



NNK Group Limited

年年卡集團有限公司

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：3773

2021

中期報告

INTERIM REPORT

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Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. HUANG Junmou (*Chairman*)

Mr. YANG Hua (*Chief Executive Officer*)

Non-executive Directors

Mr. LI Xiangcheng

Mr. XU Xinhua

Mr. YU Zida

Independent Non-executive Directors

Mr. LIN Zhangxi

Mr. QIAN Haomin

Ms. ZHAO Jinlin

JOINT COMPANY SECRETARIES

Mr. WONG Wai Tung

Ms. WONG Wai Ling

AUTHORISED REPRESENTATIVES

Mr. HUANG Junmou

Ms. WONG Wai Ling

AUDIT COMMITTEE

Ms. ZHAO Jinlin (*Chairlady*)

Mr. QIAN Haomin

Mr. LIN Zhangxi

REMUNERATION COMMITTEE

Mr. LIN Zhangxi (*Chairman*)

Mr. HUANG Junmou

Ms. ZHAO Jinlin

NOMINATION COMMITTEE

Mr. HUANG Junmou (*Chairman*)

Ms. ZHAO Jinlin

Mr. QIAN Haomin

董事會

執行董事

黃俊謀先生 (*主席*)

楊華先生 (*首席執行官*)

非執行董事

李享成先生

許新華先生

喻子達先生

獨立非執行董事

林漳希先生

錢昊旻先生

趙晉琳女士

聯席公司秘書

王惟東先生

黃慧玲女士

授權代表

黃俊謀先生

黃慧玲女士

審核委員會

趙晉琳女士 (*主席*)

錢昊旻先生

林漳希先生

薪酬委員會

林漳希先生 (*主席*)

黃俊謀先生

趙晉琳女士

提名委員會

黃俊謀先生 (*主席*)

趙晉琳女士

錢昊旻先生

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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Cayman Islands

**HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S
REPUBLIC OF CHINA (THE "PRC")**

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PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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Wanchai, Hong Kong

PRINCIPAL SHARE REGISTRAR

Maples Fund Services (Cayman) Limited
PO Box 1093, Boundary Hall
Cricket Square
Grand Cayman, KY1-1102
Cayman Islands

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor Hopewell Centre
183 Queen's Road East
Wanchai
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LEGAL ADVISORS

As to Hong Kong law:

Sidley Austin
Level 39, Two International Finance Centre
8 Finance Street
Central
Hong Kong

開曼群島註冊辦事處

PO Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

**總部及中華人民共和國(「中國」)主要營
業地點**

中國深圳市南山區
中山園路1001號
TCL國際E城
F5棟5樓

香港主要營業地點

香港灣仔
皇后大道東248號
大新金融中心40樓

主要股份過戶登記處

Maples Fund Services (Cayman) Limited
PO Box 1093, Boundary Hall
Cricket Square
Grand Cayman, KY1-1102
Cayman Islands

香港證券登記處

香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心17樓
1712-1716室

法律顧問

香港法律：

盛德國際律師事務所
香港
中環
金融街8號
國際金融中心二期39樓

Corporate Information

公司資料

As to Cayman Islands law:

Maples and Calder
53rd Floor, The Centre
99 Queen's Road Central
Hong Kong

AUDITOR

Deloitte Touche Tohmatsu
Registered Public Interest Entity Auditors
35/F, One Pacific Place
88 Queensway
Hong Kong

PRINCIPAL BANKERS

Shenzhen Tairan Sub-branch,
China Construction Bank Co., Limited
1st Floor, No. 304 Building, Third Area
Che Gongmiao Tairan Industrial Area
Futian District, Shenzhen, PRC

Shenzhen Wanxiang Sub-branch,
Bank of China Limited
No. 10-16, 1st Floor, Dingfeng Building
No. 1036 Baoan Road South
Luohu District, Shenzhen, PRC

Shenzhen Baozhong Sub-branch,
China Everbright Bank Co., Limited
No. A98-A106, 1st Floor, Hongfa Lingyu Block 4
No. 1004 Chuangye Yi Road
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STOCK CODE

3773

COMPANY'S WEBSITE

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核數師

德勤•關黃陳方會計師行
註冊公眾利益實體核數師
香港
金鐘道88號
太古廣場一座35樓

主要往來銀行

中國建設銀行股份有限公司
深圳市泰然支行
中國深圳市福田區
車公廟泰然工業區
第三小區304棟首層

中國銀行股份有限公司
深圳市萬象支行
中國深圳市羅湖區
寶安南路1036號
鼎豐大廈首層10-16號

中國光大銀行股份有限公司
深圳市寶中支行
中國深圳市寶安區
創業一路1004號
宏發領域四棟首層A98-A106號

股份代號

3773

公司網站

www.nnk.com.hk

Management Discussion and Analysis

管理層討論及分析

The board (the “Board”) of directors (the “Directors”) of NNK Group Limited (the “Company”) hereby presents the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2021, together with the comparative figures for the corresponding period in 2020.

BUSINESS REVIEW

The Group is principally engaged in providing mobile top-up services to mobile users through electronic banking systems of PRC banks and other channels including third-party online platforms, its own websites and WeChat public account.

In the beginning of 2020, the outbreak of COVID-19 has affected various businesses. The PRC government enacted draconian quarantine measures, strict travel restrictions and the extension of the Chinese Lunar New Year Holiday in response to the COVID-19 epidemic. Market participants within the mobile top-up industry were affected to different extent, especially the temporary suspension of operation of physical stores due to the COVID-19 safety concerns that declined the transaction volume from offline channels. The Group was able to maintain its operation during the COVID-19 epidemic and given its reputation in the mobile top-up industry, the Group was able to source much favourable top-up credits from its suppliers. Since the COVID-19 epidemic began to be under control in the PRC from the second half of 2020, the PRC telecommunication operators and their distributors had adjusted their strategies, and the discount rates offered by them have declined since the second half of 2020. As a result, the average discount rate declined from 1% for the first half of 2020 to 0.7% for the second half of 2020 and for the first half of 2021.

年年卡集團有限公司(「本公司」)董事(「董事」)會(「董事會」)謹此呈報本公司及其附屬公司(統稱為「本集團」)截至二零二一年六月三十日止六個月的未經審核綜合中期業績連同二零二零年同期的比較數字。

業務回顧

本集團主要從事通過國內銀行的電子銀行系統以及其他渠道(包括第三方線上平台、其自有網站及微信公眾號)向手機用戶提供手機話費充值服務。

二零二零年初，COVID-19爆發影響了各行各業。為應對COVID-19疫情，中國政府實施嚴厲的隔離措施、嚴格的出行限制並延長中國農曆新年假期。手機話費充值行業的市場參與者受到不同程度的影響，尤其是由於存在COVID-19的安全考慮，導致實體店暫時停止運營，從而降低了線下渠道的交易量。本集團於COVID-19疫情期間仍然能維持營運，而鑒於本集團在手機話費充值行業內聲譽良好，因而能夠從供應商採購更優惠的手機話費充值金額。自二零二零年下半年起，隨著中國的COVID-19疫情開始受控，中國電信運營商及其分銷商調整策略，及其提供的折扣率自二零二零年下半年起有所減少。因此，平均折扣率由二零二零年上半年的1%下跌至二零二零年下半年及二零二一年上半年的0.7%。

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The Group has strived to increase its gross transaction value in order to compensate the impact on the reduction of the average discount rate. In recent years, the PRC banks were putting more investment and promotion efforts in their internet banking and mobile banking APP services, in order to increase customers' activity in internet banking and mobile banking APP services, and strengthen connection with customers. The Group continued to cooperate with the PRC banks by supplying top-up credits and coupons for their promotion activities. With the recovery of the PRC economic activities amid the pandemic gradually brought under control since the second half of 2020, the PRC banks have increased their purchases of top-up credits and coupons from the Group for their promotion activities. The gross transaction value from such sales for the six months ended 30 June 2021 has reached RMB624 million, as compared with RMB270 million for the six months ended 30 June 2020. The sales of top-up coupons for the banks' promotion activities have stimulated the growth of the gross transaction value via electronic banking system. The gross transaction value via electronic banking systems increased by approximately 81.9% to approximately RMB6,858.6 million for the six months ended 30 June 2021 from approximately RMB3,771.3 million for the six months ended 30 June 2020. The number of mobile top-up requests processed by 007ka top-up platform was approximately 120.0 million for the six months ended 30 June 2021, representing an increase of approximately 77.0% as compared with approximately 67.8 million for the six months ended 30 June 2020. Overall gross transaction value with mobile users increased by approximately 71.2% to approximately RMB7,006.6 million for the six months ended 30 June 2021 from approximately RMB4,092.3 million for the six months ended 30 June 2020.

本集團已努力提高交易總值，以彌補平均折扣率減少的影響。近年，國內銀行加大投資及推廣互聯網銀行及手機銀行APP服務，藉此提升客戶在互聯網銀行和手機銀行APP服務中的活躍度，並加強與客戶的聯繫。本集團持續與國內銀行合作，為對方推廣活動提供話費充值金額及優惠券。隨著自二零二零年下半年起，中國疫情逐漸受控，中國經濟活動復甦，國內銀行就其推廣活動向本集團增加其話費充值金額及優惠券的採購。截至二零二一年六月三十日止六個月，來自該等銷售的交易總值達到人民幣624百萬元，而截至二零二零年六月三十日止六個月為人民幣270百萬元。銀行推廣活動的話費充值券的銷售額帶動了通過電子銀行系統的交易總值的增長。通過電子銀行系統的交易總值由截至二零二零年六月三十日止六個月的約人民幣3,771.3百萬元，增加約81.9%至截至二零二一年六月三十日止六個月的人民幣6,858.6百萬元。截至二零二一年六月三十日止六個月，007ka話費充值平台所處理的手機話費充值請求數目約為120.0百萬宗，較截至二零二零年六月三十日止六個月約67.8百萬宗增加約77.0%。與手機用戶的整體交易總值由截至二零二零年六月三十日止六個月約人民幣4,092.3百萬元增加約71.2%至截至二零二一年六月三十日止六個月約人民幣7,006.6百萬元。

Management Discussion and Analysis

管理層討論及分析

OUTLOOK

As described in the 2020 annual report of the Company, opportunities and challenges co-exist in the Group's mobile top-up service business in 2021. Cooperation with the PRC banks for their promotion activities has secured the Group's position as a major supplier of mobile top-up service through electronic banking system of PRC banks, and will stimulate the growth of the Group's gross transaction value through this channel. On the other hand, the fluctuations of average discount rates which were affected by policies and business strategies from the PRC telecommunication operators and their distributors will continue to affect the profit margin of the Group. In addition, the outbreak of the Delta variant of COVID-19 in several provinces of the PRC since July 2021 has resulted in temporarily shortage of mobile top-up resources in certain provinces that also caused fluctuation in discount rates. The Group will leverage its extensive experiences and competitive advantages in the mobile top-up service industry to enhance cooperation with PRC banks and the operators, and expand the Group's service offerings in existing channels. The Group will increase its effort to source more favourable top-up credits from its suppliers in order to mitigate the temporary instability of supplies and fluctuation in discount rates of mobile top-up resources. Moreover, the Group will continue to optimize the Group's operational procedure to reduce the operating cost and improve the efficiency of its workflow.

