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GOLDEN POWER GROUP HOLDINGS LIMITED

金力集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3919)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2021

FINANCIAL HIGHLIGHTS

- The Group recorded an unaudited revenue of approximately HK\$177.68 million for the six months ended 30 June 2021 (six months ended 30 June 2020: approximately HK\$148.36 million), representing an increase of approximately 19.76% over the same period in 2020.
- The unaudited profit attributable to the equity holders of the Company for the six months ended 30 June 2021 was approximately HK\$1.65 million while that for the six months ended 30 June 2020 the unaudited profit was approximately HK\$4.16 million, representing a decrease in profit of approximately 60.34% over the same period in 2020.
- The basic earnings per share for the six months ended 30 June 2021 was HK0.62 cents (six months ended 30 June 2020: basic earnings per share of HK1.66 cents (restated)).
- The board of directors of the Company resolved not to declare an interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: nil).

INTERIM RESULTS

The board of directors (the “**Board**”) of Golden Power Group Holdings Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated interim results (the “**Results**”) of the Company and its subsidiaries (collectively the “**Group**”) for the six months ended 30 June 2021 (the “**Period**”) together with the corresponding comparative figures of the six months ended 30 June 2020 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2021

	Notes	For the six months ended 30 June	
		2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)
Revenue	5	177,676	148,362
Cost of sales		(143,194)	(108,900)
Gross profit		34,482	39,462
Other revenue		3,553	3,869
Other gain/(losses) — net		968	(2,261)
Selling expenses		(7,691)	(9,523)
General and administrative expenses		(25,908)	(24,704)
Finance costs		(3,288)	(1,132)
Profit before income tax	6	2,116	5,711
Income tax expenses	7	(469)	(1,552)
Profit for the period attributable to the equity holders of the Company		1,647	4,159
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of financial statements of foreign operations		1,285	521
Other comprehensive income for the period, net of tax		1,285	521
Total comprehensive income for the period attributable to equity holders of the Company		2,932	4,680
			(restated)
Earnings per Share (HK cents)	8		
— Basic		0.62	1.66
— Diluted		N/A	N/A

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

		At 30 June 2021 <i>HK\$'000</i> (unaudited)	At 31 December 2020 <i>HK\$'000</i> (audited)
	<i>Notes</i>		
Non-current assets			
Property, plant and equipment	10	318,388	293,655
Investment properties		104,000	104,000
Intangible assets		161	186
Prepaid land lease payments		4,586	4,660
Right-of-use assets		10,787	2,976
Deposits paid for acquisition of property, plant and equipment		10,622	10,573
Deferred tax assets		4,921	4,995
		453,465	421,045
Current assets			
Inventories		65,308	59,761
Trade and bill receivables	11	66,497	50,239
Deposits, prepayments, and other receivables		31,728	26,004
Income tax recoverable		427	254
Cash and bank balances		21,078	14,452
		185,038	150,710
Current liabilities			
Trade payables	12	97,310	90,025
Other payables and accruals		11,293	12,618
Contract liabilities		3,534	3,416
Bank borrowings		161,462	144,113
Lease liabilities		3,965	716
Income tax payable		2,104	1,428
		279,668	252,316
Net current liabilities		(94,630)	(101,606)
Total assets less current liabilities		358,835	319,439

		At 30 June 2021 <i>HK\$'000</i> (unaudited)	At 31 December 2020 <i>HK\$'000</i> (audited)
Non-current liabilities			
Bank borrowings		40,291	44,194
Lease liabilities		6,499	1,815
Deferred tax liabilities		1,353	1,339
		<u>48,143</u>	<u>47,348</u>
Net assets		<u>310,692</u>	<u>272,091</u>
Capital and reserves			
Share capital	14	3,600	2,400
Reserves		307,092	269,691
Total equity		<u>310,692</u>	<u>272,091</u>

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2021

	For the six months ended 30 June	
	2021	2020
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Net cash (used in)/generated from operating activities	(3,611)	14,525
Net cash used in investing activities	(44,809)	(17,101)
Net cash generated from financing activities	<u>53,761</u>	<u>535</u>
Net increase/(decrease) in cash and cash equivalents	5,341	(2,041)
Cash and cash equivalents as at beginning of the period	14,452	18,227
Effect of foreign exchange rate changes	<u>1,285</u>	<u>521</u>
Cash and cash equivalents as at the end of the period	<u><u>21,078</u></u>	<u><u>16,707</u></u>
Cash and cash equivalents as at the end of the period comprise:		
Cash and bank balances	<u><u>21,078</u></u>	<u><u>16,707</u></u>

