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CHINA ENVIRONMENTAL TECHNOLOGY AND BIOENERGY HOLDINGS LIMITED

中科生物控股有限公司

(於開曼群島註冊成立的有限公司)

(股份代號：1237)

二零二一年度中期業績公佈

中科生物控股有限公司（「本公司」）董事會（「董事會」）宣佈本公司及其附屬公司（統稱「本集團」）截至二零二一年六月三十日止六個月的未經審核業績。本公佈列載本公司二零二一年度中期報告全文，並符合香港聯合交易所有限公司證券上市規則中有關中期業績初步公告附載的資料的要求。



CHINA ENVIRONMENTAL TECHNOLOGY AND BIOENERGY HOLDINGS LIMITED

中科生物控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號: 1237

INTERIM REPORT 2021
中期報告

Contents 目錄

Corporate Information	公司資料	2
Management Discussion and Analysis	管理層討論與分析	5
Other Information	其他資料	15
Consolidated Statement of Profit or Loss – Unaudited	綜合損益表－未經審核	25
Consolidated Statement of Profit or Loss and Other Comprehensive Income – Unaudited	綜合損益及其他全面收益表 －未經審核	26
Consolidated Statement of Financial Position – Unaudited	綜合財務狀況表－未經審核	27
Consolidated Statement of Changes in Equity – Unaudited	綜合權益變動表－未經審核	29
Consolidated Cash Flow Statement – Unaudited	綜合現金流量表－未經審核	31
Notes to the Unaudited Interim Financial Report	未經審核中期財務報告附註	33

Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Ms. Xie Qingmei (*Chairman*)
Mr. Wu Zheyang (*Chief Executive Officer*)

Independent Non-executive Directors

Mr. Lam Hin Chi
Prof. Jin Zhongwei
Prof. Su Wenqiang

AUDIT COMMITTEE

Mr. Lam Hin Chi (*Chairman*)
Prof. Su Wenqiang
Prof. Jin Zhongwei

RISK MANAGEMENT COMMITTEE

Mr. Lam Hin Chi (*Chairman*)
Prof. Su Wenqiang
Prof. Jin Zhongwei

REMUNERATION COMMITTEE

Prof. Jin Zhongwei (*Chairman*)
Prof. Su Wenqiang
Mr. Lam Hin Chi

NOMINATION COMMITTEE

Prof. Jin Zhongwei (*Chairman*)
Prof. Su Wenqiang
Mr. Lam Hin Chi

COMPANY SECRETARY

Mr. Wong Wai Lun, *FCPA*

董事會

執行董事

謝清美女士 (*主席*)
吳哲彥先生 (*行政總裁*)

獨立非執行董事

藍顯賜先生
金重為教授
蘇文強教授

審計委員會

藍顯賜先生 (*主席*)
蘇文強教授
金重為教授

風險管理委員會

藍顯賜先生 (*主席*)
蘇文強教授
金重為教授

薪酬委員會

金重為教授 (*主席*)
蘇文強教授
藍顯賜先生

提名委員會

金重為教授 (*主席*)
蘇文強教授
藍顯賜先生

公司秘書

黃偉倫先生 · *FCPA*

Corporate Information (Continued)

公司資料(續)

AUTHORISED REPRESENTATIVES

Mr. Wu Zheyang
Mr. Wong Wai Lun, *FCPA*

AUDITORS

Ascend Cachet CPA Limited
Certified Public Accountants

LEGAL ADVISOR

Winston & Strawn

PRINCIPAL BANKERS

Agricultural Bank of China, Zhangping Branch
China Construction Bank, Zhangping Branch
Bank of China, Zhangping Branch

REGISTERED OFFICE

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Grand Cayman KY1-1111
Cayman Islands

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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Hong Kong

HEAD OFFICE IN THE PRC

Fushan Industrial District,
Zhangping, Fujian, the PRC

授權代表

吳哲彥先生
黃偉倫先生 · *FCPA*

核數師

天健德陽會計師事務所有限公司
執業會計師

法律顧問

溫斯頓律師事務所

主要往來銀行

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中國總部

中國福建省漳平市
富山工業區

Corporate Information (Continued) 公司資料(續)

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

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開曼群島主要股份過戶登記處

Codan Trust Company (Cayman) Limited
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HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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香港股份過戶登記分處

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STOCK CODE

1237

股份代號

1237

Management Discussion and Analysis

管理層討論與分析

RESULTS OF OPERATION

The Group's revenue decreased by 11.9 % to RMB252.1 million, compared to corresponding period of the previous year ("2020 1H") (2020 1H: RMB286.3 million). Since the second half of 2020, the Group has shifted its marketing focus on Australasia in response to the drastic increase of tariff imposed by the United States to wood mouldings and millwork products from China that had caused the Group a severely negative gross profit margin throughout 2020. With a successful swift of major market to Australasia, the Group recorded a gross profit margin of 14.6% and achieved a positive turnaround to a profit of approximately RMB4.2 million (2020 1H: a loss of RMB28.0 million).

BUSINESS REVIEW

Segment review

During the Period, the performance of our business segments are as follows:

經營業績

本集團的收入較去年同期（「二零二零年上半年」）下跌11.9%至人民幣252.1百萬元（二零二零年上半年：人民幣286.3百萬元）。自2020年下半年起，本集團把其營銷重心投放於澳大利西亞，以應對美國就從中國進口的木線條及木製品所急劇加徵的關稅。美國加徵關稅導致本集團於2020年整年錄得嚴峻的負毛利率，而成功把主要市場轉移至澳大利西亞，本集團得以達到14.6%毛利率，並在期內扭虧為盈，錄得溢利人民幣4.2百萬元（二零二零年上半年：人民幣28.0百萬元虧損）。

業務回顧

分部回顧

期內，我們的業務分部表現如下：

	Segment revenue derived from external customers			% to total segment revenue derived from external customers		Reportable segment profit/(loss) (Note 1)	
	源自外部客戶之分部收入			佔源自外部客戶之總分部收入百分比		可呈報分部溢利／（虧損）（附註1）	
	Six months ended 30 June			Six months ended 30 June		Six months ended 30 June	
	截至六月三十日止六個月			截至六月三十日止六個月		截至六月三十日止六個月	
	2021	2020	Change	2021	2020	2021	2020
	RMB'000	RMB'000	%	%	%	RMB'000	RMB'000
	人民幣千元	人民幣千元	百分比	百分比	百分比	人民幣千元	人民幣千元
Manufacturing and sales of wooden products 生產及銷售木製品	249,130	282,900	-11.9%	98.8%	98.8%	10,304	(31,730)
Retail sales of outdoor wooden products 零售戶外木製品-	-	219	-100%	0.0%	0.0%	(3)	(4)
Manufacturing and sales of renewable energy products 生產及銷售再生能源產品	2,978	3,398	-12.4%	1.2%	1.2%	359	377
	252,108	286,298	-11.9%	100.0%	100.0%	10,660	(31,357)

Note 1: Reportable segment profit/(loss) has excluded the after tax effect of government subsidies.

附註1：可呈報分部溢利／（虧損）已撇除政府補貼之稅後影響。

Management Discussion and Analysis (Continued) 管理層討論與分析 (續)

The Group's core business segments comprise production and sales of wooden products; retail business; and manufacturing and sales of renewable energy products. During the Period, revenue from these three business segments amounted to approximately RMB249.1 million, Nil and RMB3.0 million (2020 1H: approximately RMB282.9 million, Nil and RMB3.4 million), accounting for 98.8%, 0.0% and 1.2% of the total revenue (2020 1H: 98.8%, 0.0% and 1.2%).

Manufacturing and sales of wooden products remains to be the Group's largest business segment, contributing 98.8% of the Group's revenue. The revenue derived from such business decrease by 11.9%.

The trade friction between China and the United States has made severe impact to the Group's manufacturing and sales of wooden products which used to be principally sold to the United States since its establishment. Since May 2019, the additional tariff imposed by the United States had caused a negative gross profit margin of the Group. The Group expects the selling costs to the United States would inflate further when its Department of Commerce initiated new anti-dumping duty and countervailing duty investigations against whether wood mouldings and millwork products from Brazil and China in January 2020. As a result of the investigation, the Department of Commerce of the United States declared antidumping and countervailing duty orders on imports of these products from China on 20 January 2021. A cash deposit at a rate of 54.43% from importers of the Group's relevant products will accordingly be required. In response to the escalating trade conflicts, the management has swiftly shifted the Group's marketing focus to Australasia since 2020. Despite a decrease of revenue, the Group managed to create a gross profit margin of 5.9% through successful expansion of sales in Australasia and achieved a positive turnaround to a total reportable segment profit of approximately RMB10.3 million from manufacturing and sales of wooden products (2020 1H: a loss of RMB31.7 million).

本集團的核心業務分部包括生產及銷售木製品；零售；及生產及銷售再生能源產品。期內，我們的該等三個業務分部收益分別約人民幣249.1百萬元、無及人民幣3.0百萬元（二零二零年上半年：約人民幣282.9百萬元、無及人民幣3.4百萬元），佔總收益98.8%、0.0%及1.2%（二零二零年上半年：98.8%、0.0%及1.2%）。

生產及銷售木製品仍然是本集團的最大業務分部，佔本集團收益的98.8%。有關業務分部產生的收益減少11.9%。

中美貿易摩擦嚴重影響本集團自成立以來主要銷營至美國的木製品業務。自2019年5月起，美國加徵的關稅已經導致本集團的毛利率轉虧。當美國商務部於2020年1月啟動對從中國及巴西進口的木線條及木製品進行反傾銷稅和反補貼稅調查時，本集團已預料銷售至美國的成本將進一步上漲。2021年1月，美國商務部宣布將就從中國進口的相關產品發出反傾銷和反補貼稅令。本集團相關產品的進口商因而必需預留總計54.43%的現金存款。中美貿易摩擦越演越烈，因此自2020年起，管理層迅速把營銷重心轉移至澳大利西亞。儘管收入有所下降，但本集團在澳大利西亞的銷售取得成功，於期內創出5.9%的毛利率，令生產及銷售木製品業務扭虧為盈，錄得約人民幣10.3百萬元分部溢利（二零二零年上半年：人民幣31.7百萬元虧損）。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

The management remains cautiously optimistic to its manufacturing and sales of wooden products for the overseas markets. In May 2021, the Company entered into an agreement to establish a joint venture company with Zhangzhou Senwen International Trading Co., Ltd. (“Zhangzhou Senwen”) through an indirectly wholly-owned subsidiary of the Group for the sourcing and sales of construction and decoration materials, forestry products and timber in China. With a total registered capital of RMB30 million, the joint venture company will be held 51% as to the Group and 49% as to Zhangzhou Senwen. Zhangzhou is one of major production base for wooden products in China and is one of the major coastal cities in Fujian Province, China. Located at the coast of Zhangzhou, Zhangzhou Port is one of the top ten ports for timber imports and the largest timber distribution center along the southeast coast in China. The Group believes the establishment of the joint venture company will enrich the Group’s product portfolio through the partnership with Zhangzhou Senwen and improve the Group’s access to Zhangzhou. This will help the Group to meet the growing needs the customers, and to maintain its price advantage, safeguarding the Group’s competitiveness.

The revenue and profit contribution from the retail business segment remains minimal during the Period, the Group sees this segment as a strategic stepping stone in expanding its presence in the PRC household product market, and will adjust its business direction whenever appropriate.

The Group’s renewable energy business focuses on the recycling of leftover sawdust from the production of our wooden products into biomass pellet fuel. As the competition in the domestic market had become increasingly fierce, the Group’s renewable energy business decreased 12.4% to RMB3.0 million during the Period, with a profit of approximately RMB0.4 million (2020 1H: revenue of RMB3.4 million and profit of RMB0.4 million).

