



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 2019
截至二零一九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 2019 together with the comparative figures in 2018, as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2019

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」)截至二零一九年六月三十日止六個月之未經審核簡明綜合中期業績，連同二零一八年之比較數字如下：

簡明綜合損益及其他全面收益表

截至二零一九年六月三十日止六個月

		Notes 附註	2019 (Unaudited) 二零一九年 (未經審核) HK\$'000 千港元	2018 (Unaudited) 二零一八年 (未經審核) HK\$'000 千港元
Revenue	收益	3	93,878	123,824
Cost of sales	銷售成本		(82,101)	(111,897)
Gross profit	毛利		11,777	11,927
Other income and gains	其他收入及收益	4	5	70
Distribution and selling expenses	分銷及銷售開支		(980)	(1,490)
Operating expenses	經營開支		(30,709)	(12,633)
Realised and unrealised (loss)/gain on financial assets at fair value through profit or loss, net	按公平值計入損益之金融資產之已變現及未變現(虧損)/收益淨額		(3,672)	8,842
Finance costs	融資成本		(139)	(46)
(Loss)/profit before tax	除稅前(虧損)/溢利		(23,718)	6,670
Taxation	稅項	5	(506)	(605)
(Loss)/profit for the period	期間(虧損)/溢利	6	(24,224)	6,065
Other comprehensive (expense)/income Items that may be reclassified subsequently to profit or loss:	其他全面(開支)/收入 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 losses arising during the period	一期內產生之匯兌虧損		(56)	(39)
Other comprehensive expense for the period	期間其他全面開支		(56)	(39)
Total comprehensive (expense)/income for the period	期間全面(開支)/收入總額		(24,280)	6,026
(Loss)/earnings per share (HK cents)	每股(虧損)/盈利(港仙)			
- Basic	- 基本	7	(0.16)	0.04
- Diluted	- 攤薄		(0.16)	0.04

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

			At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		93	150
Deposits	按金		-	205
Deferred tax assets	遞延稅項資產		1,160	1,160
Right-of-use asset	使用權資產		3,598	-
			<u>4,851</u>	<u>1,515</u>
Current assets	流動資產			
Inventories	存貨		5,241	-
Trade and other receivables	應收貿易賬款及其他應收款項	9	44,914	54,868
Bills receivable discounted with full recourse	附有全面追索權之應收貼現票據		-	973
Loan receivables	應收貸款	10	220,157	205,308
Financial asset at fair value through profit or loss	按公平值計入損益之金融資產		51,556	55,269
Bank balances and cash – Segregated accounts	銀行結餘及現金 – 獨立賬戶		17,356	52,100
Bank balances and cash – House accounts	銀行結餘及現金 – 自有賬戶		51,679	66,539
			<u>390,903</u>	<u>435,057</u>
Current liabilities	流動負債			
Trade and other payables	應付貿易賬款及其他應付款項	11	56,146	93,943
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		2,530	973
Bank loan	銀行貸款		535	879
Lease Liabilities	租賃負債		2,197	-
Current tax liabilities	即期稅項負債		462	1,058
			<u>61,870</u>	<u>96,853</u>
Net current assets	流動資產淨額		<u>329,033</u>	<u>338,204</u>
Total assets less current liabilities	總資產減流動負債		<u>333,884</u>	<u>339,719</u>
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		1,535	-
			<u>1,535</u>	<u>-</u>
Net assets	資產淨值		<u>332,349</u>	<u>339,719</u>
Capital and reserves	股本及儲備			
Share capital	股本	12	4,564	4,564
Reserves	儲備		327,785	335,155
Total equity	總權益		<u>332,349</u>	<u>339,719</u>