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2021

	Share capital <i>HK\$'000</i>	Share premium <i>HK\$'000</i>	Capital reserve <i>HK\$'000</i>	Property revaluation reserve <i>HK\$'000</i>	Statutory reserve <i>HK\$'000</i>	Exchange reserve <i>HK\$'000</i>	Retained profits <i>HK\$'000</i>	Total equity <i>HK\$'000</i>
At 1 January 2020 (audited)	2,400	90,043	29,819	51,697	5,914	(6,635)	81,557	254,795
Profit for the period	—	—	—	—	—	—	4,159	4,159
Exchange differences arising on translation of financial statements of foreign operations	—	—	—	—	—	521	—	521
Total comprehensive income for the period	—	—	—	—	—	521	4,159	4,680
At 30 June 2020 (unaudited)	<u>2,400</u>	<u>90,043</u>	<u>29,819</u>	<u>51,697</u>	<u>5,914</u>	<u>(6,114)</u>	<u>85,716</u>	<u>259,475</u>
At 1 January 2021 (audited)	2,400	90,043	29,819	51,697	5,914	(1,679)	93,897	272,091
Profit for the period	—	—	—	—	—	—	1,647	1,647
Exchange differences arising on translation of financial statements of foreign operations	—	—	—	—	—	1,285	—	1,285
Total comprehensive income for the period	—	—	—	—	—	1,285	1,647	2,932
Issue of shares (<i>note 14</i>)	1,200	34,469	—	—	—	—	—	35,669
At 30 June 2021 (unaudited)	<u>3,600</u>	<u>124,512</u>	<u>29,819</u>	<u>51,697</u>	<u>5,914</u>	<u>(394)</u>	<u>95,544</u>	<u>310,692</u>

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL

The Company was incorporated in the Cayman Islands on 7 June 2012 as an exempted company with limited liability under the Companies Law (as revised) of the Cayman Islands. The registered office of the Company is located at Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The headquarters and principal place of business of the Company in Hong Kong are located at Flat C, 20/F, Block 1, Tai Ping Industrial Centre, 57 Ting Kok Road, Tai Po, New Territories, Hong Kong. The shares in the share capital of the Company (the “**Share(s)**”) have been listed and traded on the GEM of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 5 June 2015 (the “**Listing Date**”) and were successfully transferred to the Main Board of the Stock Exchange (the “**Transfer of Listing**”) on 10 November 2017.

The Group is principally engaged in the manufacture and sale of a broad range of batteries for various electronic devices to the People’s Republic of China (the “**PRC**” or “**China**”), Hong Kong and international markets under both its own brand “Golden Power” and the brands of its private label and OEM customers. The products are mainly categorised into two segments, namely (i) disposable batteries; and (ii) rechargeable batteries and other battery-related products. The disposable batteries are categorised into two sub-segments, namely (i) cylindrical batteries; and (ii) micro-button cells. Other battery-related products include battery chargers, battery power packs and electric fans.

The Group manufactures and sells different battery models in different sizes which can be applied to a wide range of electronic devices, such as battery-operated toys, watches and clocks, remote controls, alarms, healthcare products and calculators. With the policies and regulations in the European Union and the PRC, the trend in the global battery market evolving towards hazardous substance-free batteries has continued. The Group has therefore developed hazardous substance-free batteries under the Group’s “ecototal” series which are mercury-free, cadmium-free and lead-free.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

The Interim Financial Statements should be read in conjunction with the 2020 annual financial statements. The accounting policies and methods of computation used in the preparation of the Interim Financial Statements are consistent with those used in the annual financial statements for the year ended 31 December 2020, except for the adoption of the new and revised HKFRSs (which include all HKFRSs, Hong Kong Accounting Standards (“**HKASs**”) and Interpretations) issued by the HKICPA that are initially adopted for the current periods financial statements.

- (1) The Group has initially adopted the following new and revised HKFRSs for the financial period beginning on or after 1 January 2021:

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform — Phase 2
Amendments to HKFRS 16	Covid-19-Related Rent Concession (early adopt)

The adoption of the new and revised HKFRSs did not have any significant financial impacts on the Interim Financial Statements.

- (2) The HKICPA has issued certain new and revised HKFRSs. For those which are not yet effective and have not been early adopted in prior and current accounting periods, the Group is in the process of assessing their impact on the Group's results and financial position.
- (b) When preparing the Results, the Group's ability to continue as a going concern has been assessed. As at 30 June 2021, the Group had net current liabilities of HK\$94.63 million. The Results have been prepared on a going concern basis due to the reasons that (i) as at 30 June 2021, the Group had unutilized banking facilities of HK\$28.38 million; (ii) given the Group maintained strong business relationship with its bankers and based on past experiences, the Directors expect that the Group is able to renew all the banking facilities when they expire; and (iii) the Group, from time to time, reviews the portfolio of investment properties and may adjust the investment strategies in order to enhance the cash flow position of the Group whenever it is necessary.

After taking into consideration of the above factors and funds expected to be generated internally from operations based on the Directors' estimation on the future cash flows of the Group, the Directors are satisfied that the Group will have sufficient financial resources to meet its financial obligations as they fall due in the foreseeable future and consider that it is appropriate for the Results to be prepared on a going concern basis because there is no material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

Should the Group be unable to continue in business as a going concern, adjustments would have to be made to restate the value of assets to their recoverable amounts, to reclassify non-current assets and non-current liabilities as current assets and current liabilities respectively and to provide for any further liabilities which might arise.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENT

In preparing the Interim Financial Statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2020.

