

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



福田實業(集團)有限公司

Fountain Set (Holdings) Limited

(Incorporated in Hong Kong with limited liability) (Stock Code: 420)

## INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2020

The board of directors of Fountain Set (Holdings) Limited (the “Company” and the “Directors”, respectively) announces that the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2020 are as follows:

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

|                                               |                |          |                      | (Unaudited)<br>(未經審核)                   |
|-----------------------------------------------|----------------|----------|----------------------|-----------------------------------------|
|                                               |                |          |                      | Six months ended 30 June<br>截至6月30日止6個月 |
|                                               |                | Notes 附註 | 2020<br>HK\$'000 千港元 | 2019<br>HK\$'000 千港元                    |
| Revenue                                       | 營業額            | 6        | 2,099,734            | 3,388,393                               |
| Cost of sales                                 | 銷售成本           |          | (1,886,090)          | (2,971,489)                             |
| Gross profit                                  | 毛利             |          | 213,644              | 416,904                                 |
| Other revenue                                 | 其他收入           |          | 31,959               | 32,013                                  |
| Other gains and losses                        | 其他收益及虧損        |          | (18,345)             | (24,235)                                |
| Distribution and selling expenses             | 分銷及銷售費用        |          | (52,896)             | (72,509)                                |
| Administrative expenses                       | 行政費用           |          | (172,999)            | (217,720)                               |
| Finance costs                                 | 融資成本           | 7        | (10,800)             | (19,476)                                |
| Share of profit of an associate               | 應佔一間聯營公司之盈利    |          | 226                  | 286                                     |
| (Loss)/profit before income tax expense       | 除所得稅支出前(虧損)/盈利 |          | (9,211)              | 115,263                                 |
| Income tax expense                            | 所得稅支出          | 8        | (7,221)              | (24,666)                                |
| (Loss)/profit for the period                  | 是期間(虧損)/盈利     | 9        | (16,432)             | 90,597                                  |
| (Loss)/profit for the period attributable to: | 應佔是期間(虧損)/盈利:  |          |                      |                                         |
| Owners of the Company                         | 本公司擁有人         |          | (15,154)             | 82,685                                  |
| Non-controlling interests                     | 非控股權益          |          | (1,278)              | 7,912                                   |
|                                               |                |          | (16,432)             | 90,597                                  |
|                                               |                |          | HK cents 港仙          | HK cents 港仙                             |
| (Loss)/earnings per share                     | 每股(虧損)/盈利      |          |                      |                                         |
| – Basic                                       | – 基本           | 11       | (1.2)                | 6.8                                     |
| – Diluted                                     | – 攤薄           | 11       | (1.2)                | 6.8                                     |

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

(Unaudited)

(未經審核)

Six months ended 30 June

截至6月30日止6個月

|                                                                      |                       | Note 附註 | 2020<br>HK\$'000 千港元 | 2019<br>HK\$'000 千港元 |
|----------------------------------------------------------------------|-----------------------|---------|----------------------|----------------------|
| (Loss)/profit for the period                                         | 是期間(虧損)/盈利            | 9       | (16,432)             | 90,597               |
| Other comprehensive loss, net of tax                                 | 其他全面虧損(經扣除稅項)         |         |                      |                      |
| Item that may be reclassified<br>subsequently to profit or loss:     | 其後可能重新分類至損益之<br>項目:   |         |                      |                      |
| Exchange differences arising<br>on translation of foreign operations | 換算海外業務產生之<br>匯兌差額     |         | (8,241)              | (2,022)              |
| Other comprehensive loss<br>for the period                           | 是期間其他全面虧損             |         | (8,241)              | (2,022)              |
| Total comprehensive (loss)/income<br>for the period                  | 是期間全面(虧損)/收益總值        |         | (24,673)             | 88,575               |
| Total comprehensive (loss)/income for the<br>period attributable to: | 應佔是期間全面<br>(虧損)/收益總值: |         |                      |                      |
| Owners of the Company                                                | 本公司擁有人                |         | (21,280)             | 81,420               |
| Non-controlling interests                                            | 非控股權益                 |         | (3,393)              | 7,155                |
|                                                                      |                       |         | (24,673)             | 88,575               |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

|                                                  |                  | (Unaudited)<br>(未經審核) |  | (Audited)<br>(經審核)        |
|--------------------------------------------------|------------------|-----------------------|--|---------------------------|
|                                                  |                  | At 30 June<br>於6月30日  |  | At 31 December<br>於12月31日 |
|                                                  |                  | 2020                  |  | 2019                      |
|                                                  | Notes 附註         | HK\$'000 千港元          |  | HK\$'000 千港元              |
| <b>Non-current assets</b>                        | <b>非流動資產</b>     |                       |  |                           |
| Investment properties                            | 投資物業             | 49,181                |  | 51,545                    |
| Property, plant and equipment                    | 物業、機器及設備         | 12 1,398,589          |  | 1,435,486                 |
| Right-of-use assets                              | 使用權資產            | 13 230,068            |  | 244,479                   |
| Other intangible assets                          | 其他無形資產           | 10,553                |  | 12,060                    |
| Deposit paid for purchase of plant and equipment | 購買機器及設備的已付按金     | 12,506                |  | 17,879                    |
| Interest in an associate                         | 於一間聯營公司之權益       | 20,762                |  | 20,537                    |
| Deferred tax assets                              | 遞延稅項資產           | 55,308                |  | 53,819                    |
|                                                  |                  | 1,776,967             |  | 1,835,805                 |
| <b>Current assets</b>                            | <b>流動資產</b>      |                       |  |                           |
| Inventories                                      | 存貨               | 14 970,180            |  | 1,255,906                 |
| Trade and bills receivables                      | 營業及票據應收款項        | 15 1,046,861          |  | 1,129,994                 |
| Prepayments, deposits and other receivables      | 預付款項、按金及其他應收款項   | 15 112,990            |  | 127,564                   |
| Tax recoverable                                  | 可收回稅項            | 456                   |  | 2,223                     |
| Restricted bank deposits                         | 受限制銀行存款          | 9,445                 |  | 8,055                     |
| Short-term bank deposits                         | 短期銀行存款           | 225,759               |  | 168,175                   |
| Bank balances and cash                           | 銀行結餘及現金          | 896,481               |  | 769,178                   |
|                                                  |                  | 3,262,172             |  | 3,461,095                 |
| <b>Current liabilities</b>                       | <b>流動負債</b>      |                       |  |                           |
| Trade and bills payables                         | 營業及票據應付款項        | 16 445,398            |  | 823,798                   |
| Other payables and accruals                      | 其他應付款項及應計費用      | 16 205,135            |  | 266,863                   |
| Contract liabilities                             | 合約負債             | 14,729                |  | 15,315                    |
| Lease liabilities – current portion              | 租賃負債－流動部份        | 32,896                |  | 31,053                    |
| Amounts due to non-controlling shareholders      | 欠非控股股東款項         | 66,490                |  | 80,100                    |
| Amount due to an associate                       | 欠一間聯營公司款項        | 5,204                 |  | 7,179                     |
| Deferred income – current portion                | 遞延收入－流動部份        | 1,622                 |  | 1,622                     |
| Tax payable                                      | 應付稅項             | 22,038                |  | 37,800                    |
| Bank borrowings – due within one year            | 銀行借貸－一年內到期       | 17 504,181            |  | 67,923                    |
|                                                  |                  | 1,297,693             |  | 1,331,653                 |
| <b>Net current assets</b>                        | <b>流動資產淨值</b>    | 1,964,479             |  | 2,129,442                 |
| <b>Total assets less current liabilities</b>     | <b>資產總值減流動負債</b> | 3,741,446             |  | 3,965,247                 |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

|                                              |              | (Unaudited)      |    | (Audited)      |
|----------------------------------------------|--------------|------------------|----|----------------|
|                                              |              | (未經審核)           |    | (經審核)          |
|                                              |              | At 30 June       |    | At 31 December |
|                                              |              | 於6月30日           |    | 於12月31日        |
|                                              |              | 2020             |    | 2019           |
|                                              | Notes 附註     | HK\$'000 千港元     |    | HK\$'000 千港元   |
| <b>Non-current liabilities</b>               | <b>非流動負債</b> |                  |    |                |
| Deferred income – non-current portion        | 遞延收入 – 非流動部份 | <b>54,935</b>    |    | 55,745         |
| Bank borrowings – due after one year         | 銀行借貸 – 一年後到期 | <b>99,334</b>    | 17 | 154,459        |
| Lease liabilities – non-current portion      | 租賃負債 – 非流動部份 | <b>145,472</b>   |    | 158,783        |
| Deferred tax liabilities                     | 遞延稅項負債       | <b>9,215</b>     |    | 11,204         |
|                                              |              | <b>308,956</b>   |    | 380,191        |
| <b>Net assets</b>                            | <b>資產淨值</b>  | <b>3,432,490</b> |    | 3,585,056      |
| <b>Capital and reserves</b>                  | <b>資本及儲備</b> |                  |    |                |
| Share capital                                | 股本           | <b>889,810</b>   | 18 | 889,810        |
| Reserves                                     | 儲備           | <b>2,380,478</b> |    | 2,529,651      |
| Equity attributable to owners of the Company | 本公司擁有人應佔權益   | <b>3,270,288</b> |    | 3,419,461      |
| Non-controlling interests                    | 非控股權益        | <b>162,202</b>   |    | 165,595        |
| <b>Total equity</b>                          | <b>權益總值</b>  | <b>3,432,490</b> |    | 3,585,056      |

# NOTES

## 1. GENERAL INFORMATION

The Company is a public limited company incorporated in Hong Kong and its issued shares are listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The addresses of the registered office and the principal place of business of the Company are Block A, 6/F., Eastern Sea Industrial Building, 29-39 Kwai Cheong Road, Kwai Chung, New Territories, Hong Kong.

The financial information relating to the year ended 31 December 2019 that is included in this interim results announcement as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) (the “Companies Ordinance”) is as follows:

The Company has delivered the statutory annual consolidated financial statements for the year ended 31 December 2019 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company’s independent auditor has reported on those financial statements. The independent auditor’s report was unqualified; did not include a reference to any matters to which the independent auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Companies Ordinance.

## 2. BASIS OF PREPARATION

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

## 3. IMPACTS OF COVID-19 PANDEMIC

The World Health Organisation declared coronavirus and the novel coronavirus disease 2019 (the “COVID-19”) a global health emergency on 30 January 2020. Since then, the Group has experienced significant effects on its operations.

The significant events and transactions that have occurred since 31 December 2019 relate to the effects of the global pandemic on the Group’s condensed consolidated interim financial statements for the six months ended 30 June 2020 and are summarised as follows:

# 附註

## 1. 一般資料

本公司為在香港註冊成立的公眾有限公司，其已發行股份於香港聯合交易所有限公司（「聯交所」）上市。本公司的註冊辦事處地址及主要營業地點為香港新界葵涌葵昌路29-39號東海工業大廈A座6樓。

本中期業績公告所載作為比較資料之有關截至2019年12月31日止年度之財務資料並不構成本公司於該年度之法定年度綜合財務報表，但摘錄自該等財務報表。有關根據香港法例第622章公司條例（「公司條例」）第436條須予披露之該等法定財務報表之進一步資料如下：

本公司已根據公司條例第662(3)條及附表6第3部規定向公司註冊處處長呈交截至2019年12月31日止年度之法定年度綜合財務報表。

本公司獨立核數師已就該等財務報表作出報告。獨立核數師報告並無保留意見；並無載有獨立核數師在不對其報告出具保留意見之情況下，以強調的方式提請使用者注意的任何事項；及並無載有根據公司條例第406(2)條、第407(2)或(3)條作出的陳述。

## 2. 編製基準

本簡明綜合財務報表乃根據聯交所證券上市規則（「上市規則」）附錄16之適用披露規定及按照香港會計師公會（「香港會計師公會」）頒佈之香港會計準則（「香港會計準則」）第34號中期財務申報而編製。

## 3. COVID-19大流行之影響

世界衛生組織於2020年1月30日宣佈冠狀病毒及2019年新型冠狀病毒病（「COVID-19」）為國際公共衛生緊急事件。自此，本集團之營運遭受重大影響。

自2019年12月31日以來就全球疫情對本集團截至2020年6月30日止6個月之簡明綜合中期財務報表所產生影響相關已發生之重大事件及交易概述如下：

### 3. IMPACTS OF COVID-19 PANDEMIC (continued)

#### (a) Impairment assessment of non-financial assets

Several cash generating units (the “CGUs”) of the Group related to dyed fabrics, yarns and garments production were tested for impairment. The recoverable amount of all CGUs is the higher of fair value less costs of disposal and value in use. Value in use was higher in all cases due to the nature of the assets included in the carrying amount of the CGUs.