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 losses) 保留溢利/ (累計虧損) HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 31 December 2017 (Audited)	於二零一七年十二月三十一日 (經審核)	4,564	57,856	14,945	441,253	(36)	-	23,075	(172,116)	369,541
Effect of adjustment on adoption of HKFRS 9	採納香港財務報告準則第9號的 調整影響	-	-	-	-	-	-	-	(5,174)	(5,174)
At 1 January 2018 (Restated)	於二零一八年一月一日 (經重列)	4,564	57,856	14,945	441,253	(36)	-	23,075	(177,290)	364,367
Profit for the period	期間溢利	-	-	-	-	-	-	-	6,065	6,065
Other comprehensive expense for the period	期間其他全面開支	-	-	-	-	-	-	-	-	-
Exchange differences on translating foreign operations	換算海外業務之匯兌差額	-	-	-	-	-	-	-	-	-
- Exchange losses arising during the period	一期內產生之匯兌虧損	-	-	-	-	(39)	-	-	-	(39)
Total comprehensive income for the period	期間全面收入總額	-	-	-	-	(39)	-	-	6,065	6,026
Recognition of equity-settled share based payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	150	-	150
At 30 June 2018 (Unaudited)	於二零一八年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	(75)	-	23,225	(171,225)	370,543
At 1 January 2019 (Audited)	於二零一九年一月一日 (經審核)	4,564	57,856	14,945	441,253	61	-	6,864	(185,824)	339,719
Loss for the period	期間虧損	-	-	-	-	-	-	-	(24,224)	(24,224)
Other comprehensive expense for the period	期間其他全面開支	-	-	-	-	-	-	-	-	-
Exchange differences on translating foreign operations	換算海外業務之匯兌差額	-	-	-	-	-	-	-	-	-
- Exchange losses arising during the period	一期內產生之匯兌虧損	-	-	-	-	(56)	-	-	-	(56)
Total comprehensive expense for the period	期間全面開支總額	-	-	-	-	(56)	-	-	(24,224)	(24,280)
Recognition of equity-settled share based payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	16,910	-	16,910
At 30 June 2019 (Unaudited)	於二零一九年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	5	-	23,774	(210,048)	332,349

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended 30 June 2019

簡明綜合現金流量表
截至二零一九年六月三十日止六個月

		2019 (Unaudited) 二零一九年 (未經審核) HK\$'000 千港元	2018 (Unaudited) 二零一八年 (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	(16,019)	(25,531)
Net cash generated from investing activities	投資業務所得之現金淨額	2	2
Net cash generated from financing activities	融資業務所得之現金淨額	1,213	3,447
Net decrease in cash and cash equivalents	現金及現金等值項目減少淨額	(14,804)	(22,082)
Effect of foreign exchange rate changes	外幣匯率變動之影響	(56)	(39)
Cash and cash equivalents at the beginning of the period	期初之現金及現金等值項目	66,539	85,533
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>51,679</u>	<u>63,412</u>

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2019

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".

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.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2019 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2018.

Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1 January 2019 for the preparation of the Group's condensed consolidated financial statements:

HKFRS 16	Leases
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments
Amendments to HKFRS 9	Prepayment Features with Negative Compensation
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015 – 2017 Cycle

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below.

HKFRS 16 Leases

The Group leases various offices. Rental contracts are typically made for fixed periods. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Until the 2018 financial year, payments made under operating leases were charged to profit or loss on a straight-line basis over the period of the lease.

簡明綜合財務報表附註

截至二零一九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。

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除外。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。

除下文所述者外，截至二零一九年六月三十日止六個月之簡明綜合財務報表所採用之會計政策及計算方法與編製本集團截至二零一八年十二月三十一日止年度之全年財務報表所採用者相同。

應用新訂及經修訂香港財務報告準則

於本中期期間，本集團已首次應用以下於二零一九年一月一日或之後開始之年度期間強制生效由香港會計師公會頒佈之新訂及經修訂香港財務報告準則，以編製本集團簡明綜合財務報表：

香港財務報告準則第16號	租賃
香港（國際財務報告詮釋委員會）—詮釋第23號	所得稅處理的不確定性
香港財務報告準則第9號（修訂本）	提早還款特性及負補償
香港會計準則第19號（修訂本）	計劃修訂、縮減或結算
香港會計準則第28號（修訂本）	於聯營公司及合營公司之長期權益
香港財務報告準則（修訂本）	香港財務報告準則二零一五年至二零一七年週期之年度改進

本集團已根據導致下文所述會計政策、所呈報金額及／或披露變動之各相關準則及修訂之相關過渡條文應用新訂及經修訂香港財務報告準則。

香港財務報告準則第16號租賃

本集團租賃多間辦公室。租賃合同一般為固定年期。租賃條款乃在個別基礎上協商，並包含各種不同的條款及條件。租賃協議並無施加任何契諾，惟租賃資產不得用作借款的抵押。

直至二零一八財政年度，根據經營租賃支付的款項於租期內按直線法於損益扣除。

From 1 January 2019, leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of fixed payments (including in substance fixed payments).

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office furniture.

The Group has adopted HKFRS 16 from 1 January 2019, but has not restated comparatives for the 2018 reporting period, as permitted under the simplified transition approach in the standard. The reclassifications and the adjustments arising from the new leasing standards are therefore recognised in the opening balance sheet on 1 January 2019.

On adoption of HKFRS 16, the Group recognised lease liabilities in relation to leases which had previously been classified as "operating leases" under the principles of HKAS 17 Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1 January 2019 in each territory or region where the lease assets are located.

The Group elected the modified retrospective approach for the application of HKFRS 16 as lessee and recognised the cumulative effect of initial application without restating comparative information.