管理層對生產及銷售木製品的海外市場保持審慎樂觀。於2021年5月，本公司透過間接全資子公司與漳州森蘊國際貿易有限公司（「漳州森蘊」）簽訂合同成立合資公司，以在中國經營建築裝飾材料、林業產品及木材之採購及銷售。合資公司的註冊資本為人民幣三千萬元，本集團及漳州森蘊分佔51%及49%。漳州是中國其中一個主要的木製產品生產地，是中國福建省的其中一個主要沿海城市。位於漳州市海岸之漳州港是中國全國十大木材進口港口、東南沿海最大的木材集散地。本集團相信合資公司將透過與漳州森蘊的合作，豐富本集團的產品組合及強化本集團在漳州的接洽。此舉可助本集團滿足客戶不斷增長之需求，並維持價格優勢，保持本集團的競爭力。

期內零售戶外木製品分部的收入及溢利貢獻仍然不大，但本集團認為本分部是本集團擴大其於中國傢俱產品市場份額的策略性墊腳石並將於適當時調整其業務方向。

本集團再生能源業務專注於回收木製品生產過程中產生的廢屑，然後將其轉化為生物質顆粒燃料。由於本土市場的競爭越趨激烈，期內本集團的再生能源業務收入下降12.4%至約人民幣3.0百萬元，而其溢利為人民幣0.4百萬元（二零二零年上半年：收益為人民幣3.4百萬元及溢利為人民幣0.4百萬元）。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

MARKET REVIEW

During the Period, the distribution of revenue from our global markets are as follows:

市場回顧

期內，我們來自全球市場之收益分佈如下：

		Revenue 收入			% to total revenue 佔總收益百分比	
		Six months ended 30 June 截至六月三十日止六個月			Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年	2020 二零二零年	Change 變動	2021 二零二一年	2020 二零二零年
		RMB'000 人民幣千元	RMB'000 人民幣千元	% 百分比	% 百分比	% 百分比
The PRC	中國	5,900	45,839	-87.1%	2%	16%
North America	北美洲	54,368	118,409	-54.1%	22%	41%
Europe	歐洲	13,478	16,814	-19.8%	5%	6%
Asia Pacific (Exclusive of the PRC)	亞太區 (不包括中國)	7,370	2,378	209.9%	3%	1%
Australasia	澳大利西亞	170,992	102,858	66.2%	68%	36%
		252,108	286,298	-11.9%	100%	100%

The Revenue from the Australasia market amounted to approximately RMB171.0 million (2020 1H: RMB102.9 million), which accounted for approximately 68% (2020 1H: 36%) of the Group's total revenue during the Period, and became the largest income source of the Group during the Period. A strong recovery has been underway in Australia, driven by stronger private investment and public demand. The Reserve Bank of Australia estimated a 9.5% GDP growth which exceeded its previous forecast during the Period. The domestic timber supply has seen shortage which has caused 20% price increase in certain wooden products in the country. The pressure on increasing costs on new house build creates opportunities for imported wooden products. The Group has been actively expanding its sales of timber houses and related parts and structure products in Australia in recent years and expects the country will continue to be the principal market of the Group.

來自澳大利西亞的收入約為人民幣171.0百萬元 (二零二零年上半年：人民幣102.9百萬元)，佔集團總收入68% (二零二零年上半年：36%)，成為期內本集團最大的收入來源。受惠於民營投資及公共需求增長，澳洲的經濟復甦強勁。澳洲儲備銀行顯示期內GDP增長超乎預計，達到9.5%。當地木材供應短缺導致部分本土木製品價格飆升20%。新建房屋成本上漲壓力為進口木製品創造機會。本集團近年積極在澳洲擴展其木屋及有關配件及結構產品銷售，預期該國將繼續成為本集團主要的銷售市場。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

The Group has drastically reduced its export of wooden products to the United States in response to the increased tariff and the newly imposed antidumping and countervailing duty order in January 2021, therefore, revenue from the North America market reduced to approximately RMB54.4 million (2020 1H: RMB118.4 million), which accounted for approximately 22% of the Group's total revenue during the Period (2020 1H: 41%).

As the Group has put most of its efforts to expanding its market reach in the Australasian market during the Period, less efforts has been put into the domestic market in the PRC. Revenue from the PRC market has therefore significant reduced to approximately RMB5.9 million during the Period (2020 1H: RMB45.8 million).

FINANCIAL REVIEW

Revenue by product category

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元	2020 二零二零年 RMB'000 人民幣千元
Timber houses and their related parts and structures	木屋及其相關部件及構件	214,885	230,090
Leisure household products	休閒傢俱產品		
Outdoor and indoor furniture	室內外傢俱產品	8,823	9,381
Recreational products	遊戲類產品	15,434	27,364
Landscape garden products	園藝類產品	9,988	1,412
Pet-home designs products	寵物屋產品	-	498
Trading of timber	木材貿易	-	14,155
Renewable energy products	再生能源產品	2,978	3,398
		252,108	286,298

Revenue from timber houses and their related parts and structures remained the largest income stream of the Group during the Period. Revenue from such category decreased by 6.6% to RMB214.9 million (2020 1H: RMB230.1 million), representing 85.2% of total sales for the Period (2020 1H: 80.4%), mainly attributable to the decrease in sales to the Group's previous major market – the North America market.

因應美國加徵關稅及於2021年1月發出反傾銷和反補貼稅令，本集團銳意減少對該國出口木製品，因此期內來自北美地區的收入減至約人民幣54.4百萬元（二零二零年上半年：人民幣118.4百萬元），佔集團總收入22%（二零二零年上半年：41%）。

基於本集團在期內竭力拓展澳洲市場，投放在中國本土市場的力度減少。期內來自中國的收入大減至約人民幣5.9百萬元（二零二零年上半年：人民幣45.8百萬元）。

財務回顧

按產品類別劃分的收益

於二零二一年上半年，木屋及其相關部件及構件收入仍為本集團的最大收益來源。該分類的收益下跌6.6%至人民幣214.9百萬元（二零二零年上半年：人民幣230.1百萬元），相當於期總銷售額的85.2%（二零二零年上半年：80.4%），主要由於本集團過去最大的市場—北美地區的销售下跌所致。

Management Discussion and Analysis (Continued) 管理層討論與分析 (續)

Overall revenue from the leisure household products decreased by 11.4% to RMB34.2 million (2020 1H: RMB38.7 million), mainly attributable to the decrease in sales of recreational products during the Period.

As the trade friction between China and the United States continues to escalate, the Group has temporarily halted the trading of timber business. As a result, the revenue from trading of timber became nil (2020 1H: 14.2 million).

During the Period, the Group's revenue from the renewable energy business decreased by 12.4% to approximately RMB3.0 million (2020 1H: RMB3.4 million), due to the increasingly fierce competition in the domestic renewable energy market.

Other revenue

During the Period, other revenue decreased to RMB4.6 million (2020 1H: RMB10.0 million) mainly due to the decreased in government subsidies to RMB3.1 million during the Period (2020 1H: RMB6.4 million).

Other net gain/(loss)

The Group recorded other net gain of RMB6.6 million for the Period (2020 1H: loss of RMB1.5 million). Such gain was attributable to the gain on changes in fair value of derivative financial instruments amounted to RMB5.9 million during the Period.

Selling and distribution expenses

Our selling and distribution expenses incurred during the Period were RMB5.6 million (2020 1H: RMB12.0 million) which was the result of the tightened cost control during the Period.

休閒傢俱產品的總收入下降11.4%至人民幣34.2百萬元(二零二零年上半年:人民幣38.7百萬元),主要由於期內遊戲類產品之銷售增加所致。

美中貿易糾紛繼續越演越烈,本集團因此暫停了木材貿易業務。因此,木材貿易降至零收入(二零二零年上半年:人民幣14.2百萬元)。

期內,本集團來自再生能源業務的收入由於國內再生能源市場的競爭加劇而下降12.4%至約人民幣3.0百萬(二零二零年上半年:人民幣3.4百萬元)。

其他收入

期內,其他收入下跌至人民幣4.6百萬元(二零二零年上半年:人民幣10.0百萬元),主要由於政府補貼下跌至人民幣3.1百萬(二零二零年上半年:人民幣6.4百萬元)。

其他收益淨額/(虧損)

本集團於期內錄得其他收益淨額人民幣6.6百萬元(二零二零年上半年:其他虧損淨額人民幣1.5百萬元)。有關收益乃由於未變現衍生金融工具公平值變動之收益人民幣百萬元所致。

銷售及分銷開支

由於加強成本控制,期內產生的銷售及分銷開支為人民幣5.6百萬元(二零二零年上半年:人民幣12.0百萬元)。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

Administrative expenses

Our administrative expenses incurred during the Period increased to RMB36.3 million (2020 1H: RMB20.2 million), which was mainly due to the expense recognized in respect of the granting of share awards amounting the approximately RMB8.5 million (2020 1H: Nil) during the Period.

Finance costs

Our finance costs decreased to approximately RMB0.1 million (2020 1H: RMB0.7 million), which mainly represented the interest on leased assets incurred during the period.

Dividend

The Board does not recommend an interim dividend for the Period (2020 1H: Nil).

Profit for the Period

As a result of the foregoing factors, the Group has recorded a profit of approximately RMB4.2 million for the Period (2020 1H: loss of RMB28.0 million).

Liquidity and capital resources

The Group principally meets its working capital and other liquidity requirements through operating cash flows and proceeds from bank borrowings. The Group anticipates that it can sufficiently meet funding needs for working capital and capital expenditure. As at 30 June 2021, the Group had current assets of RMB500.4 million (31 December 2020: RMB423.3 million), of which bank deposits and cash (including pledged deposits) were RMB167.4 million (31 December 2020: RMB142.6 million).

行政開支

期內產生的行政開支增至人民幣36.3百萬元(二零二零年上半年:人民幣20.2百萬元),主要由於期內計入發放股份獎勵所涉支出約人民幣8.5百萬元(二零二零年上半年:無)所致。

融資成本

我們的融資成本降至約人民幣0.1百萬元(二零二零年上半年:人民幣0.7百萬元),主要由於期內租用的資產利息減少所致。

股息

董事會並不建議派付期內的中期股息(二零二零年上半年:無)。

期內溢利

由於上述因素,本集團於期內錄得約人民幣4.2百萬元(二零二零年上半年:人民幣28.0百萬元虧損)。

流動資金及資本資源

本集團主要透過營運現金流量及銀行借款的所得款項滿足其營運資金及其他流動資金需求。本集團預計其可充分滿足營運資金及資本開支需求。於二零二一年六月三十日,本集團的流動資產為人民幣500.4百萬元(二零二零年十二月三十一日:人民幣423.3百萬元),其中銀行存款及現金(包括有抵押存款)為人民幣167.4百萬元(二零二零年十二月三十一日:人民幣142.6百萬元)。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

The Group's cash is generally deposited with banks and denominated mostly in RMB. As at 30 June 2021, total unutilised banking facilities of the Group amounted to RMB41.3 million (31 December 2020: RMB97.7 million), banking facilities utilised as at 30 June 2021 were RMB56.4 million (31 December 2020: RMB27.5 million) and these were mainly denominated in RMB and USD. All of the Group's banking facilities were subject to the fulfilment of certain covenants, as are commonly found in lending arrangements with financial institutions.

PLEDGE OF ASSETS

As at 30 June 2021, the Group pledged its land use rights, buildings and deposits with banks mainly for the purpose of securing bank loans, derivative financial instruments and bill payables issued by banks to the Group.

CAPITAL EXPENDITURE

During the Period, the Group's total expenditure in respect of property, plant and equipment and noncurrent prepayments for acquisitions of property, plant and equipment amounted to RMB7.6 million (2020 1H: RMB5.8 million).

CAPITAL COMMITMENT AND CONTINGENT LIABILITIES

The Group had no significant capital commitments and contingent liabilities as at 30 June 2021.

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, FUTURE PLANS FOR MATERIAL INVESTMENTS OR ACQUISITION OF CAPITAL ASSETS

During the Period, there were no significant investments, material acquisitions or disposals of subsidiaries by the Company. The Group currently has no plan to make any substantial investments or acquisitions of capital assets, but will continue to seek out potential investment or acquisition opportunities according to the Group's development needs.

本集團的現金一般存置於銀行並大部分以人民幣計值。於二零二一年六月三十日，本集團的未動用銀行融資總額為人民幣41.3百萬元（二零二零年十二月三十一日：人民幣97.7百萬元），於二零二零年六月三十日已動用的銀行融資額為人民幣56.4百萬元（二零二零年十二月三十一日：人民幣27.5百萬元），該等銀行融資以人民幣及美元計值。本集團所有銀行融資須達成與金融機構所訂借貸安排中常見之干契諾。

資產抵押

於二零二一年六月三十日，本集團其土地使用權、樓宇及銀行存款，主要用於取得銀行向本集團發出之銀行貸款、衍生金融工具及應付票據。

資本開支

期內，本集團有關物業、廠房及設備的總開支及有關收購物業、廠房及設備的非即期預付款為人民幣7.6百萬元（二零二零年上半年：人民幣5.8百萬元）。

資本承擔及或然負債

本集團並無任何重大資本承擔。於二零二一年六月三十日，本集團概無任何重大或然負債。

重大投資、重大收購及出售附屬公司、重大投資或收購資本資產的未來計劃

期內，本公司並無重大投資、重大收購或出售附屬公司。本集團現時並無計劃作出任何重大投資或收購資本資產，但會按本集團發展需要，繼續物色潛在投資或收購機會。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

FOREIGN CURRENCY RISKS

The Group's sales are mainly denominated in USD, AUD and RMB while our cost of sales and operating expenses are mainly denominated in RMB. Therefore, the Group's profit margin would be affected if RMB appreciates against USD and AUD as the Group may not be able to reflect the appreciation in selling prices to overseas customers that were determined in USD and AUD. In response to this, the Group manages fluctuations in the exchange rate of RMB against USD and AUD by entering into foreign currency forward contracts mainly denominated in USD, AUD and RMB with banks when sales contracts were entered with overseas customers.