Recoverable amounts exceeded the carrying amounts in these CGUs based on cash flow forecast, which was probability weighted based on different scenarios taken into account the length of continuation and magnitude of the COVID-19 pandemic.

#### (b) Rent concession received from lessors

The Group has received rent concessions from lessors due to the COVID-19 pandemic in the form of rent relief (e.g. reductions in rent contractually due under the terms of lease agreements).

As discussed in note 4, the Group has elected to early apply the practical expedient introduced by the amendment to Hong Kong Financial Reporting Standard (“HKFRS”) 16 to all rent concessions that satisfy the criteria. Substantially all of the rent concessions entered into during the six-month period ended 30 June 2020 satisfy the criteria to apply the practical expedient.

The application of the practical expedient has resulted in the reduction of total lease liabilities of HK\$1,813,000. The effect of this reduction has been recorded as negative variable lease payments in profit or loss in the period in which the event or condition that triggers those payments occurs.

#### (c) Government grants

The Group applied for government support programs introduced in response to the COVID-19 pandemic. Included in profit or loss is HK\$4,608,000 of government grants obtained relating to supporting the payroll of the Group’s employees from the Hong Kong Government. The Group has elected to present this government grant separately, rather than reducing the related expense. The Group had to commit to spending the assistance on payroll expenses, and not to reduce employee head count below prescribed levels for a specified period of time. The Group does not have any unfulfilled obligations relating to this program.

### 3. COVID-19大流行之影響 (續)

#### (a) 非金融資產之減值評估

本集團對與色布、紗及成衣生產有關之若干現金產生單位（「現金產生單位」）已作出減值測試。所有現金產生單位之可收回金額乃公平價值減出售成本與使用價值兩者之間之較高者。因計入現金產生單位賬面值之資產之性質使然，於任何情況下使用價值均為較高者。

根據預測現金流量計算，該等現金產生單位內之可收回金額均超過其賬面值，該結果乃基於不同情況下之加權概率，經計及COVID-19大流行之持續時間及嚴重程度而作出。

#### (b) 出租人之租金優惠

本集團因COVID-19大流行而收到出租人的租金優惠，方式為減免租金（如：減少根據租賃協議條款到期應付的合約租金）。

誠如附註4所討論，本集團已選擇對符合標準之所有租賃優惠提早應用香港財務報告準則（「香港財務報告準則」）第16號之修訂本所引入之可行權宜法。基本上所有於截至2020年6月30日止6個月期間訂立之租金優惠均符合標準應用可行權宜法。

應用可行權宜法已導致租賃負債總額減少1,813,000港元。此減少之影響已於導致該等付款之事件或條件產生期間於損益內入賬作為負浮動租賃付款。

#### (c) 政府補貼

本集團申請應對COVID-19大流行而引入之政府支持計劃。就支持本集團支付僱員之工資而取得香港政府之政府補貼4,608,000港元計入損益。本集團選擇單獨呈列該政府補貼，而非減少相關開支。本集團須承諾將補貼用於支付工資開支，且於特定期間內不可將員工人數減少至低於所規定的水平。本集團就該計劃並無任何尚未履行之責任。

#### 4. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared under the historical cost basis. These condensed consolidated financial statements have been prepared with the same accounting policies adopted in the 2019 annual financial statements, except for those that relate to new standards or interpretations effective for the first time for periods beginning on or after 1 January 2020.

In the current interim period, the Group has applied, for the first time, the following new and revised standards, amendments and interpretations issued by the HKICPA, which are effective for the Group's financial year beginning on 1 January 2020.

|                                                                                        |                                |
|----------------------------------------------------------------------------------------|--------------------------------|
| Amendments to HKFRS 3                                                                  | Definition of a Business       |
| Amendments to HKFRS 7, HKFRS 9 and HKAS 39                                             | Interest Rate Benchmark Reform |
| Amendments to HKAS 1 and HKAS 8 Conceptual Framework for Financial Reporting (Revised) | Definition of Material         |

The new and revised standards, amendments and interpretations that are effective from 1 January 2020 did not have any significant impact on the Group's accounting policies.

The following amendments to HKAS and HKFRS, potentially relevant to the Group's condensed consolidated financial statements, have been issued, but are not yet effective. Except for the amendment to HKFRS 16 COVID-19-Related Rent Concessions, the other amendments have not been early adopted by the Group.

|                                    |                                                                                                    |
|------------------------------------|----------------------------------------------------------------------------------------------------|
| Amendments to HKFRS 10 and HKAS 28 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>1</sup> |
| Amendment to HKFRS 16              | COVID-19-Related Rent Concessions <sup>2</sup>                                                     |

#### 4. 主要會計政策

本簡明綜合財務報表乃按歷史成本基準編製。此等簡明綜合財務報表所採用之會計政策與編製2019年全年財務報表所採用者相同，惟與開始期間於2020年1月1日或之後首次生效的新訂準則或詮釋相關的會計政策除外。

於本中期期間，本集團已首次應用下列由香港會計師公會頒佈並於本集團2020年1月1日開始之財政年度生效之新訂及經修訂準則、修訂本及詮釋。

|                                        |        |
|----------------------------------------|--------|
| 香港財務報告準則第3號之修訂本                        | 業務的定義  |
| 香港財務報告準則第7號、香港財務報告準則第9號及香港會計準則第39號之修訂本 | 利率基準改革 |
| 香港會計準則第1號及香港會計準則第8號財務報告之概念框架之修訂本（經修訂）  | 重大的定義  |

自2020年1月1日起生效之新訂及經修訂準則、修訂本及詮釋並無對本集團之會計政策造成任何重大影響。

下列可能與本集團簡明綜合財務報表有關之香港會計準則及香港財務報告準則之修訂本經已頒佈，惟尚未生效。除香港財務報告準則第16號之修訂本－與COVID-19有關的租金優惠之外，其他修訂本未經本集團提早採納。

|                             |                                       |
|-----------------------------|---------------------------------------|
| 香港財務報告準則第10號及香港會計準則第28號之修訂本 | 投資者與其聯營公司或合營公司之間的資產出售或注資 <sup>1</sup> |
| 香港財務報告準則第16號之修訂本            | 與COVID-19有關的租金優惠 <sup>2</sup>         |

#### 4. PRINCIPAL ACCOUNTING POLICIES (continued)

- <sup>1</sup> The amendments were originally intended to be effective for annual periods beginning on or after 1 January 2016. The effective date has now been deferred/removed. Early application of the amendments continues to be permitted.
- <sup>2</sup> The amendment was issued in June 2020 and is effective for annual reporting periods beginning on or after 1 June 2020. Earlier application is permitted, including interim or annual financial statements not yet authorised for issue as at 4 June 2020.

##### **Amendment to HKFRS 16 – COVID-19-Related Rent Concessions**

The Group elected to early adopt the amendment to HKFRS 16 COVID-19-Related Rent Concessions from the interim period beginning on 1 January 2020.

The amendment allows, as a practical expedient, a lessee to elect not to assess whether a rent concession that meets the conditions below is a lease modification.

A lessee that makes this election shall account for any change in lease payments resulting from the rent concession in the same way it would account for the change in applying HKFRS 16 as if the change was not a lease modification.

The practical expedient applies only to rent concessions occurring as a direct consequence of the COVID-19 pandemic and only if all of the following conditions are met:

- (i) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021 (for example, a rent concession would meet this condition if it results in reduced lease payments on or before 30 June 2021 and increased lease payments that extend beyond 30 June 2021); and
- (iii) there is no substantive change to other terms and conditions of the lease.

#### 4. 主要會計政策 (續)

- <sup>1</sup> 該等修訂本原訂於2016年1月1日或之後開始之年度期間生效。生效日期現已延遲／刪除。繼續允許提前應用有關修訂本。
- <sup>2</sup> 該修訂已於2020年6月發佈且於2020年6月1日或之後開始之年度報告期間生效。該修訂允許提早應用，包括於2020年6月4日未經授權發佈的中期或年度財務報表。

##### **香港財務報告準則第16號之修訂本－與COVID-19有關的租金優惠**

本集團於2020年1月1日開始之中期期間選擇提前採納香港財務報告準則第16號之修訂本－與COVID-19有關的租金優惠。

此修訂容許，作為可行權宜方法，承租人選擇不評估符合以下條件的租金優惠是否屬於租賃修改。

承租人作出此選擇後，應將租金優惠產生的租賃付款的任何變動入賬，方法與如該變動並非租賃修改而對應應用香港財務報告準則第16號的變動的入賬方法相同。

此可行權宜方法僅在滿足以下所有條件的情況下，才能應用於由於COVID-19大流行的直接影響而產生的租金優惠：

- (i) 租賃付款的變動導致修訂租賃的代價，與緊接變動前的租賃代價大致相同或低於該代價；
- (ii) 租賃付款的任何減少僅影響原定於2021年6月30日或之前到期的付款（例如，倘租金優惠導致2021年6月30日或之前租賃付款減少而於2021年6月30日之後租賃付款增加，則其滿足此條件）；及
- (iii) 租賃的其他條款及條件並無實質性變動。

#### 4. PRINCIPAL ACCOUNTING POLICIES (continued)

##### Amendment to HKFRS 16 – COVID-19-Related Rent Concessions (continued)

Accounting for the rent concessions as lease modifications would have resulted in the Group remeasuring the lease liability to reflect the revised consideration using a revised discount rate, with the effect of the change in the lease liability recorded against the right-of-use asset. By applying the practical expedient, the Group is not required to determine a revised discount rate and the effect of the change in the lease liability is reflected in profit or loss in the period in which the event or condition that triggers the rent concession occurs. The effect of applying the practical expedient is disclosed in note 3(b).

Except as amendment to HKFRS 16 COVID-19-Related Rent Concessions described above, the Group has already commenced an assessment of the impact of adopting the other amendments to HKFRSs and HKASs to the Group. The Directors anticipate that the application of these amendments to HKFRSs and HKASs will have no material impact on the Group's financial performance and positions and/or the disclosures to these condensed consolidated financial statements of the Group.

#### 5. USE OF JUDGEMENTS AND ESTIMATES

In preparing these condensed consolidated interim financial statements, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to 2019 annual consolidated financial statements.

However, as disclosed in note 3, the effects of COVID-19 have required significant judgements and estimates to be made, including:

- (a) Whether rent concessions satisfy the criteria to be accounted for using the practical expedient introduced by the amendments to HKFRS 16;
- (b) Assessing whether the entity has reasonable assurance as to whether it will comply with the conditions attached to government grants; and
- (c) Calculating the recoverable amounts for the CGUs that exhibit indicators of impairment as at the period end, and determining the amount of impairment on non-financial assets attributable to the CGUs.

#### 4. 主要會計政策 (續)

##### 香港財務報告準則第16號之修訂本－與COVID-19有關的租金優惠 (續)

將租金優惠入賬作為租賃修改會導致本集團重新計量租賃負債以使用經修訂折現率反映經修訂代價，並存在針對使用權資產而錄得租賃負債變動之影響。透過應用可行權宜法，本集團毋須釐定經修訂折現率，而租賃負債變動之影響於導致租金優惠之事件或條件產生之期間之損益內反映。應用可行權宜方法之影響已於附註3(b)列出。

除上文所述香港財務報告準則第16號之修訂本－與COVID-19有關的租金優惠之外，本集團已開始對採納其他香港財務報告準則及香港會計準則的修訂本對本集團產生的影響進行評估。董事預計應用香港財務報告準則及香港會計準則的該等修訂將不會對本集團的財務表現及狀況及／或本集團的該等簡明綜合財務報表披露資料造成重大影響。

#### 5. 使用判斷及估計

於編製該等簡明綜合中期財務報表過程中，管理層於應用本集團之會計政策及估計不確定因素之主要來源所作出之重大判斷與2019年年度綜合財務報表所應用者相同。

然而，誠如附註3所披露，就COVID-19所產生之影響要求作出重大判斷及估計，包括：

- (a) 租金優惠是否符合使用香港財務報告準則第16號之修訂本所引入之可行權宜方法進行入賬之標準；
- (b) 評估實體是否具有合理理據以證明其將符合政府補貼所附帶之條件；及
- (c) 計算於期終顯示出現減值指標之現金產生單位之可收回金額，並釐定現金產生單位應佔之非金融資產之減值金額。

## 5. USE OF JUDGEMENTS AND ESTIMATES (continued)

Additionally, while the changes in the following estimates and judgements have not had a material impact on the Group, the effects of COVID-19 have required revisions to:

- (a) Determining the net realisable value of inventory that has become slow moving due to the effects of COVID-19;
- (b) Estimates of customer returns and the determination of the Group's methodology for estimating the transaction price for sales subject to rights of return;
- (c) Estimates of expected credit losses attributable to trade receivable arising from sales to customers on credit terms, including the incorporation of forward-looking information to supplement historical credit loss rates; and
- (d) Assessment of the Group's ability to continue as a going concern. Although the Group has experienced downturns in several segments by location during the period, the Directors do not consider that there are material uncertainties that cast doubt on the Group's going concern status over the course of the next 18 months. This judgement was made with consideration of the Group's liquidity position, given the underlying strength of the statement of financial position, the maturity dates of existing borrowings, the availability of undrawn finance facilities in place, and based on the assumptions and potential scenarios modelled as described in note 3, alongside the Directors' proposed responses to each scenario. Under each scenario, mitigating actions are all within management control, can be initiated as they relate to discretionary spending, and do not impact on the ability to meet demand. No significant structural changes to the business are assumed to be required under each scenario. Under each scenario, after taking mitigating actions as needed, the forecasts indicate that it is appropriate for the going concern basis to be adopted in preparing the interim report and financial statements, and that there are no material uncertainties over the assumptions underpinning this judgement that are required to be disclosed.