展望

正如本公司二零二零年年報所述，本集團的手機話費充值服務業務於二零二一年機遇與挑戰並存。與國內銀行開展其推廣活動的合作，確保了本集團作為通過國內銀行的電子銀行系統提供手機話費充值服務的主要供應商的地位，並將刺激本集團通過該渠道的交易總值的增長。另一方面，受中國電信運營商及其分銷商的政策和業務策略所影響，平均折扣率的波動將繼續影響本集團的毛利率。加上自二零二一年七月以來，中國數個省份爆發的COVID-19 Delta變種導致部分省份的移動充值資源暫時短缺，也導致折扣率波動。本集團將依託其在手機話費充值服務行業的豐富經驗及競爭優勢，加強與國內銀行及營運商的合作，並在現有渠道增加本集團提供的服務。本集團將加大力度自供應商採購更優惠的話費充值金額，以緩解供應暫時不穩定和移動充值資源折扣率的波動。此外，本集團將繼續優化本集團的營運流程，以降低營運成本及提升其工作流程的效率。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL REVIEW

Revenue

For the six months ended 30 June 2021, the Group recorded a revenue of approximately RMB51.3 million, representing an increase of approximately 31.2% as compared with approximately RMB39.1 million for the corresponding period in 2020. The increase was primarily due to the increase in mobile top-up requests via electronic banking systems, and such effect was partly offset by the decrease in average discount rate received from the PRC telecommunication operators and their distributors during the current interim period.

Gross Transaction Value with Mobile Users

The gross transaction value with mobile users increased by approximately 71.2% to approximately RMB7,006.6 million for the six months ended 30 June 2021 from approximately RMB4,092.3 million for the six months ended 30 June 2020. The gross transaction value via electronic banking systems increased by approximately 81.9% to approximately RMB6,858.6 million for the six months ended 30 June 2021 from approximately RMB3,771.3 million for the six months ended 30 June 2020. The gross transaction value through other channels including third-party online platforms, the Company's own website and WeChat public account decreased by approximately 53.9% to approximately RMB148.0 million for the six months ended 30 June 2021 from approximately RMB321.0 million for the six months ended 30 June 2020. The increase in the gross transaction values via electronic banking systems was mainly caused by the deepening cooperation between the Group and the PRC banks. The decrease in the gross transaction values through offline channels and other channels was resulted from the streamline of the downstream channels.

財務回顧

收益

截至二零二一年六月三十日止六個月，本集團錄得收益約人民幣51.3百萬元，較二零二零年同期約人民幣39.1百萬元增加約31.2%。增加主要由於本中期間通過電子銀行系統提出的手機話費充值請求出現增加，但該影響部分為中國電信運營商及其分銷商提供的平均折扣率減少所抵銷。

與手機用戶的交易總值

與手機用戶的交易總值由截至二零二零年六月三十日止六個月的約人民幣4,092.3百萬元增加約71.2%至截至二零二一年六月三十日止六個月的約人民幣7,006.6百萬元。通過電子銀行系統的交易總值由截至二零二零年六月三十日止六個月的約人民幣3,771.3百萬元增加約81.9%至截至二零二一年六月三十日止六個月的約人民幣6,858.6百萬元。通過其他渠道（包括第三方網上平台、本公司自有網站及微信公眾號）的交易總值由截至二零二零年六月三十日止六個月的約人民幣321.0百萬元減少約53.9%至截至二零二一年六月三十日止六個月的約人民幣148.0百萬元。通過電子銀行系統的交易總值增加主要由於本集團與國內銀行之間的合作加深所致。通過線下渠道及其他渠道的交易總值減少乃是由於精簡下游渠道所致。

Management Discussion and Analysis

管理層討論及分析

Gross Transaction Value with PRC Telecommunication Operators, their Distributors and other Channels

The average discount rate that the Company received from the PRC telecommunication operators, their distributors and other channels decreased from approximately 1.0% for the six months ended 30 June 2020 to approximately 0.7% for the six months ended 30 June 2021. The gross transaction value with the PRC telecommunication operators, their distributors and other channels increased by approximately 71.6% for the six months ended 30 June 2021 as compared to the six months ended 30 June 2020, which was in line with the increase in the gross transaction value with mobile users.

Cost of Revenue

Cost of revenue increased by approximately 2.9% to approximately RMB9.3 million for the six months ended 30 June 2021 from approximately RMB9.0 million for the six months ended 30 June 2020. The slight increase in cost of revenue with significant growth in gross transaction value was primarily due to the reduction of transaction volume with certain third-party channel partners charging higher commission rates.

Gross Profit and Gross Profit Margin

As a result of the increase in the gross transaction value, gross profit increased by approximately 40.9% to approximately RMB41.9 million for the six months ended 30 June 2021 from approximately RMB29.7 million for the six months ended 30 June 2020.

The Group's overall gross profit margin increased to approximately 81.6% for the six months ended 30 June 2021 from approximately 76.0% for the six months ended 30 June 2020, primarily attributable to the increase in revenue in higher proportion than the increase in cost of revenue.

與中國電信運營商、其分銷商及其他渠道的交易總值

本公司獲中國電信運營商、其分銷商及其他渠道提供的平均折扣率由截至二零二零年六月三十日止六個月的約1.0%減少至截至二零二一年六月三十日止六個月的約0.7%。截至二零二一年六月三十日止六個月，與中國電信運營商、其分銷商及其他渠道的交易總值較截至二零二零年六月三十日止六個月增加約71.6%，這與手機用戶的交易總值的增幅一致。

收益成本

收益成本由截至二零二零年六月三十日止六個月約人民幣9.0百萬元增加約2.9%至截至二零二一年六月三十日止六個月約人民幣9.3百萬元。收益成本略有增加而交易總值顯著增長，主要由於與收取較高佣金費率的若干第三方渠道合作夥伴的交易量下降。

毛利及毛利率

基於交易總值增加，毛利由截至二零二零年六月三十日止六個月的約人民幣29.7百萬元增加約40.9%至截至二零二一年六月三十日止六個月的約人民幣41.9百萬元。

本集團的整體毛利率由截至二零二零年六月三十日止六個月的約76.0%增加至截至二零二一年六月三十日止六個月約81.6%，主要歸因於收益增加的比例高於收益成本的增加所致。

Management Discussion and Analysis

管理層討論及分析

Other Income and Other Gains and Losses

Other income and other gains and losses decreased by approximately 84.0% to approximately RMB0.7 million for the six months ended 30 June 2021 from approximately RMB4.1 million for the six months ended 30 June 2020. The decrease in other income and other gains and losses was primarily due to the decrease in government subsidies granted to the Group to approximately RMB0.3 million for the six months ended 30 June 2021 (for the six months ended 30 June 2020: approximately RMB2.8 million), and the unrealised net exchange loss from bank balances denominated in Hong Kong dollars of approximately RMB0.1 million (for the six months ended 30 June 2020: unrealised net exchange gain of approximately RMB0.3 million) as a result of the appreciation of Renminbi against Hong Kong dollars for the six months ended 30 June 2021.

Distribution and Selling Expenses

Distribution and selling expenses increased by approximately 126.9% to approximately RMB5.0 million for the six months ended 30 June 2021 from approximately RMB2.2 million for the six months ended 30 June 2020, primarily attributable to the increase in sales promotion expenses due to the recovery of economic activities since the second half of 2020, and the increase in staff cost.

Administration Expenses

Administration expenses increased by approximately 24.4% to approximately RMB13.2 million for the six months ended 30 June 2021 from approximately RMB10.6 million for the six months ended 30 June 2020, primarily attributable to increase in professional and consultants' fees for business development and staff cost.

Research and Development Expenses

Research and development expenses increased by approximately 33.1% to approximately RMB3.8 million for the six months ended 30 June 2021 from approximately RMB2.9 million for the six months ended 30 June 2020, primarily due to the increase in staff cost.

其他收入及其他損益

其他收入及其他損益由截至二零二零年六月三十日止六個月的約人民幣4.1百萬元減少約84.0%至截至二零二一年六月三十日止六個月的約人民幣0.7百萬元。其他收入及其他損益減少主要由於授予本集團的政府補貼減少至截至二零二一年六月三十日止六個月的約人民幣0.3百萬元(截至二零二零年六月三十日止六個月：約人民幣2.8百萬元)，以及因為截至二零二一年六月三十日止六個月人民幣兌港元升值帶來以港元計值銀行結餘有未變現外匯虧損淨額約人民幣0.1百萬元(截至二零二零年六月三十日止六個月：未變現外匯收益淨額約人民幣0.3百萬元)。

分銷及銷售開支

分銷及銷售開支由截至二零二零年六月三十日止六個月的約人民幣2.2百萬元增加約126.9%至截至二零二一年六月三十日止六個月的約人民幣5.0百萬元，主要因自二零二零年下半年起經濟活動恢復，帶來營銷開支增加，加上員工成本增加所致。

行政開支

行政開支由截至二零二零年六月三十日止六個月的約人民幣10.6百萬元增加約24.4%至截至二零二一年六月三十日止六個月的約人民幣13.2百萬元，主要歸因於業務發展的專業和諮詢費用及員工成本增加。

研發開支

研發開支由截至二零二零年六月三十日止六個月的約人民幣2.9百萬元增加約33.1%至截至二零二一年六月三十日止六個月的約人民幣3.8百萬元，主要歸因於員工成本增加。

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Finance Costs

Finance costs increased by approximately 191.6% to approximately RMB1.7 million for the six months ended 30 June 2021 from approximately RMB0.6 million for the six months ended 30 June 2020, primarily due to the increase in average bank borrowings as compared with the corresponding period in 2020.

Income Tax Expense

Under the Law of the PRC on Enterprise Income Tax (the “PRC EIT Law”) and Implementation Regulations of the PRC EIT Law, the tax rate of the PRC subsidiaries is 25% for the six months ended 30 June 2021 and 2020.

The income tax expense for the six months ended 30 June 2021 represented the charge of deferred tax assets in respect of utilisation of tax loss from a PRC subsidiary of RMB1.5 million; provision of the PRC Enterprise Income Tax (“EIT”) of RMB0.7 million for the PRC subsidiary; and the PRC withholding income tax for a Hong Kong subsidiary of RMB0.6 million in respect of dividends from its subsidiary established in the PRC.

No provision for income tax expenses were made for the six months ended 30 June 2020 as the assessable profit was absorbed by tax loss from the relevant subsidiary of the Company.

