



## SunCorp Technologies Limited

## 新確科技有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 1063)

(股份代號：1063)

For the six months ended 30 June 2017

截至二零一七年六月三十日止六個月

## UNAUDITED INTERIM RESULTS

The board of directors (the "Board" or "Directors") of SunCorp Technologies Limited (the "Company") presents the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2017 together with the comparative figures in 2016, as follows:

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

For the six months ended 30 June 2017

## 未經審核中期業績

新確科技有限公司(「本公司」)董事會(「董事會」或「董事」)謹此提呈本公司及其附屬公司(統稱「本集團」)截至二零一七年六月三十日止六個月之未經審核簡明綜合中期業績，連同二零一六年之比較數字如下：

## 簡明綜合損益及其他全面收益表

截至二零一七年六月三十日止六個月

		Notes 附註	2017 (Unaudited) 二零一七年 (未經審核) HK\$'000 千港元	2016 (Unaudited) 二零一六年 (未經審核) HK\$'000 千港元
Revenue	收益	3	175,707	139,902
Cost of sales	銷售成本		(159,335)	(120,445)
Gross profit	毛利		16,372	19,457
Other income and gains	其他收入及收益	4	11,702	11,940
Distribution and selling expenses	分銷及銷售開支		(7,558)	(10,411)
Operating expenses	經營開支		(16,918)	(20,637)
Fair value change on held-for-trading investments	持作買賣投資之公平值變動		(211,719)	(44,627)
Finance costs	融資成本		(33)	(13)
Loss before tax	除稅前虧損		(208,154)	(44,291)
Income tax expense	所得稅開支	5	(118)	(1,087)
Loss for the period	期間虧損	6	(208,272)	(45,378)
Other comprehensive income/(expense)	其他全面收入/(開支)			
Items that may be reclassified subsequently to profit or loss:	可能於其後重新分類至損益之項目：			
Exchange differences on translating foreign operations	換算海外業務之匯兌差額			
- Exchange gains arising during the period	一期內產生之匯兌收益		53	431
- Reclassification adjustment for the cumulative loss included in profit or loss upon disposal of foreign operations	於出售海外業務後對計入損益之累計虧損作出重新分類調整		363	1,697
Fair value change on available-for-sale investments	可供出售投資之公平值變動		-	6,239
Reclassification adjustment for the fair value changed included in profit or loss upon disposal of available-for-sale investments	於出售可供出售投資後對計入損益之公平值變動作出重新分類調整		(7,118)	-
Other comprehensive (expense)/income for the period	期間其他全面(開支)/收入		(6,702)	8,367
Total comprehensive expense for the period	期間全面開支總額		(214,974)	(37,011)
Loss per share (HK cents)	每股虧損(港仙)			
- Basic	- 基本	7	(1.37)	(0.30)
- Diluted	- 攤薄		(1.37)	(0.30)

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

			At 30 June 2017 (Unaudited) 二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		1,142	2,456
Available-for-sale investments	可供出售投資		-	14,140
Deposits	按金		205	205
			<b>1,347</b>	<b>16,801</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		2,696	-
Trade and other receivables	應收貿易賬款及其他應收款項	9	141,536	90,802
Bill receivable discounted with full recourse	附有全面追索權之應收貼現票據		-	941
Loans receivable	應收貸款	10	170,238	169,066
Held-for-trading investments	持作買賣投資		36,370	240,486
Bank balances and cash	銀行結餘及現金—獨立賬戶		16,975	11,453
– Segregated accounts			90,593	125,842
Bank balances and cash – House accounts	銀行結餘及現金—自有賬戶		<b>458,408</b>	<b>638,590</b>
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	應付貿易賬款及其他應付款項	11	81,501	60,530
Advance drawn on bill receivable discounted with full recourse	預支附有全面追索權之應收貼現票據之墊款		-	941
Current tax liabilities	即期稅項負債		312	1,351
			<b>81,813</b>	<b>62,822</b>
<b>Net current assets</b>	<b>流動資產淨額</b>		<b>376,595</b>	<b>575,768</b>
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>377,942</b>	<b>592,569</b>
<b>Capital and reserves attributable to owners of the Company</b>	<b>本公司擁有人應佔股本及儲備</b>			
Share capital	股本	12	4,564	4,564
Reserves	儲備		373,378	588,005
<b>Total equity</b>	<b>總權益</b>		<b>377,942</b>	<b>592,569</b>

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合權益變動表

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Other capital reserve 其他資本儲備 HK\$'000 千港元	Contributed surplus 繳入盈餘 HK\$'000 千港元	Translation reserve 換算儲備 HK\$'000 千港元	Investment revaluation reserve 投資重估儲備 HK\$'000 千港元	Share option reserve 購股權儲備 HK\$'000 千港元	Retained profits/(accumulated loss) 保留盈利/(累計虧損) HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 January 2016 (Audited)	於二零一六年一月一日 (經審核)	4,564	57,856	14,945	441,253	(2,243)	-	9,949	97,320	623,644
Loss for the period	期間虧損	-	-	-	-	-	-	-	(45,378)	(45,378)
Other comprehensive income/(expense) for the period	期間其他全面收入/(開支)									
Exchange differences on translating foreign operations	換算海外業務之匯兌差額									
- Exchange gains arising during the period	一 期內產生之匯兌收益	-	-	-	-	431	-	-	-	431
- Reclassification adjustment for the cumulative loss included in profit or loss upon disposal of foreign operations	一 於出售海外業務後對計入損益之累計虧損作出重新分類調整	-	-	-	-	1,697	-	-	-	1,697
Fair value change on available-for-sale investments	可供出售投資之公平值變動	-	-	-	-	-	6,239	-	-	6,239
		-	-	-	-	2,128	6,239	-	-	8,367
Total comprehensive expense for the period	期間全面開支總額	-	-	-	-	2,128	6,239	-	(45,378)	(37,011)
Recognition of equity-settled share based payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	731	-	731
At 30 June 2016 (Unaudited)	於二零一六年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	(115)	6,239	10,680	51,942	587,364
At 1 January 2017 (Audited)	於二零一七年一月一日 (經審核)	4,564	57,856	14,945	441,253	(534)	7,118	22,399	44,968	592,569
Loss for the period	期間虧損	-	-	-	-	-	-	-	(208,272)	(208,272)
Other comprehensive income/(expenses) for the period	期間其他全面收入/(開支)									
Exchange differences on translating foreign operations	換算海外業務之匯兌差額									
- Exchange gains arising during the period	一 期內產生之匯兌收益	-	-	-	-	53	-	-	-	53
- Reclassification adjustment for the cumulative loss included in profit or loss upon disposal of foreign operations	一 於出售海外業務後對計入損益之累計虧損作出重新分類調整	-	-	-	-	363	-	-	-	363
Reclassification adjustment for the fair value changed included in profit or loss upon disposal of available-for-sale investments	於出售可供出售投資後對計入損益之公平值變動作出重新分類調整	-	-	-	-	-	(7,118)	-	-	(7,118)
Total comprehensive income/(expenses) for the period	期間全面收入/(開支)總額	-	-	-	-	416	(7,118)	-	(208,272)	(214,974)
Recognition of equity-settled share base payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	347	-	347
At 30 June 2017 (Unaudited)	於二零一七年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	(118)	-	22,746	(163,304)	377,942