4. SEGMENT INFORMATION

For the purposes of assessing segment performance and allocating resources, the Group's senior executive management monitors the results attributable to each reportable segment. Revenue and expenses are allocated to the reportable segments with reference to sales generated by the respective segments and the expenses incurred by the respective segments or which otherwise arise from the depreciation or amortisation of assets attributable to the respective segments. The measure used for reporting segment result is gross profit. A measurement of segment assets and liabilities is not provided regularly to the Group's senior executive management and accordingly, no segment assets and liabilities information is presented.

For the six months ended 30 June 2021 (unaudited)	Cylindrical batteries <i>HK\$'000</i>	Micro-button cells <i>HK\$'000</i>	Rechargeable batteries and other battery- related products <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue	<u>124,981</u>	<u>48,273</u>	<u>4,422</u>	<u>177,676</u>
Segment results	17,021	16,524	937	34,482
Unallocated other revenue				3,553
Unallocated other gains — net				968
Unallocated corporate expenses				(33,599)
Finance costs				<u>(3,288)</u>
Profit before income tax				2,116
Income tax expenses				<u>(469)</u>
Profit for the period				<u>1,647</u>
For the six months ended 30 June 2020 (unaudited)	Cylindrical batteries <i>HK\$'000</i>	Micro-button cells <i>HK\$'000</i>	Rechargeable batteries and other battery- related products <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue	<u>91,814</u>	<u>52,088</u>	<u>4,460</u>	<u>148,362</u>
Segment results	19,976	18,584	902	39,462
Unallocated other revenue				3,869
Unallocated other losses — net				(2,261)
Unallocated corporate expenses				(34,227)
Finance costs				<u>(1,132)</u>
Profit before income tax				5,711
Income tax expenses				<u>(1,552)</u>
Profit for the period				<u>4,159</u>

5. REVENUE

Geographical information

	For the six months ended	
	30 June	
	2021	2020
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Africa	439	61
Hong Kong	22,773	18,901
Asia (except the PRC and Hong Kong)	25,100	22,981
Australia	336	2,089
The PRC	63,176	42,222
Europe (except Eastern Europe)	29,997	34,039
East Europe	7,874	2,471
Middle East	920	1,346
North America	20,148	14,213
South America	6,913	10,039
	<u>177,676</u>	<u>148,362</u>

6. PROFIT BEFORE INCOME TAX

	For the six months ended	
	30 June	
	2021	2020
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Profit before income tax is arrived at after charging:		
Finance costs		
Bank loans interest	2,785	773
Interest on import loans	309	322
Interest on lease liabilities	167	34
Bank overdraft interest	27	3
Total interest expenses	<u>3,288</u>	<u>1,132</u>
Other items		
Depreciation of property, plant and equipment	10,655	10,796
Depreciation of right-of-use assets	2,155	1,117
Cost of inventories recognised as expenses	143,194	108,900

7. INCOME TAX EXPENSES

	For the six months ended	
	30 June	
	2021	2020
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Current tax — Hong Kong profits tax		
Provision for the period	206	476
Current tax — PRC enterprise income tax (“EIT”)		
Provision for the period	308	633
	514	1,109
Deferred taxation	(45)	443
	469	1,552
Total income tax expenses	<u>469</u>	<u>1,552</u>

Pursuant to Hong Kong and PRC rules and regulations, the Group entities incorporated in Hong Kong and the PRC are subject to Hong Kong profits tax at 16.5% and Enterprise Income Tax (“EIT”) at 25% on the estimated assessable profits respectively except for one Hong Kong subsidiary of the Group which is a qualifying entity under the two-tiered profits tax rate regime.

Pursuant to the approval document issued by the Ministry of Science and Technology in Guangdong Province on 1 December 2020, Goldtium (Jiangmen) Energy Products Company Limited was recognised as a High and New Technology Enterprise and was entitled to a preferential EIT rate at 15% for the three years from 1 January 2020 to 31 December 2022.

Pursuant to the approval document issued by the Ministry of Science and Technology in Guangdong Province on 28 November 2018, Dongguan Victory Battery Industries Company Limited was recognised as a High and New Technology Enterprise and was entitled to a preferential EIT rate at 15% for the three years from 1 January 2018 to 31 December 2020. The Directors expect that the subsidiary will be able to renew its status as a High and New Technology Enterprise in 2021 and will enjoy a preferential EIT rate at 15% in 2021.

8. EARNINGS PER SHARE

The calculation of the basic earnings per Share attributable to the equity holders of the Company is based on the following data:

	For the six months ended 30 June	
	2021	2020
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited) (restated)
Profit for the period attributable to equity holders of the Company	<u>1,647</u>	<u>4,159</u>
	<i>'000</i>	<i>'000</i>
Weighted average number of Shares for the purpose of calculating basic earnings per Share	<u>264,257</u>	<u>251,009</u>

Diluted earnings per Share has not been disclosed as no dilutive potential equity shares has been in existence for the six months ended 30 June 2021 and 2020, respectively.