The Group also manages foreign exchange risk by matching the cash inflow from our export sales denominated in USD with the cash outflow from our import of timber denominated in USD.

At 30 June 2021, the Group had foreign currency forward contracts with their fair values recognised as derivative financial instruments (assets) of RMB8,436,000 (31 December 2020: RMB1,619,000) and derivative financial instruments (liabilities) of RMB168,000 (31 December 2020: RMB157,000). The changes in fair value of the foreign currency forward contracts were recognised in the consolidated statement of profit or loss. All of the foreign currency forward contracts are to be settled within one year.

PROSPECTS

The global economy is projected to grow 6.0 percent in 2021 with diverse developments across countries by International Monetary Fund (IMF). As vaccine access continues to broaden in advanced economies, economic and social activities are expected to be back to normal. However, recent outbreaks of the Delta variant across Australia, and the resulting lockdowns, have introduced a high degree of uncertainty to the outlook for the second half of this year. The Group remains cautiously optimistic to the second half of 2021, and will continue to formulate business plans and strategies for the future business development of the Group in order to increase returns to the shareholders of the company.

貨幣風險

本集團的銷售主要以美元、澳元及人民幣計值，而銷售成本及經營開支則主要以美元及人民幣計值。由於本集團可能無法在向海外客戶銷售時，將人民幣兌美元及澳元的升值反映於以美元及澳元釐定的售價中，故如人民幣升值，溢利將受影響。為此，本集團在與海外客戶訂立銷售合約的同時透過與銀行訂立主要以美元、澳元及人民幣計值的遠期外幣合約以管理人民幣兌美元及澳元的匯率波動。

本集團亦透過以美元計值的出口銷售現金流入配合以美元計值的木材進口現金流出管理外匯風險。

於二零二一年六月三十日，本集團外幣遠期合約的公平值按衍生金融工具（資產）人民幣8,436,000元（二零二零年十二月三十一日：人民幣1,619,000元）及衍生金融工具（負債）人民幣168,000元（二零二零年十二月三十一日：人民幣157,000元）確認。外幣遠期合約的公平值變動乃於綜合損益表中確認。所有外幣遠期合約均在一年內結算。

前景

國際貨幣基金組織預料二零二一年環球經濟個別發展，總體增長為6.0%。先進經濟體的疫苗持續普及，經濟及社交活動預期恢復正常。然而，近期Delta變種病毒肆虐澳洲，導致當地封城，今年下半年的前景相當不穩定。本集團對二零二一年下半年維持審慎樂觀，為本集團的未來業務發展制定業務規劃及策略，為本公司股東提升回報。

Management Discussion and Analysis (Continued)

管理層討論與分析 (續)

HUMAN RESOURCES

As at 30 June 2021, we employed a total of 334 (30 June 2020: 284) employees, mainly in the PRC and Hong Kong which included management staff, product designers, technicians, salespersons and workers. The Group has been consistently increasing production process automation, strengthening the training of staff with an emphasis on high-technique processing with a mission on the continuous development and enhancing of competitiveness. The Group offered highly competitive salary packages, as well as discretionary bonuses and contribution to social insurance to its employees.

The Group's emolument policies are formulated based on the performance of individual employee which will be reviewed periodically. Apart from the provident fund scheme (operation in accordance with the provisions of the Mandatory Provident Fund Schemes Ordinance for Hong Kong employees) or social insurance (including retirement pension insurance, medical insurance, unemployment insurance, injury insurance and maternity insurance for the PRC employees), discretionary bonuses are also awarded to employees and directors according to the assessment of individual performance. Since the adoption of the share option scheme on 15 June 2012 and up to 30 June 2021, no options have been granted.

EVENTS AFTER THE REPORTING PERIOD

The Group has no material events after the reporting period.

人力資源

於二零二一年六月三十日，本集團於中國及香港共聘用334名（二零二零年六月三十日：284名）員工，當中包括管理人員、產品設計人員、技術人員、銷售人員及工人。本集團一直透過提高工序自動化，加強員工培訓以及專注高技術加工，維持員工的持續發展及提高員工競爭力。本集團為僱員提供具競爭力的薪酬組合，並有酌情花紅以及會為僱員繳納社會保險供款。

本集團的薪酬政策乃按個別僱員的表現而制訂，並將定期檢討。除公積金計劃（根據強制性公積金計劃條例的條文為香港僱員執行）或社會保險（包括中國僱員的退休養老保險、醫療保險、失業保險、工傷保險及生育保險）外，本集團亦將根據對個別僱員表現的評估向僱員及董事發放酌情花紅。自購股權計劃於二零一二年六月十五日獲採納以來至二零二一年六月三十日止，本集團概無授出任何購股權。

報告期後事項

本集團並無重大報告期後事項。

Other Information 其他資料

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

As at 30 June 2021, the interests and short positions of the Directors or the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of part XV of the Securities and Futures Ordinance (the "SFO") which would have to be 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 he is taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein or which will be required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") contained in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules"), will be as follows:

董事及高級行政人員於股份、相 關股份及債券的權益及淡倉

於二零二一年六月三十日，董事或本公司高級行政人員在本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、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分部須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例的有關條文其被視為或當作擁有的權益及淡倉），或根據證券及期貨條例第352條須記入該條所述登記冊或根據聯交所證券上市規則（「上市規則」）附錄10所載上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及聯交所的權益及淡倉如下：

Other Information (Continued)

其他資料(續)

Interest in shares

股份權益

Name of Director	Capacity/Nature of interest	Number of shares	Approximate percentage of shareholding interest (%)
董事姓名	身份/權益性質	股份數目	持股概約百分比(%)
Mr. Wu Zheyang 吳哲彥先生	Interest in controlled corporation/ Long position (Note)	89,929,482	10.58%
	受控制法團的權益/好倉(附註)		
	Beneficial owner/Long position	17,024,596	2.00%
	實益擁有人/好倉		
Ms. Xie Qingmei 謝清美女士	Beneficial owner/Long position	16,750,684	1.97%
	實益擁有人/好倉		

Note: Mr. Wu Zheyang is deemed to be interested in the shares held by Green Seas Capital Limited, his wholly-owned company.

附註：吳哲彥先生被視為於其全資擁有的公司Green Seas Capital Limited持有的股份中擁有權益。

Save as disclosed above, none of the Directors and chief executive of the Company had interests or short positions in the shares, underlying shares of equity derivatives or debentures of the Company or any associated corporation defined under the SFO which would have to be 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 he is taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein or which will be required to be notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 June 2021.

除上文所披露者外，於二零二一年六月三十日，董事及本公司高級行政人員概無於本公司或任何相聯法團（定義見證券及期貨條例）的股份、股本衍生工具相關股份或債券中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文其被視為或當作擁有的權益及淡倉），或根據證券及期貨條例第352條須記入該條所述登記冊或根據標準守則須知會本公司及聯交所的權益或淡倉。

Other Information (Continued) 其他資料(續)

INTERESTS AND SHORT POSITIONS OF THE SUBSTANTIAL SHAREHOLDERS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2021, the following persons (other than a Director or chief executive of the Company), who had interests or short positions in the shares or the underlying shares which would fall to be disclosed under the provisions of Division 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein, were as follows:

Interest in shares

Name	Capacity/Nature of interest	Number of shares	Approximate percentage of shareholding interest (%) 持股概約百分比(%)
名稱/姓名	身份/權益性質	股份數目	
Green Seas Capital Limited	Beneficial owner/Long position (Note 1) 實益擁有人/好倉(附註1)	89,929,482	10.58%
Hong Kong Run De Holdings Limited 香港潤得控股有限公司	Beneficial owner/Long position (Note 2) 實益擁有人/好倉(附註2)	86,000,000	10.11%
福建沃若石油化工有限公司	Interest in controlled corporation/ Long position (Note 2) 受控制法團的權益/好倉(附註2)	86,000,000	10.11%
Mr. Lin Jian 林健先生	Interest in controlled corporation/ Long position (Note 2) 受控制法團的權益/好倉(附註2)	86,000,000	10.11%
Hong Kong Guoyuan Group Capital Holdings Limited 香港國元集團金融控股有限公司	Beneficial owner/Long position (Note 3) 實益擁有人/好倉(附註3)	140,350,000	16.50%

主要股東於本公司股份及相關股份的權益及淡倉

於二零二一年六月三十日，下列人士（並非董事或本公司高級行政人員）於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分部條文須予披露的權益或淡倉，或根據證券及期貨條例第336條須記入該條所述登記冊的權益或淡倉：

股份權益

Other Information (Continued)

其他資料(續)

Name	Capacity/Nature of interest	Number of shares	Approximate percentage of shareholding interest (%)
名稱/姓名	身份/權益性質	股份數目	持股概約百分比(%)
上海荊勳工業設備控股有限公司	Interest in controlled corporation/ Long position (Note 3) 受控制法團的權益/好倉(附註3)	140,350,000	16.50%
Mr. Wang Xin 汪新先生	Interest in controlled corporation/ Long position (Note 3) 受控制法團的權益/好倉(附註3)	140,350,000	16.50%
Mr. Han Jin 韓金先生	Beneficial owner/Long position 實益擁有人/好倉	61,883,860	7.28%
Ms. Han Hong 韓宏女士	Beneficial owner/Long position 實益擁有人/好倉	64,152,860	7.54%

Notes:

附註:

- The entire issued share capital of Green Seas Capital Limited is legally and beneficially owned by Mr. Wu Zheyuan, who is deemed to be interested in the Shares held by Green Seas Capital Limited.
 - The entire issued share capital of Hong Kong Run De Holdings Limited is legally and beneficially owned by 福建沃若石油化工有限公司. The 98% issued share capital of 福建沃若石油化工有限公司 is legally and beneficially owned by Mr. Lin Jian, who is deemed to be interested in the shares held by Hong Kong Run De Holdings Limited.
 - The entire issued share capital of Hong Kong Guoyuan Group Capital Holdings Limited is legally and beneficially owned by 上海荊勳工業設備控股有限公司. The 98% issued share capital of 上海荊勳工業設備控股有限公司 is legally and beneficially owned by Mr. Wang Xin, who is deemed to be interested in the shares held by Hong Kong Guoyuan Group Capital Holdings Limited.
- Green Seas Capital Limited的全部已發行股本由吳哲彥先生合法及實益擁有，吳哲彥先生被視為於Green Seas Capital Limited持有的股份中擁有權益。
 - 香港潤得控股有限公司的全部已發行股本由福建沃若石油化工有限公司合法及實益擁有，福建沃若石油化工有限公司的98%已發行股本由林健先生合法及實益擁有，林健先生被視為於香港潤得控股有限公司持有的股份中擁有權益。
 - 香港國元集團金融控股有限公司的全部已發行股本由上海荊勳工業設備控股有限公司合法及實益擁有，上海荊勳工業設備控股有限公司的98%已發行股本由汪新先生合法及實益擁有，汪新先生被視為於香港國元集團金融控股有限公司持有的股份中擁有權益。

Other Information (Continued) 其他資料(續)

Save as disclosed above, the Directors are not aware of any person, other than the Directors whose interests are set out in the section “Directors’ and chief executive’s interests and short positions in shares, underlying shares and debentures” above, who had an interest or short positions in the shares or underlying shares that were required to be disclosed under the provisions of Division 2 and 3 of Part XV of the SFO, or recorded pursuant to Section 336 of Part XV of the SFO as of 30 June 2021.

SHARE OPTION SCHEME

Pursuant to a resolution passed by all the shareholders on 15 June 2012, the Company has conditionally adopted the share option scheme (the “Share Option Scheme”) for the purpose of recognising and acknowledging the contributions the eligible participants had or may have made to the Group. The Board may, at its discretion, grant options pursuant to the Share Option Scheme to the Directors (including executive Directors, nonexecutive Directors and independent non-executive Directors), the directors of the Company’s subsidiaries and employees of the Group and any other persons (including consultants or advisers) whom the Board considers, in its absolute discretion, have contributed or will contribute to the Group. The Directors were authorised to grant options to subscribe for shares of the Company and to allot, issue and deal with the shares pursuant to the exercise of options granted under the Share Option Scheme and to take all such steps as may be necessary and/or desirable to implement and give effect to the Share Option Scheme. The maximum number of shares in respect of which options may be granted under the Share Option Scheme and under any other share option schemes of the Company must not in aggregate exceed 10% of the total number of shares in issue immediately following completion of the Global Offering (as defined in the Company’s prospectus dated 25 June 2012), being 100,000,000 shares, excluding any shares that may be issued under the options which have lapsed in accordance with the terms of the Share Option Scheme (or any other share option schemes of the Company), unless otherwise approved by the shareholders of the Company in general meeting and/or such other requirements prescribed under the Listing Rules from time to time.