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
*For the six months ended 30 June 2017*

**簡明綜合現金流量表**  
 截至二零一七年六月三十日止六個月

		2017 (Unaudited) 二零一七年 (未經審核) HK\$'000 千港元	2016 (Unaudited) 二零一六年 (未經審核) HK\$'000 千港元
Net cash used in operating activities	經營業務動用之現金淨額	(42,272)	(137,247)
Net cash generated from/(used in) investing activities	投資業務所得／(動用)之現金淨額	7,003	(29,640)
Net cash used in financing activities	融資業務動用之現金淨額	(33)	(377)
Net decrease in cash and cash equivalents	現金及現金等值項目減少淨額	(35,302)	(167,264)
Effect of foreign exchange rate changes	外幣匯率變動之影響	53	431
Cash and cash equivalents at the beginning of the period	期初之現金及現金等值項目	125,842	312,380
Cash and cash equivalents at the end of the period, represented by bank balances and cash	期末之現金及現金等值項目， 即銀行結餘及現金	<u>90,593</u>	<u>145,547</u>

## NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2017

### 1. Basis of preparation

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with Hong Kong Accounting Standard 34 "Interim financial reporting". These condensed interim financial statements are unaudited but have been reviewed by the Company's audit committee.

### 2. Principal accounting policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The interim condensed consolidated financial statements do not include all the information and disclosure required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2016.

In the current interim period, the Group has applied, for the first time, certain amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants that are mandatorily effective for the current interim period. The application of the amendments to HKFRSs in the current interim period has had no material effect on amounts reported in the condensed consolidated financial statements and/or disclosures set out in these condensed consolidated financial statements.

### 3. Revenue and segment information

Information reported to the executive directors of the Company, being the chief operating decision makers, for the purposes of resources allocation and assessment of segment performance focuses on types of goods or services delivered or provided. The Group's reportable and operating segments under HKFRS 8 are as follows:

1. Telephones and related components – Design and sales of telephones and related components
2. Used computer-related components – Processing and trading of used computer-related components
3. Money lending business – Interest income earned from money lending business
4. Securities brokerage – Provision of brokerage, placing and underwriting services
5. B2B cross-border e-commerce and payment business – Provision of B2B cross-border e-commerce and payment services

## 簡明綜合財務報表附註

截至二零一七年六月三十日止六個月

### 1. 編製基準

簡明綜合財務報表乃按香港聯合交易所有限公司證券上市規則附錄十六之適用披露規定及香港會計準則第34號「中期財務報告」而編製。該等簡明中期財務報表乃未經審核，但已由本公司之審核委員會審閱。

### 2. 主要會計政策

簡明綜合財務報表乃按歷史成本基準編製，惟若干金融工具按公平值計量。歷史成本一般以換取貨品及服務所作出之代價之公平值為基準。

本中期簡明綜合財務報表不包括所有須於年度財務報表載列之資料及披露，並應與本集團於二零一六年十二月三十一日的年度財務報表一併閱讀。

於本中期期間，本集團已首次應用由香港會計師公會頒佈並對本中期期間強制生效的香港財務報告準則（「香港財務報告準則」）之若干修訂。於本中期期間應用香港財務報告準則之修訂對簡明綜合財務報表所呈報的金額及／或簡明綜合財務報表所載的披露並無重大影響。

### 3. 收益及分部資料

就資源分配及分部表現評估向本公司執行董事（即主要經營決策者）所呈報之資料，著重於交付或提供之產品或服務之類型。本集團根據香港財務報告準則第8號劃分之須予申報及經營分部如下：

1. 電話及相關組件—設計及銷售電話及相關組件
2. 二手電腦相關組件—處理及買賣二手電腦相關組件
3. 放債業務—放債業務賺取之利息收入
4. 證券經紀—提供經紀、配售及包銷服務
5. 企業對企業跨境電子商務及支付業務—提供企業對企業跨境電子商務及支付服務

## Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable and operating segments:

Six months ended 30 June 2017 (unaudited)

		Telephones and related components 電話及相關組件 HK\$'000 千港元	Used computer-related components 二手電腦相關組件 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Provision of brokerage, placing and underwriting services 提供經紀、配售及包銷服務 HK\$'000 千港元	B2B cross-border e-commerce and payment 企業對企業跨境電子商務及支付 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>Revenue</b>	<b>收益</b>						
External sales	對外銷售	85,417	17,845	6,725	288	65,432	175,707
<b>Segment (loss)/profit</b>	<b>分部(虧損)/溢利</b>	<b>(693)</b>	<b>(282)</b>	<b>6,714</b>	<b>(1,228)</b>	<b>(678)</b>	<b>3,833</b>
Interest income on bank deposits	銀行存款利息收入						4
Dividend income	股息收入						479
Gain on disposal of available-for-sale investment	出售可供出售投資之收益						7,118
Fair value change on held-for-trading investments	持作買賣投資之公平值變動						(211,719)
Share-based payments	以股份為基礎之付款						(347)
Unallocated expenses	未分配開支						(7,489)
Finance costs	融資成本						(33)
Loss before tax	除稅前虧損						<b>(208,154)</b>

Six months ended 30 June 2016 (unaudited)

		Telephones and related components 電話及相關組件 HK\$'000 千港元	Used computer-related components 二手電腦相關組件 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Provision of brokerage, placing and underwriting services 提供經紀、配售及包銷服務 HK\$'000 千港元	B2B cross-border e-commerce and payment 企業對企業跨境電子商務及支付 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>Revenue</b>	<b>收益</b>						
External sales	對外銷售	106,784	27,328	5,015	775	-	139,902
<b>Segment (loss)/profit</b>	<b>分部(虧損)/溢利</b>	<b>940</b>	<b>523</b>	<b>5,004</b>	<b>(878)</b>	<b>(5,982)</b>	<b>(393)</b>
Interest income on bank deposits	銀行存款利息收入						144
Dividend income	股息收入						11,421
Fair value change on held-for-trading investments	持作買賣投資之公平值變動						(44,627)
Share-based payments	以股份為基礎之付款						(731)
Unallocated expenses	未分配開支						(10,092)
Finance costs	融資成本						(13)
Loss before tax	除稅前虧損						<b>(44,291)</b>

## 分部收益及業績

以下為按須予申報及經營分部分析本集團之收益及業績：

截至二零一七年六月三十日止六個月  
(未經審核)

截至二零一六年六月三十日止六個月  
(未經審核)

### Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segment:

#### Segment assets

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related components	電話及相關組件	28,684	23,188
Used computer-related components	二手電腦相關組件	6,288	7,683
Money lending	放債	170,241	170,058
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	98,211	90,815
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	30,658	14,792
Total segment assets	分部資產總額	334,082	306,536
Unallocated assets	未分配資產	125,673	348,855
Consolidated assets	綜合資產	459,755	655,391

