



元力控股有限公司  
OneForce Holdings Limited



# 2021 中期報告

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## INTERIM REPORT

於開曼群島註冊成立的有限公司

Incorporated in the Cayman Islands with  
limited liability

股份代號：1933

Stock Code : 1933

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# Board and Committees

## 董事會及委員會

### BOARD OF DIRECTORS

#### Executive Directors

WANG Dongbin (*Chairman*)  
WU Zhanjiang (*Chief Executive Officer*)  
WU Hongyuan (*Executive President*)  
LI Kangying

#### Independent non-executive Directors

NG Kong Fat  
HAN Bin  
WANG Peng

### COMMITTEES

#### Audit Committee

NG Kong Fat (*Chairman*)  
HAN Bin  
WANG Peng

#### Nomination Committee

WANG Dongbin (*Chairman*)  
HAN Bin  
WANG Peng

#### Remuneration Committee

HAN Bin (*Chairman*)  
WANG Dongbin  
NG Kong Fat

### 董事會

#### 執行董事

王東斌(*主席*)  
吳戰江(*行政總裁*)  
吳洪淵(*執行總裁*)  
李抗英

#### 獨立非執行董事

吳光發  
韓彬  
王鵬

### 委員會

#### 審核委員會

吳光發(*主席*)  
韓彬  
王鵬

#### 提名委員會

王東斌(*主席*)  
韓彬  
王鵬

#### 薪酬委員會

韓彬(*主席*)  
王東斌  
吳光發

# Chairman's Statement

## 主席報告

On behalf of the board (the "Board") of directors (the "Directors") of OneForce Holdings Limited (the "Company", and together with its subsidiaries, the "Group"), I am pleased to present to you the interim report (the "Interim Report") of the Group for the six months ended 30 September 2020 (the "Reporting Period").

Since the beginning of the year 2020, the global spread of the COVID-19 epidemic has affected various industries to different degrees and subjected the world economy to graver challenges. Benefiting from correct anti-epidemic measures, China managed to quickly contain the COVID-19 epidemic and gradually revive the domestic economy. In April that started the current financial year, various places in China had resumed work and production successively. The Group promptly tracked the progress of work resumption of its customers and suppliers, and actively promoted the projects that had been delayed by the COVID-19 epidemic to minimise the epidemic impact on the Group's business. On the other hand, China's initiatives, such as accelerating the development of energy internet and promoting the development of new infrastructure ("New Infrastructure"), have brought about broader market prospects to the power information technology industry and the smart city Internet of Things ("IoT") industry as well as more development opportunities to the Group, a player of both industries.

During the Reporting Period, leveraging on the customer resources accumulated through years in power grid and power distribution companies as well as products and services with leading technology, the Group promptly grasped the great development opportunity amidst the acceleration of information-based power grid development. Meanwhile, with more clarity in macroeconomic policies which are favourable to smart city construction, the Group has managed to proceed with its smart city IoT business smoothly.

本人僅代表元力控股有限公司(「本公司」，連同其附屬公司合稱「本集團」)董事(「董事」)組成之董事會(「董事會」)，欣然提呈本集團截至2020年9月30日止六個月期間(「報告期」)之中期報告(「中期報告」)。

2020年伊始，新冠疫情席捲全球，各行業均受到不同程度的影響，世界經濟面臨更加嚴峻的挑戰。得益於抗擊疫情的各項正確舉措，中國的新冠疫情迅速得到控制，國內經濟逐漸復蘇。於本財年開始的4月份，中國各地陸續復工復產，本集團及時跟進客戶及供應商的復工進度，積極推進受新冠疫情影響而延緩的項目進度，最大限度的降低新冠疫情對本集團業務的影響。另一方面，本集團所在電力信息科技行業及智慧城市物聯網行業，在中國加快建設能源互聯網及推動新型基礎設施建設(「新基建」)等舉措的帶動下，呈現出更廣闊的市場前景，為本集團帶來更多的發展機遇。

本報告期內，本集團憑藉在電網及配電公司領域多年積累的客戶資源及技術領先的產品與服務，及時把握住電網信息化建設加速的發展良機。同時，伴隨有利於智慧城市建設的各項宏觀經濟政策的明朗化，本集團的智慧城市物聯網業務也得以順利開展。

## Chairman's Statement 主席報告

Going forward, the acceleration of information-based power grid development and smart city construction will bring unprecedented development opportunities for the Group. We believe that with the exceptional technical teams, outstanding software and hardware products as well as solid customer resources, the Group can create even greater achievements in the fields of power information technology and smart city IoT.

By order of the Board  
**OneForce Holdings Limited**  
**WANG Dongbin**  
*Chairman*

Beijing, China, 25 November 2020

展望未來，電網信息化建設與智慧城市建設的提速為本集團帶來前所未有的發展機遇。相信本集團可以憑藉卓越的技術團隊、優秀的軟硬件產品與深厚的客戶資源，在電力信息科技與智慧城市物聯網領域創造出更加輝煌的業績。

承董事會命  
元力控股有限公司  
王東斌  
主席

中國北京，2020年11月25日

# Management Discussion and Analysis

## 管理層討論與分析

### INDUSTRY REVIEW

At the beginning of 2020, State Grid Corporation of China (“SGCC”) put forward a clear plan for developing energy internet enterprises, setting forth the objective that certain areas and crucial segments and indicators of SGCC shall attain an internationally leading level by 2025 and at the same time pushing forward the plan of accelerating the development of ultra-high voltage engineering projects, new energy vehicles charging business and application of modern information and communication technology as well as enhancing the supporting power construction of New Infrastructure projects.

With the transformation of energy structure in China, the ongoing marketisation of electric power transactions, the power transmission and distribution tariff reform and the opening up of incremental distribution networks, SGCC has explicitly shifted its investment focus from heavy assets to intelligence, IT and IoT. The power information technology and charging pile industries embrace broader prospects, which will bring even more development opportunities to the Group.

The continued urbanisation process and the application of 5G technology continue to lead the development of the smart city industry in China. In particular, as all walks of life come to an even clearer realisation of the importance of smart city management under the COVID-19 epidemic, acceleration of smart city construction has grown into a consensus amongst various social sectors. Given the maturity of 5G technology, the application of IoT technology and products in smart cities has been fully developed, which are key steps in completing the target of constructing smart cities. Under the support of market demand and favourable policies, the market scale of smart cities has been expanding.

The above development status of the power information technology industry and the smart city IoT industry all indicate that the industries where the Group operates in are booming. In particular, with the support of China’s New Infrastructure policy and proactive fiscal policy, more development opportunities will be ushered in.

### 行業回顧

2020年初，國家電網有限公司（「國家電網」）提出了建成能源互聯網企業的明確規劃，明確了到2025年國家電網的部分領域、關鍵環節和指標要達到國際領先水平，同時要加快特高壓工程項目、新能源汽車充電業務及現代資訊通信技術的推廣應用及加強新基建項目配套電力建設的部署。

伴隨中國能源結構轉型、電力交易市場化不斷推進、輸配電價格改革及增量配電網放開，國家電網投資重心已明確從過去的重資產投資向智能化、信息化、物聯網方向轉移，電力信息科技及充電樁行業迎來更為廣闊的發展前景，也為本集團帶來更多的發展機遇。

中國持續推進的城市化進程及5G技術的應用，繼續引領著智慧城市行業的發展。尤其新冠肺炎疫情讓社會各界更加清楚的意識到城市智慧化管理的重要性，智慧城市建設提速已成為社會各界的共識。伴隨5G技術成熟落地，應用於智慧城市的物聯網技術與產品獲得了全面的發展，成為完成智慧城市建設目標的關鍵。在市場需求及政策利好的支持下，智慧城市市場規模不斷擴大。

以上電力信息科技行業與智慧城市物聯網行業發展現狀都表明本集團所處的行業正蓬勃發展，尤其在中國新基建政策及積極的財政政策的支持下，將迎來更多的發展機遇。

# Management Discussion and Analysis

## 管理層討論與分析

### BUSINESS REVIEW

As an information technology service provider, the Group is dedicated to technical research and development (“R&D”) and products application of energy internet and smart city IoT, providing customers in industries such as electric power, smart city and industrial park with software and hardware products, information technology services and integrated solutions in relation to IoT.

The strategic deployment of SGCC to build energy internet has stimulated the demand of power grid companies at all levels for software and hardware in relation to IoT. Leveraging on the customer resources accumulated through years in power grid and power distribution companies as well as products and services with leading technology, the Group promptly grasped the great opportunity for development to continuously consolidate and deepen the cooperation with SGCC and Inner Mongolia Power (Group) Co., Ltd.\* (內蒙古電力(集團)有限責任公司) (“IMPG Group”), and developed in-depth cooperation with subsidiaries of China Southern Power Grid Company Limited (“CSG”) in several regions, which further consolidated the basis for the sustainable development of the business of the Group.

Meanwhile, the Group’s business of smart city IoT has been carried out smoothly. During the Reporting Period, breakthrough has been made in several smart city projects, including the smart lampposts monitoring and mounting project in Mentougou District, Beijing\* (北京門頭溝區智慧燈桿監控掛載項目), the smart city project in Tanggu Bay of Tianjin\* (天津塘沽灣智慧城市項目) and the smart garbage classification project in Licheng District, Jinan\* (濟南歷城區智能垃圾分類項目).

While taking the initiative in expanding business, the Group also valued the importance of investment in technology R&D and talent training to ensure competitiveness of the Group’s products and services. The Group continued to optimise its internal organisation structure and mechanism by providing staff with sound promotion system and talent incentive mechanism including share option and share award, so as to ensure the stability and enhancement of the core technical team.

### 業務回顧

作為一家資訊科技服務供應商，本集團致力於能源互聯網、智慧城市物聯網領域的技術研發及產品應用，為電力、智慧城市、產業園等領域的客戶提供物聯網相關軟硬件產品、信息技術服務與集成解決方案。

國家電網對建設能源互聯網的戰略部署帶動了各級電網公司對物聯網相關軟件及硬件的需求，本集團憑藉在電網及配電公司領域多年積累的客戶資源及技術領先的產品與服務，及時把握住發展良機，持續鞏固及深化與國家電網及內蒙古電力(集團)有限責任公司(「內蒙古電力集團」)的合作關係，並深入開拓與中國南方電網有限責任公司(「南方電網」)多個地區之子公司的合作，進一步為集團業務的持續發展夯實了基礎。

同時，本集團在智慧城市物聯網領域的業務也順利開展，於報告期內若干智慧城市項目取得突破，包括北京門頭溝區智慧燈桿監控掛載項目、天津塘沽灣智慧城市項目及濟南歷城區智能垃圾分類項目。

在積極拓展業務的同時，本集團亦重視在技術研發和人才培訓方面的投入，以確保本集團產品和服務的競爭力。本集團持續優化內部組織結構與機制，為員工提供完善的晉升機制和包括購股權、股份獎勵等方式在內的人才激勵機制，確保核心技術團隊的穩定與提高。

\* For identification purpose only

\* 僅供識別

## Management Discussion and Analysis

### 管理層討論與分析

#### OUTLOOK AND PROSPECT

Challenged by macroeconomic downward pressure and the COVID-19 epidemic, the Group is well aware of the importance of stable cash flow. It has taken active measures to enhance cash flow management and stay highly alert to the timeliness of repayment from customers, with a greater emphasis on the follow-up measures for customer repayment whilst encouraging its teams to proactively develop markets and business.

Leveraging its stable cooperation and growing customer loyalty accumulated from providing IT development and service to power grid companies over the years, exceptional technical teams and outstanding software and hardware products, the Group is confident of its ability to expand its scope of business in power information technology. With more clarity in macroeconomic policies which are favourable to smart city construction, the Group is bound to achieve better development in its smart city IoT business.

With the current challenging economic environment, the Group will adhere to the philosophy of seeking progress while maintaining stable performance, and strive to enhance the operation capability and core competitiveness to capture their industry opportunities and promote sustainable and high-quality development of the Group.

#### 發展展望

面對宏觀經濟下行壓力及新冠肺炎疫情帶來的挑戰，本集團十分重視維持穩健的現金流，積極採取措施加強現金流管理，對客戶回款的及時性保持高度警覺，在鼓勵團隊積極開拓市場與業務的同時，更加注重對客戶回款的跟進措施。

憑藉多年來為各大電網公司提供信息化開發與服務過程中積累了穩定合作關係及日漸強化的客戶忠誠度，以及卓越的技術團隊與優秀的軟硬件產品，本集團有信心能在電力信息科技領域開拓更多業務。同時，伴隨有利於智慧城市建設的宏觀經濟政策的明朗化，本集團的智慧城市物聯網業務必將迎來更好的發展。

面對當前充滿挑戰的經濟環境，本集團將本著穩中求進的發展思路，著力提升業務經營能力與核心競爭力，把握行業機遇，推動本集團的持續優質發展。



# Management Discussion and Analysis

## 管理層討論與分析

### FINANCIAL REVIEW

#### Revenue

The following table sets out the breakdown of the Group's revenue by business segments during the Reporting Period:

		For the six months ended 30 September 2020 截至2020年 9月30日止 六個月 RMB'000 人民幣千元	For the six months ended 30 September 2019 截至2019年 9月30日止 六個月 RMB'000 人民幣千元
Software and solutions	軟件及解決方案	18,887	15,974
Technical services	技術服務	59,459	47,459
Sale of products	銷售產品	28,756	27,899
		<b>107,102</b>	91,332

During the Reporting Period, the Group's revenue increased by approximately RMB15,770,000, which is mainly due to the combination of the following:

- (i) the year-on-year increase in revenue from sale of software and solutions by approximately RMB2,913,000, which was mainly contributed by several large-scale projects of informationisation related infrastructure construction for clients including IMPG Group and NARI Technology Co., Ltd. ("NARI") gained by the Group during 2020. The projects had gradually been put into implementation and generated revenue during the Reporting Period; and
- (ii) the increase in revenue from provision of technical services by approximately RMB12,000,000, which was attributable to the continuous increase in the contribution to the development of the Group from provision of technical services owing to the continuous intensification of R&D and market expansion and the continuous efforts to enlarge the type and scope of technical services for customers.

### 財務回顧

#### 收入

於報告期內，下表載列本集團按業務分部劃分的收入明細：

於報告期內，本集團收入增加約人民幣15,770,000元，主要是由於以下因素的綜合影響：

- (i) 銷售軟件及解決方案收入同比增長約人民幣2,913,000元，這主要歸因於2020年獲得的若干為內蒙古電力集團及國電南瑞科技股份有限公司（「國電南瑞」）等客戶提供信息化相關基建大型項目，項目於報告期內陸續實施並產生收入；及
- (ii) 提供技術服務收入增長約人民幣12,000,000元，是由於本集團持續加大研發及市場拓展力度，不斷擴充為客戶提供技術服務的類型與範圍，技術服務為本集團發展的貢獻持續增加。

## Management Discussion and Analysis

### 管理層討論與分析

#### Cost of sales and gross profit margin

The following table sets out the breakdown of the Group's cost of sales and gross profit margin by business segments during the Reporting Period:

		For the six months ended 30 September 2020 截至2020年 9月30日止 六個月	For the six months ended 30 September 2019 截至2019年 9月30日止 六個月
<b>Cost of sales (RMB'000)</b>	<b>銷售成本(人民幣千元)</b>		
Software and solutions	軟件及解決方案	12,522	9,907
Technical services	技術服務	45,484	34,832
Sale of products	銷售產品	24,124	15,860
		<b>82,130</b>	60,599
<b>Gross profit margin (%)</b>	<b>毛利率(%)</b>		
Software and solutions	軟件及解決方案	33.7%	38.0%
Technical services	技術服務	23.5%	26.6%
Sale of products	銷售產品	16.1%	43.2%
		<b>23.3%</b>	33.6%

During the Reporting Period, year-on-year increase in cost of sales of the Group was approximately RMB21,531,000, which was driven by the growth in revenue. Meanwhile, the Group's overall gross profit margin decreased from approximately 33.6% to 23.3%, mainly because: i) in order to improve service quality and meet market requirements, more customers are equipped with a dedicated technical service team, which increased the outsourced labour cost and ii) the increase in purchase cost of products resulted from the rising cost of raw materials and logistics.