New and revised HKFRSs in issue but not yet effective

The Group has not early adopted the following new or amended HKFRSs which have been issued but are not yet effective for the current accounting period:

Amendments to HKFRS 3	Definition of a Business ¹
Amendments to HKAS 1 and HKAS 8	Definition of Material ¹
HKFRS 17	Insurance Contracts ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³

¹ Effective for annual periods beginning on or after 1 January 2020

² Effective for annual periods beginning on or after 1 January 2021

³ Effective date to be determined

自二零一九年一月一日起，租賃確認為使用權資產，並在租賃資產可供本集團使用之日確認相應負債。每筆租賃付款乃分配至負債及融資成本。融資成本於租期內自損益扣除，以計算出各期間負債結餘的固定週期利率。使用權資產乃按資產可使用年期或租期（以較短者為準）以直線法折舊。

租約產生的資產及負債初步以現值進行計量。租賃負債包括固定付款之淨現值（包括實質上為固定付款）。

與短期租賃及低價值資產租賃有關之付款按直線法於損益確認為開支。短期租賃為租期12個月或以下之租賃。低價值資產包括小型辦公室傢俱。

本集團已自二零一九年一月一日起採納香港財務報告準則第16號，惟在該準則之簡化過渡法准許下，並無重列二零一八年報告期間之比較數字。因此，於二零一九年一月一日之期初結餘確認新租賃準則產生之重新分類及調整。

於採納香港財務報告準則第16號時，本集團根據香港會計準則第17號租賃之原則，確認有關先前分類為「經營租賃」之租賃之租賃負債。該等負債按餘下租賃付款之現值計量，當中使用租賃資產所在之各地區或區域於二零一九年一月一日之承租人增量借款利率貼現。

本集團選擇修改追溯法應用香港財務報告準則第16號（作為承租人），並確認首次應用之累計影響，並無重列比較資料。

已頒佈但尚未生效的新訂及經修訂香港財務報告準則

本集團並未提前採納下列已頒佈但於本會計期間尚未生效的新訂或經修訂香港財務報告準則：

香港財務報告準則第3號之修訂	一項業務的定義 ¹
香港會計準則第1號及香港會計準則第8號之修訂	重大性之定義 ¹
香港財務報告準則第17號	保險合約 ²
香港財務報告準則第10號及香港會計準則第28號之修訂	投資者與其聯營公司或合營企業之間的資產出售或注資 ³

¹ 於二零二零年一月一日或之後開始的年度期間生效

² 於二零二一年一月一日或之後開始的年度期間生效

³ 生效日期待定

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 equipment – Design and sales of telephones and related products
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 securities broking services
5. Cross-border payment platforms – Provision of online payment services and cross-border settlement services

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 2019 (unaudited)

		Telephones and related equipment 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 企業對企業跨境電子商務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue	收益						
External sales	對外銷售	35,972	10,950	9,349	65	37,542	93,878
Segment (loss)/profit	分部(虧損)/溢利	(858)	(133)	7,838	(1,210)	303	5,940
Interest income on bank deposits	銀行存款利息收入						2
Fair value change on financial assets at fair value through profit or loss	按公平值計入損益的金融資產之公平值變動						(3,672)
Share-based payments	以股份為基礎之付款						(16,910)
Unallocated expenses	未分配開支						(8,939)
Finance costs	融資成本						(139)
Loss before tax	除稅前虧損						(23,718)

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產品
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—提供證券經紀服務
5. 跨境支付平台—提供網上支付服務及跨境結算服務

分部收益及業績

以下為本集團按須予申報及經營分部分析之收益及業績:

截至二零一九年六月三十日止六個月(未經審核)

Six months ended 30 June 2018 (unaudited)

截至二零一八年六月三十日止六個月（未經審核）

		Telephones and related equipment 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 企業對企業 跨境電子商務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue	收益						
External sales	對外銷售	58,564	17,166	8,597	995	38,502	123,824
Segment (loss)/profit	分部（虧損）／溢利	(1,666)	35	8,579	(338)	592	7,202
Interest income on bank deposits	銀行存款利息收入						2
Fair value change on financial assets at fair value through profit or loss	按公平值計入損益的金融 資產之公平值變動						8,842
Share-based payments	以股份為基礎之付款						(150)
Unallocated expenses	未分配開支						(9,163)
Finance costs	融資成本						(63)
Profit before tax	除稅前溢利						6,670

