



Net-a-Go Technology Co., Ltd 網譽科技有限公司

(Formerly known as U Banquet Group Holding Limited 前稱譽宴集團控股有限公司)
(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: 1483



INTERIM REPORT 2021 中期報告

CORPORATE INFORMATION

Directors

Executive Directors:

Mr. Sang Kangqiao (*Chairman*)
Mr. Cui Peng
Mr. Xu Wenze

Independent Non-executive Directors:

Mr. Lam Ka Tak
Mr. Xu Zhihao
Mr. Wong Sincere

Audit Committee

Mr. Lam Ka Tak (*Chairman*)
Mr. Xu Zhihao
Mr. Wong Sincere

Remuneration Committee

Mr. Wong Sincere (*Chairman*)
Mr. Sang Kangqiao
Mr. Lam Ka Tak

Nomination Committee

Mr. Sang Kangqiao (*Chairman*)
Mr. Xu Zhihao
Mr. Wong Sincere

Company Secretary

Mr. Yu Kin Man Duncan

Authorised Representatives

Mr. Cui Peng
Mr. Yu Kin Man Duncan

公司資料

董事

執行董事：

桑康喬先生 (*主席*)
崔鵬先生
許文澤先生

獨立非執行董事：

林嘉德先生
徐志浩先生
黃誠思先生

審核委員會

林嘉德先生 (*主席*)
徐志浩先生
黃誠思先生

薪酬委員會

黃誠思先生 (*主席*)
桑康喬先生
林嘉德先生

提名委員會

桑康喬先生 (*主席*)
徐志浩先生
黃誠思先生

公司秘書

余健文先生

授權代表

崔鵬先生
余健文先生



Registered Office

Vistra (Cayman) Limited
P.O. Box 31119 Grand Pavilion
Hibiscus Way, 802 West Bay Road
Grand Cayman KY1-1205
Cayman Islands

Head Office and Principal Place of Business in Hong Kong

Suite 1201,
1111 King's Road, Taikoo Shing
Hong Kong

Principal Share Registrar and Transfer Office in the Cayman Islands

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
P.O. Box 1350, Grand Cayman
KY1-1108
Cayman Islands

Branch Share Registrar and Transfer Office in Hong Kong

Union Registrars Limited
Suites 3301-04, 33/F
Two Chinachem Exchange Square
338 King's Road
North Point
Hong Kong

Principal Bankers

Hang Seng Bank
China Citic Bank International

Auditor

PricewaterhouseCoopers
Certified Public Accountants and Registered PIE Auditor

Stock Code

1483

Company's Website

www.netago.hk

註冊辦事處

Vistra (Cayman) Limited
P.O. Box 31119 Grand Pavilion
Hibiscus Way, 802 West Bay Road
Grand Cayman KY1-1205
Cayman Islands

香港總部及主要營業地點

香港太古城
英皇道1111號
1201室

開曼群島主要股份過戶登記處

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
P.O. Box 1350, Grand Cayman
KY1-1108
Cayman Islands

香港股份過戶登記分處

聯合證券登記有限公司
香港
北角
英皇道338號
華懋交易廣場二期
33樓3301-04室

主要往來銀行

恒生銀行
中信銀行（國際）

核數師

羅兵咸永道會計師事務所
執業會計師及註冊公眾利益
實體核數師

股份代號

1483

公司網站

www.netago.hk



FINANCIAL HIGHLIGHTS

For the six months period ended 30 June 2021 (the "Interim Period"), unaudited operating results of the Group (as defined below) were as follows:

- Revenue from continuing operations reached approximately HK\$158,099,000 representing an increase of 27.7% compared to the same period of the previous financial year;
- Profit from continuing operations attributable to shareholders of the Company increased by 143.6% to HK\$22,846,000 for the Interim Period as compared to HK\$9,378,000 for the same period of previous financial year;
- Basic and diluted earnings per share for the Interim Period based on weighted average number of ordinary shares was HK3.11 cents;
- No dividend was declared for the Interim Period.

財務摘要

截至二零二一年六月三十日止六個月期間（「中期期間」），本集團（定義見下文）未經審核經營業績如下：

- 來自持續經營業務的收益達約158,099,000港元，較上一個財政年度同期增加27.7%；
- 於中期期間，本公司股東應佔來自持續經營業務的溢利較上一個財政年度同期的9,378,000港元增加143.6%至22,846,000港元；
- 中期期間之每股基本及攤薄盈利（乃基於普通股加權平均數計算得出）為3.11港仙；
- 概無宣派中期期間之股息。

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2021

The board of directors (the “Board”) of Net-a-Go Technology Company Limited (formerly known as U Banquet Group Holding Limited) (the “Company”) is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (the “Group”) for the Interim Period together with the comparative unaudited figures for the corresponding period in 2020 as follows:

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月之中期業績

網譽科技有限公司(前稱譽宴集團控股有限公司) (「本公司」) 董事會(「董事會」)欣然宣佈本公司及其附屬公司(「本集團」)於中期期間之未經審核綜合中期業績，連同二零二零年同期之未經審核比較數字如下：

簡明綜合全面收益表

截至二零二一年六月三十日止六個月

		Unaudited for the six months ended 30 June 截至六月三十日 止六個月 未經審核	
		2021	2020
		HK\$'000	HK\$'000
		千港元	千港元
	Note 附註		
Continuing operations	持續經營業務		
Revenue	4	158,099	123,759
Cost of revenue		(119,594)	(81,620)
Gross profit		38,505	42,139
Amortisation		(10,272)	(9,529)
General and administrative expenses		(14,502)	(6,645)
Other income	5	595	310
Gain on disposal of financial assets at fair value through profit or loss		17,786	-
Fair value gain on financial assets at fair value through profit or loss		6,098	254
Operating profit		38,210	26,529

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Continued)

For the six months ended 30 June 2021

簡明綜合全面收益表 (續)

截至二零二一年六月三十日止六個月

		Unaudited for the six months ended 30 June 截至六月三十日 止六個月 未經審核	
		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
		Note 附註	
Finance income	財務收入	6	2,232
Finance costs	財務成本		(411)
Finance income – net	財務收入—淨額		1,821
Profit before income tax	除所得稅前溢利		28,350
Income tax expense	所得稅開支	7	(10,187)
Profit for the period from continuing operations	來自持續經營業務的本期間溢利		18,163
Discontinued operations	已終止經營業務		
Loss for the period from discontinued operations	來自已終止經營業務的本期間虧損	8	(10,597)
Gain on disposal of discontinued operations	出售已終止經營業務之收益		81,401
Profit for the period arising from discontinued operations	已終止經營業務產生的本期間溢利		70,804
Profit for the period	本期間溢利		88,967

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Continued)

For the six months ended 30 June 2021

簡明綜合全面收益表 (續)

截至二零二一年六月三十日止六個月

		Unaudited for the six months ended 30 June 截至六月三十日 止六個月 未經審核	
		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
		Note 附註	
Profit attributable to:	下列人士應佔溢利：		
Equity holders of the Company	本公司權益擁有人	22,846	80,182
Non-controlling interests	非控股權益	7,602	8,785
		30,448	88,967
Profit attributable to the equity holders of the Company arise from:	產生自以下各項之本公司權益擁有人應佔溢利：		
– Continuing operations	– 持續經營業務	22,846	9,378
– Discontinued operations	– 已終止經營業務	–	70,804
		22,846	80,182
Other comprehensive income/(loss) for the period:	本期間其他全面收益/(虧損)：		
Items that may be reclassified to profit or loss	可能重新分類至損益之項目		
– Exchange difference on translation of foreign operations	– 換算海外業務的匯兌差額	5,236	(8,669)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Continued)

For the six months ended 30 June 2021

簡明綜合全面收益表 (續)

截至二零二一年六月三十日止六個月

		Unaudited for the six months ended 30 June	
		截至六月三十日 止六個月 未經審核	
Note 附註		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
	Other comprehensive income/ (loss) for the period, net of tax	5,236	(8,669)
	Total comprehensive income for the period	35,684	80,298
	Total comprehensive income attributable to:		
	Equity holders of the Company	28,082	70,517
	Non-controlling interests	7,602	9,781
		35,684	80,298
	Total comprehensive income/(loss) for the period attributable to the equity holders of the Company arise from:		
	– Continuing operations	28,082	(287)
	– Discontinued operations	–	70,804
		28,082	70,517

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Continued)

For the six months ended 30 June 2021

簡明綜合全面收益表 (續)

截至二零二一年六月三十日止六個月

		30 June 2021 二零二一年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2020 二零二零年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元
		Note 附註	
Earnings per share attributable to the equity holders of the Company during the period	本期間本公司權益擁有人應佔每股盈利		
Basic and diluted	基本及攤薄		
– Continuing operations	– 持續經營業務	0.031	0.013
– Discontinued operations	– 已終止經營業務	–	0.101
Total – Included discontinued operations	總額 – 包括已終止經營業務	10	0.031

CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2021

簡明綜合資產負債表

於二零二一年六月三十日

			30 June 2021 二零二一年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2020 二零二零年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		62,086	49,611
Investment properties	投資物業		96,382	95,294
Goodwill	商譽		113,414	112,134
Right of use assets	使用權資產		1,232	1,568
Deferred income tax assets	遞延所得稅資產		666	658
Intangible assets	無形資產		31,573	41,884
Non-current deposits	非流動按金		2,814	2,850
Contract assets	合約資產		21,449	22,757
			329,616	326,756
Current assets	流動資產			
Trade receivables	貿易應收款項	11	111,393	53,251
Deposit and prepayment	按金及預付款項		99,475	22,978
Other receivables	其他應收款項		4,457	4,390
Financial assets at fair value through profit or loss	按公平值計入 損益之金融資產	12	45,048	119,508
Contract assets	合約資產		7,821	7,733
Restricted cash	受限制現金		10,066	5,351
Cash and cash equivalents	現金及現金等價物		236,775	129,132
			515,035	342,343
Total assets	總資產		844,651	669,099

CONDENSED CONSOLIDATED BALANCE SHEET

(Continued)

As at 30 June 2021

簡明綜合資產負債表 (續)

於二零二一年六月三十日

**Unaudited for the
six months ended 30 June**
截至六月三十日
止六個月
未經審核

	Note 附註	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
EQUITY			
Equity attributable to owners of the Company	權益 本公司擁有人 應佔權益		
Share capital	股本	7,950	7,050
Share premium	股份溢價	628,837	480,200
Reserves	儲備	(75,703)	(109,156)
		561,084	378,094
Non-controlling interest	非控股權益	96,797	90,040
Total equity	總權益	657,881	468,134
LIABILITIES	負債		
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債	609	962
Deferred income tax liabilities	遞延所得稅負債	34,444	38,960
Deposits received	已收按金	632	846
		35,685	40,768

CONDENSED CONSOLIDATED BALANCE SHEET

(Continued)

As at 30 June 2021

簡明綜合資產負債表 (續)