#### Intangible assets and property, plant and equipment ("PP&E")

As of 30 September 2020, the carrying amount of intangible assets was approximately RMB31,135,000 (31 March 2020: approximately RMB36,843,000). The carrying amount of PP&E was approximately RMB9,635,000 (31 March 2020: approximately RMB9,782,000).

#### 銷售成本與毛利率

於報告期內，下表載列本集團按業務分部劃分的銷售成本與毛利率明細：

於報告期內，本集團銷售成本受收入增長的拉動，同比增加約人民幣21,531,000元。同時，本集團整體毛利率由約33.6%下降至23.3%，主要歸因於：i)為提高服務質量及響應市場需求，為更多客戶配備了專屬的技術服務團隊，令人力外包成本上漲以及ii)受原材料及物流成本上漲影響，產品採購成本增加。

#### 無形資產與物業、廠房及設備

於2020年9月30日，無形資產的賬面值約為人民幣31,135,000元(2020年3月31日：人民幣約36,843,000元)。物業、廠房及設備的賬面值約人民幣9,635,000元(2020年3月31日：人民幣約9,782,000元)。

## Management Discussion and Analysis

### 管理層討論與分析

#### Trade receivables and contract assets

As of 30 September 2020, the carrying amount of trade receivables and contract assets amounted to approximately RMB171,966,000 (31 March 2020: approximately RMB149,550,000). The increase was mainly driven by the growth in revenue. The Group's credit policy and the creditability of its customers were stable as compared with prior years.

#### Inventories and other contract costs

As of 30 September 2020, the carrying amount of inventories and other contract cost was approximately RMB8,330,000 (31 March 2020: approximately RMB9,783,000). The decrease was mainly due to the Group's greater emphasis on the management of pipeline projects and the control of inventory turnover risk by controlling the incurring of upfront cost.

#### R&D expenditure

The following table sets out the breakdown of the Group's capitalised/R&D expenditure charged to profit or loss accounts during the Reporting Period:

#### 貿易應收款項及合同資產

於2020年9月30日，貿易應收款項及合同資產賬面值約為人民幣171,966,000元(2020年3月31日：人民幣約149,550,000元)。該增長主要是受收入增長的拉動。本集團的信用政策以及其客戶的信用較先前年度均未發生重大變動。

#### 存貨及其他合同成本

於2020年9月30日，存貨及其他合同成本的賬面值約為人民幣8,330,000元(2020年3月31日：人民幣約9,783,000元)。該減少主要是本集團更加重視對待執行項目的管理，通過控制前期成本投入的方式，控制存貨週轉風險。

#### 研發支出

於報告期內，下表載列本集團已資本化／計入當期損益研發支出明細：

	For the six months ended 30 September 2020 截至2020年9月30日止六個月 RMB'000 人民幣千元	For the six months ended 30 September 2019 截至2019年9月30日止六個月 RMB'000 人民幣千元
<b>R&amp;D expenditure</b>		
Capitalised	952	5,434
Charged to profit or loss accounts	2,320	925
	<b>3,272</b>	<b>6,359</b>

## Management Discussion and Analysis

### 管理層討論與分析

As a technology and innovation driven company, the Group has maintained its focus on investing in R&D activities. During the Reporting Period, less R&D expenditure was incurred due to the slowdown of the R&D projects which were affected by the COVID-19 epidemic.

#### LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2020, the Group had net current assets amounting to approximately RMB152,797,000 (31 March 2020: approximately RMB144,587,000), including bank balances and cash of approximately RMB43,191,000 (31 March 2020: approximately RMB31,802,000). The Group's current ratio (as calculated by current assets divided by current liabilities) was 2.60 times (31 March 2020: 3.12 times). The Group's liability with interest was short-term bank loans and amounted to approximately RMB27,800,000 (31 March 2020: approximately RMB13,000,000), representing 14.2% of net assets (31 March 2020: 6.7%). The Group's liquidity and financial position remain stable.

#### SIGNIFICANT INVESTMENT HELD, SUBSTANTIAL ACQUISITION AND DISPOSAL OF ASSETS AND MERGER ISSUES

During the Reporting Period and up to the date of this report, the Group did not hold any significant investment and had no substantial acquisition and disposal of assets and merger issues.

#### CAPITAL STRUCTURE

The share capital of the Company only comprises of ordinary shares. As at 30 September 2020, the Company had 503,927,177 shares in issue.

#### CONTINGENT LIABILITIES

The Group did not have material contingent liabilities as at 30 September 2020 (31 March 2020: none).

作為一家技術與創新驅動的公司，本集團始終注重投資於研發活動。於報告期內，受新冠肺炎疫情影響，研發項目進度放緩，研發支出有所減少。

#### 流動資金及財務資源

於2020年9月30日，本集團的流動資產淨額約為人民幣152,797,000元（2020年3月31日：人民幣約144,587,000元），包括銀行結餘及現金約人民幣43,191,000元（2020年3月31日：約人民幣31,802,000元）。本集團的流動比率（按流動資產除以流動負債計算）為2.60倍（2020年3月31日：3.12倍）。本集團計息負債為短期銀行貸款約為人民幣27,800,000元（2020年3月31日：約人民幣13,000,000元），佔資產淨額14.2%（2020年3月31日：6.7%）。本集團流動資金及財務狀況保持穩定。

#### 所持重大投資、重大收購及出售資產與合併事宜

於報告期內及直至本報告日期，本集團並無持有任何重大投資，無重大收購及出售資產與合併事宜。

#### 股本架構

本公司的股本僅包括普通股。於2020年9月30日，本公司有503,927,177股已發行股份。

#### 或然負債

於2020年9月30日，本集團並無重大或然負債（2020年3月31日：無）。

# Management Discussion and Analysis

## 管理層討論與分析

### TREASURY MANAGEMENT

For the six months ended 30 September 2020, there had been no material change in the Group's funding and treasury policies. The Group has a sufficient level of cash and banking facilities for the conduct of its trade in the normal course of business.

The management of the Company closely reviews trade receivable balances and any overdue balances on an ongoing basis and only trades with creditworthy parties. The management of the Company closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and commitments can meet its funding requirements to manage liquidity risk.

### PLEDGE OF ASSETS

As at 30 September 2020, a total of approximately HK\$11,500,000 has been charged as security for bank borrowings of the Group (31 March 2020: nil).

As at 30 September 2020, the Group had no property, plant and equipment that was held under finance leases (31 March 2020: none).

### EMPLOYEES AND REMUNERATION POLICIES

The total number of employees were approximately 131 as at 30 September 2020 (31 March 2020: approximately 115). The Group's employee benefit expenses mainly included salaries, overtime payment and discretionary bonus, share options, other staff benefits and contributions to retirement schemes. During the Reporting Period, the Group's total employee benefit expenses (including Directors' emoluments) amounted to approximately RMB15,859,000 (six months ended 30 September 2019: approximately RMB15,100,000).

Remuneration is determined with reference to the qualification, experience and work performance of employees, whereas the payment of discretionary bonus is generally subject to work performance, the financial performance of the Group in a particular year and general market conditions.

### 庫務管理

於截至2020年9月30日止六個月，本集團的融資及庫務政策並無重大變動。本集團具備充足水平的現金及銀行信貸，以供其在一般業務過程中進行貿易活動。

本公司管理層持續密切檢討我們的貿易應收款項結餘及任何逾期結餘，並只會與具信譽的有關方進行貿易。本公司管理層密切監察本集團流動資金狀況，以確保本集團的資產、負債及承擔的流動資金架構可滿足其融資需求，以管控流動資金風險。

### 資產抵押

於2020年9月30日，合計約11,500,000港元用作本集團銀行借款之抵押(2020年3月31日：無)。

於2020年9月30日，本集團無任何物業、廠房及設備為根據融資租賃所持有(2020年3月31日：無)。

### 僱員及薪酬政策

於2020年9月30日合共聘用約131名僱員(2020年3月31日：約115名)。本集團的僱員福利開支主要包括薪金、加班工資及酌情花紅、購股權、其他僱員福利及退休計劃供款。於報告期內，本集團僱員福利開支總額(包括董事酬金)約為人民幣15,859,000元(截至2019年9月30日止六個月：約人民幣15,100,000元)。

薪酬乃按僱員的資歷、經驗及工作表現釐定，而酌情花紅一般視乎工作表現、本集團於特定年度的財務業績及整體市場狀況而釐定。

## Management Discussion and Analysis

### 管理層討論與分析

#### FOREIGN EXCHANGE RISK

The Group operates mainly in the PRC. Entities within the Group are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to HK\$ and RMB. Foreign exchange risk arises from monetary assets and liabilities that are denominated in a currency that is not the entity's functional currency.

The management of the Company has set up a policy to require the group companies to manage their foreign exchange risk against their functional currencies. The group companies do not adopt formal hedge accounting policy. It manages its foreign currency risk by closely monitoring the movements of foreign currency rates and will consider entering into forward foreign exchange contracts to reduce the exposure should the need arises.

#### 外匯風險

本集團主要於中國經營。本集團內實體面對若干貨幣產生的外匯風險，主要有關港元及人民幣。外匯風險產生自以並非有關實體功能貨幣計值的貨幣資產及負債。

本公司管理層已制定政策要求集團公司管理面對的其功能貨幣外匯風險。集團公司並無採納正式對沖會計政策。其透過密切監察外幣匯率變動管理其外幣風險，並將考慮在必要時訂立遠期外匯合約以減低風險。

# Corporate Governance

## 企業管治

### CORPORATE GOVERNANCE

#### Compliance with the Corporate Governance Code

The Company strives to attain and maintain high standards of corporate governance best suited to the needs and interests of the Group as it believes that an effective corporate governance framework is fundamental to promoting and safeguarding the interests of shareholders and other stakeholders and enhancing shareholder value. Accordingly, the Company has adopted and applied corporate governance principles as set out in the Corporate Governance Code (the “CG Code”) contained in Appendix 14 to the Listing Rules and practices that emphasise a quality Board, effective risk management and internal controls systems, stringent disclosure practices, transparency and accountability. It is, in addition, committed to continuously improving these practices and inculcating an ethical corporate culture.

The Company complied with all code provisions of the CG Code throughout the Reporting Period.

#### Compliance with the Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules. In response to specific enquiries made, all Directors confirmed that they complied with the Model Code in their securities transactions during the Reporting Period.

### 企業管治

#### 遵守企業管治守則

本公司相信有效的企業管治架構是增進及保障股東及其他利益相關人士權益與提升股東價值的基本要素，因此致力達致與維持最適合本集團需要及利益的高企業管治水平。為此，本公司已採納及應用上市規則附錄14所載之企業管治守則（「管治守則」）之企業管治原則及常規，強調要有一個優秀的董事會、有效的風險管理及內部監控系統、嚴格的披露常規，以及具透明度及問責性。此外，本公司不斷優化該等常規，培養高度操守的企業文化。

於報告期內，本公司已遵守管治守則的所有守則條文。

#### 遵守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10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」）。所有董事就有關查詢時均確認，他們於報告期內進行的證券交易均已遵守標準守則。

## Other Information 其他資料

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2020, the interests and short positions of the Directors and chief executive of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which had been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

#### Long positions in the Shares and underlying Shares of the Company

### 董事及最高行政人員於股份、相關股份及債券之權益與淡倉

於2020年9月30日，本公司董事及最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部已知會本公司及聯交所之權益及淡倉（包括根據證券及期貨條例之該等條文視為或當作由彼等擁有之權益及淡倉），或已登記於本公司根據證券及期貨條例第352條規定備存之登記冊，或根據標準守則已知會本公司及聯交所之權益及淡倉如下：

#### 於本公司股份及相關股份之好倉

Directors 董事	Capacity/Nature of interests 身份／權益性質	Number of Shares held 持有股份數目	Approximate % of shareholding 持股數 概約百分比
Wang Dongbin 王東斌	Interest of a controlled corporation 受控法團權益	60,000,000 <sup>(1)</sup>	
	Beneficial owner 實益擁有人	1,000,000 <sup>(4)</sup>	
		61,000,000	12.07%
Li Kangying 李抗英	Interest of a controlled corporation 受控法團權益	60,000,000 <sup>(2)</sup>	
	Beneficial owner 實益擁有人	1,000,000 <sup>(4)</sup>	
		61,000,000	12.07%
Wu Zhanjiang 吳戰江	Interest of a controlled corporation 受控法團權益	60,000,000 <sup>(3)</sup>	
	Beneficial owner 實益擁有人	1,000,000 <sup>(4)</sup>	
		61,000,000	12.07%



## Other Information 其他資料

Directors 董事	Capacity/Nature of interests 身份／權益性質	Number of Shares held 持有股份數目	Approximate % of shareholding 持股數 概約百分比
Wu Hongyuan 吳洪淵	Beneficial owner 實益擁有人	1,200,000 <sup>(4)</sup>	0.237%
Ng Kong Fat 吳光發	Beneficial owner 實益擁有人	500,000 <sup>(4)</sup>	0.099%
Han Bin 韓彬	Beneficial owner 實益擁有人	500,000 <sup>(4)</sup>	0.099%
Wang Peng 王鵬	Beneficial owner 實益擁有人	500,000 <sup>(4)</sup>	0.099%

Notes:

- These Shares were held by Smart East, which was wholly owned by Mr. Wang Dongbin.
- These Shares were held by Main Wealth, which was wholly owned by Mr. Li Kangying.
- These Shares were held by Union Sino, which was wholly owned by Mr. Wu Zhanjiang.
- These Shares represented the underlying Shares under the options granted by the Company on 30 July 2018 pursuant to the Share Option Scheme adopted on 5 February 2018 ("Share Option Scheme").

附註：

- 該等股份由Smart East持有，該公司由王東斌先生全資擁有。
- 該等股份由Main Wealth持有，該公司由李抗英先生全資擁有。
- 該等股份由Union Sino持有，該公司由吳戰江先生全資擁有。
- 該等股份指本公司於2018年7月30日根據於2018年2月5日採納的購股權計劃（「購股權計劃」）授出的購股權項下的相關股份。

Save as disclosed above, as at 30 September 2020, none of the Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，於2020年9月30日概無本公司董事或最高行政人員於本公司及其相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部而須知會本公司及聯交所之權益或淡倉（包括彼等根據該等證券及期貨條例條文而被視作或當作擁有之權益或淡倉），或須記錄於根據證券及期貨條例第352條存置之登記名冊內之權益或淡倉，或根據標準守則而須知會本公司及聯交所之權益或淡倉。

## Other Information 其他資料

### DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the Reporting Period, none of the Directors, substantial shareholders of the Company nor any of their respective close associates (as defined under the Listing Rules) had any interest in a business which causes or may cause significant competition with the business of the Group.

### INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS DISCLOSEABLE UNDER THE SFO

So far as the Directors are aware, as at 30 September 2020, other than the interests and short positions of the Directors as disclosed in the section titled "Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures" above, the following persons had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or as otherwise notified to the Company and the Stock Exchange:

#### Interests and short positions of substantial shareholders in the Shares and underlying Shares of the Company

*Long positions in the Shares and underlying Shares of the Company*

### 董事於競爭業務之權益

於報告期內，董事、本公司主要股東或任何彼等各自之緊密聯系人士(定義見上市規則)概無於任何對本集團業務造成或可能造成重大競爭的業務中擁有任何權益。

### 根據證券及期貨條例須予披露之股東權益及淡倉

就董事所知悉，於2020年9月30日，除上述「董事及最高行政人員於股份、相關股份及債券之權益及淡倉」一節所披露之董事之權益與淡倉外，下列人士在本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部規定須向本公司披露，或已登記於本公司根據證券及期貨條例第336條規定備存之登記冊，或須知會本公司及聯交所之權益或淡倉：

#### 主要股東於本公司股份及相關股份之權益及淡倉

*於本公司股份及相關股份之好倉*

Director 董事	Capacity/Nature of interests 身份／權益性質	Number of Shares held 持有股份數目	Approximate % of shareholding 持股數 概約百分比
Xiong Weiqin 熊衛琴	Interest of spouse 配偶權益	61,000,000 <sup>(1)</sup>	12.07%
An Ning 安寧	Interest of spouse 配偶權益	61,000,000 <sup>(2)</sup>	12.07%
Zhang Jianhua 張建華	Interest of spouse 配偶權益	61,000,000 <sup>(3)</sup>	12.07%
Smart East	Beneficial owner 實益擁有人	60,000,000 <sup>(4)</sup>	11.87%
Main Wealth	Beneficial owner 實益擁有人	60,000,000 <sup>(5)</sup>	11.87%
Union Sino	Beneficial owner 實益擁有人	60,000,000 <sup>(6)</sup>	11.87%

## Other Information 其他資料

Director 董事	Capacity/Nature of interests 身份／權益性質	Number of Shares held 持有股份數目	Approximate % of shareholding 持股數 概約百分比
Long Eagle	Beneficial owner 實益擁有人	60,000,000 <sup>(7)</sup>	11.87%
Cao Wei 曹瑋	Interest of a controlled corporation 受控法團權益	60,000,000 <sup>(7)</sup>	11.87%
Wang Jiangping 王江平	Interest of spouse 配偶權益	60,000,000 <sup>(8)</sup>	11.87%
Chance Talent	Beneficial owner 實益擁有人	45,072,000 <sup>(9)</sup>	8.92%
CCBI Investments	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
CCB International (Holdings) Limited 建銀國際(控股)有限公司	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
CCB Financial Holdings Limited 建行金融控股有限公司	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
CCB International Group Holdings Limited 建行國際集團控股有限公司	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
China Construction Bank Corporation 中國建設銀行股份有限公司	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
Central Huijin Investment Limited 中央匯金投資有限責任公司	Interest of a controlled corporation 受控法團權益	45,072,000 <sup>(9)</sup>	8.92%
Great Attain International Limited 達偉國際有限公司	Beneficial owner 實益擁有人	124,191,177 <sup>(10)</sup>	24.58%

Notes:

- Ms. Xiong Weiqin is the spouse of Mr. Wang Dongbin, an executive director of the Company. Under the SFO, Ms. Xiong is deemed to be interested in the 60,000,000 Shares held by Smart East as mentioned in Note 4 and 1,000,000 underlying Shares under the outstanding options granted by the Company to Mr. Wang pursuant to the Share Option Scheme.
- Ms. An Ning is the spouse of Mr. Li Kangying, an executive director of the Company. Under the SFO, Ms. An is deemed to be interested in the 60,000,000 Shares held by Main Wealth as mentioned in Note 5 and 1,000,000 underlying Shares under the outstanding options granted by the Company to Mr. Li pursuant to the Share Option Scheme.

附註：

- 熊衛琴女士為本公司執行董事王東斌先生的配偶。根據證券及期貨條例，熊女士被視作於附註4所述Smart East持有的60,000,000股股份，以及本公司根據購股權計劃授予王先生的尚未行使的購股權項下的1,000,000股相關股份中擁有權益。
- 安寧女士為本公司執行董事李抗英先生的配偶。根據證券及期貨條例，安女士被視作於附註5所述Main Wealth持有的60,000,000股股份，以及本公司根據購股權計劃授予李先生的尚未行使的購股權項下的1,000,000股相關股份中擁有權益。

## Other Information 其他資料

- |    |  |    |   |
|----|--|----|---|
| 3  | Ms. Zhang Jianhua is the spouse of Mr. Wu Zhanjiang, an executive director of the Company. Under the SFO, Ms. Zhang is deemed to be interested in the 60,000,000 Shares held by Union Sino as mentioned in Note 6 and 1,000,000 underlying Shares under the outstanding options granted by the Company to Mr. Wu pursuant to the Share Option Scheme.  | 3  | 張建華女士為本公司執行董事吳戰江先生的配偶。根據證券及期貨條例，張女士被視作於附註6所述Union Sino持有的60,000,000股股份，以及本公司根據購股權計劃授予吳先生的尚未行使的購股權項下的1,000,000股相關股份中擁有權益。  |
| 4  | These Shares were held by Smart East, which was wholly owned by Mr. Wang Dongbin, an executive Director.   | 4  | 該等股份由Smart East持有，該公司由執行董事王東斌先生全資擁有。  |
| 5  | These Shares were held by Main Wealth, which was wholly owned by Mr. Li Kangying, an executive Director.   | 5  | 該等股份由Main Wealth持有，該公司由執行董事李抗英先生全資擁有。   |
| 6  | These Shares were held by Union Sino, which was wholly owned by Mr. Wu Zhanjiang, an executive Director.   | 6  | 該等股份由Union Sino持有，該公司由執行董事吳戰江先生全資擁有。  |
| 7  | These Shares were held by Long Eagle, which was wholly owned by Mr. Cao Wei.   | 7  | 該等股份由Long Eagle持有，該公司由曹璋先生全資擁有。   |
| 8  | Ms. Wang Jiangping is the spouse of Mr. Cao Wei. Under the SFO, Ms. Wang is deemed to be interested in the Shares held by Long Eagle as mentioned in Note 7.   | 8  | 王江平女士為曹璋先生的配偶。根據證券及期貨條例，王女士被視作於附註7所述Long Eagle持有的股份中擁有權益。   |
| 9  | These Shares were held by Chance Talent. As at the date of this report, China Construction Bank Corporation was owned by Central Huijin Investment Limited as to approximately 57.31%. CCB International Group Holdings Limited was wholly owned by China Construction Bank Corporation. CCB Financial Holdings Limited was wholly owned by CCB International Group Holdings Limited. CCB International (Holdings) Limited was wholly owned by CCB Financial Holdings Limited. CCBI Investments was wholly owned by CCB International (Holdings) Limited. Chance Talent was wholly owned by CCBI Investments. Each of Central Huijin Investment Limited, China Construction Bank Corporation, CCB International Group Holdings Limited, CCB Financial Holdings Limited, CCB International (Holdings) Limited and CCBI Investments is deemed to be interested in the Shares which Chance Talent is interested in. | 9  | 該等股份由Chance Talent持有。於本報告日期，中國建設銀行股份有限公司由中央匯金投資有限責任公司擁有約57.31%權益。建行國際集團控股有限公司由中國建設銀行股份有限公司全資擁有。建行金融控股有限公司由建行國際集團控股有限公司全資擁有。建銀國際(控股)有限公司由建行金融控股有限公司全資擁有。CCBI Investments由建銀國際(控股)有限公司全資擁有。Chance Talent由CCBI Investments全資擁有。中央匯金投資有限責任公司、中國建設銀行股份有限公司、建行國際集團控股有限公司、建行金融控股有限公司、建銀國際(控股)有限公司及CCBI Investments各自被視作於Chance Talent擁有權益的股份中擁有權益。 |
| 10 | Great Attain International Limited is owned as to 25% by each of Smart East, Long Eagle, Main Wealth and Union Sino respectively.  | 10 | 達偉國際有限公司由Smart East、Long Eagle、Main Wealth及Union Sino分別擁有25%權益。   |

Other than as disclosed above, as at 30 September 2020, the Directors have not been notified by any person (other than the Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept pursuant to Section 336 of the SFO.

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

During the six months ended 30 September 2020, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

除上文披露者外，於2020年9月30日，董事並無知悉任何人士(董事或本公司最高行政人員除外)於本公司股份或相關股份中擁有根據證券及期貨條例第336條須存置的登記名冊所記錄的權益或淡倉。

### 購買、出售或贖回本公司上市證券

截至2020年9月30日止六個月，本公司或其任何附屬公司概無購回、出售或贖回本公司任何上市證券。

## Other Information 其他資料

### REVIEW OF INTERIM FINANCIAL STATEMENTS

The unaudited condensed consolidated interim financial statements of the Group for the six months ended 30 September 2020 have been reviewed by the auditor of the Company, KPMG, in accordance with Hong Kong Standard on Review Engagements 2410 – “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. The independent review report of the auditor will be included in the interim report to shareholders. The unaudited condensed consolidated interim financial statements of the Group for the six months ended 30 September 2020 has also been reviewed by the Audit Committee of the Company.

### 審閱中期財務報表

本公司核數師畢馬威會計師事務所已按照香港會計師公會頒布之香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務資料審閱」，審閱本集團截至2020年9月30日止六個月之未經審核簡明綜合中期財務報表。核數師之獨立審閱報告將刊載於寄發予股東之中期報告內。本公司審核委員會亦已審閱本集團截至2020年9月30日止六個月之未經審核簡明綜合中期財務報表。

# Share Option Scheme and Share Award Scheme

## 購股權計劃及股份獎勵計劃

### SHARE OPTION SCHEME

The Company adopted a share option scheme (“Share Option Scheme”) on 5 February 2018 for the purpose of enabling the Group to grant share options to selected participants as incentives or rewards for their contribution to the Group.

#### (a) Who may join

Our Directors may, at its absolute discretion, invite any person belonging to any of the following classes of participants, to take up options to subscribe for Shares:

- (aa) any employee (whether full-time or part-time including any executive director but excluding any non-executive director) of our Company, any of our subsidiaries or any entity (the “Invested Entity”) in which our Group holds an equity interest (“Eligible Employee”);
- (bb) any non-executive directors (including independent non-executive directors) of our Company, any of our subsidiaries or any Invested Entity;
- (cc) any supplier of goods or services to any member of our Group or any Invested Entity;
- (dd) any customer of any member of our Group or any Invested Entity;
- (ee) any person or entity that provides research, development or other technological support to any member of our Group or any Invested Entity;

### 購股權計劃

本公司於2018年2月5日採納一項購股權計劃(「購股權計劃」)，以令本集團能夠向經選定參與者授出購股權，作為彼等為本集團作出貢獻之獎勵或回報。

#### (a) 可參與人士

董事可全權酌情邀請屬於下列任何參與人士類別的任何人士接納購股權以認購股份：

- (aa) 本公司、其任何附屬公司或本集團於其中持有股本權益的任何實體(「投資實體」)的任何僱員(不論全職或兼職，包括任何執行董事但不包括任何非執行董事)(「合資格僱員」)；
- (bb) 本公司、其任何附屬公司或任何投資實體的任何非執行董事(包括獨立非執行董事)；
- (cc) 本集團任何成員公司或任何投資實體的任何貨品或服務供應商；
- (dd) 本集團任何成員公司或任何投資實體的任何客戶；
- (ee) 為本集團的任何成員公司或任何投資實體提供研究、開發或其他技術支撐的任何人士或實體；

## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

- (ff) any shareholder of any member of our Group or any Invested Entity or any holder of any securities issued by any member of our Group or any Invested Entity;
- (gg) any adviser (professional or otherwise) or consultant to any area of business or business development of any member of our Group or any Invested Entity; and
- (hh) any other group or classes of participants who have contributed or may contribute by way of joint venture, business alliance or other business arrangement and growth of our Group,

and, for the purposes of the Share Option Scheme, the options may be granted to any company wholly owned by one or more persons belonging to any of the above classes of participants. For the avoidance of doubt, the grant of any options by our Company for the subscription of Shares or other securities of our Group to any person who falls within any of the above classes of participants shall not, by itself, unless our Directors otherwise determine, be construed as a grant of option under the Share Option Scheme.

The eligibility of any of the above class of participants to the grant of any option shall be determined by our Directors from time to time on the basis of our Directors' option as to his contribution to the development and growth of our Group.

- (ff) 本集團任何成員公司或任何投資實體的任何股東或本集團任何成員公司或任何投資實體所發行的任何證券的任何持有人；
- (gg) 本集團任何成員公司或任何投資實體的任何業務範疇或業務發展的任何顧問(專業或其他類型)或諮詢人士；及
- (hh) 曾經或可能藉合資經營、業務聯盟或其他業務安排而對本集團的增長作出貢獻的任何其他組別或類別參與者，

及就購股權計劃而言，購股權或會授予屬於上述任何類別的參與人士的一名或多名人士所全資擁有的任何公司。為免生疑問，除非董事另有決定，否則本公司授予屬於上述任何類別參與人士的任何人士用以認購股份或本集團其他證券的任何選擇權(就其本身而言)不應被詮釋為根據購股權計劃授出購股權。

上述可獲授予任何購股權的任何類別參與人士的資格由董事按其對本集團發展與增長所作貢獻的選擇不時釐定。

## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

### (b) Maximum number of Shares

- (aa) The maximum number of Shares which may be allotted and issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes adopted by our Group shall not exceed 30% of the issued share capital of our Company from time to time.
- (bb) The Company had held an EGM on 16 September 2020 to refresh the Share Option Scheme Mandate Limit. The Company had been allowed to grant further share options to subscribe for up to an aggregate of 50,392,717 Shares, representing approximately 10% of the issued Shares, which do not include the share options that are outstanding, cancelled or have lapsed as at the date of the EGM.

### (c) Maximum entitlement of each participant

The total number of Shares issued and which may fall to be issued upon exercise of the options granted under the Share Option Scheme and any other share option scheme of our Group (including both exercised or outstanding options) to each participant in any 12-month period shall not exceed 1% of the issued share capital of our Company for the time being (the "Individual Limit"). Any further grant of options in excess of the Individual Limit in any 12-month period up to and including the date of such further grant shall be subject to the issue of a circular to our Shareholders and our Shareholders' approval in general meeting of our Company with such participant and his associates abstaining from voting. The number and terms (including the exercise price) of options to be granted to such participant must be fixed before Shareholders' approval and the date of board meeting for proposing such further grant should be taken as the date of grant for the purpose of calculating the exercise price under note (1) to Rule 17.03(9) of the Listing Rules.

### (b) 最高股份數目

- (aa) 按購股權計劃及本集團採納的任何其他購股權計劃授出而尚未行使的所有購股權獲行使時可能配發及發行的最高股份數目，不得超過本公司不時已發行股本的30%。
- (bb) 本公司已於2020年9月16日舉行股東特別大會更新購股權計畫授權限額。本公司獲准進一步授出可認購合共最多50,392,717股股份(相當於已發行股份約10%)的購股權，當中不包括於股東特別大會當日未行使、已註銷或已失效的購股權。

### (c) 各參與人士可獲最高配額

於任何12個月期間向各參與人士已發行及因行使根據購股權計劃及本集團任何其他購股權計劃授出的購股權(包括已行使或尚未行使購股權)而可能發行的股份總數不得超過本公司當時已發行股本1%(「個別上限」)。於截至進一步授出購股權之日(包括該日)止任何12個月期間再授出超過個別上限的購股權，須待向股東發出通函及於本公司股東大會獲股東批准，而有關參與人士及其聯繫人須放棄投票。將向有關參與人士授出的購股權數目及條款(包括行使價)必須於獲股東批准前釐定，而根據上市規則第17.03(9)條附註(1)，就計算行使價而言，建議有關進一步授出購股權舉行董事會會議當日應被視為授出購股權之日。



## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

### (d) The exercise price

The exercise price must be at least the higher of: (i) the closing price of the securities as stated in the Exchange's daily quotations sheet on the date of grant, which must be a business day; and (ii) the average closing price of the securities as stated in the Exchange's daily quotations sheets for the five business days immediately preceding the date of grant.

### (e) Time of acceptance and exercise of option

An option may be accepted by a participant within 21 days from the date of the offer of grant of the option. An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period to be determined and notified by our Directors to each grantee, which period may commence on a day after the date upon which the offer for the grant of options is made but shall end in any event not later than 10 years from the date of grant of the option subject to the provisions for early termination thereof. Unless otherwise determined by our Directors and stated in the offer of the grant of options to a grantee, there is no minimum period required under the Share Option Scheme for the holding of an option before it can be exercised.