Profit for the Period attributable to Owners of the Company

As a result of the cumulative effects of the foregoing, profit for the six months ended 30 June 2021 was approximately RMB16.0 million, as compared with the profit for the six months ended 30 June 2020 of approximately RMB17.5 million.

Liquidity, Financial Resources and Capital Structure

The Group’s working capital was funded by cash from operating activities, bank loans and proceeds from the global offering.

財務成本

財務成本由截至二零二零年六月三十日止六個月的約人民幣0.6百萬元增加約191.6%至截至二零二一年六月三十日止六個月約人民幣1.7百萬元，主要由於平均銀行借款較二零二零年同期增加。

所得稅開支

根據中國企業所得稅法（「中國企業所得稅法」）及中國企業所得稅法實施條例，中國附屬公司於截至二零二一年及二零二零年六月三十日止六個月的稅率為25%。

截至二零二一年六月三十日止六個月的所得稅開支為就使用一家中國附屬公司的稅項虧損而費用化遞延稅項資產人民幣1.5百萬元；為一家中國附屬公司撥備中國企業所得稅（「企業所得稅」）人民幣0.7百萬元；以及一家香港附屬公司就其在中國成立的附屬公司的股息繳納人民幣0.6百萬元中國預提所得稅。

由於應課稅溢利已被本公司相關附屬公司稅務虧損抵銷，故並無就截至二零二零年六月三十日止六個月計提所得稅開支撥備。

本公司擁有人應佔期內溢利

由於上述各項的累計影響，截至二零二一年六月三十日止六個月產生溢利約人民幣16.0百萬元，而截至二零二零年六月三十日止六個月產生溢利約人民幣17.5百萬元。

流動資金、財務資源及資本結構

本集團的營運資金由經營活動所得現金、銀行貸款及全球發售所得款項撥付。

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管理層討論及分析

As at 30 June 2021, cash and cash equivalents of the Group was approximately RMB113.3 million, as compared with approximately RMB103.6 million as at 31 December 2020. The Group reported net current assets of approximately RMB230.7 million as at 30 June 2021, as compared with approximately RMB214.0 million as at 31 December 2020. The Group's current ratio was approximately 2.94 as at 30 June 2021, as compared with approximately 2.60 as at 31 December 2020.

The bank borrowings of the Group were RMB50.0 million as at 31 December 2020 and 30 June 2021. As at 31 December 2020 and 30 June 2021, the total bank borrowings, being interest-bearing bank borrowings which were denominated in Renminbi, carried fixed interest rates at 5.20% per annum and were repayable in one year.

The Group currently does not adopt any financial instruments for hedging purposes, however, the management will consider the usage of financial instrument for hedging purpose when the need arises.

Trade Receivables

Trade receivables mainly represent receivables from PRC banks in relation to the Group's mobile top-up service. Trade receivables decreased from approximately RMB189.0 million as at 31 December 2020 to approximately RMB159.4 million as at 30 June 2021, primary reflecting the decrease in transactions with the PRC banks for their promotion activities at this interim period as compared with the transactions in the end of 2020.

Trade receivables turnover days (calculated by the average of the beginning and ending balances of trade receivables of the year/period, divided by the gross transactions value with mobile users for the year/period and multiplied by 366 days for the year ended 31 December 2020 or 182 days for the six months ended 30 June 2021) for the six months ended 30 June 2021 was 5 days (for the year ended 31 December 2020: 5 days). The Company realised that the increase in transactions with longer credit period would require a much closer monitoring of the settlement in order to ensure business turnover. The Company will continue to monitor the credit risk by ongoing review of the settlement of customers, and annual evaluation of the credit limits according to the track record and financial position of the counterparties.

於二零二一年六月三十日，本集團的現金及現金等價物約為人民幣113.3百萬元，而於二零二零年十二月三十一日約為人民幣103.6百萬元。於二零二一年六月三十日，本集團呈報的流動資產淨值約為人民幣230.7百萬元，而於二零二零年十二月三十一日約為人民幣214.0百萬元。於二零二一年六月三十日，本集團的流動比率約為2.94，而於二零二零年十二月三十一日約為2.60。

本集團於二零二零年十二月三十一日及二零二一年六月三十日的銀行借款為人民幣50.0百萬元。於二零二零年十二月三十一日及二零二一年六月三十日，總銀行借款（以人民幣計值的附息銀行借款）按每年5.20%的固定利率計息並須於一年內償還。

本集團目前並無採納任何金融工具作對沖，但管理層在需要時將考慮使用金融工具作對沖。

貿易應收款項

貿易應收款項主要指應就本集團的手機話費充值服務向國內銀行收取的款項。貿易應收款項由截至二零二零年十二月三十一日約人民幣189.0百萬元減至截至二零二一年六月三十日約人民幣159.4百萬元，主要反映與國內銀行有關其推廣活動的交易於本中期間相比二零二零年底時減少。

截至二零二一年六月三十日止六個月，貿易應收款項周轉天數（按年／期內貿易應收款項的期初及期末結餘的平均值除以年／期內手機用戶交易總值，再乘以366天（截至二零二零年十二月三十一日止年度）或乘以182天（截至二零二一年六月三十日止六個月）計算）為5天（截至二零二零年十二月三十一日止年度：5天）。本公司留意到，信用期較長的交易增加將需要對結算進行更密切的監控以確保業務周轉。本公司將繼續監察信貸風險，根據往績紀錄及對手方的財務狀況持續檢討客戶結算情況並按年評估信用額度。

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Gearing Ratio

As at 30 June 2021, the gearing ratio (calculated by dividing bank borrowings by total equity as at the end of the period) of the Group was 0.22 (As at 31 December 2020: 0.24).

Capital Expenditures

For the six months ended 30 June 2021, the Group had capital expenditure of approximately RMB1.5 million, as compared with approximately RMB0.1 million for the six months ended 30 June 2020. The expenditure was mainly related to the acquisition of computer and office equipment of approximately RMB0.6 million (for the six months ended 30 June 2020: approximately RMB0.1 million) for replacement in daily operations and addition of right-of-use assets of approximately RMB0.9 million (for the six months ended 30 June 2020: nil).

Significant Investments

During the six months ended 30 June 2021, the Group did not have any significant investments.

Capital Commitments

As at 30 June 2021, the Group did not have any material capital commitments.

Foreign Exchange Risk

The Group's reporting currency is in Renminbi to which the Group's material transactions are denominated. The net proceeds from global offering are denominated in Hong Kong Dollars, which exposed the Group to market risk arising from changes in foreign exchange rate. The Group currently does not have a foreign currency hedging policy, however, the management of the Group will monitor foreign exchange exposure closely and consider the usage of hedging instruments when the need arises.

Charges on Assets

As at 30 June 2021, the Group did not have any charges over its assets.

Contingent Liabilities and Guarantees

As at 30 June 2021, the Group did not have any significant contingent liabilities and guarantees.

負債比率

於二零二一年六月三十日，本集團的負債比率（按銀行借款除以期末總權益計算）為0.22（於二零二零年十二月三十一日：0.24）。

資本開支

與截至二零二零年六月三十日止六個月的約人民幣0.1百萬元比較，截至二零二一年六月三十日止六個月，本集團的資本開支約為人民幣1.5百萬元。有關開支主要關於在日常營運中購置計算機及辦公設備以作更換約人民幣0.6百萬元（截至二零二零年六月三十日止六個月：約人民幣0.1百萬元）及新增使用權資產約人民幣0.9百萬元（截至二零二零年六月三十日止六個月：無）。

重大投資

於截至二零二一年六月三十日止六個月，本集團並無任何重大投資。

資本承擔

於二零二一年六月三十日，本集團並無任何重大資本承擔。

外匯風險

本集團的呈報貨幣為人民幣，而本集團的重大交易是以人民幣計值。全球發售所得款項淨額乃以港元計值，使本集團面對因外匯匯率變動而產生的市場風險。本集團現時並無外匯對沖政策，然而，本集團管理層會密切監控外匯風險，並於需要時考慮採用對沖工具。

抵押資產

於二零二一年六月三十日，本集團並無對其資產進行任何抵押。

或然負債及擔保

於二零二一年六月三十日，本集團並無任何重大或然負債及擔保。

Management Discussion and Analysis

管理層討論及分析

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group did not have specific plan for material investments or capital assets as at 30 June 2021.

MATERIAL ACQUISITIONS OR DISPOSALS

During the six months ended 30 June 2021, the Group did not conduct any material acquisition or disposal of subsidiaries, associates and joint ventures.

INTERIM DIVIDENDS

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2021 (for the six months ended 30 June 2020: nil).

EMPLOYMENT AND REMUNERATION POLICY

As at 30 June 2021, the Group had 99 full-time employees (as at 31 December 2020: 77). Total staff cost (including Director's remuneration) was approximately RMB9.8 million for the six months ended 30 June 2021, as compared with approximately RMB7.7 million for the six months ended 30 June 2020. All employees have joined the state-managed retirement benefits schemes in the PRC or Mandatory Provident Fund Scheme in Hong Kong which are classified as defined contribution plans. The Group believes that employees are one of its most important assets and the Group strives to offer a competitive remuneration to its employees. The Group has recruited and promoted individuals based on merit and their development potentials. Remuneration package offered to all employees including Directors is determined with reference to their performance, qualifications, experience and the prevailing salary levels in the market. The Group has provided training opportunities for its employees in order to enhance their qualifications and equip them with necessary skills.

EVENTS AFTER THE REPORTING PERIOD

There were no significant events that might affect the Group since the end of the six months ended 30 June 2021 and up to the date of this interim report.

重大投資或資本資產的未來計劃

於二零二一年六月三十日，本集團並無有關重大投資或資本資產的具體計劃。

重大收購或出售

於截至二零二一年六月三十日止六個月，本集團並無進行任何附屬公司、聯營公司及合營企業的重大收購或出售。

中期股息

董事會不建議就截至二零二一年六月三十日止六個月派付任何中期股息（截至二零二零年六月三十日止六個月：無）。

僱傭及薪酬政策

於二零二一年六月三十日，本集團共有99名全職僱員（於二零二零年十二月三十一日：77名）。截至二零二一年六月三十日止六個月，員工成本總額（包括董事酬金）約為人民幣9.8百萬元，而截至二零二零年六月三十日止六個月約為人民幣7.7百萬元。所有僱員已參與中國國家管理退休福利計劃或香港強制性公積金計劃（分類為界定供款計劃）。本集團相信僱員乃其最重要資產之一，故本集團致力為其僱員提供具競爭力的薪酬。本集團已按個人的在職表現及發展潛力招聘及晉升僱員。全體僱員（包括董事）的薪酬待遇經參考彼等的表現、資歷、經驗及市場當時的薪金水平釐定。本集團已向其僱員提供培訓機會，以提升其資歷及協助彼等掌握所需技能。

報告期後事項

截至二零二一年六月三十日止六個月完結後及直至本中期報告日期並無可能影響本集團的任何重大事項。

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

During the six months ended 30 June 2021, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") as its code of conduct regarding Director's securities transactions. Specific enquiries have been made to all Directors and the Directors have confirmed that they have complied with the Model Code during the six months ended 30 June 2021.