於二零二一年六月三十日

			30 June 2021 二零二一年 六月 三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2020 二零二零年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元
Current liabilities	流動負債			
Trade payables	貿易應付款項	13	31,225	19,968
Accruals, provisions and other payables	應計費用、撥備及其他應付款項		31,242	36,434
Lease liabilities	租賃負債		698	681
Consideration payables	應付代價		63,742	60,293
Amount due to a related company	應付一間關聯公司款項	14(c)(i)	3,673	3,595
Deposits received	已收按金		224	276
Current income tax liabilities	即期所得稅負債		20,281	18,770
Loans from a shareholder	股東貸款	14(c)(ii)	-	20,180
			151,085	160,197
Total liabilities	總負債		186,770	200,965
Total equity and liabilities	總權益及負債		844,651	669,099

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2021

簡明綜合權益變動表

截至二零二一年六月三十日止六個月

		Share capital	Share premium	Capital reserve	Exchange reserve	Share-based payment reserve	Accumulated losses	Statutory reserve	Total	Non-controlling interest	Total
		股本	股份溢價	資本儲備	匯兌儲備	以股份為基礎的付款儲備	累計虧損	法定儲備	總計	非控股權益	總計
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Balance as at 1 January 2021 (Audited)	於二零二一年一月一日的結餘 (經審核)	7,050	480,200	4,986	14,548	10,832	(149,664)	10,142	378,094	90,040	468,134
Comprehensive income:	全面收益：										
Profit for the period	本期間溢利	-	-	-	-	-	22,846	-	22,846	7,602	30,448
Other comprehensive income:	其他全面收益：										
Currency translation difference	貨幣換算差額	-	-	-	5,236	-	-	-	5,236	-	5,236
Total other comprehensive income	其他全面收益總額	-	-	-	5,236	-	-	-	5,236	-	5,236
Total comprehensive income	全面收益總額	-	-	-	5,236	-	22,846	-	28,082	7,602	35,684
Transaction with owners in their capacity as owners:	與擁有人以其擁有的身份進行的交易：										
Issuance of ordinary share	發行普通股	900	148,637	-	-	-	-	-	149,537	-	149,537
Share-based payment	以股份為基礎的付款	-	-	-	-	4,526	-	-	4,526	-	4,526
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	-	(879)	1,724	845	(845)	-
Balance as at 30 June 2021 (Unaudited)	於二零二一年六月三十日的結餘 (未經審核)	7,950	628,837	4,986	19,784	15,358	(127,697)	11,866	561,084	96,797	657,881

		Share capital	Share premium	Capital reserve	Exchange reserve	Share-based payment reserve	Accumulated losses	Statutory reserve	Total	Non-controlling interest	Total
		股本	股份溢價	資本儲備	匯兌儲備	以股份為基礎的付款儲備	累計虧損	法定儲備	總計	非控股權益	總計
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Balance as at 1 January 2020 (Audited)	於二零二零年一月一日的結餘 (經審核)	5,880	304,370	181,986	(4,246)	10,409	(242,346)	4,421	260,474	66,416	326,890
Comprehensive income:	全面收益：										
Profit for the period	本期間溢利	-	-	-	-	-	80,182	-	80,182	8,785	88,967
Other comprehensive loss:	其他全面虧損：										
Currency translation difference	貨幣換算差額	-	-	-	(9,665)	-	-	-	(9,665)	996	(8,669)
Total other comprehensive loss	其他全面虧損總額	-	-	-	(9,665)	-	-	-	(9,665)	996	(8,669)
Total comprehensive income	全面收益總額	-	-	-	(9,665)	-	80,182	-	70,517	9,781	80,298
Transaction with owners in their capacity as owners:	與擁有人以其擁有的身份進行的交易：										
Issuance of ordinary share	發行普通股	1,170	175,830	(177,000)	-	-	-	-	-	-	-
Share-based payment	以股份為基礎的付款	-	-	-	-	421	-	-	421	-	421
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	-	(1,016)	1,992	976	(976)	-
Balance as at 30 June 2020 (Unaudited)	於二零二零年六月三十日的結餘 (未經審核)	7,050	480,200	4,986	(13,911)	10,830	(163,180)	6,413	332,388	75,221	407,609

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

Unaudited
For six months ended
30 June
 未經審核
 截至六月三十日
 止六個月

		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
Net cash outflow from operating activities	經營活動所得現金流出淨額	(6,399)	(1,854)
Net cash inflow/(outflow) from investing activities	投資活動所得現金流入／(流出) 淨額	1,561	(29,675)
Net cash inflow from financing activities	融資活動所得現金流入淨額	129,435	1,869
Increase/(Decrease) in cash and cash equivalents	現金及現金等價物增加／(減少)	124,597	(29,660)
Cash and cash equivalents at the beginning of period	期初現金及現金等價物	129,132	230,498
Currency translation differences	貨幣換算差額	(16,954)	(12,994)
Cash and cash equivalents at the end of period	期末現金及現金等價物	236,775	187,844
Analysis of the balance of cash and cash equivalents:	現金及現金等價物結餘分析：		
Cash and cash equivalents	現金及現金等價物	236,775	187,844



NOTES TO THE INTERIM FINANCIAL INFORMATION

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 20 June 2013 as an exempted company with limited liability under the Companies Law (2010 Revision) of the Cayman Islands. The address of the Company's registered office is P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1205, Cayman Islands. The Company's principal place of business is located at Suite 1201, 12/F, 1111 King's Road, Taikoo Shing, Hong Kong.

The Company is listed on the Main Board of the Stock Exchange of Hong Kong Limited.

The Company is an investment holding company and its subsidiaries are principally engaged in environmental maintenance business, property leasing business and securities trading business.

The condensed consolidated interim financial information are presented in Hong Kong dollars ("HK\$") unless otherwise stated. These condensed consolidated interim financial information have been approved for issue by the Board of Directors on 18 August 2021.

中期財務資料附註

1. 一般資料

本公司於二零一三年六月二十日根據開曼群島公司法（二零一零年修訂本）在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1205, Cayman Islands。本公司主要營業地點位於香港太古城英皇道1111號12樓1201室。

本公司於香港聯合交易所有限公司主板上市。

本公司為投資控股公司，連同其附屬公司主要從事環境維護業務、物業租賃業務及證券買賣業務。

除另有說明外，簡明綜合中期財務資料以港元（「港元」）呈列。此等簡明綜合中期財務資料已於二零二一年八月十八日獲董事會批准刊發。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

This condensed consolidated interim financial information for the six months ended 30 June 2021 has been prepared in accordance with HKAS 34 “Interim financial reporting”. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2020, which have been prepared in accordance with Hong Kong Financial Reporting Standards.

On 21 April 2020, the Company entered into a sale and purchase agreement with Mr. Chow Ka Chun Simon (“Mr. Chow”) to dispose of the Group’s 100% equity interest in YuYan Group (Hong Kong) Investment Limited (the “Disposal Group”) at a consideration of HK\$200,000.

The Group completed such disposal on 28 May 2020. Accordingly, the financial results of disposal businesses for the period from 1 January 2020 to 27 May 2020 were presented as “Discontinued Operations” in the accompanying condensed consolidated statement of comprehensive income in accordance with IFRS 5 “Non-current Assets Held for Sale and Discontinued Operations”.

The condensed consolidated interim financial information have been prepared under the historical cost basis. The principal accounting policies used in the preparation of the interim financial statements are consistent with those used in the annual consolidated financial statements for the year ended 31 December 2020, except for the amendments and interpretations of Hong Kong Financial Reporting Standards (“New HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants which have become effective in this period as detailed in note 2.1 of this report.

中期財務資料附註 (續)

2. 編製基準及主要會計政策

截至二零二一年六月三十日止六個月之本簡明綜合中期財務資料已根據香港會計準則第34號「中期財務報告」編製。本簡明綜合中期財務資料應與根據香港財務報告準則編製之截至二零二零年十二月三十一日止年度之年度財務報表一併閱讀。

於二零二零年四月二十一日，本公司與周家進先生（「周先生」）訂立買賣協議，以出售本集團於譽宴集團（香港）投資有限公司（「出售集團」）的100%股權，代價為200,000港元。

本集團於二零二零年五月二十八日完成有關出售。因此，出售業務自二零二零年一月一日起至二零二零年五月二十七日止期間的財務業績乃根據國際財務報告準則第5號「持作出售之非流動資產及已終止經營業務」於隨附簡明綜合全面收益表呈列為「已終止經營業務」。

本簡明綜合中期財務資料已根據歷史成本法編製。除由香港會計師公會頒佈並於本期間生效之香港財務報告準則的該等修訂及詮釋（「新香港財務報告準則」）外，編製中期財務報表所用之主要會計政策與截至二零二零年十二月三十一日止年度之年度綜合財務報表所採用者一致。該等新香港財務報告準則已詳列於本報告附註2.1。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 *New Accounting Standards and Accounting Changes*

The following new amendments to standards and interpretations are mandatory for accounting periods beginning on or after 1 January 2021. The adoption of these amendments to standards does not have any significant impact to the results and financial position of the Group.

Amendments to HKFRS 9, *Interest Rate*
HKAS 39, HKFRS 7, *Benchmark*
HKFRS 4 and HKFRS 16 *Reform –*
Phase 2

The Group has not applied any new standards and interpretations that are not effective for current accounting period.

中期財務資料附註 (續)

2. 編製基準及主要會計政策 (續)

2.1 新會計準則及會計變動

以下準則及詮釋之新增修訂須於二零二一年一月一日或之後開始之會計期間強制採納。採納該等準則之修訂本不會對本集團之業績及財務狀況產生任何重大影響。

香港財務報告準則 利率基準改
第9號、 革一第
香港會計準則 二階段
第39號、
香港財務報告
準則第7號、
香港財務報告
準則第4號及
香港財務報告
準則第16號
(修訂本)

本集團並無應用任何於當前會計期間尚未生效之新訂準則及詮釋。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

3. SEGMENT INFORMATION

(a) Analysis of segment revenue and results

The Chief Operating Decision Maker (“CODM”) has been identified as the Directors who review the Group’s internal reporting in order to assess performance and allocate resources. The CODM has determined the operating segments based on these reports.

The Group has three operating segments (i) environmental maintenance business, (ii) property leasing business and (iii) securities trading business.

Certain comparative figures has been reclassified to conform with current year’s presentation.

中期財務資料附註 (續)

3. 分部資料

(a) 分部收益及業績分析

主要經營決策者（「主要經營決策者」）指檢討本集團內部報告以評估表現及分配資源的董事。主要經營決策者基於有關報告釐定經營分部。

本集團擁有三個經營分部(i)環境維護業務、(ii)物業租賃業務及(iii)證券買賣業務。

若干比較數字已重新分類以與本年度之呈列一致。



NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

3. SEGMENT INFORMATION (Continued)

(a) Analysis of segment revenue and results

(Continued)

Segment revenue and results

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

		Environmental maintenance business 環境維護業務		Property leasing business 物業租賃業務		Securities trading business 證券買賣業務		Continuing Operations Sub-total 持續經營業務 小計		Discontinued Operations 已終止經營業務		Total 總計	
		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		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		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 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
Segment revenue	分部收益	156,467	122,861	1,496	537	136	361	158,099	123,759	-	21,253	158,099	145,012
External Revenue	外部收益												
Fair value gain on financial assets at fair value through profit and loss	按公平值計入損益之金融資產之公平值收益	-	-	-	-	6,098	254	6,098	254	-	-	6,098	254
Segment profit/(loss)	分部溢利/(虧損)	33,298	42,102	961	(101)	15,067	648	49,326	42,649	-	(6,652)	49,326	35,997
Finance income	財務收入							600	2,232	-	1	600	2,233
Finance costs	財務成本							(36)	(41)	-	(1,383)	(36)	(1,798)
Unallocated corporate expenses	未分配公司開支							(11,116)	(16,120)	-	(2,561)	(11,116)	(16,681)
Profit/(loss) before tax	除稅前溢利/(虧損)							38,774	28,350	-	(10,597)	38,774	17,753

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment profit/(loss) represents the profit earned/loss incurred by each segment without allocation of central administration costs, depreciation of certain plant and equipment, directors' emoluments, finance income, finance cost and exchange gain/(loss). This is the measure reported to the CODM for purposes of resources allocation and performance assessment.