### (f) Life of the Share Option Scheme

The Share Option Scheme shall be valid and effective for a period of ten years commencing from 5 February 2018, after which period no further options will be granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects. In particular, all options granted before the end of such period shall continue to be valid and exercisable after the end of such period in accordance with the terms of the Share Option Scheme. As at the date of this report, the Share Option Scheme has remaining life of approximately eight years.

### (d) 行使價

行使價須至少為下列兩者中的較高者：(i)有關證券在購股權授予日期(必須為營業日)的收市價(以本交易所日報表所載者為準)；及(ii)該等證券在緊接購股權授予日期前五個營業日的平均收市價(收市價同樣以本交易所日報表所載者為準)。

### (e) 接納及行使購股權期限

參與人士可於授出購股權要約日期起計21日內接納購股權。購股權可於董事釐定並通知各承授人期間內隨時根據購股權計劃的條款行使，該期間可由提出授出購股權要約日期後起計，惟無論如何須於授出購股權日期起計10年內屆滿，且可根據其條文提早終止。除非董事另行決定並在向承授人提出授出購股權的要約時列明，否則購股權計劃並無規定於行使購股權前須持有購股權的最短期限。

### (f) 購股權計劃的期限

購股權計劃的有效期將自2018年2月5日起計為期十年，其後將不再授出任何購股權，惟購股權計劃的條文在其他所有方面仍然具有十足效力及作用。尤其於期間結束前已授出的所有購股權於該期間結束後將可繼續根據購股權計劃的條款有效且可行使。於本報告日期，購股權計劃的剩餘年期約為八年。

## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

Particulars of share options outstanding under the Share Option Scheme at the beginning and at the end of the year ended 30 September 2020 and share options granted, exercised, cancelled or lapsed under the Share Option Scheme during such period were as follows:

截至2020年9月30日止年度開始及終結時，於購股權計劃下尚未行使之購股權，以及於該期內根據購股權計劃授出、行使、註銷或失效之購股權詳情如下：

Category of participants 參與者類別	Date of grant of share options <sup>(1)</sup> 授出購股權日期 <sup>(1)</sup>	Number of share options held as at 1 April 2020 於2020年4月1日持有購股權數目	For the six months ended 30 September 2020 截至2020年9月30日止六個月			Number of share options held as at 30 September 2020 於2020年9月30日持有購股權數目	Exercise period of share options 購股權行使期	Price of share of the Company 本公司股份價格		
			Granted 授出	Exercised 行使	Lapsed/ Cancelled 失效/註銷			Exercise price of share options 購股權行使價	Date of grant of share options 授予日期	prior to the exercise date of share options 購股權日期前
<b>Executive Directors<sup>(2)</sup></b> 執行董事 <sup>(2)</sup>										
- WANG Dongbin - 王東斌		1,000,000	-	-	-	1,000,000		0.80	0.80	N/A 不適用
- WU Hongyuan - 吳洪淵		1,200,000	-	-	-	1,200,000		0.80	0.80	N/A 不適用
- LI Kangying - 李抗英		1,000,000	-	-	-	1,000,000		0.80	0.80	N/A 不適用
- WU Zhanjiang - 吳戰江		1,000,000	-	-	-	1,000,000		0.80	0.80	N/A 不適用
<b>INEDs<sup>(2)</sup></b> 獨立非執行董事 <sup>(2)</sup>							1 July 2019 to 31 December 2021			
- NG Kong Fat - 吳光發	30 July 2018 2018年7月30日	500,000	-	-	-	500,000	2019年7月1日至 2021年12月31日	0.80	0.80	N/A 不適用
- HAN Bin - 韓彬		500,000	-	-	-	500,000		0.80	0.80	N/A 不適用
- WANG Peng - 王鵬		500,000	-	-	-	500,000		0.80	0.80	N/A 不適用
<b>Other employees of the Group<sup>(2)(3)</sup></b> 本集團其他僱員 <sup>(2)(3)</sup>		15,000,000	-	-	-	15,000,000		0.80	0.80	N/A 不適用
<b>Advisers to the Group<sup>(2)</sup></b> 本集團顧問 <sup>(2)</sup>		6,000,000	-	-	-	6,000,000		0.80	0.80	N/A 不適用
<b>Total 合計</b>		26,700,000	-	-	-	26,700,000				

## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

### Notes:

- (1) 20% and 30% of the share options granted was vested respectively on 30 June 2019 and 30 June 2020, respectively and 50% of the share options granted shall vest on 30 June 2021.
- (2) Vesting of the share options granted to independent non-executive Directors and advisers to the Group is not conditional upon satisfaction of any vesting conditions.  
  
Vesting of the share options granted to executive Directors and other employees of the Group is conditional upon satisfaction of certain performance conditions applicable to relevant grantees.
- (3) Do not include the executive Directors, namely Mr. WANG Dongbin, Mr. WU Hongyuan, Mr. LI Kangying and Mr. WU Zhanjiang.

### SHARE AWARD SCHEME

The Company adopted a share award scheme (“Share Award Scheme”) to (i) recognise and reward the contribution of certain eligible participants to the growth and development of the Group and to give incentives thereto in order to retain them for the continual operation and development of the Group; and (ii) to attract suitable personnel for further development of the Group.

The Share Award Scheme was adopted by the Board on 27 July 2018 (“Adoption Date”) and valid and effective for a term of 10 years commencing on the Adoption Date. The aggregate number of the Shares underlying all grants made during the term of the Share Award Scheme is limited to 3% of the issued share capital of the Company from time to time. The maximum number of awarded shares granted to a selected participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time.

### 附註：

- (1) 所授出購股權的20%及30%已分別於2019年6月30日及2020年6月30日歸屬，而所授出購股權的50%將於2021年6月30日歸屬。
- (2) 授予獨立非執行董事及本集團顧問的購股權，毋須達成任何歸屬條件的限制。  
  
授予執行董事及本集團其他員工的購股權須在適用於相關承授人的若干業績條件達成後方會歸屬。
- (3) 不包括執行董事，即王東斌先生、吳洪淵先生、李抗英先生與吳戰江先生。

### 股份獎勵計劃

本公司採納一項股份獎勵計劃(「股份獎勵計劃」)，旨在(i)嘉許若干合資格參與者對本集團增長及發展所作的貢獻並給予激勵，以挽留有關人員繼續為本集團營運及發展服務；以及(ii)為本集團進一步發展吸引合適人才。

股份獎勵計劃於2018年7月27日(「採納日期」)獲董事會採納，並自採納日期起有效及生效為期10年。於股份獎勵計劃期限內，可授出之相關股份總數不超過本公司不時已發行股本之3%。根據股份獎勵計劃，向經選定參與者授出之最高獎勵股份數目不得超過本公司不時已發行股本之1%。

## Share Option Scheme and Share Award Scheme 購股權計劃及股份獎勵計劃

On 27 August 2018 and 2 August 2019, the Board, based on the recommendation of the remuneration committee of the Board, resolved to provide a sum of HK\$3.0 million and HK\$2.0 million respectively for the trustee of the Share Award Scheme to purchase Shares from the market pursuant to the Share Award Scheme. Further details of the Scheme are set out in the announcements of the Company dated 27 July 2018, 27 August 2018 and 2 August 2019, respectively.

As of 30 September 2020, there were 8,512,000 Shares held in trust by the trustee under the Share Award Scheme. As of 30 September 2020, no Share has been awarded by the Board to any eligible participant of the Share Award Scheme.

於2018年8月27日及2019年8月2日，董事會根據董事會薪酬委員會的建議，決議分別撥出3.0百萬港元及2.0百萬港元於股份獎勵計劃受託人用以在市場上根據股份獎勵計劃購買股份。關於計劃之進一步詳情，分別載於本公司於2018年7月27日、2018年8月27日及2019年8月2日刊發的公告。

於2020年9月30日，受託人根據股份獎勵計劃以信託方式持有的股份為8,512,000股。於2020年9月30日，董事會尚未向任何股份獎勵計劃的合資格參與者授予任何股份。

# Independent Auditor's Report

## 獨立核數師報告

### Review report to the board of directors of OneForce Holdings Limited

(Incorporated in Cayman Islands with limited liability)

#### INTRODUCTION

We have reviewed the interim financial report set out on pages 30 to 64 which comprises the consolidated statement of financial position of OneForce Holdings Limited (the "Company") as of 30 September 2020 and the related consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income and the consolidated statement of changes in equity and the condensed consolidated cash flow statement for the six month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and International Accounting Standard 34, *Interim financial reporting*, issued by the International Accounting Standards Board. The directors are responsible for the preparation and presentation of the interim financial report in accordance with International Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

#### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly we do not express an audit opinion.

### 致元力控股有限公司董事會審閱報告

(於開曼群島註冊成立的有限公司)

#### 引言

我們已審閱第30頁至第64頁所載中期財務報告，當中包括元力控股有限公司（「貴公司」）於2020年9月30日的綜合財務狀況表，以及截至該日止六個月期間的相關綜合損益表、綜合損益及其他全面收益表、綜合權益變動表及簡明綜合現金流量表，以及解釋附註。根據香港聯合交易所有限公司證券上市規則，中期財務報告須根據香港聯合交易所有限公司證券上市規則相關條文及國際會計準則理事會頒佈的國際會計準則第34號中期財務報告的規定編製。董事負責根據國際會計準則第34號編製及呈列中期財務報告。

我們的責任是根據審閱結果，對中期財務報告作出結論，並按照雙方協定的業務條款，僅向全體董事報告。除此之外，本報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔任何責任。

#### 審閱範圍

我們按照香港會計師公會所頒佈的香港審閱委聘準則第2410號由實體的獨立核數師執行中期財務資料審閱進行審閱。中期財務報告審閱工作包括向主要負責財務及會計事宜的人員詢問，並進行分析和其他審閱程式。由於審閱的範圍遠較按照香港審計準則進行審計的範圍為小，所以不能保證我們會注意到在審計中可能會被發現的所有重大事項。因此，我們不會發表審計意見。

## Independent Auditor's Report 獨立核數師報告

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 September 2020 is not prepared, in all material respects, in accordance with International Accounting Standard 34, *Interim financial reporting*.

### KPMG

*Certified Public Accountants*

8th Floor, Prince's Building  
10 Chater Road  
Central, Hong Kong

25 November 2020

### 結論

根據我們的審閱工作，我們並無發現任何事項，令我們相信2020年9月30日的中期財務報告在所有重大方面未有根據國際會計準則第34號中期財務報告編製。

### 畢馬威會計師事務所

*執業會計師*

香港中環  
遮打道10號  
太子大廈8樓

2020年11月25日

# Consolidated Statement of Profit or Loss

## 綜合損益表

For the six months ended 30 September 2020 – unaudited

(Expressed in Renminbi (“RMB”))

截至2020年9月30日止六個月－未經審核

(以人民幣(「人民幣」)列示)

			Six months ended 30 September 截至9月30日止六個月	
			2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
		Note 附註		
<b>Revenue</b>	收入	4	<b>107,102</b>	91,332
Cost of sales	銷售成本		<b>(82,130)</b>	(60,599)
<b>Gross profit</b>	毛利	4(b)	<b>24,972</b>	30,733
Other income	其他收入	5	<b>29</b>	164
Selling expenses	銷售費用		<b>(3,762)</b>	(3,156)
Administrative and other operating expenses	行政及其他經營費用		<b>(15,164)</b>	(20,635)
Impairment losses on trade receivables and contract assets	貿易應收款項及合同資產減值虧損		<b>(1,974)</b>	(4,642)
<b>Profit from operations</b>	經營溢利	6	<b>4,101</b>	2,464
Net finance (costs)/income	融資(成本)/收入淨額		<b>(211)</b>	172
– Finance income	– 融資收入		<b>242</b>	902
– Finance costs	– 融資成本		<b>(453)</b>	(730)
Share of profits of an associate	應佔一間聯營公司溢利		<b>22</b>	1
<b>Profit before taxation</b>	除稅前溢利	6	<b>3,912</b>	2,637
Income tax	所得稅	7	<b>(779)</b>	(823)
<b>Profit for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內溢利		<b>3,133</b>	1,814
<b>Earnings per share</b>	每股盈利	8		
Basic/diluted (RMB cents)	基本/攤薄(人民幣分)		<b>0.63</b>	0.36

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。

# Consolidated Statement of Profit or Loss and Other Comprehensive Income 綜合損益及其他全面收益表

For the six months ended 30 September 2020 – unaudited

(Expressed in RMB)

截至2020年9月30日止六個月－未經審核

(以人民幣列示)

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
<b>Profit for the period</b>	期內溢利	<b>3,133</b>	1,814
<b>Other comprehensive income for the period (after tax)</b>	期內其他全面收入(除稅後)		
Item that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益的項目：		
– Exchange differences on translation of financial statements into presentation currency	– 財務報表換算為呈列貨幣的匯兌差額	(577)	2,615
<b>Total comprehensive income for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內全面收入總額	<b>2,556</b>	4,429

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。



# Consolidated Statement of Financial Position

## 綜合財務狀況表

At 30 September 2020 – unaudited  
(Expressed in RMB)  
於2020年9月30日－未經審核  
(以人民幣列示)

		Note 附註	At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	9	9,635	9,782
Intangible assets	無形資產	10	31,135	36,843
Interest in an associate	於一間聯營公司的權益		3,428	3,406
Deferred tax assets	遞延稅項資產	18	245	347
			<b>44,443</b>	50,378
<b>Current assets</b>	<b>流動資產</b>			
Inventories and other contract costs	存貨及其他合同成本	11	8,330	9,783
Contract assets	合同資產	12	51,856	34,885
Trade receivables	貿易應收款項	13	120,110	114,665
Prepayments, deposits and other receivables	預付款項、押金及其他應收款項	14	24,714	21,804
Bank balances and cash	銀行結餘及現金	15	43,191	31,802
			<b>248,201</b>	212,939
<b>Current liabilities</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	16	28,806	20,321
Other payables and accruals	其他應付款項及應計開支	17	28,791	26,478
Bank loans	銀行貸款		27,800	13,000
Income tax payable	應付所得稅		10,007	8,553
			<b>95,404</b>	68,352
<b>Net current assets</b>	<b>流動資產淨額</b>		<b>152,797</b>	144,587
<b>Total assets less current liabilities</b>	<b>資產總額減流動負債</b>		<b>197,240</b>	194,965
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		400	139
Deferred tax liabilities	遞延稅項負債	18	510	1,288
			<b>910</b>	1,427
<b>Net assets</b>	<b>資產淨額</b>		<b>196,330</b>	193,538

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。

## Consolidated Statement of Financial Position (Continued)

### 綜合財務狀況表(續)

At 30 September 2020 – unaudited  
(Expressed in RMB)  
於2020年9月30日—未經審核  
(以人民幣列示)

		Note	At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
<b>Capital and reserves</b>	<b>股本及儲備</b>	19		
Share capital	股本		4,130	4,141
Reserves	儲備		192,200	189,397
<b>Total equity</b>	<b>權益總額</b>		<b>196,330</b>	193,538

Approved and authorised for issue by the board of directors  
on 25 November 2020.

董事會於2020年11月25日批准及授權刊發。

**Wang Dongbin**  
王東斌  
Director  
董事

**Wu Hongyuan**  
吳洪淵  
Director  
董事

The notes on pages 37 to 64 form part of this interim  
financial report.