除上文所披露者外，於二零二一年六月三十日，董事概不知悉任何人士（權益已於上文「董事及高級行政人員於股份、相關股份及債券的權益及淡倉」一節載列的董事除外）於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分部條文須予披露的權益或淡倉，或根據證券及期貨條例第XV部第336條須予登記的權益或淡倉。

購股權計劃

根據全體股東於二零一二年六月十五日通過的決議案，本公司已有條件採納一項購股權計劃（「購股權計劃」），以肯定及嘉許曾經或可能對本集團作出貢獻的合資格參與人士。根據購股權計劃，董事會可酌情向董事（包括執行董事、非執行董事及獨立非執行董事）、本公司附屬公司之董事、本集團僱員及董事會全權酌情認為曾經或將對本集團作出貢獻的任何其他人士（包括專家顧問或顧問）授出購股權。董事獲授權授出購股權以認購本公司股份，及根據購股權計劃項下授出的購股權獲行使而配發、發行及處理股份，以及採取對實行購股權計劃及使之生效而言為必需及／或合宜的一切步驟。根據購股權計劃及任何其他本公司購股權計劃而可授予的購股權的最高股份數目，合共不得超過緊隨全球發售（定義見本公司日期為二零一二年六月二十五日的招股章程）完成後已發行股份總數的10%，即100,000,000股股份，不包括任何根據購股權計劃（或本公司任何其他購股權計劃）的條款已失效的購股權而可發行的股份，惟獲本公司股東在股東大會上另行批准及／或上市規則不時另有其他規定者除外。

Other Information (Continued)

其他資料(續)

Unless otherwise approved by the shareholders of the Company in general meeting, the number of shares that may be granted to an eligible participant under the Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding options) shall not exceed 1% of the shares in issue of the Company within any 12-month period. Any grant of options to a Director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company or any of their respective associates (as defined in the Listing Rules) is required to be approved by our independent non-executive Directors. Unless otherwise approved by the shareholders of the Company in general meeting and/or such other requirements prescribed under the Listing Rules, the number of shares that may be granted to a substantial shareholder or any independent non-executive Director or their respective associates under the Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding options) shall not exceed 0.1% of the shares in issue, having an aggregate value in excess of HK\$5 million, within any 12-month period.

There is no minimum period for which an option must be held before it can be exercised, and the period during which an option may be exercised will be determined by the Board in its absolute discretion, however, no options shall be exercised 10 years after they have been granted. The subscription price of a share in respect of a particular option shall be not less than the highest of (a) the official closing price of the shares on the daily quotation sheet of the Stock Exchange; (b) the average official closing price of the shares on the daily quotation sheet of the Stock Exchange for the five business days immediately preceding the date of grant; and (c) the nominal value of a share. The Share Option Scheme shall take effect from the date it is adopted and shall remain effective within a period of 10 years from that date.

From the date that the Share Option Scheme became effective and unconditional and up to the date of this interim report, no share options were granted under the Share Option Scheme.

除非獲本公司股東於股東大會上另行批准，否則可基於購股權計劃及任何其他本公司購股權計劃（包括已行使及未行使購股權）向一名合資格參與者授出的股份數目，不得超過本公司在任何一個12個月期間的已發行股份的1%。任何向董事、本公司高級行政人員或主要股東（定義見上市規則）或其任何各自的聯繫人（定義見上市規則）授予的購股權須獲我們的獨立非執行董事批准。除非本公司股東在股東大會上另行批准及／或上市規則另有規定，否則根據購股權計劃及任何其他本公司購股權計劃（包括已行使及未行使購股權）可授予主要股東或任何獨立非執行董事或其各自的聯繫人的股份數目，不得超過任何一個12個月期間已發行股份的0.1%或合共價值超過5百萬港元。

概無訂有購股權在行使前必須持有的最短期限，而購股權可行使的期間將由董事會全權酌情決定，然而，購股權於授出10年後便不得行使。有關特定購股權的股份認購價不得低於下列最高者：(a)於聯交所每日報價表所報的官方股份收市價；(b)緊接授出日期前五個營業日聯交所每日報價表所報的官方股份平均收市價；及(c)股份面值。購股權計劃將自其獲採納日期起生效並將自該日起10年期間內一直有效。

自購股權計劃生效及成為無條件起及直至本中期報告日期，概無根據購股權計劃授出購股權。

Other Information (Continued)

其他資料(續)

SHARE AWARD SCHEME

The Company, pursuant to a resolution passed on 14 December 2020, adopted a share award scheme (the “Share Award Scheme”) for the purpose of (i) to align interests of eligible persons, being the employees, directors, officers, consultants or advisors of any member of the Group, with those of the Group through ownership of ordinary shares of the Company (the “Shares”), dividends and other distribution paid on Shares and/or increase in value of the Shares; and (ii) to encourage and retain eligible persons to make contributions to the long-term growth and profits of the Group.

The aggregate number of shares to be made pursuant to the Share Award Scheme (the “Award Shares”) will not exceed 20% of the total number of issued Shares of 741,200,400 Shares. The aggregate number of Award Shares which may be awarded to a selected person under the Share Award Scheme shall not exceed 2% of the total number of issued Shares as at the adoption date of the Share Award Scheme.

Subject to any early termination as may be determined by the board of directors, the Share Award Scheme shall be valid and effective for a term of 10 years commencing from the adoption date.

The Award Shares, once issued, will rank equal to all other issued Shares at that time and are not subject to any vesting condition. The selected persons will therefore have the right to receive dividends, dispose of and/or exercise the rights of the Award Shares as per his/ her own wishes once the Award Shares were issued.

股份獎勵計劃

本公司根據二零二零年十二月十四日通過的決議案，已採納股份獎勵計劃（「股份獎勵計劃」），目的是(i)透過本公司普通股（「股份」）擁有權、股息及有關股份之其他已付分派及／或股份增值，令合資格人士（即本集團任何成員的僱員、董事、高級人員、顧問或諮詢人）之利益與本集團利益一致；及(ii)鼓勵及挽留合資格人士協力對本集團作出貢獻，並促進本集團之長遠增長及溢利。

根據股份獎勵計劃授出之所有股份（「獎勵股份」）數目合共不得超過已發行股份總數之20%，即741,200,400股股份。根據股份獎勵計劃授予一名選定人士之獎勵股份總數不得超過於採納日期已發行股份總數之2%。

除非本公司董事會決定提前終止，否則股份獎勵計劃將自採納日期起計十年期間有效。

獎勵股份一經發行，將與當時所有其他已發行股份具有相同地位，亦不受任何歸屬條件所限。選定人士將因此有權於獎勵股份發行後，按彼等的意願，收取股息、出售及／或行使獎勵股份的相關權利。

Other Information (Continued)

其他資料(續)

On 20 April 2021, the board of directors of the Company has resolved to award an aggregate of 66,618,016 Award Shares to 13 selected participants under the Share Award Scheme (“2021 Award”). The award of Award Shares under the 2021 Award will be settled by way of: (i) issue and allotment of 36,970,000 new Shares pursuant to the general mandate granted by the Shareholders to the Directors at the annual general meeting of the Company held on 29 May 2020 to issue, allot and deal with new Shares not exceeding 20% of the total number of Shares in issue as of 29 May 2020 (i.e. 148,240,080 Shares) (the “New Award Shares”) and (ii) issue and allotment of 29,648,016 new Shares pursuant to a specific mandate to be obtained in the extraordinary general meeting held on 31 May 2021 (the “Connected Award Shares”).

Under the 2021 Award, out of the 66,618,016 Award Shares granted to the 13 Selected Participants, (i) 36,970,000 New Award Shares were granted to 11 Selected Participants who are mainly senior and middle management of the Group and/or staff who served the Group for a long period of time and (ii) 29,648,016 Connected Award Shares were granted to Mr. Wu Zheyang and Ms Xie Qingmei as to 14,824,008 Shares and 14,824,008 Shares respectively, who are the Directors of the Company.

The Award Shares and the Connected Award Shares had neither any vesting period nor condition.

INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the Period.

於二零二一年四月二十日，本公司董事會（「董事會」）議決根據股份獎勵計劃向13名選定參與者授出合共66,618,016股獎勵股份（「2021年獎勵」）。於2021年獎勵下授予之獎勵股份將以以下方式結算：(i)根據股東於二零二零年五月二十九日舉行的本公司股東周年大會上授予董事發行及配發不超過於二零二零年五月二十九日已發行股份總數的20%（即148,240,080股）之新股份之一般授權（「一般授權」），發行及配發36,970,000股新股份（「新獎勵股份」）；及(ii)根據將於股東特別大會（「股東特別大會」）取得之特別授權（「特別授權」）發行及配發29,648,016股新股份（「關聯獎勵股份」）。

根據2021年獎勵，在授予13名選定參與者的66,618,016股獎勵股份中，(i) 36,970,000股新獎勵股份已授予11名主要是本集團的中高層管理人員及／或為本集團服務長時間的員工之選定參與者，及(ii) 29,648,016股關聯獎勵股份當中14,824,008股及14,824,008股已分別授予吳哲彥先生及謝清美女士（彼等為本公司董事及關聯人士）。

獎勵股份及關聯獎勵股份並無任何歸屬期或條件。

中期股息

董事會議決不會就本期間宣派任何中期股息。

Other Information (Continued) 其他資料(續)

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Throughout the Period and up to the date of this report, the Company has complied with the principles set out in the Corporate Governance Code, except code provision C.1.2 of the Corporate Governance Code as explained below.

According to code provision C.1.2, the management should provide all members of the Board with monthly updates giving a balanced and understandable assessment of the Company's performance, position and prospects in sufficient detail to enable the Board as a whole and each Director to discharge their duties under Rule 3.08 and Chapter 13 of the Listing Rules.

The Company has deviated from C.1.2 in that while the management has updated most of the Directors on a monthly basis about the business operation and performance of the Company, not all the Directors received such updates as the monthly updates were conducted on-site at the Group's factory in China. Members of the Board who did not attend such on-site meetings did not receive the updates. However, the management would provide detailed updates to all the Directors on a half-yearly and yearly basis. In the event that there are any significant updates to be provided, the management will update all the Directors as early as practicable for discussion and the passing of resolution. The Company also has in place a system for every Director to make enquiries with the senior management about the business operation of the Group and to give suggestions or feedback in the event such Director is not able to attend the monthly on-site update meetings.

遵守企業管治守則

於本期間及直至本報告日期，本公司一直遵守企業管治守則載列的原則，惟偏離企業管治守則的守則條文第C.1.2條，詳情如下。

根據守則條文第C.1.2條，管理層每月須向董事會全體成員提供最新資料，列載有關本公司的表現、狀況及前景的公正及易明的詳細評估，讓董事會全體及各董事可根據上市規則第3.08條及第13章履行職務。

雖然管理層每月向大多數董事提供有關本公司業務營運及表現的更新資料，但由於每月的更新乃於本集團中國的工廠現場進行，因此並非全體董事收到相關更新資料，本公司偏離第C.1.2條。未出席現場會議的董事會成員並無收到更新資料。然而，管理層會每半年及按年向全體董事提供詳細的更新資料。倘需提供任何重要的更新資料，管理層會於可行情況下盡早向全體董事提供更新資料以便進行討論及通過決議。本公司亦制定制度，如各董事未能出席每月現場更新會議，則須向高級管理層查詢本集團業務營運相關事項並提出建議或反饋。

Other Information (Continued)

其他資料(續)

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

Pursuant to a resolution passed by the Board on 15 June 2012, the Company has adopted the Model Code as its own code of conduct for dealing in securities of the Company by the Directors. Specific enquiries have been made with the Directors, and all Directors confirmed that they have complied with the required standards set out in the Model Code regarding their securities transactions for the Period.

AUDIT COMMITTEE

The audit committee of the Company together with the management have reviewed with management the accounting principles and policies adopted by the Group and discussed auditing, internal control and financial reporting matters, and also reviewed the unaudited interim financial report for the Period.

PURCHASE, SALE AND REDEMPTION OF LISTED SECURITIES

There was no purchase, sale or redemption by the Company, or any of its subsidiaries, of any listed securities of the Company during the Period and until the date of this report.