#### Segment liabilities

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related components	電話及相關組件	48,587	39,556
Used computer-related components	二手電腦相關組件	71	1,726
Money lending	放債	317	134
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	27,701	12,404
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	714	3,604
Total segment liabilities	分部負債總額	77,390	57,424
Unallocated liabilities	未分配負債	4,423	5,398
Consolidated liabilities	綜合負債	81,813	62,822

### 分部資產及負債

以下為按須予申報及經營分部分析本集團之資產及負債：

#### 分部資產

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related components	電話及相關組件	28,684	23,188
Used computer-related components	二手電腦相關組件	6,288	7,683
Money lending	放債	170,241	170,058
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	98,211	90,815
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	30,658	14,792
Total segment assets	分部資產總額	334,082	306,536
Unallocated assets	未分配資產	125,673	348,855
Consolidated assets	綜合資產	459,755	655,391

#### 分部負債

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related components	電話及相關組件	48,587	39,556
Used computer-related components	二手電腦相關組件	71	1,726
Money lending	放債	317	134
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	27,701	12,404
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	714	3,604
Total segment liabilities	分部負債總額	77,390	57,424
Unallocated liabilities	未分配負債	4,423	5,398
Consolidated liabilities	綜合負債	81,813	62,822

4. Other income and gains

Net foreign exchange gain	匯兌收益淨額
Dividend income	股息收入
Interest income on bank deposits	銀行存款之利息收入
Management fee income	管理費收入
Gain on disposal of subsidiaries	出售附屬公司之收益
Gain on disposal of available-for-sale investment	出售可供出售投資之收益
Sundry income	雜項收入

5. Income tax expense

Current tax:	即期稅項：
- Hong Kong Profits Tax	- 香港利得稅

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits for both periods.

6. Loss for the period

Loss for the period has been arrived at after charging/(crediting):

Cost of inventories recognised as an expense	存貨成本確認為支出
Depreciation of property, plant and equipment	物業、廠房及設備之折舊
Staff costs including directors' remuneration	員工成本，包括董事酬金
(Gain)/loss on disposal of subsidiaries	出售附屬公司之(收益)/虧損

4. 其他收入及收益

Six months ended 30 June  
截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元

	525	-
	479	11,421
	4	144
	92	54
	3,309	-
	7,118	-
	175	321
	<u>11,702</u>	<u>11,940</u>

5. 所得稅開支

Six months ended 30 June  
截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元

	118	1,087
	<u>118</u>	<u>1,087</u>

香港利得稅乃根據兩段期間之估計應課稅溢利按稅率16.5%計算。

6. 期間虧損

期間虧損已扣除/(計入)下列各項：

Six months ended 30 June  
截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元

	159,335	120,445
	104	352
	5,098	4,688
	(3,309)	1,697
	<u>159,335</u>	<u>120,445</u>



## 7. LOSS PER SHARE

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

### Loss

Loss for the purpose of basic and diluted loss per share for the period attributable to owners of the Company

### 虧損

本公司擁有人應佔期間  
用於計算每股基本及攤薄虧損之虧損

### Six months ended 30 June

截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元

(208,272)

(45,378)

### Six months ended 30 June

截至六月三十日止六個月

2017	2016
二零一七年	二零一六年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

### Number of shares

Weighted average number of ordinary shares for the purpose of basic and diluted loss per share

### 股份數目

用於計算每股基本及攤薄虧損之普通股加權平均數

15,215,731,320

15,215,731,320

The computation of diluted loss per share for the six months ended 30 June 2017 and 2016 does not assume the exercise of the Company's outstanding share options since their exercise would result in a decrease in loss per share.

計算截至二零一七年及二零一六年六月三十日止六個月之每股攤薄虧損時不會假設已行使本公司尚未行使之購股權，原因為有關行使將令每股虧損減少。

## 8. DIVIDENDS

No dividend was paid or proposed during the six months ended 30 June 2017 and 2016.

## 8. 股息

截至二零一七年及二零一六年六月三十日止六個月並無派付或建議派付股息。

## 9. TRADE, BILL AND OTHER RECEIVABLES

Trade receivables from other ordinary course of business, except for business of dealing in securities transactions

其他日常業務過程產生的應收貿易賬款（證券交易買賣業務除外）

59,812

27,434

Trade receivables arising from the ordinary course of business of dealing in securities:

證券買賣之日常業務過程產生的應收貿易賬款：

– Cash clients and clearing house

— 現金客戶及結算所

10,636

846

Deposits in brokerage firms

於經紀行之按金

60,529

53,553

Deposits, prepayments and other receivables

按金、預付款項及其他應收款項

10,559

8,969

Total trade and other receivables

應收貿易賬款及其他應收款項總額

141,536

90,802

The Group allows a credit period on sales of goods from 30 to 90 days to its trade customers. The following is an ageing analysis of trade receivables arising from other business presented based on the invoice dates at the end of the reporting period:

0-30 days	零至三十日
31-60 days	三十一至六十日
61-90 days	六十一至九十日
Over 90 days	九十日以上

The settlement term of accounts receivable arising from the ordinary course of business of dealing in securities are 2 days after trade date.

#### 10. LOANS RECEIVABLE

The Group's loan receivables, which arise from the money lending business in Hong Kong, are denominated in Hong Kong dollar. The loan receivables were repaid in accordance with the terms of the loan agreements and all loans receivable are recoverable within one year.

As at 30 June 2017, the effective interest rates on the Group's loans receivable is approximately 9.24% per annum.

Within 1 year	一年內
---------------	-----

本集團給予貿易客戶之銷售貨品信貸期為三十至九十日。有關其他業務所產生之應收貿易賬款於報告期間結束時根據發票日期呈列之賬齡分析如下：

At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
30,328	15,078
14,813	8,208
4,558	763
10,113	3,385
<b>59,812</b>	<b>27,434</b>

證券買賣之日常業務過程中所產生之應收賬款結算期為交易日後兩日。

#### 10. 應收貸款

本集團之應收貸款乃產生自香港之放債業務並以港元計值。應收貸款須根據貸款協議之條款償還及所有應收貸款均於一年內可收回。

於二零一七年六月三十日，本集團之應收貸款之實際利率約為每年9.24%。

At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
170,238	169,066

11. TRADE AND OTHER PAYABLES

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
Trade payables from purchase of goods and other ordinary course of business, except for business of dealing in securities transactions	於購買貨品及其他日常業務過程中所產生的應付貿易賬款，惟證券交易買賣業務除外	41,176	30,028
Accounts payable arising from the ordinary course of business of dealing in securities:	來自證券買賣之日常業務過程中所產生之應付賬款：		
– Cash clients and clearing house	– 現金客戶及結算所	27,594	12,296
Other payables and accrued charges	其他應付款項及應計費用	12,731	18,206
		<u>81,501</u>	<u>60,530</u>

The credit period on purchase of goods ranges from 30 to 60 days. The following is an ageing analysis of trade payables arising from other business presented based on invoice dates at the end of the reporting period:

購買貨品之信貸期為三十至六十日。有關其他業務所產生之應付貿易賬款於報告期間結束時根據發票日期呈列之賬齡分析如下：

		At 30 June 2017 (Unaudited) 於二零一七年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2016 (Audited) 於二零一六年 十二月三十一日 (經審核) HK\$'000 千港元
0-30 days	零至三十日	15,389	12,676
31-60 days	三十一至六十日	5,085	8,867
61-90 days	六十一至九十日	16,637	8,098
Over 90 days	九十日以上	4,065	387
		<u>41,176</u>	<u>30,028</u>

The settlement term of accounts payable arising from the business of dealing in securities are 2 days after trade date.