## 5. 使用判斷及估計 (續)

此外，倘以下估計及判斷之變動並無對本集團產生重大影響，則COVID-19所產生之影響須作出以下修訂：

- (a) 釐定受COVID-19影響而導致流動緩慢之存貨之可變現淨值；
- (b) 估計客戶退貨並釐定本集團估計具有退貨權之銷售之交易價格之方法；
- (c) 估計於信貸期內自客戶銷售所產生之營業應收賬款應佔之預期信貸虧損，包括載入前瞻性資料以補充過往信貸虧損率；及
- (d) 評估本集團持續經營之能力。儘管本集團於是期間按地理位置劃分之若干分部表現低迷，惟董事認為並不存在會對本集團於未來18個月之持續經營狀況構成疑問的重大不確定性。該判斷乃經考慮本集團之流動資金狀況，及鑑於以下因素作出：財務狀況表之基本實力、現有借款之到期日、具備可用之未提取融資額度，並以附註3所述之假設及所建模的可能情形，以及董事對各個情形提出之應對措施為基準。在各情形下，減輕影響行動均在管理層控制範圍之內，及因其與可支配開支有關而可隨時啟動，且不會影響滿足需求之能力。本集團假設毋須根據各情形對業務作出重大架構變動。在各情形下，相關預測表明，於採取所需之減輕影響行動後，於編製中期報告及財務報表過程中採納持續經營基準乃屬妥當，且支持該判斷之有關假設並不存在重大不確定性而須予以披露。

## 6. REVENUE AND SEGMENT INFORMATION

The board of directors of the Company (the “Board”), i.e. the chief operating decision maker, regularly reviews the operating results and financial information based on distinct geographical areas of location of customers, including Hong Kong (place of domicile of the Company), the People’s Republic of China (the “PRC”), Taiwan, Korea, Sri Lanka, America, Europe and Others (i.e. representing other geographical locations mainly Bangladesh, Vietnam, Singapore and Macau). All of these geographical areas are operating segments except “Others” which is an aggregation of operating segments.

The following is an analysis of the Group’s revenue and profit from the production and sales of dyed fabrics, yarns and garments and results by reportable segments for the period under review.

Six months ended 30 June 2020 (unaudited)

|                                 |             | Hong Kong | The PRC   | Taiwan   | Korea    | Sri Lanka | America  | Europe   | Others   | Segment total | Eliminations | Consolidated |
|---------------------------------|-------------|-----------|-----------|----------|----------|-----------|----------|----------|----------|---------------|--------------|--------------|
|                                 |             | 香港        | 中國        | 台灣       | 韓國       | 斯里蘭卡      | 美洲       | 歐洲       | 其他地區     | 分類總值          | 對銷           | 綜合           |
|                                 |             | HK\$'000  | HK\$'000  | HK\$'000 | HK\$'000 | HK\$'000  | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000      | HK\$'000     | HK\$'000     |
|                                 |             | 千港元       | 千港元       | 千港元      | 千港元      | 千港元       | 千港元      | 千港元      | 千港元      | 千港元           | 千港元          | 千港元          |
| <b>REVENUE</b>                  | <b>營業額</b>  |           |           |          |          |           |          |          |          |               |              |              |
| External sales                  | 對外銷售        | 279,009   | 638,620   | 176,899  | 156,503  | 279,407   | 79,493   | 19,563   | 470,240  | 2,099,734     | -            | 2,099,734    |
| Inter-segment sales (note)      | 分類間銷售 (附註)  | 1,203,913 | 405,270   | -        | -        | 66,517    | -        | -        | 46,034   | 1,721,734     | (1,721,734)  | -            |
| Total segment revenue           | 分類營業額總值     | 1,482,922 | 1,043,890 | 176,899  | 156,503  | 345,924   | 79,493   | 19,563   | 516,274  | 3,821,468     | (1,721,734)  | 2,099,734    |
| <b>RESULTS</b>                  | <b>業績</b>   |           |           |          |          |           |          |          |          |               |              |              |
| Segment profit                  | 分類盈利        | 15,920    | 52,227    | 13,235   | 11,720   | 13,315    | 1,178    | 1,465    | 33,948   |               |              | 143,008      |
| Interest income                 | 利息收入        |           |           |          |          |           |          |          |          |               |              | 3,856        |
| Unallocated income              | 未分配收入       |           |           |          |          |           |          |          |          |               |              | 2,449        |
| Unallocated expenses            | 未分配支出       |           |           |          |          |           |          |          |          |               |              | (147,950)    |
| Finance costs                   | 融資成本        |           |           |          |          |           |          |          |          |               |              | (10,800)     |
| Share of profit of an associate | 應佔一間聯營公司之盈利 |           |           |          |          |           |          |          |          |               |              | 226          |
| Loss before income tax expense  | 除所得稅支出前虧損   |           |           |          |          |           |          |          |          |               |              | (9,211)      |

## 6. 營業額及分類資料

本公司董事會（「董事會」）（即主要營運決策者）根據客戶所在地區不同的地域位置定期審閱經營業績及財務資料，包括香港（本公司所屬地）、中華人民共和國（「中國」）、台灣、韓國、斯里蘭卡、美洲、歐洲及其他地區（即指其他地域位置，主要為孟加拉國、越南、新加坡及澳門）。所有該等地域位置為營運分類，而「其他地區」則為綜合之營運分類。

以下為本集團於回顧期間源自製造及銷售色布、紗及成衣按可匯報分類劃分之營業額及盈利以及業績所作之分析。

截至2020年6月30日止6個月（未經審核）

## 6. REVENUE AND SEGMENT INFORMATION (continued)

Six months ended 30 June 2019 (unaudited)

## 6. 營業額及分類資料 (續)

截至2019年6月30日止6個月 (未經審核)

|                                  |             | Hong Kong<br>香港<br>HK\$'000<br>千港元 | The PRC<br>中國<br>HK\$'000<br>千港元 | Taiwan<br>台灣<br>HK\$'000<br>千港元 | Korea<br>韓國<br>HK\$'000<br>千港元 | Sri Lanka<br>斯里蘭卡<br>HK\$'000<br>千港元 | America<br>美洲<br>HK\$'000<br>千港元 | Europe<br>歐洲<br>HK\$'000<br>千港元 | Others<br>其他地區<br>HK\$'000<br>千港元 | Segment<br>total<br>分類總值<br>HK\$'000<br>千港元 | Eliminations<br>對銷<br>HK\$'000<br>千港元 | Consolidated<br>綜合<br>HK\$'000<br>千港元 |
|----------------------------------|-------------|------------------------------------|----------------------------------|---------------------------------|--------------------------------|--------------------------------------|----------------------------------|---------------------------------|-----------------------------------|---------------------------------------------|---------------------------------------|---------------------------------------|
| <b>REVENUE</b>                   | <b>營業額</b>  |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       |                                       |
| External sales                   | 對外銷售        | 620,145                            | 811,865                          | 371,465                         | 423,068                        | 421,084                              | 235,010                          | 17,130                          | 488,626                           | 3,388,393                                   | -                                     | 3,388,393                             |
| Inter-segment sales (note)       | 分類間銷售 (附註)  | 2,054,130                          | 1,069,574                        | -                               | -                              | 143,701                              | -                                | -                               | 77,780                            | 3,345,185                                   | (3,345,185)                           | -                                     |
| Total segment revenue            | 分類營業額總值     | 2,674,275                          | 1,881,439                        | 371,465                         | 423,068                        | 564,785                              | 235,010                          | 17,130                          | 566,406                           | 6,733,578                                   | (3,345,185)                           | 3,388,393                             |
| <b>RESULTS</b>                   | <b>業績</b>   |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       |                                       |
| Segment profit                   | 分類盈利        | 56,276                             | 88,650                           | 37,783                          | 43,005                         | 34,652                               | 14,945                           | 1,742                           | 48,866                            |                                             |                                       | 325,919                               |
| Interest income                  | 利息收入        |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | 4,103                                 |
| Unallocated income               | 未分配收入       |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | 3,711                                 |
| Unallocated expenses             | 未分配支出       |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | (199,280)                             |
| Finance costs                    | 融資成本        |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | (19,476)                              |
| Share of profit of an associate  | 應佔一間聯營公司之盈利 |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | 286                                   |
| Profit before income tax expense | 除所得稅支出前盈利   |                                    |                                  |                                 |                                |                                      |                                  |                                 |                                   |                                             |                                       | 115,263                               |

Note: Inter-segment sales are charged at price by reference to the prevailing market rates.

附註：分類間銷售之價格乃參照當時之市場價格而釐定。

Segment profit represents the profit earned by each segment without allocation of central administration costs and other expenses (including non-production related employee benefits expenses, directors' emoluments, bank charges, etc.), depreciation and amortisation of investment properties, property, plant and equipment and other intangible assets, interest income, impairment loss and loss on disposal/written-off of property, plant and equipment, finance costs, share of profit of an associate, etc.. This is the measure reported to the Board for the purposes of resource allocation and performance assessment.

分類盈利指各分類所賺取的盈利，當中並無計入中央行政成本及其他費用（包括與非生產有關之僱員福利開支、董事酬金、銀行費用等）、投資物業、物業、機器及設備及其他無形資產之折舊及攤銷、利息收入、物業、機器及設備之減值損失及出售／撇銷虧損、融資成本、應佔一間聯營公司之盈利等。此乃為資源分配及績效評估而向董事會匯報之基準。

## 6. REVENUE AND SEGMENT INFORMATION (continued)

### Disaggregation of revenue

Disaggregation of revenue from contracts with customers by products and timing of revenue recognition are as follows:

|                                                                            |                                | (Unaudited)<br>(未經審核)                   |                      |
|----------------------------------------------------------------------------|--------------------------------|-----------------------------------------|----------------------|
|                                                                            |                                | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                                                                            |                                | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| <b>Revenue from contracts with customers within the scope of HKFRS 15:</b> | <b>香港財務報告準則第15號範圍內的客戶合同收入：</b> |                                         |                      |
| Production and sales of dyed fabrics and yarns                             | 製造及銷售色布及紗                      | 1,851,603                               | 2,963,069            |
| Production and sales of garments                                           | 製造及銷售成衣                        | 248,131                                 | 425,324              |
|                                                                            |                                | <b>2,099,734</b>                        | <b>3,388,393</b>     |
| <b>Timing of revenue recognition:</b>                                      | <b>確認收入的時間：</b>                |                                         |                      |
| At a point in time                                                         | 在某時間點                          | 2,099,734                               | 3,388,393            |
| Transferred over time                                                      | 隨時間轉移                          | –                                       | –                    |
|                                                                            |                                | <b>2,099,734</b>                        | <b>3,388,393</b>     |

## 7. FINANCE COSTS

## 6. 營業額及分類資料 (續)

### 營業額分列

按產品及按確認收入時間劃分的客戶合同收入分列如下：

|                                                                            |                                | (Unaudited)<br>(未經審核)                   |                      |
|----------------------------------------------------------------------------|--------------------------------|-----------------------------------------|----------------------|
|                                                                            |                                | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                                                                            |                                | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| <b>Revenue from contracts with customers within the scope of HKFRS 15:</b> | <b>香港財務報告準則第15號範圍內的客戶合同收入：</b> |                                         |                      |
| Production and sales of dyed fabrics and yarns                             | 製造及銷售色布及紗                      | 1,851,603                               | 2,963,069            |
| Production and sales of garments                                           | 製造及銷售成衣                        | 248,131                                 | 425,324              |
|                                                                            |                                | <b>2,099,734</b>                        | <b>3,388,393</b>     |
| <b>Timing of revenue recognition:</b>                                      | <b>確認收入的時間：</b>                |                                         |                      |
| At a point in time                                                         | 在某時間點                          | 2,099,734                               | 3,388,393            |
| Transferred over time                                                      | 隨時間轉移                          | –                                       | –                    |
|                                                                            |                                | <b>2,099,734</b>                        | <b>3,388,393</b>     |

