餘

- (i) 本集團向關聯方提供媒體服務，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2022年6月30日止六個月，服務收益為人民幣2,227,000元(截至2021年6月30日止六個月：人民幣1,504,000元)，而於2022年6月30日的貿易應收款項及合約負債金額為人民幣431,000元(2021年12月31日：人民幣580,000元)及人民幣8,299,000元(2021年12月31日：人民幣480,000元)。
- (ii) 本集團向關聯方購買媒體資源，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2022年6月30日止六個月，購買資源金額為人民幣1,179,000元(截至2021年6月30日止六個月：人民幣1,246,000元)，而於2022年6月30日的應付款項為人民幣684,000元(2021年12月31日：人民幣584,000元)。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審計中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

- (iii) The Group leased office premises from related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The rental and management fee for the six months ended 30 June 2022 was RMB601,000 (six months ended 30 June 2021: RMB464,000) and the deposit amount receivable at 30 June 2022 was RMB203,000 (31 December 2021: RMB203,000).
- (iii) 本集團向關聯方租賃辦公室處所，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2022年6月30日止六個月，租金及管理費為人民幣601,000元(截至2021年6月30日止六個月：人民幣464,000元)，而於2022年6月30日的應收按金款項為人民幣203,000元(2021年12月31日：人民幣203,000元)。
- (iv) As at 30 June 2022, the bank loans were guaranteed by the Company and the controlling shareholder and chairman of the Group. Refer to note 8 for detailed disclosures.
- (iv) 於2022年6月30日，該等銀行貸款由本公司以及本集團的控股股東及主席擔保。有關詳細披露請參閱附註8。