證券買賣業務產生之應付賬款結算期為交易日後兩日。

12. SHARE CAPITAL

Ordinary shares of HK\$0.0003 each

12. 股本

每股面值0.0003港元之普通股

		Number of shares 股份數目	Amount 金額 HK\$'000 千港元
<b>Authorised:</b>	<b>法定：</b>		
At 1 January 2017 (audited) and at 30 June 2017 (unaudited)	於二零一七年一月一日 (經審核) 及 於二零一七年六月三十日 (未經審核)	<u>2,000,000,000,000</u>	<u>600,000</u>
<b>Issued and fully paid:</b>	<b>已發行及繳足：</b>		
At 1 January 2017 (audited) and at 30 June 2017 (unaudited)	於二零一七年一月一日 (經審核) 及 於二零一七年六月三十日 (未經審核)	<u>15,215,731,320</u>	<u>4,564</u>

### 13. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

*Fair value of the Group's financial assets that are measured at fair value on a recurring basis*

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

### 13. 金融工具之公平值計量

以經常基準按公平值計量之本集團金融資產之公平值

本集團部份金融資產於各報告期間結束時按公平值計量。下表載列此等金融資產之公平值釐定方法（特別是所使用之估值技術及輸入數據），以及計量公平值時之公平值等級水平是根據公平值計量輸入數據可觀察程度進行劃分（第一至三級）的資料。

- 第一級公平值計量為根據相同資產或負債於活躍市場上報價（未經調整）所得出；
- 第二級公平值計量為根據於第一級計入之報價以外可直接（即價格）或間接（即衍生自價格）觀察資產或負債所得輸入數據所得出；及
- 第三級公平值計量為根據包括並無根據可觀察市場數據（不可觀察輸入數據）釐定之資產或負債輸入數據之估值方法所得出。

	Fair value as at 於以下日期之公平值		Fair value hierarchy 公平值等級	Valuation technique(s) and key input(s) 估值技術及 關鍵輸入數據	Significant unobservable input(s) 主要不可觀察 輸入數據	
	30 June 2017 (Unaudited) 二零一七年 六月三十日 (未經審核) HK\$'000 千港元	31 December 2016 (Audited) 二零一六年 十二月三十一日 (經審核) HK\$'000 千港元				
Financial assets 金融資產						
Listed equity securities in Hong Kong classified as held-for-trading investments in the condensed consolidated statement of financial position	於簡明綜合財務狀況表分類為持作買賣投資之香港上市股本證券	36,370	240,486	Level 1 第一級	Quoted bid prices in an active market 於活躍市場所報之買入價	N/A 不適用
Unlisted investment fund classified as available-for-sale investments in the condensed consolidated statement of financial position	於簡明綜合財務狀況表分類為可供出售投資之非上市投資基金	-	14,140	Level 3 第三級	Net asset value 資產淨值	N/A 不適用
						Unlisted investment fund 非上市投資基金 HK\$'000 千港元
Reconciliation of level 3 fair value measurement At 1 January 2017 (Audited)	第三級公平值計量之對賬於二零一七年一月一日（經審核）					14,140
Realised upon on disposal of available-for-sale investments	於出售可供出售投資後變現					(14,140)
At 30 June 2017 (Unaudited)	於二零一七年六月三十日（未經審核）					-

## DIRECTOR'S STATEMENT

On behalf of the Board of the Company, I present to you the unaudited interim results of the Group for the six months ended 30 June 2017.

### Business Review

During the six months of review, the Group continued (i) to focus in the design, sales and marketing of residential telephone products under its license for the Motorola brand, as the Company is the exclusive licensee for the Motorola brand for corded and cordless telephones for residential and office use in Europe, the Russian Federation, Middle East, Africa and Asia (including China, India, Southeast Asia and Australia); (ii) the processing and trading of used computer-related components business; (iii) providing money lending business; (iv) securities brokerage and underwriting business and (v) the B2B cross-border e-commerce and payment business.

For the six months ended 30 June 2017, the Group's revenue amounted to approximately HK\$175.7 million, representing an increase of approximately 25.6% compared with the revenue of approximately HK\$139.9 million for the corresponding period in 2016. In relation to the Group's revenue, approximately 48.6% resulted from sales of telephone products, 10.2% resulted from the processing and trading of used computer-related components business, 3.8% resulted from interest income from money lending business, 0.2% contributed by brokerage and underwriting business and 37.2% contributed by B2B cross-border e-commerce and payment business. Gross profit from operation for the period under review was approximately HK\$16.4 million, representing a decrease of approximately 15.9% compared with the gross profit of approximately HK\$19.5 million for the corresponding period in 2016. The Group's unaudited consolidated loss for the period under review was approximately HK\$208.3 million, which was mainly due to the fair value loss on held-for-trading investments of approximately HK\$211.7 million recognized for the six months ended 30 June 2017.

As at 30 June 2017, the loan portfolio held by the Group was approximately HK\$170.2 million and interest income earned from money lending business of approximately HK\$6.7 million for the six months ended 30 June 2017.

### Outlook and Prospect

In view of the dynamic change in the market environment, in addition to the core activities in sales and design of residential cordless telephone and trading of computer components, the Group are in line with its business development plan and expansion plan to take a more active approach in diversifying the Company's business sector including money lending business and B2B cross-border e-commerce and payment business.

In respect of the B2B cross-border e-commerce and payment business, the Group has successfully generated revenue through cross-border purchasing and supply chain management for JD.com International suppliers, and also developed new customers in the Middle East market which purchase IT and industrial components globally. The Group will continue to speed up the business growth and expansion plan in this area.

The Group will continue to explore new business opportunities which could complement the Group's business segments.

