



APAC RESOURCES

APAC Resources Limited 亞太資源有限公司*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

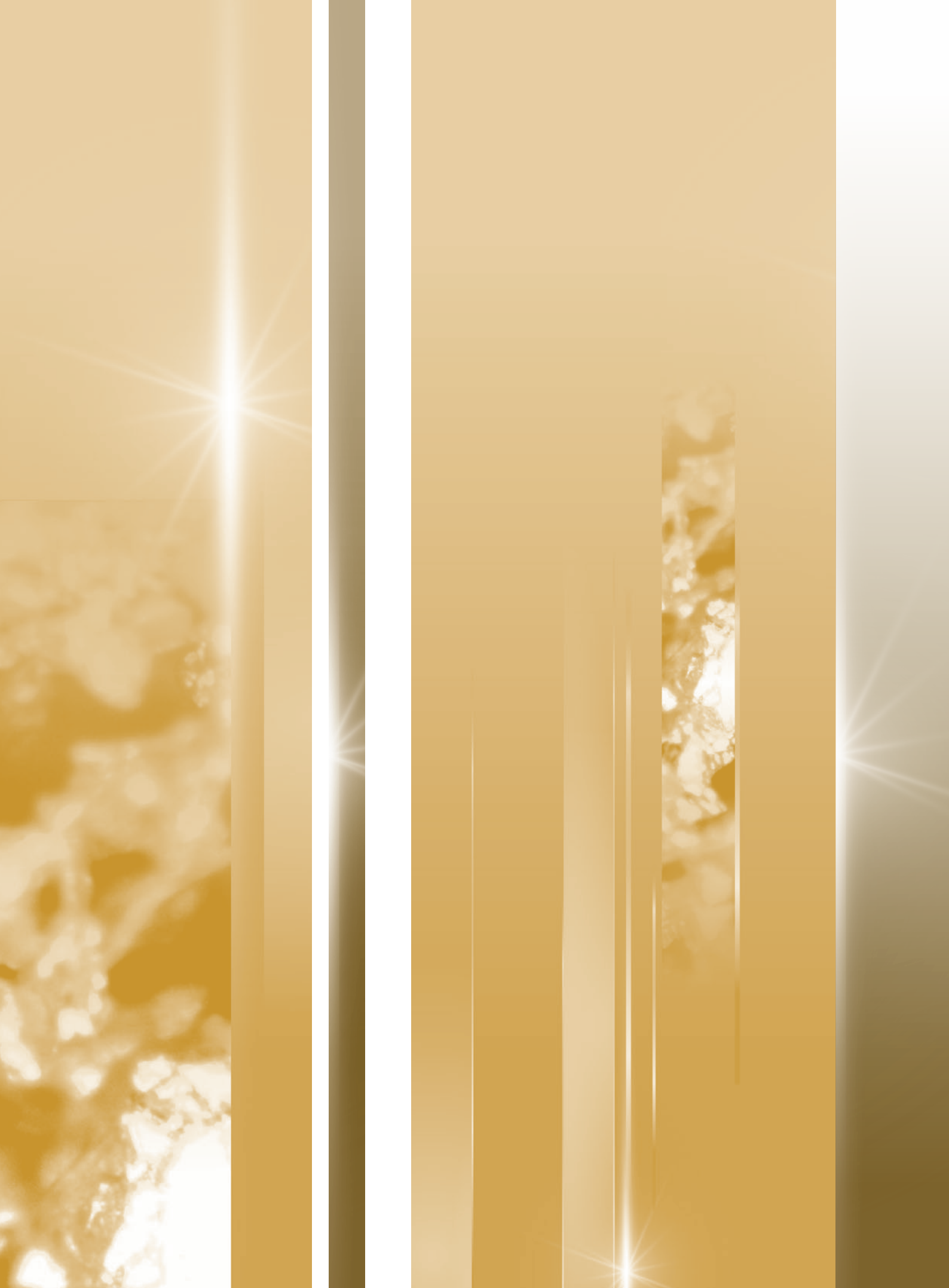
Stock Code 股份代號 : 1104

2019

INTERIM REPORT

中期報告





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BOARD OF DIRECTORS

Executive Directors

Mr. Brett Robert Smith (*Deputy Chairman*)
Mr. Andrew Charles Ferguson (*Chief Executive Officer*)

Non-Executive Directors

Mr. Arthur George Dew (*Chairman*)
(*Mr. Wong Tai Chun, Mark as his alternate*)
Mr. Lee Seng Hui
Mr. So Kwok Hoo

Independent Non-Executive Directors

Dr. Wong Wing Kuen, Albert
Mr. Chang Chu Fai, Johnson Francis
Mr. Wang Hongqian

AUDIT COMMITTEE

Dr. Wong Wing Kuen, Albert (*Chairman*)
Mr. Arthur George Dew
(*Mr. Wong Tai Chun, Mark as his alternate*)
Mr. Chang Chu Fai, Johnson Francis
Mr. Wang Hongqian

REMUNERATION COMMITTEE

Dr. Wong Wing Kuen, Albert (*Chairman*)
Mr. Arthur George Dew
(*Mr. Wong Tai Chun, Mark as his alternate*)
Mr. Chang Chu Fai, Johnson Francis
Mr. Wang Hongqian

NOMINATION COMMITTEE

Mr. Arthur George Dew (*Chairman*)
(*Mr. Wong Tai Chun, Mark as his alternate*)
Dr. Wong Wing Kuen, Albert
Mr. Chang Chu Fai, Johnson Francis
Mr. Wang Hongqian

COMPANY SECRETARY

Ms. Lau Tung Ni

AUDITOR

Deloitte Touche Tohmatsu

STOCK CODE

1104

董事會

執行董事

Brett Robert Smith 先生 (*副主席*)
Andrew Charles Ferguson 先生 (*行政總裁*)

非執行董事

Arthur George Dew 先生 (*主席*)
(*王大鈞先生為其替任董事*)
李成輝先生
蘇國豪先生

獨立非執行董事

王永權博士
鄭鑄輝先生
王宏前先生

審核委員會

王永權博士 (*主席*)
Arthur George Dew 先生
(*王大鈞先生為其替任董事*)
鄭鑄輝先生
王宏前先生

薪酬委員會

王永權博士 (*主席*)
Arthur George Dew 先生
(*王大鈞先生為其替任董事*)
鄭鑄輝先生
王宏前先生

提名委員會

Arthur George Dew 先生 (*主席*)
(*王大鈞先生為其替任董事*)
王永權博士
鄭鑄輝先生
王宏前先生

公司秘書

劉冬妮女士

核數師

德勤•關黃陳方會計師行

股份代號

1104

LEGAL ADVISERS

Addisons
Conyers Dill & Pearman
P. C. Woo & Co.

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Bank of Communications Co., Ltd. Hong Kong Branch
DBS Bank (Hong Kong) Limited
Industrial and Commercial Bank of China (Asia) Limited
OCBC Wing Hang Bank Limited

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中國銀行(香港)有限公司
交通銀行股份有限公司香港支行
星展銀行(香港)有限公司
中國工商銀行(亞洲)有限公司
華僑永亨銀行有限公司

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CEO'S MESSAGE

行政總裁致辭

Dear Shareholder,

For the majority of 2019 the “Trade War” between China and US dominated global headlines and sentiment as the amount of goods under tariffs steadily increased throughout the year. In January 2020, a “phase 1 trade deal” was signed, with China agreeing to buy US\$200 billion in American goods over 2020–2021 and open up its financial services sector and the US agreed to suspend new tariffs and reduce existing tariffs on US\$120 billion worth of goods.

In the last six months, global PMI numbers have bounced off lows seen around mid 2019, including the two largest economies, US and China. We believe that measures taken by central banks and governments to support its economies and increase liquidity were taking effect.

However, after a “phase 1 trade deal” was signed between the US and China, the global economy has been put under pressure from the outbreak of the coronavirus in Wuhan. This has led to an extended lunar holiday in China and has significantly impact factory restarts, travel and general consumption. In response to this, both China and the US have agreed to halve tariffs on around US\$75 billion of goods. Nonetheless, there are now expectations for a much lower 1Q GDP in China, which will have flow on effects particularly in commodities where China is typically the largest consumer.

Despite the challenges related to the Trade War, we found opportunities in select commodities and especially in precious metals. In the six months ended 31 December 2019 (“1H FY2020”), we generated a net profit of HK\$46,939,000. Our Resource Investment division generated a profit of HK\$59,908,000, however our overall earnings were frustratingly impacted by a loss from changes in fair value of certain financial assets of HK\$84,753,000, which is driven by an unrealized loss on our investment in Metals X Limited (“Metals X”). As we discuss later in this report, Metals X’s share price was under pressure due to its underperforming Nifty mine, which has now been put on care and maintenance.

Geopolitical tensions remain high and throughout 1H FY2020 incidents in several Middle Eastern countries drove volatility. Following a number of smaller incidents relating to tankers in the Strait of Hormuz, in September, Yemeni drones attacked the Abqaiq Saudi Aramco facility. Later in the year, in response to attacks involving US bases in Iraq, Qassem Soleimani, one of Iran’s top generals, was killed by a US drone strike. This increased concerns that heightened tensions would lead to military conflict, further increasing the appeal of safe haven assets including precious metals.

親愛的股東：

於二零一九年，中美「貿易戰」長期佔據全球經濟頭條及影響市場氣氛，乃由於關稅貨品數量全年穩步增長。於二零二零年一月，雙方簽署「第一階段貿易協定」，據此，中國同意於二零二零年至二零二一年期間購買2,000億美元的美國貨品，並開放其金融服務業，而美國同意暫停徵收新關稅，並對價值1,200億美元的貨品降低現有關稅。

於過去六個月內，全球採購經理指數(PMI)約於二零一九年年中從低點反彈，其中包括美國及中國這兩個最大經濟體。我們認為，各國央行及政府為支撐其國家經濟及增加流動資金所採取的措施已發揮作用。

然而，在中美簽署「第一階段貿易協定」後，武漢爆發冠狀病毒為全球經濟帶來了壓力。這導致中國的春節假期延長，並對工廠復工、旅遊及整體消費造成重大影響。對此，中美雙方已同意將約750億美元貨品的關稅減半。儘管如此，目前預計中國第一季度國內生產總值(GDP)將大幅下降，而中國作為最大的消費國，這尤其會對商品市場產生連帶影響。

儘管面臨有關貿易戰帶來的挑戰，我們在選定商品，尤其是貴金屬領域發現了機遇。於截至二零一九年十二月三十一日止六個月（「二零二零財政年度上半年」），我們錄得純利46,939,000港元。我們的資源投資分部錄得溢利59,908,000港元，然而，若干金融資產公平值變動虧損84,753,000港元（此乃由我們於Metals X Limited（「Metals X」）的投資產生的未變現虧損所致），嚴重影響我們的整體盈利。誠如隨後我們於報告中所討論，由於Metals X的Nifty礦場的表現欠佳（當前正處於維護狀態），其股價亦因而受壓。

地緣政治局勢仍然緊張，部分中東國家由於二零二零財政年度上半年的事件加劇了動盪。繼霍爾木茲海峽發生了數宗較小型油輪事件之後，阿布蓋格的沙特阿美（Abqaiq Saudi Aramco）設施於九月亦遭到也門無人機襲擊。今年下半年，因伊拉克境內美軍駐地遇襲，伊朗一名最高將領卡塞姆·索萊馬尼（Qassem Soleimani）遭美國無人機襲擊喪生，令人們越來越擔心緊張局勢加劇將導致軍事衝突，惟進一步增加了貴金屬等避險資產的吸引力。

CEO'S MESSAGE (CONTINUED)

行政總裁致辭(續)

The outlook for the global economy is challenging, we are cautious in our outlook for 2020 as we believe the economic impact of the coronavirus have not yet been fully quantified. However, we also believe that governments will continue to support their economies, and recently China has announced special funding facilities which is designed to provide loans at a lower interest rate. We will remain vigilant in identifying investment opportunities in select commodities and companies.

It is our long held belief that Shareholders should receive a return, however given the current uncertainty in the global outlook, we have not declared a dividend. We will continue to reassess our dividend policy based on our expectations of the economic outlook. As ever, I would like to thank you all for your continued faith in APAC Resources.

Andrew Ferguson
Chief Executive Officer

27 February 2020

全球經濟前景充滿挑戰，我們對二零二零年的前景持謹慎態度，因為我們相信冠狀病毒疫情對經濟的影響尚未完全量化。然而，我們亦相信各國政府將繼續支持其經濟，最近中國宣佈了專門的融資機制，旨在以較低的利率提供貸款。我們將保持警惕，以在選定的商品及公司中發現投資機會。

讓股東得到回報是我們一直秉持的信念，然而，鑒於當前全球前景的不確定性，我們並無宣派股息。我們將繼續根據我們對經濟前景的預測重新評估股息政策。一如既往，本人謹此感謝閣下對亞太資源一直以來的信心。

行政總裁
Andrew Ferguson

二零二零年二月二十七日

FINANCIAL RESULTS

APAC Resources Limited (“APAC” or the “Company”) and its subsidiaries (collectively, the “Group”) reported a net profit attributable to shareholders of the Company of HK\$46,939,000 for the six months ended 31 December 2019 (“1H FY2020”), compared with a net loss attributable to shareholders of the Company of HK\$185,587,000 for the six months ended 31 December 2018 (“1H FY2019”). This profit was mainly attributable to the substantial reduction in the unrealized fair value loss recognized for the Group’s financial assets at fair value through profit or loss in relation to listed equity securities not held within the trading portfolios and a profit of HK\$59,908,000 generated from our Resource Investment division, which was partly offset by the non-recurrence of reversal of impairment loss on the carrying value of the Group’s investment in Mount Gibson Iron Limited (“Mount Gibson”).

PRIMARY STRATEGIC INVESTMENTS

Our Primary Strategic Investments are in Mount Gibson which is listed and operating in Australia and in the year ended 30 June 2018 we also acquired an investment in Tanami Gold NL (“Tanami Gold”). The net attributable profit from our Primary Strategic Investments for 1H FY2020 was HK\$80,951,000 (1H FY2019: Net profit of HK\$113,525,000). Mount Gibson reported a 1H FY2020 net profit after tax of A\$45 million.

Mount Gibson

Mount Gibson is an Australian producer of direct shipping grade iron ore products. Mount Gibson owns the Koolan Island mine off the Kimberley coast in the remote north-west of Western Australia which produces one of the highest grade iron ore products in Australia, and the Extension Hill/Iron Hill operations in the Mount Gibson Range south east of Geraldton. Mining of Direct Shipping Ore from its Mid West mines ended in the year ended 30 June 2019 although sale of low grade material from Extension Hill is expected to continue into the year ending 30 June 2020 (“FY2020”).

Importantly, ore sales at the Koolan Island Restart Project started in April 2019, achieved commercial production in the June quarter 2019. The restart project had 21 million tonnes of 65.5% Fe reserves and the net present value of the project is A\$252 million assuming Platts 62% Fe of US\$55/dry metric tonne (“dmt”) and A\$ of 0.75.

Mount Gibson reported a net profit after tax of A\$45 million for 1H FY2020 from sales of 2.8 million tonnes.

財務業績

亞太資源有限公司(「亞太資源」或「本公司」)及其附屬公司(統稱「本集團」)於截至二零一九年十二月三十一日止六個月(「二零二零財政年度上半年」)錄得本公司股東應佔純利46,939,000港元，而截至二零一八年十二月三十一日止六個月(「二零一九財政年度上半年」)則錄得本公司股東應佔淨虧損185,587,000港元。該溢利乃主要由於就本集團有關並非持作買賣組合之上市股本證券之按公平值於損益賬處理的金融資產確認的未變現公平值虧損大幅下降，以及資源投資分部產生溢利59,908,000港元，其被回撥本集團於Mount Gibson Iron Limited(「Mount Gibson」)投資之賬面值減值虧損之非經常項目部分抵銷。

主要策略性投資

我們的主要策略性投資為於澳洲上市及營運的Mount Gibson及我們亦於截至二零一八年六月三十日止年度收購於Tanami Gold NL(「Tanami Gold」)之一項投資。於二零二零財政年度上半年來自我們的主要策略性投資的應佔純利為80,951,000港元(二零一九財政年度上半年：純利113,525,000港元)。Mount Gibson於二零二零財政年度上半年錄得除稅後純利45,000,000澳元。

Mount Gibson

Mount Gibson為澳洲直運品位鐵礦石產品生產商。Mount Gibson擁有西澳洲西北角Kimberley海岸附近的Koolan Island礦場(其生產一種澳洲最高品位的鐵礦石產品)，及Geraldton東南部Mount Gibson山地的Extension Hill/Iron Hill業務。其Mid West礦場已於截至二零一九年六月三十日止年度停止直接付運礦石開採，儘管來自Extension Hill的低品位礦石銷售預期將於截至二零二零年六月三十日止年度(「二零二零財政年度」)持續。

重要的是，Koolan Island重啟項目已於二零一九年四月份開始銷售礦石，並於二零一九年六月季度實現商業投產。該重啟項目擁有2,100萬噸65.5%品位的鐵礦石儲量。該項目的淨現值為252,000,000澳元(假設普氏62%鐵礦石指數為每乾噸55美元及澳元/美元的兌換率為0.75)。

於二零二零財政年度上半年，Mount Gibson銷售量為280萬噸，錄得除稅後純利45,000,000澳元。

Mount Gibson's operating costs remained high in 1H FY2020, particularly as Koolan Island operations were impacted by a conveyor belt tear and replacement which deferred two shipments into 2020. It reported an all in cash cost of A\$72 per tonne for 1H FY2020. We expect costs to remain high in FY2020 due to an initial high strip ratio, which is forecast to progressively decline over the mine life.

Mount Gibson still boasts a robust cash reserve, including term deposits and tradable investments, ending 1H FY2020 with A\$398 million or an equivalent of A\$0.34 per share, despite paying a dividend in September 2019.

Mount Gibson sales guidance for FY2020 has been increased to 4.8 million tonnes to 5.3 million tonnes due to higher sales expected from the Mid West, at an all-in group cash cost of A\$70–75/wet metric tonne (wmt) FOB.

After a very strong iron ore price in the first half of calendar 2019, the Platts IODEX 62% CFR China index reversed during 1H FY2020 as Vale restarted production, falling from highs above US\$121/dmt, and has traded in a range of US\$80/dmt to US\$95/dmt since then. The iron ore price in early February 2020 is around US\$80/dmt and has held up surprisingly well despite the expected economic slowdown related to the coronavirus, which we expect will flow through to steel mill production and margins. We continue to expect average iron ore prices to remain capped in the medium term given weak non-China steel demand and a continuing recovery in Brazil.