The weighted average number of Share for the six months ended 30 June 2021 for the purpose of the calculation of basic earnings per Share has been adjusted and restarted after taking into account of the rights issue on the basis of one right Share for every two existing Shares held on the record date, which was completed on 9 June 2021 (“**Right Issue**”). The corresponding weighted average number of ordinary Shares for the six months ended 30 June 2020 has been retrospectively adjusted to reflect the Right Issue. For further information in relation to the Rights Issue, please refer to the paragraph headed “Capital Structure” below in this report.

9. DIVIDENDS

The Board resolved not to declare any interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: nil).

10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group acquired plant and machinery of approximately HK\$34.58 million (six months ended 30 June 2020: approximately HK\$14.63 million). The acquisition of plant and machinery can expand production capacity and improve production efficiency.

11. TRADE AND BILL RECEIVABLES

An ageing analysis of trade and bill receivables, based on the invoice date and net of loss allowance on trade receivables, is as follows:

	At 30 June 2021 <i>HK\$'000</i> (unaudited)	At 31 December 2020 <i>HK\$'000</i> (audited)
Trade and bill receivables		
0–30 days	39,175	29,963
31–60 days	19,715	11,857
61–90 days	6,900	5,304
91–120 days	574	3,013
Over 120 days	133	102
	<hr/>	<hr/>
Total	66,497	50,239
	<hr/> <hr/>	<hr/> <hr/>

The Group normally allows credit terms to well-established customers ranging from 30 to 120 days. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by the Directors of the Group.

The Group measures loss allowances for trade receivables at an amount equal to lifetime ECLs prescribed by HKFRS 9, which is calculated using a provision matrix based on shared credit risk characteristics by reference to repayment histories and current past due exposure for customers taking into consideration forward-looking information that is reasonable and supportable available without undue cost or effort. As the Group's historical credit loss experience does not indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is not further distinguished between the Group's different customer bases. The Group assess the trade receivables that are individually significant separately. The Group makes periodic assessments on the recoverability of those individually significant trade receivables based on the background and reputation of the customers, historical settlement records and past experience.

In view of the history of business dealings with the debtors, the sound collection history of the receivables due from them and the insurance policy, management believes that there is no material credit risk inherent in the Group's outstanding receivable balance due from these debtors. The Directors consider the Group's credit risk of these receivables to be low.

12. TRADE PAYABLES

An ageing analysis of trade payables, based on the date of receipt of goods purchased, is as follows:

	At 30 June 2021 <i>HK\$'000</i> (unaudited)	At 31 December 2020 <i>HK\$'000</i> (audited)
Trade payables		
0–30 days	42,196	33,637
31–90 days	33,567	35,655
91–180 days	17,817	17,983
Over 180 days	3,730	2,750
Total	97,310	90,025

The Group is generally given credit terms from 60 days after monthly statement (“AMS”) to 150 days AMS.

13. RELATED PARTY TRANSACTIONS

The Group had the following material transactions and balances with related parties during the relevant periods:

Remuneration for the key management personnel, including amounts paid to the Directors and certain of the highest paid employees, are as follows:

	For the six months ended 30 June	
	2021 <i>HK\$'000</i> (unaudited)	2020 <i>HK\$'000</i> (unaudited)
Salaries, allowances and other benefits in kind	5,803	4,381
Discretionary bonuses	850	644
Contributions to defined contribution plans	72	72
	6,725	5,097

14. SHARE CAPITAL

On 9 April 2021, the Company announced that it proposed to raise approximately HK\$39.60 million, before expenses, by issuing 120,000,000 Rights Shares (the “Rights Shares”) by way of Rights Issue (the “Rights Issue”) at the subscription price of HK\$0.33 per Rights Share, on the basis of one Rights Share for every two existing Shares held on the record date.

Completion of the Rights Issue took place on 9 June 2021, where an aggregate of 120,000,000 Rights Shares, representing approximately 33.33% of the issued share capital of the Company (as enlarged by the allotment and issue of the Rights Shares), were issued. The aggregate nominal amount of the Rights Shares is HK\$1,200,000.

For more details of the Rights Issue, please refer to the Company’s announcement dated 9 April 2021, the Rights Issue prospectus dated 14 May 2021 (the “Rights Issue Prospectus”) and the announcement of the Company dated 7 June 2021 in relation to the results of the Rights Issue. Other than the Rights Issue, there was no change in the share capital of the Company during the Period.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS OVERVIEW

The Group is principally engaged in the manufacture and sale of a broad range of batteries for various electronic devices to the PRC, Hong Kong and international markets both under its own brand “Golden Power” and the brands of its private label and OEM customers. The products of the Group are mainly categorised into two segments (i) disposable batteries; and (ii) rechargeable batteries and other battery-related products. The disposable batteries are categorised into two sub-segments namely (i) cylindrical batteries; and (ii) micro-button cells. Other battery-related products include battery chargers, battery power packs and electric fans.

The revenue of cylindrical batteries for the Period has increased by approximately HK\$33.17 million as compared to the same period in 2020, representing an approximately 36.13% increase. The increase in such revenue was mainly due to the increase in alkaline batteries sales in the PRC, Hong Kong, North America and Europe.