## 董事報告

本人謹代表本公司董事會向閣下提呈本集團截至二零一七年六月三十日止六個月之未經審核中期業績。

### 業務回顧

於回顧六個月內，本集團繼續(i)專注發展根據摩托羅拉之特許授權為其品牌從事家居電話產品之設計、銷售及市場推廣業務，而本公司為摩托羅拉之家居及辦公室使用有線及無線品牌電話在歐洲、俄羅斯聯邦、中東、非洲及亞洲(包括中國、印度、東南亞及澳洲)之獨家獲許可人；(ii)二手電腦相關組件處理及貿易業務；(iii)提供放債業務；(iv)證券經紀及包銷業務及(v)企業對企業跨境電子商務及支付業務。

截至二零一七年六月三十日止六個月，本集團之收入約為175,700,000港元，較二零一六年同期之收入約139,900,000港元，增加約25.6%。就本集團之收入而言，約48.6%來自銷售電話產品，10.2%來自二手電腦相關組件處理及貿易業務，3.8%來自放債業務賺取之利息收入，0.2%由經紀及包銷業務貢獻及37.2%由企業對企業跨境電子商務及支付業務貢獻。回顧期間之經營毛利約為16,400,000港元，較二零一六年同期之毛利約19,500,000港元減少約15.9%。本集團於回顧期間之未經審核綜合虧損約為208,300,000港元，乃主要由於截至二零一七年六月三十日止六個月確認之持作買賣投資之公平值虧損約211,700,000港元所致。

於二零一七年六月三十日，本集團持有之貸款組合約為170,200,000港元，而截至二零一七年六月三十日止六個月，自放債業務賺取之利息收入約為6,700,000港元。

### 展望及前景

鑑於市場環境不斷變化，除了銷售及設計家居無線電話以及電腦組件貿易之核心業務活動外，本集團根據業務發展計劃及擴展計劃，更積極地推動本公司業務界別多元化發展，包括放債業務以及企業對企業跨境電子商務及支付業務。

企業對企業跨境電子商務及支付業務方面，本集團已取得可觀收入，主要來自為「京東國際」供應商提供的採購及供應鏈管理服務，同時集團也成功發展了中東市場客戶，其在全球採購資訊產品和工業部件。本集團將繼續於該區域加快該業務的增長和擴張計劃。

本集團將繼續發掘可配合本集團業務分部之新商機。

## Acknowledgement

On behalf of the Board, I would like to take this opportunity to extend our sincere thanks to our customers, suppliers and staff for their continued support and contribution to the Group during the period.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Overview

For the six months ended 30 June 2017, the Group recorded a revenue of approximately HK\$175.7 million which represented an increase of approximately 25.6% as compared to the corresponding figure for the six months ended 30 June 2016.

The gross profit for the period under review was approximately HK\$16.4 million as compared to approximately HK\$19.5 million for the previous period.

During the period, the Group continued to focus on the sales and marketing of residential telephone products under its licence for the Motorola brand; the processing and trading of used computer-related components business; securities brokerage and underwriting business, money lending business and B2B cross-border e-commerce and payment business. The revenue, the gross profit and net profit/(loss) for the period ended 30 June 2017 are set out as below:

		Telephones and related components 電話及 相關組件 HK\$'000 千港元	Used computer- related components 二手電腦 相關組件 HK\$'000 千港元	Securities Brokerage 證券經紀 HK\$'000 千港元	Money lending business 放債業務 HK\$'000 千港元	E-commerce business 電子商務業務 HK\$'000 千港元
Revenue	收益	85,417	17,845	288	6,725	65,432
Gross profit	毛利	7,547	782	288	6,725	1,030
Net profit/(loss)	純利／(虧損)	(693)	(282)	(1,228)	6,714	(678)

## 致謝

本人謹代表董事會，衷心感謝一眾客戶、供應商及員工一直的支持以及於期內為本集團作出之貢獻。

## 管理層討論及分析

### 概覽

截至二零一七年六月三十日止六個月，本集團錄得收益約175,700,000港元，較截至二零一六年六月三十日止六個月之相應數額增加約25.6%。

回顧期間之毛利約為16,400,000港元，上一期間則約為19,500,000港元。

於本期間，本集團繼續專注發展根據摩托羅拉之特許授權為其品牌從事家居電話產品之銷售及市場推廣業務；二手電腦相關組件之處理及貿易業務；證券經紀及包銷業務、放債業務及企業對企業跨境電子商務及支付業務。截至二零一七年六月三十日止期間之收益、毛利及純利／(虧損)載列如下：

## Liquidity and Financial Resources

The decrease in current ratio from 10.2 to 5.6 was mainly due to decrease in held-for-trading investments and increase in the trade & other payables as at 30 June 2017.

As at 30 June 2017, the Group had cash on hand of approximately HK\$90.6 million, current assets of approximately HK\$458.4 million, total assets of approximately HK\$459.8 million and shareholders' equity of approximately HK\$377.9 million.

## Gearing Ratio

As at 30 June 2017, the Group generally financed its operations through internally-generated cash flows and shareholders equity, there was no outstanding bank loan and borrowings.

## Capital Structure

As at 30 June 2017, the authorized share capital of the Company was HK\$600,000,000, which divided into 2,000,000,000,000 shares of HK\$0.0003 each. There was no movement for the number of Shares in issue of the Company during the period.

## Exchange Rate

Most of sales in the current period were denominated in United States dollars, whilst the majority of the Group's expenses were denominated in United States dollars, Renminbi and Hong Kong dollars. Although the Group currently does not maintain any hedging policy to hedge against foreign exchange exposure that may arise from the above transactions, the management team continuously assesses the foreign currency exposure, with an aim to minimize the impact of foreign exchange fluctuation on the Group's business operations.

## Raising of funds and use of proceeds

The Company completed the placing on 13 April 2015, and the net proceeds of the placing were approximately HK\$492 million. As at 31 December 2015, the Company has resolved to change the use of the unutilized net proceeds of approximately HK\$372 million. For details, please refer to the announcements of the Company dated 6 March 2015, 13 April 2015 and 31 December 2015.

As at 30 June 2017, the Group had utilized approximately HK\$43.5 million for marketing and promotion to overseas merchants and setting up offices and marketing teams in the PRC and Europe, approximately HK\$30.5 million for the B2B cross-border e-commerce and payment business, approximately HK\$295.0 million for securities investment, securities brokerage and money lending business in Hong Kong, approximately HK\$22.0 million for the repayment of promissory note issued by the Company and approximately HK\$52.0 million for general working capital or potential acquisition opportunities.

As at 30 June 2017, the Group had unutilized net proceeds of approximately HK\$49.0 million which approximately HK\$18.5 million will be deployed for the B2B cross-border e-commerce and payment business and approximately HK\$30.5 million will be deployed to continue marketing and promotion to overseas merchants and setting up marketing teams globally.