Segment assets and liabilities**分部資產及負債**

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

以下為本集團按須予申報及經營分部分析之資產及負債：

Segment assets**分部資產**

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related equipment	電話及相關組件	10,506	11,983
Used computer-related components	二手電腦相關組件	8,242	7,278
Money lending	放債	226,988	222,251
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	84,573	121,738
B2B cross-border e-commerce	企業對企業跨境電子商務	30,708	30,952
Total segment assets	分部資產總額	364,615	394,202
Unallocated assets	未分配資產	34,738	42,370
Consolidated assets	綜合資產	395,754	436,572

Segment liabilities

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related equipment	電話及相關組件	34,847	35,112
Used computer-related components	二手電腦相關組件	1,333	958
Money lending	放債	1,951	4,062
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	17,448	52,239
B2B cross-border e-commerce	企業對企業跨境電子商務	78	633
Total segment liabilities	分部負債總額	55,657	93,004
Unallocated liabilities	未分配負債	7,748	3,849
Consolidated liabilities	綜合負債	63,405	96,853

Information about major customers

Revenues from customers of corresponding years contributing over 10% of the total revenue of the Group are as follows:

Customer A (Note)	客戶甲 (附註)	-*	23,266
Customer B (Note)	客戶乙 (附註)	18,751	15,236
Customer C (Note)	客戶丙 (附註)	18,790	-

* The customers contributed less than 10% of the total revenue of the group.

Note:

Revenue from B2B cross-border e-commerce business.

4. Other income and gains

Net foreign exchange gain	匯兌收益淨額	3	-
Interest income on bank deposits	銀行存款之利息收入	2	2
Sundry income	雜項收入	-	68
		5	70

分部負債

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related equipment	電話及相關組件	34,847	35,112
Used computer-related components	二手電腦相關組件	1,333	958
Money lending	放債	1,951	4,062
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	17,448	52,239
B2B cross-border e-commerce	企業對企業跨境電子商務	78	633
Total segment liabilities	分部負債總額	55,657	93,004
Unallocated liabilities	未分配負債	7,748	3,849
Consolidated liabilities	綜合負債	63,405	96,853

有關主要客戶之資料

於相應年度佔本集團總收益逾10%之客戶收益如下：

		2019 二零一九年 HK\$'000 千港元	2018 二零一八年 HK\$'000 千港元
Customer A (Note)	客戶甲 (附註)	-*	23,266
Customer B (Note)	客戶乙 (附註)	18,751	15,236
Customer C (Note)	客戶丙 (附註)	18,790	-

* 該等客戶對本集團總收益貢獻少於10%。

附註：

來自企業對企業跨境電子商務業務之收益。

4. 其他收入及收益

		Six months ended 30 June 截至六月三十日止六個月 2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Net foreign exchange gain	匯兌收益淨額	3	-
Interest income on bank deposits	銀行存款之利息收入	2	2
Sundry income	雜項收入	-	68
		5	70

5. Taxation

Current tax:
– Hong Kong Profits Tax

即期稅項：
– 香港利得稅

6. (Loss)/profit for the period

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

Cost of inventories recognised as an expense
Depreciation of property, plant and equipment
Depreciation of right-of-use asset
Staff costs including directors' remuneration

存貨成本確認為支出
物業、廠房及設備之折舊
使用權資產折舊
員工成本（包括董事酬金）

7. (Loss)/earnings per share

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

(Loss)/profit

(Loss)/profit for the period attributable to owners of the Company for the purpose of basic and diluted (loss)/earnings per share

(虧損)／溢利

用於計算每股基本及攤薄（虧損）／溢利之本公司
擁有人應佔期內（虧損）／溢利

5. 稅項

Six months ended 30 June

截至六月三十日止六個月

2019	2018
二零一九年	二零一八年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元
506	605

6. 期間（虧損）／溢利

期間（虧損）／溢利已扣除下列各項：

Six months ended 30 June

截至六月三十日止六個月

2019	2018
二零一九年	二零一八年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元
82,101	111,897
56	296
1,189	-
4,157	3,900

7. 每股（虧損）／盈利

本公司擁有人應佔每股基本及攤薄（虧損）／盈利乃根據以下數據計算：

Six months ended 30 June

截至六月三十日止六個月

2019	2018
二零一九年	二零一八年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元
(24,224)	6,065

(24,224)

6,065

		Six months ended 30 June	
		截至六月三十日止六個月	
		2019	2018
		二零一九年	二零一八年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	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 2019 does not assume the exercise of the Company's outstanding share options since their exercise would result in a decrease in loss per share.

計算截至二零一九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。

The computation of diluted earnings per share for the six month ended 30 June 2018 does not assume the exercise of the Company's outstanding share options because the exercise price of these options was higher than the average market price of the Company's shares for the six month ended 30 June 2018.