Tanami Gold

We currently own 46.3% of Tanami Gold.

Tanami Gold's principal business activity is gold exploration. It holds 60% of the Central Tanami Project and has a cash balance of A\$28 million, after it exercised its first put option in July 2018 to sell 15% of the project to Northern Star Resources Limited ("**Northern Star**") for A\$20 million cash. The remaining 40% is owned by Northern Star. Under the terms of the joint venture, Northern Star will sole fund all expenditure until commercial production is achieved at the Central Tanami Project. After commercial production is reached, Northern Star can earn an additional 35% of the Central Tanami Project and Tanami Gold has a second put option to sell its remaining 25% of the project to Northern Star for A\$32 million. Northern Star continues exploration in the Central Tanami Project at various prospects.

Mount Gibson的經營成本於二零二零財政年度上半年居高不下，具體是因為Koolan Island的營運受傳送帶損壞及替換導致兩項裝運延遲至二零二零年的影響。於二零二零財政年度上半年，Mount Gibson錄得現金總成本為每噸72澳元。我們預計初期較高的剝離率會導致成本於二零二零財政年度持續高居不下，然而預計剝離率將於礦場使用年期內逐漸下降。

儘管於二零一九年九月派付股息，Mount Gibson仍然有可觀的現金儲備(包括定期存款及可買賣投資)，於二零二零財政年度上半年止達398,000,000澳元或相等於每股0.34澳元。

基於對Mid West較高的銷售預期，Mount Gibson於二零二零財政年度的銷售目標已增至480萬噸至530萬噸，組別現金總成本為離岸價每濕噸70到75澳元。

於二零一九曆年上半年鐵礦石價格十分堅挺，而由於Vale重啟生產，普氏指數(Platts IODEX 62% CFR China index)於二零二零財政年度上半年有所下降，由高於每乾噸121美元開始下跌，且此後交易價格介乎每乾噸80美元至每乾噸95美元。儘管於二零二零年二月初經濟預計因冠狀病毒放緩，鐵礦石價格仍在每乾噸80美元徘徊，並出乎意料地造好，我們預計這會影響鍊鋼廠的生產和利潤率。考慮到中國以外地區鋼鐵需求疲弱及巴西供應持續增長，我們仍預期鐵礦石平均價格上行空間於中期仍然受限。

Tanami Gold

我們現時擁有Tanami Gold的46.3%權益。

Tanami Gold之主要業務為黃金勘探。於二零一八年七月行使其首份認沽期權以現金20,000,000澳元出售項目的15%權益予Northern Star Resources Limited(「**Northern Star**」)後，其持有Central Tanami項目的60%權益及現金餘額28,000,000澳元。餘下40%權益由Northern Star擁有。根據合資條款，Northern Star將獨家支付所有開支，直至Central Tanami項目開始商業投產。於開始商業投產後，Northern Star可獲得Central Tanami項目的額外35%權益，而Tanami Gold第二份認沽期權可以32,000,000澳元向Northern Star出售其於項目的餘下25%權益。Northern Star繼續對Central Tanami項目進行各方面勘探。

FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

Financial assets at fair value through profit or loss mainly comprise the Group's investments in Metals X Limited ("Metals X") and Resource Investment. As at 31 December 2019, none of these investments represents 5% or more of the Group's total assets.

The carrying values of Metals X as at 31 December 2019 amounted to HK\$57,591,000 (As at 30 June 2019: HK\$87,748,000) represented approximately 1.4% (As at 30 June 2019: 2.2%) of the total assets of the Group. In 1H FY2020, our investment in Metals X generated an unrealized loss of approximately HK\$96,539,000 (1H FY2019: Loss of HK\$134,437,000) which was accounted for in profit or loss.

At Metals X, the Renison mine produced 1,854 tonnes of tin (net 50% basis) up 9% year-on-year ("YoY"), however the average realised tin price of A\$22,344 per tonne was down 7% YoY. Tin production at Metals X is currently impacted by lower grade ore but is expected to start mining from the high grade Area 5 in second half of calendar 2020.

Tin prices traded have weakened steadily during 1H FY2020 and recently traded in the US\$16,000 per tonne to US\$17,000 per tonne range. The tin price has been driven by weakness in the semiconductor sector as a result of the US-China trade war and is likely to remain under pressure while China battles to control the coronavirus outbreak. However we remain bullish on the medium term outlook for tin due to the lack of significant supply growth and new demand for tin from the growing electrical vehicle and energy storage industries.

In May 2019, Metals X announced a "Reset Plan" for the Nifty Copper Mine which targeted production of 35ktpa by March 2021. In September 2019, APAC gave notices to Metals X requesting the directors of Metals X to call a general meeting of Metals X given the destruction of shareholder value since the acquisition of the Nifty Copper Mine. And in November 2019, Metals X announced that after an operational review, operations at Nifty were suspended. Mr. Brett Smith was appointed to the board of Metals X as a director.

Now that the Nifty mine is transitioning to care and maintenance, Metals X has announced a strategic review of its copper assets and has appointed financial advisors to explore options for Nifty including joint ventures and partial or complete divestment.

按公平值於損益賬處理之金融資產

按公平值於損益賬處理之金融資產主要包括本集團於Metals X Limited (「Metals X」) 的投資以及資源投資。於二零一九年十二月三十一日，該等投資概無佔本集團總資產5%或以上。

於二零一九年十二月三十一日，Metals X之賬面值為57,591,000港元(於二零一九年六月三十日：87,748,000港元)，佔本集團總資產約1.4%(於二零一九年六月三十日：2.2%)。於二零二零財政年度上半年，我們於Metals X之投資產生未變現虧損約96,539,000港元(二零一九財政年度上半年：虧損134,437,000港元)，有關虧損計入損益賬中。

Metals X旗下Renison礦場產出1,854噸錫(按含量50%基準計算)，按年上升9%，而平均實現錫價為每噸22,344澳元，則按年下降7%。Metals X的錫產量目前受較低品位礦石影響，但預期將於二零二零曆年下半年開始自高品位第五區開採。

錫交易價格於二零二零財政年度上半年穩步走弱，而近期交易價格介乎每噸16,000美元至每噸17,000美元。受中美貿易戰導致半導體行業低迷的影響，加上中國正努力控制冠狀病毒疫情，錫價可能依然承受壓力。然而，鑒於錫供應並無大幅增長以及電動車及儲能行業發展對錫的新需求，我們依然看好錫的中期前景。

於二零一九年五月，Metals X宣佈對Nifty銅礦場實施「振興計劃」，目標是在二零二一年三月之前實現年產量3.5萬噸。鑒於自收購Nifty銅礦場後股東價值受損，於二零一九年九月，亞太資源向Metals X發出通知，要求Metals X董事召開Metals X股東大會。於二零一九年十一月，Metals X宣佈經過經營檢討後，Nifty暫停營運。Brett Smith先生獲委任為Metals X董事會董事。

隨著Nifty礦場轉入養護狀態，Metals X宣佈對其銅資產進行策略性檢討，並已委任財務顧問就包括合營公司及部分或完全撤資為Nifty提供意見。

RESOURCE INVESTMENT

The investments in this division comprise mostly minor holdings in various natural resource companies listed on major stock exchanges including Australia, Canada, Hong Kong, the United Kingdom and the US. Our investments focus on select commodities within several commodity segments, namely energy, bulk commodities, base metals, and precious metals. Some of our positions are exploration or development stage companies and this section of the market is particularly sensitive to risk aversion, lower commodity prices, and the difficult financing markets.

Resource Investment posted a fair value gain of HK\$56,134,000 in 1H FY2020 (1H FY2019: Loss of HK\$137,445,000), which after accounting for segment related dividend and other investment income and expenses, resulted in a segment profit of HK\$59,908,000 (1H FY2019: Loss of HK\$141,080,000).

Our Resource Investment division includes the results of the two resource portfolios which were announced in August 2016. In general, the majority of the metals sector has been subdued in 1H FY2020, dragged down by concerns relating to the trade war, although the gold sector retains its safe haven status and was a commodity where we made strong profits. During 1H FY2020 the average performance from a number of small cap resources indices averaged 12% (includes the Dow Jones US Mining Index, FTSE AIM Basic Resources Index, ASX Small Resources Index, the TSX Venture Composite Index and the NYSE Arca Exchange Gold BUGS Index among others). Brent oil prices traded in a range of US\$55/bbl to US\$65/bbl during 1H FY2020 and during the period was briefly impacted by several geopolitical events in the Middle East. US and Canadian gas prices have been particularly weak with US Henry Hub gas prices falling 16% during the period. Despite a steadier oil price, the average performance of several small cap oil and gas indices averaged -17% in 1H FY2020 (includes the S&P TSX Small Cap Energy Index and S&P 500 Energy Sector among others).

資源投資

此分部的投資主要包括多家在主要證券交易所(包括澳洲、加拿大、香港、英國及美國)上市的自然資源公司的少量股權。我們著重投資於能源、大宗商品、賤金屬及貴金屬等多個商品分部的選定商品。我們所持部分公司均處於勘探或開發階段，而此市場分部對風險規避、商品價格下降及融資困難等情況尤其敏感。

於二零二零財政年度上半年，資源投資錄得公平值收益56,134,000港元(二零一九財政年度上半年：虧損137,445,000港元)，經計及分部相關股息及其他投資收益及開支後錄得分部溢利59,908,000港元(二零一九財政年度上半年：虧損141,080,000港元)。

我們的資源投資分部包括於二零一六年八月公佈的兩大資源投資組合之業績。整體而言，金屬分部大部分於二零二零財政年度上半年受貿易戰相關憂慮拖累而低迷，惟黃金分部仍然維持其避險資產的地位及為我們取得豐厚利潤的商品。於二零二零財政年度上半年，若干小盤資源股指數之平均表現為12%(包括Dow Jones US Mining Index、FTSE AIM Basic Resources Index、ASX Small Resources Index、TSX Venture Composite Index及NYSE Arca Exchange Gold BUGS Index等)。於二零二零財政年度上半年，布倫特原油交易價格介乎每桶55美元至每桶65美元，此期間受若干中東地緣政治事件短暫影響所致。美國及加拿大的天然氣價格尤為疲軟，美國亨利樞紐天然氣價格於此期間下跌16%。儘管油價維持穩定，於二零二零財政年度上半年若干小盤油氣股指數平均下降17%(包括S&P TSX Small Cap Energy Index及S&P 500 Energy Sector等)。

Precious

Precious metals (majority gold exposure) generated a net fair value gain of HK\$55,490,000 in 1H FY2020 while the gold price was up 10%. As at 31 December 2019, the carrying value of the Precious segment was HK\$285,069,000 (As at 30 June 2019: HK\$80,468,000). Our largest gold investment in the Resource Investment division is in Westgold Resources (ASX: WGX) which generated a fair value gain of HK\$44,830,000 with carrying value as at 31 December 2019 of HK\$180,135,000. We also own Prodigy Gold (ASX: PRX) which generated a fair value loss of HK\$8,035,000 with carrying value as at 31 December 2019 of HK\$22,424,000. This was comfortably offset by gains in a number of smaller positions including Dacian Gold (ASX: DCN) which generated a fair value gain of HK\$7,442,000 and Calibre Mining Corp (TSX: CXB) which generated a fair value gain of HK\$3,279,000.

The Group's strategy is to capture returns on its investment portfolio at opportune times subject to prevailing share prices and market sentiment. The board of directors (the "Board") of the Company has decided that the current environment represents an appropriate time to include the Group's interest in Westgold Resources in the resource investment portfolio. As a result of this decision, the classification of Westgold Resources in the consolidated statement of financial position has changed from non-current assets to current assets in 1H FY2020.

Westgold Resources produced 120,127 ounces of gold in 1H FY2020 down 1% YoY despite the sale of the Higginsville project, which was offset by a ramp up at the Fortnum Gold Project. Westgold Resources forecasts that production will reach 275,000 to 300,000 ounces in FY2020, and they achieved 43% of the bottom end of the guidance range in 1H FY2020.

The gold price strengthened after the Fed cut its benchmark rate by 25 basis points in July 2019. Since then, gold has traded around US\$1,500 per ounce, fluctuating with sentiment around the economic outlook, the outcome from phase 1 negotiations in the US-China trade war, and Middle East geopolitical issues. More recently gold price has strengthened and in early February 2020 was trading around US\$1,550 per ounce due to the outbreak of the coronavirus. We see potential for governments to use supportive measures such as interest rate cuts in the aftermath of the coronavirus which would also support the gold price.

貴價商品

貴金屬(主要為黃金持倉)於二零二零財政年度上半年錄得公平值收益淨額55,490,000港元,而黃金價格上升10%。於二零一九年十二月三十一日,貴金屬分部之賬面值為285,069,000港元(於二零一九年六月三十日:80,468,000港元)。我們資源投資分部最大的黃金投資乃於Westgold Resources(澳交所股份代號:WGX),其錄得公平值收益44,830,000港元及於二零一九年十二月三十一日之賬面值為180,135,000港元。我們亦持有Prodigy Gold(澳交所股份代號:PRX),其錄得公平值虧損8,035,000港元及於二零一九年十二月三十一日之賬面值為22,424,000港元。此被若干小型持倉(包括產生公平值收益7,442,000港元的Dacian Gold(澳交所股份代號:DCN)及產生公平值收益3,279,000港元的Calibre Mining Corp(多倫多證券交易所股份代號:CXB))的收益適度抵銷。

本集團之策略為在現行股價及市場氣氛下,在適當時機獲得其投資組合的回報。本公司董事會(「董事會」)已決定,當前環境為將本集團於Westgold Resources的權益納入資源投資組合的合適時機。由於此項決定,Westgold Resources於綜合財務狀況表中的分類於二零二零財政年度上半年已由非流動資產改為流動資產。

雖然Higginsville項目銷售下滑,但被Fortnum Gold項目上升所抵銷,Westgold Resources於二零二零財政年度上半年的黃金產量按年下降1%至120,127盎司。Westgold Resources預測,二零二零財政年度的產量將達27.5萬至30萬盎司,而二零二零財政年度上半年已達到最低指示範圍的43%。

金價在美國聯儲局於二零一九年七月減息25個基點後上揚。此後,黃金的交易價格約為每盎司1,500美元,隨市場對經濟前景、中美貿易戰第一階段的磋商結果及中東地緣政治問題的氣氛而波動。由於冠狀病毒疫情,令近期金價走強,於二零二零年二月初交易價格為約每盎司1,550美元。我們預期,各國政府在冠狀病毒疫情後可能採取減息等支持性措施,此亦會支持金價。

Prodigy Gold is a gold exploration company listed on the Australian Securities Exchange. Its exploration portfolio is located in the Tanami Gold district in Northern Territory with resource of 15.7Mt at 2g/t. It is focused on drilling out several prospective areas including Bluebush and Suplejack and has farmed out acreage to Independence Group, Newcrest and Gladiator Resources. Its major shareholders include Independence Group, a reputable ASX listed gold company. At 31 December 2019 Prodigy Gold has A\$12.6 million cash and no debt after raising equity in August 2019, and funds to be used for its ongoing exploration program.

Prodigy Gold為一間於澳洲證券交易所上市之黃金勘探公司。其勘探組合位於北領地的Tanami Gold區，資源儲量為1,570萬噸(基準為每噸2克)。其專注於挖掘包括Bluebush及Suplejack在內的幾個潛在區域，並已向Independence Group、Newcrest及Gladiator Resources轉交開採土地。該公司主要股東包括Independence Group(其為一間聲譽良好的澳交所上市黃金公司)。於二零一九年十二月三十一日，Prodigy Gold於二零一九年八月籌集股本後擁有現金12,600,000澳元且無任何債務，有關資金將撥入其進行中之勘探計劃之用。

Bulk

Bulk commodities (all our exposure is in coking coal) generated a fair value loss of HK\$266,000 as hard coking coal prices fell 20% due to weakness in steel making margins. As at 31 December 2019, the carrying value was HK\$116,042,000 (As at 30 June 2019: HK\$72,784,000). Our only investment in this segment during 1H FY2020 is in Shougang Fushan (HKEX: 639).

大宗商品

由於煉鋼利潤率疲軟導致硬焦煤價格下跌20%，大宗商品(全部為焦煤持倉)錄得公平值虧損266,000港元。於二零一九年十二月三十一日，賬面值為116,042,000港元(於二零一九年六月三十日：72,784,000港元)。二零二零財政年度上半年我們於該分部之唯一投資為首鋼福山(港交所股份代號：639)。

Shougang Fushan is a coking coal producer listed on the Hong Kong Stock Exchange. It has 3 mines located in China with reserves of 84Mt of raw coking coal at 31 December 2018 and during six months ended 30 June 2019 Shougang Fushan produced 2.2Mt raw coking coal. The market cap of Shougang Fushan in early February 2020 is around HK\$8.4 billion, while its working capital reported at 30 June 2019 is HK\$4.6 billion and it generated EBITDA of HK\$1.2 billion in six months ended 30 June 2019. At the time of writing, Shougang Fushan has not reported its final results for the year ended 31 December 2019, but we are cautious on the outlook for steel related commodities given risk of a slowdown in China.

首鋼福山為於香港聯交所上市之焦煤生產商。其於中國擁有三座礦場，於二零一八年十二月三十一日之原焦煤儲量為8,400萬噸，而於截至二零一九年六月三十日止六個月，首鋼福山生產220萬噸原焦煤。首鋼福山於二零二零年二月初的市值約為84億港元，而其於二零一九年六月三十日所報營運資金為46億港元及於截至二零一九年六月三十日止六個月錄得息稅折舊及攤銷前利潤(EBITDA)為12億港元。於編製本報告時，首鋼福山尚未呈報其截至二零一九年十二月三十一日止年度之末期業績，但鑒於中國經濟放緩風險，我們對鋼鐵相關商品前景持謹慎態度。

Base Metals

Base Metals segment (a mix of copper, nickel and zinc companies) delivered a fair value gain of HK\$5,587,000 in 1H FY2020 as the copper and nickel prices increased by 4% and 14% respectively while the zinc price fell 7%. The Base Metals segment includes our investment in China Molybdenum (HKEX: 3993) which generated a fair value gain of HK\$7,827,000 in 1H FY2020 and had a carrying value as at 31 December 2019 of HK\$30,048,000 (As at 30 June 2019: HK\$22,221,000).