董事進行證券交易的標準守則

根據董事會於二零一二年六月十五日通過的決議案，本公司已採納標準守則，作為其自身董事進行本公司證券交易時須遵守的行為守則。經向董事作出具體查詢後，全體董事已確認彼等於本期間一直遵守標準守則所載有關證券交易的規定標準。

審計委員會

本公司審計委員會已聯同管理層審閱本集團採納的會計原則及政策，並討論審核、內部監控及財務申報事宜，亦已審閱本期間的未經審核中期財務報告。

購買、出售及贖回上市證券

於本期間及直至本報告日期，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

Consolidated Statement of Profit or Loss – Unaudited

綜合損益表 – 未經審核

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月
(Expressed in Renminbi) (以人民幣列示)

		Six months ended 30 June 截至六月三十日止六個月		
		2021	2020	
		二零二一年	二零二零年	
		RMB'000	RMB'000	
		人民幣千元	人民幣千元	
	Note 附註			
Revenue	收入	3, 4	252,108	286,298
Cost of sales	銷售成本		(215,234)	(289,935)
Gross profit/(loss)	毛利／(虧)		36,874	(3,637)
Other revenue	其他收入	6(a)	4,570	9,962
Other net gain/(loss)	其他收益／(虧損) 淨額	6(b)	6,587	(1,477)
Selling and distribution expenses	銷售及分銷開支		(5,606)	(12,038)
Administrative expenses	行政開支		(36,325)	(20,182)
(Provision)/reversal of expected credit loss on financial assets	金融資產的預期信貸虧損(撥備)／回撥		(570)	450
Profit/(loss) from operations	經營溢利／(虧損)		5,530	(26,922)
Finance costs	融資成本	7(a)	(109)	(707)
Share of losses of associates	分佔聯營公司虧損		-	(962)
Profit/(loss) before taxation	除稅前溢利／(虧損)	7	5,421	(28,591)
Income tax (expense)/credit	所得稅(開支)／抵免	8	(1,172)	599
Profit/(loss) for the period	期內溢利／(虧損)		4,249	(27,992)
Profit/(loss) per share	每股溢利／(虧損)			
Basic and diluted (RMB)	基本及攤薄 (人民幣元)	9	0.0053	(0.0394)

The notes on pages 33 to 60 form part of this interim financial report.

第33頁至第60頁的附註為本中期財務報告的一部分。

Consolidated Statement of Profit or Loss and Other Comprehensive Income – Unaudited 綜合損益及其他全面收益表 – 未經審核

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月

(Expressed in Renminbi) (以人民幣列示)

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元	2020 二零二零年 RMB'000 人民幣千元
Profit/(loss) for the period	期內溢利／（虧損）	4,249	(27,992)
Other comprehensive income for the period, net of tax:	期內其他全面收益（扣除稅項）：		
Items 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 of foreign operations	– 換算海外業務財務報表產生的匯兌差額	736	1,814
Items that will not be reclassified subsequently to profit or loss:	其後不會重新分類至損益的項目：		
– Losses on equity investments	– 股本投資虧損	(302)	(940)
Total comprehensive income for the period	期內全面收益總額	4,683	(27,118)

The notes on pages 33 to 60 form part of this interim financial report.

第33頁至第60頁的附註為本中期財務報告的一部分。

Consolidated Statement of Financial Position – Unaudited

綜合財務狀況表 – 未經審核

At 30 June 2021 於二零二一年六月三十日

(Expressed in Renminbi) (以人民幣列示)

			At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
		Note 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	436,358	450,260
Non-current deposits for acquisitions of property, plant and equipment	收購物業、廠房及設備的非即期按金		3,030	1,907
Other financial assets at fair value through other comprehensive income	按公平值計入其他全面收益的其他金融資產		2,045	2,400
Deferred tax assets	遞延稅項資產		1,214	1,025
			442,647	455,592
Current assets	流動資產			
Inventories	存貨	11	94,982	115,134
Trade and other receivables	貿易及其他應收款項	12	212,560	134,800
Other financial assets at fair value through profit or loss	按公平值計入損益之其他金融資產		17,004	29,174
Derivatives financial instruments	衍生金融工具		8,436	1,619
Pledged deposits	已抵押存款	13	1,942	4,590
Cash and cash equivalents	現金及現金等價物	14	165,441	137,969
			500,365	423,286
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	15	32,776	37,132
Derivatives financial instruments	衍生金融工具		168	157
Lease liabilities	租賃負債		82	23
Bank loans	銀行貸款	16	56,434	-
Tax payables	應付稅項		21,964	22,451
			111,424	59,763
Net current assets	流動資產淨值		388,941	363,523

Consolidated Statement of Financial Position – Unaudited (Continued)

綜合財務狀況表 – 未經審核 (續)

At 30 June 2021 於二零二一年六月三十日

(Expressed in Renminbi) (以人民幣列示)

		At 30 June 2021 於二零二一年 六月三十日	At 31 December 2020 於二零二零年 十二月三十一日
		RMB'000 人民幣千元	RMB'000 人民幣千元
Note	附註		
Total assets less current liabilities	總資產減流動負債	831,588	819,115
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債	70	53
Debentures	債券	4,487	4,535
Deferred tax liabilities	遞延稅項負債	2,894	1,925
		7,451	6,513
NET ASSETS	資產淨值	824,137	812,602
EQUITY	權益		
Share capital	股本	33,790	32,591
Reserves	儲備	789,647	780,011
Total equity attribute to equity shareholder of the company	歸屬於本公司股東之權益	823,437	812,602
Non-controlling interests	非控制性權益	700	-
TOTAL EQUITY	權益總額	824,137	812,602

The notes on pages 33 to 60 form part of this interim financial report.

第33頁至第60頁的附註為本中期財務報告的一部分。

Consolidated Statement of Changes in Equity – Unaudited

綜合權益變動表 – 未經審核

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月
(Expressed in Renminbi) (以人民幣列示)

		Attributable to equity holders of the Company 本公司權益持有人應佔						
		Share capital	Share premium	Exchange reserve	Statutory reserve	Fair value reserve (non-recycling) (不可轉回) 公平值儲備	Retained profits	Total
		股本 RMB'000 人民幣千元	股份溢價 RMB'000 人民幣千元	匯兌儲備 RMB'000 人民幣千元	法定儲備 RMB'000 人民幣千元	公平值儲備 (不可轉回) RMB'000 人民幣千元	保留溢利 RMB'000 人民幣千元	總額 RMB'000 人民幣千元
At 1 January 2020	於二零二零年一月一日	25,544	677,305	14,219	55,107	470	112,988	885,633
Changes in equity for the six months ended 30 June 2020:	截至二零二零年六月三十日止六個月權益變動:							
Loss for the period	期內虧損	-	-	-	-	-	(27,992)	(27,992)
Other comprehensive income	其他全面收益	-	-	1,814	-	(940)	-	874
Total comprehensive income for the period	期內全面收益總額	-	-	1,814	-	(940)	(27,992)	(27,118)
Issue of shares upon loan capitalisation	貸款資本化時發行股份	5,489	7,685	-	-	-	-	13,174
At 30 June 2020 and 1 July 2020	於二零二零年六月三十日及二零二零年七月一日	31,033	684,990	16,033	55,107	(470)	84,996	871,689
Changes in equity for the six months ended 31 December 2020:	截至二零二零年十二月三十一日止六個月權益變動:							
Loss for the period	期內虧損	-	-	-	-	-	(65,107)	(65,107)
Other comprehensive income	其他全面收益	-	-	448	-	389	-	837
Total comprehensive income for the period	期內全面收益總額	-	-	448	-	389	(65,107)	(64,270)
Share issued under share award scheme	根據股份獎勵計劃發行股份	1,558	3,625	-	-	-	-	5,183
At 31 December 2020	於二零二零年十二月三十一日	32,591	688,615	16,481	55,107	(81)	19,889	812,602

Consolidated Statement of Changes in Equity – Unaudited (Continued)

綜合權益變動表 – 未經審核 (續)

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月
(Expressed in Renminbi) (以人民幣列示)

		Attributable to equity holders of the Company 本公司權益持有人應佔								
		Share capital 股本 RMB'000 人民幣千元	Share premium 股份溢價 RMB'000 人民幣千元	Exchange reserve 匯兌儲備 RMB'000 人民幣千元	Statutory reserve 法定儲備 RMB'000 人民幣千元	Fair value reserve (non-recycling) 公平值儲備 (不可轉回) RMB'000 人民幣千元	Retained profits 保留溢利 RMB'000 人民幣千元	Total 總額 RMB'000 人民幣千元	Non-Controlling Interests 非控制性權益 RMB'000 人民幣千元	Total 總額 RMB'000 人民幣千元
At 1 January 2021	於二零二一年一月一日	32,591	688,615	16,481	55,107	(81)	19,889	812,602	-	812,602
Changes in equity for the six months ended 30 June 2021:	截至二零二一年六月三十日止六個月權益變動:									
Profit for the period	期內溢利	-	-	-	-	-	4,249	4,249	-	4,249
Other comprehensive income	其他全面收益	-	-	736	-	(302)	-	434	-	434
Total comprehensive income for the period	期內全面收益總額	-	-	736	-	(302)	4,249	4,683	-	4,683
Share issued under share award scheme	根據股份獎勵計劃發行股份	1,199	4,953	-	-	-	-	6,152	-	6,152
Capital contribution upon establishment of subsidiary	於成立附屬公司時之股本貢獻	-	-	-	-	-	-	-	700	700
At 30 June 2021	於二零二一年六月三十日	33,790	693,568	17,217	55,107	(383)	24,138	823,437	700	824,137

The notes on pages 33 to 60 form part of this interim financial report.

第33頁至第60頁的附註為本中期財務報告的一部分。

Consolidated Cash Flow Statement – Unaudited

綜合現金流量表 – 未經審核

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月
(Expressed in Renminbi) (以人民幣列示)

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年	2020 二零二零年
		RMB'000 人民幣千元	RMB'000 人民幣千元
	Note 附註		
Operating activities	經營活動		
Cash generated (used in)/from operations	經營業務(所用)/所得現金	(35,458)	66,577
Net cash (used in)/generate from operating activities	經營活動(所用)/所得現金淨額	(35,458)	66,577
Investing activities	投資活動		
Payment for the purchase of property, plant and equipment	就購買物業、廠房及設備付款	(8,728)	(5,797)
Proceed from disposal of other financial assets	出售其他金融資產所得款項	12,170	-
Interest received	已收利息	558	1,892
Net cash from (used in) investing activities	投資活動所得/(所用)現金淨額	4,000	(3,905)
Financing activities	融資活動		
Proceeds from new bank loans	新增銀行貸款所得款項	57,070	7,801
Repayments of bank loans	償還銀行貸款	(636)	(3,722)
Decrease/(increase) in pledged deposits	已抵押存款減少/(增加)	2,648	(26,280)
Interest paid	已付利息	(104)	(581)
Net cash from/(used in) financing activities	融資活動所得/(所用)現金淨額	58,978	(22,782)

Consolidated Cash Flow Statement – Unaudited (Continued)

綜合現金流量表－未經審核（續）

For the six months ended 30 June 2021 截至二零二一年六月三十日止六個月

(Expressed in Renminbi) (以人民幣列示)

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年	2020 二零二零年
		RMB'000 人民幣千元	RMB'000 人民幣千元
	Note 附註		
Net increase in cash and cash equivalents	現金及現金等價物增加淨額	27,520	39,890
Cash and cash equivalents at 1 January	於一月一日的現金及現金等價物	137,969	76,024
Effect of foreign exchange rate changes	匯率變動的影響	(48)	360
Cash and cash equivalents at 30 June	於六月三十日的現金及現金等價物	165,441	116,274

The notes on pages 33 to 60 form part of this interim financial report.

第33頁至第60頁的附註為本中期財務報告的一部分。

Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

1 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 (the “Listing Rules”), including compliance with International Accounting Standard (“IAS”) 34, Interim financial reporting, issued by the International Accounting Standards Board (“IASB”). It was authorised for issue by the Board of Directors on 30 August 2021.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2020 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2021 annual financial statements. Details of these changes in accounting policies are set out in note 2.

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.

This interim financial report contains 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 2020 annual financial statements. The consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with International Financial Reporting Standards (“IFRSs”).

1 編製基準

本中期財務報告乃遵照香港聯合交易所有限公司證券上市規則（「上市規則」）的適用披露條文編製，包括遵守由國際會計準則理事會（「國際會計準則理事會」）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。本中期財務報告於二零二一年八月三十日獲董事會授權刊發。

中期財務報告乃根據二零二零年年度財務報表採納的相同會計政策編製，惟預期將於二零二一年年度財務報表內反映的會計政策變動除外。此等會計政策變動的詳情載於附註2。

於編製符合國際會計準則第34號的中期財務報告時，管理層須作出判斷、估計及假設，而該等判斷、估計及假設影響政策的應用及按本年至今基準所呈報的資產及負債、收入及開支金額。實際結果可能有別於此等估計。

本中期財務報告載有綜合財務報表及經節選的解釋附註。附註載有對了解本集團自編製二零一九年年度財務報表以來的財政狀況及表現變動而言屬重大的事項及交易的闡釋。綜合中期財務報表及其附註不包括根據國際財務報告準則（「國際財務報告準則」）編製完整的財務報表所需的一切資料。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

1 BASIS OF PREPARATION – continued

The financial information relating to the financial year ended 31 December 2020 that is included in the interim financial report as comparative information does not constitute the company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The company has delivered the financial statements for the year ended 31 December 2020 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

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

2 CHANGES IN ACCOUNTING POLICIES

The IASB has issued a number of amendments to IFRSs that are first effective for the current accounting period of the Group. None of the 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.