CORPORATE GOVERNANCE CODE

The Board believes that good corporate governance plays a vital part in maintaining the success of the Company. The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the shareholders of the Company (the "Shareholders") and to enhance corporate value accountability.

The Company has complied with the code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 to the Listing Rules during the six months ended 30 June 2021. The Company will continue to review the current corporate governance structure from time to time and shall make necessary changes when appropriate and report to the Shareholders accordingly.

購買、出售或贖回本公司上市證券

於截至二零二一年六月三十日止六個月，本公司及其任何附屬公司並無購買、出售或贖回本公司任何上市證券。

董事進行證券交易的標準守則

本公司已採納聯交所證券上市規則（「上市規則」）附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）作為董事進行證券交易的操守準則。已向全體董事進行特別查詢而董事均已確認彼等於截至二零二一年六月三十日止六個月已遵守標準守則。

企業管治守則

董事會相信，良好的企業管治乃維持公司成功的重要元素。本集團致力維持高標準的企業管治以捍衛本公司的股東（「股東」）的利益及加強企業價值責任。

於截至二零二一年六月三十日止六個月，本公司已遵守上市規則附錄十四所載企業管治守則（「企業管治守則」）的守則條文。本公司將繼續不時檢討現有企業管治架構並適時作出必要調整並向股東匯報。

Other Information 其他資料

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

As at 30 June 2021, the interest or short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Long Position in the ordinary shares of the Company (the "Shares")

Name of Director	Capacity/Nature of Interests	Number of Shares held	Approximate Percentage of Issued Share Capital ⁽⁵⁾
董事姓名	身份／權益性質	持有股份數目	佔已發行股本概約百分比 ⁽⁵⁾
Mr. Huang Junmou ⁽¹⁾ 黃俊謀先生 ⁽¹⁾	Interest in controlled corporation 受控法團權益	94,500,000	22.77%
Mr. Yang Hua ⁽²⁾ 楊華先生 ⁽²⁾	Interest in controlled corporation 受控法團權益	63,000,000	15.18%
Mr. Li Xiangcheng ⁽³⁾ 李享成先生 ⁽³⁾	Interest in controlled corporation 受控法團權益	56,100,000	13.52%
Mr. Xu Xinhua ⁽⁴⁾ 許新華先生 ⁽⁴⁾	Interest in controlled corporation 受控法團權益	26,400,000	6.36%

董事及最高行政人員於股份、相關股份或債權證中的權益及淡倉

於二零二一年六月三十日，董事及本公司最高行政人員於本公司股份、相關股份及本公司或其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括彼等根據證券及期貨條例的該等條文被當作或視作擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄於該條所述登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉如下：

於本公司普通股（「股份」）的好倉

Notes:

- (1) Mr. Huang Junmou beneficially owns 100% of the share capital of Fun Charge Technology Limited (“**Fun Charge Technology**”). By virtue of the SFO, Mr. Huang Junmou is deemed to be interested in 94,500,000 Shares held by Fun Charge Technology.
- (2) Mr. Yang Hua beneficially owns 100% of the share capital of Happy Charge Technology Limited (“**Happy Charge Technology**”). By virtue of the SFO, Mr. Yang Hua is deemed to be interested in 63,000,000 Shares held by Happy Charge Technology.
- (3) Mr. Li Xiangcheng beneficially owns 100% of the share capital of Cool Charge Technology Limited (“**Cool Charge Technology**”). By virtue of the SFO, Mr. Li Xiangcheng is deemed to be interested in 56,100,000 Shares held by Cool Charge Technology.
- (4) Mr. Xu Xinhua beneficially owns 100% of the share capital of Enjoy Charge Technology Limited (“**Enjoy Charge Technology**”). By virtue of the SFO, Mr. Xu Xinhua is deemed to be interested in 26,400,000 Shares held by Enjoy Charge Technology.
- (5) The percentage of shareholding was calculated based on the Company’s total issued share capital of 415,000,000 Shares as at 30 June 2021.

Save as disclosed above, as at 30 June 2021, none of the Directors and chief executives of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which was required to be recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or which was required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

附註：

- (1) 黃俊謀先生實益擁有Fun Charge Technology Limited (「**Fun Charge Technology**」) 的全部股本。根據證券及期貨條例，黃俊謀先生被視為於Fun Charge Technology持有的94,500,000股股份中擁有權益。
- (2) 楊華先生實益擁有Happy Charge Technology Limited (「**Happy Charge Technology**」) 的全部股本。根據證券及期貨條例，楊華先生被視為於Happy Charge Technology持有的63,000,000股股份中擁有權益。
- (3) 李享成先生實益擁有Cool Charge Technology Limited (「**Cool Charge Technology**」) 的全部股本。根據證券及期貨條例，李享成先生被視為於Cool Charge Technology持有的56,100,000股股份中擁有權益。
- (4) 許新華先生實益擁有Enjoy Charge Technology Limited (「**Enjoy Charge Technology**」) 的全部股本。根據證券及期貨條例，許新華先生被視為於Enjoy Charge Technology持有的26,400,000股股份中擁有權益。
- (5) 股權百分比乃按於二零二一年六月三十日本公司全部已發行股本415,000,000股股份計算。

除上文所披露者外，於二零二一年六月三十日，董事及本公司最高行政人員概無於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有或被視作擁有根據證券及期貨條例第352條須記錄於本公司存置的登記冊或根據標準守則須知會本公司及聯交所或根據標準守則其他規定須知會本公司及聯交所的任何權益或淡倉。

Other Information 其他資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2021, to the best knowledge of the Directors, the following persons (other than the Directors and chief executive of the Company) had or deemed or taken to have an interest and/or short position in the Shares or the underlying Shares which are required to be disclosed under the provisions of Division 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company under section 336 of SFO were as follows:

Long positions in the Shares

Substantial Shareholders	Capacity/Nature of Interests	Number of Shares held 持有 股份數目	Approximate Percentage of Issued Share Capital ⁽⁶⁾ 佔已發行股本 概約百分比 ⁽⁶⁾
主要股東	身份／權益性質		
Fun Charge Technology ⁽¹⁾	Beneficial owner 實益擁有人	94,500,000	22.77%
Happy Charge Technology ⁽²⁾	Beneficial owner 實益擁有人	63,000,000	15.18%
Cool Charge Technology ⁽³⁾	Beneficial owner 實益擁有人	56,100,000	13.52%
Mr. Huang Shaowu ⁽⁴⁾ 黃紹武先生 ⁽⁴⁾	Interest in controlled corporation 受控法團權益	60,000,000	14.46%
China Charge Technology Limited ⁽⁴⁾	Beneficial owner 實益擁有人	60,000,000	14.46%
Enjoy Charge Technology ⁽⁵⁾	Beneficial owner 實益擁有人	26,400,000	6.36%

Notes:

(1) Mr. Huang Junmou is the director and beneficially owns 100% of the share capital of Fun Charge Technology. By virtue of the SFO, Mr. Huang Junmou is deemed to be interested in 94,500,000 Shares held by Fun Charge Technology.

主要股東於股份及相關股份的權益及淡倉

於二零二一年六月三十日，據董事所知，按本公司根據證券及期貨條例第336條須存置的登記冊所記錄，下列人士（董事及本公司最高行政人員除外）於或被視為或當作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3分部的條文須予披露的權益及／或淡倉：

於股份的好倉

附註：

(1) 黃俊謀先生為董事並實益擁有Fun Charge Technology的全部股本。根據證券及期貨條例，黃俊謀先生被視為於Fun Charge Technology持有的94,500,000股股份中擁有權益。

Other Information 其他資料

- (2) Mr. Yang Hua is the director and beneficially owns 100% of the share capital of Happy Charge Technology. By virtue of the SFO, Mr. Yang Hua is deemed to be interested in 63,000,000 Shares held by Happy Charge Technology.
- (2) 楊華先生為董事並實益擁有Happy Charge Technology的全部股本。根據證券及期貨條例，楊華先生被視為於Happy Charge Technology持有的63,000,000股股份中擁有權益。
- (3) Mr. Li Xiangcheng is the director and beneficially owns 100% of the share capital of Cool Charge Technology. By virtue of the SFO, Mr. Li Xiangcheng is deemed to be interested in 56,100,000 Shares held by Cool Charge Technology.
- (3) 李享成先生為董事並實益擁有Cool Charge Technology的全部股本。根據證券及期貨條例，李享成先生被視為於Cool Charge Technology持有的56,100,000股股份中擁有權益。
- (4) Mr. Huang Shaowu is the director and beneficially owns 100% of the share capital of China Charge Technology Limited (“China Charge Technology”). By virtue of the SFO, Mr. Huang Shaowu is deemed to be interested in 60,000,000 Shares held by China Charge Technology.
- (4) 黃紹武先生為董事並實益擁有China Charge Technology Limited (「China Charge Technology」)的全部股本。根據證券及期貨條例，黃紹武先生被視為於China Charge Technology持有的60,000,000股股份中擁有權益。
- (5) Mr. Xu Xinhua is the director and beneficially owns 100% of the share capital of Enjoy Charge Technology. By virtue of the SFO, Mr. Xu Xinhua is deemed to be interested in 26,400,000 Shares held by Enjoy Charge Technology.
- (5) 許新華先生為董事並實益擁有Enjoy Charge Technology的全部股本。根據證券及期貨條例，許新華先生被視為於Enjoy Charge Technology持有的26,400,000股股份中擁有權益。
- (6) The percentage of shareholding was calculated based on the Company's total issued share capital of 415,000,000 Shares as at 30 June 2021.
- (6) 股權百分比乃按於二零二一年六月三十日本公司全部已發行股本415,000,000股股份計算。

Save as disclosed above, as at 30 June 2021, the Directors were not aware of any person (other than the Directors and chief executive of the Company) who had an interest and short position in Shares or underlying Shares as recorded in the register required to be kept by the Company under Section 336 of the SFO.

除上文所披露者外，於二零二一年六月三十日，董事並不知悉任何人士（董事及本公司最高行政人員除外）於股份或相關股份中擁有根據證券及期貨條例第336條記錄於須由本公司存置的登記冊的權益及淡倉。

DIRECTOR'S INTEREST IN A COMPETING BUSINESS

During the six months ended 30 June 2021 and up to the date of this interim report, none of the Directors or their respective associates (as defined in the Listing Rules) had any interest in any business which were in competition or were likely to compete, either directly or indirectly with the Group's business which needs to be disclosed pursuant to Rule 8.10 of the Listing Rules.