賤金屬

於二零二零財政年度上半年，由於銅和鎳價格分別上升4%及14%，而鋅價格下跌7%，賤金屬分部(包括銅、鎳及鋅公司)錄得公平值收益5,587,000港元。賤金屬分部包括於洛陽鉬業(港交所股份代號：3993)之投資，其於二零二零財政年度上半年錄得公平值收益7,827,000港元及於二零一九年十二月三十一日之賬面值為30,048,000港元(於二零一九年六月三十日：22,221,000港元)。

Energy

The Energy segment (mainly oil and uranium exposure) had a fair value loss of HK\$653,000 in 1H FY2020. Although oil price was up 3% during the period, energy indices fell significantly as discussed above. Our significant Energy investments include Yellow Cake (LSE: YCA), which generated a fair value gain of HK\$1,008,000 and had a carrying value as at 31 December 2019 of HK\$10,901,000 (As at 30 June 2019: HK\$8,117,000) and Karoon Energy (ASX: KAR), which generated a fair value gain of HK\$841,000 and had a carrying value as at 31 December 2019 of HK\$8,192,000 (As at 30 June 2019: Nil).

Others

We also have a fair value loss of HK\$4,024,000 from the remaining commodity (diamonds, manganese and mineral sands among others) and non-commodity investments in 1H FY2020 and had a carrying value as at 31 December 2019 of HK\$22,707,000 (As at 30 June 2019: HK\$28,556,000). This segment includes our investment in Alibaba Pictures (HKEX: 1060), which generated a fair value loss of HK\$3,100,000 and had a carrying value as at 31 December 2019 of HK\$13,700,000.

COMMODITY BUSINESS

Our iron ore offtake at Koolan Island recommenced as the mine restarted operations, and we continue to look for new offtake opportunities across a range of commodities. For 1H FY2020, our Commodity Business generated a loss of HK\$10,862,000 (1H FY2019: Profit of HK\$1,128,000).

PRINCIPAL INVESTMENT AND FINANCIAL SERVICES

The Principal Investment and Financial Services segment, which covers the income generated from loan receivables, loan notes, convertible notes and other financial assets. For 1H FY2020, this segment generated a profit of HK\$37,580,000 (1H FY2019: Profit of HK\$13,715,000).

能源

於二零二零財政年度上半年，能源分部（主要是石油及鈾持倉）錄得公平值虧損653,000港元。儘管油價於本期間上升3%，但如上文所述，能源指數大幅下跌。我們的重大能源投資包括Yellow Cake（倫敦證券交易所股份代號：YCA），其錄得公平值收益1,008,000港元及於二零一九年十二月三十一日之賬面值為10,901,000港元（於二零一九年六月三十日：8,117,000港元），及Karoon Energy（澳交所股份代號：KAR），其錄得公平值收益841,000港元及於二零一九年十二月三十一日之賬面值為8,192,000港元（於二零一九年六月三十日：零）。

其他

於二零二零財政年度上半年，我們亦從其他商品（鑽石、錳及礦砂等）及非商品相關投資錄得公平值虧損4,024,000港元，其於二零一九年十二月三十一日的賬面值為22,707,000港元（於二零一九年六月三十日：28,556,000港元）。此分部的投資包括於阿里巴巴影業（港交所股份代號：1060）的投資，其錄得公平值虧損3,100,000港元及於二零一九年十二月三十一日的賬面值為13,700,000港元。

商品業務

由於礦場重啟營運，我們恢復於Koolan Island的鐵礦石承購，我們繼續於一系列商品中尋找新的承購機會。於二零二零財政年度上半年，我們的商品業務錄得虧損10,862,000港元（二零一九財政年度上半年：溢利1,128,000港元）。

主要投資及金融服務

主要投資及金融服務分部涵蓋應收貸款、貸款票據、可換股票據及其他金融資產產生的收入。於二零二零財政年度上半年，此分部錄得溢利37,580,000港元（二零一九財政年度上半年：溢利13,715,000港元）。

MONEY LENDING

The Group engaged in money lending activities under the Money Lenders Ordinance of Hong Kong. For 1H FY2020, the revenue and profits generated from money lending formed part of results of the Principal Investment and Financial Services segment.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 31 December 2019, our non-current assets amounted to HK\$2,431,959,000 (As at 30 June 2019: HK\$2,264,877,000) and net current assets amounted to HK\$1,511,018,000 (As at 30 June 2019: HK\$1,749,610,000) with a current ratio of 23.9 times (As at 30 June 2019: 135.2 times) calculated on the basis of its current assets over current liabilities. Included in non-current assets and current assets are loan notes of HK\$3,934,000 (As at 30 June 2019: HK\$51,168,000) and loan receivables of HK\$480,336,000 (As at 30 June 2019: HK\$401,418,000).

As at 31 December 2019, we had borrowings of HK\$6,504,000 (As at 30 June 2019: Nil), representing lease liabilities and had undrawn banking facilities amounting to HK\$317,550,000 secured against certain term deposits of the Group. As at 31 December 2019, we had a gearing ratio of 0.002 (As at 30 June 2019: Nil), calculated on the basis of total borrowings over equity attributable to owners of the Company.

放債

本集團根據香港放債人條例從事放債活動。於二零二零財政年度上半年，放債業務的收益及溢利計入主要投資及金融服務分部的業績內。

流動資金、財務資源及資本結構

於二零一九年十二月三十一日，本集團的非流動資產為2,431,959,000港元(於二零一九年六月三十日：2,264,877,000港元)，而流動資產淨值為1,511,018,000港元(於二零一九年六月三十日：1,749,610,000港元)，流動比率為23.9倍(於二零一九年六月三十日：135.2倍)，乃按其流動資產除以流動負債計算。計入非流動資產及流動資產為貸款票據3,934,000港元(於二零一九年六月三十日：51,168,000港元)及應收貸款480,336,000港元(於二零一九年六月三十日：401,418,000港元)。

於二零一九年十二月三十一日，本集團之借貸金額(即租賃負債)為6,504,000港元(於二零一九年六月三十日：零)，而未動用銀行融資額為317,550,000港元，以本集團的若干定期存款作抵押。於二零一九年十二月三十一日，本集團的資本負債比率為0.002(於二零一九年六月三十日：零)，該比率乃按借貸總額除以本公司擁有人應佔權益計算。

As announced on 11 March 2019, the Company decided to implement a rights issue (the “Rights Issue”) on the basis of one rights share for every two existing shares in issue by issuing 406,297,971 rights shares, with aggregate nominal value of HK\$406,297,971, at the subscription price of HK\$1.10 per rights share raising gross proceeds of approximately HK\$447 million and net proceeds of approximately HK\$438 million (approximately HK\$1.08 per share). The Rights Issue was completed in April 2019. The subscription price represented a discount of approximately 14.73% to the closing price of HK\$1.29 per share as quoted on The Stock Exchange of Hong Kong Limited on 11 March 2019. The directors of the Company considered the Rights Issue would provide an opportunity to raise capital for the Company whilst strengthening the capital base and the financial position of the Company. During 1H FY2020, approximately HK\$237.2 million, which remained unused as at 30 June 2019, was used to further invest in companies involved in the resources sector. As at 31 December 2019, all proceeds from the Rights Issue were used and details of use of proceeds were as follows:

誠如二零一九年三月十一日所公佈，本公司決定按每兩股現有已發行股份獲發一股供股股份的基準，按每股供股股份1.10港元的認購價發行406,297,971股供股股份(總面值為406,297,971港元)進行供股(「供股」)，籌集所得款項總額約447,000,000港元及所得款項淨額約438,000,000港元(約每股1.08港元)。供股已於二零一九年四月完成。認購價較股份於二零一九年三月十一日在香港聯合交易所有限公司所報之收市價每股1.29港元折讓約14.73%。本公司董事認為供股將為本公司提供集資的機會，同時亦可增強本公司的資本基礎及改善其財務狀況。二零一九年六月三十日仍未動用的約237,200,000港元已於二零二零財政年度上半年動用以用作進一步投資從事資源界別的公司。於二零一九年十二月三十一日，所有供股所得款項已獲動用，所得款項用途詳情如下：

Intended use of proceeds
擬定所得款項用途

Actual use of proceeds
實際所得款項用途

(i) Approximately HK\$244 million will be used for enhancing the Group’s capacity to further invest in companies involved in the resources sector 約244,000,000港元將用作提升本集團實力以進一步投資從事資源界別的公司	Approximately HK\$244 million was used 已動用約244,000,000港元
(ii) Approximately HK\$150 million will be used for repayment of the Group’s existing outstanding loans and other related expenses owed to a bank and a related company 約150,000,000港元將用作償還本集團結欠一間銀行及一間關連公司的現有未償還貸款及其他相關開支	Approximately HK\$150 million was used 已動用約150,000,000港元
(iii) Approximately HK\$44 million for general working capital for the Group 約44,000,000港元作為本集團的一般營運資金	Approximately HK\$44 million was used 已動用約44,000,000港元
(iv) Approximately HK\$9 million will be used for expenses of the Rights Issue 約9,000,000港元將用作供股的開支	Approximately HK\$8.3 million was used. The unused amount of approximately HK\$0.7 million was used for general working capital for the Group 已動用約8,300,000港元。未動用金額約700,000港元已用作本集團的一般營運資金

FOREIGN EXCHANGE EXPOSURE

For the period under review, the Group's assets were mainly denominated in Australian Dollars while the liabilities were mainly denominated in United States Dollars and Hong Kong Dollars. There would be no material immediate effect on the cash flows of the Group from adverse movements in foreign exchange for long term investments. In addition, the Group is required to maintain foreign currency exposure to cater for its present and potential investment activities, meaning it will be subject to reasonable exchange rate exposure. In light of this, the Group did not actively hedge for the risk arising from the Australian Dollars denominated assets. However, the Group will closely monitor this risk exposure as required.

PLEDGE OF ASSETS

As at 31 December 2019, the Group's bank deposits of HK\$81,518,000 (As at 30 June 2019: HK\$74,711,000) were pledged to banks to secure various trade and banking facilities granted to the Group.

EMPLOYEES AND EMOLUMENT POLICY

The Group ensured that its employees are remunerated according to the prevailing manpower market conditions and individual performance with its remuneration policies reviewed on a regular basis. All employees are entitled to participate in the Company's benefit plans including medical insurance and pension fund schemes including the Mandatory Provident Fund Scheme (subject to the applicable laws and regulations of the People's Republic of China (the "PRC") for its employees in the PRC).

As at 31 December 2019, the Group, including its subsidiaries but excluding associates, had 14 (As at 30 June 2019: 14) employees. Total remuneration together with pension contributions incurred for 1H FY2020 amounted to HK\$9,272,000 (1H FY2019: HK\$6,170,000).

PRINCIPAL RISKS

The Group adopts a comprehensive risk management framework. Policies and procedures are developed, regularly reviewed and updated to enhance risk management and react to changes in market conditions and the Group's business strategy. The audit committee of the Company (the "Audit Committee") reviews the Group's policies and scrutinises that management has performed its duty to have effective risk management and internal control systems necessary for monitoring and controlling major risks arising from the Group's business activities, changing external risks and the regulatory environment, and reports to the Board on the above.

外匯風險

於回顧期間，本集團的資產主要以澳元為單位，而負債則主要以美元及港元為單位。就長期投資而言，外匯的不利變動對本集團的現金流量並無重大即時影響。此外，本集團須為配合其現有及潛在投資活動維持外匯持倉，即其將面對合理匯率風險。鑒於以上所述，本集團並無積極對沖因澳元列值資產而產生的風險。然而，本集團將根據需要密切監控此風險。

資產抵押

於二零一九年十二月三十一日，本集團將81,518,000港元(於二零一九年六月三十日：74,711,000港元)的銀行存款抵押予銀行，作為本集團獲授各項貿易及銀行融資的抵押。

僱員及薪酬政策

本集團確保按當時的人力市場狀況及個人表現釐定僱員的薪酬，並會定期檢討薪酬政策。全體僱員均有權參與本公司的福利計劃，包括醫療保險及退休金計劃(包括強制性公積金計劃(就其中華人民共和國(「中國」)僱員而言，根據中國的適用法律及規例而定))。

於二零一九年十二月三十一日，本集團(包括其附屬公司，但不包括聯營公司)共有14名(於二零一九年六月三十日：14名)僱員。二零二零財政年度上半年之總薪酬及退休金供款金額為9,272,000港元(二零一九財政年度上半年：6,170,000港元)。

主要風險

本集團採納全面的風險管理框架。本集團已制定、定期檢討及更新相關政策和程序，以加強風險管理及應對市況和本集團之業務策略變動。本公司審核委員會(「審核委員會」)審閱本集團的相關政策及細察管理層是否已履行其職責，建立就監察及控制本集團業務活動、外部風險變動及監管環境所產生的主要風險所需的有效風險管理及內部監控系統，並向董事會就上述事項匯報。

FINANCIAL RISK

Financial risk includes market risk, credit risk and liquidity risk. Market risk concerns that the value of an investment will change due to movements in market factors and which can be further divided into foreign currency risk, interest rate risk and other price risk. Credit risk is the risk of losses arising from clients or counterparties failing to make payments as contracted. Liquidity risk concerns that a given security or asset cannot be traded readily in the market to prevent a loss or make the required profit.

OPERATIONAL RISK

The Group faces various operational risks which are concerned with possible losses caused by human factors, inadequate or failed internal processes, systems or external events. Operational risk is mitigated and controlled through establishing robust internal controls, proper segregation of duties and effective internal reporting.

The business and operating line management are responsible for managing the operational risks of their business units on a day-to-day basis. Each department head has to identify risks, evaluate the effectiveness of key controls in place and assess whether the risks are effectively managed. Independent monitoring and reviews are conducted by the internal audit team which reports regularly to the respective senior management and the Audit Committee.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES, AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in this report, during the six months ended 31 December 2019, the Group did not hold any other significant investments nor have any material acquisitions or disposals of subsidiaries, associates and joint ventures. Save as disclosed in this report, as at 31 December 2019, the Group did not have any plans for material investments or capital assets.

金融風險

金融風險包括市場風險、信貸風險及流動資金風險。市場風險涉及投資價值因市場因素變動而改變，其可進一步細分為外匯風險、利率風險及其他價格風險。信貸風險乃客戶或交易對手方不遵守承諾支付款項而引致損失的風險。流動資金風險則涉及指定證券或資產未能輕易在市場上買賣以防止損失或賺取所需溢利的風險。

營運風險

本集團面臨涉及因人為因素、內部程序、制度不足或失當或外在事件導致可能損失的多種營運風險。本集團透過建立嚴格的內部監控、恰當的職務分工與有效的內部匯報制度，減少及控制營運風險。

各級業務及營運管理層在日常工作中對所屬業務單位的營運風險管理負責。各部門主管須識別風險，評估關鍵監控措施的有效性，及評估風險是否得到有效管理。內部審計團隊會執行獨立監控及檢討，並定期向相關高級管理層及審核委員會匯報。

重大投資、重大收購及出售附屬公司、聯營公司與合營公司以及未來重大投資或資本資產之計劃

除本報告所披露者外，於截至二零一九年十二月三十一日止六個月，本集團並無持有任何其他重大投資，亦無進行任何重大收購或出售附屬公司、聯營公司及合營公司。除本報告所披露者外，於二零一九年十二月三十一日，本集團並無任何重大投資或資本資產之計劃。

CAPITAL COMMITMENTS

As at 31 December 2019, the Group had no material capital commitments contracted but not provided for.

資本承諾

於二零一九年十二月三十一日，本集團並無已訂約但未備抵之重大資本承諾。

CONTINGENT LIABILITIES

As at the date of this report and as at 31 December 2019, the Board is not aware of any material contingent liabilities.

或然負債

於本報告日期及於二零一九年十二月三十一日，董事會並不知悉任何重大或然負債。

IMPORTANT EVENTS AFFECTING THE GROUP AFTER THE REPORTING DATE

There are no important events affecting the Group which have occurred after the end of financial period for the six months ended 31 December 2019 and up to the date of this report.

於報告日期後影響本集團之重大事項

於截至二零一九年十二月三十一日止六個月財政期間末後及直至本報告日期，概無發生影響本集團的重大事項。

INTERIM DIVIDEND

An interim dividend of HK10 cents per share in an aggregate amount of approximately HK\$121,890,000 were declared for the year ended 30 June 2019 and an amount of approximately HK\$121,890,000 was paid in cash during the six months ended 31 December 2019. No dividend has been proposed for the six months ended 31 December 2019 (Six months ended 31 December 2018: Nil).

中期股息

截至二零一九年六月三十日止年度，已宣派中期股息每股10港仙，總額約121,890,000港元，而約121,890,000港元已於截至二零一九年十二月三十一日止六個月內以現金派付。概無就截至二零一九年十二月三十一日止六個月建議派付股息(截至二零一八年十二月三十一日止六個月：零)。

COMPANY STRATEGY

The commodity market has been volatile during the reporting period. Looking forward, the Board believes that the performance of the equity investments at fair value through profit or loss will be dependent on market sentiment which is affected by factors such as commodity prices, interest rate movements, geo-political conditions and performance of the macro economy. In order to mitigate the associated risks, the Group will review its investment strategy regularly and take appropriate actions whenever necessary in response to changes in market situation. In addition, the Group will also seek potential investment opportunities with an aim to maximize value for the shareholders.

公司策略

商品市場於報告期間持續震蕩。展望未來，董事會認為，按公平值於損益賬處理之股本投資表現將取決於市場氣氛，而市場氣氛受商品價格、利率變動、地緣政治狀況及宏觀經濟表現等因素所影響。為盡量降低相關風險，本集團將定期審閱其投資策略，並於必要時採取適當措施應對市況變動。此外，本集團亦將物色潛在投資機會，從而為股東帶來最大化價值。

FORWARD LOOKING OBSERVATIONS

The outlook for the global economy is likely to be weak in the first part of calendar year 2020 as China will be impacted by reduced industrial production and consumption as a fallout from the coronavirus. As discussed, at the time of writing, China has already rolled out measures to support businesses and we expect there is more to come from other central banks and governments. Against this difficult backdrop, we remain defensive and selective with our investments in the near term, and continue to look for high quality opportunities which will generate attractive returns over the long run. Our mining and energy investment portfolios are the platform for future mining and energy investments. Our largest investment is in Mount Gibson which is underpinned by a large cash reserve, and its Koolan Island mine reached commercial production in June 2019 and has started to generate cash flow.