## 7. 融資成本

|                          |              | (Unaudited)<br>(未經審核)                   |                      |
|--------------------------|--------------|-----------------------------------------|----------------------|
|                          |              | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                          |              | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| <b>Finance costs on:</b> | <b>融資成本：</b> |                                         |                      |
| Bank borrowings          | 銀行借貸         | 6,266                                   | 14,303               |
| Lease liabilities        | 租賃負債         | 4,534                                   | 5,173                |
|                          |              | <b>10,800</b>                           | <b>19,476</b>        |

## 8. INCOME TAX EXPENSE

## 8. 所得稅支出

|                                        |                      | (Unaudited)<br>(未經審核)                   |                      |
|----------------------------------------|----------------------|-----------------------------------------|----------------------|
|                                        |                      | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                                        |                      | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| Current tax:                           | 是期間稅項：               |                                         |                      |
| Hong Kong                              | 香港                   | 152                                     | 13,457               |
| The PRC                                | 中國                   | 9,644                                   | 12,121               |
| Other jurisdictions                    | 其他司法地區               | 755                                     | 4,110                |
|                                        |                      | 10,551                                  | 29,688               |
| (Over)/under provision in prior years: | 過往年度(超額撥備)/<br>撥備不足： |                                         |                      |
| The PRC                                | 中國                   | (454)                                   | 745                  |
| Other jurisdictions                    | 其他司法地區               | 555                                     | 783                  |
|                                        |                      | 101                                     | 1,528                |
| Deferred tax:                          | 遞延稅項：                |                                         |                      |
| Hong Kong                              | 香港                   | (1,900)                                 | (882)                |
| The PRC                                | 中國                   | (1,041)                                 | (5,354)              |
| Other jurisdictions                    | 其他司法地區               | (490)                                   | (314)                |
|                                        |                      | (3,431)                                 | (6,550)              |
|                                        |                      | 7,221                                   | 24,666               |

Under the Hong Kong two-tiered profits tax rates regime, the first HK\$2 million of assessable profits of one subsidiary of the Company, which is a qualifying corporation, is taxed at 8.25% and the remaining assessable profits at 16.5%. The profits of other group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at 16.5%.

根據香港利得稅兩級制，本公司一間為合資格企業的附屬公司的首2,000,000港元應課稅盈利之稅率為8.25%，而餘下的應課稅盈利之稅率為16.5%。不符合利得稅兩級制資格的其他集團實體之盈利將繼續按稅率16.5%課稅。

Under the law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.

根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施條例，中國附屬公司之稅率為25%。

Pursuant to the relevant laws and regulations in Sri Lanka, the tax rate of Sri Lanka subsidiary is 14%.

根據斯里蘭卡有關之法律及法規，斯里蘭卡附屬公司之稅率為14%。

Taxation arising in other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

其他司法地區之稅項是以有關各自司法地區當時之稅率計算。

## 9. (LOSS)/PROFIT FOR THE PERIOD

## 9. 是期間(虧損)/盈利

(Unaudited)

(未經審核)

Six months ended 30 June

截至6月30日止6個月

2020

2019

HK\$'000 千港元

HK\$'000 千港元

(Loss)/profit for the period has been arrived at after charging/(crediting): 是期間(虧損)/盈利已扣減/(計入)下列各項:

|                                                                                                                  |                             |         |         |
|------------------------------------------------------------------------------------------------------------------|-----------------------------|---------|---------|
| Amortisation of other intangible assets                                                                          | 其他無形資產之攤銷                   | 1,508   | 1,508   |
| Depreciation of investment properties                                                                            | 投資物業之折舊                     | 1,748   | 1,783   |
| Credit relating to negative variable lease payments not included in the measurement of lease liabilities* (note) | 不計入租賃負債計量之負浮動租賃付款相關抵免* (附註) | (1,813) | —       |
| Depreciation and impairment of property, plant and equipment                                                     | 物業、機器及設備之折舊及減值              | 80,013  | 109,144 |
| Depreciation of right-of-use assets                                                                              | 使用權資產之折舊                    | 15,521  | 14,215  |
| Employee costs (including directors' emoluments)                                                                 | 僱員成本(包括董事酬金)                | 354,492 | 492,129 |
| (Gain)/loss on disposal/written-off of property, plant and equipment#                                            | 出售/撇銷物業、機器及設備之(收益)/虧損#      | (1,440) | 897     |
| Government grants*                                                                                               | 政府補貼*                       | (9,081) | (3,227) |
| Provision for impairment loss on trade and bills receivables, net#                                               | 營業及票據應收款項之減值損失撥備淨值#         | 11,858  | 9,370   |
| Interest income*                                                                                                 | 利息收入*                       | (3,856) | (4,103) |
| Net exchange losses/(gains)#                                                                                     | 匯兌虧損/(收益)淨值#                | 7,927   | (2,727) |
| Net rental income from investment properties*                                                                    | 投資物業之租金收入淨值*                | (5,643) | (5,201) |

\* Included in other revenue

# Included in other gains and losses

\* 包括在其他收入內

# 包括在其他收益及虧損內

Note: Negative variable lease payments represent COVID-19-related rent concessions reduced lease payments provided by lessors.

附註: 負浮動租賃付款為出租人提供與COVID-19有關減少租賃付款的租金優惠。

## 10. DIVIDENDS

## 10. 股息

|                                                                                       |                                                | (Unaudited)<br>(未經審核)                   |                      |
|---------------------------------------------------------------------------------------|------------------------------------------------|-----------------------------------------|----------------------|
|                                                                                       |                                                | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                                                                                       |                                                | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| Dividend recognised as distribution during the period:                                | 是期間已確認為分派之股息：                                  |                                         |                      |
| 2019 final dividend of HK9.28 cents (2018 final dividend: HK10.64 cents) per share    | 2019年末期股息<br>每股9.28港仙(2018年<br>末期股息：每股10.64港仙) | 113,683                                 | 130,071              |
| 2019 special dividend of HK1.16 cents (2018 special dividend: HK1.33 cents) per share | 2019年特別股息<br>每股1.16港仙(2018年<br>特別股息：每股1.33港仙)  | 14,210                                  | 16,259               |
|                                                                                       |                                                | <b>127,893</b>                          | 146,330              |

No interim dividend in respect of the six months ended 30 June 2020 has been declared by the Board (six months ended 30 June 2019: Nil).

董事會並無宣派截至2020年6月30日止6個月之中期股息(截至2019年6月30日止6個月：無)。

The final dividend of HK9.28 cents in respect of the year ended 31 December 2019 (2018: HK10.64 cents) per share, amounting to approximately HK\$113,683,000 (2018: HK\$130,071,000) in total, and the special dividend of HK1.16 cents in respect of the year ended 31 December 2019 (2018: HK1.33 cents) per share, amounting to approximately HK\$14,210,000 (2018: HK\$16,259,000) in total, had been approved by the shareholders at the annual general meeting of the Company held on 8 May 2020 and was paid during the six months ended 30 June 2020.

截至2019年12月31日止年度之末期股息每股9.28港仙(2018年：每股10.64港仙)，合共約113,683,000港元(2018年：130,071,000港元)，以及截至2019年12月31日止年度之特別股息每股1.16港仙(2018年：每股1.33港仙)，合共約14,210,000港元(2018年：16,259,000港元)，已於2020年5月8日舉行之本公司股東週年大會上獲股東批准，並已於截至2020年6月30日止6個月內派付。

## 11. (LOSS)/EARNINGS PER SHARE

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

## 11. 每股(虧損)/盈利

本公司擁有人應佔每股基本(虧損)/盈利及攤薄(虧損)/盈利乃根據下列數據計算：

|                                                                                                                                                                  |                                               | (Unaudited)<br>(未經審核)                   |                      |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------|----------------------|
|                                                                                                                                                                  |                                               | Six months ended 30 June<br>截至6月30日止6個月 |                      |
|                                                                                                                                                                  |                                               | 2020<br>HK\$'000 千港元                    | 2019<br>HK\$'000 千港元 |
| (Loss)/earnings                                                                                                                                                  | (虧損)/盈利                                       |                                         |                      |
| (Loss)/profit for the period attributable to owners of the Company for the purpose of computation of basic (loss)/earnings and diluted (loss)/earnings per share | 就計算每股基本(虧損)/盈利及攤薄(虧損)/盈利所用之本公司擁有人應佔是期間(虧損)/盈利 | (15,154)                                | 82,685               |

# 11. (LOSS)/EARNINGS PER SHARE (continued)

# 11. 每股(虧損)/盈利(續)

(Unaudited)

(未經審核)

Six months ended 30 June

截至6月30日止6個月

2020

2019

| Number of shares                                                                                               | 股份數目                       |               |               |
|----------------------------------------------------------------------------------------------------------------|----------------------------|---------------|---------------|
| Weighted average number of ordinary shares for the purpose of computation of basic (loss)/earnings per share   | 就計算每股基本(虧損)/盈利所用之普通股加權平均數目 | 1,225,026,960 | 1,213,558,396 |
| Effect of dilutive potential ordinary shares in respect of share options outstanding                           | 有關尚未行使購股權對攤薄潛在普通股之影響       | -             | 889,195       |
| Weighted average number of ordinary shares for the purpose of computation of diluted (loss)/earnings per share | 就計算每股攤薄(虧損)/盈利所用之普通股加權平均數目 | 1,225,026,960 | 1,214,447,591 |

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

The computation of basic loss per share for the six months ended 30 June 2020 (six months ended 30 June 2019: basic earnings per share) is based on the loss attributable to ordinary equity shareholders of the Company of HK\$15,154,000 (six months ended 30 June 2019: profit attributable to ordinary equity shareholders of the Company of HK\$82,685,000) and on 1,225,026,960 (six months ended 30 June 2019: the weighted average of 1,213,558,396) ordinary shares in issue during the period.

## (a) 每股基本(虧損)/盈利

截至2020年6月30日止6個月之每股基本虧損(截至2019年6月30日止6個月:每股基本盈利)乃按期內本公司普通股股權持有人應佔虧損15,154,000港元(截至2019年6月30日止6個月:本公司普通股股權持有人應佔盈利82,685,000港元)及已發行普通股數目1,225,026,960股(截至2019年6月30日止6個月:加權平均數目1,213,558,396股)計算。

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

The Company had no potentially dilutive ordinary shares outstanding for the six months ended 30 June 2020. The computation of diluted earnings per share for the six months ended 30 June 2019 was based on the profit attributable to ordinary equity shareholders of the Company of HK\$82,685,000 and the weighted average of 1,214,447,591 ordinary shares after adjusting for the potential dilutive effect caused by the share options granted under the share option scheme. Its computation is done to determine the number of ordinary shares that could have been acquired at fair value (determined as the average market price of the Company's ordinary shares) based on the monetary value of the subscription rights attached to the outstanding share options. The number of ordinary shares calculated above is compared with the number of ordinary shares that would have been issued assuming the exercise of the share options.

## (b) 每股攤薄(虧損)/盈利

截至2020年6月30日止6個月,本公司並無發行在外之具潛在攤薄影響之普通股。截至2019年6月30日止6個月之每股攤薄盈利乃於調整根據購股權計劃授出之購股權導致之潛在攤薄影響後,根據本公司普通股股權持有人應佔盈利82,685,000港元及加權平均數目1,214,447,591股普通股計算。已根據尚未行使的購股權附帶之認購權之貨幣價值計算可按公平價值(釐定為本公司普通股之平均市價)收購之普通股數目。上述所計算之普通股數目會與假設購股權獲行使時理應發行之普通股數目作出比較。

## 12. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

The Group incurred expenditure of HK\$48,257,000 during the six months ended 30 June 2020 (six months ended 30 June 2019: HK\$43,295,000) on property, plant and equipment to expand and upgrade the Group's manufacturing facilities.

## 13. MOVEMENTS IN RIGHT-OF-USE ASSETS

During the six months ended 30 June 2020, the Group entered into new lease agreements for use of production equipment for 2 years and a warehouse for 5 years, and therefore recognised the additions to right-of-use assets of HK\$1,295,000 (six months ended 30 June 2019: HK\$17,349,000).