1 編製基準—續

中期財務報告所載有關截至二零二零年十二月三十一日止財政年度的財務資料為比較資料，並不構成本公司該財政年度的法定年度綜合財務報表，惟有關財務資料乃摘錄自該等財務報表。有關根據香港公司條例(第622章)第436條須予披露的該等法定財務報表的進一步資料如下：

本公司已按公司條例第662(3)條及附表6第3部的規定，向公司註冊處處長送交截至二零二零年十二月三十一日止年度的財務報表。

本公司的核數師已呈報該等財務報表。核數師報告並無保留意見；並無提述核數師對其報告不發出保留意見之情況下曾強調須予注意之任何事宜；亦不載有根據《公司條例》第406(2)、407(2)或(3)條所指之聲明。

2 會計政策變動

香港會計師公會已頒佈若干香港財務報告準則的修訂，並於本集團的本會計期間首次生效。有關準則變化並無對本集團於本中期財務報告如何編製或呈列當前或過往期間業績及財務狀況構成重大影響。本集團並無採用任何於當前會計期間尚未生效的新準則或詮釋。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

3 REVENUE

The principal activities of the Group are manufacturing and sales of outdoor wooden products, engaging in projects of outdoor wooden products including the provision of design and installation services, retail sales of outdoor wooden products through selfoperated retail shops and manufacturing and sales of renewable energy products.

Revenue from contracts with customers within the scope of IFRS 15:

3 收入

本集團的主要業務為生產及銷售戶外木製品、從事戶外木製品項目(包括提供設計及安裝服務)、透過自營零售店零售戶外木製品以及生產及銷售再生能源產品。

於國際財務報告準則第15號範圍內的客戶合約收益：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元	2020 二零二零年 RMB'000 人民幣千元
Sales of outdoor wooden products	銷售戶外木製品	249,130	282,900
Retail sales of wooden products	零售木製品	-	-
Sales of renewable energy products	銷售再生能源產品	2,978	3,398
		252,108	286,298

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

3 REVENUE – continued

Revenue from contracts with customers

Disaggregation of revenue information

In the following table, revenue is disaggregated by primary geographical markets, major products and timing of revenue recognition.

3 收入－續

客戶合約收益

收入分類資料

下表按主要地理市場、主要產品及收入確認時間分類收入。

		Six months ended 30 June 2021 截至二零二一年六月三十日止六個月			
		Manufacturing and sales of wooden products 生產及 銷售木製品 RMB'000 人民幣千元	Retail sales of outdoor wooden products 零售 戶外木製品 RMB'000 人民幣千元	Manufacturing and sales of renewable energy products 生產及銷售 再生能源產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Primary geographical markets	主要地理市場				
The PRC (place of domicile)	中國(住所地)	2,922	-	2,978	5,900
North America	北美洲	54,368	-	-	54,368
Europe	歐洲	13,478	-	-	13,478
Asia Pacific (exclusive of the PRC)	亞太區(不包括中國)	7,370	-	-	7,370
Australasia	澳大利西亞	170,992	-	-	170,992
		249,130	-	2,978	252,108
Major products	主要產品				
Wooden products	木製品	249,130	-	-	249,130
Renewable energy products	再生能源產品	-	-	2,978	2,978
		249,130	-	2,978	252,108
Timing of revenue recognition	收入確認時間				
Product transferred at a point in time	產品轉移時的某個時間點	249,130	-	2,978	252,108

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外,以人民幣列示)

3 REVENUE – continued

Revenue from contracts with customers –
continued

Disaggregation of revenue information –
continued

3 收入—續

客戶合約收益—續

收入分類資料—續

Six months ended 30 June 2020
截至二零二零年六月三十日止六個月

	Manufacturing and sales of wooden products 生產及 銷售木製品 RMB'000 人民幣千元	Retail sales of outdoor wooden products 零售 戶外木製品 RMB'000 人民幣千元	Manufacturing and sales of renewable energy products 生產及銷售 再生能源產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元	
Primary geographical markets	主要地理市場				
The PRC (place of domicile)	中國(住所)	42,441	–	3,398	45,839
North America	北美洲	118,409	–	–	118,409
Europe	歐洲	16,814	–	–	16,814
Asia Pacific (exclusive of the PRC)	亞太區(不包括中國)	2,378	–	–	2,378
Australasia	澳大利西亞	102,858	–	–	102,858
		282,900	–	3,398	286,298
Major products	主要產品				
Wooden products	木製品	282,900	–	–	282,900
Renewable energy products	再生能源產品	–	–	3,398	3,398
		282,900	–	3,398	286,298
Timing of revenue recognition	收入確認時間				
Product transferred at a point in time	產品轉移時的某個時間點	282,900	–	3,398	286,298

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外,以人民幣列示)

3 REVENUE – continued

Revenue from contracts with customers – continued

Disaggregation of revenue information – continued

The following table provides information about trade receivables and contract liabilities from contracts with customers.

3 收入—續

客戶合約收益—續

收入分類資料—續

下表載列客戶合約所得貿易應收款項及合約負債的資料。

		30 June	31 December
		2021	2020
		二零二一年	二零二零年
		六月三十日	十二月三十一日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Trade receivables (note 12)	貿易應收款項 (附註12)	82,916	55,489
Contract liabilities (note 15)	合約負債 (附註15)	6,342	(5,698)

4 SEGMENT REPORTING

In a manner consistent with how the Group manages its business and the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has identified three reportable segments, namely Manufacturing and sales of wooden products, Retail sales of outdoor wooden products and Manufacturing and sales of renewable energy products. No operating segments have been aggregated to form the above reportable segments.

- Manufacturing and sales of wooden products: manufacturing and sales of outdoor wooden products to both domestic and overseas customers, and trading of timber.
- Retail sales of outdoor wooden products: retail sales of outdoor wooden products through selfoperated retail shops.
- Manufacturing and sales of renewable energy products: manufacturing and sales of biomass pellet fuel to both domestic and overseas customers.

4 分部呈報

按照與本集團管理其業務一致的方式,及與就資源分配及表現評估向本集團最高層管理人員內部呈報資料一致的方式,本集團已確定三個可呈報分部,即生產及銷售木製品、零售戶外木製品以及生產及銷售再生能源產品。本集團並無聚合經營分部以構成上述可呈報分部。

- 生產及銷售木製品: 向國內外客戶生產及銷售戶外木製品及木材貿易。
- 零售戶外木製品: 透過自營零售店零售戶外木製品。
- 生產及銷售再生能源產品: 生產及銷售生物質顆粒燃料予國內外客戶。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

4 SEGMENT REPORTING – continued

(a) Segment results

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

Reportable segment revenue represents the revenue derived from the Group's external customers by Manufacturing and sales of wooden products, Retail sales of outdoor wooden products and Manufacturing and sales of renewable energy products, respectively.

The measure used for reportable segment (loss)/profit is "(loss)/profit after taxation (excluding the after tax effect of government subsidies)" of Manufacturing and sales of wooden products, Retail sales of outdoor wooden products and Manufacturing and sales of renewable energy products, respectively.

A measurement of segment assets and liabilities is not provided regularly to the Group's most senior executive management and accordingly, no segment assets or liabilities information is presented.

4 分部呈報－續

(a) 分部業績

為評估分部表現及於各分部間分配資源，本集團最高層管理人員按下列基準監察來自各可呈報分部的業績：

可呈報分部收入指生產及銷售木製品、零售戶外木製品以及生產及銷售再生能源產品分別從本集團外部客戶所得的收入。

就可呈報分部(虧損)/溢利採用的計量單位為生產及銷售木製品、零售戶外木製品以及生產及銷售再生能源產品各自的「除稅後(虧損)/溢利(不包括政府補貼之稅後影響)」。

分部資產及負債的計量乃不定期向本集團最高層管理人員提供，故並無呈列分部資產或負債資料。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

4 SEGMENT REPORTING – continued

(a) Segment results – 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 six months ended 30 June 2021 and 2020 is set out below:

4 分部呈報－續

(a) 分部業績－續

於截至二零二一年及二零二零年六月三十日止六個月，就資源分配及分部表現評估向本集團最高層管理人員提供的有關本集團可呈報分部的資料載列如下：

		Six months ended 30 June 2021 截至二零二一年六月三十日止六個月			
		Manufacturing and sales of wooden products 生產及 銷售木製品 RMB'000 人民幣千元	Retail sales of outdoor wooden products 零售 戶外木製品 RMB'000 人民幣千元	Manufacturing and sales of renewable energy products 生產及銷售 再生能源產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Revenue derived from the Group's external customers	源自本集團外部 客戶的收入	249,130	–	2,978	252,108
Inter-segment revenue	分部間收入	3,269	–	1,584	4,853
Reportable segment revenue	可呈報分部收入	252,399	–	4,562	256,961
Reportable segment profit/(loss) profit/(loss) after taxation (excluding the after tax effect of government subsidies)	可呈報分部溢利/(虧損) (除稅後溢利/(虧損) (不包括政府補貼之 稅後影響))	10,304	(3)	359	10,660

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

4 SEGMENT REPORTING – continued

(a) Segment results – continued

4 分部呈報 – 續

(a) 分部業績 – 續

		Six months ended 30 June 2020 截至二零二零年六月三十日止六個月			
		Manufacturing and sales of wooden products 生產及 銷售木製品 RMB'000 人民幣千元	Retail sales of outdoor wooden products 零售 戶外木製品 RMB'000 人民幣千元	Manufacturing and sales of renewable energy products 生產及銷售 再生能源產品 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Revenue derived from the Group's external customers	源自本集團外部 客戶的收入	282,900	–	3,398	286,298
Inter-segment revenue	分部間收入	20,569	–	1,275	21,844
Reportable segment revenue	可呈報分部收入	303,469	–	4,673	308,142
Reportable segment (loss)/ profit (loss)/profit after taxation (excluding the after tax effect of government subsidies)	可呈報分部(虧損)/溢利 (除稅後(虧損)/溢利 (不包括政府補貼之 稅後影響))	(31,730)	(4)	377	(31,357)

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

4 SEGMENT REPORTING – continued

(b) Reconciliations of reportable segment revenue and reportable segment profit/(loss)

4 分部呈報—續

(b) 可呈報分部收入與可呈報分部溢利／(虧損)的對賬

Six months ended 30 June
截至六月三十日止六個月

2021	2020
二零二一年	二零二零年
RMB'000	RMB'000
人民幣千元	人民幣千元

Revenue	收入		
Reportable segment revenue	可呈報分部收入	256,961	308,142
Elimination of inter-segment revenue	抵銷分部間收入	(4,853)	(21,844)
Consolidated revenue	綜合收入	252,108	286,298
Profit/(loss)	溢利／(虧損)		
Reportable segment profit/(loss) derived from the Group's external customers	源自本集團外部客戶的可呈報分部溢利／(虧損)	10,660	(31,357)
Government subsidies (net of tax)	政府補貼(扣除稅項)	3,055	6,401
Unallocated head office and corporate expenses	未分配總辦事處及公司開支	(9,466)	(3,036)
Consolidated profit/(loss) after taxation	綜合除稅後溢利／(虧損)	4,249	(27,992)

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

4 SEGMENT REPORTING – continued

(c) Geographic information

Revenue from external customers

The geographical location of customers is based on the location at which the goods were delivered.

4 分部呈報 – 續

(c) 地域資料

源自外部客戶收入

客戶的地理位置以貨品交付地點為準。

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
The PRC (place of domicile)	中國(住所地)	5,900	45,839
North America	北美洲	54,368	118,409
Europe	歐洲	13,478	16,814
Asia Pacific (exclusive of the PRC)	亞太區(不包括中國)	7,370	2,378
Australasia	澳大利西亞	170,992	102,858
		246,208	240,459
		252,108	286,298

5 SEASONALITY OF OPERATIONS

The Group's operations are not subject to significant seasonal fluctuations. Sales revenue recorded in the first and second half of the financial year is not affected by seasonal fluctuations.

5 經營季節性

本集團業務並無受重大季節性波動所影響。於財政年度上半年及下半年錄得的銷售收入並無受季節性波動所影響。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

6 OTHER REVENUE AND OTHER NET GAIN/ (LOSS)

(a) Other revenue

		Six months ended 30 June 截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interest income on bank deposits	銀行存款利息收入	558	1,892
Government subsidies	政府補貼	3,055	6,401
Other	其他	957	1,669
		4,570	9,962

The Group received unconditional government subsidies of RMB3,055,000 (six months ended 30 June 2020: RMB6,401,000) for the six months ended 30 June 2021. These government subsidies were granted to Fujian Zhangping Kimura Forestry Products Co., Ltd. ("Zhangping Kimura") for subsidising various expenses already incurred and were recognised as other revenue when they became receivable.