前景展望

由於中國將受到由冠狀病毒引起的工業生產和消費下降的影響，於二零二零年上半年，全球經濟前景可能處於疲弱。如上文所述，於編製本報告時，中國已推出多項支持企業的措施，我們預計其他國家的央行及政府將推出更多措施。在如此艱難的環境下，我們於短期內將繼續採取防守型及審慎的投資方針，並不斷物色將於長期產生可觀回報的優質投資機會。我們的礦產及能源投資組合是未來礦產及能源投資的平台。Mount Gibson是我們最大的投資，其擁有大量現金儲備，而其Koolan Island礦場於二零一九年六月達致商業投產，並已開始產生現金流量。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 31 December 2019

簡明綜合損益表

截至二零一九年十二月三十一日止六個月

		Notes 附註	Six months ended 截至以下日期止六個月	
			31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Revenue	收益			
Trading of goods	商品貿易		268,152	48,292
Interest income	利息收入		45,000	25,971
Total revenue	收益總額	3	313,152	74,263
Cost of sales	銷售成本		(280,311)	(44,520)
Gross profit	毛利		32,841	29,743
Other gains and losses	其他收益及虧損	5	(32,082)	(459,907)
Other income	其他收入	6	8,064	5,821
(Impairment loss) reversal of impairment loss on interests in associates, net	(於聯營公司之權益之減值 虧損)回撥於聯營公司之 權益之減值虧損淨額	13	(19,010)	146,401
Administrative expenses	行政費用		(22,820)	(20,773)
Finance costs	融資成本	7	(98)	(654)
Share of results of associates	分佔聯營公司業績		81,156	114,501
Profit (loss) before taxation	除稅前溢利(虧損)	8	48,051	(184,868)
Income tax expense	所得稅支出	9	(1,112)	(719)
Profit (loss) for the period attributable to owners of the Company	本公司擁有人應佔期間溢利 (虧損)		46,939	(185,587)
Earnings (loss) per share (expressed in HK cents)	每股盈利(虧損) (以港仙列示)			
— basic	— 基本	11	3.85	(23.29)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 31 December 2019

簡明綜合損益及 其他全面收益表

截至二零一九年十二月三十一日止六個月

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit (loss) for the period	期間溢利(虧損)	46,939	(185,587)
Other comprehensive income (expense), net of tax	其他全面收益(支出)(扣除稅項)		
Items that may be subsequently reclassified to profit or loss:	可能於其後重新分類至損益賬 之項目:		
Exchange difference arising from translation of associates	換算聯營公司時產生之匯兌 差額	975	(45,682)
Exchange difference arising from translation of other foreign operations	換算其他海外業務時產生之 匯兌差額	(387)	(1,336)
Share of other comprehensive expense of an associate	分佔一間聯營公司其他全面 支出	—	(146)
Item that will not be reclassified to profit or loss:	將不會重新分類至損益賬之 項目:	588	(47,164)
Share of other comprehensive income of an associate	分佔一間聯營公司其他全面 收益	483	2,748
		1,071	(44,416)
Total comprehensive income (expense) for the period attributable to owners of the Company	本公司擁有人應佔期間全面收益 (支出)總額	48,010	(230,003)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2019

簡明綜合財務狀況表

於二零一九年十二月三十一日

		Notes 附註	31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		1,309	1,368
Right-of-use assets	使用權資產	12	6,546	—
Interests in associates	於聯營公司之權益	13	2,006,551	1,904,461
Financial assets at fair value through profit or loss	按公平值於損益賬處理之金融資產	14	90,461	307,880
Loan notes	貸款票據	15	3,934	51,168
Loan receivables	應收貸款	17	323,158	—
			2,431,959	2,264,877
Current assets	流動資產			
Inventories	存貨		52,720	53,802
Trade and other receivables	貿易及其他應收賬款	16	102,120	26,072
Financial assets at fair value through profit or loss	按公平值於損益賬處理之金融資產	14	619,439	392,102
Loan receivables	應收貸款	17	157,178	401,418
Pledged bank deposits	已抵押銀行存款		81,518	74,711
Bank balances and cash	銀行結餘及現金		564,154	814,547
			1,577,129	1,762,652
Total assets	資產總值		4,009,088	4,027,529

CONDENSED CONSOLIDATED
STATEMENT OF FINANCIAL POSITION
(CONTINUED)

At 31 December 2019

簡明綜合財務狀況表(續)

於二零一九年十二月三十一日

			31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
EQUITY AND LIABILITIES	股權及負債			
Capital and reserves	股本及儲備			
Share capital	股本	18	1,218,894	1,218,894
Other reserves	其他儲備		288,302	287,231
Accumulated profits	累計溢利		2,433,411	2,508,362
			3,940,607	4,014,487
Non-current liability	非流動負債			
Lease liabilities	租賃負債		2,370	—
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付賬款	19	60,634	12,811
Tax payable	應付稅項		1,343	231
Lease liabilities	租賃負債		4,134	—
			66,111	13,042
Total liabilities	負債總額		68,481	13,042
Total equity and liabilities	股權及負債總額		4,009,088	4,027,529
Net current assets	流動資產淨值		1,511,018	1,749,610
Total assets less total liabilities	資產總值減負債總額		3,940,607	4,014,487

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 31 December 2019

簡明綜合權益變動表

截至二零一九年十二月三十一日止六個月

		Share capital	Share premium	Special reserve	Investment revaluation reserve	Exchange reserve	Capital redemption reserve	Accumulated profits	Total
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	特別儲備 HK\$'000 千港元 (note (i)) (附註(i))	重估儲備 HK\$'000 千港元	匯兌儲備 HK\$'000 千港元	資本贖回儲備 HK\$'000 千港元 (note (ii)) (附註(ii))	累計溢利 HK\$'000 千港元	總額 HK\$'000 千港元
At 1 July 2018 (audited)	於二零一八年七月一日 (經審核)	795,277	172,082	(14,980)	14,900	56,885	79,436	1,947,647	3,051,247
Loss for the period	期間虧損	—	—	—	—	—	—	(185,587)	(185,587)
Other comprehensive income (expense) for the period	期間其他全面收益(支出)	—	—	—	2,602	(47,018)	—	—	(44,416)
Total comprehensive income (expense) for the period	期間全面收益(支出)總額	—	—	—	2,602	(47,018)	—	(185,587)	(230,003)
Dividends recognised as distribution (Note 10)	確認為分派的股息 (附註10)	17,319	2,326	—	—	—	—	(47,717)	(28,072)
At 31 December 2018 (unaudited)	於二零一八年十二月三十一日 (未經審核)	812,596	174,408	(14,980)	17,502	9,867	79,436	1,714,343	2,793,172
At 1 July 2019 (audited)	於二零一九年七月一日 (經審核)	1,218,894	206,694	(14,980)	18,944	(2,863)	79,436	2,508,362	4,014,487
Profit for the period	期間溢利	—	—	—	—	—	—	46,939	46,939
Other comprehensive income for the period	期間其他全面收益	—	—	—	483	588	—	—	1,071
Total comprehensive income for the period	期間全面收益總額	—	—	—	483	588	—	46,939	48,010
Dividends recognised as distribution (Note 10)	確認為分派的股息 (附註10)	—	—	—	—	—	—	(121,890)	(121,890)
At 31 December 2019 (unaudited)	於二零一九年十二月三十一日 (未經審核)	1,218,894	206,694	(14,980)	19,427	(2,275)	79,436	2,433,411	3,940,607

Notes:

- (i) The special reserve represents the difference between the nominal value of aggregate share capital of subsidiaries acquired and the nominal value of the share capital of the Company issued for the acquisition at the time of a group reorganisation in 1998.
- (ii) The capital redemption reserve represents the par value of ordinary shares transferred from accumulated profits upon repurchase of these shares by the Company in previous years.

附註:

- (i) 特別儲備指所收購附屬公司之總股本面值與本公司於一九九八年集團重組時就收購而發行之股本面值之間之差額。
- (ii) 資本贖回儲備指本公司於過往年度購回普通股時自累計溢利轉撥之該等股份面值。

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 31 December 2019

簡明綜合現金流量表

截至二零一九年十二月三十一日止六個月

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit (loss) before taxation	除稅前溢利(虧損)	48,051	(184,868)
Adjustments for:	就下列項目作出調整：		
Impairment loss (reversal of impairment loss) on interests in associates, net	於聯營公司之權益之減值虧損(減值虧損撥回)淨額	19,010	(146,401)
Loss arising from changes in fair value of financial assets at fair value of through profit or loss, net	按公平值於損益賬處理之金融資產公平值變動虧損淨額	27,723	434,523
Interest income	利息收入	(48,142)	(28,633)
Share of results of associates	分佔聯營公司業績	(81,156)	(114,501)
Other non-cash items	其他非現金項目	(8,654)	16,116
Operating cash flows before movement in working capital	營運資金變動前的經營現金流量	(43,168)	(23,764)
Increase in financial assets at fair value through profit or loss	按公平值於損益賬處理之金融資產增加	(4,524)	(49,071)
Increase in inventories	存貨增加	934	—
Other working capital items	其他營運資金項目	(8,213)	3,013
Cash used in operations	經營所用現金	(54,971)	(69,822)
Income tax paid	已付所得稅	—	—
NET CASH USED IN OPERATING ACTIVITIES	經營業務所用現金淨額	(54,971)	(69,822)
INVESTING ACTIVITIES	投資活動		
Dividend received from an associate	已收一間聯營公司股息	—	60,674
Acquisition of additional interest in an unlisted equity investment	收購非上市股本投資之額外權益	(1,361)	—
Purchase of listed equity securities not held within the trading portfolios	購買並非於買賣組合內持有之上市股本證券	(67,242)	(16,960)
Purchase of property, plant and equipment	購買物業、廠房及設備	(143)	—
Investments in associates	投資於聯營公司	(40,017)	(66,251)
Proceeds from disposal of listed equity securities not held within the trading portfolios	出售並非於買賣組合內持有的上市股本證券所得款項	36,041	—
New loans granted	授出新貸款	(307,981)	(174,000)
Repayment of loan receivables	應收貸款獲償還	229,572	5,132
Proceeds from redemption of convertible notes	贖回可換股票據所得款項	—	100,000
Proceeds from redemption of loan notes	贖回貸款票據所得款項	46,997	—
Placements of pledged bank deposits	存置已抵押銀行存款	(273,947)	(103,855)
Withdrawal of pledged bank deposits	提取已抵押銀行存款	266,697	50,517
Interest received	已收利息	40,369	29,514
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(71,015)	(115,229)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合現金流量表(續)

截至二零一九年十二月三十一日止六個月

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
FINANCING ACTIVITIES	融資活動		
New bank borrowing raised	新增銀行借貸	—	43,000
New other borrowing raised	新增其他借貸	—	45,000
Repayments of other borrowing	償還其他借貸	—	(48,500)
Dividend paid	已付股息	(121,890)	(28,072)
Interest paid	已付利息	—	(551)
Repayment of lease liabilities	償還租賃負債	(2,131)	—
NET CASH (USED IN) FROM FINANCING ACTIVITIES	融資活動(所用)產生現金淨額	(124,021)	10,877
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及等值現金減少淨額	(250,007)	(174,174)
EFFECT OF FOREIGN EXCHANGE RATE CHANGE	匯率變動之影響	(386)	(1,284)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	於期初之現金及等值現金	814,547	408,683
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD, REPRESENTED BY BANK BALANCES AND CASH	於期終之現金及等值現金， 代表銀行結餘及現金	564,154	233,225

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 31 December 2019

簡明綜合財務報表附註

截至二零一九年十二月三十一日止六個月

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

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.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and an interpretation, the accounting policies and methods of computation used in the preparation of condensed consolidated financial statements for the six months ended 31 December 2019 are the same as those presented in the Group’s annual financial statements for the year ended 30 June 2019.

Application of new and amendments to HKFRSs

During the six months ended 31 December 2019, the Group has applied, for the first time, the following new and amendments to HKFRSs and an interpretation 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

1. 編製基準

簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」編製，並已遵守香港聯合交易所有限公司(「聯交所」)證券上市規則附錄十六之適用披露規定。

2. 主要會計政策

除若干金融工具按公平值計量外，簡明綜合財務報表已按歷史成本法編製。

除因應用新訂及經修訂香港財務報告準則(「香港財務報告準則」)及詮釋所產生的會計政策變動外，編製截至二零一九年十二月三十一日止六個月之簡明綜合財務報表所用之會計政策及計算方法與本集團截至二零一九年六月三十日止年度之年度財務報表所呈列者相同。

應用新訂及經修訂香港財務報告準則

截至二零一九年十二月三十一日止六個月，本集團已首次應用以下由香港會計師公會頒佈並於二零一九年一月一日或之後開始的年度期間強制生效的新訂及經修訂香港財務報告準則及詮釋，以編製本集團的簡明綜合財務報表：

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	所得稅處理之不確定性
香港財務報告準則第9號(修訂本)	具有負賠償之提前還款特性
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

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

Application of new and amendments to HKFRSs (Continued)

Except as described below, the application of the new and amendments to HKFRSs and an interpretation in the current period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

2.1 Impacts and changes in accounting policies of application on HKFRS 16 "Leases"

The Group has applied HKFRS 16 for the first time in the current interim period. HKFRS 16 superseded HKAS 17 "Leases" ("HKAS 17"), and the related interpretations.

2.1.1 Key changes in accounting policies resulting from application of HKFRS 16

The Group applied the following accounting policies in accordance with the transition provisions of HKFRS 16.

Definition of a lease

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

For contracts entered into or modified on or after the date of initial application, the Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception or modification date. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

As a lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

2. 主要會計政策(續)

應用新訂及經修訂香港財務報告準則(續)

除下文所述者外，於本期間應用新訂及經修訂香港財務報告準則以及詮釋對本集團於本期間及過往期間的財務狀況及表現及／或對該等簡明綜合財務報表所載披露並無重大影響。

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動

本集團已於本中期期間首次應用香港財務報告準則第16號。香港財務報告準則第16號取代香港會計準則第17號「租賃」(「香港會計準則第17號」)及相關詮釋。

2.1.1 應用香港財務報告準則第16號對會計政策帶來的主要變動

本集團已根據香港財務報告準則第16號的過渡條文應用以下會計政策。

租賃的定義

倘合約為換取代價而給予在一段時間內控制可識別資產使用的權利，則該合約為租賃或包含租賃。

就於首次應用日期或之後訂立或修改的合約而言，本集團根據香港財務報告準則第16號的定義於初始或修改日期評估該合約是否為租賃或包含租賃。除非合約的條款及條件其後出現變動，否則有關合約將不予重新評估。

作為承租人

將代價分配至合約組成部分

對於包含一項租賃組成部分及一項或多項額外租賃或非租賃組成部分的合約，本集團根據租賃組成部分的相對單獨價格及非租賃組成部分的單獨價格總和將合約代價分配至各個租賃組成部分。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 16 (Continued)

As a lessee (Continued)

Allocation of consideration to components of a contract (Continued)

As a practical expedient, leases with similar characteristics are accounted for on a portfolio basis when the Group reasonably expects that the effects on the condensed consolidated financial statements would not differ materially from individual leases within the portfolio.

Short-term leases

The Group applies the short-term lease recognition exemption to leases of certain office premise that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

Right-of-use assets

Except for short-term leases, the Group recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, if any.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.1 應用香港財務報告準則第16號對會計政策帶來的主要變動(續)

作為承租人(續)

將代價分配至合約組成部分(續)

作為可行權宜方法，具有類似特徵的租賃於本集團合理預期其對簡明綜合財務報表的影響將不會與組合內個別租賃出現重大差異時按組合基準入賬。

短期租賃

本集團對自生效日期起計之租期為十二個月或以下並且不包括購買選擇權的若干辦公室物業的租賃採用短期租賃確認豁免。短期租賃的租賃付款按直線法於租期內確認為開支。

使用權資產

除短期租賃外，本集團於租賃開始日期(即相關資產可供使用的日期)確認使用權資產。使用權資產按成本減任何累計折舊及減值虧損計量，並就租賃負債的任何重新計量作出調整。

使用權資產的成本包括：

- 租賃負債的初始計量金額；
- 於開始日期或之前所作的任何租賃付款，減去所得的任何租賃優惠；
- 本集團產生的任何初始直接成本；及
- 本集團拆除及移除相關資產、修復相關資產所在場地或將相關資產恢復至租賃條款及條件(如有)所規定狀態將予產生的估計成本。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 16 (Continued)

As a lessee (Continued)

Right-of-use assets (Continued)

Right-of-use assets in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term is depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item in the condensed consolidated statement of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under HKFRS 9 “Financial Instruments” (“**HKFRS 9**”) and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.1 應用香港財務報告準則第16號對會計政策帶來的主要變動(續)

作為承租人(續)

使用權資產(續)

倘本集團合理確信在租賃期屆滿時取得相關租賃資產的擁有權，則使用權資產自生效日期起至可使用年期屆滿期間折舊。否則，使用權資產按其估計可使用年期及租期的較短者以直線法折舊。

本集團在簡明綜合財務狀況表中將使用權資產呈列為單獨項目。

可退還租金按金

已付可退還租金按金乃根據香港財務報告準則第9號「金融工具」(「**香港財務報告準則第9號**」)入賬並初始按公平值計量。初始確認時對公平值所作調整被視為額外租賃付款並計入使用權資產的成本。

租賃負債

於租賃開始日期，本集團按於該日未付之租賃付款現值確認及計量租賃負債。於計算租賃付款現值時，倘租賃隱含的利率不易釐定，則本集團採用於租賃開始日期之增量借貸利率。

租賃付款包括：

- 固定付款(包括實質固定付款)減任何應收租賃優惠；及
- 為終止租賃而支付的罰款(倘租賃期反映本集團正行使終止權)。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 16 (Continued)

As a lessee (Continued)

Lease liabilities (Continued)

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever the lease term has changed, in which case, the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

Taxation

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.1 應用香港財務報告準則第16號對會計政策帶來的主要變動(續)

作為承租人(續)

租賃負債(續)

於開始日期後，租賃負債就應計利息及租賃付款作出調整。

倘租賃期出現變動，本集團重新計量租賃負債(並對相關使用權資產作出相應調整)，於該情況下，相關租賃負債透過使用重新評估日期之經修訂貼現率貼現經修訂租賃付款而重新計量。

租賃修改

倘出現以下情況，本集團將租賃修改作為獨立租賃入賬：

- 修改透過加入使用一項或以上相關資產之權利擴大租賃範圍；及
- 租賃代價增加，增加之金額相當於範圍擴大對應之單獨價格及為反映特定合約之實際情況而對該單獨價格進行之任何適當調整。

就未作為單獨租賃入賬之租賃修改而言，本集團按透過使用修改生效日期之經修訂貼現率貼現經修訂租賃付款之經修改租賃之租期重新計量租賃負債。

稅項

就計量本集團確認使用權資產及相關租賃負債之租賃交易之遞延稅項而言，本集團首先釐定使用權資產或租賃負債是否享有稅項減免。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 16 (Continued)

As a lessee (Continued)

Taxation (Continued)

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies HKAS 12 Income Taxes requirements to the leasing transaction as a whole. Temporary differences relating to right-of-use assets and lease liabilities are assessed on a net basis. Excess of depreciation on right-of-use assets over the lease payments for the principal portion of lease liabilities resulting in net deductible temporary differences.