The revenue of micro-button cells and rechargeable batteries and other battery-related products for the Period decreased by approximately HK\$3.82 million as compared to the same period in 2020, representing an approximately 7.32% decrease. The decrease in such revenue was mainly due to the decrease in sales in Australia, Europe and South America.

The Group recorded a gross profit for the Period of approximately HK\$34.48 million (2020: approximately HK\$39.46 million), representing a decrease of approximately HK\$4.98 million or 12.62% as compared to the same period in 2020, which was mainly due to the increase in cost of sales by approximately HK\$34.29 million from approximately HK\$108.90 million for the six months ended 30 June 2020 to approximately HK\$143.19 million for the Period, representing an increase of approximately 31.49%. The increase was mainly attributable to the increase in rent and rates and increase in prices on raw materials as a whole. The direct labour cost for production was relatively stable from HK\$7.48 million in the six months ended 30 June 2020 to HK\$7.54 million in the Period. The production material costs increased from HK\$61.13 million in the corresponding period in 2020 to HK\$86.48 million in the Period, representing an increase of 41.46% during the Period. The increase in production materials costs was mainly attributable to the increase in the prices of materials and the volume of the turnover.

The unaudited profit attributable to the shareholders of the Company for the six months ended 30 June 2021 was approximately HK\$1.65 million while that for the six months ended 30 June 2020 the unaudited profit was approximately HK\$4.16 million, representing a decrease in profit of approximately 60.34% over the same period in 2020. The profit incurred by the Group during the Period was mainly attributable to the decrease in gross profit with reasons detailed above and increased in the expenses of cost of goods sold mainly in manufacturing overhead such as depreciation expenses, sub-contracting fees and staff welfare during the Period.

Going forward, the Group will continue to adopt stringent cost control and adopt appropriate strategies to enhance its operation efficiency. The trade tension between the US and China, the volatility of foreign currencies, the COVID-19 pandemic outbreak (the “**Pandemic**”) during the Period and commodity prices may continue to cause some uncertainties in the markets, which might affect the Group’s sales orders for the second half of 2021. However, the Group will continue to put more effort in promoting the sales of disposable batteries on the new products segments, including hearing aid battery, as well as healthcare devices market.

FINANCIAL REVIEW

Revenue and profit attributable to equity holders

Revenue for the Period was approximately HK\$177.68 million (six months ended 30 June 2020: approximately HK\$148.36 million), representing an increase of approximately 19.76% as compared to the same period in 2020. The rental income, which contributed towards other revenue of the Group, was HK\$1.33 million during the six months ended 30 June 2021 (six months ended 30 June 2020: HK\$1.79 million).

Profit attributable to equity holders of the Company for the Period was approximately HK\$1.65 million while for the same period in 2020, the profit attributable to equity holders of the Company was approximately HK\$4.16 million, representing a decrease in profit of approximately 60.34% over the same period in 2020.

Gross Profit

The Group recorded a gross profit of approximately HK\$34.48 million for the Period (six months ended 30 June 2020: approximately HK\$39.46 million), representing a decrease of approximately 12.62%. The decrease in gross profit for the Period was mainly due to an increase in the expenses of cost of goods sold, mainly in manufacturing overhead such as depreciation expenses, sub-contracting fees and staff welfare during the Period.

Expenses

During the Period, the selling expenses of the Group has decreased by 19.22% to approximately HK\$7.69 million, as compared to approximately HK\$9.52 million for the corresponding period in 2020. The decrease in selling expenses was mainly due to the decrease in marketing and promotion expenses during the Period. The Group's general and administrative expenses has increased by approximately HK\$1.21 million to approximately HK\$25.91 million during the Period as compared to approximately HK\$24.70 million for the same period in 2020. The increase in general and administrative expenses was mainly due to the increase in legal and professional fee and staff related expenses during the Period.

LIQUIDITY AND FINANCIAL RESOURCES

The Group operates a conservative set of treasury policies to ensure that no unnecessary risks are taken with the Group's assets. No investment in financial instruments other than cash or bank deposits is currently used.

The bank borrowings are repayable as follows:

	At 30 June 2021 <i>HK\$'000</i> (unaudited)	At 31 December 2020 <i>HK\$'000</i> (audited)
Within 1 year		
— Short-term loans	144,160	117,403
— Current portion of long-term loans	17,302	18,425
	161,462	135,828
Over 1 year but within 2 years	14,535	19,673
Over 2 years but within 5 years	16,437	26,682
Over 5 years	9,319	5,538
	201,753	187,721

As at 30 June 2021, the Group had borrowings of approximately HK\$201.75 million (as at 31 December 2020: approximately HK\$187.72 million), which is principally denominated in Hong Kong Dollar. The debt ratio, calculated as total liabilities over total assets, of the Group as at 30 June 2021 was approximately 0.51 (as at 31 December 2020: approximately 0.52).

As at 30 June 2021, the Group had cash and cash equivalents (the “**Liquidity Resources**”) of approximately HK\$21.08 million (as at 31 December 2020: approximately HK\$14.45 million) which were mainly denominated in HKD and RMB.