截至二零二一年六月三十日止六個月，本集團收取無條件政府補貼人民幣3,055,000元（截至二零二零年六月三十日止六個月：人民幣6,401,000元）。福建省漳平木村林產有限公司（「漳平木村」）獲授此等政府補貼以補貼其已產生的多項開支及於可收取時確認為其他收入。

(b) Other net gain/(loss)

		Six months ended 30 June 截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Net foreign exchange gain	匯兌收益淨額	1,384	673
Changes in fair value of derivative financial instruments	衍生金融工具公平值變動	5,903	(3,146)
Others	其他	(700)	996
		6,587	(1,477)

(b) 其他收益／（虧損）淨額

Six months ended 30 June
截至六月三十日止六個月

2021 **2020**
二零二一年 二零二零年
RMB'000 **RMB'000**
人民幣千元 人民幣千元

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

7 LOSS BEFORE TAXATION

Loss before taxation is arrived at after charging:

(a) Finance costs

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interest expense on bank loans and debentures	銀行貸款及債券的利息開支	104	702
Interest on lease liabilities	租賃負債的利息	5	5
		109	707

(b) Other items

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Cost of inventories	存貨成本	215,234	289,935
Depreciation of property, plant and equipment	物業、廠房及設備折舊	17,708	11,699
Amortisation of lease prepayments	租賃預付款攤銷	667	751
Depreciation of right-of-use assets	使用權資產折舊	13	98
Research and development costs	研發成本	8,412	9,029

7 除稅前虧損

除稅前虧損經扣除下列各項後得出：

(a) 融資成本

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元

(b) 其他項目

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

8 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Income tax in the consolidated statement of profit or loss represents:

8 綜合損益表內的所得稅

綜合損益表內的所得稅指：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Current tax – PRC	即期稅項－中國		
corporate income tax	企業所得稅	120	129
Deferred tax expense/(credit)	遞延稅項費用／(抵免)	1,052	(728)
		1,172	(599)

- (i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands (“BVI”), the Group is not subject to any income tax in the Cayman Islands and the BVI.

No provision was made for Hong Kong Profits Tax as the Group did not earn any assessable profits subject to Hong Kong Profits Tax during the six months ended 30 June 2021 and 2020.

- (ii) Zhangping Kimura applied and was approved for the High and New Technology Entities qualification under the PRC Corporate Income Tax Law and its relevant regulations during 2019, and therefore is entitled to the preferential income tax rate of 15% for a period of three years from 2019 to 2021.

The Group’s other PRC subsidiaries are subject to PRC corporate income tax at the statutory rate of 25%.

- (i) 根據開曼群島及英屬處女群島(「英屬處女群島」)的法則及法規，本集團毋須在開曼群島及英屬處女群島繳納任何所得稅。

截至二零二零年及二零一九年六月三十日止六個月，本集團並無賺取須繳納香港利得稅的任何應課稅溢利，故並無就香港利得稅計提撥備。

- (ii) 漳平木村已於二零一九年根據中國企業所得稅法及其相關法規申請並獲得高新技術企業的認證資格，故於二零一九年至二零二一年三年期間有權享有15%的優惠所得稅稅率。

本集團其他中國附屬公司須按25%法定稅率繳納中國企業所得稅。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外·以人民幣列示)

9 LOSS PER SHARE

The calculation of basic and dilute loss per share for the six months ended 30 June 2021 is based on the profit attributable to equity shareholders of the Company of RMB4,249,000 (six months ended 30 June 2020: RMB27,992,000) and weighted average of 798,098,590 shares (six months ended 30 June 2020: 711,170,181 shares) in issue during the six months ended 30 June 2020.

10 PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group acquired items of plant and machinery with a cost of RMB7,605,000 (six months ended 30 June 2020: RMB1,811,000).

9 每股虧損

截至二零二一年六月三十日止六個月的每股基本及攤薄虧損乃按截至二零二一年六月三十日止六個月的本公司權益持有人應佔水溢利人民幣4,249,000元(二零二零年六月三十日止六個月虧損:人民幣27,992,000元)·以及截至二零二零年六月三十日止六個月的798,098,590股已發行股份(二零二零年六月三十日止六個月:711,170,181股股份)的加權平均數計算。

10 物業、廠房及設備

截至二零二一年六月三十日止六個月·本集團購入廠房及機器項目的成本為人民幣7,605,000元(截至二零二零年六月三十日止六個月:人民幣1,811,000元)。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外,以人民幣列示)

11 INVENTORIES

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Raw materials	原材料	62,022	75,687
Work in progress	在製品	23,097	21,652
Finished goods	製成品	9,863	17,795
		94,982	115,134

There was no write down of inventories during the six months ended 30 June 2021 and 2020.

截至二零二一年及二零二零年六月三十日止六個月概無撇減存貨。

12 TRADE AND OTHER RECEIVABLES

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Trade receivables	貿易應收款項	105,825	77,828
Less: Loss allowance	減: 虧損撥備	(22,909)	(22,339)
Total trade receivables	貿易應收款項總額	82,916	55,489
Prepayment for raw materials	原材料預付款	111,822	68,466
Amount due from a related company	應收關聯公司款項	63	67
Prepayments and other receivables	預付款項及其他應收款項	19,009	12,028
Less: Loss allowance	減: 虧損撥備	(1,250)	(1,250)
Total other receivables	其他應收款項總額	127,417	79,311
		212,560	134,800

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

12 TRADE AND OTHER RECEIVABLES – continued

All of the trade and other receivables, apart from those balances specified in note above are expected to be recovered or recognised as expense within one year.

(a) Ageing analysis

As at 30 June 2021, the ageing analysis of trade and bills receivables (which are included in trade and other receivables), based on invoice date and net of allowances of doubtful debts, is as follows:

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Within 1 month	於1個月內	42,862	20,576
1 to 2 months	1至2個月	20,969	21,361
2 to 3 months	2至3個月	10,099	2,986
Over 3 months	超過3個月	8,986	10,566
		82,916	55,489

Trade and bills receivables are normally due within 90 days to 180 days from the date of billing.

13 PLEDGED DEPOSITS

Pledged deposits with banks have been placed as security for banking facilities and financial derivative instruments issued by banks to the Group.

12 貿易及其他應收款項－續

除上文附註指明的該等結餘外，預計所有貿易及其他應收款項將於一年內收回或確認為開支。

(a) 賬齡分析

於二零二一年六月三十日，按發票日期並扣除呆賬備抵的貿易應收款項及應收票據（已計入貿易及其他應收款項）賬齡分析如下：

貿易應收款項及應收票據一般於出具發票日期起計90日至180日內到期。

13 已抵押存款

抵押予銀行的存款已用作銀行向本集團發出銀行融資及金融衍生工具的抵押。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外,以人民幣列示)

14 CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the consolidated statement of financial position and consolidated cash flow statement comprise:

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Deposits with banks and other financial institutions	銀行及其他財務機構存款	109,775	39,861
Cash at bank and in hand	銀行及手頭現金	55,666	98,108
		165,441	137,969

15 TRADE AND OTHER PAYABLES

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Trade and bills payables (note (a))	貿易應付款項及應付票據(附註(a))	9,820	14,092
Contract liabilities (note (b))	合約負債(附註(b))	6,342	5,698
Amount due to a director	應付一名董事款項	11	13
Other payables and accruals (note i)	其他應付款項及應計費用(附註i)	16,603	17,329
		32,776	37,132

Note:

- i Balance mainly represent salaries, wages, bonus and other accrued benefits, and payables for the purchase of property, plant and equipment.

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

14 現金及現金等價物

於綜合財務狀況表及綜合現金流量表內的現金及現金等價物包括:

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Deposits with banks and other financial institutions	銀行及其他財務機構存款	109,775	39,861
Cash at bank and in hand	銀行及手頭現金	55,666	98,108
		165,441	137,969

15 貿易及其他應付款項

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Trade and bills payables (note (a))	貿易應付款項及應付票據(附註(a))	9,820	14,092
Contract liabilities (note (b))	合約負債(附註(b))	6,342	5,698
Amount due to a director	應付一名董事款項	11	13
Other payables and accruals (note i)	其他應付款項及應計費用(附註i)	16,603	17,329
		32,776	37,132

附註:

- i 結餘主要指薪金、工資、花紅及其他應計福利以及購買物業、廠房及設備的應付款項。

所有上述結餘預計將於一年內償付或按要求償還。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

15 TRADE AND OTHER PAYABLES – continued

- (a) A maturity analysis of the trade payables is as follows:

As at 30 June 2021, the maturity analysis of the trade payables balance is as follows:

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Within 1 month	1個月內	6,039	1,215
1 to 2 months	1至2個月	2,595	451
2 to 3 months	2至3個月	13	2,618
Over 3 months	超過3個月	1,173	9,808
		9,820	14,092

- (b) Contract liabilities

The contract liabilities represented the aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied as of the end of the reporting period. The Group expects the transaction price allocated to the unsatisfied performance obligations will be recognised as revenue when the Group transfers goods to the customer.

The contract liabilities represented receipt in advance from customers for goods that have not yet been transferred to the customers. As at 30 June 2021 and 31 December 2020, the contract liabilities mainly included the receipt in advance received from sales of wooden products. The contract liabilities increase by RMB370,000 during the six months ended 30 June 2021 primarily due to the decrease in sales with receipt in advance.

During the six months ended 30 June 2021, all brought-forward contract liabilities at the beginning of the financial period were fully recognised as revenue.

15 貿易及其他應付款項－續

- (a) 貿易應付款項的到期日分析如下：

於二零二一年六月三十日，貿易應付款項結餘的到期日分析如下：

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Within 1 month	1個月內	6,039	1,215
1 to 2 months	1至2個月	2,595	451
2 to 3 months	2至3個月	13	2,618
Over 3 months	超過3個月	1,173	9,808
		9,820	14,092

- (b) 合約負債

合約負債指截至報告期末分配至未完成履約責任的交易價格總額。本集團預期分配至未完成履約責任的交易價格將於本集團向客戶轉移貨品時確認為收益。

合約負債指預收尚未向客戶轉移貨物的客戶款項。於二零二一年六月三十日及二零二零年十二月三十一日，合約負債主要包括銷售木製品收到的預收款項。截至二零二一年六月三十日止六個月，合約負債增加人民幣370,000元，主要由於銷售預收款項減少所致。

截至二零二一年六月三十日止六個月，財政期初的所有承前合約負債均已悉數確認為收入。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

15 TRADE AND OTHER PAYABLES – continued

(b) Contract liabilities – continued

Sales deposits

Typical payment terms which impact on the amount of contract liabilities recognised are as follows:

When the Group receives a deposit before the delivery of goods, this will give rise to contract liabilities at the start of a contract, until the revenue recognised exceeds the amount of the deposit. The amount of the sales deposit, if any, was negotiated on a case by case basis with customers.

15 貿易及其他應付款項－續

(b) 合約負債－續

銷售按金

對經確認合約資產金額構成影響的一般支付條款如下：

當本集團在交付貨物之前收到按金時，按金將於合約開始時產生合約負債，直到確認的收入超過按金額。銷售按金的金額（如有）乃根據具體情況與客戶協商而定。

		At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	At 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
At 1 January	於一月一日	5,698	4,213
Amounts included in contract liabilities that was recognised as revenue during the year	於年內確認為收益的合約負債內列賬的款項	(5,698)	(1,613)
Cash received in advance of performance and not recognised as revenue during the year	就表現預收及於年內並未確認為收益的現金	6,342	3,098
At 30 June/31 December	於六月三十日／十二月三十一日	6,342	5,698

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

16 BANK LOANS

- (a) As at 30 June 2021, the bank loans were repayable as follows:

	At 30 June 2021	At 31 December 2020
	於二零二一年 六月三十日	於二零二零年 十二月三十一日
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Within 1 year or on demand	56,434	-
一年內或按要求		

- (b) As at 30 June 2021, the bank facilities available were as follows:

	At 30 June 2021	At 31 December 2020
	於二零二一年 六月三十日	於二零二零年 十二月三十一日
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Bank facilities available – Secured	41,266	97,700
可動用的銀行融資 — 有抵押		

17 DEBENTURES

The Group entered into agreements with two individual third parties issuing unsecured debentures with principal amounting to HK\$20,000,000 during year 2018. The debentures are bearing interest at 3% per annum, unsecured and repayable on 29 August 2022.