董事於競爭業務中的權益

截至二零二一年六月三十日止六個月及直至本中期報告日期，董事或彼等各自的聯繫人（定義見上市規則）概無直接或間接於與本集團業務競爭或可能競爭的任何業務中擁有任何權益而須根據上市規則第8.10條予以披露。

Other Information 其他資料

SHARE OPTION SCHEME

The Company adopted the share option scheme (the “**Scheme**”) prepared in accordance with Chapter 17 of the Listing Rules on 14 December 2015 for the primary purpose of providing incentives or rewards to eligible participants (the “**Eligible Participants**”) as defined in the Scheme to recognise and acknowledge their contribution to the Group and motivate them to higher levels of performance.

Certain provisions of the Scheme were amended and approved in the extraordinary general meeting of the Company held on 4 November 2016, the definition of Eligible Participants in the Scheme was amended to include the advisors, consultants, suppliers, customers, distributors, business partners and such other persons who, in the opinion of the Board, will contribute or have contributed to the Company and/or any of its subsidiaries as participants eligible to participate in the Scheme.

Under the Scheme, the Board may, at its discretion, offer to Eligible Participants options (the “**Options**”) to subscribe for Shares subject to the terms and conditions stipulated in the Scheme.

Subject to the terms and conditions of the Scheme, the maximum number of Shares in respect of which Options may be granted under the Scheme and under any other share option schemes of the Company must not in aggregate exceed 10% of the total number of Shares issued on 7 January 2016, being 40,000,000 Shares, representing approximately 9.64% of the Company’s issued share capital as at the date of this interim report, excluding for this purpose Shares which would have been issuable pursuant to Options which have lapsed in accordance with the terms of the Scheme (or any other share option schemes of the Company).

Subject to earlier termination by the Company in general meeting or by the Board, the Scheme shall be valid and effective for a period of 10 years from the date of its adoption. Since the adoption of the Scheme and up to the date of this interim report, no option had been granted, exercised, lapsed nor cancelled under the Scheme.

For details of the Scheme, please refer to the section headed “Statutory and General Information – F. Share Option Scheme” in Appendix IV to the Company’s prospectus dated 24 December 2015 (the “**Prospectus**”).

購股權計劃

本公司於二零一五年十二月十四日採納按上市規則第十七章編製的購股權計劃（「**計劃**」），主要旨在向根據計劃所定義的合資格參與者（「**合資格參與者**」）提供鼓勵或獎勵，以嘉許及表揚彼等對本集團的貢獻，以及激勵彼等作出更佳表現。

計劃的若干條款於二零一六年十一月四日舉行的本公司股東特別大會上經修訂及獲批准，計劃合資格參與者的定義經已修訂，以包含顧問、諮詢師、供應商、客戶、分銷商、業務夥伴及董事會認為將或已對本公司及／或其任何附屬公司作出貢獻的其他人士，作為合資格可參與計劃的參與者。

根據計劃，董事會可酌情根據計劃訂明的條款及條件向合資格參與者授出購股權（「**購股權**」）以認購股份。

在計劃的條款及條件規限下，根據計劃及本公司任何其他購股權計劃可能授出的購股權所涉及的股份數目上限，合共不得超過於二零一六年一月七日已發行股份總數的10%，即40,000,000股股份（佔本中期報告日期本公司已發行股本約9.64%），就此而言不包括根據計劃（或本公司任何其他購股權計劃）的條款已失效的購股權本應可發行的股份。

除經由本公司於股東大會或經由董事會提前終止外，計劃自其採納日期起計10年內有效及生效。自採納計劃起至本中期報告日期，概無購股權已根據計劃授出、行使、失效及註銷。

有關計劃的詳情，請參閱本公司日期為二零一五年十二月二十四日的招股章程（「**招股章程**」）附錄四「法定及一般資料 – F. 購股權計劃」一節。

AUDIT COMMITTEE

The Company established the audit committee (the “**Audit Committee**”) with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph C.3 of the CG Code. The primary duties of the Audit Committee are, among other things, to review and supervise the financial reporting process, risk management and internal control systems of the Group, oversee the audit process and select external auditors and assess their independence and qualifications. The Audit Committee comprises three independent non-executive Directors, namely Ms. Zhao Jinlin, Mr. Qian Haomin and Mr. Lin Zhangxi. Ms. Zhao Jinlin is the chairlady of the Audit Committee and she is the independent non-executive Director with the appropriate professional qualifications.

The Audit Committee, together with the external auditors of the Company, Deloitte Touche Tohmatsu, have reviewed the unaudited consolidated interim results and the interim report of the Company for the six months ended 30 June 2021 and agreed to the accounting principles and practices adopted by the Company.

CHANGE IN INFORMATION OF DIRECTORS

Ms. Zhao Jinlin, being an independent non-executive Director, has been appointed as an independent director of Shenzhen Inovance Technology Co., Ltd. (深圳市匯川技術股份有限公司), a company listed on Shenzhen Stock Exchange (stock code: 300124), with effect from 24 May 2021, and an independent director of Shahe Industrial Co., Ltd. (沙河實業股份有限公司), a company listed on Shenzhen Stock Exchange (stock code: 000014), with effect from 22 April 2021.

Save as disclosed above, as at the date of this interim report, there has been no change to the information of the Directors and chief executives which is required to be disclosed pursuant to the Listing Rules.

USE OF PROCEEDS FROM GLOBAL OFFERING

The Shares were listed on the Main Board of the Stock Exchange on 7 January 2016 and the Company raised net proceeds (after the exercise of the over-allotment option and after deducting the underwriting fees, commissions and other expenses payable by the Company in connection with the global offering) of approximately HK\$52.0 million. The utilisation of the net proceeds was in accordance with the proposed allocations as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus, and details are as follows:

審核委員會

本公司已成立審核委員會（「**審核委員會**」），其書面職權範圍符合上市規則第3.21條及企業管治守則第C.3段。審核委員會的主要職責為（其中包括）審閱及監察本集團的財務報告程序、風險管理及內部控制系統、監督審核過程及甄選外部核數師及評估彼等的獨立性及資格。審核委員會由三名獨立非執行董事（即趙晉琳女士、錢昊旻先生及林漳希先生）組成。趙晉琳女士為審核委員會主席，並為本公司擁有適當專業資格的獨立非執行董事。

審核委員會及本公司外聘核數師德勤•關黃陳方會計師行已審閱本公司截至二零二一年六月三十日止六個月的未經審核綜合中期業績及中期報告，並已同意本公司採納的會計原則及慣例。

董事資料變更

獨立非執行董事趙晉琳女士已自二零二一年五月二十四日獲委任為深圳市匯川技術股份有限公司（深圳證券交易所上市公司，股份代號：300124）的獨立董事，以及自二零二一年四月二十二日起獲委任為沙河實業股份有限公司（深圳證券交易所上市公司，股份代號：000014）的獨立董事。

除上文所披露者外，截至本中期報告日期，並無根據上市規則須披露的董事及主要行政人員的資料發生變動。

全球發售所得款項用途

股份已於二零一六年一月七日在聯交所主板上市，而本公司籌得款項淨額（超額配股權行使後及扣除本公司就全球發售應付的包銷費用、佣金及其他開支後）約52.0百萬港元。所得款項淨額的動用乃根據招股章程內「未來計劃及所得款項用途」一節所載的擬定分配而進行，詳情載列如下：

Other Information 其他資料

Intended use of proceeds from the global offering	全球發售所得款項擬定 用途	Total net proceeds from the global offering	Utilised during the six months ended 30 June 2021 於截至 二零二一年 六月三十日 止六個月 已動用	Utilised as at 30 June 2021 截至 二零二一年 六月三十日 已動用	Unutilised as at 30 June 2021 截至 二零二一年 六月三十日 未動用	Expected timeframe for utilising the remaining unused net proceeds 餘下未動用的所得款項 淨額的預期動用時間 (Note ii) (附註ii)
		HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元	(Note ii) (附註ii)
Enhance the Group's brand recognition by channel partners	提升渠道合作夥伴對 本集團品牌的 認受性	10.4	—	10.4	—	N/A 不適用
Upgrade hardware and network infrastructure	硬件及網絡基礎 設施的升級	10.4	—	10.4	—	N/A 不適用
Software and research and development activities	軟件及研發工作	7.8	—	3.4	4.4	By 30 June 2022 二零二二年六月三十日之前
Source mobile top-up credits	採購手機話費 充值金額	10.4	—	10.4	—	N/A 不適用
Potential acquisitions of businesses and assets that are complementary to the Group's business and operations, or forming strategic alliance with value chain partners	進行可與本集團的 業務及經營形成 互補的業務及 資產或與價值 鏈夥伴建立策略 聯盟的業務及 資產的潛在收購	7.8	—	—	7.8	(Note iii) (附註iii)
General working capital	一般營運資金	5.2	—	5.2	—	N/A 不適用
		52.0	—	39.8	12.2	

Notes:

- (i) The figures in the table are approximate figures.
- (ii) The expected timeline for utilising the remaining proceeds is based on the best estimation of the future market conditions made by the Group. It will be subject to change based on the current and future development of market conditions.
- (iii) As of the date of this interim report, the Group had not identified, committed to or entered into negotiations with any acquisition targets for the use of net proceeds from the global offering, hence the Group has no specific expected timeframe for fully utilising such proceeds.

To the best knowledge of the Board, the delay in the use of the remaining unused net proceeds under the category of “software and research and development activities” was mainly due to the Group’s delay in commencement of revamping and upgrading the Group’s 007ka top-up platform and recruiting additional experienced research and development staff in order to maintain a cautious approach in face of the uncertainty of the current economic environment, which resulted in less relevant spending than originally expected.

The unutilised portion of the net proceeds is deposited in reputable banks in Hong Kong.

附註：

- (i) 表內數字均為約數。
- (ii) 餘下的所得款項的預期動用時間是根據本集團對未來市場狀況作出的最佳估計而得出。其將因應市場狀況的現時及未來發展而改變。
- (iii) 截至本中期報告之日期，本集團尚未就動用全球發售所得款項淨額物色任何收購目標或就收購任何目標作出承諾或與任何收購目標進行磋商，因此，本集團並無全數動用該所得款項的具體預期時間。

據董事會所深知，延遲動用「軟件及研發工作」一欄項下的餘下未動用的所得款項淨額乃主要歸因於本集團延遲開始升級改進本集團的007ka話費充值平台及招聘更多富有經驗的研發人員，以在當前經濟環境的不確定性面前保持謹慎的態度，因而相關的支出少於原先預期。

所得款項淨額未動用部分已存放於香港聲譽良好的銀行。

Report on Review of Condensed Consolidated Financial Statements

簡明綜合財務報表的審閱報告

Deloitte.