第37頁至第64頁附註組成本中期財務報告  
一部分。

# Consolidated Statement of Changes in Equity

## 綜合權益變動表

For the six months ended 30 September 2020 – unaudited

(Expressed in RMB)

截至2020年9月30日止六個月－未經審核

(以人民幣列示)

		Attributable to equity shareholders of the Company 本公司權益股東應佔							
		Share capital	Shares held under share award scheme 根據股份獎勵計劃所持有的股份	Share premium	Other reserves	Statutory reserves	Exchange reserve	Retained profits	Total equity
Note		股本 RMB'000 人民幣千元	股份 RMB'000 人民幣千元 (Note 19(d)) (附註19(d))	股份溢價 RMB'000 人民幣千元	其他儲備 RMB'000 人民幣千元 (Note 19(c)) (附註19(c))	法定儲備 RMB'000 人民幣千元	匯兌儲備 RMB'000 人民幣千元	保留溢利 RMB'000 人民幣千元	權益總額 RMB'000 人民幣千元
<b>At 1 April 2019</b>	於2019年4月1日	4,141	(2,627)	140,456	53,275	4,441	1,546	60,181	261,413
<b>Changes in equity for the six months ended 30 September 2019:</b>	截至2019年9月30日止六個月權益變動:								
Profit and total comprehensive income	溢利及全面收入總額	-	-	-	-	-	2,615	1,814	4,429
Equity-settled share-based transaction	以股權結算以股份為基礎的交易	19(c)	-	-	405	-	-	-	405
Purchase of own shares	購買自身股份	19(d)	-	(1,797)	-	-	-	-	(1,797)
			-	(1,797)	-	-	-	-	(1,392)
<b>At 30 September 2019</b>	於2019年9月30日	4,141	(4,424)	140,456	53,680	4,441	4,161	61,995	264,450
<b>At 1 October 2019</b>	於2019年10月1日	4,141	(4,424)	140,456	53,680	4,441	4,161	61,995	264,450
<b>Changes in equity for the six months ended 31 March 2020:</b>	截至2020年3月31日止六個月權益變動:								
Loss and total comprehensive income	虧損及全面收入總額	-	-	-	-	-	209	(70,982)	(70,773)
Equity-settled share-based transaction	以股權結算以股份為基礎的交易	19(c)	-	-	311	-	-	-	311
Purchase and cancellation of own shares	購買及註銷自身股份	19(d)	-	(427)	(23)	-	-	-	(450)
Appropriation to reserves	轉撥至儲備		-	-	-	289	-	(289)	-
			-	(427)	(23)	311	289	(289)	(139)
<b>At 31 March 2020</b>	於2020年3月31日	4,141	(4,851)	140,433	53,991	4,730	4,370	(9,276)	193,538

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。

## Consolidated Statement of Changes in Equity (Continued) 綜合權益變動表(續)

For the six months ended 30 September 2020 – unaudited  
(Expressed in RMB)  
截至2020年9月30日止六個月－未經審核  
(以人民幣列示)

		Attributable to equity shareholders of the Company 本公司權益股東應佔							
		Share capital	Shares held under share award scheme 根據股份獎勵計劃所持有的股份	Share premium	Other reserves	Statutory reserves	Exchange reserve	Retained profits	Total equity
Note	股本	股份溢價	其他儲備	法定儲備	匯兌儲備	保留溢利	權益總額		
附註	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
		(Note 19(d)) (附註19(d))	(Note 19(c)) (附註19(c))						
At 1 April 2020	於2020年4月1日	4,141	(4,851)	140,433	53,991	4,730	4,370	(9,276)	193,538
<b>Changes in equity for the six months ended 30 September 2020:</b>									
Profit and total comprehensive income	溢利及全面收入總額	-	-	-	-	-	(577)	3,133	2,556
Equity-settled share-based transaction	以股權結算以股份為基礎的交易	19(c)	-	-	236	-	-	-	236
Cancellation of own shares	註銷自身股份	19(d)	(11)	426	(415)	-	-	-	-
		(11)	426	(415)	236	-	-	-	236
At 30 September 2020	於2020年9月30日	4,130	(4,425)	140,018	54,227	4,730	3,793	(6,143)	196,330

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。

# Condensed Consolidated Cash Flow Statement

## 簡明綜合現金流量表

For the six months ended 30 September 2020 – unaudited

(Expressed in RMB)

截至2020年9月30日止六個月－未經審核

(以人民幣列示)

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
	Note 附註		
<b>Cash flows from operating activities</b>	<b>經營活動的現金流量</b>		
Cash used in operations	經營所用現金	(11,251)	(16,841)
Income tax paid	已付所得稅	(1)	–
<b>Net cash used in operating activities</b>	<b>經營活動所用現金淨額</b>	<b>(11,252)</b>	(16,841)
<b>Cash flows from investing activities</b>	<b>投資活動的現金流量</b>		
Payments for purchase of property, plant and equipment	購買物業、廠房及設備款項	(5)	(169)
Payments for self-developed intangible assets	自主開發無形資產款項	(952)	(5,427)
<b>Net cash used in investing activities</b>	<b>投資活動所用現金淨額</b>	<b>(957)</b>	(5,596)
<b>Cash flows from financing activities</b>	<b>融資活動的現金流量</b>		
Proceeds from new borrowings	新借款所得款項	18,800	4,307
Repayment of borrowing	償還借款	(4,000)	(1,900)
Interest paid	已付利息	(453)	(731)
Capital element of lease rentals paid	已付租金本金部分	(180)	(23)
Interest element of lease rentals paid	已付租金利息部分	(17)	(5)
Payments for the purchase of own shares under share award scheme	根據股份獎勵計劃購買自身股份的付款	–	(1,797)
<b>Net cash generated from/(used in) financing activities</b>	<b>融資活動所得/(所用)現金淨額</b>	<b>14,150</b>	(149)
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>現金及現金等價物增加/(減少)淨額</b>	<b>1,941</b>	(22,586)
<b>Cash and cash equivalents at the beginning of the period</b>	<b>期初現金及現金等價物</b>	<b>31,693</b>	39,559
	15		
<b>Effect of foreign exchange rates changes</b>	<b>外幣匯率變動的影響</b>	<b>(657)</b>	2,398
<b>Cash and cash equivalents at the end of the period</b>	<b>期末現金及現金等價物</b>	<b>32,977</b>	19,371
	15		

The notes on pages 37 to 64 form part of this interim financial report.

第37頁至第64頁附註組成本中期財務報告一部分。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 1 CORPORATE INFORMATION

OneForce Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 5 July 2016 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The Company’s shares were listed on the Main Board of the Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 2 March 2018 (the “Listing Date”). The Company and its subsidiaries (collectively referred to as the “Group”) are principally engaged in the design, implementation, enhancement and upgrades of software systems and the provision of technical services for power grid and distribution companies in the People’s Republic of China (the “PRC”) and the sale of products and the investment, construction and operation of smart city infrastructure in the PRC.

### 2 BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with International Accounting Standard (“IAS”) 34, *Interim financial reporting*, issued by the International Accounting Standards Board (“IASB”). It was authorised for issue on 25 November 2020.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the consolidated financial statements for the year ended 31 March 2020, except for the accounting policy changes that are expected to be reflected in the consolidated financial statements for the year ending 31 March 2021. Details of any changes in accounting policies are set out in Note 3.

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

### 1 公司資料

元力控股有限公司(「本公司»)於2016年7月5日根據開曼群島法例第22章公司法(1961年第3項法例，經綜合及修訂)在開曼群島註冊成立為獲豁免的有限公司。本公司股份於2018年3月2日(「上市日期»)在香港聯合交易所有限公司(「聯交所»)主板上市。本公司及其附屬公司(統稱「本集團»)主要從事為中華人民共和國(「中國»)電網及配電公司設計、執行、提升及升級軟件系統及提供技術服務以及銷售產品，以及於中國投資、建設及發展智慧城市基礎設施。

### 2 編製基準

本中期財務報告乃按照香港聯合交易所有限公司證券上市規則的適用披露條文，包括已遵守國際會計準則理事會(「國際會計準則理事會»)所頒佈的國際會計準則(「國際會計準則»)第34號*中期財務報告*的規定編製。本中期財務報告於2020年11月25日獲授權刊發。

編製中期財務報告所採用的會計政策與截至2020年3月31日止年度綜合財務報表所採用者相同，惟預期將於截至2021年3月31日止年度綜合財務報表中反映的會計政策變動則除外。任何會計政策變動詳情載於附註3。

中期財務報告乃遵照國際會計準則第34號而編製，有關準則規定管理層作出影響政策應用及年初至今的資產與負債、收入及開支呈報金額的判斷、估計及假設。實際結果可能與此等估計有所不同。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 2 BASIS OF PREPARATION (Continued)

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the consolidated financial statements for the year ended 31 March 2020. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with International Financial Reporting Standards ("IFRSs").

The interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants. KPMG's independent review report to the board of directors is included in the interim report.

The financial information relating to the financial year ended 31 March 2020 that is included in the interim financial report as comparative information does not constitute the Company's annual consolidated financial statements for that financial year but is derived from those financial statements. The consolidated financial statements for the year ended 31 March 2020 are available from the Company's registered office. The auditors have expressed an unqualified opinion on those financial statements in their report dated 19 June 2020.

### 2 編製基準(續)

本中期財務報告載有簡明綜合財務報表及經篩選的解釋附註。該等附註載有多項事件及交易的說明，對了解本集團自截至2020年3月31日止年度綜合財務報表以來財務狀況的變動及表現十分重要。簡明綜合中期財務報表及其附註並未載有根據國際財務報告準則(「國際財務報告準則」)編製整份財務報表所需的全部資料。

中期財務報告未經審核，但已由畢馬威會計師事務所根據香港會計師公會頒佈的香港審閱委聘準則第2410號由實體的獨立核數師執行中期財務資料審閱進行審閱。畢馬威會計師事務所向董事會出具的獨立審閱報告載於中期報告內。

中期財務報告內有關截至2020年3月31日止財政年度的財務資料(作為比較資料)並不構成本公司於該財政年度的年度綜合財務報表，惟摘錄自該等財務報表。截至2020年3月31日止年度的綜合財務報表可於本公司註冊辦事處查閱。核數師已於日期為2020年6月19日的報告中對該等財務報表發表無保留意見。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 3 CHANGES IN ACCOUNTING POLICIES

The IASB has issued the following amendments to IFRSs that are first effective for the current accounting period of the Group:

- Amendments to IFRS 3, *Definition of a Business*
- Amendments to IAS 1 and IAS 8, *Definition of Material*
- Amendments to IFRS 9, IAS 39 and IFRS 7, *Interest Rate Benchmark Reform*
- Amendments to IFRS 16, *COVID-19-Related Rent Concessions*

None of these developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period except for the amendment to IFRS 16, *COVID-19-Related Rent Concessions*, which provides a practical expedient that allows lessees not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and, instead, account for those rent concessions as if they were not lease modifications.

### 3 會計政策變動

國際會計準則理事會已頒佈於本集團本會計期間首次生效的下列國際財務報告準則的修訂本：

- 國際財務報告準則第3號的修訂，*業務的定義*
- 國際會計準則第1號及國際會計準則第8號的修訂，*重大的定義*
- 國際財務報告準則第9號、國際會計準則第39號及國際財務報告準則第7號的修訂，*利率基準改革*
- 國際財務報告準則第16號的修訂，*新冠肺炎相關租金優惠*

該等發展概無對本集團於本中期財務報告中編製或呈列本期或往期業績及財務狀況的方式產生重大影響。本集團並無應用任何於本會計期間尚未生效的新準則或詮釋，惟國際財務報告準則第16號的修訂，*新冠肺炎相關租金優惠*除外，有關準則提供可行權宜方法，允許承租人不評估直接因新冠肺炎疫情而產生的特定租金優惠是否屬租賃調整，而是將該等租金優惠入賬，猶如有關優惠並非租賃調整。



## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING

#### (a) Revenue

The Group is principally engaged in the design, implementation, enhancement and upgrades of software systems and the provision of technical services for power grid and distribution companies in the PRC and the sale of products. Further details regarding the Group's principal activities are disclosed in Note 4(b).

##### (i) Disaggregation of revenue

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

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Software and solutions	軟件及解決方案	18,887	15,974
Technical services	技術服務	59,459	47,459
Sale of products	銷售產品	28,756	27,899
		<b>107,102</b>	91,332

### 4 收入及分部報告

#### (a) 收入

本集團主要從事為中國電網及配電公司設計、執行、提升及升級軟件系統及提供技術服務，以及銷售產品。有關本集團主要業務的進一步詳情於附註4(b)披露。

##### (i) 收入劃分

主要服務線的客戶合同收入劃分如下：

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING (Continued)

#### (a) Revenue (Continued)

##### (i) Disaggregation of revenue (Continued)

Revenue from customers with whom transactions have exceeded 10% of the Group's revenue are set out below.

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Customer A	客戶A	41,123	37,070
Customer B	客戶B	25,690	28,564
Customer C	客戶C	15,293	less than 10% 少於10%

交易額佔本集團收入10%以上的客戶收入載列如下。

#### (b) Segment reporting

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

- Application solutions: this segment engages in the design, implementation, enhancement and upgrades of software systems for power grid and distribution companies.
- Supporting services: this segment engages in the provision of maintenance services on the software systems sold.
- Products: this segment sells software systems related hardware and spare parts.

### 4 收入及分部報告(續)

#### (a) 收入(續)

##### (i) 收入劃分(續)

交易額佔本集團收入10%以上的客戶收入載列如下。

#### (b) 分部報告

本集團按業務線管理集團業務。本集團按照就資源分配及表現評估向本集團最高行政管理人員內部呈報資料一致的方式，呈列以下三個可申報分部。概無合併經營分部以構成以下可申報分部：

- 應用解決方案：此分部從事為電網及配電公司設計、執行、提升及升級軟件系統。
- 支援服務：此分部從事為已售出的軟件系統提供維護服務。
- 產品：此分部出售軟件系統相關的硬件及零件。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING (Continued)

#### (b) Segment reporting (Continued)

(i) *Segment results, assets and liabilities*

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

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments. The measure used for reporting segment profit is gross profit. No inter-segment sales have occurred for the six months ended 30 September 2020 (six months ended 30 September 2019: Nil). The Group's other income and expense items, such as other income, selling expenses, administrative and other operating expenses, and assets and liabilities, including the sharing of technical know-how, are not measured under individual segments. Accordingly, neither information on segment assets and liabilities nor information concerning capital expenditure, interest income and interest expenses is presented.

### 4 收入及分部報告(續)

#### (b) 分部報告(續)

(i) 分部業績、資產及負債

就評估分部表現及分配分部間的資源而言，本集團最高行政管理人員按以下基準監控各可申報分部應佔的業績：

收入及開支乃參考可申報分部產生的收入及其產生的開支而分配至該等分部。報告分部溢利所用計量標準為毛利。截至2020年9月30日止六個月並無分部間銷售(截至2019年9月30日止六個月：無)。本集團的其他收入與費用項目，如其他收入、銷售費用、行政及其他經營費用，以及資產與負債(包括分享技術知識)，並非按個別分部計量。因此，概無呈列分部資產與負債的資料，亦無呈列有關資本支出、利息收入及利息支出的資料。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING (Continued)

### 4 收入及分部報告(續)

#### (b) Segment reporting (Continued)

##### (i) Segment results, assets and liabilities (Continued)

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the period is set out below.