中期財務資料附註 (續)

3. 分部資料 (續)

(a) 分部收益及業績分析 (續)

分部收益及業績

本集團收益及業績之分析按經營分部呈列如下：

經營分部之會計政策與本集團會計政策相同。分部溢利/(虧損)指各分部未分配中央行政費用、若干廠房及設備折舊、董事酬金、財務收入、財務成本及匯兌收益/(虧損)所賺取之溢利/產生之虧損。此乃呈報予主要經營決策者用於資源分配及業績評估的措施。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

中期財務資料附註 (續)

3. SEGMENT INFORMATION (Continued)

3. 分部資料 (續)

(b) Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by operating segment:

(b) 分部資產及負債

本集團資產及負債之分析按經營分部呈列如下：

	Continuing Operations 持續經營業務						Discontinued Operations 已終止經營業務				Total 總計	
	Environmental maintenance business 環境維護業務		Property leasing business 物業租賃業務		Securities trading business 證券買賣業務		Sub-total 小計		Chinese restaurant and wedding business 中式酒樓及婚禮業務			
	As at 30 June 2021	As at 31 December 2020	As at 30 June 2021	As at 31 December 2020	As at 30 June 2021	As at 31 December 2020	As at 30 June 2021	As at 31 December 2020	As at 30 June 2021	As at 31 December 2020	As at 30 June 2021	As at 31 December 2020
	於二零二一年六月三十日	於二零二一年十二月三十一日	於二零二一年六月三十日	於二零二一年十二月三十一日	於二零二一年六月三十日	於二零二一年十二月三十一日	於二零二一年六月三十日	於二零二一年十二月三十一日	於二零二一年六月三十日	於二零二一年十二月三十一日	於二零二一年六月三十日	於二零二一年十二月三十一日
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
	(未經審核)	(經審核)	(未經審核)	(經審核)	(未經審核)	(經審核)	(未經審核)	(經審核)	(未經審核)	(經審核)	(未經審核)	(經審核)
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Segment assets	347,119	290,428	117,592	115,083	123,924	124,965	588,635	530,476	-	-	588,635	530,476
Cash and cash equivalents											246,841	134,483
Deferred income tax assets											666	658
Other unallocated corporate assets											8,509	3,482
Total assets											844,651	669,099
Segment liabilities	56,479	49,449	1,454	825	3,243	1,926	61,176	52,200	-	-	61,176	52,200
Deferred income tax liabilities											34,444	38,960
Amount due to a related company											3,673	3,595
Consideration payables											63,742	60,293
Loans from a shareholder											-	20,180
Current income tax liabilities											20,281	18,770
Other unallocated corporate liabilities											3,454	4,967
Total liabilities											186,770	200,965

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

3. SEGMENT INFORMATION (Continued)

(c) Geographical information

Revenues are attributed to geographic areas based on the location of customers. Revenues regarding geographical segments based on the location of customers or revenue source for the Interim Period are presented as follows:

		For six months ended 30 June 截至六月三十日 止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
China	中國	157,963	123,398
Hong Kong	香港	136	361
		158,099	123,759

Information about major customers

During the Interim Period, no single customer accounted for more than 10% of the Group's total revenue (six months ended 30 June 2020: Nil).

中期財務資料附註 (續)

3. 分部資料 (續)

(c) 地區資料

地理區域應佔收益乃按客戶所在地劃分。中期期間按客戶所在地或收益來源劃分的地區分部收益呈列如下：

有關主要客戶的資料

於中期期間，概無單一客戶佔本集團總收益的10%以上（截至二零二零年六月三十日止六個月：無）。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

4. REVENUE

Turnover which consists of revenue from (i) environmental maintenance business, (ii) property leasing business and (iii) securities trading business, for the Interim Period together with the comparative unaudited figures for the corresponding period in 2020 are as follows:

中期財務資料附註(續)

4. 收益

截至中期期間之營業額包括來自(i)環境維護業務、(ii)物業租賃業務及(iii)證券買賣業務的收益連同二零二零年同期的未經審核比較數字如下：

		For six months ended 30 June 截至六月三十日 止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
Revenue	收益		
Environmental maintenance business:	環境維護業務：		
Service income for provision of environmental maintenance services	提供環境維護服務的服務收入	156,467	122,861
Property leasing business:	物業租賃業務：		
Rental income	租金收入	1,496	537
Securities trading business:	證券買賣業務：		
Securities interest income	證券利息收入	136	361
		158,099	123,759

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

4. REVENUE (Continued)

Assets related to contracts with customers

The Group has recognised the following revenue-related contract assets

		As at 30 June 2021	As at 31 December 2020
		於二零二一年 六月三十日 (Unaudited) (未經審核)	於二零二零年 十二月 三十一日 (Audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Contract assets	合約資產		
Classified under:	分類如下：		
– non-current assets	– 非流動資產	21,449	22,757
– current assets	– 流動資產	7,821	7,733
		29,270	30,490

As at 30 June 2021, contract assets amounting to HK\$29,270,000 (as at 31 December 2020: HK\$30,490,000) as the Group has entered into a service contract with a customer of its environmental maintenance business in which the Group has provided the relevant services ahead of the agreed payment schedule of 8 years. Contract assets of HK\$21,449,000 are classified as non-current assets, based on the agreed payment schedule as at 30 June 2021.

於二零二一年六月三十日，由於本集團與環境維護業務之一名客戶訂立服務合約，其中本集團較協定的付款時間表提前八年提供相關服務，故合約資產達29,270,000港元（於二零二零年十二月三十一日：30,490,000港元）。合約資產為21,449,000港元按於二零二一年六月三十日協定的付款時間表分類為非流動資產。

中期財務資料附註 (續)

4. 收益 (續)

客戶合約相關之資產

本集團確認以下收益相關合約資產

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

5. GENERAL AND ADMINISTRATIVE EXPENSES

中期財務資料附註 (續)

5. 一般及行政費用

		For six months ended 30 June 截至六月三十日 止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
Depreciation on fixed assets	固定資產折舊	556	1,133
Legal and professional fee	法律及專業費用	1,463	967
Rent and rate	租金及差餉	523	232
Share-based payment expenses	以股份為基礎的 付款開支	4,526	421
Staff salaries and allowances	員工薪酬及津貼	4,892	2,981
Travelling expenses	差旅費	528	420
Others	其他	2,014	491
		14,502	6,645

6. FINANCE INCOME

The finance income for the Interim Period amounted to approximately HK\$600,000 (six month ended 30 June 2020: HK\$2,232,000) mainly comprised of interest income on short-term bank deposits.

6. 財務收入

中期期間的財務收入約為600,000港元(截至二零二零年六月三十日止六個月: 2,232,000港元), 主要包括短期銀行存款的利息收入。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

7. INCOME TAX EXPENSE

		For six months ended 30 June 截至六月三十日 止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
Current income tax	即期所得稅		
Hong Kong profit tax	香港利得稅	-	-
PRC enterprise income tax	中國企業所得稅	8,326	10,187
Income tax expenses	所得稅開支	8,326	10,187

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits for six months ended 30 June 2021 and 2020. The applicable corporate income tax rate for Mainland China subsidiaries is 25% on the estimated assessable profits.

香港利得稅按16.5%的稅率就截至二零二一年及二零二零年六月三十日止六個月的估計應課稅溢利計提撥備。中國內地附屬公司針對估計應課稅溢利的適用企業所得稅稅率為25%。

8. DISCONTINUED OPERATIONS

On 21 April 2020, the Company entered into a sale and purchase agreement with Mr. Chow, to dispose its entire Chinese restaurant and wedding business through the disposal of the Group's 100% equity interest in the Disposal Group. As the disposed businesses are considered as separate major line of businesses, the corresponding operations had been classified as discontinued operations as a result of the completion of such disposal.

中期財務資料附註(續)

7. 所得稅開支

		For six months ended 30 June 截至六月三十日 止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
Current income tax	即期所得稅		
Hong Kong profit tax	香港利得稅	-	-
PRC enterprise income tax	中國企業所得稅	8,326	10,187
Income tax expenses	所得稅開支	8,326	10,187

香港利得稅按16.5%的稅率就截至二零二一年及二零二零年六月三十日止六個月的估計應課稅溢利計提撥備。中國內地附屬公司針對估計應課稅溢利的適用企業所得稅稅率為25%。

8. 已終止經營業務

於二零二零年四月二十一日，本公司與周先生訂立一份買賣協議，藉出售本集團於出售集團的100%股權以出售其全部中式酒樓及婚禮業務。由於出售業務被視為獨立主要業務，相應業務已隨著出售完成而分類為已終止經營業務。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

8. DISCONTINUED OPERATIONS (Continued)

The results of these discontinued operations for the six month period ended 30 June 2021 and 2020 are set out below:

中期財務資料附註 (續)

8. 已終止經營業務 (續)

該等已終止經營業務截至二零二一年及二零二零年六月三十日止六個月期間的業績載列如下：

		For 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
		(Unaudited)	(Restated)
		(未經審核)	(經重列)
		HK\$'000	HK\$'000
		千港元	千港元
Revenue	收益	-	21,523
Other income	其他收入	-	1,663
Cost of revenue	收益成本	-	(4,129)
Employee benefit expenses	僱員福利開支	-	(8,829)
Depreciation	折舊	-	(11,762)
Rental and related expenses	租金及相關開支	-	(469)
Utilities expenses	公用設施開支	-	(2,756)
Other expenses	其他開支	-	(4,454)
Operating loss	經營虧損	-	(9,213)
Finance income	財務收入	-	1
Finance cost	財務成本	-	(1,385)
Finance cost – net	財務成本—淨額	-	(1,384)
Loss before income tax	除所得稅前虧損	-	(10,597)
Income tax expense	所得稅開支	-	-
Loss for the period from discontinued operations	來自已終止經營業務的本期間虧損	-	(10,597)

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

中期財務資料附註 (續)

8. DISCONTINUED OPERATIONS (Continued)

The disposal was completed on 28 May 2020. The carrying amounts of assets and liabilities as at 28 May 2020, the disposal date, were as follow:

8. 已終止經營業務 (續)

出售已於二零二零年五月二十八日完成。資產及負債於二零二零年五月二十八日(出售日期)的賬面值如下：

		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Property, plant and equipment	物業、廠房及設備	9,175
Prepayments and deposits	預付款項及按金	10,782
Deferred tax assets	遞延稅項資產	847
Right-of-use assets	使用權資產	20,937
Current income tax recoverable	可收回即期所得稅	627
Cash and cash equivalents	現金及現金等價物	527
Trade receivables	貿易應收款項	391
Accruals, other payable and provision	應計費用、其他應付款項及撥備	(2,202)
Lease liabilities	租賃負債	(38,267)
Contract liabilities	合約負債	(29,038)
Amounts due to a director/related company	應付一名董事/ 一間關聯公司款項	(53,510)
Trade payables	貿易應付款項	(817)
Deferred income tax liabilities	遞延所得稅負債	(207)
Provision of reinstatement cost	修復成本撥備	(446)
Net liabilities disposed of	已出售負債淨額	(81,201)
Gain on disposal of subsidiaries	出售附屬公司之收益	81,401
Cash consideration received	已收現金代價	200
Cash and cash equivalents disposed of	已出售的現金及現金等價物	(527)
Net outflow of cash and cash equivalents in respect of the disposal	有關出售的現金及現金等價物 流出淨額	(327)

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

9. DIVIDENDS

The Directors do not recommend payment of interim dividend for the Interim Period (six months ended 30 June 2020: Nil).

10. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the Interim Period and corresponding period of previous financial year.

中期財務資料附註(續)

9. 股息

董事不建議就中期期間派付中期股息(截至二零二零年六月三十日止六個月:無)。

10. 每股盈利

(a) 基本

每股基本盈利乃採用本公司擁有人應佔溢利除以於中期期間及上一財政年度同期已發行普通股的加權平均數計算。

For six months ended 30 June 截至六月三十日 止六個月

		2021 二零二一年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核)
Profit attributable to owners of the Company (HK\$'000)	本公司擁有人應佔溢利(千港元)	22,846	80,182
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數(千股)	743,287	701,143
Earnings per share (HK\$)	每股盈利(港元)	0.031	0.114

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

10. EARNINGS PER SHARE (Continued)

(b) Diluted

Diluted earning/(loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. For the Interim Period, the Company has one category of dilutive potential ordinary shares: 10,400,000 share options granted (six months ended 30 June 2020: 10,400,000 share options granted). However, the computation of diluted earnings per share for the Interim Period does not assume the exercise of share option granted by the Company as the exercise price of those options was higher than the average market price per share.

中期財務資料附註 (續)

10. 每股盈利 (續)

(b) 攤薄

每股攤薄盈利／（虧損）乃假設已轉換所有潛在攤薄普通股後調整已發行普通股的加權平均數計算得出。於中期期間，本公司擁有一類潛在攤薄普通股：10,400,000份已授出購股權（截至二零二零年六月三十日止六個月：10,400,000份已授出購股權）。然而，計算中期期間每股攤薄盈利時並無假設本公司授出之購股權獲行使，此乃由於該等購股權之行使價高於每股平均市價。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

11. TRADE RECEIVABLES

		As at 30 June 2021	As at 31 December 2020
		於二零二一年 六月三十日 (Unaudited) (未經審核)	於二零二零年 十二月 三十一日 (Audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
0 to 30 days	0至30日	30,020	26,885
31 to 60 days	31至60日	26,387	10,853
61 to 90 days	61至90日	27,863	7,611
More than 90 days	超過90日	27,123	7,902
		111,393	53,251

As at 30 June 2021, the Group's trade receivables mainly comprised receivables from the Group's environmental maintenance business. These receivables were not past due nor impaired and amounted to approximately HK\$111,393,000 (as at 31 December 2020: HK\$53,251,000). They are related to customers for whom there were no recent history of default.

As at 30 June 2021, no trade receivables were impaired (as at 31 December 2020: same). No provision for impairment of trade receivables was made as at 30 June 2021 (as at 31 December 2020: same).

中期財務資料附註 (續)

11. 貿易應收款項

於二零二一年六月三十日，本集團的貿易應收款項主要包括來自本集團環境維護業務之應收款項。該等應收款項既無逾期亦無減值，金額約為111,393,000港元（於二零二零年十二月三十一日：53,251,000港元）。貿易應收款項與近期並無違約記錄的客戶有關。

於二零二一年六月三十日，並無貿易應收款項已減值（於二零二零年十二月三十一日：相同）。於二零二一年六月三十日並無就貿易應收款項作出減值撥備（於二零二零年十二月三十一日：相同）。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

12. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

中期財務資料附註 (續)

12. 按公平值計入損益之金融資產

		As at 30 June 2021	As at 31 December 2020
		於二零二一年 六月三十日 (Unaudited) (未經審核)	於二零二零年 十二月 三十一日 (Audited) (經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Hong Kong listed equity securities	香港上市股本證券	13,673	45,817
Unlisted equity investments	非上市股本投資	31,375	53,497
Listed debt instruments	上市債務工具	-	20,194
		45,048	119,508

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

13. TRADE PAYABLES

The aging analysis of trade payables based on the invoice date was as follows:

		As at 30 June 2021	As at 31 December 2020
		於二零二一年 六月三十日 (Unaudited) (未經審核)	於二零二零年 十二月 三十一日 (Audited) (經審核)
		HK\$'000	HK\$'000
		千港元	千港元
0-30 days	0至30日	15,935	7,899
31-60 days	31至60日	2,132	1,372
61-90 days	61至90日	1,904	290
More than 90 days	超過90日	11,254	10,407
		31,225	19,968

The carrying amounts of the Group's trade payables approximate their fair values and are denominated in Hong Kong dollars.

中期財務資料附註 (續)

13. 貿易應付款項

按發票日期呈列的貿易應付款項賬齡分析如下：

本集團的貿易應付款項的賬面值與其公平值相若，並以港元計值。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

14. RELATED PARTIES TRANSACTIONS

Parties are considered to be related to the Group if the party has the ability, directly or indirectly, to exercise control or significant influence over the Group in making financial and operating decisions, or vice versa. Related parties may be individuals (being members of key management personnel, significant shareholders and/or their close family members) or other entities and include entities which are under the significant influence of related parties of the Group where those parties are individuals. Parties are also considered to be related if they are subject to common control.

(a) Related parties

The Directors are of the view that the following individuals/companies were related parties that had transactions or balances with the Group during the Interim Period:

Name 姓名／名稱	Relationship with the Group 與本集團的關係
Mr. Sang Kangqiao ("Mr. Sang") 桑康喬先生 (「桑先生」)	Controlling shareholder and chairman of the Board of Director 控股股東兼董事會主席
Mr. Xu Wenze ("Mr. Xu") 許文澤先生 (「許先生」)	Controlling shareholder and executive director 控股股東兼執行董事
Guorun Construction Group Co. Ltd 國潤建設集團有限公司	A company controlled by Mr. Xu 由許先生控制的公司

中期財務資料附註 (續)

14. 關聯方交易

倘有關方可直接或間接對本集團財務及經營決策行使控制權或施加重大影響，該方均視為與本集團有關，反之亦然。關聯方可為個人（即主要管理人員、主要股東及／或彼等近親家屬成員）或其他實體，包括受本集團關聯方（為個人）重大影響的實體。倘有關方受共同控制，則亦視為相關聯。

(a) 關聯方

董事認為以下個人／公司為中期期間與本集團有交易或結餘的關聯方：

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

14. RELATED PARTIES TRANSACTIONS (Continued)

(b) Transactions with related parties

Except for the transactions disclosed elsewhere in this report, the Group had the following significant transactions with its related parties during the Interim period:

中期財務資料附註 (續)

14. 關聯方交易 (續)

(b) 與關聯方的交易

於中期期間，除本報告其他部分所披露之交易外，本集團與其關聯方訂有以下重大交易：

For six months ended
30 June
截至六月三十日
止六個月

	2021 二零二一年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核)	
Interest expenses paid or payable to Mr. Sang	已付或應付桑先生的利息開支	-	381

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

14. RELATED PARTIES TRANSACTIONS (Continued)

(c) Balances with related parties

The Group had the following balances with related parties:

- (i) Amount due to a related company

Non-trade payables to a related company:	應付一間關聯公司 非貿易款項：
Guorun Construction Group Co. Ltd	國潤建設集團 有限公司

As at 30 June 2021 and 31 December 2020, amount due to a related company is unsecured, interest-free and repayable on demand. The carrying amount of amount due to a related company approximated its fair value and is denominated in HK\$.

中期財務資料附註 (續)

14. 關聯方交易 (續)

(c) 與關聯方的結餘

本集團與關聯方有以下結餘：

- (i) 應付一間關聯公司款項

As at 30 June 2021 於二零二一年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 December 2020 於二零二零年 十二月 三十一日 (Audited) (經審核) HK\$'000 千港元
3,673	3,595

於二零二一年六月三十日及二零二零年十二月三十一日，應付一間關聯公司款項為無抵押、免息及須在要求時償還。應付一間關聯公司款項的賬面值與其公平值相若，並以港元計值。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

14. RELATED PARTIES TRANSACTIONS (Continued)

- (c) **Balances with related parties** (Continued)
- (ii) Loans from a shareholder

中期財務資料附註 (續)

14. 關聯方交易 (續)

- (c) **與關聯方的結餘** (續)
- (ii) 股東貸款

	As at 30 June 2021	As at 31 December 2020
	於二零二一年 六月三十日 (Unaudited) (未經審核)	於二零二零年 十二月 三十一日 (Audited) (經審核)
	HK\$'000 千港元	HK\$'000 千港元
Loans from Mr. Sang 桑先生貸款	-	20,180

On 1 November 2016, the Company and Mr. Sang entered into a loan facility agreement under which Mr. Sang has agreed to make available to the Company from time to time an unsecured loan facility amounted to HK\$300,000,000 with an interest rate of 4.5% per annum. The loan was repaid in full during the Interim Period.

於二零一六年十一月一日，本公司與桑先生訂立一項貸款融資協議，據此，桑先生同意不時向本公司提供一筆300,000,000港元、年利率為4.5%的無抵押貸款融資。於中期期間，有關貸款已悉數償還。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

15. EVENTS AFTER THE REPORTING PERIOD

Change of Company Name and Change of Company Website

On 9 August 2021, the English name of the Company has been changed to “Net-a-Go Technology Company Limited” and “網譽科技有限公司” has been adopted as the new dual foreign name of the Company. The website of the Company will be changed from “www.u-banquetgroup.com” to “www.netago.hk” to reflect the Change of Company Name with effect from 9 August 2021.

For details, please refer to the announcements of the Company dated 12 April 2021 and 9 August 2021, and circular dated 6 May 2021.

Adoption of Share Award Scheme

On 10 August 2021, the Company adopt a share award scheme (the “Scheme”), pursuant to which existing Shares may be purchased by the trustee from the market and/or off the market by utilising the funds allocated by the Board out of the Company’s resources and be held in trust for the relevant selected participants until such shares are vested with the relevant selected participants in accordance with the Scheme.