## 流動資金及財政資源

流動比率由10.2下降至5.6，主要是因為於二零一七年六月三十日之持作買賣投資減少及應付貿易賬款及其他應付款項增加所致。

於二零一七年六月三十日，本集團持有手頭現金約90,600,000港元、流動資產約458,400,000港元、資產總額約459,800,000港元及股東權益約377,900,000港元。

## 資本負債比率

於二零一七年六月三十日，本集團一般透過內部產生之現金流量及股東權益為其營運提供資金，並無尚未償還銀行貸款及借貸。

## 股本架構

於二零一七年六月三十日，本公司之法定股本為600,000,000港元（分為2,000,000,000,000股每股面值0.0003港元之股份）。於期內，本公司之已發行股份數目並無變動。

## 匯率

本期間內之大部分銷售均以美元列值，而本集團之開支大部分以美元、人民幣及港元列值。儘管本集團目前並無設有任何對沖政策以對沖上述交易可能產生之外匯風險，惟管理層團隊將會持續評估外匯風險，旨在將外匯波動對本集團業務營運之影響減至最低。

## 集資活動及所得款項用途

本公司已於二零一五年四月十三日完成配售，及配售之所得款項淨額約為492,000,000港元。於二零一五年十二月三十一日，本公司議決改變未獲動用之所得款項淨額約372,000,000港元之用途。詳情請參閱本公司日期為二零一五年三月六日、二零一五年四月十三日及二零一五年十二月三十一之公佈。

於二零一七年六月三十日，本集團已動用約43,500,000港元以向海外商戶進行市場推廣及宣傳以及於中國及歐洲設立辦事處及市場推廣團隊，約30,500,000港元用於企業對企業跨境電子商務支付業務，約295,000,000港元用於香港之證券投資、證券經紀及放債業務，約22,000,000港元用於償還本公司所發行之承兌票據及約52,000,000港元撥作一般營運資金或用於潛在收購機遇。

於二零一七年六月三十日，本集團擁有未獲動用之所得款項淨額約49,000,000港元，其中約18,500,000港元將用於企業對企業跨境電子商務及支付業務及約30,500,000港元將用於繼續向海外商戶進行市場推廣及宣傳，及設立全球性的市場推廣團隊。

## Significant Investments

As at 30 June 2017, total market value for the held-for-trading investments of the Group was approximately HK\$36 million and recorded a fair value loss of approximately HK\$211.7 million which was mainly attributable to the investments in GreaterChina Professional Services Limited (HK stock code: 8193), WLS Holdings Limited (HK stock code: 8021) and AMCO United Holding Limited (HK stock code: 630). The market value for the investment in GreaterChina Professional Services Limited as at 30 June 2017 was approximately HK\$3.78 million with a fair value loss of approximately HK\$137.9 million for the period. The market value for the investment in WLS Holdings Limited as at 30 June 2017 was approximately HK\$2.89 million with a fair value loss of approximately HK\$32.1 million for the period. The market value for the investment in AMCO United Holding Limited as at 30 June 2017 was approximately HK\$5.65 million with a fair value loss of approximately HK\$19.1 million for the period.

## Significant Acquisitions or Disposals

During the six months ended 30 June 2017, there were no material acquisitions or disposals of subsidiaries and associated companies.

## Contingent Liabilities

Two wholly-owned subsidiaries of the Company, namely Mondial Communications Limited ("MCL") and Suncorp Communications Limited ("SCL") have initially, received two notices of statutory demands dated 10 March 2011 from a firm of solicitors for and acting on behalf of a former subsidiary of the Company in liquidation, demanding payment of HK\$91,177,872 due by MCL and HK\$128,785,748 due by SCL to the aforesaid former subsidiary (the "Claims"). The Company has sought legal advice and has vigorously defended against the Claims since then. MCL and SCL received the same statutory demands again dated 19 July 2011 in relation to the Claims.

As far as the Directors are aware, the Claims by Suncorp Industrial Limited ("SIL") (in liquidation) in both statutory demands against SCL and MCL related to debts which have previously been fully written off or impairment have been made at the books of SCL and MCL at the year ended 31 December 2007, and accordingly there is no such debts in the accounts and records of SCL and MCL at any financial year ended 31 December 2008 with SIL.

## 重要投資

於二零一七年六月三十日，本集團持作買賣投資之總市值約為36,000,000港元並錄得公平值虧損約211,700,000港元，此乃主要源自於漢華專業服務有限公司（香港股份代號：8193）、滙隆控股有限公司（香港股份代號：8021）及雋泰控股有限公司（香港股份代號：630）之投資。於漢華專業服務有限公司之投資在二零一七年六月三十日之市值約為3,780,000港元，而此項投資之期內公平值虧損約為137,900,000港元。於滙隆控股有限公司之投資在二零一七年六月三十日之市值約為2,890,000港元，而此項投資之期內公平值虧損約為32,100,000港元。於雋泰控股有限公司之投資在二零一七年六月三十日之市值約為5,650,000港元，而此項投資之期內公平值虧損約為19,100,000港元。

## 重大收購或出售

於截至二零一七年六月三十日止六個月內，概無進行重大收購或出售附屬公司及聯營公司。

## 或然負債

本公司兩間全資附屬公司萬達鈴通訊有限公司（「萬達鈴通訊」）及新確通訊有限公司（「新確通訊」）原先收到一間律師行（代表正在清盤的本公司前附屬公司）發出的兩份法定要求償債書通知（日期為二零一一年三月十日），要求萬達鈴通訊及新確通訊分別向上述的前附屬公司支付應付的91,177,872港元及128,785,748港元（「申索」）。本公司已於其後尋求法律意見並已對申索提出積極抗辯。萬達鈴通訊及新確通訊於二零一一年七月十九日再一次收到有關申索的相同法定要求償債書。

就董事所知，新確實業有限公司（「新確實業」）（清盤中）在其針對新確通訊及萬達鈴通訊之兩份法定要求償債書中所提出之申索，乃關於新確通訊及萬達鈴通訊先前在截至二零零七年十二月三十一日止年度之賬冊中已悉數撇銷或計提減值之債務，因此於新確通訊及萬達鈴通訊截至二零零八年十二月三十一日止任何財政年度之賬目及記錄中並無有關新確實業之任何相關債務。



By an Order made on 1 June 2011, the Liquidators were sanctioned to take out legal proceedings in the name and on behalf of the SIL (in liquidation) against the Company, SCL and MCL. However, no legal action or winding-up proceedings had even been taken by the Liquidators against the Company or SCL or MCL up to the date hereof.

The Company had disposed of its entire interest in SCL and MCL in April 2014. Based on the legal advice sought, disposition of SCL and MCL by the Company would not affect the Order made by the Court on 1 June 2011. However, as previously set out, based on legal advice sought, as the Claims sought have already been fully set-off, there is no solid legal foundation on the part of the liquidators of SIL to mount any claim against the Company.

Save and except the Claims and an unsubstantiated complaint advanced by the liquidator of SIL against the Company and its directors concerning the operation of SIL before its liquidation, as at 30 June 2017, no member of the Group was engaged in any litigation or arbitration of material importance and there was no litigation or claim of material importance known to the Directors to be pending or threatened against any member of the Group.

As at 30 June 2017, the Group and the Company do not have any significant contingent liabilities.

#### **Employees**

The Group's emolument policies are formulated on the performance of employees with reference to the market condition. The Board may exercise its discretion to grant share options to the executive directors and employees as an incentive to their contribution to the Group. During the period under review, no share options had been granted by the Group to the directors and employees in accordance with the share option scheme.