#### (b) 分部報告(續)

##### (i) 分部業績、資產及負債(續)

有關本期間提供予本集團最高行政管理人員以分配資源及評估分部表現的本集團可申報分部資料載列如下。

		Six months ended 30 September 2020 截至2020年9月30日止六個月			
		Application solutions 應用 解決方案 RMB'000 人民幣千元	Supporting services 支援服務 RMB'000 人民幣千元	Products 產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Disaggregated by timing of revenue recognition	— Over time	18,887	59,459	—	78,346
	— Point in time	—	—	28,756	28,756
Revenue from external customers and reportable segment revenue	來自外部客戶收入及可申報分部收入	18,887	59,459	28,756	107,102
Reportable segment gross profit	可申報分部毛利	6,365	13,975	4,632	24,972

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING (Continued) 4 收入及分部報告(續)

#### (b) Segment reporting (Continued)

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

#### (b) 分部報告(續)

(i) 分部業績、資產及負債(續)

		Six months ended 30 September 2019 截至2019年9月30日止六個月			
		Application solutions 應用 解決方案 RMB'000 人民幣千元	Supporting services 支援服務 RMB'000 人民幣千元	Products 產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Disaggregated by timing of revenue recognition	按收入確認的時間劃分				
– Over time	– 隨時間	15,974	47,459	–	63,433
– Point in time	– 某一時間點	–	–	27,899	27,899
Revenue from external customers and reportable segment revenue	來自外部客戶收入及可申報分部收入	15,974	47,459	27,899	91,332
Reportable segment gross profit	可申報分部毛利	6,067	12,627	12,039	30,733

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 4 REVENUE AND SEGMENT REPORTING (Continued) 4 收入及分部報告(續)

#### (b) Segment reporting (Continued)

(ii) Reconciliations of reportable segment results to consolidated profit before taxation

		<b>Six months ended 30 September 截至9月30日止六個月</b>	
		<b>2020 2020年 RMB'000 人民幣千元</b>	2019 2019年 RMB'000 人民幣千元
Segment results	分部業績	<b>24,972</b>	30,733
Other income	其他收入	<b>29</b>	164
Net finance (costs)/income	融資(成本)/ 收入淨額	<b>(211)</b>	172
Selling expenses	銷售費用	<b>(3,762)</b>	(3,156)
Administrative and other operating expenses	行政及其他 經營費用	<b>(15,164)</b>	(20,635)
Impairment loss on trade receivables and contract assets	貿易應收款項及 合同資產 減值虧損	<b>(1,974)</b>	(4,642)
Share of profits of an associate	應佔一間 聯營公司溢利	<b>22</b>	1
Consolidated profit before taxation	綜合除稅前溢利	<b>3,912</b>	2,637

(iii) Geographic information

All of the Group's operations are carried out and the Group's customers are located in the PRC. The Group's non-current assets, including property, plant and equipment and intangible assets are all located or allocated to operations located in the PRC.

#### (b) 分部報告(續)

(ii) 可申報分部業績與綜合除稅前溢利的對賬

(iii) 地區資料

本集團所有進行的業務及本集團客戶均位於中國。本集團的非流動資產(包括物業、廠房及設備以及無形資產)均位於或獲分配至中國的業務。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 5 OTHER INCOME

### 5 其他收入

		<b>Six months ended 30 September 截至9月30日止六個月</b>	
		<b>2020 2020年 RMB'000 人民幣千元</b>	2019 2019年 RMB'000 人民幣千元
Refund of value-added-tax ("VAT") (Note (i))	退還增值稅(「增值稅」) (附註(i))	–	71
Others	其他	<b>29</b>	93
		<b>29</b>	164

Note:

- (i) Pursuant to the tax rules and regulations in the PRC, entities engage in the sale of self-developed software in the PRC and pay VAT at a rate of 13% (before 1 April 2019: 16%) are entitled to a VAT refund to the extent of the VAT payable in excess of 3% of the self-developed software sold.

附註：

- (i) 根據中國稅務規則及規例，在中國從事銷售自行開發軟件並按13%（2019年4月1日前：16%）稅率繳付增值稅的實體，倘應付增值稅超過已售自行開發軟件的3%，則有權獲退還增值稅。

### 6 PROFIT BEFORE TAXATION

### 6 除稅前溢利

Profit before taxation is arrived at after charging:

除稅前溢利已扣除下列各項：

#### (a) Staff costs#

#### (a) 員工成本#

		<b>Six months ended 30 September 截至9月30日止六個月</b>	
		<b>2020 2020年 RMB'000 人民幣千元</b>	2019 2019年 RMB'000 人民幣千元
Salaries, wages and other benefits	薪金、工資及其他福利	<b>15,064</b>	10,981
Contributions to defined contribution retirement scheme	向界定供款退休計劃供款	–	969
Equity-settled share-based payment expenses	以權益結算以股份為基礎的付款開支	<b>48</b>	81
		<b>15,112</b>	12,031

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 6 PROFIT BEFORE TAXATION (Continued)

#### (a) Staff costs# (Continued)

The employees of the subsidiaries of the Group established in the PRC (other than Hong Kong) participate in a defined contribution retirement benefit scheme managed by the local government authority, whereby these subsidiaries are required to contribute to the scheme at a rate of 16% of the employees' basic salaries. Employees of these subsidiaries are entitled to retirement benefits, calculated based on a percentage of the average salaries level in the PRC (other than Hong Kong), from the above mentioned retirement scheme at their normal retirement age.

Pursuant to RenShebufa [2020] No. 11 and No. 49 Notice on the periodic reduction and exemption of corporate social insurance premiums (關於階段性減免企業社會保險費的通知) from February 2020 to December 2020, the subsidiaries of the Group established in Mainland China as a middle size company defined by *Classified statistics of large, medium, small and micro enterprises (2017)* issued by National Bureau of Statistics was entitled to a exemption of contributions to defined contribution retirement plan during the interim period.

### 6 除稅前溢利(續)

#### (a) 員工成本#(續)

本集團於中國(不包括香港)成立的附屬公司的僱員參與當地政府機構管理的界定供款退休福利計劃，據此，該等附屬公司須按僱員基本薪金 16% 的比率向該計劃供款。該等附屬公司的僱員於年屆正常退休年齡時有權享有上述退休計劃按中國(不包括香港)平均薪金水平百分比計算的退休福利。

根據人社部發[2020]11號及49號關於階段性減免企業社會保險費的通知，自2020年2月起至2020年12月，本集團於中國內地成立的附屬公司(作為國家統計局發佈的《統計上大中小微型企業劃分辦法(2017)》界定的中型企業)可免繳中期界定供款退休計劃供款。



## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 6 PROFIT BEFORE TAXATION (Continued)

### 6 除稅前溢利(續)

#### (b) Other items

#### (b) 其他項目

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Depreciation and amortisation#	折舊及攤銷#	7,544	12,637
Impairment loss on trade receivables and contract assets	貿易應收款項及合同資產減值虧損	1,974	4,642
Impairment loss of inventories and other contract costs	存貨及其他合同成本減值虧損	137	1,476
Operating lease charges in respect of office premises	有關辦公室處所的经营租賃支出	1,250	1,083
Research and development costs (other than amortisation)	研發成本(攤銷除外)	2,320	925
Outsourced labour cost#	人力外包成本#	43,263	30,622
Cost of inventories sold# (Note 11)	已售存貨成本#(附註11)	81,791	60,465

# Cost of inventories sold include RMB59,159,000 (six months ended 30 September 2019: RMB41,820,000) relating to staff costs, outsourced labor cost, and depreciation and amortisation, respectively, which amounts are also included in the respective total amounts disclosed separately above or in Note 6(a) for each of these types of expenses.

# 已售存貨成本分別包括有關員工成本、人力外包成本以及折舊及攤銷人民幣59,159,000元(截至2019年9月30日止六個月：人民幣41,820,000元)，有關金額亦計入上文或附註6(a)就每項該等類型開支分別披露的相關款項總額。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 7 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS 7 綜合損益表內的所得稅

#### (a) Taxation in the consolidated statement of profit or loss represent:

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
<b>Current tax – PRC Corporate Income Tax</b>	<b>即期稅項 – 中國企業所得稅</b>		
– Provision for the period	– 期內撥備	1,455	3,482
<b>Deferred Tax (Note 18)</b>	<b>遞延稅項(附註18)</b>		
– Origination and reversal of temporary differences	– 暫時差異的產生及撥回	(676)	(2,659)
		<b>779</b>	<b>823</b>

#### (a) 綜合損益表內的稅項指：

#### (b) Reconciliation between tax expense and accounting profit at applicable tax rates:

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Profit before taxation	除稅前溢利	3,912	2,637
Expected tax on profit before taxation, calculated at the rates applicable to profits in the jurisdictions concerned (Notes (i), (ii) and (iii))	除稅前溢利的預期稅項，按有關司法權區適用的溢利稅率計算(附註(i)、(ii)及(iii))	1,272	909
Tax effect of non-deductible expenses	不可抵扣開支的稅項影響	438	257
Tax effect of non-taxable income	毋須課稅收入的稅項影響	(5)	–
Tax effect on bonus deduction of research and development costs (Note (iv))	研發成本加計抵扣的稅項影響(附註(iv))	(1,062)	(222)
Effect of tax losses not recognised	未確認稅項虧損的影響	571	486
Tax concessions (Notes (v) and (vi))	稅項寬免(附註(v)及(vi))	(435)	(607)
Actual tax expense	實際稅項開支	<b>779</b>	<b>823</b>

#### (b) 按適用稅率計算的稅項開支與會計溢利之間的對賬：

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 7 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS (Continued)

#### (b) Reconciliation between tax expense and accounting profit at applicable tax rates: (Continued)

Notes:

- (i) The subsidiaries of the Group incorporated in Hong Kong are subject to Hong Kong Profits Tax rate of 16.5% for the six months ended 30 September 2020 (six months ended 30 September 2019: 16.5%).
- (ii) The Company and the subsidiaries of the Group incorporated outside of the PRC are not subject to any income tax pursuant to the rules and regulations of their respective countries of incorporation.
- (iii) The subsidiaries of the Group established in Mainland China are subject to PRC Corporate Income Tax rate of 25% for the six months ended 30 September 2020 (six months ended 30 September 2019: 25%).
- (iv) According to the relevant tax rules in the PRC, qualified research and development costs, are allowed for bonus deduction for income tax purpose, i.e. an additional 75% of such expenses could be deemed as deductible expenses.
- (v) The subsidiary of the Group established in the PRC, namely Along Grid, has obtained an approval from the tax bureau to be taxed as an enterprise with advanced and new technologies, and therefore enjoys a preferential PRC Corporate Income Tax rate of 15% for the period from 15 October 2019 to 14 October 2022.
- (vi) The subsidiary of the Group established in the PRC, namely Aipu Zhicheng, has obtained an approval from the tax bureau to be taxed as an enterprise with advanced and new technologies, and therefore enjoys a preferential PRC Corporate Income Tax rate of 15% for the period from 15 October 2019 to 14 October 2022.

### 7 綜合損益表內的所得稅(續)

#### (b) 按適用稅率計算的稅項開支與會計溢利之間的對賬：(續)

附註：

- (i) 截至2020年9月30日止六個月，本集團於香港註冊成立的附屬公司須按16.5%的稅率繳納香港利得稅(截至2019年9月30日止六個月：16.5%)。
- (ii) 根據本公司及本集團於中國境外地區註冊成立的附屬公司各自註冊成立所在國家的規則及規例，該等公司毋須繳納任何所得稅。
- (iii) 截至2020年9月30日止六個月，本集團於中國內地成立的附屬公司須按25%的稅率繳納中國企業所得稅(截至2019年9月30日止六個月：25%)。
- (iv) 根據中國相關稅務規則，合資格研發成本獲准用作加計抵扣所得稅，即有關開支的額外75%可視作可抵扣開支。
- (v) 本集團於中國成立的附屬公司(即愛朗格瑞)已獲稅務局批准作為高新技術企業繳納稅項，故在2019年10月15日至2022年10月14日期間享有15%的中國企業所得稅優惠稅率。
- (vi) 本集團於中國成立的附屬公司(即艾普智城)已獲稅務局批准作為高新技術企業繳納稅項，故在2019年10月15日至2022年10月14日期間享有15%的中國企業所得稅優惠稅率。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 8 EARNINGS PER SHARE

#### (a) Basic earnings per share

The calculation of basic earning per share for the six months ended 30 September 2020 is based on the profit attributable to the equity shareholders of the Company of RMB3,133,000 (six months ended 30 September 2019: RMB1,814,000) and the weighted average of 495,415,177 (six months ended 30 September 2019: 499,860,816) ordinary shares in issue during the six months ended 30 September 2020.

#### (b) Diluted earnings per share

The diluted earnings per share for the six months ended 30 September 2020 (six months ended 30 September 2019: Nil) has not taken into account the effect of the outstanding share options, which is anti-dilutive.

### 9 PROPERTY, PLANT AND EQUIPMENT

#### (a) Right-of-use assets

During the six months ended 30 September 2020, the Group entered into a number of lease agreements for use of buildings, and therefore recognised the additions to right-of-use assets of RMB841,000.

#### (b) Acquisitions of owned assets

During the six months ended 30 September 2020, the Group acquired items of property, plant and equipment with a cost of RMB5,000 (six months ended 30 September 2019: RMB91,000).

### 8 每股盈利

#### (a) 每股基本盈利

截至2020年9月30日止六個月的每股基本盈利根據截至2020年9月30日止六個月本公司權益股東應佔溢利人民幣3,133,000元(截至2019年9月30日止六個月：人民幣1,814,000元)及已發行普通股加權平均數495,415,177股(截至2019年9月30日止六個月：499,860,816股)計算。

#### (b) 每股攤薄盈利

截至2020年9月30日止六個月，每股攤薄盈利(截至2019年9月30日止六個月：零)並無計及尚未行使購股權的反攤薄影響。

### 9 物業、廠房及設備

#### (a) 使用權資產

截至2020年9月30日止六個月，本集團就使用樓宇訂立多份租賃協議，因此確認使用權資產添置人民幣841,000元。

#### (b) 購置自有資產

截至2020年9月30日止六個月，本集團購置物業、廠房及設備項目的成本為人民幣5,000元(截至2019年9月30日止六個月：人民幣91,000元)。

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(Expressed in RMB unless otherwise indicated)  
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### 10 INTANGIBLE ASSETS

Intangible assets of the Group at 30 September 2020 represented self-developed software with an aggregate carrying amount of RMB31,135,000 (31 March 2020: RMB36,843,000).

### 10 無形資產

於2020年9月30日，本集團的無形資產指賬面值合共人民幣31,135,000元（2020年3月31日：人民幣36,843,000元）的自行開發軟件。

### 11 INVENTORIES AND OTHER CONTRACT COSTS

### 11 存貨及其他合同成本

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Products	產品	567	327
Software systems under development	在研軟件系統	7,763	9,456
		<b>8,330</b>	<b>9,783</b>

The analysis of the amounts of inventories recognised as expenses as follows:

確認為開支的存貨金額分析如下：

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Cost of inventories sold	已售存貨成本	81,791	60,465
Write-down of inventories and the contract costs	存貨及合同成本跌價準備	137	1,476
		<b>81,928</b>	<b>61,941</b>

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### 12 CONTRACT ASSETS

### 12 合同資產

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Arising from performance under contracts with customers	履行客戶合同所產生	53,404	35,931
Less: loss allowance	減：虧損撥備	1,548	1,046
		<b>51,856</b>	<b>34,885</b>

### 13 TRADE RECEIVABLES

### 13 貿易應收款項

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Trade receivables	貿易應收款項	127,522	122,930
Bill receivables	應收票據	3,000	675
		<b>130,522</b>	<b>123,605</b>
Less: loss allowance	減：虧損撥備	10,412	8,940
		<b>120,110</b>	<b>114,665</b>

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
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### 13 TRADE RECEIVABLES (Continued)

#### (a) Ageing analysis

The ageing analysis of trade receivables (excluding the gross amount due from customers for contract work), based on the invoice date and net of allowance, of the Group is as follows:

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Less than 1 year	少於一年	104,849	102,034
1 to 2 years	一至兩年	13,760	12,234
2 to 3 years	兩至三年	1,328	95
Over 3 years	三年以上	173	302
		<b>120,110</b>	114,665

The Group generally requires customers to settle progress billings and retention receivables in accordance with contracted terms. Credit terms of 90-120 days may be granted to certain customers for progress billings.

#### (b) Impairment of trade receivables

Impairment losses in respect of trade and bill receivables are recorded using an allowance account unless the Group is satisfied that recovery of the amount is remote, in which case the impairment loss is written off against trade and bill receivables directly.