2.1.2 Transition and summary of effects arising from initial application of HKFRS 16

Definition of a lease

The Group has elected the practical expedient to apply HKFRS 16 to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 “Determining whether an Arrangement contains a Lease” and not apply this standard to contracts that were not previously identified as containing a lease. Therefore, the Group has not reassessed contracts which already existed prior to the date of initial application.

For contracts entered into or modified on or after 1 July 2019, the Group applies the definition of a lease in accordance with the requirements set out in HKFRS 16 in assessing whether a contract contains a lease.

As a lessee

The Group has applied HKFRS 16 retrospectively with the cumulative effect recognised at the date of initial application, 1 July 2019. Any difference at the date of initial application is recognised in the opening accumulated profits and comparative information has not been restated.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.1 應用香港財務報告準則第16號對會計政策帶來的主要變動(續)

作為承租人(續)

稅項(續)

就稅項扣減由租賃負債產生的租賃交易而言，本集團對整項租賃交易應用香港會計準則第12號所得稅規定。與使用權資產及租賃負債相關的暫時性差額會按淨額基準評估。使用權資產折舊超出租賃負債本金部分租賃付款的金額會產生可扣減暫時性差額淨額。

2.1.2 首次應用香港財務報告準則第16號所產生之過渡及影響概要

租賃之定義

本集團選擇可行權宜方法，就先前應用香港會計準則第17號及香港(國際財務報告詮釋委員會)－詮釋第4號「釐定安排是否包含租賃」識別為租賃之合約應用香港財務報告準則第16號，而並無就先前並未識別為包含租賃之合約應用該準則。因此，本集團並無重新評估於首次應用日期前已存在之合約。

就於二零一九年七月一日或之後訂立或修訂之合約而言，本集團根據香港財務報告準則第16號所載規定應用租賃之定義，以評估合約是否包含租賃。

作為承租人

本集團已追溯應用香港財務報告準則第16號，而累計影響於首次應用日期二零一九年七月一日確認。首次應用日期之任何差額於期初累計溢利確認，而比較數據未經重列。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.2 Transition and summary of effects arising from initial application of HKFRS 16 (Continued)

As a lessee (Continued)

When applying the modified retrospective approach under HKFRS 16 at transition, the Group applied the following practical expedients to leases previously classified as operating leases under HKAS 17, on lease-by-lease basis, to the extent relevant to the respective lease contracts:

- (i) elected not to recognise right-of-use assets and lease liabilities for leases with lease term ends within 12 months of the date of initial application;
- (ii) applied a single discount rate to a portfolio of leases with a similar remaining terms for similar class of underlying assets in similar economic environment. Specifically, discount rates for certain leases of properties in the PRC was determined on a portfolio basis; and
- (iii) used hindsight based on facts and circumstances as at date of initial application in determining the lease term for the Group's leases with extension options.

On transition, the Group has made the following adjustments upon application of HKFRS 16:

As at 1 July 2019, the Group recognises additional lease liabilities and right-of-use assets at amounts equal to the related lease liabilities by applying HKFRS 16. C8(b)(ii) transition.

The Group recognised lease liabilities of HK\$6,921,000 and right-of-use assets of HK\$6,921,000 as at 1 July 2019.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.2 首次應用香港財務報告準則第16號所產生之過渡及影響概要(續) 作為承租人(續)

於過渡期間應用香港財務報告準則第16號之經修訂追溯法時，本集團按逐項租賃基準就先前根據香港會計準則第17號分類為經營租賃且與各租賃合約相關之租賃應用下列可行權宜方法：

- (i) 選擇不就租期於首次應用日期起計12個月內屆滿的租賃確認使用權資產及租賃負債；
- (ii) 對類似經濟環境下類似相關資產類別具有類似剩餘年期之租賃組合，應用單一折現率。具體而言，若干中國物業租賃之折現率乃按組合基準釐定；及
- (iii) 釐定本集團附有延長選擇權之租賃之租期時，根據於首次應用日期之事實及情況，運用事後觀察所得結果。

於過渡時，本集團於應用香港財務報告準則第16號後作出下列調整：

於二零一九年七月一日，本集團確認額外租賃負債及使用權資產之金額，相等於應用香港財務報告準則第16.C8(b)(ii)號過渡後之相關租賃負債。

本集團於二零一九年七月一日確認租賃負債6,921,000港元及使用權資產6,921,000港元。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.2 Transition and summary of effects arising from initial application of HKFRS 16 (Continued)

As a lessee (Continued)

When recognising the lease liabilities for leases previously classified as operating leases, the Group has applied incremental borrowing rates of the relevant group entities at the date of initial application. The weighted average lessee’s incremental borrowing rate applied is 5.1%.

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.2 首次應用香港財務報告準則第16號所產生之過渡及影響概要(續)

作為承租人(續)

就先前分類為經營租賃之租賃確認租賃負債時，本集團於首次應用日期應用相關集團實體之增量借貸利率。應用之加權平均承租人增量借貸利率為5.1%。

		At 1 July 2019 於二零一九年 七月一日 HK\$'000 千港元
	Note 附註	
Operating lease commitments disclosed as at 30 June 2019	於二零一九年六月三十日披露之經營租賃承擔	5,114
Add: Lease liabilities resulting from lease modification of existing leases	加：現有租賃之租賃修訂產生之租賃負債	2,058
Less: Recognition exemption – short term leases	減：確認豁免 – 短期租賃	(32)
Discounting impact using relevant incremental borrowing rates at date of initial application of HKFRS 16	採用於首次應用香港財務報告準則第16號日期的相關增量借貸利率之折現影響	(219)
Lease liabilities as at 1 July 2019	於二零一九年七月一日之租賃負債	6,921
Analysed as	分析為	
– Non-current	– 非流動	3,156
– Current	– 流動	3,765
		6,921

Note:

- (a) The Group renewed the leases of certain office premises and apartment units by entering into new lease agreements which commence after the date of initial application of HKFRS 16, these new contracts are accounted as lease modifications of the existing lease agreement upon application of HKFRS 16.

附註：

- (a) 本集團透過訂立新租賃協議(於首次應用香港財務報告準則第16號之日後開始)續租若干辦公室物業及公寓單位，該等新合約於應用香港財務報告準則第16號後入賬列為現有租賃協議之租賃修改。

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 16 “Leases” (Continued)

2.1.2 Transition and summary of effects arising from initial application of HKFRS 16 (Continued)

As a lessee (Continued)

The carrying amount of right-of-use assets as at 1 July 2019 comprises the following:

2. 主要會計政策(續)

2.1 應用香港財務報告準則第16號「租賃」之影響及造成的會計政策變動(續)

2.1.2 首次應用香港財務報告準則第16號所產生之過渡及影響概要(續)

作為承租人(續)

於二零一九年七月一日之使用權資產賬面值由以下各項組成：

		Right-of-use assets 使用權資產 HK\$'000 千港元
Right-of-use assets relating to operating leases recognised upon application of HKFRS 16	應用香港財務報告準則第16號後確認之經營租賃相關之使用權資產	6,921
By class:	按類別劃分：	
Photocopy machine	影印機	259
Office premises	辦公室物業	4,868
Apartment units	公寓單位	1,794
		6,921

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

3. REVENUE

Disaggregation of revenue

Six months ended 31 December 2019 (unaudited)

		Commodity business 商品業務 HK\$'000 千港元	Principal investment and financial services 主要投資及金融服務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue recognised at a point in time for contracts with customers under HKFRS 15:	根據香港財務報告準則第15號於某一時間點確認客戶合約收益：			
Trading of goods	商品貿易			
— Commodities (iron ore)	— 商品(鐵礦石)	268,152	—	268,152
Revenue recognised under other HKFRSs:	根據其他香港財務報告準則確認之收益：			
Interest income under effective interest method	以實際利率法計算的利息收入			
— Loan receivables	— 應收貸款	—	44,637	44,637
— Loan notes	— 貸款票據	—	363	363
		—	45,000	45,000
Total revenue	收益總額	268,152	45,000	313,152

3. 收益

收益分拆

截至二零一九年十二月三十一日止六個月(未經審核)

		Commodity business 商品業務 HK\$'000 千港元	Principal investment and financial services 主要投資及金融服務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Geographical markets	地域市場			
— Hong Kong	— 香港	124,724	8,698	133,422
— The People's Republic of China ("PRC")	— 中華人民共和國(「中國」)	143,428	10,167	153,595
— Australia	— 澳洲	—	2,850	2,850
— Southeast Asia Region	— 東南亞地區	—	23,285	23,285
Total	總計	268,152	45,000	313,152

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

3. REVENUE (Continued)

Disaggregation of revenue (Continued)

Six months ended 31 December 2018 (unaudited)

		Commodity business 商品業務 HK\$'000 千港元	Principal investment and financial services 主要投資及 金融服務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue recognised at a point in time for contracts with customers under HKFRS 15:	根據香港財務報告準則第15號於某一時間點確認客戶合約收益：			
Trading of goods	商品貿易			
— Commodities (iron ore)	— 商品(鐵礦石)	48,292	—	48,292
Revenue recognised under other HKFRSs:	根據其他香港財務報告準則確認之收益：			
Interest income under effective interest method	以實際利率法計算的利息收入			
— Loan receivables	— 應收貸款	—	24,307	24,307
— Loan notes	— 貸款票據	—	458	458
— Convertible notes	— 可換股票據	—	1,206	1,206
		—	25,971	25,971
Total revenue	收益總額	48,292	25,971	74,263

		Commodity business 商品業務 HK\$'000 千港元	Principal investment and financial services 主要投資及 金融服務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Geographical markets	地域市場			
— Hong Kong	— 香港	—	7,143	7,143
— The PRC	— 中國	48,292	11,535	59,827
— Southeast Asia Region	— 東南亞地區	—	7,293	7,293
Total	總計	48,292	25,971	74,263

3. 收益(續)

收益分拆(續)

截至二零一八年十二月三十一日止六個月(未經審核)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

3. REVENUE (Continued)

Disaggregation of revenue (Continued)

Revenue from trading of goods is derived from the segment of commodity business and interest income is derived from the segment of principal investment and financial services. Details of the segment information are set out in note 4.

4. SEGMENT INFORMATION

Information reported to and reviewed by the executive directors of the Company, being the chief operating decision maker (the "CODM"), for the purpose of allocating resources to segments and assessing their performance focuses on nature of the Group's businesses and operations. The Group's operating and reportable segments are therefore as follows:

- (i) Commodity business (trading of commodities);
- (ii) Resource investment (trading of and investment in listed and unlisted securities of energy and natural resources companies); and
- (iii) Principal investment and financial services (provision of loan financing and investments in loan notes, convertible notes and other financial assets and receiving interest income from these financial assets).

Segment results represent the profit (loss) by each segment without allocation of share of results of associates, impairment loss on interest in an associate, net reversal of impairment loss on interests in associates, loss arising from deemed disposal of partial interest in an associate, finance costs, net loss arising from changes in fair value of certain financial assets at fair value through profit or loss ("FVTPL"), unallocated income and gains and unallocated expenses and losses which include central administration costs and directors' salaries. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

3. 收益(續)

收益分拆(續)

商品貿易之收益來自商品業務分部及利息收入來自主要投資及金融服務分部。分部資料之詳情載於附註4。

4. 分部資料

向本公司執行董事(即主要經營決策者,「主要經營決策者」)呈報及供其審閱以分配資源至分部及評估分部表現的資料集中於本集團之業務及營運性質。因此,本集團之營運及可報告分部如下:

- (i) 商品業務(商品貿易);
- (ii) 資源投資(能源及天然資源公司上市及非上市證券買賣及投資);及
- (iii) 主要投資及金融服務(提供貸款融資以及投資貸款票據、可換股票據及其他金融資產及自該等金融資產收取利息收入)。

分部業績指各分部在未有分配分佔聯營公司業績、於一間聯營公司之權益之減值虧損、回撥於聯營公司之權益之減值虧損淨額、視作出售於一間聯營公司部分權益而產生之虧損、融資成本、按公平值於損益賬處理(「按公平值於損益賬處理」)之若干金融資產公平值變動而產生之虧損淨額、未分配收入及收益及未分配開支及虧損(包括中央行政成本及董事薪金)前所錄得之溢利(虧損)。此乃向主要經營決策者報告以作資源分配及表現評估之方法。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

4. SEGMENT INFORMATION (Continued)

Information regarding the Group's operating and reportable segments is presented as follows:

Segment revenue and results

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

Six months ended 31 December 2019 (unaudited)

		Commodity business	Resource investment	Principal investment and financial services	Total
		商品業務 HK\$'000 千港元	資源投資 HK\$'000 千港元	主要投資及 金融服務 HK\$'000 千港元	總計 HK\$'000 千港元
Trading of goods	商品貿易	268,152	—	—	268,152
Interest income under effective interest method	以實際利率法計算的利息收入	—	—	45,000	45,000
Total revenue	收益總額	268,152	—	45,000	313,152
Gross sales proceeds from resource investment	出售資源投資所得款項總額	—	292,834	—	292,834
Segment results	分部業績	(10,862)	59,908	37,580	86,626
Share of results of associates	分佔聯營公司業績				81,156
Impairment loss on interest in an associate	於聯營公司之權益之減值虧損				(19,010)
Loss arising from deemed disposal of partial interest in an associate	視作出售一間聯營公司部分權益產生之虧損				(1,679)
Loss arising from changes in fair value of certain financial assets at FVTPL, net	按公平值於損益賬處理之若干金融資產公平值變動而產生之虧損淨額				(83,857)
Unallocated income and gains	未分配收入及收益				4,087
Unallocated expenses and losses	未分配開支及虧損				(19,174)
Finance costs	融資成本				(98)
Profit before taxation	除稅前溢利				48,051

4. 分部資料(續)

有關本集團營運及可報告分部之資料呈列如下：

分部收益及業績

以下為按營運及可報告分部劃分之本集團收益及業績分析：

截至二零一九年十二月三十一日止六個月(未經審核)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

4. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Six months ended 31 December 2018 (unaudited)

		Commodity business	Resource investment	Principal investment and financial services	Total
		商品業務 HK\$'000 千港元	資源投資 HK\$'000 千港元	主要投資及 金融服務 HK\$'000 千港元	總計 HK\$'000 千港元
Trading of goods	商品貿易	48,292	—	—	48,292
Interest income under effective interest method	以實際利率法計算的利息收入	—	—	25,971	25,971
Total revenue	收益總額	48,292	—	25,971	74,263
Gross sales proceeds from resource investment	出售資源投資所得款項總額	—	172,167	—	172,167
Segment results	分部業績	1,128	(141,080)	13,715	(126,237)
Share of results of associates	分佔聯營公司業績				114,501
Reversal of impairment loss on interests in associates, net	回撥於聯營公司之權益之減值虧損淨額				146,401
Loss arising from deemed disposal of partial interest in an associate	視作出售於一間聯營公司部分權益而產生之虧損				(2,414)
Loss arising from changes in fair value of certain financial assets at FVTPL, net	按公平值於損益賬處理之若干金融資產公平值變動而產生之虧損淨額				(297,611)
Unallocated income and gains	未分配收入及收益				1,579
Unallocated expenses and losses	未分配開支及虧損				(20,433)
Finance costs	融資成本				(654)
Loss before taxation	除稅前虧損				(184,868)

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales during both periods.

以上報告之收益指外部客戶產生之收益。兩個期間均無任何分部間銷售。

4. 分部資料(續)

分部收益及業績(續)

截至二零一八年十二月三十一日止六個月(未經審核)

	Principal investment and financial services	Total
	主要投資及 金融服務 HK\$'000 千港元	總計 HK\$'000 千港元

Trading of goods 48,292
Interest income under effective interest method 25,971

Total revenue 74,263

Gross sales proceeds from resource investment 172,167

Segment results (126,237)

Share of results of associates 114,501

Reversal of impairment loss on interests in associates, net 146,401

Loss arising from deemed disposal of partial interest in an associate (2,414)

Loss arising from changes in fair value of certain financial assets at FVTPL, net (297,611)

Unallocated income and gains 1,579

Unallocated expenses and losses (20,433)

Finance costs (654)

Loss before taxation (184,868)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

4. SEGMENT INFORMATION (Continued)

Segment assets and liabilities

An analysis of the Group's assets and liabilities by operating and reportable segments is set out below:

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Commodity business	商品業務	374,898	541,765
Resource investment	資源投資	723,315	477,278
Principal investment and financial services	主要投資及金融服務	486,660	422,619
Total segment assets	分部資產總值	1,584,873	1,441,662
Interests in associates	於聯營公司之權益	2,006,551	1,904,461
Financial assets at FVTPL	按公平值於損益賬處理之 金融資產	90,461	307,880
Loan notes	貸款票據	—	31,360
Unallocated	未分配	327,203	342,166
Consolidated assets	綜合資產	4,009,088	4,027,529
Commodity business	商品業務	57,127	6,675
Resource investment	資源投資	430	609
Principal investment and financial services	主要投資及金融服務	2,257	231
Total segment liabilities	分部負債總額	59,814	7,515
Unallocated	未分配	8,667	5,527
Consolidated liabilities	綜合負債	68,481	13,042

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to operating and reportable segments other than interests in associates, certain property, plant and equipment, certain loan notes and certain financial assets at FVTPL (i.e. convertible notes) not managed under principal investment and financial services segment, certain financial assets at FVTPL (i.e. unlisted equity investments and listed equity securities not held within the trading portfolios) not managed under resource investment segment, certain other receivables, certain right-of-use assets and certain bank balances and cash.
- all liabilities are allocated to operating and reportable segments other than certain lease liabilities and certain other payables.