計算截至二零一八年六月三十日止六個月之每股攤薄盈利時不會假設已行使本公司尚未行使之購股權，原因為截至二零一八年六月三十日止六個月，有關購股權之行使價高於本公司股份之平均市價。

8. Dividends

No dividend was paid or proposed during the six months ended 30 June 2019 and 2018.

8. 股息

截至二零一九年及二零一八年六月三十日止六個月並無派付或建議派付股息。

9. Trade and other receivables

9. 應收貿易賬款及其他應收款項

		At 30 June 2019	At 31 December 2018
		(Unaudited)	(Audited)
		於二零一九年六月三十日	於二零一八年十二月三十一日
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Trade receivables arising from the ordinary course of business of dealing in securities of transaction:	證券交易買賣之日常業務過程中產生的應收貿易賬款：		
- Cash clients	—現金客戶	215	204
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）	29,187	36,329
Less: allowance for expected credit losses	減：預期信貸虧損撥備	-	(666)
		29,187	35,663
Deposits in brokerage firms	於經紀行之按金	11,468	12,482
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	4,044	6,519
Total trade and other receivables	應收貿易賬款及其他應收款項之總額	44,914	54,868

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 presented based on the invoice dates at the end of the reporting period:

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
0-30 days	零至三十日	11,418	29,233
31-60 days	三十一至六十日	6,564	1,939
61-90 days	六十一至九十日	5,810	1,106
Over 90 days	九十日以上	5,395	3,385
		<u>29,187</u>	<u>35,663</u>

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

10. Loan receivables

The Group's loan receivables bear effective interest rate of approximately 10% per annum.

The carrying amount of the Group's loan receivables have remaining contractual maturity dates as follows:

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Within 90 days	九十日內	6,487	-
91-180 days	九十一至一百八十日	13,267	16,298
181-365 days	一百八十一至三百六十五日	200,403	195,651
		<u>220,157</u>	<u>211,949</u>
Less: allowance for expected credit losses	減：預期信貸虧損撥備	-	(6,641)
		<u>220,157</u>	<u>205,308</u>

No loan receivables balance had been past due and impaired as at 30 June 2019.

本集團給予其貿易客戶之銷售貨品信貸期為三十至九十日。有關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 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
於證券買賣之日常業務過程中產生的應收貿易賬款正常結算期為交易日後兩個交易日。			

10. 應收貸款

本集團應收貸款乃按實際年利率約10%計息。

本集團應收貸款賬面值之餘下合約到期日如下：

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
於二零一九年六月三十日，概無應收貸款結餘已逾期及減值。			

11. Trade and other payables

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Trade payables arising from the ordinary course of business of dealing in securities transactions:	來自證券交易買賣之日常業務過程中所產生之應付貿易賬款：		
– Cash clients	– 現金客戶	17,401	52,145
Trade payables from purchase of goods arising from other ordinary course of business, except for business of securities dealing in securities transactions	於其他日常業務過程中所產生的購買貨品的應付貿易賬款，惟證券交易中的證券買賣業務除外	31,558	28,143
Other payables and accrued charges	其他應付款項及應計費用	7,187	13,655
		<u>56,146</u>	<u>93,943</u>

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

		At 30 June 2019 (Unaudited) 於二零一九年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2018 (Audited) 於二零一八年 十二月三十一日 (經審核) HK\$'000 千港元
Within 30 days	三十日內	1,341	6,789
31-60 days	三十一至六十日	8,494	3,985
61-90 days	六十一至九十日	6,438	3,484
Over 90 days	九十日以上	15,285	13,885
		<u>31,558</u>	<u>28,143</u>

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

購買貨品之信貸期為三十至六十日。有關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：

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

Authorised:	法定：		
At 1 January 2019 (audited) and at 30 June 2019 (unaudited)	於二零一九年一月一日 (經審核) 及 於二零一九年六月三十日 (未經審核)	2,000,000,000,000	600,000
Issued and fully paid:	已發行及繳足：		
At 1 January 2019 (audited) and at 30 June 2019 (unaudited)	於二零一九年一月一日 (經審核) 及 於二零一九年六月三十日 (未經審核)	15,215,731,320	4,564

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
	<u>2,000,000,000,000</u>	<u>600,000</u>
	<u>15,215,731,320</u>	<u>4,564</u>

DIRECTOR'S STATEMENT

On behalf of the board of directors (the "Board" or the "Directors") of SunCorp Technologies Limited (the "Company"), I present to you the unaudited interim results of the Group for the six months ended 30 June 2019.

Business Review

During the six months of review, the Group continued (i) to focus in 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 India, Southeast Asia and Australia); (ii) the processing and trading of used computer-related components business; (iii) to provide money lending business; (iv) to engage in securities brokerage, placing and underwriting business and (v) to engage in the B2B cross-border e-commerce business.