### 13 貿易應收款項(續)

#### (a) 賬齡分析

本集團貿易應收款項(不包括應收客戶合同工程款項總額)按發票日期及扣除撥備後的賬齡分析如下：

本集團一般要求客戶根據合同條款清償進度付款及應收保留款項。若干客戶可就進度付款獲授予90至120天的信貸期。

#### (b) 貿易應收款項減值

有關貿易應收款項及應收票據的減值虧損以撥備賬入賬，除非本集團信納收回金額的可能性甚微，在此情況下，減值虧損則直接於貿易應收款項及應收票據撇銷。

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(Expressed in RMB unless otherwise indicated)  
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### 14 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES 14 預付款項、押金及其他應收款項

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Amounts due from related parties	應收關聯方款項	38	38
Prepayment for technical service fee	技術服務費預付款項	6,823	731
Prepayment for miscellaneous expenses	其他開支預付款項	1,224	3,256
Amounts due from third parties (Note (i))	應收第三方款項(附註(i))	6,000	6,000
Staff advances and other deposits	員工墊款及其他押金	7,980	6,479
VAT refundable	可退還增值稅	1,338	2,765
Others	其他	1,311	2,535
		<b>24,714</b>	<b>21,804</b>

Note:

- (i) As at 30 September, the amount was loan granted to a third party with annual interest rate of 7%, the loan has been renewed subsequently in October 2020 and will be due in April 2021.

附註：

- (i) 於9月30日，該筆款項為向一名第三方提供的貸款，年利率為7%，此貸款其後於2020年10月獲重續並將於2021年4月到期。

### 15 BANK BALANCE AND CASH 15 銀行結餘及現金

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Total bank balances and cash	銀行結餘及現金總額	43,191	31,802
Less: restricted cash	減：受限制現金	10,214	109
Cash at bank and on hand	銀行存款及手頭現金	<b>32,977</b>	<b>31,693</b>



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(Expressed in RMB unless otherwise indicated)  
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### 15 BANK BALANCE AND CASH (Continued)

The Group's operations in the PRC (excluding Hong Kong) are conducted in RMB. RMB is not a freely convertible currency and the remittance of RMB out of the PRC (excluding Hong Kong) is subject to the relevant rules and regulations of the foreign exchange controls promulgated by the PRC government.

Restricted cash include RMB109,000 as at 30 September 2020 (31 March 2020: RMB109,000) of cash deposits pledged to banks for the performance guarantee in relation to certain sales contracts, and RMB10,105,000 (31 March 2020: Nil) of cash and cash equivalents which has been pledged for loans from Bank of Beijing.

### 16 TRADE PAYABLES

	At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Trade payables to third parties 應付第三方的貿易款項	<b>28,806</b>	20,321

All of the trade payables are expected to be settled within one year or are repayable on demand.

The ageing analysis of the Group's trade payables, based on the invoice date, is as follows:

	At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Less than 1 year 少於一年	<b>27,028</b>	17,833
1 to 2 years 一至兩年	<b>1,230</b>	1,976
2 to 3 years 兩至三年	<b>38</b>	212
Over 3 years 三年以上	<b>510</b>	300
	<b>28,806</b>	20,321

### 15 銀行結餘及現金(續)

本集團於中國(不包括香港)的業務以人民幣為單位進行。人民幣乃不可自由兌換的貨幣，匯出中國(不包括香港)的資金受中國政府頒佈的外匯管制相關規則及規例所規限。

受限制現金包括於2020年9月30日就若干銷售合同相關的履約擔保質押予銀行的現金存款人民幣109,000元(2020年3月31日：人民幣109,000元)，及就北京銀行貸款質押的現金及現金等價物人民幣10,105,000元(2020年3月31日：無)。

### 16 貿易應付款項

所有貿易應付款項預期於一年內償還或於要求時償還。

本集團按發票日期的貿易應付款項賬齡分析如下：

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## 未經審核中期財務報告附註

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### 17 OTHER PAYABLES AND ACCRUALS

### 17 其他應付款項及應計開支

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Amounts due to related parties	應付關聯方款項	9,559	9,559
Other taxes payables	其他應付稅項	7,552	5,957
Cash advanced from a third party	來自一名第三方的現金墊款	-	1,000
Payables for staff related costs	員工相關成本應付款項	5,970	4,117
Payables for costs incurred in connection with the major acquisition/initial listing of the company's shares	有關重大收購事項/公司股份首次上市所產生成本的應付款項	91	95
Lease liability (within 1 year)	租賃負債(1年內)	495	205
Others	其他	5,124	5,545
		<b>28,791</b>	<b>26,478</b>

### 18 DEFERRED TAX ASSETS AND LIABILITIES

### 18 遞延稅項資產及負債

#### Movement of each component of deferred tax assets and liabilities

#### 遞延稅項資產及負債的各部分變動

The deferred tax assets/(liabilities) recognised in the consolidated statement of financial position and the movements during the year/period are as follows:

於綜合財務狀況表中確認的遞延稅項資產/(負債)及於年/期內的變動如下：

		Capitalisation of intangible assets and subsequent amortisation 無形資產 資本化及 其後攤銷 RMB'000 人民幣千元	Unrealised profits from sales within the Group 本集團 內銷售所得 未變現溢利 RMB'000 人民幣千元	Allowance for receivables and inventories 應收款項及 存貨撥備 RMB'000 人民幣千元	Cumulative tax losses 累計 稅項虧損 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Deferred tax arising from:</b>	<b>來自下列各項的遞延稅項：</b>					
At 1 April 2019 (Charged)/credited to the consolidated statement of profit or loss	於2019年4月1日 (扣自)/計入綜合損益表	(2,850)	-	1,046	2,060	256
		(418)	347	934	(2,060)	(1,197)
At 31 March 2020	於2020年3月31日	(3,268)	347	1,980	-	(941)
At 1 April 2020 Credited/(charged) to the consolidated statement of profit or loss (Note 7(a))	於2020年4月1日 計入/(扣自)綜合損益表 (附註7(a))	(3,268)	347	1,980	-	(941)
		461	(102)	317	-	676
At 30 September 2020	於2020年9月30日	(2,807)	245	2,297	-	(265)

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(除另有註明外，以人民幣列示)

### 18 DEFERRED TAX ASSETS AND LIABILITIES (Continued)

### 18 遞延稅項資產及負債(續)

#### Reconciliation to the consolidated statement of financial position

#### 綜合財務狀況表對賬

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Net deferred tax assets	遞延稅項資產淨值	2,542	2,327
Net deferred tax liabilities	遞延稅項負債淨額	(2,807)	(3,268)
At the end of the period/year	於期/年末	<b>(265)</b>	(941)

### 19 CAPITAL, RESERVES AND DIVIDENDS

### 19 股本、儲備及股息

#### (a) Dividends

Dividends payable to equity shareholders of the Company attributable to the interim period.

The directors of the Company do not recommend the payment of an interim dividend for the six months ended 30 September 2020.

#### (a) 股息

中期應佔應付本公司權益股東股息。

截至2020年9月30日止六個月，本公司董事並不建議派付中期股息。

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

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(除另有註明外，以人民幣列示)

### 19 CAPITAL, RESERVES AND DIVIDENDS (Continued)

#### (b) Share capital

Movements in the Company's issued share capital are as follows:

		Number of shares 股份數目	Nominal value of ordinary shares 普通股面值 RMB'000 人民幣千元
<b>Ordinary shares, issued and fully paid:</b>	<b>已發行及繳足普通股：</b>		
At 1 April 2019	於2019年4月1日	505,263,177	4,141
Shares cancellation*	註銷股份*	(52,000)	-
At 31 March 2020	於2020年3月31日	505,211,177	4,141
Shares cancellation*	註銷股份*	(1,284,000)	(11)
At 30 September 2020	於2020年9月30日	<b>503,927,177</b>	<b>4,130</b>

\* On 17 October 2019, the Company cancelled 52,000 ordinary shares. On 3 April 2020 and 11 May 2020, the Company cancelled 208,000 and 1,076,000 ordinary shares respectively.

### 19 股本、儲備及股息(續)

#### (b) 股本

本公司已發行股本變動如下：

\* 於2019年10月17日，本公司註銷52,000股普通股。於2020年4月3日及2020年5月11日，本公司分別註銷208,000股及1,076,000股普通股。

#### (c) Equity settled share-based transactions

The Company has a share option scheme which was adopted on 5 February 2018 whereby the Directors are authorised, at their discretion, to grant eligible participants option to subscribe for the shares of the Company. On 30 July 2018, the Company offered to grant share options to certain eligible persons (including executive Directors and independent non-executive Directors of the Company) to subscribe for a total of 26,700,000 shares of the Company. For the share options granted, 20% vested on 30 June 2019; another 30% vested on 30 June 2020; and the remaining 50% will vest on 30 June 2021, subject to the vesting condition. The exercise price is HKD0.80. These share options will be exercisable until 31 December 2021.

#### (c) 以股權結算以股份為基礎的交易

本公司於2018年2月5日採納一項購股權計劃，據此，董事獲授權可酌情向合資格參與者授予購股權以認購本公司股份。於2018年7月30日，本公司向若干合資格人士(包括本公司執行董事及獨立非執行董事)要約授出購股權，以認購合共26,700,000股本公司股份。就已授出的購股權而言，20%於2019年6月30日歸屬；另外30%於2020年6月30日歸屬；而餘下50%則將於2021年6月30日歸屬(視乎歸屬條件而定)。行使價為0.80港元。該等購股權於2021年12月31日前可予行使。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 19 CAPITAL, RESERVES AND DIVIDENDS (Continued)

#### (c) Equity settled share-based transactions (Continued)

No options were exercised during the six months ended 30 September 2020 (Six months ended 30 September 2019: Nil).

#### (d) Purchase of own shares

As at 30 September 2020, the Company had cumulatively repurchased 9,848,000 shares on The Stock Exchange of Hong Kong Limited and paid RMB4,874,000. 1,336,000 shares were cumulatively cancelled and an amount of RMB449,000 was paid. It had cumulatively net repurchased 8,512,000 shares and paid a net amount of RMB4,425,000, which was deducted from equity attributable to equity shareholders of the Company.

### 19 股本、儲備及股息(續)

#### (c) 以股權結算以股份為基礎的交易(續)

截至2020年9月30日止六個月，概無購股權獲行使(截至2019年9月30日止六個月：無)。

#### (d) 購買自身股份

截至2020年9月30日，本公司於香港聯合交易所有限公司累計購回9,848,000股股份，支付人民幣4,874,000元。累計註銷1,336,000股股份，支付款項人民幣449,000元。累計淨購回8,512,000股股份，支付款項淨額人民幣4,425,000元，自本公司權益股東的應佔權益中扣除。

Month of repurchase 購回月份	Number of shares repurchased 購回股份數目	Price per share 每股價格		Aggregate price paid 已付總價格 RMB'000 人民幣千元	
		Highest 最高 HKD 港元	Lowest 最低 HKD 港元		
August 2018	2018年8月	1,360,000	0.7473	0.7155	867
September 2018	2018年9月	1,400,000	0.7127	0.7080	871
October 2018	2018年10月	144,000	0.5311	0.5311	69
November 2018	2018年11月	1,652,000	0.5700	0.5300	820
August 2019	2019年8月	2,700,000	0.5100	0.4976	1,228
September 2019	2019年9月	1,256,000	0.5000	0.4845	569
October 2019	2019年10月	52,000	0.5100	0.4950	23
December 2019	2019年12月	116,000	0.4900	0.4800	51
January 2020	2020年1月	20,000	0.4850	0.4750	9
March 2020	2020年3月	1,148,000	0.3700	0.3300	367
		<u>9,848,000</u>			<u>4,874</u>

# Notes to the Unaudited Interim Financial Report

## 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 19 CAPITAL, RESERVES AND DIVIDENDS (Continued)

#### (d) Purchase of own shares (Continued)

Month of cancellation 註銷月份		Number of shares cancelled 註銷股份數目	Aggregate price paid 已付總價格 RMB'000 人民幣千元
November 2019	2019年11月	52,000	23
April 2020	2020年4月	208,000	82
May 2020	2020年5月	1,076,000	344
		<u>1,336,000</u>	<u>449</u>

#### (e) Capital management

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital.

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

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

### 19 股本、儲備及股息(續)

#### (d) 購買自身股份(續)

Month of cancellation 註銷月份		Number of shares cancelled 註銷股份數目	Aggregate price paid 已付總價格 RMB'000 人民幣千元
November 2019	2019年11月	52,000	23
April 2020	2020年4月	208,000	82
May 2020	2020年5月	1,076,000	344
		<u>1,336,000</u>	<u>449</u>

#### (e) 資本管理

本集團管理資本的主要目標為保障本集團繼續持續經營的能力，使其可繼續為股東提供回報及為其他利益相關者提供利益，並維持最具效益的資本架構以減少資本成本。

本集團積極及定期檢討及管理其資本結構，以在以較高借款水平可能取得的較高股東回報與穩健資本狀況提供的優勢及保障之間保持平衡。

本公司及其附屬公司均不受外間實施的資本要求規限。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 20 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The IFRS 13, Fair value measurement requires to disclose the level of the fair value hierarchy within which the fair value measurements are categorised in their entirety. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.
- Level 3 valuations: Fair value measured using significant unobservable inputs.

The carrying amounts of the Group's financial instruments carried at cost or amortised cost primarily including receivables and payables are not materially different from their fair values as at 30 September 2020, which are estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

### 20 金融工具公平值計量

國際財務報告準則第13號公平價值計量須披露公平值層級，當中公平值計量按整體分類。公平值計量會參考估值方法所用輸入數據的可觀察程度及重要性劃分為不同層級，詳情如下：

- 第一級估值：僅使用第一級輸入數據（即相同資產或負債於計量日期在活躍市場上未經調整的報價）計量公平值。
- 第二級估值：使用第二級輸入數據（即不符合第一級的可觀察輸入數據）而非使用重大不可觀察輸入數據計量公平值。不可觀察輸入數據指無法從市場數據獲取的輸入數據。
- 第三級估值：使用重大不可觀察輸入數據計量公平值。

於2020年9月30日，本集團按成本或攤銷成本列賬的金融工具（主要包括應收款項及應付款項）的賬面值與其公平值並無重大差異，而公平值乃按本集團可獲得的類似金融工具的當前市場利率折現未來合同現金流量而估算。

## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 21 MATERIAL RELATED PARTY TRANSACTIONS

### 21 重大關聯方交易

#### (a) Transactions with related parties

#### (a) 與關聯方的交易

		Six months ended 30 September 截至9月30日止六個月	
		2020 2020年 RMB'000 人民幣千元	2019 2019年 RMB'000 人民幣千元
Cash advanced to a related party	提供予一名關聯方的現金墊款	–	38
Provision of products and technical services	提供產品及技術服務	3,535	123
Guarantee jointly provided by the executive director and director's spouse	執行董事及董事配偶共同提供的擔保	2,300	–

#### (b) Balances with related party

#### (b) 與關聯方的結餘

(i) Accounts receivable and prepayment and other receivables comprised the following balances due from related parties:

(i) 應收賬款及預付款項以及其他應收款項包括下列應收關聯方的結餘：

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Trade and bill receivables and other receivables:	貿易應收款項及應收票據以及其他應收款項：		
– Beijing Beikong Zhike Energy Internet Company Limited	– 北京北控智科能源互聯網有限公司	3,349	166



## Notes to the Unaudited Interim Financial Report 未經審核中期財務報告附註

(Expressed in RMB unless otherwise indicated)  
(除另有註明外，以人民幣列示)

### 21 MATERIAL RELATED PARTY TRANSACTIONS (Continued)

### 21 重大關聯方交易(續)

#### (b) Balances with related party (Continued)

#### (b) 與關聯方的結餘(續)

(ii) Other payables comprised the following balances due from related parties:

(ii) 其他應付款項包括下列應收關聯方的結餘：

		At 30 September 2020 於2020年 9月30日 RMB'000 人民幣千元	At 31 March 2020 於2020年 3月31日 RMB'000 人民幣千元
Other payables (Note 17):	其他應付款項 (附註17)：		
– Beijing Aige Reide Technology Company Limited	– 北京艾格瑞德 科技有限 公司	8,779	8,779
– Beijing Aige Reide Investment Company Limited	– 北京艾格瑞德 投資有限 公司	780	780

# Corporate Information

## 公司資料

### STOCK CODE

01933

### COMPANY SECRETARY

\*HUI Yin Shan  
ACIS, ACS

### AUTHORISED REPRESENTATIVES

WANG Dongbin  
\*HUI Yin Shan

### AUDITOR

KPMG *Certified Public Accountants*  
Public Interest Entity Auditor registered in accordance with  
the Financial Reporting Council Ordinance

### REGISTERED OFFICE

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

### PRINCIPAL PLACE OF BUSINESS IN THE PRC

9th Floor, Tower E, Jia Hua Mansion  
No. 9, 3rd Shang Di Street  
Haidian District  
Beijing, China

\* Ms. LAU Jeanie resigned and Ms. Hui Yin Shan in replace  
of Ms. LAU as both the Company Secretary and Authorised  
Representative of the Company on 30 October 2020.