根據於二零一一年六月一日作出之命令，清盤人獲准以新確實業（清盤中）之名義及代其向本公司、新確通訊及萬達鈴通訊提出法律程序。然而，直至本公佈日期，清盤人並無對本公司或新確通訊或萬達鈴通訊採取法律行動或清盤程序。

本公司已於二零一四年四月出售其於新確通訊及萬達鈴通訊之全部權益。根據所取得之法律意見，本公司出售新確通訊及萬達鈴通訊將不會影響法院於二零一一年六月一日作出之命令。然而，誠如上文所載，根據所取得之法律意見，由於有關申索已經獲悉數抵銷，因此新確實業之清盤人對本公司提出之任何申索並無有力的法律理據。

除了有關申索以及新確實業的清盤人就新確實業於清盤前的營運而對本公司及其董事提出無根據的申訴，於二零一七年六月三十日，本集團概無成員公司涉及任何重大訴訟或仲裁，就董事所知本集團任何成員公司亦概無面臨任何待決或受威脅之重大訴訟或申索。

於二零一七年六月三十日，本集團及本公司並無任何重大或然負債。

#### **僱員**

本集團之酬金政策，乃參考市況就僱員之表現而制定。董事會可酌情授予執行董事及僱員購股權，作為彼等對本集團貢獻之獎勵。於回顧期間，本集團並無根據購股權計劃向董事及僱員授出購股權。

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SHARES

As at 30 June 2017, the interests and short positions of the Directors, chief executive and their associates in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of the Part XV of the Securities and Futures Ordinance (the "SFO") (i) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules were as follows:

### Long Position

*Ordinary shares of HK\$0.0003 each of the Company*

#### Name of directors 董事姓名

Wang Zhen Dong	王振東
Malcolm Stephen JACOBS-PATON	Malcolm Stephen JACOBS-PATON

#### Note:

1. The percentage shareholding is calculated on the basis of the Company's issued share capital of 15,215,731,320 as at 30 June 2017.

## 董事及主要行政人員之股份權益

於二零一七年六月三十日，董事、主要行政人員及彼等之聯繫人士在本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債權證中，擁有(i)根據證券及期貨條例第XV部第7及8分部須通知本公司及香港聯合交易所有限公司（「聯交所」）之權益及淡倉（包括根據證券及期貨條例之有關條文彼等被計作或視為擁有之權益或淡倉）；或(ii)根據證券及期貨條例第352條須記錄於根據該條所存置之登記冊之權益及淡倉；或(iii)根據上市規則附錄十所載之上市發行人董事進行證券交易之標準守則（「標準守則」）而須知會本公司及聯交所之權益及淡倉如下：

### 好倉

本公司每股面值0.0003港元之普通股

Name of directors 董事姓名	No. of shares held 所持股份數目	No. of underlying shares held in options granted under the Share Option Scheme 就根據 購股權計劃 授出之 購股權而 持有之相關 股份數目	Percentage of the issued share capital of the Company (Note 1) 佔本公司 已發行股本 之百分比 (附註1)
Wang Zhen Dong	-	126,800,000	0.83
Malcolm Stephen JACOBS-PATON	2,500,780	20,000,000	0.15

#### 附註：

1. 該股權百分比是根據本公司於二零一七年六月三十日之已發行股本15,215,731,320股計算。

## SHARE OPTIONS

On 4 May 2012, a share option scheme (the “Share Option Scheme”) was adopted by shareholders at the annual general meeting, under which the Directors may, at their discretion, grant share options to eligible persons including Directors and employees and consultants to subscribe share in the Company. The Board had granted to eligible grantees the share options to subscribe for 156,631,500 ordinary shares of HK\$0.0003 each on 7 October 2013 under the Share Option Scheme. On 10 December 2014, the Board had granted to eligible grantees the share options to subscribe for 1,268,000,000 ordinary shares of HK\$0.0003 each under the Share Option Scheme. On 1 September 2016, the Board had granted to eligible grantees the share options to subscribe for 1,510,000,000 ordinary shares of HK\$0.0003 each under the Share Option Scheme.

At 30 June 2017, the number of shares in respect of which share options could be exercisable under the terms of the Share Option Scheme was 1,853,860,600 shares, representing approximately 12.18% the shares of the Company in issue at that date. All share options are currently held by directors, employees and consultants of the Group.

During the six months ended 30 June 2017, no share options were exercised.

Saved as disclosed above, at no time during the six months ended 30 June 2017 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

As at 30 June 2017, save as disclosed below, the Directors and the chief executive of the Company were not aware of any other person (other than the Directors and the chief executive of the Company) who had, or was deemed to have, interests or short positions in the shares or underlying shares, 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 who was directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group.

## 購股權

於二零一二年五月四日，股東於股東週年大會上採納一項購股權計劃（「購股權計劃」），據此，董事可按其酌情權授出購股權予合資格人士（包括董事及僱員以及顧問），以認購本公司股份。董事會於二零一三年十月七日根據購股權計劃向合資格承授人授出可認購**156,631,500**股每股面值**0.0003**港元之普通股的購股權。於二零一四年十二月十日，董事會根據購股權計劃向合資格承授人授出可認購**1,268,000,000**股每股面值**0.0003**港元之普通股的購股權。於二零一六年九月一日，董事會根據購股權計劃向合資格承授人授出可認購**1,510,000,000**股每股面值**0.0003**港元之普通股的購股權。

於二零一七年六月三十日，根據購股權計劃之條款可予行使之購股權涉及之股份數目為**1,853,860,600**股，相當於本公司在該日之已發行股份的約**12.18%**。目前所有購股權是由本集團董事、僱員及顧問持有。

於截至二零一七年六月三十日止六個月，並無購股權獲行使。

除上文所披露者外，本公司或其任何附屬公司於截至二零一七年六月三十日止六個月任何時間概無訂立任何安排，以使董事可透過收購本公司或任何其他法團之股份或債權證而獲益。

## 主要股東之股份權益

除下文所披露者外，就本公司董事及主要行政人員所知，於二零一七年六月三十日，並無任何其他人士（本公司董事及主要行政人員除外）於股份或相關股份中擁有或視為擁有任何權益或淡倉而須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或直接或間接擁有在任何情況可於本集團任何成員公司之股東大會上投票之任何類別股本面值**5%**或以上權益。

Name of shareholder with over 5% shareholding 持有超過5%股權之股東姓名/名稱	Capacity 身份	Nature of Interest 權益性質	Long or short position 好倉或淡倉	Number of shares 股份數目	Percentage of the issued share capital of the Company (Note 1) 佔本公司已發行股本之百分比 (附註1)
Orchid Touch Limited (Note 2) (附註2)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	904,930,000	5.95%
So Ka Yan (Note 2) 蘇嘉欣 (附註2)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	904,930,000	5.95%
Zhongrong International Trust Co. Ltd. 中融國際信託有限公司	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	1,000,000,000	6.57%
Cloud Dynasty (Macau) Limited (Note 3) (附註3)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	1,000,000,000	6.57%
Chan Sin Ying (Note 3) 陳倩瑩 (附註3)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,000,000,000	6.57%
Sung Kwan Wun 宋君媛	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,016,370,000	6.67%
Eugene Finance International Limited (Note 4) (附註4)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	1,300,000,000	8.54%
Xiao Lili (Note 4) 肖梨利 (附註4)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,300,000,000	8.54%

Notes:

- The percentage shareholding is calculated on the basis of the Company's issued share capital of 15,215,731,320.
- Orchid Touch Limited ("Orchid Touch") is directly interested in 904,930,000 shares in the Company. Orchid Touch is wholly owned by So Ka Yan. So Ka Yan is therefore deemed to be interested in 904,930,000 shares in the Company.
- Cloud Dynasty (Macau) Limited ("Cloud Dynasty") is directly interested in 1,000,000,000 shares in the Company. Cloud Dynasty is wholly owned by Chan Sin Ying. Chan Sin Ying is therefore deemed to be interested in 1,000,000,000 shares in the Company.
- Eugene Finance International Limited ("Eugene Finance") is directly interested in 1,300,000,000 shares in the Company. Eugene Finance is wholly owned by Xiao Lili. Xiao Lili is therefore deemed to be interested in 1,300,000,000 shares in the Company.