4. 分部資料(續)

分部資產與負債

按營運及可報告分部劃分之本集團資產及負債分析載列如下：

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Commodity business	商品業務	374,898	541,765
Resource investment	資源投資	723,315	477,278
Principal investment and financial services	主要投資及金融服務	486,660	422,619
Total segment assets	分部資產總值	1,584,873	1,441,662
Interests in associates	於聯營公司之權益	2,006,551	1,904,461
Financial assets at FVTPL	按公平值於損益賬處理之 金融資產	90,461	307,880
Loan notes	貸款票據	—	31,360
Unallocated	未分配	327,203	342,166
Consolidated assets	綜合資產	4,009,088	4,027,529
Commodity business	商品業務	57,127	6,675
Resource investment	資源投資	430	609
Principal investment and financial services	主要投資及金融服務	2,257	231
Total segment liabilities	分部負債總額	59,814	7,515
Unallocated	未分配	8,667	5,527
Consolidated liabilities	綜合負債	68,481	13,042

就監察分部表現及於分部間分配資源而言：

- 除於聯營公司之權益、若干物業、廠房及設備、並非按主要投資及金融服務分部管理之若干貸款票據及按公平值於損益賬處理之若干金融資產(即可換股票據)、並非按資源投資分部管理之按公平值於損益賬處理之若干金融資產(即非上市股本投資及並非持作買賣組合之上市股本證券)、若干其他應收賬款、若干使用權資產以及若干銀行結餘及現金。
- 除若干租賃負債及若干其他應付賬款外，所有負債均被分配至營運及可報告分部。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

5. OTHER GAINS AND LOSSES

5. 其他收益及虧損

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
(Loss) gain arising from changes in fair value of financial assets mandatorily measured at FVTPL, net:	強制性按公平值於損益賬處理之金融資產公平值變動而產生之(虧損)收益淨額：		
— Listed equity securities held-for-trading	— 持作買賣之上市股本證券	56,134	(137,445)
— Listed equity securities not held within the trading portfolios	— 並非持作買賣組合之上市股本證券	(84,753)	(298,400)
— Convertible notes	— 可換股票據	(950)	533
— Unlisted equity investments	— 非上市股本投資	1,846	789
Loss arising from deemed disposal of partial interest in an associate	視作出售於一間聯營公司部分權益而產生之虧損	(1,679)	(2,414)
Gain arising from changes in fair value of provisional pricing arrangements in relation to trading of commodities, net	有關商品貿易臨時定價安排公平值變動而產生之收益淨額	5,697	1,979
(Impairment loss) reversal of impairment loss on loan receivables, net	(應收貸款之減值虧損)回撥應收貸款之減值虧損淨額	(491)	107
Net foreign exchange loss	外匯虧損淨額	(7,904)	(23,708)
Others	其他	18	(1,348)
		(32,082)	(459,907)

Note: During the six months ended 31 December 2019, the impairment loss on interest in an associate has been separately disclosed in the condensed consolidated statement of profit or loss. Accordingly, the comparative information of this note has been represented to conform with current period's presentation.

附註：於截至二零一九年十二月三十一日止六個月，於聯營公司之權益之減值虧損已於簡明綜合損益表中單獨披露。因此，本附註的比較資料已經重列以符合本期間的呈報。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

6. OTHER INCOME

6. 其他收入

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Interest income from bank deposits	銀行存款之利息收入	2,029	1,339
Interest income from loan notes	貸款票據之利息收入	558	749
Interest income from convertible notes	可換股票據之利息收入	555	574
Dividend income from financial assets at FVTPL:	按公平值於損益賬處理之金融資產之股息收入：		
— Listed equity securities held-for-trading	— 持作買賣之上市證券	4,474	2,898
Others	其他	448	261
		8,064	5,821

7. FINANCE COSTS

7. 融資成本

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Interests on:	各項利息如下：		
— Bank borrowing	— 銀行借貸	—	58
— Other borrowing	— 其他借貸	—	596
— Lease liabilities	— 租賃負債	98	—
		98	654

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

8. PROFIT (LOSS) BEFORE TAXATION

8. 除稅前溢利(虧損)

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit (loss) before taxation has been arrived at after charging:	除稅前溢利(虧損)經扣除下列各項後達致:		
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	202	149
Depreciation of right-of-use assets	使用權資產之折舊	1,900	—
Cost of inventories recognised as an expense (note)	存貨成本確認為支出(附註)	280,311	44,520

Note: The amount includes impairment loss of inventories of HK\$2,288,000 (six months ended 31 December 2018: Nil).

附註：該金額包括存貨減值虧損2,288,000港元(截至二零一八年十二月三十一日止六個月：零)。

9. INCOME TAX EXPENSE

9. 所得稅支出

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Current tax:	即期稅項：		
— Hong Kong Profits Tax	— 香港利得稅	1,112	134
Underprovision in prior years:	過往年度撥備不足：		
— Enterprise Income Tax in the PRC	— 中國企業所得稅	—	585
		1,112	719

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

10. DIVIDENDS

Dividends recognised as distribution during the period:

	Six months ended 截至以下日期止六個月	
	31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
2019 interim dividend declared — HK10 cents (2018: interim dividend of HK6 cents with a scrip dividend option)	121,890	47,717

An interim dividend of HK10 cents (six months ended 31 December 2018: HK6 cents) per ordinary share, in an aggregate amount of HK\$121,890,000 (six months ended 31 December 2018: HK\$47,717,000), were declared in respect of the year ended 30 June 2019 (six months ended 31 December 2018: year ended 30 June 2018) and an amount of HK\$121,890,000 was paid in cash during the six months ended 31 December 2019 (six months ended 31 December 2018: an amount of HK\$28,072,000 was paid in cash and the remaining amount of HK\$19,645,000 was settled by the issue of 17,318,628 new ordinary shares of the Company).

No dividend has been proposed for the six months ended 31 December 2019.

10. 股息

期內確認為分派的股息：

本公司已就截至二零一九年六月三十日止年度(截至二零一八年十二月三十一日止六個月：截至二零一八年六月三十日止年度)宣派中期股息每股普通股10港仙(截至二零一八年十二月三十一日止六個月：6港仙)，總額為121,890,000港元(截至二零一八年十二月三十一日止六個月：47,717,000港元)，而金額121,890,000港元已於截至二零一九年十二月三十一日止六個月內以現金方式派付(截至二零一八年十二月三十一日止六個月：28,072,000港元已以現金方式派付，而餘額19,645,000港元已由本公司以發行17,318,628股新普通股結付)。

截至二零一九年十二月三十一日止六個月並無建議派發股息。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

11. EARNINGS (LOSS) PER SHARE

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

Earnings (loss)

Earnings (loss) for the purpose of calculating basic earnings (loss) per share:	計算每股基本盈利(虧損)所採用之盈利(虧損):		
Profit (loss) for the period attributable to owners of the Company	本公司擁有人應佔期間溢利(虧損)	46,939	(185,587)

Number of shares

Weighted average number of ordinary shares for the purpose of calculating basic earnings (loss) per share	計算每股基本盈利(虧損)所採用之普通股加權平均數	1,218,893,914	796,689,159
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For the six months ended 31 December 2019 and 2018, no separate diluted earnings (loss) per share information has been presented as there were no potential ordinary shares of the Company outstanding.

11. 每股盈利(虧損)

本公司擁有人應佔每股基本盈利(虧損)乃根據下列數據計算:

盈利(虧損)

Six months ended	
截至以下日期止六個月	
31.12.2019	31.12.2018
二零一九年	二零一八年
十二月三十一日	十二月三十一日
HK\$'000	HK\$'000
千港元	千港元
(unaudited)	(unaudited)
(未經審核)	(未經審核)
46,939	(185,587)

股份數目

Six months ended	
截至以下日期止六個月	
31.12.2019	31.12.2018
二零一九年	二零一八年
十二月三十一日	十二月三十一日
(unaudited)	(unaudited)
(未經審核)	(未經審核)
1,218,893,914	796,689,159

截至二零一九年及二零一八年十二月三十一日止六個月，由於本公司並無發行在外之潛在普通股，故並無另行呈列每股攤薄盈利(虧損)資料。

12. MOVEMENTS IN RIGHT-OF-USE ASSETS

During the six months ended 31 December 2019, the Group terminated the lease agreement for the use of an existing apartment unit and entered into a new lease agreement for the use of another apartment unit for 2 years. The Group is required to make fixed monthly payments over the lease period. On lease commencement, the Group recognised HK\$2,607,000 of right-of-use asset and HK\$2,607,000 lease liability in respect of the new lease and derecognised HK\$1,110,000 of right-of-use asset and HK\$1,075,000 of lease liability in respect of the terminated lease.

12. 使用權資產之變動

截至二零一九年十二月三十一日止六個月，本集團終止使用一間現有公寓單元的租賃協議及就使用另一間公寓單元訂立為期2年的新租賃協議。本集團須於租期內每月作出固定付款。於租約開始時，本集團就新租約確認使用權資產2,607,000港元及租賃負債2,607,000港元，並就已終止租約取消確認使用權資產1,110,000港元及租賃負債1,075,000港元。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the six months ended 31 December 2019

簡明綜合財務報表附註(續)

截至二零一九年十二月三十一日止六個月

13. INTERESTS IN ASSOCIATES

13. 於聯營公司之權益

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Interests in associates before impairment (note)	於聯營公司之權益(減值前) (附註)	2,055,961	1,934,861
Impairment losses recognised	已確認減值虧損	(49,410)	(30,400)
		2,006,551	1,904,461
Fair value of listed investments	上市投資之公平值	1,967,354	1,864,772

Note: The balance includes cost of interests in associates, after adjustment for sharing of the post-acquisition results and other comprehensive income of associates, dividend received and exchange differences.

附註：結餘包括於聯營公司之權益成本、調整後的應佔聯營公司收購後業績及其他全面收益、已收取股息及匯兌差額。

Recognition of impairment loss on the Group's interest in Tanami Gold NL ("Tanami")

At the end of the reporting period, in view of decrease in share price of Tanami during the six months ended 31 December 2019, the management of the Group carried out an impairment assessment on its interest in Tanami by comparing its recoverable amount with its carrying amount. In view of the material uncertainty associated with the exploration for and evaluation of the mineral resources possessed by Tanami, no sufficient information is available for the management of the Group to estimate future cash flows used in the value in use calculation. Therefore, the recoverable amount of the Group's interest in Tanami was based on its fair value less costs of disposal, which had been determined based on the closing price of the shares of Tanami listed on the ASX at the end of the reporting period. As at 31 December 2019, the recoverable amount of the Group's interest in Tanami, which represents the fair value less costs of disposal of HK\$115,753,000 is lower than its carrying amount. Accordingly, an impairment loss of HK\$19,010,000, is recognised in profit or loss during the six months ended 31 December 2019.

確認本集團於Tanami Gold NL ("Tanami")之權益之減值虧損

於報告期末，鑒於於截至二零一九年十二月三十一日止六個月，Tanami的股價有所下降，本集團管理層將其於Tanami之權益之可收回金額與其賬面值作比較，對該權益進行減值評估。鑒於勘探及評估Tanami擁有的礦產資源存在重大不確定性，故本集團管理層並無充足資料可用於估計使用價值計算所用的未來現金流量。因此，本集團於Tanami之權益之可收回金額乃基於其公平值減出售成本釐定，而其公平值減出售成本乃根據報告期末Tanami於澳交所上市之股份之收市價釐定。於二零一九年十二月三十一日，本集團於Tanami之權益之可收回金額(即公平值減出售成本)115,753,000港元低於其賬面值。因此，於截至二零一九年十二月三十一日止六個月之損益賬確認減值虧損19,010,000港元。

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14. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS 14. 按公平值於損益賬處理之金融資產

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Financial assets mandatorily measured at FVTPL:	強制按公平值於損益賬處理計量之金融資產：		
(a) Listed securities held-for-trading:	(a) 持作買賣之上市證券：		
– Equity securities listed in Hong Kong	– 於香港上市之股本證券	187,223	130,690
– Equity securities listed in the United Kingdom	– 於英國上市之股本證券	23,052	27,785
– Equity securities listed in Australia	– 於澳洲上市之股本證券	261,742	86,986
– Equity securities listed in Canada	– 於加拿大上市之股本證券	124,226	120,725
– Equity securities listed in the United States of America	– 於美國上市之股本證券	23,196	25,916
		619,439	392,102
(b) Unlisted equity investments	(b) 非上市股本投資	24,576	21,369
(c) Listed securities not held within the trading portfolios:	(c) 並非持作買賣組合的上市證券：		
– Equity securities listed in Australia	– 於澳洲上市之股本證券	55,407	275,638
(d) Convertible notes	(d) 可換股票據	10,478	10,873
		709,900	699,982
The carrying amount of the financial assets at FVTPL is presented as:	按公平值於損益賬處理之金融資產的賬面值呈列為：		
– Non-current assets	– 非流動資產	90,461	307,880
– Current assets	– 流動資產	619,439	392,102
		709,900	699,982

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15. LOAN NOTES

15. 貸款票據

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Loan notes issued by Sun Hung Kai & Co. (BVI) Limited ("SHK BVI")	Sun Hung Kai & Co. (BVI) Limited (「SHK BVI」) 發行之貸款票據	3,934	51,168
During the six months ended 31 December 2019, the movements of loan notes are set out as follows:		截至二零一九年十二月三十一日止六個月，貸款票據之變動載列如下：	
			HK\$'000 千港元
At 1 July 2019 (audited)	於二零一九年七月一日(經審核)		51,168
Interest income	利息收入		921
Interest received	已收利息		(1,273)
Redemption of loan notes	贖回貸款票據		(46,997)
Exchange difference	匯兌差額		115
At 31 December 2019 (unaudited)	於二零一九年十二月三十一日(未經審核)		3,934

Loan notes issued by SHK BVI

On 24 May 2016, the Group subscribed loan notes with a nominal value of US\$4,000,000 from SHK BVI, a limited liability company incorporated in the British Virgin Islands, which carry 4.75% coupon interest per annum and will mature on 31 May 2021. During the six months ended 31 December 2019, SHK BVI offered to repurchase the outstanding loan notes at price of US\$1,000 per US\$1,000 principal amount of the loan notes plus accrued interest. The Group accepted this offer for the entire balance and this tranche of loan notes was fully redeemed before the end of the reporting period.

On 1 September 2017, the Group subscribed loan notes with a nominal value of US\$2,500,000 from SHK BVI, which carry 4.65% coupon interest per annum and will mature on 8 September 2022. During the six months ended 31 December 2019, SHK BVI offered to repurchase the outstanding loan notes at price of US\$1,000 per US\$1,000 principal amount of the loan notes plus accrued interest. The Group accepted this offer for the entire balance of which 80% of this tranche of loan notes was redeemed before the end of the reporting period.

Loan notes issued by SHK BVI are guaranteed by Sun Hung Kai & Co. Limited ("SHK"), a limited liability company incorporated in Hong Kong, whose shares are listed on the Stock Exchange. SHK BVI is a wholly-owned subsidiary of SHK.

SHK BVI發行之貸款票據

於二零一六年五月二十四日，本集團向SHK BVI(一間於英屬處女群島註冊成立之有限公司)認購面值為4,000,000美元之貸款票據，其票面年利率為4.75%，並將於二零二一年五月三十一日到期。於截至二零一九年十二月三十一日止六個月期間，SHK BVI提出按每1,000美元貸款票據本金額以1,000美元另加應計利息的價格購回發行在外之貸款票據的要約。本集團就全部結餘接受該要約，且該批貸款票據已於報告期末前悉數贖回。

於二零一七年九月一日，本集團向SHK BVI認購面值為2,500,000美元之貸款票據，其票面年利率為4.65%，並將於二零二二年九月八日到期。於截至二零一九年十二月三十一日止六個月期間，SHK BVI提出按每1,000美元貸款票據本金額以1,000美元另加應計利息的價格購回發行在外之貸款票據的要約。本集團就全部結餘接受該要約，其中該批貸款票據之80%已於報告期末前悉數贖回。

SHK BVI發行之貸款票據由新鴻基有限公司(「新鴻基」)，一家於香港註冊成立之有限公司，其股份於聯交所上市)擔保。SHK BVI為新鴻基之全資附屬公司。

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截至二零一九年十二月三十一日止六個月

16. TRADE AND OTHER RECEIVABLES

16. 貿易及其他應收賬款

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Trade receivables designated at FVTPL	指定按公平值於損益賬處理之貿易應收賬款	67,265	—
Other receivables, deposits and prepayments	其他應收賬款、按金及預付款	11,217	16,731
Receivable from securities brokers	應收證券經紀款項	23,638	9,341
		102,120	26,072

The Group allows an average credit period of 90 days to its trade customers from commodity business. Before accepting any new customers, the Group assesses the potential customer's credit quality and defines credit limits to it. The credit limits attributed to customers are reviewed regularly.

本集團授予其商品業務之貿易客戶90日的平均信貸期。接受任何新客戶前，本集團會評估潛在客戶的信貸質素並釐定客戶信貸限額。本集團亦會定期檢討客戶的信貸限額。

The following is an ageing analysis of trade receivables presented based on the invoice date which approximates the revenue recognition date at the end of the reporting period:

於報告期末，貿易應收賬款按發票日期(與收益確認日期相若)呈列之賬齡分析如下：

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
0 to 30 days	0至30日	54,344	—
31 to 60 days	31至60日	897	—
61 to 90 days	61至90日	12,024	—
		67,265	—

As at 31 December 2019, no trade receivables designated at FVTPL were past due.