中期財務資料附註 (續)

15. 報告期後事項

更改公司名稱及更改公司網址

於二零二一年八月九日，本公司之英文名稱已更改為「Net-a-Go Technology Company Limited」，並已採納「網譽科技有限公司」作為本公司之新雙重外文名稱。本公司之網址將由「www.u-banquetgroup.com」更改為「www.netago.hk」（由二零二一年八月九日起生效），以體現更改公司名稱之事項。

有關詳情，請參閱本公司日期為二零二一年四月十二日及二零二一年八月九日之公佈以及日期為二零二一年五月六日之通函。

採納股份獎勵計劃

於二零二一年八月十日，本公司採納股份獎勵計劃（「計劃」），據此，受託人可利用董事會自本公司資源分配的資金自市場內及／或市場外購買現有股份，並以信託方式由相關選定參與者持有，直至該等股份根據計劃規則歸屬於相關選定參與者。

NOTES TO THE INTERIM FINANCIAL INFORMATION (Continued)

15. EVENTS AFTER THE REPORTING PERIOD

(Continued)

The Scheme shall be valid and effective for a term of 10 years commencing from the adoption date (i.e. 10 August 2021). The maximum number of Shares that may be purchased by the trustee for the purpose of the Scheme shall be no more than 79,500,000 shares in aggregate, representing 10% of the total number of issued shares of the Company as at the adoption date.

The eligibility of any of the eligible participants to an award shall be determined by the Board or the committee from time to time on the basis of the Board's or the committee's sole opinion as to his contribution and/or future contribution to the development and growth of the Group. The eligible participants include (i) any employee of the Group or any invested entity; and (ii) any non-executive directors (including independent non-executive directors) of the Group or any invested entity.

The purpose and objective of the Scheme is: (i) to recognise and reward the contribution of certain Eligible Participants to the growth and development of the Group and to give incentives in order to retain them for continual operation and development of the Group; and (ii) to attract and retain suitable personnel for further development of the Group.

For details, please refer to the announcement of the Company dated 10 August 2021.

Save as disclosed above, there is no material subsequent event undertaken by the Group after 30 June 2021, up to the date of this report.

中期財務資料附註 (續)

15. 報告期後事項 (續)

計劃的有效期為自採納日期(即二零二一年八月十日)起計10年。受託人為計劃而可購買的最高股份總數不得超過79,500,000股，佔本公司於採納日期已發行股份總數的10%。

任何合資格參與者是否有資格獲得獎勵，將由董事會或委員會不時根據參與者對本集團發展及成長的貢獻及／或未來貢獻全權酌情釐定。合資格參與者包括(i)本集團或任何被投資實體的任何僱員；及(ii)本集團或任何被投資實體的任何非執行董事(包括獨立非執行董事)。

計劃之目的及目標為：(i)對若干合資格參與者為本集團的成長及發展所作貢獻予以肯定及獎賞，並提供激勵以挽留該等人士，令本集團能持續經營及發展；及(ii)吸引及挽留合適人員以推動本集團進一步發展。

有關詳情，請參閱本公司日期為二零二一年八月十日的公佈。

除上文所披露者外，截至本報告日期，本集團於二零二一年六月三十日後並無發生重大期後事項。

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS AND OPERATIONAL OVERVIEW

For the Interim Period, the Group was principally engaged in three operating segments, (i) environmental maintenance business, (ii) property leasing business and (iii) securities trading business. The Company and its subsidiaries recorded a revenue of approximately HK\$158,099,000, compared to a revenue of approximately HK\$123,759,000 for the six month period ended 30 June 2020 (the "Comparative Period"). Profit attributable to the equity holders of the Company from the continuing operations was approximately HK\$22,846,000 for the Interim Period (Comparative period: HK\$80,182,000).

The decrease in profit attributable to the equity holders of the Company were mainly attributable to the absence of an one-off gain on disposal of discontinued operations of HK\$70.8 million in the Comparative Period.

Environmental Maintenance Business

The environmental maintenance business is based in Chengdu, the PRC, and is penetrating into other regions in the PRC such as Xinjiang Autonomous Region, Hebei Province and Inner Mongolia Autonomous Region. Its scope of services mainly includes (i) janitorial services for public areas in cities; (ii) classification management of solid waste, bulky garbage and food waste; and (iii) facility maintenance management of refuse collection points.

As of 30 June 2021, the Group had a total of 25 environmental maintenance service contracts in progress with the total contract amount for the remaining contract term of approximately RMB632 million.

管理層討論及分析

業務及營運概覽

於中期期間，本集團主要運營三個經營分部：(i)環境維護業務、(ii)物業租賃業務及(iii)證券買賣業務。本公司及其附屬公司錄得收益約158,099,000港元，而截至二零二零年六月三十日止六個月期間（「比較期間」）收益則約為123,759,000港元。於中期期間本公司權益擁有人應佔持續經營業務溢利約為22,846,000港元（比較期間：80,182,000港元）。

本公司權益擁有人應佔溢利減少，乃主要由於並無比較期間出售已終止經營業務之一次性收益70.8百萬港元。

環境維護業務

環境維護業務總部位於中國成都，並擴展至中國其他地區，如新疆自治區、河北省及內蒙古自治區。服務範圍主要包括(i)城市公共區域的保潔服務；(ii)固體垃圾、大型垃圾及廚餘垃圾的分類管理；及(iii)垃圾收集站設施的維護管理。

截至二零二一年六月三十日，本集團共有25項履行中之環境維護服務合約，餘下合約期限的合約總金額約為人民幣632百萬元。

Property Leasing Business

During the Interim Period, the Group recorded rental income in the amount of HK\$1,496,000 for the leasing of an office in Beijing (Comparative Period: HK\$537,000). The rental income increased as the Group recovered from the office vacancy in the Interim Period.

Securities Trading Business

During the Interim Period, the Group recorded securities interest income in the amount of HK\$136,000 from financial assets at fair value through profit or loss (Comparative Period: HK\$361,000).

Furthermore, the Group actively invested in the security market in Hong Kong and recorded gain on disposal of financial assets at fair value through profit or loss in the amount of approximately HK\$17,786,000 (Comparative Period: Nil) and fair value gain of financial assets at fair value through profit and loss in the amount of approximately HK\$6,098,000 (Comparative Period: HK\$254,000).

物業租賃業務

於中期期間，本集團就出租一處北京辦公室而錄得租金收入1,496,000港元（比較期間：537,000港元）。租金收入增加乃由於中期期間本集團辦公室空置的情況改善令租金收入增加。

證券買賣業務

於中期期間，本集團就按公平值計入損益之金融資產錄得證券利息收入136,000港元（比較期間：361,000港元）。

此外，本集團積極投資於香港證券市場，並錄得出售按公平值計入損益之金融資產之收益約17,786,000港元（比較期間：無）及按公平值計入損益之金融資產之公平值收益約6,098,000港元（比較期間：254,000港元）。



The table below sets forth the performance of different financial assets held by the Group during the Interim Period:

下表載列本集團於中期期間所持有的不同金融資產之表現：

Nature of financial assets	Name of the underlying company	Remarks	Value as at	Investment	Receipt from	Realised gain	Unrealised	Fair value	Number of	Size relative
			1 January 2021	for the interim Period	disposal for the interim Period	for the interim period	change for the interim period	as at 30 June 2021	shares held as at 30 June 2021	to total assets as at 30 June 2021
金融資產性質	有關公司名稱	備註	於二零二一年一月一日之價值 HK\$'000 千港元	中期期間投資 HK\$'000 千港元	中期期間出售所得款項 HK\$'000 千港元	中期期間變現收益 HK\$'000 千港元	中期期間未變現公平值調整 HK\$'000 千港元	於二零二一年六月三十日之公平值 HK\$'000 千港元	於二零二一年六月三十日所持股份數目	於二零二一年六月三十日相對於總資產的比例
Unlisted Equity Investments 非上市股本投資	AMC Wanhai Securities Limited 萬海證券有限公司	a	53,497	-	56,053	2,556	-	-	N/A 不適用	-
Unlisted Equity Investments 非上市股本投資	A private fund 一間私募基金		-	29,838	-	-	1,537	31,375	N/A 不適用	3.7%
Hong Kong Listed Equity Securities 香港上市股本證券	A listed company engaged in information technology business 一間從事資訊科技業務之上市公司	b	42,956	-	47,549	12,378	4,959	12,744	900,000	1.5%
Hong Kong Listed Equity Securities 香港上市股本證券	Various listed companies in HK 多間香港上市公司	b	2,861	2,509	6,650	2,607	(398)	929	N/A 不適用	0.1%
Listed Debt Instruments 上市債務工具	Various listed debt instruments 多種上市債務工具	c	20,194	-	20,439	245	-	-	N/A 不適用	-
			119,508	32,347	130,691	17,786	6,098	45,048		

a. The unlisted equity investments represent the investment in Deep Blue SP I which were designated as a segregated portfolio of Deep Blue Fund SPC (the "Fund") by the board of directors of the Fund in July 2017. The investment objective of the segregated portfolio is to maximize capital appreciation by investing a wide range of instruments mainly in listed bond. The fair value of the segregated portfolio was valued by the respective investment managers at the last business day in March, June, September and December in each year. For details, please refer to the announcements of the Company dated 2 July 2020 and 13 July 2020.

a. 非上市股本投資指於Deep Blue SP I之投資，於二零一七年七月被Deep Blue Fund SPC（「該基金」）之董事會指定為其獨立投資組合。獨立投資組合之投資目標為透過投資於多種工具（主要為上市債券），以實現資本增值最大化。獨立投資組合之公平值乃由各自投資管理人於每年三月、六月、九月及十二月之最後一個營業日進行估值。有關詳情，請參閱本公司日期為二零二零年七月二日及二零二零年七月十三日之公佈。



- b. The fair value of the listed equity securities is determined based on a quoted market bid price in a relevant stock exchange.
- c. The fair value of the listed debt instruments is determined based on a quoted market bid price in a relevant stock exchange.

- b. 上市股本證券之公平值乃根據於有關證券交易所所報市買入價釐定。
- c. 上市債務工具之公平值乃根據於有關證券交易所所報市買入價釐定。

FINANCIAL REVIEW

Revenue

The table below sets forth the revenue breakdown of the Group for the Interim Period and Comparative Period:

財務回顧

收益

下表載列本集團於中期期間及比較期間之收益明細：

		For 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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Revenue	收益		
– from environmental maintenance business	—來自環境維護業務	156,467	122,861
– from property leasing business	—來自物業租賃業務	1,496	537
– from securities trading business	—來自證券買賣業務	136	361
		158,099	123,759

During the Interim Period, the Group recorded a total revenue of approximately HK\$158,099,000 (Comparative Period: approximately HK\$123,759,000) representing an increase of approximately 27.7% as compared to the corresponding period in 2020. The increase was primarily due to the increase of revenue from environmental maintenance business.

於中期期間，本集團錄得總收益約158,099,000港元（比較期間：約123,759,000港元），較二零二零年同期增加約27.7%，該增加主要由於環境維護業務收益增加所致。



Cost of Revenue

The cost of revenue is mainly comprised of service fees to workers, material consumed, depreciation on machinery and motor vehicles, motor vehicles expenses and utilities expenses from the environmental maintenance business. Cost of revenue for the Interim Period amounted to approximately HK\$119,352,000 (Comparative Period: HK\$81,620,000), representing an increase of approximately 46.2% as compared to Comparative Period. The increase in cost of revenue mainly in line with increase of revenue from the environmental maintenance business.