## 14. INVENTORIES

|                  |     | (Unaudited)<br>(未經審核) | (Audited)<br>(經審核)        |
|------------------|-----|-----------------------|---------------------------|
|                  |     | At 30 June<br>於6月30日  | At 31 December<br>於12月31日 |
|                  |     | 2020                  | 2019                      |
|                  |     | HK\$'000 千港元          | HK\$'000 千港元              |
| Spare parts      | 備件  | 37,890                | 35,597                    |
| Raw materials    | 原料  | 325,320               | 489,695                   |
| Work-in-progress | 半製品 | 313,548               | 422,006                   |
| Finished goods   | 製成品 | 293,422               | 308,608                   |
|                  |     | 970,180               | 1,255,906                 |

## 15. TRADE AND BILLS RECEIVABLES/PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

The Group allows a credit period ranging from 30 days to 60 days to its trade customers. The following is an ageing analysis of trade and bills receivables based on the invoice dates, as at the end of the reporting period:

|                                    |        | (Unaudited)<br>(未經審核) | (Audited)<br>(經審核)        |
|------------------------------------|--------|-----------------------|---------------------------|
|                                    |        | At 30 June<br>於6月30日  | At 31 December<br>於12月31日 |
|                                    |        | 2020                  | 2019                      |
|                                    |        | HK\$'000 千港元          | HK\$'000 千港元              |
| Within 1 month                     | 1個月內   | 522,192               | 667,466                   |
| 1 to 2 months                      | 1至2個月  | 276,518               | 322,236                   |
| 2 to 3 months                      | 2至3個月  | 137,513               | 93,737                    |
| Over 3 months                      | 3個月以上  | 135,862               | 61,093                    |
|                                    |        | 1,072,085             | 1,144,532                 |
| Less: allowance for doubtful debts | 減：呆賬撥備 | (25,224)              | (14,538)                  |
|                                    |        | 1,046,861             | 1,129,994                 |

## 12. 物業、機器及設備之變動

本集團於截至2020年6月30日止6個月，為擴大及增強本集團之生產設施而用於物業、機器及設備的開支為48,257,000港元（截至2019年6月30日止6個月：43,295,000港元）。

## 13. 使用權資產之變動

於截至2020年6月30日止6個月，本集團就使用生產設備（2年）及倉庫（5年）訂立新租賃協議，因此確認使用權資產增加1,295,000港元（截至2019年6月30日止6個月：17,349,000港元）。

## 14. 存貨

| (Unaudited)<br>(未經審核) | (Audited)<br>(經審核)        |
|-----------------------|---------------------------|
| At 30 June<br>於6月30日  | At 31 December<br>於12月31日 |
| 2020                  | 2019                      |
| HK\$'000 千港元          | HK\$'000 千港元              |
| 37,890                | 35,597                    |
| 325,320               | 489,695                   |
| 313,548               | 422,006                   |
| 293,422               | 308,608                   |
| 970,180               | 1,255,906                 |

## 15. 營業及票據應收款項／預付款項、按金及其他應收款項

本集團提供介乎30天至60天信貸期予其營業客戶。營業及票據應收款項根據發票日期於報告期終的賬齡分析如下：

| (Unaudited)<br>(未經審核) | (Audited)<br>(經審核)        |
|-----------------------|---------------------------|
| At 30 June<br>於6月30日  | At 31 December<br>於12月31日 |
| 2020                  | 2019                      |
| HK\$'000 千港元          | HK\$'000 千港元              |
| 522,192               | 667,466                   |
| 276,518               | 322,236                   |
| 137,513               | 93,737                    |
| 135,862               | 61,093                    |
| 1,072,085             | 1,144,532                 |
| (25,224)              | (14,538)                  |
| 1,046,861             | 1,129,994                 |

# 15. TRADE AND BILLS RECEIVABLES/PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES (continued)

Other receivables as at 30 June 2020 represented value-added tax recoverable of HK\$41,398,000 (31 December 2019: HK\$57,036,000) and prepayments, deposits and other receivables of HK\$71,592,000 (31 December 2019: HK\$70,528,000).

# 16. TRADE AND BILLS PAYABLES/OTHER PAYABLES AND ACCRUALS

# 15. 營業及票據應收款項／預付款項、按金及其他應收款項（續）

於2020年6月30日，其他應收款項乃指可收回增值稅41,398,000港元（2019年12月31日：57,036,000港元）及預付款項、按金及其他應收款項71,592,000港元（2019年12月31日：70,528,000港元）。

# 16. 營業及票據應付款項／其他應付款項及應計費用

|                |        | (Unaudited)<br>(未經審核)                        | (Audited)<br>(經審核)                                |
|----------------|--------|----------------------------------------------|---------------------------------------------------|
|                |        | At 30 June<br>於6月30日<br>2020<br>HK\$'000 千港元 | At 31 December<br>於12月31日<br>2019<br>HK\$'000 千港元 |
| Trade payables | 營業應付款項 | 392,197                                      | 640,537                                           |
| Bills payables | 票據應付款項 | 53,201                                       | 183,261                                           |
|                |        | 445,398                                      | 823,798                                           |

The following is an ageing analysis of trade and bills payables based on the invoice dates, as at the end of the reporting period:

營業及票據應付款項按發票日期於報告期終的賬齡分析如下：

|                |       | (Unaudited)<br>(未經審核)                        | (Audited)<br>(經審核)                                |
|----------------|-------|----------------------------------------------|---------------------------------------------------|
|                |       | At 30 June<br>於6月30日<br>2020<br>HK\$'000 千港元 | At 31 December<br>於12月31日<br>2019<br>HK\$'000 千港元 |
| Within 1 month | 1個月內  | 298,976                                      | 627,948                                           |
| 1 to 2 months  | 1至2個月 | 94,634                                       | 117,429                                           |
| 2 to 3 months  | 2至3個月 | 23,830                                       | 38,800                                            |
| Over 3 months  | 3個月以上 | 27,958                                       | 39,621                                            |
|                |       | 445,398                                      | 823,798                                           |

Other payables and accruals as at 30 June 2020 represented other payables of HK\$78,872,000 (31 December 2019: HK\$98,961,000) and accruals of HK\$126,263,000 (31 December 2019: HK\$167,902,000).

於2020年6月30日，其他應付款項及應計費用指其他應付款項78,872,000港元（2019年12月31日：98,961,000港元）及應計費用126,263,000港元（2019年12月31日：167,902,000港元）。

## 17. BANK BORROWINGS

During the six months ended 30 June 2020, the Group obtained new bank borrowings of HK\$432,426,000 (six months ended 30 June 2019: HK\$742,590,000) and made repayments of HK\$51,560,000 (six months ended 30 June 2019: HK\$814,558,000). These bank borrowings obtained and repaid were mainly denominated in Hong Kong dollar ("HKD") and US dollar ("USD"). The bank borrowings raised were mainly used to repay the existing bank borrowings or as working capital of the Group.

The bank borrowings of the Group are mainly variable rate borrowings. The average effective interest rate of bank borrowings of the Group is 2.82% (31 December 2019: 3.81%) per annum and are repayable by installments over a period from one to three years. All bank borrowings were unsecured for the six months ended 30 June 2020 and the year ended 31 December 2019.

## 18. SHARE CAPITAL

Ordinary shares,  
issued and fully paid  
At beginning of the period/year  
Exercise of share options

普通股·已發行及  
繳足股本  
於期／年初  
行使購股權

1,225,026,960

–

At end of the period/year

於期／年終

1,225,026,960

HK\$'000  
千港元

889,810

–

889,810

(Audited)  
(經審核)

At 31 December 2019

於2019年12月31日

Number  
of shares

股份數目

HK\$'000  
千港元

1,205,026,960

20,000,000

1,225,026,960

865,716

24,094

889,810

In accordance with section 135 of the Hong Kong Companies Ordinance (Cap. 622), the ordinary shares of the Company do not have a par value.

根據香港公司條例(第622章)第135條, 本公司的普通股並無票面價值。

## 17. 銀行借貸

截至2020年6月30日止6個月, 本集團取得新銀行借貸432,426,000港元(截至2019年6月30日止6個月: 742,590,000港元)及已償還51,560,000港元(截至2019年6月30日止6個月: 814,558,000港元)。該等已取得及已償還之銀行借貸主要以港元(「港元」)及美元(「美元」)計值。所籌集之銀行借貸乃主要用作償還現有的銀行借貸或用作本集團之營運資金。

本集團銀行借貸主要為浮息借貸。本集團銀行借貸之平均實際年利率為2.82%(2019年12月31日: 3.81%), 並須於介乎1年至3年期間內分期償還。截至2020年6月30日止6個月及截至2019年12月31日止年度, 所有銀行借貸均為無抵押。

## 18. 股本

(Unaudited)  
(未經審核)

At 30 June 2020

於2020年6月30日

Number  
of shares  
股份數目

HK\$'000  
千港元

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The outbreak of the 2019 novel coronavirus disease (the “COVID-19”) worldwide (the “Pandemic”) and the various public health measures put in place in many countries to prevent the spread of the COVID-19 have disrupted the Group’s production at different times and overall business during the first half of 2020 (“1H2020”). During the beginning of the Pandemic, the Group’s production sites in China as well as some of our suppliers’ factories and garment manufacturer clients’ factories in China were required to have temporary suspension of operations after the Chinese new year in February 2020. The business of the production was affected by the lock-down of cities implemented in China in the early stage of the Pandemic, resulting in a failure to resume work as scheduled after the Chinese new year, which led to sluggish domestic sales.

In addition, facing the delivery chasing requests from the customers of the European and the United States (“US”) markets, the Group made a decisive measure to increase the production manpower by picking up healthy employees who were affected by the traffic and failed to return to work in the production mills shortly after the Chinese new year. Until March 2020, when the Pandemic was reversed, the domestic market and the Japanese market slowly recovered, the European and the US markets had been affected by the epidemic, and the Group faced the poor market sentiment in the US, Europe and the United Kingdom, which led to a decrease in the production operation and the production level of the Group. While the COVID-19 restrictions had been gradually lifted in various countries subsequently, a full normalization of the operation was not achieved during 1H2020.

As a consequence of the lock-down and restrictions on public life in many cities around the world, a number of key apparel retailers had been forced to restructure their operations, including the closure of a significant number of stores for months or permanently, resulting in delays to the shipment of orders and cancellation of other orders by some of our end-buyer customers. The deteriorating financial position experienced by delay in account receivable payment by some customers was due to the fact that their cities were locked down and their business operation was seriously affected.

Our total sales volume of fabric reduced by approximately 33.4% as compared to the first half of 2019 (“1H2019”). Our total revenue was HK\$2,099.7 million in 1H2020 (1H2019: HK\$3,388.4 million), a 38.0% reduction as compared with 1H2019. The gross profit margin decreased by 2.1 percentage points from 12.3% in 1H2019 to 10.2% in 1H2020. Loss for the period was HK\$16.4 million in 1H2020 (1H2019: Profit for the period was HK\$90.6 million).

Our overall operating costs were under control in 1H2020. The distribution and selling expenses during the period under review decreased by 27.0% to HK\$52.9 million (1H2019: HK\$72.5 million). At the same time, the administrative expenses for the period under review also decreased by 20.5% to HK\$173.0 million (1H2019: HK\$217.7 million).

## 管理層討論及分析

### 業務回顧

鑒於2019年新型冠狀病毒病於世界各地爆發（「大流行」）以及眾多國家實施各種公眾衛生措施以防止新型冠狀病毒病擴散從而在各時間點及整體業務上影響本集團在2020年上半年（「1H2020」）的生產。於大流行的初期，本集團於國內的生產廠房連同國內部分的供應商廠房及服裝製造商客戶的廠房在2020年2月農曆年後被要求臨時停工。本公司生產業務亦受早段大流行國內封城所影響而在年後未能如期復工，導致內銷停滯。

另外，面對歐美市場的客戶催促交貨之壓力，本集團採取果斷措施增加生產人手，以維持農曆新年後的生產能力，同時，接載各省受交通影響而未能回廠房工作的健康員工上班。直至2020年3月，大流行逆轉，內銷及日本市場回暖之際，歐美市場受疫情衝擊，本集團又面臨歐美市場和英國市道低迷，導致本集團生產業務和生產量有所下降。儘管多國就新型冠狀病毒病採取的限制措施已逐步解除，但在1H2020期間仍未能達致全面操作正常化。

由於全球很多城市被封鎖及公眾活動受到限制，若干主要服裝零售商被迫重組業務，包括大量門市關閉數月或永久停業，從而導致訂單延期及部分最終買家客戶取消訂單。由於封城導致業務營運受到嚴重影響而延遲了應收款項的支付，並引致部分客戶的財務狀況惡化。

本集團的面料總銷售量較2019年上半年（「1H2019」）減少了近33.4%。本集團在1H2020的總營業額為2,099.7百萬港元（1H2019：3,388.4百萬港元），較1H2019下跌38.0%。毛利率由1H2019的12.3%下跌2.1個百分點至1H2020的10.2%。1H2020的回顧期內虧損為16.4百萬港元（1H2019：回顧期內盈利為90.6百萬港元）。

本集團於1H2020的營運成本受控。回顧期內的分銷及銷售費用下降27.0%至52.9百萬港元（1H2019：72.5百萬港元）。同時，回顧期內的行政費用亦下跌至173.0百萬港元（1H2019：217.7百萬港元）。

According to the information published on the website of the China Cotton Association (中國棉花協會), the China cotton price index CCINDEX2129B (中國棉花價格指數) was RMB12,213/ton as at 30 June 2020 and was RMB13,915/ton as at 2 January 2020. The China cotton price index was at the highest in January 2020 at RMB14,271/ton and at the lowest in April 2020 at RMB11,468/ton. When compared with a year before, the China cotton price index CCINDEX2129B was RMB14,549/ton as at 28 June 2019, and RMB15,839/ton as at 2 January 2019. From the year-on-year comparison between 28 June 2019 and 30 June 2020, a 16.1% decrease was recorded.