The Group had capital expenditures contracted for approximately HK\$32.04 million for the acquisition of auxiliary and other machineries for producing mercury-free, cadmium-free and lead-free alkaline cylindrical and micro-button cells batteries. Save as disclosed, the Group had no material capital expenditure commitments as at 30 June 2021.

CAPITAL STRUCTURE

On 9 April 2021, the Company announced that it proposed to raise approximately HK\$39.60 million, before expenses, by issuing 120,000,000 Rights Shares, which after fully-paid would rank pari passu with the ordinary shares, by way of Rights Issue at the subscription price of HK\$0.33 per Rights Share, on the basis of one Rights Share for every two existing Shares held on the record date by the Shareholders.

Completion of the Rights Issue took place on 9 June 2021, where an aggregate of 120,000,000 Rights Shares, representing approximately 33.3% of the issued share capital of the Company (as enlarged by the allotment and issue of the Rights Shares), have been issued. The aggregate nominal amount of the Rights Shares is HK\$1,200,000. The subscription price of the Right Share represents a discount of approximately 16.2% to the closing price of HK\$0.394 per Share as quoted on the Stock Exchange on the 9 April 2021. The net Subscription Price is approximately HK\$0.29 per Rights Share. The reasons for the Rights Issue were to raise funds for (i) repayment of bank loan; (ii) upgrade equipment and machines; and (iii) general working capital. For details of the use of proceeds, please refer to the paragraph headed “Use of Proceeds from the Rights Issue” below in this announcement.

For more details of the Rights Issue, please refer to the Company’s announcement dated 9 April 2021, the Rights Issue Prospectus and the announcement of the Company dated 7 June 2021 in relation to the results of the Rights Issue.

Other than the Rights Issue, there was no change in the capital structure of the Company. The capital structure of the Group consists of bank borrowings, net of bank balances and cash and equity attributable to shareholders of the Company comprising issued share capital and reserves. The issued share capital of the Company comprises Shares only. Total equity of the Company amounted to approximately HK\$310.69 million as at 30 June 2021 (as at 31 December 2020: approximately HK\$272.10 million).

GEARING RATIO

The Group expresses its gearing ratio as a percentage of total debts divided by total equity. As at 30 June 2021, the Group’s gearing ratio was approximately 0.72 (as at 31 December 2020: approximately 0.76).

CHARGES ON ASSETS

The Group's bank borrowing facilities were secured mainly by the Group's plant and office building (including investment properties) with carrying value of approximately HK\$146.17 million as at 30 June 2021 (as at 31 December 2020: approximately HK\$158.09 million).

CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 30 June 2021 (as at 31 December 2020: nil).

SIGNIFICANT INVESTMENTS HELD

The Company during the Period held significant investments of (i) the Company's investment in various subsidiaries; and (ii) the investment in three investment properties located at (i) Flat B and (ii) Flat D of 20/F., Block 1, Tai Ping Industrial Centre, No. 57 Ting Kok Road, Tai Po, New Territories (collectively, the "**Warehouses**"), and (iii) shop 29 on G/F Fortune Plaza, No. 4 On Chee Road, Tai Po, New Territories (the "**Shop**") which are held by Golden Power Properties Limited and China Scene Limited (both are indirect wholly-owned subsidiaries of the Company), respectively. The Warehouses were leased to two separate independent third parties under two-year tenancy agreements entered on 23 May 2018 and 16 July 2019 with monthly rentals at market rate for warehouse purpose. On 18 June 2020, the Shop was leased to an independent third party under a new two-year tenancy agreement for commercial purpose with monthly rent at market rate. As at 30 June 2021, the value of the Warehouses and the Shop (collectively, the "**Investment Properties**") was approximately HK\$104.00 million (31 December 2020: HK\$104.00 million), representing approximately 16.3% of the consolidated total asset of the Company as at 30 June 2021. The rental income from the Investment Properties for the Period is approximately HK\$1.33 million. There is no realised or unrealised gain or loss for the Investment Properties during the Period. The Company's investment strategy of the Investment Properties is to provide the Group with stable rental income and potential capital appreciation in the long run. Other than those disclosed above, the Group did not hold any significant investments as at 30 June 2021.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not have any material acquisitions and disposals of subsidiaries, associates or joint ventures during the Period.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in the 2020 annual report of the Company and this announcement, the Group did not have any plans for material investments or capital assets as at 30 June 2021.

EMPLOYEES AND REMUNERATION POLICIES

The Directors believe that the quality of the employees is an important factor in sustaining the Group's growth and improving its profitability. The Group's remuneration package is structured with reference to the individual performance, working experience and prevailing salary levels in the market. In addition to basic salaries and mandatory provident fund, staff benefits include medical coverage scheme and the share option scheme.

As at 30 June 2021, the Group had a total of 518 employees (as at 30 June 2020: 541 employees). The Group's staff costs, including Directors' emoluments, amounted to approximately HK\$24.80 million during the Period (six months ended 30 June 2020: approximately HK\$23.37 million).