For the six months ended 30 June 2019, the Group's revenue amounted to approximately HK\$93.9 million, representing a decrease of approximately 24.2% as compared with the revenue of approximately HK\$123.8 million for the corresponding period in 2018. In relation to the Group's revenue, approximately 38.3% resulted from sales of telephone and related products, approximately 11.7% was derived from the processing and trading of used computer-related components, approximately 10.0% was derived from interest income earned from money lending business, approximately 0.1% was derived from securities brokerage, placing and underwriting business and approximately 39.9% was contributed by B2B cross-border e-commerce business.

Gross profit from operation for the period under review was approximately HK\$11.8 million, representing a slight decrease of approximately 0.8% as compared with the gross profit of approximately of HK\$11.9 million for the corresponding period in 2018. The Group's unaudited consolidated loss for the period under review was approximately HK\$24.2 million, which was mainly due to the realised and unrealised loss on financial assets at fair value through profit or loss of approximately HK\$3.7 million and recognition of share option expense of approximately HK\$16.7 million recognized for the six months ended 30 June 2019.

As at 30 June 2019, the gross amount of loan portfolio held by the Group was approximately HK\$220.2 million and interest income earned from money lending business was approximately HK\$9.3 million for the six months ended 30 June 2019.

董事報告

本人謹代表新確科技有限公司（「本公司」）董事會（「董事會」或「董事」），向閣下提呈本集團截至二零一九年六月三十日止六個月之未經審核中期業績。

業務回顧

於回顧六個月期間內，本集團繼續(i)專注於根據摩托羅拉品牌之特許授權從事家居電話產品之銷售及市場推廣業務，因為本公司乃摩托羅拉品牌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（包括印度、東南亞及澳洲）之獨家獲許可人；(ii)二手電腦相關組件之處理及貿易業務；(iii)提供放債業務；(iv)從事證券經紀、配售及包銷業務及(v)從事企業對企業跨境電子商務業務。

截至二零一九年六月三十日止六個月，本集團之收益約為**93,900,000**港元，較二零一八年同期之收益約**123,800,000**港元減少約**24.2%**。就本集團之收益而言，約**38.3%**來自銷售電話及相關產品、約**11.7%**來自二手電腦相關組件之處理及貿易、約**10.0%**來自放債業務賺取之利息收入、約**0.1%**來自證券經紀、配售及包銷業務及約**39.9%**由企業對企業跨境電子商務業務貢獻。

回顧期間之經營毛利約為**11,800,000**港元，較二零一八年同期之毛利約**11,900,000**港元輕微減少約**0.8%**。本集團於回顧期間之未經審核綜合虧損約為**24,200,000**港元，乃主要由於截至二零一九年六月三十日止六個月確認之按公平值計入損益之金融資產已變現及未變現虧損約**3,700,000**港元及確認購股權開支約**16,700,000**港元所致。

於二零一九年六月三十日，本集團持有之貸款組合總額約為**220,200,000**港元，而截至二零一九年六月三十日止六個月，自放債業務賺取之利息收入約為**9,300,000**港元。

Outlook and Prospect

In view of the dynamic change in the market environment, the Group has previously expanded into the cross-border e-commerce segment. It is expected that this segment will continue to grow and contribute income to the Group. We may deploy more resources in this business segment in the future to capture more market opportunities as and when appropriate. The Group's other business segments include sales and marketing of residential cordless telephone and trading of computer components, money lending business, securities brokerage and other financial investment.

In respect of the business for Motorola, it is believed that the prospects for the activity relating to sales and marketing of telephone products under the Motorola brand in Europe, the Russian Federation, Middle East, Africa, and Asia (including India, Southeast Asia and Australia) will be stable in the second half of 2019.

The Group will continue to seek potential investment and business opportunities for broadening its income stream and further development of the existing business segments.

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 2019, the Group recorded a revenue of approximately HK\$93.9 million which represented a decrease of approximately 24.2% as compared to the corresponding figure for the six months ended 30 June 2018.

The gross profit for the period under review was approximately HK\$11.7 million which was stable as compared to approximately HK\$11.9 million for the previous period.