德勤

TO THE BOARD OF DIRECTORS OF NNK GROUP LIMITED
(incorporated in the Cayman Islands with limited liability)

致年年卡集團有限公司董事會
(於開曼群島註冊成立的有限公司)

INTRODUCTION

We have reviewed the condensed consolidated financial statements of NNK Group Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 26 to 48, which comprise the condensed consolidated statement of financial position as of 30 June 2021 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

緒言

吾等已審閱第26至48頁所載年年卡集團有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)的簡明綜合財務報表，包括截至二零二一年六月三十日的簡明綜合財務狀況表以及截至該日止六個月期間的相關簡明綜合損益及其他全面收益表、權益變動表及現金流量表以及若干詮釋附註。香港聯合交易所有限公司證券上市規則規定，編製有關中期財務資料的報告必須符合上市規則的有關條文以及香港會計師公會(「香港會計師公會」)頒佈的香港會計準則第34號「中期財務報告」(「香港會計準則第34號」)。貴公司董事負責根據香港會計準則第34號編製及呈報該等簡明綜合財務報表。吾等的責任是按照協定的委聘條款，根據吾等的審閱對該等簡明綜合財務報表作出結論，並僅向閣下(作為一個整體)報告，除此之外本報告別無其他目的。吾等不會就本報告的內容向任何其他人士負上或承擔任何責任。

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

審閱範圍

吾等已根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體獨立核數師審閱中期財務資料」進行審閱。審閱該等簡明綜合財務報表的工作包括主要向負責財務和會計事務的人員作出查詢，以及進行分析和其他審閱程序。審閱的範圍遠小於根據香港核數準則進行審核的範圍，因此無法確保吾等可知悉在審核中可能發現的所有重大事項，故吾等不會發表審核意見。

Report on Review of Condensed Consolidated Financial Statements

簡明綜合財務報表的審閱報告

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

27 August 2021

結論

基於吾等的審閱，吾等並無發現令吾等相信簡明綜合財務報表在任何重大方面未有根據香港會計準則第34號編製的任何事項。

德勤•關黃陳方會計師行
執業會計師
香港

二零二一年八月二十七日

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2021
截至二零二一年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 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		NOTES 附註	
Revenue	收益	4	51,312
Less: Tax surcharge	減：附加稅		(142)
Cost of revenue	收益成本		(9,306)
Gross profit	毛利		41,864
Other income and other gains and losses	其他收入及其他損益		650
Distribution and selling expenses	分銷及銷售開支		(5,014)
Administrative expenses	行政開支		(13,161)
Research and development expenses	研發開支		(3,819)
Finance costs	財務成本	5	(1,662)
Profit before tax	除稅前溢利	6	18,858
Income tax expense	所得稅開支	7	(2,904)
Profit and total comprehensive income for the period	期內溢利及全面收益總額		15,954
Total comprehensive income attributable to owners of the Company	本公司擁有人應佔全面收益總額		15,954
Earnings per share – Basic (RMB cents)	每股盈利 – 基本 (人民幣分)	9	3.84
			4.23

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2021
於二零二一年六月三十日

			30 June 2021 二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
		NOTES 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	1,658	1,490
Right-of-use assets	使用權資產	10	2,084	1,905
Rental deposits	租賃按金		262	185
Prepayment of acquisition of property, plant and equipment	購置物業、廠房及設備的 預付款項		249	—
Deferred tax assets	遞延稅項資產	11	—	1,546
			4,253	5,126
Current assets	流動資產			
Inventories	存貨		44,216	14,799
Trade receivables	貿易應收款項	12	159,371	188,976
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		30,209	38,183
Tax recoverable	可收回稅項		2,394	2,307
Cash and cash equivalents	現金及現金等價物		113,320	103,579
			349,510	347,844
Current liabilities	流動負債			
Trade payables	貿易應付款項	13	16,565	18,474
Other payables	其他應付款項		50,898	64,336
Lease liabilities	租賃負債		1,364	1,046
Bank borrowings	銀行借款	14	50,000	50,000
Tax liabilities	稅項負債		—	5
			118,827	133,861
Net current assets	流動資產淨值		230,683	213,983
Total assets less current liabilities	總資產減流動負債		234,936	219,109

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2021

於二零二一年六月三十日

			30 June 2021 二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
		NOTES 附註		
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		894	1,021
Deferred tax liabilities	遞延稅項負債	11	8,882	8,882
			9,776	9,903
Net assets	資產淨值		225,160	209,206
Capital and reserves	資本及儲備			
Share capital	股本	15	27,221	27,221
Reserves	儲備		197,939	181,985
Total equity	總權益		225,160	209,206

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

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

		Attributable to owners of the Company					
		本公司擁有人應佔					
		Share capital	Share premium	Capital reserve	Statutory reserves	Retained earnings	Total
		股本	股份溢價	資本儲備	法定儲備	保留盈利	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	27,221	38,037	46,510	10,340	56,885	178,993
Profit and total comprehensive income for the period (unaudited)	期內溢利及全面收益總額(未經審核)	—	—	—	—	17,542	17,542
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	27,221	38,037	46,510	10,340	74,427	196,535
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	27,221	38,037	46,510	10,340	87,098	209,206
Profit and total comprehensive income for the period (unaudited)	期內溢利及全面收益總額(未經審核)	—	—	—	—	15,954	15,954
At 30 June 2021 (unaudited)	於二零二一年六月三十日 (未經審核)	27,221	38,037	46,510	10,340	103,052	225,160

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2021

截至二零二一年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	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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
OPERATING ACTIVITIES	經營活動		
Profit before tax	除稅前溢利	18,858	17,542
Adjustments for:	調整：		
Finance costs	財務成本	1,662	570
Depreciation of right-of-use assets	使用權資產折舊	702	602
Depreciation of property, plant and equipment	物業、廠房及設備折舊	425	409
Unrealised net exchange losses (gains)	未變現外匯虧損(收益)淨額	134	(360)
Loss on write off of property, plant and equipment	撇銷物業、廠房及設備虧損	8	—
Interest income	利息收入	(377)	(674)
(Reversal) recognition of impairment loss in respect of trade receivables	就貿易應收款項(撥回)確認減值虧損	(10)	25
Operating cash flows before movements in working capital	營運資金變動前經營現金流量	21,402	18,114
(Increase) decrease in inventories	存貨(增加)減少	(29,417)	8,451
Decrease (increase) in trade receivables	貿易應收款項減少(增加)	29,615	(10,350)
Decrease (increase) in prepayments, deposits and other receivables	預付款項、按金及其他應收款項減少(增加)	7,725	(11,562)
Decrease in trade payables	貿易應付款項減少	(1,909)	(7,780)
Decrease in other payables	其他應付款項減少	(13,438)	(4,528)
Cash generated from (used in) operations	經營所得(所用)現金	13,978	(7,655)
Taxation paid	已付稅項	(1,450)	(2,315)
NET CASH FROM (USED IN) OPERATING ACTIVITIES	經營活動所得(所用)現金淨額	12,528	(9,970)

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2021
截至二零二一年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	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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
INVESTING ACTIVITIES	投資活動		
Interest received	所收利息	377	674
Withdrawal of structured products	撤銷結構性產品	427,920	1,197,900
Placement of structured products	配售結構性產品	(427,920)	(1,197,900)
Purchase of property, plant and equipment	購買物業、廠房及設備	(601)	(26)
Payments for rental deposits	支付租賃按金	(77)	—
NET CASH (USED IN) FROM INVESTING ACTIVITIES	投資活動(所用)所得現金淨額	(301)	648
FINANCING ACTIVITIES	融資活動		
Proceeds from bank borrowings	銀行借款所得款項	51,050	80,000
Repayment of bank borrowings	償還銀行借款	(51,050)	(100,000)
Interest paid	已付利息	(1,662)	(570)
Repayment of leases liabilities	償還租賃負債	(690)	(566)
NET CASH USED IN FINANCING ACTIVITIES	融資活動所用現金淨額	(2,352)	(21,136)
Net increase (decrease) in cash and cash equivalents	現金及現金等價物增加 (減少)淨額	9,875	(30,458)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	103,579	117,329
Effect of foreign exchange rate changes	外匯匯率變動的影響	(134)	360
Cash and cash equivalents at the end of the period	期末現金及現金等價物	113,320	87,231

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

1. GENERAL

NNK Group Limited (the “**Company**”) was incorporated as an exempted company with limited liability in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Company’s registered office is located at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. The address of its principal place of business is 5/F, Building F5, TCL International E City, No.1001 Zhongshan Yuan Road, Nanshan District, Shenzhen, the People’s Republic of China (the “**PRC**”).

The Company is an investment holding company. The principal activity of the Company and its subsidiaries (collectively referred to as the “**Group**”) is engaged in providing mobile top-up service to mobile subscribers in the PRC.

The condensed consolidated financial statements are presented in Renminbi (“**RMB**”), which is the same as the functional currency of the Company and its subsidiaries.

2. BASIS OF PREPARATION

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

1. 一般資料

年年卡集團有限公司(「**本公司**»)在開曼群島註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司(「**聯交所**»)主板上市。本公司註冊辦事處位於PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands。其主要營業地點地址為中華人民共和國(「**中國**»)深圳市南山區中山園路1001號TCL國際E城F5棟5樓。

本公司為投資控股公司。本公司及其附屬公司(統稱「**本集團**»)從事的主要業務為向中國手機用戶提供手機話費充值服務。

簡明綜合財務報表以人民幣(「**人民幣**»)呈列，與本公司及其附屬公司的功能貨幣相同。

2. 編製基準

簡明綜合財務報表已根據香港會計師公會(「**香港會計師公會**»)頒佈的香港會計準則第34號「中期財務報告」以及聯交所證券上市規則附錄十六的適用披露規定編製。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

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

2. BASIS OF PREPARATION (continued)

The mobile top-up service provided by the Group is prohibited and restricted from foreign investment in the PRC pursuant to the applicable PRC laws and regulations. The Group has adopted a series of contracts with Mr. Huang Junmou, Mr. Yang Hua, Mr. Li Xiangcheng, Mr. Xu Xinhua and Mr. Huang Shaowu (collectively referred to as the “Relevant Shareholders”) (the “Structured Contracts”) and Shenzhen Niannianka Network Technology Co., Ltd. (“Shenzhen NNK”) to maintain and exercise the control over the operation of Shenzhen NNK, and to obtain its entire economic benefits (the “VIE Arrangement”). The Structured Contracts are irrevocable and have enabled the Group to:

- exercise effective financial and operational control over Shenzhen NNK;
- exercise equity holders’ voting rights of Shenzhen NNK;
- receive substantially all economic returns generated by Shenzhen NNK in consideration for the business support, technical and consulting services provided by the Group;
- obtain an irrevocable and exclusive right to purchase the entire equity interest in Shenzhen NNK from the Relevant Shareholders; and
- obtain a pledge over the entire equity interest of Shenzhen NNK from the Relevant Shareholders as collateral security for all of Shenzhen NNK due to the Group and to secure performance of the Relevant Shareholders’ obligations under the Structured Contracts.