Employee Benefit Expenses

The Group had 1,797 workers from the environmental maintenance business in PRC and 62 office staff from Hong Kong and PRC office, total 1,859 employees as at 30 June 2021 (As at 30 June 2020: 1,057 workers and 32 office staff, total 1,089 employees). Salaries and benefits expenses for workers were recognised as service fees to workers and classified under cost of revenue while salaries and benefits expenses for office staff were classified under general and administrative expenses.

During the Interim Period, salaries and benefits expenses for workers and office staff were respectively approximately HK\$71,174,000 and HK\$4,892,000 (Comparative Period: approximately HK\$51,341,000 and HK\$2,981,000). Salaries and benefits expenses for workers and staff increased in line with the increase in number of workers employed and staff employed. The Group would regularly review the work allocation of the workers and office staff to maintain a high standard of service.

收益成本

收益成本主要包括來自環境維護業務的工人的服務費、耗材、機器及汽車折舊、汽車開支及公用設施開支。中期期間之收益成本約為119,352,000港元（比較期間：81,620,000港元），較比較期間增加約46.2%。收益成本的增加與環境維護業務的收益增加一致。

僱員福利開支

於二零二一年六月三十日，本集團中國環境維護業務擁有1,797名工人，香港及中國辦事處擁有62名辦公室員工，合共1,859名僱員（於二零二零年六月三十日：1,057名工人及32名辦公室員工，合共1,089名僱員）。工人的薪金及福利開支確認為工人的服務費並分類為收益成本，而辦公室員工薪金及福利開支則分類為一般及行政開支。

於中期期間，工人及辦公室員工的薪金及福利開支分別約為71,174,000港元及4,892,000港元（比較期間：約51,341,000港元及2,981,000港元）。工人及員工的薪金及福利開支增幅與受僱工人及員工人數增幅一致。本集團將定期檢閱工人及辦公室員工的工作分配以維持高服務標準。



Profit Attributable to the Equity Holders of the Company

During the Interim Period, the Group recorded profit attributable to the equity holders of the Company in the amount of approximately HK\$22,846,000 (Comparative Period: approximately HK\$80,182,000). The decrease in profit attributable to the equity holders of the Company were mainly attributable to the absence of an one-off gain on disposal of discontinued operations of HK\$70.8 million in the Comparative Period.

Liquidity, Financial Resources and Capital structure

Capital structure

The Group's objectives of managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors its capital on the basis of the gearing ratio. The Group's strategy for lowering the gearing ratio to an acceptable level remain constant during the Interim Period.

本公司權益擁有人應佔溢利

於中期期間，本集團錄得本公司權益擁有人應佔溢利約22,846,000港元（比較期間：約80,182,000港元）。本公司權益擁有人應佔溢利減少，乃主要由於並無比較期間出售已終止經營業務之一次性收益70.8百萬元。

流動資金、財務資源及資本架構

資本架構

本集團資本管理目標是確保其能持續經營之能力，以為股東帶來回報並維持最優資本架構以減少資金成本。

為維持或調整資本架構，本集團可調整付予股東的股息金額、退還資本予股東、發行新股份或出售資產以減少負債。

與其他同行一樣，本集團以資產負債比率為基準監察其資本。本集團的策略於中期期間保持不變，即將資產負債比率降至可接納的水平。



Cash position and pledged bank deposit

As at 30 June 2021, the Group's cash and cash equivalents were approximately HK\$236,775,000 representing an increase of approximately 83.4% as compared with approximately HK\$129,132,000 as at 31 December 2020. The increase was mainly due to the net proceeds in the amount of approximately HK\$149,500,000 received from the Share Placing on 15 April 2021.

Trade receivables

As at 30 June 2021, the Group's trade receivables were approximately HK\$111,393,000, representing an increase of approximately 109.2% as compared to such amount as at 31 December 2020. The trade receivables were mainly comprised of trade receivable from the environmental maintenance business while the increase was mainly arising from new environmental maintenance projects which have longer credit period.

Capital expenditure

For the Interim Period, the Group's capital expenditure was approximately HK\$17,059,000 (Comparative Period: approximately HK\$3,884,000), which was mainly used in the environmental maintenance business.

Gearing ratio

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as consideration payables plus loans from a shareholder less cash and cash equivalents. Total capital is calculated as 'equity' shown in the consolidated balance sheet plus net debt. As at 30 June 2021 and 31 December 2020, the Group was in a net cash position, hence, no gearing ratio is disclosed.

現金狀況及已抵押銀行存款

於二零二一年六月三十日，本集團現金及現金等價物約為236,775,000港元，較於二零二零年十二月三十一日約129,132,000港元增加約83.4%。該增加主要由於自二零二一年四月十五日的股份配售事項獲得款項淨額約149,500,000港元。

貿易應收款項

於二零二一年六月三十日，本集團的貿易應收款項約為111,393,000港元，較於二零二零年十二月三十一日之有關金額增加約109.2%。貿易應收款項主要包括來自環境維護業務的貿易應收款項，而有關增幅主要來自信貸期較長的新環境維護項目。

資本支出

於中期期間，本集團的資本支出約為17,059,000港元（比較期間：約3,884,000港元），主要用於環境維護業務。

資產負債比率

資產負債比率按債務淨額除以資本總額計算。債務淨額按應付代價加股東貸款減現金及現金等價物計算。資本總額乃按綜合資產負債表所列的「權益」加債務淨額計算。於二零二一年六月三十日及二零二零年十二月三十一日，本集團處於淨現金狀態，故此，並無披露資產負債比率。

Foreign Exchange Exposure

The Group operated in Hong Kong and PRC and primarily used HKD and RMB for the business in Hong Kong and PRC. The Group was exposed to foreign exchange risk based on fluctuations between HKD and RMB arising from its core operation in the Hong Kong and PRC. The Group did not undertake derivatives financial instruments or hedging instruments for speculative purposes. The Group will constantly review the economic situation and its foreign currency risk profile, continue to actively monitor foreign exchange exposure to minimize the impact of any adverse currency movement.

Significant Investment Held, Material Acquisition or Disposal of Subsidiaries and Affiliated Companies and Plans for Material Investment or Capital Assets

Subscription of new shares under general mandate

On 16 December 2019, the Company entered into a subscription agreement with Goldpalm Offshore Limited (金棕櫚海外有限公司), a limited company incorporated in the British Virgin Islands, ("Goldpalm"), pursuant to which Goldpalm has conditionally agreed to subscribe for (or procure the subscription by its nominee(s)) and the Company has agreed to allot and issue 117,000,000 new Shares at the subscription price of HK\$1.53 per subscription share to Goldpalm or its nominee(s) ("the Subscription Agreement"). All the conditions precedent under the Subscription Agreement have been fulfilled and completion of the subscription took place on 7 January 2020 (the "2020 Subscription"). For details, please refer to the announcements of the Company dated 16 December 2019, 19 December 2019 and 7 January 2020.

外匯風險

本集團於香港及中國營運，在香港及中國的業務主要使用港元及人民幣。本集團承受的匯兌風險來自港元及人民幣之間的波動，因其香港及中國的核心業務引起。本集團並無投資任何金融衍生工具或對沖工具作投機用途。本集團會定期審視經濟狀況及其匯兌風險組合，繼續積極監控匯兌風險，盡量減低任何貨幣變動的不利影響。

所持有的重大投資、附屬公司及聯屬公司的重大收購或出售及重大投資或資本資產的計劃

根據一般授權認購新股份

於二零一九年十二月十六日，本公司與金棕櫚海外有限公司（「金棕櫚」，一間於英屬處女群島註冊成立之有限公司）訂立認購協議（「認購協議」），據此，金棕櫚已有條件同意認購（或促使其提名人認購）而本公司已同意按每股認購股份1.53港元之認購價向金棕櫚或其提名人配發及發行117,000,000股新股份。認購協議項下之所有先決條件已獲達成，而認購事項已於二零二零年一月七日完成（「二零二零年認購事項」）。有關詳情，請參閱本公司日期為二零一九年十二月十六日、二零一九年十二月十九日及二零二零年一月七日的公佈。



On 23 March 2021, the Company entered into an agreement for the placing of up to an aggregate of 90,000,000 new ordinary shares of the Company to not less than six placees at a price of HK\$1.68 per share (the "Share Placing"). All the conditions precedent set out in the agreement have been fulfilled and completion of the Share Placing took place on 15 April 2021. For details, please refer to the announcements of the Company dated 23 March 2021 and 15 April 2021.

Termination of memorandum of understanding ("MOU") in relation to a possible acquisition and capital injection

On 23 March 2021, the Company entered into a MOU with Beijing Yunling Technology Co., Ltd.* (北京雲聆科技有限公司) ("the Target Company") and Mr. Guo Peng in relation to the acquisition made to Aikuyou (HK) Limited ("the Transferor") for the entire equity interest in the Target Company held by the Transferor and the capital injection into the Target Company ("the Possible Acquisition").

On 30 April 2021, the Company entered into a deed of termination to terminate the MOU with effect from 30 April 2021 as each of the parties to the MOU could not agree on the material terms for the Possible Acquisition. Each of the parties to the MOU has confirmed that there shall be no claim against each other in respect of any matters under or arising from the MOU. For details, please refer to the announcements of the Company dated 23 March 2021 and 30 April 2021.

於二零二一年三月二十三日，本公司訂立協議，以每股1.68港元的價格向不少於六名承配人配售最多合共90,000,000股本公司新普通股（「股份配售事項」）。該協議所載的所有先決條件已達成，而股份配售事項已於二零二一年四月十五日完成。有關詳情，請參閱本公司日期為二零二一年三月二十三日及二零二一年四月十五日的公佈。

終止有關可能收購及注資的併購意向書（「併購意向書」）

於二零二一年三月二十三日，本公司與北京雲聆科技有限公司（「目標公司」）及郭鵬先生訂立併購意向書，內容有關向愛酷遊（香港）有限公司（「出讓方」）收購其持有目標公司的所有股權及向目標公司注資（「可能收購事項」）。

於二零二一年四月三十日，本公司訂立終止契約，以終止併購意向書，自二零二一年四月三十日起生效，原因是併購意向書之訂約各方未能就可能收購事項的重大條款達成一致。併購意向書的訂約各方確認，概不會就有關併購意向書項下或所引致的任何事宜向其他訂約方提出申索。有關詳情，請參閱本公司日期為二零二一年三月二十三日及二零二一年四月三十日的公佈。



Lapse of disclosable transaction in relation to the deemed disposal of the equity interest in a subsidiary

On 7 September 2020, Shenzhen BYL Ecological Technology Company Limited* (深圳寶潤來生態科技有限公司) (“Shenzhen BYL”), an indirectly non wholly-owned subsidiary of the Company which currently holds 100% equity interests in the Aerospace Sanchuang Environmental Technology Chengdu Co., Ltd.* (航天三創環保科技(成都)有限公司) (“the Target Company”), entered into the capital increase agreement with Sichuan Aerospace Science and Technology Environmental Protection Equity Investment Fund Management Center (Limited Partnership)* (四川航天航科環保股權投資基金管理中心(有限合夥)) (“the Investor”) and the Target Company, pursuant to which the Investor will invest RMB80.0 million (equivalent to approximately HK\$90.48 million) to the Target Company and the registered capital of the Target Company will increase from RMB60.0 million to RMB75.0 million.