PRINCIPAL RISKS AND UNCERTAINTIES

The followings are some principal risks and uncertainties faced by the Group, which may materially adversely affect its business, financial condition or results of operations:

The operation and financial performance of the Group may be affected by the Pandemic or other public health events as production may be required to be suspended due to administrative and governmental health control measures. The global economy and the general consumers' demand may be adversely affected by the outbreak of the Pandemic.

The Group has no long-term sales contracts with most of the major customers. If the business relationships with the major customers deteriorates or if any of the major customers reduces substantially its purchases from the Group or terminates its business relationship with the Group entirely, the business, results of operations and financial condition may be adversely affected.

The demand for disposable batteries in general and alkaline cylindrical batteries depends on the need for such disposable batteries to operate various electronic devices, the demand for which is in turn affected by technological advances and consumer preferences. Further, technological advances and increasing environmental awareness may cause consumer demand to shift from alkaline cylindrical batteries to other disposable batteries, from disposable batteries to rechargeable batteries as a substitute or even to other forms of electronic products or energy which do not require the use of batteries.

The Group's revenue was denominated in RMB, HKD and US dollars and the cost of sales was primarily denominated in RMB and the remaining denominated in HKD, US dollars and Euros. The value of RMB against HKD and other currencies may fluctuate and is affected by, among other things, changes in political and economic conditions in the PRC.

The Group's business is subject to seasonality, so that the first quarter of a year may record relatively lower revenue. In particular, the revenue generated during the month of Chinese New Year may be significantly lower than the average revenue generated during a year.

The Group manufactures some of the products on a made-to-stock basis (that is the Group manufactures before the customers place orders with it) with reference to the sales forecast prepared in the light of the customers' historical buying pattern, particularly batteries to be sold to the customers under the Group's branded business which adopt its original design and specifications. If the sales forecast turns out to be inaccurate and the customers do not place orders with the Group in the volumes as expected, the products produced may not be absorbed by other customers, and the Group's business, results of operations and financial condition may be adversely affected.

For more details about the general risks and uncertainties in relation to the Group, please refer to the Prospectus of the Company dated 29 May 2015.

FOREIGN CURRENCY RISK

The reporting currencies of the Group is HKD.

The Group has transactional currency exposures. Such exposures arise from the business operations in the PRC denominated in RMB. As at 30 June 2021, the Group had an exchange rate exposure to foreign currency risk as most of its business transactions, assets and liabilities were principally denominated in the functional currencies, i.e. RMB and HKD.

The Group ensures that the net exposure is kept to an acceptable level, by buying or selling foreign currencies at spot rate or entering into appropriate forward contracts when necessary.

As at 30 June 2021, the Group did not have any foreign investments which have been hedged by currency borrowing and hedging instruments.

USE OF PROCEEDS FROM THE RIGHTS ISSUE

As disclosed in the Rights Issue Prospectus on 14 May 2021, the gross proceeds from the Rights Issue were approximately HK\$39.60 million and the net proceeds from the Rights Issue, after deducting the related expenses and underwriting commission, were approximately HK\$35.50 million.

From the completion to 30 June 2021, the net proceeds from the Rights Issue of the Company had been applied as follows:

	Planned use of proceeds as stated in the Rights Issue Prospectus HK\$'million	Actual use of proceeds up to 30 June 2021 HK\$'million	Remaining proceeds as at 30 June 2021 HK\$'million	Intended timeline for the use of the proceeds HK\$'million
Repayment of bank loan	20.0	15.0	5.0	before 30 September 2021
Upgrade equipment and machines	11.9	—	11.9	before 31 December 2021
General working capital	3.6	3.6	—	—
	<u>35.5</u>	<u>18.6</u>	<u>16.9</u>	<u>—</u>

The net proceeds from the Rights Issue have been and will be applied in accordance with the disclosure in the Rights Issue Prospectus. The unutilised portion of the net proceeds have been placed as bank deposits in licenced bank in Hong Kong.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

Interests in the Company

As at 30 June 2021, the interests or short positions of the Directors or the chief executive of the Company in the Shares, underlying Shares or debentures of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")) (i) 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 (ii) which were required, pursuant to Section 352 of the SFO, to be entered into the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the standard of dealings by the Directors as referred to in the Listing Rules, were as follows:

Long positions in the Shares

Name	Nature of interest	Total number of Shares held (long position)	Approximate percentage of shareholding
Chu King Tien (Chairman and Executive Director)	Interest in a controlled corporation (<i>Note</i>)	183,600,000 Shares	51.00%
Chu Shuk Ching (Executive Director and Chief Executive Officer)	Beneficial owner	3,000,000 Shares	0.83%

Note:

These Shares are held by Golden Villa Ltd., and Triumph Treasure Holdings Limited which are wholly and beneficially owned by Mr. Chu King Tien. By virtue of the SFO, Mr. Chu King Tien is deemed to be interested in all the Shares held by Golden Villa Ltd. and Triumph Treasure Holdings Limited in the Company.