The Company does not have any equity interest in Shenzhen NNK. However, as a result of the Structured Contracts, the Company has power over Shenzhen NNK, has rights to variable returns from its involvement with Shenzhen NNK and has the ability to affect those returns through its power over Shenzhen NNK and therefore is considered to have control over Shenzhen NNK. Consequently, the Company regards Shenzhen NNK as an indirect subsidiary and consolidated the financial position and results of Shenzhen NNK in the condensed consolidated financial statements of the Group during both periods.

2. 編製基準(續)

根據適用中國法律及法規，本集團所提供的手機話費充值服務在中國禁止及限制外商投資。本集團已採納與黃俊謀先生、楊華先生、李享成先生、許新華先生及黃紹武先生(統稱為「相關股東」)及深圳市年年卡網絡科技有限公司(「深圳年年卡」)訂立的一系列合約(「結構性合約」)，以維持及行使對深圳年年卡經營業務的控制權，並獲得其全部經濟利益(「可變利益實體安排」)。結構性合約不可撤銷，並可使本集團：

- 行使對深圳年年卡的實際財政及經營控制權；
- 行使深圳年年卡股權持有人的投票權；
- 獲得深圳年年卡產生的絕大部分經濟回報，作為對本集團所提供業務支援、技術及諮詢服務的報酬；
- 獲得自相關股東購買深圳年年卡全部股權的不可撤銷獨家權利；及
- 獲得相關股東對深圳年年卡全部股權的抵押，作為深圳年年卡應付本集團所有款項的抵押品，並確保相關股東會履行於結構性合約下的責任。

本公司並無擁有深圳年年卡的任何股權。然而，由於結構性合約，本公司可對深圳年年卡行使權力，有權通過參與深圳年年卡的業務而獲得可變回報，並有能力透過其可對深圳年年卡行使的權力影響該等回報，故被視為對深圳年年卡擁有控制權。因此，本公司將深圳年年卡視為間接附屬公司，並將深圳年年卡的財務狀況及業績併入本集團於兩個期間內的簡明綜合財務報表。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis.

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2021 are the same as those presented in the Group's annual financial statements for the year ended 31 December 2020.

Application of amendments to Hong Kong Financial Reporting Standards ("HKFRSs")

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2021 for the preparation of the Group's condensed consolidated financial statements:

Amendment to HKFRS 16

香港財務報告準則第16號(修訂本)

Amendments to HKFRS 9, HKAS 39 and HKFRS 7,

HKFRS 4 and HKFRS 16

香港財務報告準則第9號、香港會計準則第39號及

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號的修訂本

The application of the amendments to HKFRSs in the current period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

3. 主要會計政策

簡明綜合財務報表已按歷史成本法編製。

截至二零二一年六月三十日止六個月簡明綜合財務報表所採用的會計政策及計算方法與本集團截至二零二零年十二月三十一日止年度的年度財務報表所呈列者一致。

應用經修訂香港財務報告準則(「香港財務報告準則」)

於本中期期間，為編製本集團之簡明綜合財務報表，本集團首次應用下列由香港會計師公會頒佈之經修訂香港財務報告準則，有關修訂乃於二零二一年一月一日當日或之後的年度期間強制生效：

Covid-19-Related Rent Concessions

Covid-19相關租金寬減

Interest Rate Benchmark Reform – Phase 2

利率基準改革 – 第二期

於本期間應用經修訂香港財務報告準則對本集團於本期間及過往期間的財務狀況及表現及／或該等簡明綜合財務報表所載披露並無造成重大影響。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

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

4. REVENUE AND SEGMENT INFORMATION

Disaggregation of revenue from contracts with customers

4. 收益及分部資料

客戶合約收益分類

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Type of service	服務類別		
Mobile top-up service	手機話費充值服務	51,109	38,486
Mobile data usage top-up service	手機流量充值服務	159	434
Others	其他	44	177
		51,312	39,097

The Group provides the mobile top-up and mobile data usage top-up service by facilitating transactions between the PRC telecommunication companies and mobile subscribers, through the channels of financial institutions and other channels. Accordingly, the Group recognises revenue derived from such services on net basis.

Mobile top-up service income is entitled from the mobile subscribers, net of cost of mobile top-up credits sourced from the PRC telecommunication companies or other vendors.

Mobile top-up service income is recognised when the PRC telecommunication companies completed the mobile top-up service for the mobile subscribers, being at the point of time when the mobile subscribers have the ability to direct the use of the service and obtain the benefit of the service.

本集團經由金融機構渠道及其他渠道，促進中國電信公司與手機用戶之間的交易而提供手機話費充值及手機流量充值服務，因此本集團以淨額基準確認來自該等服務的收益。

手機話費充值服務收入由手機用戶授權收取，扣除自中國的電信公司或其他供應商購買手機話費充值金額的成本。

手機話費充值服務收入於中國的電信公司為手機用戶完成手機話費充值服務時（即手機用戶能夠指定服務用途及從服務獲益的時點）確認。

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4. REVENUE AND SEGMENT INFORMATION (continued)

Segment information

HKFRS 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the executive directors, being the chief operating decision maker (the "CODM"), in order to allocate resources to the segments and to assess their performance.

The CODM reviews the Group's financial performance as a whole, which is generated from the provision of mobile top-up service, mobile data usage top-up service and other top-up service by the Group to customers and determined in accordance with the Group's accounting policies, for performance assessment. Therefore, no separate segment information is prepared by the Group.

Geographical information

All of the Group's revenue is derived from customers in the PRC and assets are principally located in the PRC. Therefore, no geographical segment information is presented.

Information about major customers

There was no revenue from individual customers of the Group contributing over 10% of the total revenue of the Group during both periods.

5. FINANCE COSTS

4. 收益及分部資料 (續)

分部資料

香港財務報告準則第8號「經營分部」規定須根據執行董事(即主要經營決策者(「主要經營決策者」))定期審閱的有關本集團各組成部分的內部報告識別經營分部,以向分部分配資源及評估其表現。

主要經營決策者審閱本集團整體財務表現,本集團整體溢利產生自本集團向客戶提供手機話費充值業務、手機流量充值服務及其他充值服務,並按本集團會計政策釐定以作表現評估。因此,本集團並無獨立編製分部資料。

地理資料

本集團所有收益源自中國客戶而資產亦主要位於中國,故並無呈列地理分部資料。

有關主要客戶的資料

於兩個期間,本集團並無來自單一客戶的收益對本集團收益總額貢獻超過10%。

5. 財務成本

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Interest on bank borrowings	銀行借款利息	1,593	488
Interest on lease liabilities	租賃負債利息	69	82
		1,662	570

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6. PROFIT BEFORE TAX

6. 除稅前溢利

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Profit before tax has been arrived at after charging (crediting):	除稅前溢利乃經扣減(計入)以下各項後得出:		
Directors' emoluments	董事酬金	1,468	1,506
Salaries and other benefits, excluding those of directors	工資及其他福利(不包括董事)	7,295	5,783
Retirement benefits schemes contributions, excluding those of directors	退休福利計劃供款(不包括董事)	1,058	401
Total staff costs	員工成本總額	9,821	7,690
Depreciation of property, plant and equipment	物業、廠房及設備折舊	425	409
Depreciation of right-of-use assets	使用權資產折舊	702	602
Short term lease expenses	短期租賃開支	40	—
(Reversal) recognition of impairment loss in respect of trade receivables	就貿易應收款項(撥回)確認減值虧損	(10)	25
Interest income	利息收入	(377)	(674)

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7. INCOME TAX EXPENSE

7. 所得稅開支

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Current tax:	即期稅項：		
– PRC Enterprise Income Tax ("EIT")	– 中國企業所得稅(「企業所得稅」)	710	—
– PRC withholding Tax	– 中國預提所得稅	648	—
Deferred tax (Note 11)	遞延稅項(附註11)	1,546	—
		2,904	—

The Company was incorporated in the Cayman Islands and is exempted from income tax.

本公司乃於開曼群島註冊成立並獲豁免繳納所得稅。

Hong Kong

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first Hong Kong dollar (HK\$) 2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

香港

於二零一八年三月二十一日，香港立法會通過《2017年稅務(修訂)(第7號)條例草案》(「條例草案」)，引入利得稅兩級制。條例草案於二零一八年三月二十八日經簽署成為法律，並於翌日刊憲。根據利得稅兩級制，合資格法團首2百萬港元溢利的稅率為8.25%，而超過2百萬港元的溢利稅率為16.5%。不符合利得稅兩級制資格的集團實體的溢利將繼續按16.5%的劃一稅率繳納稅項。

The applicable tax rate of the subsidiaries of the Company in Hong Kong is 16.5%. No provision for Hong Kong Profits Tax was made in the condensed consolidated financial statements, as no assessable profit was generated in Hong Kong.

本公司於香港的附屬公司的適用稅率為16.5%。由於並無於香港產生應課稅溢利，故簡明綜合財務報表中並無就香港利得稅計提撥備。

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7. INCOME TAX EXPENSE (continued)

The PRC

Under the Law of the PRC on Enterprise Income Tax (the “PRC EIT Law”) and Implementation Regulations of the PRC EIT Law, the tax rate of the PRC subsidiaries is 25% for the six months ended 30 June 2020 and 2021.

In January 2016, Daily Charge Technology (Shenzhen) Limited (“Daily Charge SZ”), a wholly foreign-owned enterprise of the Company, was accredited as a software enterprise by the Shenzhen Software Industry Association, and therefore could enjoy an income tax exemption for two years starting from its first profit-making year and a 50% tax reduction to an income tax rate of 12.5% for the subsequent three years. Daily Charge SZ generated no assessable profit for the six months ended 30 June 2020 and 2021.

For the six months ended 30 June 2020, no provision for the PRC EIT was made in the condensed consolidated financial statements, as the assessable profit was absorbed by tax loss or no assessable profit was generated by the relevant subsidiary of the Company.

Under the PRC EIT Law, 10% withholding income tax is generally imposed on dividends relating to any profits earned commencing from 2008 by enterprises established in the PRC to foreign investors. For the six months ended 30 June 2021, the Group has applied 10% tax rate for dividends declared by a subsidiary incorporated in the PRC.