According to the China coal market website, the monitoring data shown on 22 June 2020 based on the China coal price index (national comprehensive) was 148.2, down by 12 points year-on-year. The Group continued focusing on lean management, technology automation, machinery upgrade, cost reduction and control initiatives to boost overall operating profitability. Basic loss per share was HK1.2 cents in 1H2020 (1H2019: Basic earnings per share was HK6.8 cents).

Continuous restructuring and consolidating of our subsidiaries with the aims to streamline operation and reduce costs was successfully implemented during the period under review.

## Production and Sales of Dyed Fabrics and Yarns

The Group's total production capacity of four fabric mills in both the PRC and Sri Lanka was approximately 27.5 million pounds of fabric dyeing per month, which was the same figure for the same period last year.

For the period under review, the Group's core business, production and sales of dyed fabrics and yarns, generated revenue of approximately HK\$1,851.6 million and accounted for 88.2% of the Group's total revenue.

## Production and Sales of Garments

Revenue from the production and sales of garments for 1H2020 was approximately HK\$248.1 million and accounted for 11.8% of the Group's total revenue.

## Dividend

In view of the general practice of the Company to only recommend a final dividend, the Board has resolved not to declare any interim dividend for the six months ended 30 June 2020. Nevertheless, the Board will consider changing the practice and may declare interim dividend in the future. Whether the Group is able to maintain a similar range of dividend payout ratio as our dividend policy will largely depend on the results in second half of 2020. The Group is committed to providing rewarding investment return to the shareholders of the Company (the "Shareholders"), subject to the dividend policy stated in 2019 annual report of the Company.

根據中國棉花協會網站公佈資訊，中國棉花價格指數CCINDEX2129B於2020年6月30日為每噸人民幣12,213元，而2020年1月2日則為每噸人民幣13,915元。中國棉花價格指數分別於2020年1月及2020年4月錄得最高每噸人民幣14,271元和最低每噸人民幣11,468元的水平。對比上一年度，中國棉花價格指數CCINDEX2129B於2019年6月28日為每噸人民幣14,549元，於2019年1月2日則為每噸人民幣15,839元，於2019年6月28日至2020年6月30日期間，按年錄得16.1%下跌。

根據中國煤炭市場網，中國煤炭價格指數（全國綜合指數）監測數據顯示於2020年6月22日中國煤炭指數為148.2，按年下跌12點。集團繼續注重精益管理、技術自動化、機械升級、成本削減及管控措施，藉以提升整體經營效益。於1H2020，每股基本虧損為1.2港仙（1H2019：每股基本盈利為6.8港仙）。

於回顧期內，本集團持續重組及整合附屬公司的工作得以圓滿實施，成功精簡營運並降低成本。

## 製造及銷售色布及紗

本集團位於中國大陸和斯里蘭卡的4家面料工廠的印染產能每月約2,750萬磅，數字與去年同期一樣。

在回顧期內，本集團核心業務一色布及紗的製造及銷售，為集團帶來約1,851.6百萬港元的營業額，佔集團總營業額的88.2%。

## 製造及銷售成衣

1H2020成衣製造及銷售的營業額約為248.1百萬港元，佔集團總營業額的11.8%。

## 股息

鑒於本公司於一般情況下只建議派發末期股息，本公司董事會決定及宣佈就截至2020年6月30日止6個月內不予派發任何中期股息。然而，董事會將考慮改變此做法及有可能於未來派發中期股息。本集團能否維持與股息政策相類似的股息派息比率，將很大程度上取決於2020年下半年的業績。本集團承諾向本公司股東（「股東」）提供豐厚的投資回報，但須遵守本公司2019年年報之股息政策。

## Awards and Certifications

## 獎項及認證

Our awards and certificates accredited during 1H2020 were as follows:

在2020年上半年，集團所獲獎項及認證如下：

| No.<br>文件序號                                       | Name of Award/Certification<br>獎項／認證名稱                                                                               | Type of Award/<br>Certification<br>獎項／認證類型 | Date of Issue<br>(Year/Month)<br>頒發日期（年／月） | Issuing Unit/Organisation<br>發出單位／機構                                                                                                                                                                           |
|---------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Jiangyin Fuhui Textiles Limited 江陰福匯紡織有限公司</b> |                                                                                                                      |                                            |                                            |                                                                                                                                                                                                                |
| 1                                                 | 2019 Key and Major Enterprise of Jiangyin*<br>2019年度江陰市重點骨幹企業                                                        | Award<br>獎項                                | 2020/1                                     | Jiangyin Municipal Party Committee of Communist Party of the PRC, Jiangyin Municipal People's Government*<br>中共江陰市委、江陰市人民政府                                                                                    |
| 2                                                 | 2019 Outstanding Unit of Safety in Production*<br>2019年度安全生產先進單位                                                     | Award<br>獎項                                | 2020/1                                     | Administration Committee of Jiangyin High-tech Industrial Development Zone*<br>江陰高新技術產業開發區管理委員會                                                                                                                |
| 3                                                 | 2019 Outstanding Unit of Ecological Civilization*<br>2019年度生態文明建設先進單位                                                | Award<br>獎項                                | 2020/2                                     | Jiangyin High-tech Industrial Development Zone Committee of Communist Party of China*<br>中共江陰高新技術產業開發區工作委員會<br>Administration Committee of Jiangyin High-tech Industrial Development Zone*<br>江陰高新技術產業開發區管理委員會 |
| 4                                                 | 2019 Outstanding Enterprise of Foreign Investment*<br>2019年度外商投資先進企業                                                 | Award<br>獎項                                | 2020/2                                     | Jiangyin High-tech Industrial Development Zone Committee of Communist Party of China*<br>中共江陰高新技術產業開發區工作委員會<br>Administration Committee of Jiangyin High-tech Industrial Development Zone*<br>江陰高新技術產業開發區管理委員會 |
| 5                                                 | 2019 Charitable Enterprise*<br>2019年度熱心慈善企業                                                                          | Award<br>獎項                                | 2020/2                                     | Jiangyin High-tech Industrial Development Zone Committee of Communist Party of China*<br>中共江陰高新技術產業開發區工作委員會<br>Administration Committee of Jiangyin High-tech Industrial Development Zone*<br>江陰高新技術產業開發區管理委員會 |
| 6                                                 | 2019-2020 Advanced Grass-roots Party Organisation of High-tech Industrial Development Zone*<br>2019-2020年度高新區先進基層黨組織 | Award<br>獎項                                | 2020/6                                     | Jiangyin High-tech Industrial Development Zone Committee of Communist Party of China*<br>中共江陰高新技術產業開發區工作委員會                                                                                                    |
| <b>Yancheng Fuhui Textiles Limited 鹽城福匯紡織有限公司</b> |                                                                                                                      |                                            |                                            |                                                                                                                                                                                                                |
| 7                                                 | 2019 High Quality Development Contribution Award*<br>2019年度高質量發展貢獻獎                                                  | Award<br>獎項                                | 2020/1                                     | CPC Yancheng Economic-Technological Development Zone Working Committee*<br>中共鹽城經濟技術開發區工作委員會<br>Yancheng Economic-Technological Development Zone Management Committee*<br>鹽城經濟技術開發區管理委員會                        |
| 8                                                 | 2019 Outstanding Three-star Enterprise*<br>2019年度爭星創優三星企業                                                            | Award<br>獎項                                | 2020/1                                     | Yancheng Municipal People's Government*<br>鹽城市人民政府                                                                                                                                                             |
| 9                                                 | Three-star Enterprise of Yancheng*<br>鹽城市三星企業                                                                        | Medal<br>獎牌                                | 2020/3                                     | Yancheng Municipal People's Government*<br>鹽城市人民政府                                                                                                                                                             |
| 10                                                | 2019 Advanced Unit for Fire Safety Management Work in the District*<br>2019年度全區消防安全管理工作先進單位                          | Award<br>獎項                                | 2020/4                                     | Fire Rescue Brigade of Yancheng Economic-Technological Development Zone*<br>鹽城經濟技術開發區消防救援大隊                                                                                                                    |
| 11                                                | Supplier of 10 Years Corporation*<br>合作十年供應商                                                                         | Trophy<br>獎杯                               | 2020                                       | Hongxing Erke (Xiamen) Industrial Co., Ltd.<br>鴻星爾克（廈門）實業有限公司                                                                                                                                                  |
| 12                                                | Outstanding Supplier*<br>優秀供應商                                                                                       | Trophy<br>獎杯                               | 2020                                       | Hongxing Erke (Xiamen) Industrial Co., Ltd.<br>鴻星爾克（廈門）實業有限公司                                                                                                                                                  |

| No.<br>文件序號                                                                              | Name of Award/Certification<br>獎項／認證名稱                                                | Type of Award/<br>Certification<br>獎項／認證類型 | Date of Issue<br>(Year/Month)<br>頒發日期(年／月) | Issuing Unit/Organisation<br>發出單位／機構                                |
|------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------|--------------------------------------------|---------------------------------------------------------------------|
| <b>Dongguan Shatin Lake Side Textiles Printing &amp; Dyeing Co., Ltd. 東莞沙田麗海紡織印染有限公司</b> |                                                                                       |                                            |                                            |                                                                     |
| 13                                                                                       | Certificate of Compliance in Global Organic Textile Standard<br>有機含量標準認證 <sup>#</sup> | Certification<br>認證                        | 2020/5                                     | ECOCERT Greenlife                                                   |
| 14                                                                                       | Certificate of Compliance in Organic Content Standard<br>有機含量標準認證 <sup>#</sup>        | Certification<br>認證                        | 2020/5                                     | ECOCERT Greenlife                                                   |
| 15                                                                                       | Mill Qualification Program<br>工廠資格認證計劃 <sup>#</sup>                                   | Certification<br>認證                        | 2020/5                                     | Intertek Group<br>天祥集團                                              |
| 16                                                                                       | Environmental Management System Certification<br>環境管理體系認證證書                           | Certification<br>認證                        | 2020/6                                     | China Great Wall (Tianjin) Quality Assurance Centre<br>長城(天津)質量保證中心 |
| <b>Ocean Lanka (Private) Limited 海洋蘭卡(私人)有限公司</b>                                        |                                                                                       |                                            |                                            |                                                                     |
| 17                                                                                       | Express Laboratory Certification<br>Express實驗室認證 <sup>#</sup>                         | Certification<br>認證                        | 2020/1                                     | Express Laboratory                                                  |
| 18                                                                                       | bluesign® SYSTEM PARTNER<br>bluesign® SYSTEM夥伴 <sup>#</sup>                           | Certification<br>認證                        | 2020/2                                     | bluesign technologies ag                                            |
| 19                                                                                       | Organic Content Standard (OCS) 2.0<br>有機含量標準(OCS)2.0 <sup>#</sup>                     | Certification<br>認證                        | 2020/2                                     | Control Union Certifications B.V.<br>世優認證(上海)有限公司                   |
| 20                                                                                       | Global Recycled Standard (GRS) 4.0<br>全球回收標準(GRS)4.0 <sup>#</sup>                     | Certification<br>認證                        | 2020/3                                     | Control Union Certifications B.V.<br>世優認證(上海)有限公司                   |
| 21                                                                                       | Global Organic Textiles (GOTS) 5.0<br>全球有機紡織品(GOTS)5.0 <sup>#</sup>                   | Certification<br>認證                        | 2020/6                                     | Control Union Certifications B.V.<br>世優認證(上海)有限公司                   |

\* English names are only the translation of their respective official Chinese names. In case of inconsistencies, the Chinese names shall prevail.

\* 英文名稱僅為官方中文名稱之譯文。倘有歧異，概以中文名稱為準。

<sup>#</sup> Chinese names are only the translation of their respective official English names. In case of inconsistencies, the English names shall prevail.

<sup>#</sup> 中文名稱僅為官方英文名稱之譯文。倘有歧異，概以英文名稱為準。

## OUTLOOK

According to the Global Economic Prospects June 2020 issued by the World Bank Group, the Pandemic has, with alarming speed, delivered a global economic shock of enormous magnitude, leading to steep recessions in many countries. The baseline forecast envisions a 5.2 percent contraction in global GDP (gross domestic product) in 2020—the deepest global recession in eight decades, despite unprecedented policy support. Per capita incomes in the vast majority of emerging market and developing economies (“EMDEs”) are expected to shrink this year, tipping many millions back into poverty.