Interests in associated corporations of the Company

As at 30 June 2021, the interests or short positions of the Directors or chief executive of the Company in the shares, underlying shares or debentures of the Company's associated corporations (within the meaning of Part XV of the SFO (i) 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 (ii) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the standard of dealings by the Directors as referred to in the Listing Rules, were as follows:

Long positions in the shares of the associated corporations

Name of Director	Name of associated corporation	Nature of interest	Number of shares (long position)	Approximate percentage of shareholding
Mr. Chu King Tien	Golden Villa Ltd.	Beneficial owner	50,000	100%

Save as disclosed above, as at 30 June 2021, the Directors were not aware of any other persons who had or deemed or taken to have any interests or short positions in the Shares, underlying Shares or debentures 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 required to be recorded in the register of interests required to be kept by the Company under Section 336 of the SFO.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

So far as the Directors are aware, as at 30 June 2021, the following persons (other than the Directors and chief executive of the Company) had or deemed or taken to have an interest and/or short position in the Shares, the underlying Shares or debentures of the Company which were required to be recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO, or which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Long positions in the Shares

Name	Nature of interest	Total number of Shares held (long position)	Approximate percentage of shareholding
Golden Villa Ltd.	Beneficial owner	140,000,000 Shares	38.89%
Triumph Treasure Holdings Limited	Beneficial owner	43,600,000 Shares	12.11%
Ms. Mo Yuk Ling	Interest of spouse (Note)	183,600,000 Shares	51.00%

Note:

Ms. Mo Yuk Ling is the spouse of Mr. Chu King Tien. Under the SFO, Ms. Mo Yuk Ling is deemed to be interested in the same number of shares in which Mr. Chu King Tien is interested.

Save as disclosed above, as at 30 June 2021, the Directors were not aware of any other persons who had or deemed or taken to have any interests or short positions in the Shares, underlying Shares or debentures 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 of interests required to be kept by the Company under Section 336 of the SFO.

SUBSEQUENT EVENT

Save as disclosed above, there are no important events subsequent to the end of the Period and up to the date of this announcement.

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed securities of the Company during the Period.

SHARE OPTION SCHEME

A share option scheme (the “**Scheme**”) was conditionally adopted by the written resolutions of the Company’s sole shareholder passed on 15 May 2015. The terms of the Scheme are in accordance with the provisions of Chapter 17 of the Main Board Listing Rules. The principal terms of the Scheme are summarised in the section headed “D. Share Option Scheme” in Appendix V of the Prospectus. Since the date of adoption of the scheme and up to the date of this announcement, no option had been granted, agreed to be granted, exercised, cancelled or lapsed under the Scheme.

MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 of the Listing Rules as the required standard for securities transactions by Directors. The Company has made specific enquiries of all Directors and all Directors confirmed that they have complied with the required standards set out in the Model Code regarding Directors’ securities transactions throughout the Period.

CORPORATE GOVERNANCE CODE

The Company has adopted the code principles of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 14 of the Listing Rules. The Company is committed to ensuring a high corporate governance standard and transparency and accountability to shareholders of the Company. The Board is of the opinion that the Company has complied with the applicable code provisions under the CG Code throughout the Period.

DIRECTORS' MATERIAL INTERESTS IN CONTRACTS

Save as disclosed above or in the Prospectus or the Rights Issue prospectus dated 9 April 2021, no Director had any material interests in any contract of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the Period.

COMPETING BUSINESS

During the Period, the Directors are not aware of any business or interest of the Directors, the controlling shareholder(s) of the Company and their respective close associates (as defined under the Listing Rules) that compete or may compete with the business of the Group and any other conflict of interest which any such person has or may have with the Group.

AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) on 15 May 2015 with written terms of reference in compliance with the Listing Rules. The Audit Committee has three members comprising all the independent non-executive Directors, namely, Mr. Hui Kwok Wah (who act as the chairman of the Audit Committee), Mr. Ma Sai Yam and Mr. Chow Chun Hin, Leslie.

All members of the Audit Committee possess appropriate knowledge and financial experience to perform their duties. The composition of the Audit Committee meets the requirements of Rule 3.21 of the Listing Rules. The primary duties of the Audit Committee, among other things, are to ensure the adequacy and effectiveness of the accounting and financial controls of the Group, oversee the performance of internal control systems and financial reporting process, monitor the integrity of the financial statements and compliance with statutory and listing requirements and oversee the independence and qualifications of the external auditors and objectivity and the effectiveness of the audit process in accordance with applicable standards.

The Results have not been audited by the Company’s auditor but have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards, the Listing Rules and legal requirements, and adequate disclosures have been made.

By Order of the Board
Golden Power Group Holdings Limited
Chu King Tien
Chairman and Executive Director

Hong Kong, 20 August 2021

As at the date of this announcement, the executive Directors are Mr. Chu King Tien, Ms. Chu Shuk Ching, Mr. Tang Chi Him and Mr. Chu Ho Wa, and the independent non-executive Directors are Mr. Hui Kwok Wah, Mr. Ma Sai Yam and Mr. Chow Chun Hin Leslie.