展望及前景

鑑於市場環境不斷變化，本集團先前拓展至跨境電子商務分部。預期該分部將持續增長並向本集團貢獻收入。我們於未來可能於合適時將更多資源配置予此業務分部，以把握更多市場機遇。本集團之其他業務分部包括家居無線電話之銷售及市場推廣以及電腦組件貿易、放債業務、證券經紀及其他金融投資。

摩托羅拉業務方面，相信以摩托羅拉品牌在歐洲、俄羅斯聯邦、中東、非洲及亞洲（包括印度、東南亞及澳洲）從事電話產品之銷售及市場推廣業務活動於二零一九年下半年之前景將保持穩健。

本集團將繼續物色潛在投資及業務機會以拓寬其收入來源並進一步發展現有業務分部。

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

截至二零一九年六月三十日止六個月，本集團錄得收益約**93,900,000**港元，較截至二零一八年六月三十日止六個月之相應數額減少約**24.2%**。

回顧期間內之毛利保持平穩，約為**11,700,000**港元，上一期間則約為**11,900,000**港元。

During the six months ended 30 June 2019, the cross-border e-commerce business continued to contribute a significant percentage to our total revenue. We continue to be positive at this business segment and may deploy more resources to capture more market opportunities as and when appropriate. On the other hand, the Group continued to focus on the sales and marketing of residential telephone products under its licence for the Motorola brand and the processing and trading of used computer-related components business. In addition, the financial arm of the Group comprising of securities brokerage, placing and underwriting business and money lending business also contributed revenue to the Group during the period. The revenue, the gross profit and net loss for each business segment for the period ended 30 June 2019 are set out as below:

於截至二零一九年六月三十日止六個月內，跨境電子商務業務持續對總收益作出重大百分比貢獻。我們繼續對此業務分部持樂觀態度及可於合適時配置更多資源以把握更多市場機遇。另一方面，本集團繼續專注於根據摩托羅拉品牌之特許授權從事家居電話產品之銷售及市場推廣業務以及二手電腦相關組件之處理及貿易業務。此外，本集團之金融部門（包括證券經紀、配售及包銷業務以及放債業務）亦於本期間為本集團之收益作出貢獻。截至二零一九年六月三十日止期間各業務分部之收益、毛利及虧損淨額載列如下：

		Telephones and related equipment 電話及 相關設備 HK\$'000 千港元	Used computer- related components 二手電腦 相關組件 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	Money lending 放債業務 HK\$'000 千港元	B2B cross-border e-commerce 企業對企業跨 境電子商務 HK\$'000 千港元
Revenue	收益	35,972	10,950	65	9,349	37,542
Gross profit	毛利	967	634	65	9,349	762
Net (loss)/profit	(虧損淨額) / 純利	(858)	(133)	(1,210)	7,838	303

Liquidity and Financial Resources

As compared with last period, the increase in current ratio from approximately 4.5 to approximately 6.3 was mainly due to decrease in the trade & other payables as at 30 June 2019.

As at 30 June 2019, the Group had cash on hand of approximately HK\$51.7 million, current assets of approximately HK\$390.9 million, total assets of approximately HK\$395.8 million and shareholders' equity of approximately HK\$332.3 million.

Gearing Ratio

As at 30 June 2019, the Group generally financed its operations through internally-generated cash flow, shareholders equity and external bank loan and borrowings. The gearing ratio was approximately 1.3% as at 30 June 2019 (31 December 2018: approximately 0.3%).

Capital Structure

During the six months ended 30 June 2019, 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. The authorised share capital had no change during the period.

流動資金及財政資源

與上一期間相比，流動比率由約4.5上升至約6.3，主要由於二零一九年六月三十日之應付貿易賬款及其他應付款項減少所致。

於二零一九年六月三十日，本集團持有手頭現金約51,700,000港元、流動資產約390,900,000港元、資產總額約395,800,000港元及股東權益約332,300,000港元。

資本負債比率

於二零一九年六月三十日，本集團一般透過內部產生之現金流量、股東權益及外部銀行貸款及借貸為其營運撥付資金。於二零一九年六月三十日資本負債比率約為1.3%（二零一八年十二月三十一日：約0.3%）。

資本架構

於截至二零一九年六月三十日止六個月內，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）。於本期間，法定股本並無變動。

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 assess the foreign currency exposure, with an aim to minimize the impact of foreign exchange fluctuation on the Group's business operations.

Significant Investments

As at 30 June 2019, total market value for financial assets at fair value through profit or loss of the Group was approximately HK\$51.6 million (31 December 2018: approximately HK\$55.3 million). The Board considers that the investments with market value accounting for more than 5% of the Group's total assets as at 30 June 2019 as significant investments.

During the six months ended 30 June 2019, the Group recognised unrealised loss on financial assets at fair value through profit or loss of approximately HK\$3.1 million (six months ended 30 June 2018: approximately HK\$5.0 million). During the six months ended 30 June 2019, the Group recognised realised loss on financial assets at fair value through profit or loss of approximately HK\$0.5 million (six months ended 30 June 2018: realised gain of approximately HK\$13.8 million).