附註:

- 該股權百分比是根據本公司之已發行股本15,215,731,320股計算。
- Orchid Touch Limited (「Orchid Touch」) 直接擁有904,930,000股本公司股份之權益。Orchid Touch由蘇嘉欣全資擁有。因此，蘇嘉欣被視為於904,930,000股本公司股份中擁有權益。
- Cloud Dynasty (Macau) Limited (「Cloud Dynasty」) 直接擁有1,000,000,000股本公司股份之權益。Cloud Dynasty由陳倩瑩全資擁有。因此，陳倩瑩被視為於1,000,000,000股本公司股份中擁有權益。
- Eugene Finance International Limited (「Eugene Finance」) 直接擁有1,300,000,000股本公司股份之權益。Eugene Finance由肖梨利全資擁有。因此，肖梨利被視為於1,300,000,000股本公司股份中擁有權益。

## AUDIT COMMITTEE

The Audit Committee provides an important link between the Board and the Company's auditors in matters coming within the scope of the audit of the Company. The Audit Committee was established in March 2000 with defined written terms of reference which describe the authorities and duties of the Audit Committee. The Audit Committee currently consists of three members, all of whom are independent non-executive Directors ("INEDs") namely Mr. Lee Ho Yiu, Thomas, Ms. Lu Bei Lin and Mr. Man Yuan, of which Mr. Lee Ho Yiu, Thomas is the chairman. The unaudited financial statements of the Group for the six months ended 30 June 2017 have been reviewed by the Audit Committee.

## CORPORATE GOVERNANCE

The Company is committed to high standards of good corporate governance practices and procedures. The corporate governance principles of the Company emphasize a quality Board, sound internal control, transparency, independence and accountability to all shareholders.

Throughout the period, the Group had applied the principles as set out in the Code of Corporate Governance Practices (the "CG Code") in Appendix 14 of the Listing Rules, except for the deviations as follows:

### Chairman and Chief Executive Officer

Pursuant to Code Provision A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, in view of the current business nature of the Company, the Board opines that it is not necessary to appoint a chairman or chief executive officer and daily operation of the Group is delegated to different executive Directors, department heads and various committees. In this circumstances, the Board considers that the present practice has already addressed the concerns of the CG Code in this respect.

### Non-Executive Directors

Pursuant to Code Provision A.4.1 of the CG Code, non-executive directors should be appointed for a specific term subject to re-election. None of the existing non-executive Directors and INEDs are engaged on specific term, and it constituted a deviation from Code Provision A.4.1 of the CG Code. However all Directors, including non-executive Directors and INEDs are subject to retirement by rotation at each annual general meeting at least once every three years under the Company's Bye-laws. In the circumstances, the Board considers that the present practice has already addressed the concerns of the CG Code in this respect.

### Attendance of Annual General Meeting

Pursuant to Code Provision A.6.7 of the CG Code, independent non-executive directors and other non-executive directors should attend general meetings and develop a balanced understanding of the views of the shareholders. Due to other pre-arranged business commitments, Mr. Man Yuan, being the independent non-executive director of the Company, were not present at the annual general meeting of the Company held on 29 May 2017.

## 審核委員會

審核委員會就有關本公司審核工作範圍內的事宜為董事會與本公司核數師之間提供重要連繫。審核委員會於二零零零年三月成立並以書面具體列明審核委員會之職權和職責範圍。審核委員會目前有三名成員，彼等皆為獨立非執行董事（「獨立非執行董事」），即李浩堯先生、陸蓓琳女士及滿圓先生，而李浩堯先生為主席。審核委員會已審閱本集團截至二零一七年六月三十日止六個月之未經審核財務報表。

## 企業管治

本公司致力維持高水平之良好企業管治常規及程序。本公司之企業管治原則著重優秀之董事會、穩健之內部監控、透明度、獨立性及向全體股東問責。

於本期間，本集團已應用上市規則附錄十四企業管治常規守則（「企業管治守則」）所載的原則，惟以下偏離情況除外：

### 主席及行政總裁

根據企業管治守則之守則條文A.2.1，主席及行政總裁之角色應予區分及不應由同一人兼任。然而，鑑於本公司目前之業務性質，董事會認為毋須委任主席或行政總裁，而本集團之日常運作乃授權予不同執行董事、部門主管及不同委員會負責。有鑑於此，董事會認為目前之常規已經回應企業管治守則在此方面之關注。

### 非執行董事

根據企業管治守則之守則條文A.4.1，非執行董事之委任應有指定任期，並須接受重新選舉。概無現任非執行董事及獨立非執行董事以指定任期委任，此舉構成與企業管治守則之守則條文A.4.1之偏離。然而，根據本公司之公司細則，於每屆股東週年大會上，全體董事（包括非執行董事及獨立非執行董事）均須至少每三年輪值退任一次。有鑑於此，董事會認為目前之常規已經回應企業管治守則在此方面之關注。

### 出席股東週年大會

根據企業管治守則之守則條文A.6.7，獨立非執行董事及其他非執行董事應出席股東大會，對股東的意見有公正的了解。由於其他預先安排之業務承諾，本公司獨立非執行董事滿圓先生未能出席於二零一七年五月二十九日舉行之本公司股東週年大會。

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' securities transaction. Based on specific enquiry of all the Directors, the Directors have complied with the required standard as set out in the Model Code throughout the six months ended 30 June 2017.

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

During the six months ended 30 June 2017, there was no purchase, sale or redemption by the Company or any of its subsidiaries of the Company's listed securities.

By order of the Board  
SunCorp Technologies Limited  
Wang Zhen Dong  
*Executive Director*

Hong Kong, 28 August 2017

#### 董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載之標準守則，作為其本身有關董事進行證券交易之行為守則。根據對全體董事作出特定查詢後所知，董事於截至二零一七年六月三十日止六個月內已遵守標準守則所載之規定標準。

#### 購買、出售或贖回本公司之上市證券

於截至二零一七年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司之上市證券。

承董事會命  
新確科技有限公司  
執行董事  
王振東

香港，二零一七年八月二十八日