於二零一九年十二月三十一日，概無已逾期之指定按公平值於損益賬處理之貿易應收賬款。

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17. LOAN RECEIVABLES

17. 應收貸款

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Fixed rate loan receivables	應收定息貸款	480,336	401,418
The carrying amount of the loan receivables is presented as	應收貸款之賬面值，呈列為		
— Non-current assets	— 非流動資產	323,158	—
— Current assets	— 流動資產	157,178	401,418
		480,336	401,418

Fixed rate loan receivables comprises:

應收定息貸款包括：

Principal amount 本金額	Maturity date 到期日	Security 抵押品	Guarantee 擔保	Effective interest rate 實際利率	Carrying amount 賬面值	
					31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元
(1) HK\$17,170,000 ^(a) (30 June 2019: N/A) 17,170,000港元 ^(a) (二零一九年六月三十日： 不適用)	24 July 2020 (30 June 2019: N/A) 二零二零年七月二十四日 (二零一九年六月三十日： 不適用)	No 無	No 無	7.0% per annum (30 June 2019: N/A) 每年7.0%	17,126	—
(2) HK\$31,000,000 (30 June 2019: HK\$31,000,000) 31,000,000港元 (二零一九年六月三十日： 31,000,000港元)	26 June 2020 (30 June 2019: 28 June 2019) ^(b) 二零二零年六月二十六日 (二零一九年六月三十日： 二零一九年六月二十八日) ^(b)	No 無	No 無	15.0% (30 June 2019: 15.0%) per annum 每年15.0%	30,979	31,038
(3) HK\$10,000,000 (30 June 2019: N/A) 10,000,000港元 (二零一九年六月三十日： 不適用)	16 March 2020 (30 June 2019: N/A) 二零二零年三月十六日 (二零一九年六月三十日： 不適用)	No 無	No 無	19.71% per annum for the first month and 12.00% per annum thereafter (30 June 2019: N/A) 第一個月每年19.71%， 其後每年12.00%	9,649	—
(4) Renminbi ("RMB") 109,000,000 (30 June 2019: RMB109,000,000) ^(c) 人民幣(「人民幣」) 109,000,000元(二零一九年 六月三十日： 人民幣109,000,000元) ^(c)	31 December 2021 (30 June 2019: 31 March 2020) ^(d) 二零二一年十二月三十一日 (二零一九年六月三十日： 二零二零年三月三十一日) ^(d)	No 無	Yes ^(e) 有 ^(e)	8.0% (30 June 2019: 8.0%) per annum 每年8.0%	121,590	123,652

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17. LOAN RECEIVABLES (Continued)

17. 應收貸款(續)

Principal amount 本金額	Maturity date 到期日	Security 抵押品	Guarantee 擔保	Effective interest rate 實際利率	Carrying amount 賬面值	
					31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元
(5) HK\$99,424,000 ^(b) (30 June 2019: HK\$174,000,000) 99,424,000港元 ^(b) (二零一九年六月三十日: 174,000,000港元)	5 August 2020 (30 June 2019: 3 October 2019) ^(a) 二零二零年八月五日 (二零一九年六月三十日: 二零一九年十月三日) ^(a)	Yes ^(b)	No	17.5% (30 June 2019: 23.0%) per annum 每年17.5% (二零一九年 六月三十日: 23.0%) ^(b)	99,424	191,461
(6) Nil (30 June 2019: Australian Dollar 10,000,000) 零(二零一九年六月三十日: 10,000,000澳幣)	N/A (30 June 2019: 30 September 2019) 不適用(二零一九年六月三十日: 二零一九年九月三十日)	Yes ^(b)	Yes ^(b)	N/A (30 June 2019: 11.25% per annum ^(m)) 不適用(二零一九年六月 三十日: 每年11.25% ^(m))	—	55,267
(7) RMB180,000,000 ^(k) (30 June 2019: N/A) 人民幣180,000,000元 ^(k) (二零一九年六月三十日: 不適用)	12 July 2021 (30 June 2019: N/A) 二零二一年七月十二日 (二零一九年六月三十日: 不適用)	No	Yes ^(b)	5.5% per annum (30 June 2019: N/A) 每年5.5% (二零一九年 六月三十日: 不適用)	201,568	—
					480,336	401,418

Notes:

- (a) The principal amount is HK\$17,170,000 out of the loan limit of HK\$41,000,000.
- (b) On 9 July 2019, the Group entered into the supplemental loan agreement with the borrower. Pursuant to the supplemental loan agreement, the maturity date of the loan was further extended to 26 June 2020.
- (c) The principal amount is equivalent to HK\$121,677,000 (30 June 2019: HK\$123,851,000) out of the loan limit of HK\$225,000,000 (30 June 2019: HK\$225,000,000).
- (d) On 13 September 2019, the Group entered into a new loan agreement with the borrower and its guarantor. Pursuant to the new loan agreement, the maturity date of the loan was further extended to 31 December 2021.
- (e) The loan is guaranteed by the ultimate holding company of the borrower which is a company incorporated in Bermuda and its shares are listed on the Stock Exchange.
- (f) During the six months ended 31 December 2019, the borrower early repaid the principal of HK\$103,000,000.
- (g) On 19 July 2019, the Group and, among other lenders, entered into the supplemental facility agreement with the borrower. Pursuant to the supplemental facility agreement, among other terms of the loan, the limit of loan was raised to HK\$204,000,000 and the maturity date of the loan was extended to 12 months after the second utilisation date of the loan (i.e. 5 August 2020). Details of the supplemental facility agreement were set out in the Company's announcement dated 19 July 2019.

附註:

- (a) 本金額為17,170,000港元，而貸款上限為41,000,000港元。
- (b) 於二零一九年七月九日，本集團與借款人訂立補充貸款協議。根據補充貸款協議，貸款之到期日已進一步延長至二零二零年六月二十六日。
- (c) 本金額相當於121,677,000港元(二零一九年六月三十日: 123,851,000港元)，而貸款上限為225,000,000港元(二零一九年六月三十日: 225,000,000港元)。
- (d) 於二零一九年九月十三日，本集團與借款人及其擔保人訂立新貸款協議。根據新貸款協議，貸款之到期日已進一步延長至二零二一年十二月三十一日。
- (e) 貸款由借款人的最終控股公司(一間於百慕達註冊成立之公司，其股份於聯交所上市)擔保。
- (f) 截至二零一九年十二月三十一日止六個月，借款人提早償還本金103,000,000港元。
- (g) 於二零一九年七月十九日，本集團及其他貸款人與借款人訂立補充融資協議。根據補充融資協議，除其他貸款條款外，貸款上限已提升至204,000,000港元及貸款之到期日已延長至自該貸款第二次動用日期起計十二個月(即二零二零年八月五日)。有關補充融資協議之詳情載於本公司日期為二零一九年七月十九日之公告。

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17. LOAN RECEIVABLES (Continued)

- (h) Details of the securities are set out in the Company's announcements dated 29 September 2018 and 19 July 2019.
- (i) The effective interest rate comprises fixed interest rate of 8% per annum, default interest rate of 6% per annum since 3 April 2019 and participation fee of 9% per annum.
- (j) The loan as at 30 June 2019 was guaranteed by a director of the borrower and secured by a general security deed over the borrower.
- (k) The principal amount is equivalent to HK\$200,934,000 out of the loan limit of HK\$235,000,000.
- (l) The loan is guaranteed by the holding company of the borrower which is a company incorporated in Hong Kong with limited liability and its shares are listed on the Stock Exchange.
- (m) The effective interest rate comprised fixed interest rate of 7.25% and default interest rate of 4.0% per annum.

The movements in allowance for impairment in respect of loan receivables during the six months ended 31 December 2019 are set out as follows:

		HK\$'000 千港元
Balance at 1 July 2019 (audited)	於二零一九年七月一日之結餘(經審核)	558
Recognition of impairment loss	確認減值虧損	660
Reversal of impairment loss	撥回減值虧損	(169)
Balance at 31 December 2019 (unaudited)	於二零一九年十二月三十一日之結餘 (未經審核)	1,049

During the six months ended 31 December 2019, the movements of loan receivables, net of allowance, are set out as follows:

		HK\$'000 千港元
At 1 July 2019 (audited)	於二零一九年七月一日(經審核)	401,418
Interest income	利息收入	44,637
Interest received	已收利息	(37,067)
New grant of loans	授出新貸款	307,981
Repayment of loans	貸款獲償還	(229,572)
Recognition of impairment loss	確認減值虧損	(660)
Reversal of impairment loss	撥回減值虧損	169
Exchange difference	匯兌差額	(6,570)
At 31 December 2019 (unaudited)	於二零一九年十二月三十一日(未經審核)	480,336

17. 應收貸款(續)

- (h) 該等抵押品之詳情載於本公司日期為二零一八年九月二十九日及二零一九年七月十九日之公告。
- (i) 實際利率包括固定利率每年8%、違約利率每年6%(自二零一九年四月三日起)及參與費每年9%。
- (j) 於二零一九年六月三十日，貸款由借款人一名董事作擔保及借款人的一般抵押契據作抵押。
- (k) 本金額相當於200,934,000港元，而貸款上限為235,000,000港元。
- (l) 貸款由借款人的控股公司(一間於香港註冊成立之有限公司，其股份於聯交所上市)擔保。
- (m) 實際利率包括固定利率7.25%及違約利率每年4.0%。

截至二零一九年十二月三十一日止六個月，有關應收貸款之減值撥備之變動如下：

		HK\$'000 千港元
截至二零一九年十二月三十一日止六個月，應收貸款(扣除撥備)之變動載列如下：		

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18. SHARE CAPITAL

18. 股本

		Number of shares 股份數目	Amount 金額 HK\$'000 千港元
Authorised and issued share capital Ordinary shares of HK\$1.00 each:	法定及已發行股本 每股面值1.00港元之普通股：		
Authorised:	法定：		
At 1 July 2019 (audited) and 31 December 2019 (unaudited)	於二零一九年七月一日(經審核)及 二零一九年十二月三十一日 (未經審核)	2,000,000,000	2,000,000
Issued and fully paid:	已發行及繳足：		
At 1 July 2019 (audited) and 31 December 2019 (unaudited)	於二零一九年七月一日(經審核)及 二零一九年十二月三十一日 (未經審核)	1,218,893,914	1,218,894

19. TRADE AND OTHER PAYABLES

19. 貿易及其他應付賬款

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Trade payables designated at FVTPL	指定按公平值於損益賬處理 之貿易應付賬款	53,097	5,415
Other payables	其他應付賬款	7,537	7,396
		60,634	12,811

The following is an ageing analysis of trade payables designated at FVTPL, presented based on the invoice date at the end of the reporting period:

於報告期末，指定按公平值於損益賬處理之貿易應付賬款按發票日期呈列之賬齡分析如下：

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
0 to 30 days	0至30日	50,617	5,415
31 to 60 days	31至60日	2,480	—
		53,097	5,415

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19. TRADE AND OTHER PAYABLES (Continued)

The Group purchases iron ore commodities under provisional pricing arrangements where final prices are based on prevailing spot prices over a quotation period after shipment by the supplier which is a subsidiary of an associate, Mount Gibson Iron Limited ("MGX"). These trade payables are designated at FVTPL on contract by contract basis.

20. RELATED PARTY TRANSACTIONS

Save as disclosed in elsewhere of these condensed consolidated financial statements, the Group entered the following related party transactions:

(a) Transactions and balances with subsidiaries of an associate, MGX:

		Six months ended 截至以下日期止六個月	
		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Purchase of commodities	購買商品	257,645	46,985
		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Trade payables designated at FVTPL	指定按公平值於損益賬處理之貿易應付賬款	53,097	5,415
Other receivables	其他應收賬款	—	1,326

The Group entered into several commodity contracts with MGX to purchase certain quantities of iron ores from MGX for which the prices were based on the respective lump and fines Platts Iron Ore Price. The Group is required to take physical delivery of the iron ores from MGX in accordance with terms of the commodity contracts.

19. 貿易及其他應付賬款(續)

本集團根據臨時定價安排採購鐵礦石商品，最終價格於供應商(其為一間聯營公司Mount Gibson Iron Limited ("MGX"))之附屬公司)裝運後基於在報價期內通行現貨價格設定。該等貿易應付賬款按個別合約基準指定為按公平值於損益賬處理。

20. 關聯方交易

除於該等簡明綜合財務報表其他部分所披露者外，本集團已訂立以下關聯方交易：

(a) 與聯營公司MGX之附屬公司之交易及結餘：

		Six months ended 截至以下日期止六個月	
		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Purchase of commodities	購買商品	257,645	46,985
		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Trade payables designated at FVTPL	指定按公平值於損益賬處理之貿易應付賬款	53,097	5,415
Other receivables	其他應收賬款	—	1,326

本集團與MGX訂立若干商品合約以向MGX購買一定量的鐵礦石，其價格乃根據塊礦及粉礦各自的普氏鐵礦石價而釐定。根據商品合約條款，本集團須自MGX實物交收鐵礦石。

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20. RELATED PARTY TRANSACTIONS (Continued)

(b) Transactions and balances with Allied Properties (H.K.) Limited (“APL”) and Allied Group Limited (“AGL”), the holding company of APL:

20. 關聯方交易(續)

(b) 與聯合地產(香港)有限公司(「聯合地產」)及聯合集團有限公司(「聯合集團」, 聯合地產之控股公司)之交易及結餘:

		Six months ended	
		截至以下日期止六個月	
		31.12.2019	31.12.2018
		二零一九年	二零一八年
		十二月三十一日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Reimbursement to AGL the actual costs incurred in respect of administrative services and a portion of actual costs incurred in respect of management, consultancy, strategic, internal audit, management information system consultancy and business advice services provided by senior management and selected staff of AGL to the Group in accordance with the relevant sharing of administrative services and management services agreement	根據相關行政服務及管理服務分攤協議, 就聯合集團之高級管理層及選定的僱員向本集團提供行政服務所產生之實際成本及提供管理、顧問、策略、內部審核、管理資訊系統顧問及業務建議服務所產生之部分實際成本向聯合集團作出償付	1,450	1,325
Reimbursement to APL a portion of actual costs incurred in respect of management services provided by senior management and selected staff of APL to the Group in accordance with the relevant sharing of management services agreement	根據相關管理服務分攤協議, 就聯合地產之高級管理層及選定的僱員向本集團提供管理服務所產生之部分實際成本向聯合地產作出償付	198	180
Rental and building management expenses payable to AGL	應付聯合集團之租金及樓宇管理費	805	429
		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30.6.2019 二零一九年 六月三十日 HK\$'000 千港元 (audited) (經審核)
Amount due to AGL (included in other payables)	應付聯合集團款項 (計入其他應付賬款)	275	510

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20. RELATED PARTY TRANSACTIONS (Continued)

(c) Transactions and balances with Best Advantage Limited (“BAL”), an associate of APL:

Interest income	利息收入	5,275	—
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Six months ended
截至以下日期止六個月
31.12.2019 31.12.2018
二零一九年 二零一八年
十二月三十一日 十二月三十一日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (unaudited)
(未經審核) (未經審核)

31.12.2019 30.6.2019
二零一九年 二零一九年
十二月三十一日 六月三十日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (audited)
(未經審核) (經審核)

Loan receivable	應收貸款	201,568	—
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(d) Transactions and balances with SHK BVI, an indirectly owned subsidiary of APL:

Interest income from loan notes	貸款票據之利息收入	921	1,207
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(c) 與 Best Advantage Limited (「BAL」，聯合地產之聯營公司) 之交易及結餘：

Six months ended
截至以下日期止六個月
31.12.2019 31.12.2018
二零一九年 二零一八年
十二月三十一日 十二月三十一日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (unaudited)
(未經審核) (未經審核)

31.12.2019 30.6.2019
二零一九年 二零一九年
十二月三十一日 六月三十日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (audited)
(未經審核) (經審核)

(d) 與聯合地產間接擁有之附屬公司SHK BVI之交易及結餘：

Six months ended
截至以下日期止六個月
31.12.2019 31.12.2018
二零一九年 二零一八年
十二月三十一日 十二月三十一日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (unaudited)
(未經審核) (未經審核)

31.12.2019 30.6.2019
二零一九年 二零一九年
十二月三十一日 六月三十日
HK\$'000 HK\$'000
千港元 千港元
(unaudited) (audited)
(未經審核) (經審核)

Loan notes (Note 15)	貸款票據(附註15)	3,934	51,168
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20. RELATED PARTY TRANSACTIONS (Continued)

(e) Transactions with AP Finance Limited, a subsidiary of APL:

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Finance costs	融資成本	—	596

(f) Compensation of key management personnel

The remuneration of key management who are directors of the Company and members of the senior management of the Group during the period is set out as follows:

		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Short-term employee benefits	短期僱員福利	3,997	5,879
Post-employment benefits	離職後福利	79	77
		4,076	5,956

During both interim periods, certain key management of the Group received remuneration from AGL and APL which provided management services to the Group and charged the Group a fee for services provided by these personnel. Details of management services and the related expenses are set out in note 20(b).

20. 關聯方交易(續)

(e) 與聯合地產之附屬公司AP Finance Limited之交易：

Six months ended 截至以下日期止六個月		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Finance costs	融資成本	—	596

(f) 主要管理人員報酬

主要管理人員(為本公司董事及本集團高級管理層成員)於期內之薪酬載列如下：

Six months ended 截至以下日期止六個月		31.12.2019 二零一九年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	31.12.2018 二零一八年 十二月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Short-term employee benefits	短期僱員福利	3,997	5,879
Post-employment benefits	離職後福利	79	77
		4,076	5,956

於兩個中期期間，本集團若干主要管理人員向為本集團提供管理服務之聯合集團及聯合地產收取薪酬，而該等人員就其提供之服務向本集團收取費用。有關管理服務及相關開支的詳情載於附註20(b)。

21. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

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

Some of the Group's financial assets and liabilities are measured at fair value on a recurring basis at the end of the reporting period. The following table gives information about how the fair values of these financial assets and liabilities are determined (in particular, the valuation technique and inputs used), as well as the level of 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).