The Pandemic has struck a devastating blow to an already-fragile global economy. Lockdowns and other restrictions which needed to address the public health crisis, together with spontaneous reductions in economic activity by many consumers and producers, constitute an unprecedented combination of adverse shocks that is causing deep recessions in many advanced economies and EMDEs. Those EMDEs that have weak health systems; those that rely heavily on global trade, tourism, or remittances from abroad; and those that depend on commodity exports will be particularly hard-hit. Beyond its short-term impact, deep recessions triggered by the Pandemic are likely to leave lasting scars through multiple channels, including lower investment; erosion of the human capital of the unemployed; and a retreat from global trade and supply linkages. These effects may well lower the potential growth and labour productivity in the longer term.

Looking forward to the second half of 2020, the world economy and the retail market are expected to remain highly uncertain. The Group holds a prudently conservative attitude towards the performance in the second half of the year. Nevertheless, the Group has been working closely with our existing clients in the China domestic market to co-develop new collections using innovative fabrics, which provide attractive business potential going forward. As the economy in China has been rebounding speedily in the second half of 2020, we believe that the growth momentum will be concentrated in this market as well as several popular and quality Japanese brands that we have been working together. The Group has long been the pioneer in developing innovative products together with our customers in the textile and apparel industry and will continue to allocate resources in this area in the future.

Notwithstanding the ever-changing global economic and market conditions, the Group is determined to do the best altogether to bring long-term values and returns to all Shareholders through various measures on cost reduction.

## OUR APPRECIATION

Finally, we would like to express our gratitude to the Shareholders, customers, business partners and suppliers for their continuous unfaltering support during the increase in economic instability. We would also like to thank our dedicated staff for their commitment and contributions to the success of the Group.

## 展望

根據世界銀行集團2020年6月的《全球經濟展望報告》，大流行以驚人的速度對全球經濟帶來了巨大的衝擊，導致許多國家的經濟嚴重衰退。基線預測預計2020年全球國內生產總值將收縮5.2%，為八十年來程度最深的衰退，儘管有史無前例的政策支持。預計今年絕大多數新興市場和發展中經濟體的人均收入將出現收縮，使數百萬人陷入貧困。

大流行對已脆弱的全球經濟造成了毀滅性打擊。解決公共衛生危機所需的封鎖和其他限制，以及許多消費者和生產者自發地減少經濟活動，構成前所未有的不利組合，衝擊並正在造成許多發達經濟體及新興市場和發展中經濟體的嚴重衰退。衛生系統薄弱的、嚴重依賴全球貿易、旅遊業或國外匯款的、以及依賴商品出口的發展中經濟體將受到特別嚴重的打擊。除了短期影響外，大流行引發的嚴重衰退可能還會通過多種渠道留下持久的傷痕，包括降低投資、失業者人力資源的侵蝕、及全球貿易和供應聯繫回落。從長遠來看，這些影響可能會降低潛在的增長和勞動生產率。

展望2020年下半年，全球經濟及零售市場預期依然非常不明朗。集團對下半年的表現持審慎保守態度。儘管如此，本集團一直與我們在中國國內市場的現有客戶緊密合作，使用創新面料共同開發新系列產品，這些產品具有廣闊的商業潛力。由於中國經濟在2020年下半年迅速反彈，我們相信增長動力將集中在這個市場以及我們一直在努力的幾個受歡迎和優質的日本品牌。本集團一直與紡織及服裝行業的客戶聯手走在開發創新產品的前端，日後在該方面將繼續投入資源。

儘管全球經濟市場形勢不斷地變化，本集團仍決心通過各項降低成本的措施方案，為所有股東帶來長期價值及回報。

## 致謝

最後，我們謹向所有股東、客戶、業務夥伴和供應商致謝，感謝他們在經濟不確定性增加的同時仍持續給予支持。我們亦感激各位員工為集團的成功所作出的投入、承諾和貢獻。

## FINANCIAL REVIEW

The key operating and financial indicators of the Group for the six months ended 30 June 2020 are set out below:

## 財務回顧

本集團截至2020年6月30日止6個月之主要經營及財務指標呈列如下：

|                                                         |                     | Six months ended 30 June |           |
|---------------------------------------------------------|---------------------|--------------------------|-----------|
|                                                         |                     | 截至6月30日止6個月              |           |
|                                                         |                     | 2020                     | 2019      |
| <b>Statement of Profit or Loss Items</b>                | <b>損益表項目</b>        |                          |           |
| (All amounts in HK\$ thousands unless otherwise stated) | (除特別註明外所有金額均以千港元列示) |                          |           |
| Revenue                                                 | 營業額                 | 2,099,734                | 3,388,393 |
| Gross profit                                            | 毛利                  | 213,644                  | 416,904   |
| EBITDA*                                                 | 息稅折舊及攤銷前利潤          | 101,657                  | 236,782   |
| (Loss)/profit for the period                            | 是期間(虧損)/盈利          | (16,432)                 | 90,597    |
| (Loss)/profit attributable to owners of the Company     | 本公司擁有人應佔(虧損)/盈利     | (15,154)                 | 82,685    |
| Basic (loss)/earnings per share (HK cents)              | 每股基本(虧損)/盈利(港仙)     | (1.2)                    | 6.8       |
| <b>Key Financial Ratios</b>                             | <b>主要財務比率</b>       |                          |           |
| <b>Profitability ratios</b>                             | <b>盈利能力比率</b>       |                          |           |
| Gross profit margin (%)                                 | 毛利率(%)              | 10.2%                    | 12.3%     |
| EBITDA* margin (%)                                      | 息稅折舊及攤銷前利潤率(%)      | 4.8%                     | 7.0%      |
| <b>Expenses as a % of revenue</b>                       | <b>開支佔營業額比率</b>     |                          |           |
| Distribution and selling expenses                       | 分銷及銷售費用             | 2.5%                     | 2.1%      |
| Administrative expenses                                 | 行政費用                | 8.2%                     | 6.4%      |
| Finance costs                                           | 融資成本                | 0.5%                     | 0.6%      |
| <b>Asset efficiency</b>                                 | <b>資產效率</b>         |                          |           |
| Inventory turnover period (days)                        | 存貨周轉期(日)            | 94                       | 89        |
| Trade and bills receivables turnover period (days)      | 營業及票據應收款項周轉期(日)     | 91                       | 69        |
| Trade and bills payables turnover period (days)         | 營業及票據應付款項周轉期(日)     | 43                       | 49        |

\* EBITDA means earnings before interest, tax, depreciation and amortisation.

\* EBITDA解釋為息稅折舊及攤銷前利潤。

|                                                                |                     | At 30 June | At 31 December |
|----------------------------------------------------------------|---------------------|------------|----------------|
|                                                                |                     | 於6月30日     | 於12月31日        |
|                                                                |                     | 2020       | 2019           |
| <b>Asset ratios</b>                                            | <b>資產比率</b>         |            |                |
| Current ratio <sup>#</sup>                                     | 流動比率 <sup>#</sup>   | 2.5        | 2.6            |
| Net debt/EBITDA ratio (annualised)                             | 淨債務/息稅折舊及攤銷前利潤率(年化) | (2.6)      | (1.6)          |
| <b>Gearing ratio</b>                                           | <b>資本負債比率</b>       |            |                |
| Total liabilities/Equity attributable to owners of the Company | 負債總額/本公司擁有人應佔權益     | 0.5        | 0.5            |

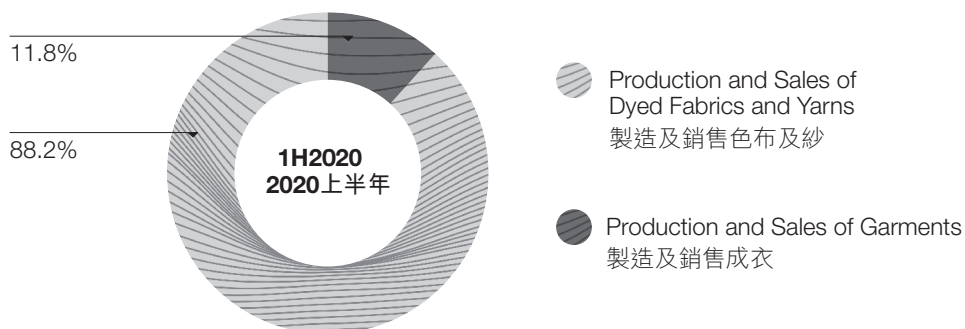
<sup>#</sup> Current ratio is calculated by dividing current assets by current liabilities.

<sup>#</sup> 流動比率的計算方法是將流動資產除以流動負債。

## Revenue

The Group's revenue for the six months ended 30 June 2020 amounted to approximately HK\$2,099,734,000 (six months ended 30 June 2019: HK\$3,388,393,000).

### Revenue by business segments



In the first half of 2020, the Group's core business, production and sales of dyed fabrics and yarns, generated revenue of approximately HK\$1,851,603,000 (six months ended 30 June 2019: HK\$2,963,069,000), which accounted for 88.2% (six months ended 30 June 2019: 87.4%) of the Group's total revenue. Revenue from production and sales of garments was approximately HK\$248,131,000 (six months ended 30 June 2019: HK\$425,324,000), which accounted for 11.8% (six months ended 30 June 2019: 12.6%) of the Group's total revenue.

### Cost of Sales and Gross Profit

For the six months ended 30 June 2020, overall cost of sales of the Group amounted to approximately HK\$1,886,090,000 (six months ended 30 June 2019: HK\$2,971,489,000) and overall gross profit margin was 10.2% (six months ended 30 June 2019: 12.3%).

During the period under review, the Group's revenue decreased by 38% compared with the same period last year, which was mainly due to a decrease in sales volume of fabric by 33.4% triggered by the outbreak of the COVID-19 worldwide. Compared with the same period last year, the decrease in percentage of revenue was larger than the decrease in percentage of production cost, which led to the decrease in gross profit margin.

### Distribution and Selling Expenses

For the six months ended 30 June 2020, the Group's overall distribution and selling expenses amounted to approximately HK\$52,896,000 (six months ended 30 June 2019: HK\$72,509,000), which accounted for 2.5% (six months ended 30 June 2019: 2.1%) of the Group's total revenue.

### Administrative Expenses

For the six months ended 30 June 2020, the Group's overall administrative expenses amounted to approximately HK\$172,999,000 (six months ended 30 June 2019: HK\$217,720,000), which accounted for 8.2% (six months ended 30 June 2019: 6.4%) of the Group's total revenue.

## 營業額

集團截至2020年6月30日止6個月的營業額約為2,099,734,000港元（截至2019年6月30日止6個月：3,388,393,000港元）。

### 營業額按業務分類

於2020年上半年，集團核心業務－製造及銷售色布及紗的營業額約為1,851,603,000港元（截至2019年6月30日止6個月：2,963,069,000港元），佔集團營業額總值的88.2%（截至2019年6月30日止6個月：87.4%）。製造及銷售成衣的營業額約為248,131,000港元（截至2019年6月30日止6個月：425,324,000港元），佔集團營業額總值的11.8%（截至2019年6月30日止6個月：12.6%）。

### 銷售成本及毛利

集團截至2020年6月30日止6個月之整體銷售成本約為1,886,090,000港元（截至2019年6月30日止6個月：2,971,489,000港元），整體毛利率為10.2%（截至2019年6月30日止6個月：12.3%）。

於回顧期內，本集團的營業額較去年同期下跌38%，主要是由於新型冠狀病毒病於世界各地爆發引致面料銷售量減少33.4%。與去年同期相比，營業額的下降幅度大於生產成本的下降幅度，引致毛利率下降。

### 分銷及銷售費用

集團截至2020年6月30日止6個月之整體分銷及銷售費用約為52,896,000港元（截至2019年6月30日止6個月：72,509,000港元），佔集團營業額總值的2.5%（截至2019年6月30日止6個月：2.1%）。

### 行政費用

集團截至2020年6月30日止6個月之整體行政費用約為172,999,000港元（截至2019年6月30日止6個月：217,720,000港元），佔集團營業額總值的8.2%（截至2019年6月30日止6個月：6.4%）。

## Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA)

For the six months ended 30 June 2020, the Group's EBITDA amounted to approximately HK\$101,657,000 (six months ended 30 June 2019: HK\$236,782,000) and the EBITDA margin was 4.8% (six months ended 30 June 2019: 7.0%).

## Finance Costs

For the six months ended 30 June 2020, the Group's finance costs amounted to approximately HK\$10,800,000 (six months ended 30 June 2019: HK\$19,476,000), representing 0.5% (six months ended 30 June 2019: 0.6%) of the Group's total revenue.