On 22 December 2019, the Company entered into the subscription agreements with debenture holders, to capitalise partial amounts of debenture together with accrued interest thereon in the amount of HK\$14,824,000 (equivalent to RMB13,279,000) by issuing an aggregate of 123,533,400 new shares at HK\$0.12. The capitalisation has been completed on 14 February 2020.

16 銀行貸款

- (a) 於二零二一年六月三十日，須償還的銀行貸款如下：

	At 30 June 2021	At 31 December 2020
	於二零二一年 六月三十日	於二零二零年 十二月三十一日
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Within 1 year or on demand	56,434	-
一年內或按要求		

- (b) 於二零二一年六月三十日，可動用的銀行融資如下：

	At 30 June 2021	At 31 December 2020
	於二零二一年 六月三十日	於二零二零年 十二月三十一日
	RMB'000	RMB'000
	人民幣千元	人民幣千元
Bank facilities available – Secured	41,266	97,700
可動用的銀行融資 — 有抵押		

17 債券

本集團於二零一八年度與兩名個別第三方訂立協議發行本金為20,000,000港元之無抵押債券。該等債券之年利率為3%，無抵押並應於二零二二年八月二十九日償還。

於二零一九年十二月二十二日，本公司與債券持有人訂立認購協議，通過以每股0.12港元發行合共123,533,400股新股，將部分債券及其應計利息14,824,000港元（折合人民幣13,279,000元）資本化。資本化已於二零二零年二月十四日完成。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

18 CAPITAL, RESERVES AND DIVIDENDS

(a) Dividends

- (i) The Board of Directors does not recommend the payment of an interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

(b) Share capital

On 20 April 2021, the board of directors of the Company has resolved to award an aggregate of 66,618,016 Award Shares to 13 selected participants under the Share Award Scheme (“2021 Award”). The award of Award Shares under the 2021 Award will be settled by way of: (i) issue and allotment of 36,970,000 new Shares pursuant to the general mandate granted by the Shareholders to the Directors at the annual general meeting of the Company held on 29 May 2020 to issue, allot and deal with new Shares not exceeding 20% of the total number of Shares in issue as of 29 May 2020 (i.e 148,240,080 Shares) (the “New Award Shares”) and (ii) issue and allotment of 29,648,016 new Shares pursuant to a specific mandate to be obtained in the extraordinary general meeting held on 31 May 2021 (the “Connected Award Shares”).

18 資本、儲備及股息

(a) 股息

- (i) 董事會並不建議就截至二零二一年六月三十日止六個月派付中期股息(截至二零二零年六月三十日止六個月:無)。

(b) 股本

於二零二一年四月二十日，本公司董事會(「董事會」)議決根據股份獎勵計劃向13名選定參與者授出合共66,618,016股獎勵股份(「2021年獎勵」)。於2021年獎勵下授予之獎勵股份將以以下方式結算：(i)根據股東於二零二零年五月二十九日舉行的本公司股東周年大會上授予董事發行及配發不超過於二零二零年五月二十九日已發行股份總數的20%(即148,240,080股)之新股份之一般授權(「一般授權」)，發行及配發36,970,000股新股份(「新獎勵股份」)；及(ii)根據將於股東特別大會(「股東特別大會」)取得之特別授權(「特別授權」)發行及配發29,648,016股新股份(「關聯獎勵股份」)。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

18 CAPITAL, RESERVES AND DIVIDENDS – *continued*

(b) Share capital – *continued*

Under the 2021 Award, out of the 66,618,016 Award Shares granted to the 13 Selected Participants, (i) 36,970,000 New Award Shares were granted to 11 Selected Participants who are mainly senior and middle management of the Group and/or staff who served the Group for a long period of time and (ii) 29,648,016 Connected Award Shares were granted to Mr. Wu Zheyang and Ms Xie Qingmei as to 14,824,008 Shares and 14,824,008 Shares respectively, who are the Directors of the Company.

The Award Shares and the Connected Award Shares had neither any vesting period nor condition.

(c) Reserves

Fair value reserve (non-recycling)

The fair value reserve (non-recycling) comprises the cumulative net change in the fair value of equity investments designated as FVOCI under IFRS 9 that are held at the end of the reporting period.

18 資本、儲備及股息 – 續

(b) 股本 – 續

根據2021年獎勵，在授予13名選定參與者的66,618,016股獎勵股份中，(i) 36,970,000股新獎勵股份已授予11名主要是本集團的中高層管理人員及／或為本集團服務長時間的員工之選定參與者，及(ii) 29,648,016股關聯獎勵股份當中14,824,008股及14,824,008股已分別授予吳哲彥先生及謝清美女士（彼等為本公司董事及關聯人士）。

獎勵股份及關聯獎勵股份並無任何歸屬期或條件。

(c) 儲備

公平值儲備（不可轉回）

公平值儲備（不可轉回）包括於報告期末持有的根據國際財務報告準則第9號指定以公平值計入其他全面收益的股本投資的公平值累計變動淨額。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

(a) Financial assets measured at fair value

As at 30 June 2021, the Group's derivative financial instruments assets and liabilities amounting to RMB8,426,000 and RMB168,000 respectively (31 December 2020: assets and liabilities of RMB1,619,000 and RMB157,000 respectively) were carried at fair value, and these instruments fall into Level 2 of the fair value hierarchy as defined in IFRS 13, Fair value measurement.

During the six months ended 30 June 2021 and 2020, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

(i) Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of forward exchange contracts, currency swap, interest rate swap and currency option in Level 2 is determined by discounting the contractual forward price and deducting the current spot rate. The discount rate used is derived from the relevant government yield curve as at the end of reporting period plus an adequate constant credit spread.

There were no other financial assets or liabilities carried at fair value as at 30 June 2020 and 31 December 2019.

19 金融工具的公平值計量

(a) 按公平值計量的金融資產

於二零二一年六月三十日，本集團的衍生金融工具資產及負債分別為人民幣8,426,000元及人民幣168,000元（二零二零年十二月三十一日：資產及負債分別為人民幣1,619,000元及人民幣157,000元）按公平值列賬，該等工具屬於國際財務報告準則第13號：公平值計量定義的公平值等級的第二級。

截至二零二一年及二零二零年六月三十日止六個月，第一級與第二級工具間並無轉移，亦無轉入第三級或自第三級轉出。本集團的政策為於公平值等級的各級在報告期末發生轉移時確認有關轉移。

(i) 第二級公平值計量使用的估值技術及輸入數據

第二級的遠期外匯合約、貨幣掉期、利率掉期及貨幣期權公平值乃透過貼現合約遠期價格及扣除現有即期利率而釐定。所使用貼現率按於報告期末相關政府債券孳息率加足夠固定信貸息差而計算得出。

於二零二零年六月三十日及二零一九年十二月三十一日，概無其他按公平值列賬的金融資產或負債。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

19 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS – continued

- (b) Fair values of financial assets and liabilities carried at other than fair value

The carrying values of the Group's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 30 June 2021 and 31 December 2020.

20 COMMITMENTS

There were no capital commitments outstanding at 30 June 2020 not provided for in these consolidated financial statements.

21 MATERIAL RELATED PARTY TRANSACTIONS

The Group entered into the following significant related party transactions during the periods presented.

- (a) Name and relationship with related parties

During the periods presented, the directors are of the view that related parties of the Group include the following entity:

19 金融工具的公平值計量—續

- (b) 未按公平值列賬的金融資產及負債的公平值

本集團按成本或攤銷成本列賬的金融工具賬面值與彼等於二零二一年六月三十日及二零二零年十二月三十一日的公平值並無重大差異。

20 承擔

於此等綜合財務報表內並無未作出撥備且於二零二零年六月三十日尚未償還的資本承擔。

21 重大關聯方交易

本集團於呈報期間訂立下列重大關聯方交易。

- (a) 關聯方名稱及與關聯方的關係

於呈報期間，董事認為，本集團的關聯方包括下列實體：

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

21 MATERIAL RELATED PARTY TRANSACTIONS

– continued

(a) Name and relationship with related parties – continued

Name of party
關聯方名稱

21 重大關聯方交易—續

(a) 關聯方名稱及與關聯方的關係—續

Relationship
關係

Green Seas Capital Limited

A private company controlled by Wu Zheyang. Wu Zheyang is a director of the Company.

Green Seas Capital Limited

吳哲彥控制的私營公司。吳哲彥為本公司董事。

Jiangxi Lvyuan Trading Co., Ltd (“Lvyuan”).*

江西綠源貿易有限公司 (De-registered on 16 March 2020)

江西綠源貿易有限公司 (已於二零二零年三月十六日註銷)

An associate of the Group.

本集團之聯營公司。

Longyan Deliyuan Biomass Energy Co., Ltd.*

龍岩市得利源生物能源有限公司 (De-registered on 23 November 2020)

龍岩市得利源生物能源有限公司 (已於二零二零年十一月二十三日註銷)

An associate of the Group.

本集團之聯營公司。

Zhangping Ruisheng Wood Structure Materials Co., Ltd. (“Ruisheng Wood”) (Formerly known as “Fujian Longyan Zhangping Weston Wood Component and Material Company Limited”)*

漳平瑞昇木結構材料有限公司 (「瑞昇木結構」) (前稱: 福建省龍岩市漳平威斯頓木結構材料有限公司)

漳平瑞昇木結構材料有限公司 (「瑞昇木結構」) (前稱: 「福建省龍岩市漳平威斯頓木結構材料有限公司」)

An associate of the Group and became a subsidiary of the Company on 10 September 2020.

本集團的聯營公司，於二零二零年九月十日成為本公司的附屬公司。

* The English translation of the name is for reference only. The official name of these related parties is in Chinese.

* 名稱的英文翻譯僅供參考。該等關聯方的法定名稱為中文。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

21 MATERIAL RELATED PARTY TRANSACTIONS

– continued

(b) Significant related party transactions

Particulars of significant related party transactions during the periods presented are as follows:

21 重大關聯方交易—續

(b) 重大關聯方交易

呈報期間內重大關聯方交易的詳情如下：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Sales of wooden products to Ruisheng Wood	向瑞昇木結構銷售木製品	–	11,616
Sales of renewable energy products to Ruisheng Wood	向瑞昇木結構銷售再生能源產品	–	287
Purchase of raw materials from Ruisheng Wood	向瑞昇木結構採購原材料	–	16,353

The directors confirm that the above sales and purchase transactions are entered into with trading terms similar to those with third parties.

董事確認，上述買賣交易乃以與彼等與第三方訂立的類似交易條款訂立。

Notes to the Unaudited Interim Financial Report (Continued)

未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有指示外，以人民幣列示)

21 MATERIAL RELATED PARTY TRANSACTIONS 21 重大關聯方交易—續

– continued

(c) Amount due from related company

(c) 應收關聯公司款項

RMB'000
人民幣千元

Amount due from Green Seas Capital Limited	應收Green Seas Capital Limited款項	
Balance at	結餘於	
– 1 January 2020	– 二零二零年一月一日	69
– 31 December 2020 and 1 January 2021	– 二零二零年十二月三十一日及二零二一年一月一日	65
– 30 June 2021	– 二零二一年六月三十日	63
Maximum balance outstanding	最高未償還結餘	
– during 2021	– 於二零二一年	65
– during 2020	– 於二零二零年	69

The amount due from related company was unsecured, interest-free and repayable on demand.

應收關聯公司款項為無抵押、免息及按要求償還。

(d) Key management personnel remuneration

(d) 主要管理層人員薪酬

Remuneration for key management personnel of the Group is as follows:

本集團主要管理層人員薪酬如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元	2020 二零二零年 RMB'000 人民幣千元
Short-term employee benefits	短期僱員福利	1,169	1,753
Equity-settled share award scheme expenses	以股權結算的股份獎勵計劃開支	3,606	–
Retirement scheme contributions	退休計劃供款	3	3
		4,778	1,756



**CHINA ENVIRONMENTAL TECHNOLOGY AND
BIOENERGY HOLDINGS LIMITED**
中科生物控股有限公司

股息

董事會不建議就截至二零二一年六月三十日止六個月期間派付任何中期股息。

於聯交所及本公司網站刊登二零二一年度的中期報告

本公佈亦會刊登於聯交所 (www.hkexnews.hk) 及本公司 (www.merrygardenholdings.com) 網站，而載有上市規則規定所有資料的本公司二零二一年度的中期報告，將於適當時候寄發予股東及分別刊登於本公司及聯交所各自的網站。

致謝

本人希望藉此機會，對於本集團管理層及員工的竭誠盡責、勤勉投入，以及對於股東、供應商、客戶及銀行方面的不斷支持，致以由衷謝忱。

承董事會命
中科生物控股有限公司
主席
謝清美

中國，漳平，二零二一年八月三十日

於本公告日期，本公司執行董事為謝清美女士及吳哲彥先生及本公司獨立非執行董事為藍顯賜先生、金重為教授及蘇文強教授。