21. 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及負債之公平值

本集團之若干金融資產及負債於報告期末以經常基準按公平值計量。下表載列關於如何釐定該等金融資產及負債之公平值(特別是所採用的估值技術及輸入數據),以及公平值計量如何根據其輸入數據之可觀察程度而分類為不同公平值層級(第一級到第三級)的資料。

- 第一級公平值計量為源自相同資產或負債於活躍市場之報價(未經調整)得出;
- 第二級公平值計量為源自第一級所載報價以外之可觀察資產或負債輸入數據直接(即價格)或間接(即按價格推算)得出;及
- 第三級公平值計量為源自包括並非以可觀察市場數據為基礎之資產或負債輸入數據(不可觀察之輸入數據)之估值技術得出。

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21. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis (Continued)

21. 金融工具之公平值計量(續)

以經常基準按公平值計量之本集團金融資產及負債之公平值(續)

	Fair value as at 31.12.2019 於二零一九年十二月三十一日之公平值 (unaudited) (未經審核)	Fair value as at 30.6.2019 於二零一九年六月三十日之公平值 (audited) (經審核)	Fair value hierarchy 公平值層級	Valuation technique(s) and key input(s) 估值技術及關鍵輸入數據
Financial assets 金融資產				
(1) Listed equity securities held-for-trading 持作買賣上市股本證券	Listed equity securities — HK\$619,439,000 上市股本證券 — 619,439,000港元	Listed equity securities — HK\$392,102,000 上市股本證券 — 392,102,000港元	Level 1 第一級	Quoted bid prices in active markets 於活躍市場所報的買入價
(2) Convertible notes 可換股票據	Issued by a private entity HK\$10,478,000 由私營實體發行 10,478,000港元	Issued by a private entity HK\$10,873,000 由私營實體發行 10,873,000港元	Level 3 第三級	Discounted cash flow and a discount rate of 26.4% (30 June 2019: 26.4%) for debt component Binomial Option Pricing model and an expected volatility of 19% (30 June 2019: 19%) for derivative component 對於債務部分，採用折現現金流量，貼現率為26.4%（二零一九年六月三十日：26.4%） 對於衍生部分，採用二項式期權定價模型，預期波動率為19%（二零一九年六月三十日：19%）

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21. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis (Continued)

21. 金融工具之公平值計量(續)

以經常基準按公平值計量之本集團金融資產及負債之公平值(續)

	Fair value as at 31.12.2019 於二零一九年十二月 三十一日之公平值 (unaudited) (未經審核)	Fair value as at 30.6.2019 於二零一九年六月 三十日之公平值 (audited) (經審核)	Fair value hierarchy 公平值 層級	Valuation technique(s) and key input(s) 估值技術及關鍵輸入數據
(3) Equity securities not held within trading portfolio	Unlisted equity securities HK\$22,460,000	Unlisted equity securities HK\$21,216,000	Level 3	Discounted cash flow and a discount rate of 26.4% (30 June 2019: 33.7%) for business valuation
並非持作買賣組合之股本證券	非上市股本證券 22,460,000港元	非上市股本證券 21,216,000港元	第三級	Black Scholes Option Pricing model and an expected volatility of 19% (30 June 2019: 19%) for equity allocation 對於業務估值部分，採用折現現金流量，貼現率為26.4% (二零一九年六月三十日：33.7%)
	HK\$2,116,000	HK\$153,000	Level 3	對於權益分配，採用布萊克-舒爾斯期權定價模型(Black Scholes Option Pricing model)，預期波動率為19% (二零一九年六月三十日：19%)
	2,116,000港元	153,000港元	第三級	Price to book multiples with reference to the market price of companies comparable to the investee and the investee's net asset value and a discount rate of 15% (30 June 2019: 47%) 賬面值乘以經參考可資比較被投資公司市價及被投資公司資產淨值及15%的貼現率 (二零一九年六月三十日：47%)
	Listed equity securities HK\$55,407,000 上市股本證券 55,407,000港元	Listed equity securities HK\$275,638,000 上市股本證券 275,638,000港元	Level 1 第一級	Quoted bid prices in active markets 於活躍市場所報的買入價
(4) Trade receivables designated at FVTPL 指定按公平值於損益賬處理之貿易應收賬款	HK\$67,265,000 67,265,000港元	— —	Level 2 第二級	Derived from quoted prices in active markets 來源於活躍市場報價

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21. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets and liabilities that are measured at fair value on a recurring basis (Continued)

	Fair value as at 31.12.2019 於二零一九年十二月 三十一日之公平值 (unaudited) (未經審核)	Fair value as at 30.6.2019 於二零一九年六月 三十日之公平值 (audited) (經審核)
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Financial liabilities 金融負債

Trade payables designated at FVTPL	HK\$53,097,000	HK\$5,415,000
按公平值於損益賬處理之貿易應付賬款	53,097,000 港元	5,415,000 港元

There was no transfer between Level 1 and 2 during both periods.

21. 金融工具之公平值計量(續)

以經常基準按公平值計量之本集團金融資產及負債之公平值(續)

Fair value hierarchy 公平值層級	Valuation technique(s) and key input(s) 估值技術及關鍵輸入數據
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Level 2	Derived from quoted prices in active markets after considering credit risk of the liabilities
第二級	來源於考慮負債之信貸風險後之活躍市場報價

於兩個期間內，第一級及第二級之間並無轉撥。

Reconciliation of Level 3 fair value measurements of financial assets 金融資產之第三級公平值計量之對賬

	Convertible notes at FVTPL 按公平值於損益賬處理之可換股票據 HK\$'000 千港元	Unlisted equity securities at FVTPL 按公平值於損益賬處理之非上市股本證券 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 July 2019 (audited)	10,873	21,369	32,242
Acquisition	—	1,361	1,361
Interest income	555	—	555
(Loss) gain arising from changes in fair value recognised in profit or loss	(950)	1,846	896
At 31 December 2019 (unaudited)	10,478	24,576	35,054

There was unrealised gain or loss during the six months ended 31 December 2019 relating to financial assets that are measured at fair value and are in level 3 in the fair value hierarchy at the end of the reporting period. Such fair value gain or loss are included in "other gains and losses" line item in these condensed consolidated statement of profit or loss.

截至二零一九年十二月三十一日止六個月，於報告期末按公平值計量且屬於第三級公平值層級之金融資產錄得未變現收益或虧損。該公平值收益或虧損計入該等簡明綜合損益表「其他收益及虧損」一項。

21. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets and financial liabilities that are not measured at fair value on a recurring basis

The management of the Group estimates the fair value of its financial assets and financial liabilities measured at amortised cost using the discounted cash flows analysis and considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated statement of financial position approximate their fair values.

Fair value measurement and valuation process

The chief financial officer of the Company is responsible to determine the appropriate valuation techniques and inputs for fair value measurements.

In estimating the fair value of an asset, the Group uses market-observable data to the extent it is available. Where level 1 inputs are not available, the Group engages third party qualified valuers to perform the valuation. The chief financial officer of the Company works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

Information about the valuation techniques and inputs used in determining the fair value of various assets are disclosed above.

21. 金融工具之公平值計量(續)

並非以經常基準按公平值計量之本集團金融資產及金融負債之公平值

本集團管理層估計其以貼現現金流分析按攤銷成本計量的金融資產及金融負債之公平值，且認為簡明綜合財務狀況表內按攤銷成本記錄之金融資產及金融負債之賬面值與其公平值相若。

公平值計量及估值過程

本公司的首席財務官負責就公平值計量釐定適當的估值技術及輸入數據。

於估計資產公平值時，本集團盡可能使用市場可觀察數據。倘無法獲取第一級輸入數據，本集團聘請第三方合資格估值師進行估值。本公司的首席財務官與合資格外部估值師緊密合作以設立模式適用的估值技術及輸入數據。

有關釐定各資產公平值所用的估值技術及輸入數據的資料於上文披露。

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表 審閱報告

Deloitte.

德勤

TO THE BOARD OF DIRECTORS OF APAC RESOURCES LIMITED
(incorporated in Bermuda with limited liability)

致：亞太資源有限公司董事會
(於百慕達註冊成立之有限公司)

INTRODUCTION

We have reviewed the condensed consolidated financial statements of APAC Resources Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) set out on pages 19 to 62, which comprise the condensed consolidated statement of financial position as of 31 December 2019 and the related condensed consolidated statement of profit or loss, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“**HKAS 34**”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

引言

本核數師已審閱載於第19頁至第62頁的亞太資源有限公司(「**貴公司**」)及其附屬公司(統稱「**貴集團**」)之簡明綜合財務報表，該等簡明綜合財務報表包括於二零一九年十二月三十一日的簡明綜合財務狀況表與截至該日止六個月期間的相關簡明綜合損益表、損益及其他全面收益表、權益變動表及現金流量表，以及若干解釋附註。香港聯合交易所有限公司證券上市規則規定，編製中期財務資料報告必須符合其相關規定及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」(「**香港會計準則第34號**」)。貴公司董事須負責根據香港會計準則第34號編製及呈列該等簡明綜合財務報表。本核數師的責任是根據本核數師的審閱對該等簡明綜合財務報表作出結論，並根據我們已協定的聘用條款，將此結論僅向董事會報告，而不作其他用途。本核數師概不就本報告的內容而向任何其他人士負責或承擔任何責任。

審閱範圍

本核數師已根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體之獨立核數師對中期財務資料的審閱」進行審閱。有關該等簡明綜合財務報表的審閱工作包括主要向負責財務及會計事宜的人員查詢，並進行分析和其他審閱程序。由於審閱的範圍遠較按照香港核數準則進行審核的範圍小，因此不能保證本核數師會注意到在審核中可能會被識別的所有重大事項。因此，本核數師不會發表任何審核意見。

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

簡明綜合財務報表 審閱報告(續)

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

27 February 2020

結論

根據本核數師的審閱工作，本核數師並沒有注意到任何事項，使本核數師相信簡明綜合財務報表在所有重大方面並無按照香港會計準則第34號的規定編製。

德勤•關黃陳方會計師行
執業會計師
香港

二零二零年二月二十七日

DIRECTORS' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

董事於股份、相關股份及債權證之權益

As at 31 December 2019, the interests and short positions held by the directors and chief executive of the Company in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, the "SFO") as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") were as follows:

於二零一九年十二月三十一日，本公司各董事及最高行政人員於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持有須記錄於本公司根據證券及期貨條例第352條規定所存置之登記冊內，或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的標準守則(「標準守則」)須另行知會本公司及香港聯合交易所有限公司(「聯交所」)之權益及淡倉如下：

Long positions in shares and underlying shares of the Company

於本公司股份及相關股份之好倉

Name of Director 董事姓名	Capacity in which interests are held 權益持有者身份	Number of shares/ underlying shares held 持有之股份/相關股份數目		Approximate percentage of shareholding 概約持股百分比
		Interests in shares 股份權益	Total interests 總權益	
Mr. Lee Seng Hui 李成輝先生	Other interests 其他權益	457,817,630 (Note 1) (附註1)	457,817,630	37.56%

Note:

1. Mr. Lee Seng Hui together with Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of Lee and Lee Trust, being a discretionary trust. The Lee and Lee Trust controlled approximately 74.95% of the total number of issued shares of Allied Group Limited ("AGL") (inclusive of Mr. Lee Seng Hui's personal interests) and was therefore deemed to be interested in 457,817,630 shares of the Company in which AGL was deemed to be interested through a wholly-owned subsidiary of Allied Properties (H.K.) Limited ("APL"), its 74.99%-owned subsidiary.

附註：

1. 李成輝先生連同李淑慧女士及李成煌先生均為Lee and Lee Trust(全權信託)之信託人。Lee and Lee Trust控制聯合集團有限公司(「聯合集團」)已發行股份總數約74.95%(包括李成輝先生之個人權益)，故被視為擁有聯合集團透過其擁有74.99%權益之附屬公司聯合地產(香港)有限公司(「聯合地產」)之全資附屬公司而被視為擁有本公司457,817,630股股份之權益。

Save as disclosed above, as at 31 December 2019, none of the directors or chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，於二零一九年十二月三十一日，概無本公司董事或最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份或債權證中擁有須記錄於本公司根據證券及期貨條例第352條規定所存置之登記冊內，或根據標準守則須另行知會本公司及聯交所之任何權益或淡倉。

SUBSTANTIAL SHAREHOLDERS

As at 31 December 2019, the following persons, other than the directors or chief executive of the Company, had interests or short positions in more than 5% of the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO:

Long positions in shares and underlying shares of the Company

主要股東

於二零一九年十二月三十一日，按本公司根據證券及期貨條例第336條規定所存置之登記冊所載，下列人士(除本公司之董事或最高行政人員外)擁有本公司之股份或相關股份之5%以上權益或淡倉：

於本公司股份及相關股份之好倉

Name of Shareholders 股東名稱	Capacity in which interests are held 權益持有者身份	Number of shares/ underlying shares held 持有之股份／相關股份數目		Approximate percentage of shareholding 概約持股百分比
		Interests in shares 股份權益	Total interests 總權益	
Shougang Fushan Resources Group Limited 首鋼福山資源集團有限公司	Interest of a controlled corporation (Note 1) 受控法團權益(附註1)	143,400,000	143,400,000	17.64%
APL 聯合地產	Interest of controlled corporations (Note 2) 受控法團權益(附註2)	457,817,630	457,817,630	37.56%
AGL 聯合集團	Interest of controlled corporations (Note 4) 受控法團權益(附註4)	457,817,630	457,817,630 (Note 3) (附註3)	37.56%
Lee and Lee Trust	Interest of controlled corporations (Note 5) 受控法團權益(附註5)	457,817,630	457,817,630 (Note 3) (附註3)	37.56%

Notes:

- These shares are held by Benefit Rich Limited ("Benefit Rich"), a wholly-owned subsidiary of Shougang Fushan Resources Group Limited ("Shougang Fushan"). Accordingly, Shougang Fushan was deemed to have an interest in the shares in which Benefit Rich was interested.
- The interests include 457,817,630 shares of the Company held by Allied Properties Investments (1) Company Limited ("API(1)"), a wholly-owned subsidiary of Allied Properties Overseas Limited which in turn is a wholly-owned subsidiary of APL. APL was therefore deemed to have an interest in the shares in which API(1) was interested.
- This represents the same interests of APL in 457,817,630 shares.
- APL is a non wholly-owned subsidiary of AGL. AGL was therefore deemed to have an interest in the shares in which APL was interested.

附註：

- 該等股份由首鋼福山資源集團有限公司(「首鋼福山」)之全資附屬公司Benefit Rich Limited(「Benefit Rich」)持有。因此，首鋼福山被視為擁有Benefit Rich所持股份之權益。
- 該等權益包括Allied Properties Investments (1) Company Limited(「API(1)」)持有之457,817,630股本公司股份，API(1)為Allied Properties Overseas Limited之全資附屬公司，而Allied Properties Overseas Limited為聯合地產之全資附屬公司。因此，聯合地產被視為擁有API(1)所持股份之權益。
- 該權益指聯合地產於457,817,630股股份中之相同權益。
- 聯合地產為聯合集團之非全資附屬公司。因此，聯合集團被視為擁有聯合地產所持股份之權益。

OTHER INFORMATION (CONTINUED)

其他資料(續)

5. Mr. Lee Seng Hui, Director, together with Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of Lee and Lee Trust, being a discretionary trust. The Lee and Lee Trust controlled approximately 74.95% of the total number of issued shares of AGL (inclusive of Mr. Lee Seng Hui's personal interests) and was therefore deemed to have an interest in the shares in which AGL was interested through APL.

5. 董事李成輝先生連同李淑慧女士及李成煌先生均為Lee and Lee Trust(全權信託)之信託人。Lee and Lee Trust控制聯合集團已發行股份總數約74.95%(包括李成輝先生之個人權益)，因此，彼等被視為擁有聯合集團透過聯合地產所持股份之權益。

Save as disclosed above and in the section headed "Directors' Interests in Shares, Underlying Shares and Debentures", as at 31 December 2019, the Company was not notified of any other persons having any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

除上文以及「董事於股份、相關股份及債權證之權益」一節所披露者外，於二零一九年十二月三十一日，本公司並無獲知會有任何其他人士於本公司之股份或相關股份中持有須記錄於本公司根據證券及期貨條例第336條規定所存置之登記冊內之任何權益或淡倉。

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

企業管治守則之遵守

During the six months ended 31 December 2019, the Company has applied the principles of, and fully complied with, the applicable code provisions of the Corporate Governance Code and Corporate Governance Report as set out in Appendix 14 of the Listing Rules.

於截至二零一九年十二月三十一日止六個月，本公司已應用上市規則附錄十四所載企業管治守則及企業管治報告之原則及全面遵守適用之守則條文。

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

董事進行證券交易之行為守則

The Company has adopted the Model Code as its code of conduct regarding securities transactions by the directors of the Company. All directors of the Company have confirmed, following a specific enquiry by the Company, that they have fully complied with the required standard as set out in the Model Code throughout the period under review.

本公司已採納標準守則作為本公司董事進行證券交易之行為守則。經本公司作出特定查詢後，本公司全體董事已確認彼等於回顧期內一直遵守標準守則所載之規定標準。

CHANGES IN INFORMATION OF DIRECTORS

董事資料之變更

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information on directors of the Company are as follows:

根據上市規則第13.51B(1)條，本公司董事資料的變更如下：

Experience including other directorships held in the last three years and major appointments

於過去三年擔任其他董事職務及其他主要任命之經驗

Mr. Brett Robert Smith, the Deputy Chairman and an Executive Director of the Company, was appointed as a non-executive director of Metals X Limited, a company listed on the Australian Securities Exchange, with effect from 3 December 2019.

本公司副主席兼執行董事Brett Robert Smith先生自二零一九年十二月三日起獲委任為Metals X Limited之非執行董事，該公司於澳洲證券交易所上市。

Changes in Directors' emoluments and the basis of determining Directors' emoluments

The monthly salary of the Deputy Chairman and an Executive Director of the Company, namely Mr. Brett Robert Smith, and the monthly salary together with the accommodation of the Chief Executive Officer and Executive Director of the Company, namely Mr. Andrew Ferguson, were increased by approximately 2.8% and 2.9% respectively with effect from 1 January 2019 as compared with 2018.

AUDIT COMMITTEE REVIEW

The audit committee of the Company (the "Audit Committee") has reviewed with the management the accounting policies and practices adopted by the Group and discussed internal controls and financial reporting matters including a general review of the unaudited interim results for the six months ended 31 December 2019. In carrying out this review, the Audit Committee has relied on a review conducted by the Group's external auditor in accordance with the Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants as well as obtaining reports from management. The Audit Committee has not undertaken independent audit checks.

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the six months ended 31 December 2019.

By Order of the Board
Arthur George Dew
Chairman

Hong Kong, 27 February 2020

董事酬金及計算董事酬金基準之變更

自二零一九年一月一日起，本公司副主席兼執行董事Brett Robert Smith先生之月薪及本公司行政總裁兼執行董事Andrew Ferguson先生之月薪連同住宿較二零一八年分別上調約2.8%及2.9%。

審核委員會審閱

本公司審核委員會(「審核委員會」)已與管理層審閱本集團所採納的會計政策及慣例，並已討論內部監控及財務申報事宜，包括對截至二零一九年十二月三十一日止六個月的未經審核中期業績進行概括審閱。於進行是次審閱時，審核委員會依賴本集團外聘核數師根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體之獨立核數師對中期財務資料的審閱」進行的審閱，並已向管理層索取報告。審核委員會並無進行獨立核數審查。

購回、出售或贖回本公司上市證券

本公司或其任何附屬公司概無於截至二零一九年十二月三十一日止六個月內購回、出售或贖回本公司任何上市證券。

承董事會命
 主席
Arthur George Dew

香港，二零二零年二月二十七日



APAC Resources Limited
亞太資源有限公司*