## Capital Expenditure

During the period under review, the Group invested approximately HK\$48,257,000 (six months ended 30 June 2019: HK\$43,295,000) in additions of property, plant and equipment. The Group's capital commitments primarily related to the acquisition of property, plant and equipment. As at 30 June 2020, the Group had contracted capital commitments of approximately HK\$90,565,000 (31 December 2019: HK\$84,406,000) in relation to the acquisition of property, plant and equipment.

## Income Tax Expense

For the six months ended 30 June 2020, income tax expense of the Group amounted to approximately HK\$7,221,000 (six months ended 30 June 2019: HK\$24,666,000).

## Liquidity and Financial Resources

As at 30 June 2020, the Group's net assets amounted to approximately HK\$3,432,490,000 (31 December 2019: HK\$3,585,056,000). The key figures of the Group's financial position were as follows:

|                         |       | At 30 June<br>於6月30日<br>2020<br>HK\$'000 千港元 | At 31 December<br>於12月31日<br>2019<br>HK\$'000 千港元 |
|-------------------------|-------|----------------------------------------------|---------------------------------------------------|
| Non-current assets      | 非流動資產 | 1,776,967                                    | 1,835,805                                         |
| Current assets          | 流動資產  | 3,262,172                                    | 3,461,095                                         |
| Total assets            | 資產總值  | 5,039,139                                    | 5,296,900                                         |
| Current liabilities     | 流動負債  | 1,297,693                                    | 1,331,653                                         |
| Non-current liabilities | 非流動負債 | 308,956                                      | 380,191                                           |
| Total liabilities       | 負債總值  | 1,606,649                                    | 1,711,844                                         |
| Net assets              | 資產淨值  | 3,432,490                                    | 3,585,056                                         |

The Group met its funding requirements in its usual course of operation by cash flows from operations, as well as long-term and short-term bank borrowings. Capital expenditure was mainly financed by long-term bank borrowings.

## 息稅折舊及攤銷前利潤(EBITDA)

集團截至2020年6月30日止6個月之息稅折舊及攤銷前利潤約為101,657,000港元(截至2019年6月30日止6個月: 236,782,000港元)。息稅折舊及攤銷前利潤率為4.8%(截至2019年6月30日止6個月: 7.0%)。

## 融資成本

集團截至2020年6月30日止6個月之融資成本約10,800,000港元(截至2019年6月30日止6個月: 19,476,000港元)，佔集團營業額總值的0.5%(截至2019年6月30日止6個月: 0.6%)。

## 資本開支

於回顧期內，集團已投資約為48,257,000港元(截至2019年6月30日止6個月: 43,295,000港元)以增加物業、機器及設備。集團的資本承擔主要涉及購買物業、機器及設備。於2020年6月30日，集團有關購買物業、機器及設備的已簽約資本承擔約為90,565,000港元(2019年12月31日: 84,406,000港元)。

## 所得稅支出

集團截至2020年6月30日止6個月之所得稅支出約為7,221,000港元(截至2019年6月30日止6個月: 24,666,000港元)。

## 資金流動性及財政資源

於2020年6月30日，集團資產淨值約為3,432,490,000港元(2019年12月31日: 3,585,056,000港元)。財務狀況的主要資料如下：

|                         | At 30 June<br>於6月30日<br>2020<br>HK\$'000 千港元 | At 31 December<br>於12月31日<br>2019<br>HK\$'000 千港元 |
|-------------------------|----------------------------------------------|---------------------------------------------------|
| Non-current assets      | 1,776,967                                    | 1,835,805                                         |
| Current assets          | 3,262,172                                    | 3,461,095                                         |
| Total assets            | 5,039,139                                    | 5,296,900                                         |
| Current liabilities     | 1,297,693                                    | 1,331,653                                         |
| Non-current liabilities | 308,956                                      | 380,191                                           |
| Total liabilities       | 1,606,649                                    | 1,711,844                                         |
| Net assets              | 3,432,490                                    | 3,585,056                                         |

集團以營運所得現金流量及銀行的長短期貸款應付日常資金需要，而資本開支則主要由長期銀行貸款撥付。

As at 30 June 2020, the principal financial covenant figures/ratios (according to the definitions of the Group's principal banks) were as follows:

於2020年6月30日，主要的財務契約數據／比率（根據本集團主要往來銀行的定義）如下：

|                                                                    |                           | At 30 June<br>於6月30日<br>2020 | At 31 December<br>於12月31日<br>2019 |
|--------------------------------------------------------------------|---------------------------|------------------------------|-----------------------------------|
| Consolidated tangible net worth                                    | 綜合淨有形資產                   | HK\$3,161,942,000            | HK\$3,182,250,000                 |
| Consolidated total bank debt<br>to consolidated tangible net worth | 綜合總銀行負債對<br>綜合淨有形資產比例     | 0.2                          | 0.1                               |
| Consolidated EBITDA<br>to consolidated interest expense            | 綜合息稅折舊及攤銷前<br>利潤對綜合利息支出比例 | 9.4                          | 11.8                              |
| Consolidated current assets<br>to consolidated current liabilities | 綜合流動資產對綜合流動負債比例           | 2.5                          | 2.6                               |
| Consolidated capital expenditure                                   | 綜合資本開支                    | HK\$48,257,000               | HK\$134,619,000                   |

## Risk Management

The Group follows a stringent and prudent risk management policy to manage foreign exchange and interest rate risks.

The sale and the purchase of raw materials of the Group were mainly denominated in HKD, USD and Renminbi ("RMB"). Since the Group mainly carries out production in China, we are exposed to foreign exchange risk arising from RMB exposure. The Group has been closely monitoring the exchange rate fluctuation for USD and RMB and will continue to monitor the trend of the exchange rate and adopt appropriate measures in order to mitigate the foreign currency risk in a cautious manner.

In addition, bank borrowings of the Group were denominated in HKD and USD and interests were mainly charged on a floating rate basis. The average effective interest rate of bank borrowings of the Group was 2.82% for the period under review (31 December 2019: 3.81%) per annum and the bank borrowings were repayable by installments over a period from one to three years. All bank borrowings were unsecured for the six months ended 30 June 2020 and the year ended 31 December 2019. The Group will continue to monitor the interest rates fluctuation in the market and will adopt appropriate measures to minimise the interest rate risk.

## EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2020, the Group had approximately 7,700 (30 June 2019: 8,800) full-time employees. The Group will continue to implement streamlined production so as to further minimise its labour cost. The Group's emolument policies are formulated based on the performance of individual employee and the salary trends in various regions, which are reviewed regularly. Subject to the Group's profitability, the Group may also distribute a discretionary bonus to its employees as an incentive for their contribution to the Group.

The Company has established a share option scheme for its employees, and also provides regular training courses and subsidies for continuing education so as to improve the skills of its employees with respect to production, selling and management.

## 風險管理

集團會依據嚴格及審慎的風險管理政策應對外匯及利率風險。

集團之銷售和原料採購以港元、美元及人民幣（「人民幣」）為主。而主要的生產基地位於中國，故涉及人民幣所產生之外匯風險。集團一直密切留意美元及人民幣匯率的變動，會採取謹慎的方法，適時審視匯率的走勢，安排合適的措施以減低風險。

此外，集團的銀行借貸以港元和美元為單位，利息主要以浮動利率計算。本集團銀行借貸之平均實際年利率為2.82%（2019年12月31日：3.81%），並須於介乎1年至3年期間內分期償還。截至2020年6月30日止6個月及截至2019年12月31日止年度，所有銀行借貸均為無抵押。本集團將繼續留意市場的利率波動，並安排合適的措施以減低利率上升的風險。

## 僱員及酬金政策

集團於2020年6月30日之全職僱員人數約為7,700人（2019年6月30日：8,800人）。本集團將繼續實施精簡生產，以盡量減少勞動力成本。集團的酬金政策是根據個別僱員的工作表現及各地區薪酬趨勢而制定並定期作出檢討。集團亦會因應集團之盈利情況，酌情發放花紅予僱員以鼓勵他們對集團之貢獻。

本公司為僱員設有一項購股權計劃，亦會提供定期培訓課程及資助進修計劃，以提高僱員之生產、銷售及管理技能。

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

During the period under review, the Company had not redeemed its listed securities, nor did the Company or any of its subsidiaries purchase or sell any of such securities.

## CORPORATE GOVERNANCE CODE

Throughout the period from 1 January 2020 to 30 June 2020, the Company has applied the principles of, and complied with, all the applicable code provisions of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the "CG Code") except for code provision A.2.1 of the CG Code. Since 23 January 2015, Mr. ZHAO Yao, the Chairman and an Executive Director, has taken up the position of chief executive officer of the Company, details of which were set out in the announcement of the Company dated 23 January 2015. This deviated from code provision A.2.1 of the CG Code, which stipulates that the responsibilities between the chairman and chief executive officer should be divided and should not be performed by the same person. However, having considered the current status of the Group, vesting the roles of both chairman and chief executive officer in the same person enables the Group to plan its overall strategy more efficiently and achieve the budgeted target. The Board believes that the balance of power and authority under this arrangement is adequately ensured by the Board which comprises experienced, professional and high caliber individuals with a sufficient number thereof being independent non-executive Directors (the "INEDs").

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct regarding Directors' securities transactions. Following the specific enquiries made by the Company with all Directors, they have confirmed that they had complied with the required standard set out in the Model Code for the period under review.

## AUDIT COMMITTEE'S REVIEW

The Company has established an audit committee of the Board (the "Audit Committee") for the purposes of reviewing and providing supervision over the Company's financial reporting process, risk management and internal control systems. The Audit Committee presently comprises 1 non-executive Director and 2 INEDs, and 1 of the INEDs acts as the chairman of the Audit Committee. The Audit Committee has reviewed the unaudited consolidated interim results of the Group for the six months ended 30 June 2020 and the 2020 interim report of the Company.

## 購回、出售及贖回本公司之上市證券

於回顧期內，本公司並無贖回其上市證券，本公司或其任何附屬公司亦無購回或出售任何有關證券。

## 企業管治守則

由2020年1月1日至2020年6月30日止期間，本公司已應用及一直遵守上市規則附錄14所載之企業管治守則（「企管守則」）之原則及所有適用之守則條文，惟企管守則之守則條文第A.2.1條除外。自2015年1月23日起，主席及執行董事趙耀先生開始兼任本公司行政總裁職務，詳情已載於本公司日期為2015年1月23日之公告。此會偏離企管守則之守則條文第A.2.1條的規定，主席與行政總裁的職責應有區分及不應由同一名人士擔任，但考慮到本集團現時的情況，由同一名人士同時擔任主席及行政總裁兩個職務可以讓本集團更有效率地計劃整體策略及完成預算目標。由於董事會由經驗豐富、專業及高質素人士組成（包括充足的獨立非執行董事人數），董事會相信會有足夠能力確保職能及權力在此安排下得到平衡。

## 董事進行證券交易的標準守則

本公司已採納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」）為其有關董事進行證券交易之守則。經本公司向所有董事作出具體查詢後，所有董事已確認彼等於回顧期內均已遵守標準守則所要求的標準。

## 審核委員會審閱

本公司已成立董事會審核委員會（「審核委員會」），藉以檢討及監察本公司之財務申報程序、風險管理及內部監控制度。審核委員會現由1名非執行董事及2名獨立非執行董事組成，並由其中1名獨立非執行董事擔任審核委員會主席。審核委員會已審閱本集團截至2020年6月30日止6個月之未經審核綜合中期業績及本公司之2020年中期報告。

## PUBLICATION OF 2020 INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT

This results announcement is published on the respective websites of the Company ([www.fshl.com](http://www.fshl.com)) and the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)). The 2020 interim report of the Company containing all the information required by the Listing Rules will be dispatched to the Shareholders and available on the respective websites of the Company and the Stock Exchange in due course in the manner as required by the Listing Rules.

By Order of the Board

**Fountain Set (Holdings) Limited**

**ZHAO Yao**

Chairman and Chief Executive Officer

Hong Kong, 21 August 2020

*As at the date of this announcement, the Board comprises 4 executive Directors, namely Mr. ZHAO Yao (Chairman and Chief Executive Officer), Mr. LIU Xianfu, Mr. TAO Yongming and Mr. YAU Hang Tat Andrew; 2 non-executive Directors, namely Dr. YEN Gordon (Non-executive Vice Chairman) and Mr. SUN Fuji; and 3 INEDs, namely Mr. NG Kwok Tung, Mr. YING Wei and Mr. William LAM.*

## 刊發2020年中期業績公告及中期報告

本業績公告分別於本公司網站([www.fshl.com](http://www.fshl.com))及聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))刊登。載有上市規則規定的所有資料之本公司之2020年中期報告將會於適當時候寄發予股東，並且按上市規則要求的形式分別刊載於本公司及聯交所網站。