Supplemental agreement and second supplemental agreement were signed by Shenzhen BYL, the Target Company and the Investor on 30 December 2020 and 20 May 2021 which extended the settlement date to 10 July 2021. As stated in the second supplemental agreement, if the conditions precedent to the capital increase agreement have not been duly satisfied before 10 July 2021, the capital increase agreement shall be automatically terminated, and the New Investor shall transfer back any equity interests in the Target Company to Shenzhen BYL at no consideration.

有關視作出售於一間附屬公司的股權之須予披露交易失效

於二零二零年九月七日，本公司間接非全資附屬公司深圳寶潤來生態科技有限公司(「深圳寶潤來」)，目前持有航天三創環保科技(成都)有限公司(「目標公司」) 100%股權與四川航天航科環保股權投資基金管理中心(有限合夥)(「投資方」)及目標公司訂立增資協議，據此，投資方將向目標公司投入人民幣80.0百萬元(相當於約90.48百萬元)，而目標公司之註冊資本將由人民幣60.0百萬元增加至人民幣75.0百萬元。

深圳寶潤來、目標公司及投資方於二零二零年十二月三十日及二零二一年五月二十日分別簽訂補充協議及第二份補充協議，當中將交割日期延遲至二零二一年七月十日。誠如第二份補充協議所述，倘增資協議的先決條件於二零二一年七月十日前仍未獲充分達成，增資協議應自動終止，且新投資方應無償向深圳寶潤來轉回目標公司的任何股權。

* for identification purposes only



On 12 July 2021, a certain conditions precedent under the capital increase agreement have not been fully fulfilled, therefore the capital increase agreement has lapsed accordingly, whereupon none of the parties to the capital increase agreements shall have any obligations and liabilities towards each other thereunder. For details, please refer to the announcements of the Company dated 7 September 2020, 17 September 2020, 30 December 2020, 20 May 2021 and 12 July 2021.

Redemption of interest in a segregated portfolio of a fund

On 2 July 2020, Wah Shuk Holdings Limited (華成控股有限公司), ("the Subscriber"), a wholly-owned subsidiary of the Company, had entered into a subscription agreement with the Deep Blue Fund SPC, pursuant to which the Subscriber had agreed to subscribe for the Class B shares in the Deep Blue SP I of the Fund in a sum of US\$7,000,000. The subscription amount was determined after arm's length negotiations between the parties with reference to, among other things, the prospect and the return of the Deep Blue SP I of the Fund and the financial resources available to the Group. For details, please refer to the announcements of the Company dated 2 July 2020 and 13 July 2020.

On 27 April 2021, the Subscriber has served a redemption request to the Fund, pursuant to which the Subscriber intended to redeem all of its Class B Shares in the Fund. The proceeds from the Redemption is approximately US\$7,233,000. After completion of the redemption on 7 May 2021, the Subscriber did not hold any Class B Shares in the Fund. The Group recorded a gain of approximately US\$233,000 from the redemption, being the difference between the proceeds of the redemption and the initial subscription price of the Class B Share being redeemed. For details, please refer to the announcements of the Company dated 2 July 2020, 13 July 2020 and 27 April 2021.

於二零二一年七月十二日，增資協議項下的若干先決條件未獲充分達成，因此，增資協議已相應失效，其後，增資協議訂約方均不再根據增資協議對彼此承擔任何義務及責任。有關詳情，請參閱本公司日期為二零二零年九月七日、二零二零年九月十七日、二零二零年十二月三十日、二零二一年五月二十日及二零二一年七月十二日的公佈。

贖回於基金獨立投資組合的權益

於二零二零年七月二日，本公司的全資附屬公司華成控股有限公司（「認購方」）與Deep Blue Fund SPC訂立認購協議，據此，認購方同意以總額7,000,000美元認購該基金Deep Blue SP I中的B類股份。認購金額乃經訂約方公平磋商後釐定，並已參考（其中包括）該基金Deep Blue SP I的前景及回報以及本集團可用的財務資源。有關詳情，請參閱本公司日期為二零二零年七月二日及二零二零年七月十三日之公佈。

於二零二一年四月二十七日，認購方已向該基金送達贖回請求，據此，認購方擬贖回其在該基金中的全部B類股份。贖回所得款項為約7,233,000美元。於二零二一年五月七日完成贖回後，認購方並無持有該基金中的任何B類股份。本集團錄得贖回收益約233,000美元，即贖回所得款項與所贖回B類股份的初始認購價之間的差額。有關詳情，請參閱本公司日期為二零二零年七月二日、二零二零年七月十三日及二零二一年四月二十七日的公佈。



USE OF PROCEEDS

The Company has conducted the following equity fund raising activities during the Interim Period and subsequently after 30 June 2021:

Use of Proceeds from the 2020 Subscriptions

The net proceeds from the 2020 Subscription were approximately HK\$177,000,000 and the Company intends to apply the net proceeds in (i) the settlement of outstanding consideration payable for the acquisition of BYL Property Holdings Group Limited in 2018 ("Settlement of Consideration Payable") amounting to approximately HK\$74,571,000 as at 31 December 2019; and (ii) general working capital as to the remaining balance. Up to the date of this report, the Company had paid approximately HK\$13,920,000 for the Settlement of outstanding consideration payable, with the remaining balance to be utilised as intended. Approximately HK\$102,429,000 has been utilised as general working capital as intended. The Group has no intention to change the use of proceeds from the 2020 Subscriptions.

Use of Proceeds from the Share Placing

The net proceeds from the Share Placing were approximately HK\$149,500,000 and the Company intends to apply HK\$93,800,000 for the Possible Acquisition and the transactions contemplated thereunder, HK\$41,700,000 for funding the operating costs and expenses of the initial stages of the new environmental maintenance projects secured by the Group, and HK\$14,000,000 as general working capital of the Group.

所得款項用途

於中期期間及隨後於二零二一年六月三十日後，本公司已進行以下股本集資活動：

來自二零二零年認購事項的所得款項用途

二零二零年認購事項所得款項淨額約為177,000,000港元，本公司欲將所得款項淨額應用在(i)二零一八年收購寶潤來置業控股集團有限公司尚未償付的應付代價結算於二零一九年十二月三十一日約74,571,000港元（「結算應付代價」）；及(ii)餘額用作一般營運資金。截至本報告日期，本公司已就結算尚未支付的應付代價支付約13,920,000港元，餘下結餘將按擬定用途動用。約102,429,000港元已按擬定用途用作一般營運資金。本集團無意變更來自二零二零年認購事項的所得款項用途。

股份配售事項所得款項用途

股份配售事項所得款項淨額約為149,500,000港元，本公司擬將93,800,000港元用於可能收購事項及其項下擬進行之交易，41,700,000港元用作由本集團擔保的新環境維護項目初期階段的營運成本及開支，及14,000,000港元用作本集團一般營運資金。

Despite of the termination of MOU, the Board maintains its view that investments in highgrowth businesses in the PRC, including high technology, software consulting and internet service related business, will generate a stable and constant stream of income to the Group and create long term value for the Shareholders. Therefore, the Board will adhere to the original plan for the use of net proceeds of the Share Placing as stated in the completion announcement dated 15 April 2021 and apply the abovementioned net proceeds which were originally allocated to the Possible Acquisition and the transactions contemplated thereunder for the possible investment and transactions in the future with similar nature as the transaction contemplated under the MOU.

For details, please refer to the announcements of the Company dated 23 March 2021, 15 April 2021 and 3 May 2021.

Up to the date of this report, the Company had used HK\$41,700,000 for funding the operating costs and expenses of the initial stages of the new environmental maintenance projects and HK\$14,000,000 has been utilized as general working capital as intended. The Group has no intention to change the use of proceeds from the Share Placing.

儘管終止併購意向書，董事會仍認為投資於中國的高增長業務(包括高科技、軟件諮詢及互聯網服務相關業務)將為本集團帶來穩定持續的收入來源，並為股東創造長期價值。因此，董事會將堅持日期為二零二一年四月十五日的完成公佈所載股份配售事項所得款項淨額用途的原有計劃，將原本分配至可能收購事項及其項下擬進行交易的上述所得款項淨額用於日後可能進行的與併購意向書項下擬進行交易具類似性質的投資及交易。

有關詳情，請參閱本公司日期為二零二一年三月二十三日、二零二一年四月十五日及二零二一年五月三日的公佈。

截至本報告日期，本公司已動用41,700,000港元用作新環境維護項目初期階段的營運成本及開支及14,000,000港元已按擬定用途用作一般營運資金。本集團無意變更股份配售事項所得款項的用途。



Fulfillment of Profit Guarantee in Relation to the Acquisition

Reference was made to the announcements of the Company dated 9 February 2018, 16 March 2018, 16 April 2018, 16 May 2018, 29 May 2018 and 12 June 2018 in respect of the acquisition of BYL Property Holdings Group Limited ("Target Company"). Pursuant to the sales and purchase agreement signed between Wild South Limited ("the Purchaser"), a wholly-owned subsidiary of the Company, and Mr. Wan Zhong ("the Vendor"), the Vendor irrevocably and unconditionally warrants and guarantees the Purchaser that the aggregated audited consolidated net profit (after taxation and excluding any profit or loss deriving from activities not within the ordinary and usual course of business) (the "Audited Profit") of the Target Company together with its subsidiaries (the "Target Group") for the three financial years ending 31 December 2020 (the "Relevant Period") as stated in the audited consolidated financial statements of the Target Group for the Relevant Period (the "Audited Accounts") to be prepared by a Hong Kong certified public accountants' firm (as approved by the Purchaser) shall not be less than the total sum of RMB94,500,000 (equivalent to approximately HK\$118,125,000) (the "Guaranteed Amount"). If the Audited Profit is less than the Guaranteed Amount, the Vendor will pay the Purchaser a compensation based on the formula prescribed in the sales and purchase agreement.

The Audited Accounts indicates that the Audited Profit had exceeded RMB94,500,000 which implied that the guaranteed profit of the Target Group for the three financial years ending 31 December 2020 has been met. For details, please refer to the announcement of the Company dated 16 April 2021.

Save as disclosed above, the Company has not conducted any other equity fund raising activities in the Interim Period and the period immediately prior to the date of this report.