### 股份代號

01933

### 公司秘書

\*許燕珊  
英國特許秘書及行政人員公會及  
香港特許秘書公會的會員

### 授權代表

王東斌  
\*許燕珊

### 核數師

畢馬威會計師事務所執業會計師  
於《財務匯報局條例》下的  
註冊公眾利益實體核數師

### 註冊辦事處

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

### 中國主要營業地點

中國北京  
海淀區  
上地三街9號  
嘉華大廈E座9層

\* 劉淮羽女士辭任並由許燕珊女士代替出任公  
司秘書和授權代表，由2020年10月30日起  
生效。

## Corporate Information 公司資料

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

### CAYMAN ISLANDS SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

### HONG KONG BRANCH SHARE REGISTRAR

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

### INVESTOR INFORMATION

Corporate press releases, financial reports and other investor information are available online at the website of the Company.

### INVESTOR RELATIONS CONTACT

Please direct enquiries to:  
Facsimile: +852 2262 7843  
Email: [investors\\_media@oneforce.com.cn](mailto:investors_media@oneforce.com.cn)

### WEBSITE ADDRESS

[www.oneforce.com.cn](http://www.oneforce.com.cn)

### 香港主要營業地點

香港  
皇后大道東183號  
合和中心54樓

### 開曼群島股份過戶登記處

Conyers Trust Company (Cayman) Limited  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman, KY1-1111  
Cayman Islands

### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心54樓

### 投資者資訊

公司新聞稿、財務報告及其他投資者資料均登載於本公司網站。

### 投資者聯絡人

如有查詢，請聯絡：  
傳真：+852 2262 7843  
電郵：[investors\\_media@oneforce.com.cn](mailto:investors_media@oneforce.com.cn)

### 網站

[www.oneforce.com.cn](http://www.oneforce.com.cn)

## Definitions 釋義

“Aipu Zhicheng” 「艾普智城」	北京艾普智城網絡科技有限公司 (Beijing Aipu Zhicheng Internet Technology Company Limited*), an enterprise established in the PRC with limited liability on 27 December 2013 and became a wholly-owned subsidiary of the Company on 28 February 2019 指北京艾普智城網絡科技有限公司，一間於2013年12月27日在中國成立的有限公司，並於2019年2月28日成為本公司的全資附屬公司
“Along Grid” 「愛朗格瑞」	北京愛朗格瑞科技有限公司 (Beijing Along Grid Technology Company Limited*), a wholly foreign owned enterprise established in the PRC with limited liability on 25 May 2011, a wholly-owned subsidiary of the Company 指北京愛朗格瑞科技有限公司，一間於2011年5月25日在中國成立的外商獨資有限公司，為本公司的全資附屬公司
“associate(s)” 「聯繫人」	has the meaning ascribed to it under the Listing Rules 指具有上市規則賦予該詞的涵義
“Beikong Energy Internet” 「北控能源互聯網」	北京北控智科能源互聯網有限公司 (Beijing Beikong Zhike Energy Internet Company Limited*), an enterprise established in the PRC with limited liability, an associate of the Group 指北京北控智科能源互聯網有限公司，一間於中國成立的有限公司，為本集團的聯營公司
“big data” 「大數據」	refer to information that is huge in amount and volume, which make it not possible to achieve data collection, management and processing into data that is capable of being used in decision making in business operation 指所涉及的資料量及規模巨大的信息，以致無法擷取、管理並整理數據成為用作企業經營決策的數據
“Board” 「董事會」	the board of Directors of the Company 指本公司董事會
“business day” 「營業日」	a day on which banks in Hong Kong are generally open for normal banking business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong 指香港的銀行一般開門經營正常銀行業務的日子，且並非星期六、星期日或香港公眾假期
“BVI” 「英屬處女群島」	the British Virgin Islands 指英屬處女群島

## Definitions 釋義

“CCBI Investments”	CCBI Investments Limited, an investment holding company incorporated with limited liability under the laws of the Cayman Islands on 10 November 2004 and an indirectly wholly-owned subsidiary of China Construction Bank Corporation, a company listed on the Main Board of the Stock Exchange (stock code: 939) and the Shanghai Stock Exchange (stock code: 601939)
「CCBI Investments」	指CCBI Investments Limited，一間於2004年11月10日根據開曼群島法例註冊成立的投資控股有限公司，並為聯交所主板(股份代號：939)及上海證券交易所(股票代碼：601939)上市公司中國建設銀行股份有限公司的間接全資附屬公司
“Chance Talent”	Chance Talent Management Limited, a company incorporated in the BVI on 4 July 2007 with limited liability, which was wholly-owned by CCBI Investments as at the date of this report
「Chance Talent」	指Chance Talent Management Limited，一間於2007年7月4日在英屬處女群島註冊成立的有限公司，於本報告日期由CCBI Investments全資擁有
“Companies Law” or “Cayman Companies Law” 「公司法」或「開曼公司法」	the Companies Law, Cap. 22 (Laws 3 of 1961, as consolidated and revised) of the Cayman Islands 指開曼群島法例第22章公司法(1961年第3號法例，經綜合及修訂)
“Companies Ordinance” 「公司條例」	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time 指香港法例第622章公司條例，經不時修訂、補充或以其他方式修改
“Company” or “the Company” 「本公司」	OneForce Holdings Limited (元力控股有限公司), a company incorporated in the Cayman Islands on 5 July 2016 as an exempted company with limited liability 指元力控股有限公司，一間於2016年7月5日在開曼群島註冊成立的獲豁免有限公司
“CSG” 「南方電網」	中國南方電網有限責任公司 (China Southern Power Grid Company Limited), an Independent Third Party, a major state-owned cross-provincial electric power grid company which is principally engaged in electric power transmission 指中國南方電網有限責任公司，為獨立第三方，一間主要國有跨省電網公司，主要從事輸電業務
“Director(s)” 「董事」	the director(s) of the Company 指本公司董事
“EIT” 「企業所得稅」	enterprise income tax of the PRC 指中國企業所得稅

## Definitions

### 釋義

“Founding Shareholders” 「創辦股東」	collectively, Smart East, Union Sino, Main Wealth, Long Eagle, Mr. WANG Dong Bin, Mr. WU Zhan Jiang, Mr. LI Kang Ying and Mr. CAO Wei 指Smart East、Union Sino、Main Wealth、Long Eagle、王東斌先生、吳戰江先生、李抗英先生及曹瑋先生的統稱
“Group”, “our Group”, “we” or “us” 「本集團」或「我們」	the Company and its subsidiaries at the relevant time 指本公司及其於有關時間的附屬公司
“HK\$” or “Hong Kong dollars” or “HK dollars” 「港元」	Hong Kong dollars, the lawful currency of Hong Kong 指香港法定貨幣港元
“Hong Kong” or “HK” 「香港」	the Hong Kong Special Administrative Region of the PRC 指中國香港特別行政區
“Hong Kong Branch Share Registrar” 「香港股份過戶登記分處」	Tricor Investor Services Limited, the Hong Kong Branch Share Registrar of the Company 指本公司香港股份過戶登記分處卓佳證券登記有限公司
“IMPG” 「內蒙古電力」	electric power grids covering Inner Mongolia, and managed by IMPG Group, a state-owned provincial electric power grid in the PRC 指覆蓋內蒙古的電網，由中國國有省級電網內蒙古電力集團管理
“IMPG Group” 「內蒙古電力集團」	內蒙古電力(集團)有限責任公司 (Inner Mongolia Power (Group) Company Limited*), an Independent Third Party, a state-owned provincial electric power grid company, together with its subsidiaries, is principally engaged in the electric power transmission, transformation and distribution in the west Inner Mongolia 指內蒙古電力(集團)有限責任公司，為獨立第三方，一間國有省級電網公司，連同其附屬公司主要在內蒙古西從事輸電、變電及配電業務
“Independent Third Party(ies)” 「獨立第三方」	a person, persons, company or companies which is or are independent of, and not connected with (within the meaning under the Listing Rules), any directors, chief executive or substantial shareholders of the Company, any of its subsidiaries or any of their respective associate(s) 指獨立於本公司或其任何附屬公司的任何董事、主要行政人員或主要股東或彼等各自的任何聯繫人，且與該等人士概無關連(定義見上市規則)的人士或公司
“Inner Mongolia” 「內蒙古」	Inner Mongolia Autonomous Region of the PRC 指中國內蒙古自治區

## Definitions 釋義

“internet of things” or “IoT” 「物聯網」	a information accessing media that is based on internet and telecommunication network, which connects all individually traceable devices, and is characterised with smart, advanced and three key features 指一個基於互聯網及電信網的信息承載體，讓所有能夠被獨立尋址的設備互聯互通，其具有智能、先進及三個重要特徵
“Listing” 「上市」	listing of the Shares on the Stock Exchange on 2 March 2018 指股份於2018年3月2日在聯交所上市
“Listing Rules” 「上市規則」	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time 指聯交所證券上市規則，經不時修訂、補充或以其他方式修改
“Long Eagle” 「Long Eagle」	LONG EAGLE INTERNATIONAL LIMITED, a company incorporated in the BVI on 26 November 2015 with limited liability, which is wholly owned by Mr. CAO Wei, a Substantial Shareholder and one of the Founding Shareholders 指LONG EAGLE INTERNATIONAL LIMITED，一間於2015年11月26日在英屬處女群島註冊成立的有限公司，由曹瑋先生(主要股東及創辦股東之一)全資擁有
“Main Board” 「主板」	the Main Board of the Stock Exchange 指聯交所主板
“Main Wealth” 「Main Wealth」	MAIN WEALTH DEVELOPMENT LIMITED, a company incorporated in the BVI on 18 March 2016 with limited liability, which is wholly owned by Mr. LI Kang Ying, a Substantial Shareholder and one of the Founding Shareholders 指MAIN WEALTH DEVELOPMENT LIMITED，一間於2016年3月18日在英屬處女群島註冊成立的有限公司，由李抗英先生(主要股東及創辦股東之一)全資擁有
“Mr. CAO Wei” 「曹瑋先生」	Mr. CAO Wei (曹瑋), a Substantial Shareholder and one of the Founding Shareholders 指曹瑋先生，為主要股東及創辦股東之一
“Mr. LI Kang Yin” 「李抗英先生」	Mr. LI Kangying (李抗英), an executive Director of the Board, a Substantial Shareholder and one of the Founding Shareholders 指李抗英先生，為董事會執行董事、主要股東及創辦股東之一
“Mr. WANG Dong Bin” 「王東斌先生」	Mr. WANG Dongbin (王東斌), an executive Director and chairman of the Board, a Substantial Shareholder and one of the Founding Shareholders 指王東斌先生，為執行董事及董事會主席、主要股東及創辦股東之一

## Definitions

### 釋義

“Mr. WU Zhan Jiang” 「吳戰江先生」	Mr. WU Zhanjiang (吳戰江), an executive Director of the Board and the Chief Executive Officer of the Company, a Substantial Shareholder and one of The Founding Shareholders 指吳戰江先生，為董事會執行董事、本公司行政總裁、主要股東及創辦股東之一
“PRC” or “China” 「中國」	the People’s Republic of China, except where the context requires otherwise, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan 指中華人民共和國，除非文義另有所指，否則不包括香港、中國澳門特別行政區及台灣
“RMB” 「人民幣」	Renminbi, the official currency of the PRC 指中國官方貨幣人民幣
“SFC” 「證監會」	the Securities and Futures Commission of Hong Kong 指香港證券及期貨事務監察委員會
“SFO” 「證券及期貨條例」	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time 指香港法例第571章證券及期貨條例，經不時修訂、補充或以其他方式修改
“SGCC” 「國家電網」	國家電網有限公司 (State Grid Corporation of China), an Independent Third Party, a major state-owned cross-provincial electric power grid company, are principally engaged in electric power transmission, transformation and distribution in the PRC, other than the west Inner Mongolia and Southern China 指國家電網有限公司，為獨立第三方，一間主要國有跨省電網公司，主要於中國(內蒙古西及華南除外)從事輸電、變電及配電業務
“Share(s)” 「股份」	ordinary share(s) of the Company with a nominal value of HK\$0.01 each, subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange 指本公司每股面值0.01港元的普通股，以港元認購及買賣並於聯交所上市
“Shareholder(s)” 「股東」	holder(s) of the Share(s) 指股份持有人
“Smart East” 「Smart East」	SMART EAST LIMITED, a company incorporated in the BVI on 27 November 2015 with limited liability, which is wholly owned by Mr. WANG Dong Bin, a Substantial Shareholder and one of the Founding Shareholders 指SMART EAST LIMITED，一間於2015年11月27日在英屬處女群島註冊成立的有限公司，由王東斌先生(主要股東及創辦股東之一)全資擁有



## Definitions 釋義

“Stock Exchange” 「聯交所」	The Stock Exchange of Hong Kong Limited 指香港聯合交易所有限公司
“subsidiary(ies)” 「附屬公司」	has the meaning ascribed thereto under the Companies Ordinance 指具有公司條例賦予該詞的涵義
“Substantial Shareholder(s)” 「主要股東」	has the meaning ascribed to it under the Listing Rules 指具有上市規則賦予該詞的涵義
“Takeovers Code” 「收購守則」	the Codes on Takeovers and Mergers and Share Buy-backs in Hong Kong as approved by the SFC and as amended, supplemented or otherwise modified from time to time 指香港公司收購、合併及股份回購守則，經證監會批准並經不時修訂、補充或以其他方式修改
“Ubiquitous power IoT” 「泛在電力物聯網」	is creating an intellectual service system with comprehensive state-aware, efficient information processing, convenient and flexible application by making full use of 5G technology, mobile Internet, artificial intelligence and other new technologies in the entire power system to realize the interconnection and human-computer interaction of all aspects in the entire power system 指充分運用電力系統各環節內的5G技術、移動互聯網、人工智能及其他新技術，實現電力系統各環節的全面互聯互通，人機交互，打造一個狀態全面感知、資訊高效處理、應用便捷靈活的智慧服務系統
“Union Sino” 「Union Sino」	UNION SINO HOLDINGS LIMITED, a company incorporated in the BVI on 4 January 2016 with limited liability, which is wholly owned by Mr. WU Zhanjiang, a Substantial Shareholder and one of the Shareholders 指UNION SINO HOLDINGS LIMITED，一間於2016年1月4日在英屬處女群島註冊成立的有限公司，由吳戰江先生(主要股東及股東之一)全資擁有
“VAT” 「增值稅」	value-added tax 指增值稅



**元力控股有限公司**  
OneForce Holdings Limited