Significant Acquisitions or Disposals

During the six months ended 30 June 2019, 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.

匯率

本期間內之大部分銷售均以美元列值，而本集團大部分開支以美元、人民幣及港元列值。儘管本集團目前並無設有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。

重大投資

於二零一九年六月三十日，本集團按公平值計入損益之金融資產的總市值約為**51,600,000**港元（二零一八年十二月三十一日：約**55,300,000**港元）。董事會將市值佔本集團於二零一九年六月三十日總資產的**5%**以上的投資視為重大投資。

截至二零一九年六月三十日止六個月，本集團確認按公平值計入損益的金融資產的未變現虧損約**3,100,000**港元（截至二零一八年六月三十日止六個月：約**5,000,000**港元）。截至二零一九年六月三十日止六個月，本集團確認按公平值計入損益的金融資產的已變現虧損約為**500,000**港元（截至二零一八年六月三十日止六個月：已變現收益約為**13,800,000**港元）。

重大收購或出售

於截至二零一九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」）原先已收到一間律師行（代表正在清盤的本公司前附屬公司）發出的兩項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前附屬公司支付應付到期款項**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就有關申索再一次收到相同的法定要求償債書通知。

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.

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 2019, 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 2019, 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.

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通知中所提出之申索，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。

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，於二零一九年六月三十日，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可能提出之重大訴訟或申索。

於二零一九年六月三十日，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 2019, 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 Rules Governing the Listing of Securities on the Stock Exchange (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

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 2019.

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. On 17 April 2019, the Board granted to eligible grantees the share options to subscribe for 1,521,500,000 ordinary shares of HK\$0.0003 each under the Share Option Scheme.

董事及主要行政人員之股份權益

於二零一九年六月三十日，董事、主要行政人員及彼等之聯繫人士在本公司及其相關法團（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分部須知會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)根據聯交所證券上市規則（「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

	No. of underlying shares held in options granted under the Share Option Scheme	Percentage of the issued share capital of the Company (Note 1)
	No. of shares held 所持股份數目	就根據購股權計劃 授出之購股權而持 有之相關股份數目 佔本公司已發行 股本之百分比 (附註1)

2,500,780

20,000,000

0.15%

附註：

1. 該股權百分比是根據本公司於二零一九年六月三十日之已發行股本15,215,731,320股計算。

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、僱員及顧問），以認購本公司股份。於二零一九年四月十七日，董事會根據購股權計劃向合資格承授人授出可認購1,521,500,000股每股面值0.0003港元之普通股之購股權。

At 30 June 2019, the number of shares in respect of which share options could be exercisable under the terms of the Share Option Scheme was 1,746,916,000 shares, representing approximately 11.48% 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 2019, no share options were exercised.

Saved as disclosed above, at no time during the six months ended 30 June 2019 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 2019, 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.

於二零一九年六月三十日，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**1,746,916,000**股，相當於本公司在該日之已發行股份的約**11.48%**。目前所有購股權乃由本集團董事、僱員及顧問持有。

於截至二零一九年六月三十日止六個月內，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二零一九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，於二零一九年六月三十日，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，或直接或間接擁有附帶權利可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)
Cloud Dynasty (Macau) 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	1,000,000,000	6.57%
Chan Sin Ying (Note 2) 陳倩瑩 (附註2)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,000,000,000	6.57%
Eugene Finance International 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	1,300,000,000	8.54%
Xiao Lili (Note 3) 肖梨利 (附註3)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,300,000,000	8.54%

Notes:

1. The percentage shareholding is calculated on the basis of the Company's issued share capital of 15,215,731,320.
2. 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.
3. 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.

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 Ms. Lu Bei Lin, Mr. Man Yuan and Mr. Ma Kin Ling. The unaudited financial statements of the Group for the six months ended 30 June 2019 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.

附註：

1. 該股權百分比乃根據本公司之已發行股本 15,215,731,320 股計算。
2. 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。
3. 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。

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」），即陸蓓琳女士、滿圓先生及馬健凌先生。審核委員會已審閱本集團截至二零一九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。

於整個期間內，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委派予不同執行董事、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。

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 and Mr. Ma Kin Ling, being the independent non-executive directors of the Company, were not present at the annual general meeting of the Company held on 10 June 2019.

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 2019.

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

During the six months ended 30 June 2019, 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
Zhu Yuqi
Executive Director

Hong Kong, 28 August 2019

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及馬健凌先生未能出席於二零一九年六月十日舉行之本公司股東週年大會。

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，董事於截至二零一九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

於截至二零一九年六月三十日止六個月內，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
朱宇奇

香港，二零一九年八月二十八日