履行有關收購事項的利潤保證

茲提述本公司日期為二零一八年二月九日、二零一八年三月十六日、二零一八年四月十六日、二零一八年五月十六日、二零一八年五月二十九日及二零一八年六月十二日之公佈，內容有關收購寶淵來置業控股集團有限公司（「目標公司」）。根據本公司全資附屬公司Wild South Limited（「買方」）與萬忠先生（「賣方」）訂立的買賣協議，賣方不可撤銷及無條件地向買方保證及擔保，將由香港執業會計師事務所（經買方批准）所編製之目標公司及其附屬公司（「目標集團」）截至二零二零年十二月三十一日止三個財政年度（「有關期間」）之經審核綜合財務報表（「經審核賬目」）當中所述目標集團於有關期間之經審核綜合純利（除稅後及撇除不屬一般及日常業務活動產生的任何損益）（「經審核利潤」）合共將不低於人民幣94,500,000元（相當於約118,125,000港元）（「擔保金額」）。倘經審核利潤低於擔保金額，賣方將根據買賣協議所述的公式向買方支付賠償。

經審核賬目顯示經審核利潤已逾人民幣94,500,000元，這表明目標集團截至二零二零年十二月三十一日止三個財政年度的保證利潤已達成。有關詳情，請參閱本公司日期為二零二一年四月十六日之公佈。

除上文所披露者外，於中期期間及緊接本報告日期前期間，本公司並無進行任何其他股本集資活動。



Impact of COVID-19

As as the date of this report, the Group was not aware of any material adverse effects on the financial statements as a result of the COVID-19 outbreak.

Contingent Liabilities

As at 30 June 2021, the Group did not have any material contingent liabilities.

Employees and Remuneration Policies

The Group had 1,859 (as at 30 June 2020: 1,089) employees as at 30 June 2021 for the continuing operations. The Group's remuneration practices are in line with the prevailing market practice and are determined on the basis of performance, qualification and experience of individual employee.

Dividend

The Directors do not recommend payment of dividend for the Interim Period (Comparative Period: Nil).

Share Option

On 5 February 2021, the Company granted share options under its share option scheme adopted on 19 November 2013 ("2013 Share Option Scheme") to certain eligible grantees (the "Grantees"), which, subject to acceptance by the Grantees, will enable the Grantees to subscribe for an aggregate of 29,600,000 ordinary shares of the Company of HK\$0.01 each in the share capital of the Company at the exercise price of HK\$1.21 per share as stated in the announcement of the Company dated 5 February 2021 and 9 February 2021.

COVID-19之影響

於本報告日期，本集團並不知悉 COVID-19 疫情對財務報表造成的任何重大不利影響。

或然負債

於二零二一年六月三十日，本集團並無任何重大或然負債。

僱員及薪酬政策

於二零二一年六月三十日，本集團持續經營業務有1,859名（於二零二零年六月三十日：1,089名）僱員。本集團的薪酬常規符合當前市場常規，乃基於僱員個人表現、資歷及經驗釐定。

股息

董事不建議派付中期期間之股息（比較期間：無）。

購股權

於二零二一年二月五日，本公司已根據其於二零一三年十一月十九日採納的購股權計劃（「二零一三年購股權計劃」）向若干合資格承授人（「承授人」）授出購股權，此舉（待承授人採納後）將讓承授人得以按行使價每股1.21港元認購本公司日期為二零二一年二月五日及二零二一年二月九日之公佈所訂明本公司股本中每股面值0.01港元的合共29,600,000股本公司普通股。



On 16 June 2021, the adoption of a new share option scheme (the “2021 Share Option Scheme”) was approved by the shareholders of the Company. The total number of ordinary shares which may be issued upon the exercise of all options to be granted under the 2021 Share Option Scheme must not in aggregate exceed 79,500,000 Shares (representing 10.00% of the total issued share capital of the Company as at the date of approval of the 2021 Share Option Scheme).

Save and except the 29,600,000 options granted on 5 February 2021, no options had been granted, exercised, lapsed or forfeited during the Interim Period, and there were 40,000,000 options remained outstanding as at 30 June 2021 under the 2013 Share Option Scheme.

No options had been granted, exercised, lapsed or forfeited during the Interim Period, and there were nil options remained outstanding as at 30 June 2021 under the 2021 Share Option Scheme.

Prospects

The environmental maintenance business maintained its continuing growth as a result of securing various service contracts across various regions in the PRC including Chengdu, Xinjiang Autonomous Region, Hebei, Inner Mongolia Autonomous Region. It is expected that with the increasing number of service contracts secured by the Group, the environmental maintenance business shall continue to contribute stable income stream for the Group.

As of 30 June 2021, the Group had a total of 25 environmental maintenance service contracts in progress with the total contract amount for the remaining contract term of approximately RMB632 million.

於二零二一年六月十六日，本公司股東已批准新購股權計劃（「二零二一年購股權計劃」）。於行使根據二零二一年購股權計劃授出的所有購股權時可予發行的普通股總數合共不得超過79,500,000股股份（即本公司於批准二零二一年購股權計劃日期全部已發行股本的10.00%）。

除於二零二一年二月五日授出29,600,000份購股權外，概無購股權於中期期間內獲授出、行使、失效或被沒收，而二零一三年購股權計劃項下有40,000,000份購股權於二零二一年六月三十日仍未行使。

概無購股權於中期期間內獲授出、行使、失效或被沒收，而二零二一年購股權計劃項下並無購股權於二零二一年六月三十日仍未行使。

展望

由於在中國多個地區（包括成都、新疆自治區、河北、內蒙古自治區）取得了多項服務合約，環境維護業務保持持續增長。預計隨著本集團獲得服務合約數目的增長，環境維護業務將繼續為本集團貢獻穩定收入來源。

截至二零二一年六月三十日，本集團合共擁有25份正在進行的環境維護服務合約，餘下合約期限的合約總金額約為人民幣632百萬元。



Looking forward, the Group will continue to utilize its available resources to engage and develop its core business. Apart from the environmental maintenance business, the Group will explore business opportunities in other industries and double down on investments in high growth businesses in the PRC (including high technology, software consulting and internet services related business) that will flourish in the post-pandemic economic environment in order to generate a stable and constant stream of income to the Group and create long term value for our shareholder.

DIRECTORS' INTERESTS IN A COMPETING BUSINESS

For the Interim Period, the Directors are not aware of any business or interest of the Directors, the management of the Company and their respective 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.

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

At no time during the Interim Period was the Company, or any of its subsidiaries or fellow subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

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

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

展望未來，本集團將繼續動用其可用資源開展及開發其核心業務。除環境維護業務外，本集團將於其他行業探索業務機遇並加倍投資於中國的高增長業務（包括高科技、軟件諮詢及互聯網服務有關業務），該等業務將於疫情過後的經濟環境下蓬勃發展，為本集團帶來穩定及持續的收入來源，並為我們的股東創造長遠價值。

董事於競爭業務中擁有的權益

於中期期間，董事並不知悉本公司董事、管理層及彼等各自之聯繫人（定義見上市規則）的任何業務或權益會或可能會與本集團業務形成競爭，亦不知悉任何該等人士與本集團具有或可能具有任何其他利益衝突。

購買股份或債權證的安排

本公司或其任何附屬公司或同系附屬公司於中期期間任何時間概無訂立任何安排，以使董事可透過收購本公司或任何其他法團之股份或債權證而獲益。

購買、出售或贖回本公司上市證券

於中期期間，本公司及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。



CORPORATE GOVERNANCE

The Company is committed to ensure a high standard of corporate governance in the interests of the shareholders and devotes considerable effort to maintain high level of business ethics and corporate governance practices. The Company has complied with the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 of the Listing Rules throughout the Interim Period. The Company has applied the principles of, and complied with, the applicable code provisions of the CG Code during the Interim Period.

DIRECTORS’ SECURITIES TRANSACTIONS

The Group had adopted Appendix 10 of the Listing Rules (the “Model Code”) as its own code of conduct regarding Directors’ securities transactions on terms no less exacting than the required standard of dealings.

Having made specific enquiries to all the Directors and all the Directors of the Company had confirmed compliance with the required standard of dealings and the code of conduct for directors’ securities transactions during the Interim Period.

AUDIT COMMITTEE

The Company has established an audit committee (the “Audit Committee”). The Audit Committee performs, amongst others, review financial information of the Group; review relationship with and the terms of appointment of the external auditors; and review the Company’s financial reporting system, internal control system and risk management system.

The existing Audit Committee of the Company consists of three independent non-executive directors of the Company, chaired by Mr. Lam Ka Tak and the other two members are Mr. Xu Zhihao and Mr. Wong Sincere.

企業管治

為保障股東的利益，本公司致力確保高標準的企業管治，並投入大量精力維持高水平的商業道德標準及企業管治常規。本公司於整個中期期間一直遵守上市規則附錄十四所載之企業管治守則（「企業管治守則」）。於中期期間，本公司已採用企業管治守則中的原則並遵循其中的適用守則條文。

董事進行證券交易

本集團已採納上市規則附錄十（「標準守則」），作為其本身之董事進行證券交易之行為守則，其條款嚴格度不遜於交易規定準則。

經向全體董事作出具體查詢後，本公司全體董事確認於中期期間已遵守董事進行證券交易之交易規定準則及行為守則。

審核委員會

本公司已設立審核委員會（「審核委員會」）。審核委員會履行（其中包括）：審閱本集團的財務資料；檢討與外聘核數師的關係及委任條款；及檢討本公司財務申報系統、內部監控系統及風險管理系統等職能。

本公司現屆審核委員會由本公司三名獨立非執行董事組成，主席為林嘉德先生，其他兩名成員為徐志浩先生及黃誠思先生。



The unaudited interim financial results of the Group for the Interim Period have been reviewed by the Audit Committee.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

This report is published on the Company's website (www.netago.hk) and the HKExnews website (www.hkexnews.hk) of Hong Kong Exchanges and Clearing Limited. The 2021 Interim Report of the Company containing all the information required by the Listing Rules will be dispatched to the shareholders and available on the above websites in due course.

APPRECIATION

The Company's continuous development and progress facing market competition and challenges rest on the dedication and contributions of our staff from all departments as well as the trust, support and encouragement from all shareholders and business partners. On behalf of the Board, I would also like to express our sincere thanks to shareholders, clients, suppliers, business partners and other stakeholders for their continuing trust and unfailing support.

By Order of the Board

Net-a-Go Technology Company Limited

Sang Kangqiao

Chairman and Executive Director

Hong Kong, 18 August 2021

As at the date of this report, the Executive Directors are Mr. Sang Kangqiao, Mr. Xu Wenzhe and Mr. Cui Peng; the Independent Non-executive Directors are Mr. Xu Zhihao, Mr. Lam Ka Tak and Mr. Wong Sincere.

本集團中期期間之未經審核中期財務業績已經審核委員會審閱。

刊發中期業績及中期報告

本報告刊登於本公司網站 (www.netago.hk) 及香港交易及結算有限公司「披露易」網站 (www.hkexnews.hk)。載有上市規則規定之所有資料之本公司二零二一年中期報告將於適當時候寄發予股東及於上述網站刊發。

致謝

面對市場的競爭與挑戰，本公司仍能不斷地發展進步，實有賴各部門員工之忠誠服務及貢獻，以及各股東及業務夥伴的信賴、支持及鼓勵。本人亦謹藉此代表董事會衷心感謝股東、客戶、供應商、業務夥伴及其他持份者對本集團的持續信任及不懈支持。

承董事會命

網譽科技有限公司

主席兼執行董事

桑康喬

香港，二零二一年八月十八日

於本報告日期，執行董事為桑康喬先生、許文澤先生及崔鵬先生；獨立非執行董事為徐志浩先生、林嘉德先生及黃誠思先生。





Net-a-Go Technology Co., Ltd
網譽科技有限公司