7. 所得稅開支(續)

中國

根據中國企業所得稅法(「中國企業所得稅法」)及中國企業所得稅法實施條例，中國附屬公司於截至二零二零年及二零二一年六月三十日止六個月的適用稅率為25%。

於二零一六年一月，天天充科技(深圳)有限公司(「天天充深圳」)(本公司的外商獨資企業)獲深圳市軟件行業協會認可為「軟件企業」，因此於首個獲利年度起兩年享有所得稅豁免及於其後三年按減半的所得稅稅率12.5%納稅。天天充深圳於截至二零二零年及二零二一年六月三十日止六個月並無產生應課稅溢利。

截至二零二零年六月三十日止六個月，由於應課稅溢利已被稅務虧損抵銷或本公司相關附屬公司並無產生應課稅溢利，故簡明綜合財務報表中並無就中國企業所得稅計提撥備。

根據中國企業所得稅法，中國成立的企業由二零零八年及之後賺取的利潤的股息對於境外投資者一般徵收10%預提所得稅。截至二零二一年六月三十日止六個月，本集團已就一家於中國註冊成立的附屬公司宣派的股息應用10%的稅率。

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8. DIVIDENDS

No dividends were paid, declared or proposed for the six months ended 30 June 2021 and 2020.

9. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to owners of the Company is based on the following data:

8. 股息

並無就截至二零二一年及二零二零年六月三十日止六個月派付、宣派或建議股息。

9. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃基於以下數據計算：

		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 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Earnings for the purpose of basic and diluted earnings per share:	就每股基本及攤薄盈利而言的盈利：		
– Profit for the period attributable to owners of the Company	– 本公司擁有人應佔期內溢利	15,954	17,542
		Number of shares 股份數目	
		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 '000 千股 (Unaudited) (未經審核)	2020 二零二零年 '000 千股 (Unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	就每股基本及攤薄盈利而言的普通股加權平均數	415,000	415,000

No diluted earnings per share for the six months ended 30 June 2021 and 2020 was presented as there were no potential ordinary shares in issue.

由於並無潛在已發行普通股，因此截至二零二一年及二零二零年六月三十日止六個月並無呈報每股攤薄盈利。

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10. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

Property, plant and equipment

During the current interim period, the Group paid RMB601,000 (unaudited) (six months ended 30 June 2020: RMB26,000 (unaudited)) for the acquisition of computer and office equipment.

Right-of-use assets

For both periods, the Group leases land and buildings in Hong Kong and the PRC for its operations. Lease contracts are entered into for fixed lease terms of 1 year to 4 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

During the current interim period, the Group entered into new office premise and staff quarter lease agreements with lease terms of 25 months and 3 years, respectively. The Group is required to make fixed lease payments. On lease commencement, the Group recognised right-of-use assets of RMB881,000 and lease liabilities of RMB881,000. No new lease agreements were entered by the Group for the six months ended 30 June 2020.

10. 物業、廠房及設備以及使用權資產

物業、廠房及設備

於本中期期間，本集團已就購置計算機及辦公設備而支付人民幣601,000元（未經審核）（截至二零二零年六月三十日止六個月：人民幣26,000元（未經審核））。

使用權資產

該兩個期間，本集團於香港及中國租賃土地及樓宇用於其運營。租賃合約按一至四年固定租期訂立。租賃條款乃按個別基準協商，包含各類不同條款及條件。

於本中期期間，本集團訂立新辦公室及員工宿舍的租賃協議，租期分別為25個月及3年。本集團須作出固定租賃付款。於租賃開始時，本集團確認使用權資產人民幣881,000元及租賃負債人民幣881,000元。截至二零二零年六月三十日止六個月，本集團並無訂立新租賃協議。

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II. DEFERRED TAXATION

The following is the analysis of deferred tax balances for financial reporting purposes:

		30 June 2021 二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Deferred tax assets	遞延稅項資產	—	(1,546)
Deferred tax liabilities	遞延稅項負債	8,882	8,882
		8,882	7,336

The followings are deferred tax liabilities (assets) recognised and movements thereon during the current and preceding periods:

II. 遞延稅項

以下為用作財務報告目的的遞延稅項結餘分析：

以下為於當前及過往期間所確認的遞延稅項負債(資產)及其變動：

		Taxable management fee income of Daily Charge SZ 天天充深圳的 應課稅管理費 收入 RMB'000 人民幣千元 (Note) (附註)	Tax losses 稅項虧損 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 31 December 2020 (audited)	於二零二零年十二月三十一日(經審核)	9,280	(1,944)	7,336
Charge to profit or loss	於損益中支出	—	1,546	1,546
At 30 June 2021 (unaudited)	於二零二一年六月三十日(未經審核)	9,280	(398)	8,882

Note: Amount represented the tax effect of RMB37,120,000 management fee to pay by Shenzhen NNK and to receive by Daily Charge SZ in prior years under the VIE Arrangement.

附註：該金額指根據可變利益實體安排，就過往年度深圳年年卡應支付及天天充深圳應收取管理費人民幣37,120,000元的稅務影響。

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II. DEFERRED TAXATION (continued)

As at 30 June 2021, the Group had unused tax losses of RMB1,718,000 (31 December 2020: RMB16,825,000) available for offset against future profits. A deferred tax asset has been recognised in respect of RMB1,594,000 (31 December 2020: RMB7,776,000) of such losses and no deferred tax asset has been recognised in respect of the remaining RMB124,000 (31 December 2020: RMB9,049,000) due to the unpredictability of future profit streams.

Under the PRC EIT Law, withholding tax is imposed on dividends declared in respect of profits earned by PRC subsidiaries from 1 January 2008 onwards. As at the end of the current interim period, the aggregate amount of taxable temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognised amounted to RMB195,573,000 (unaudited) (31 December 2020: RMB175,584,000). No deferred tax liability has been recognised in respect of these taxable temporary differences because the Group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not be reversed in the foreseeable future.

II. 遞延稅項(續)

於二零二一年六月三十日，本集團有未動用稅項虧損人民幣1,718,000元(二零二零年十二月三十一日：人民幣16,825,000元)可用於抵銷未來利潤。就有關虧損人民幣1,594,000元(二零二零年十二月三十一日：人民幣7,776,000元)已確認一項遞延稅項資產，由於未來溢利來源的不可預測性，並無就餘下人民幣124,000元(二零二零年十二月三十一日：人民幣9,049,000元)確認遞延稅項資產。

根據中國企業所得稅法，自二零零八年一月一日起，就中國附屬公司所賺取溢利宣派的股息將徵收預扣稅。於本中期期間末，與附屬公司未分派盈利相關的應課稅暫時差額總額(並無就其確認遞延稅項負債)為人民幣195,573,000元(未經審核)(二零二零年十二月三十一日：人民幣175,584,000元)。由於本集團能控制撥回暫時差額的時間，且該等差額可能不會於可預見未來撥回，故並無就該等應課稅暫時差額確認遞延稅項負債。

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12. TRADE RECEIVABLES

The following is an aged analysis of trade receivables net of allowance for credit loss presented based on the date of service provided and revenue recognised, at the end of each reporting period:

		30 June 2021 二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
0 to 30 days	0至30天	142,146	186,993
31 to 60 days	31至60天	4,518	1,105
Over 60 days	60天以上	12,707	878
		159,371	188,976

Trade receivables mainly represent receivable from financial institutions in relation to the mobile top-up service which the settlement period is normally within 1 day from transaction date. Due to deepening cooperation with the PRC banks for their promotion activities, the Group has granted credit period of 30 to 45 days to certain customers based on the invoice date. For certain channels of customers, the credit period was about 30 to 60 days granted by the Group based on the invoice date.

12. 貿易應收款項

下列為於各報告期末根據所提供服務日期及經確認收益呈列的貿易應收款項(扣除信貸虧損撥備)的賬齡分析：

貿易應收款項主要指應就手機話費充值服務向金融機構收取的款項，結算期通常為交易日後1天內。由於因促銷活動而與國內銀行加深合作，本集團對若干客戶授出按發票日期30至45天的信用期。對於客戶若干渠道，本集團按發票日期授予約30至60天的信用期。

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12. TRADE RECEIVABLES (continued)

Included in the Group's trade receivable balance are debtors with aggregate carrying amount of RMB2,341,000 (unaudited) (31 December 2020: RMB434,000) which are past due as at the reporting date. The Group does not hold any collateral over these balances.

The basis of determining the inputs and assumptions and the estimation techniques used in the condensed consolidated financial statements for the six months ended 30 June 2021 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2020.

During the current interim period, the Group reversed impairment allowance of RMB10,000 (six months ended 30 June 2020: provided impairment allowance of RMB25,000).

13. TRADE PAYABLES

The following is an aged analysis of trade payables presented based on the date of service provided, at the end of each reporting period:

		30 June 2021 二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
0 to 90 days	0至90天	10,564	6,460
91 to 180 days	91至180天	512	1,018
181 to 360 days	181至360天	5,489	10,996
		16,565	18,474

12. 貿易應收款項 (續)

本集團的貿易應收款項結餘中，包含於報告日期已逾期的應收賬款，賬面值總額為人民幣2,341,000元（未經審核）（二零二零年十二月三十一日：人民幣434,000元）。本集團並無就該等結餘持有任何抵押物。

截至二零二一年六月三十日止六個月簡明綜合財務報表內所用輸入數據及假設的釐定基準以及估值技術與編製本集團截至二零二零年十二月三十一日止年度的年度財務報表時所採用者相同。

於本中期期間，本集團撥回減值撥備人民幣10,000元（截至二零二零年六月三十日止六個月：計提減值撥備人民幣25,000元）。

13. 貿易應付款項

以下為於各報告期末按提供服務的日期呈列的貿易應付款項的賬齡分析：

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14. BANK BORROWINGS

As at 30 June 2021, the bank borrowings carry fixed rate of 5.2% per annum (31 December 2020: fixed rate of 5.2% per annum) and the bank borrowings are repayable within one year.

During the current interim period, the Group obtained new bank borrowings amounting to RMB51,050,000 (unaudited) (six months ended 30 June 2020: RMB80,000,000 (unaudited)) and repaid bank borrowings amounting to RMB51,050,000 (unaudited) (six months ended 30 June 2020: RMB100,000,000 (unaudited)).

15. SHARE CAPITAL

The share capital at 30 June 2021 and 31 December 2020 represented the share capital of the Company. Details of authorised and issued capital of the Company are as follow:

14. 銀行借款

於二零二一年六月三十日，銀行借款按固定年利率5.2%計息(二零二零年十二月三十一日：固定年利率5.2%)，而銀行借款須於一年內償還。

於本中期期間，本集團獲得新增銀行借款人民幣51,050,000元(未經審核)(截至二零二零年六月三十日止六個月：人民幣80,000,000元(未經審核))，並償還銀行借款人民幣51,050,000元(未經審核)(截至二零二零年六月三十日止六個月：人民幣100,000,000元(未經審核))。

15. 股本

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股本指本公司股本。有關本公司法定及已發行股本的詳情載列如下：

	Number of authorised shares 法定 股份數目	Number of issued shares 已發行 股份數目	Issued and fully paid share capital 已發行及繳足股本	
			US\$ 美元	RMB'000 人民幣千元
As at 1 January 2020 (audited), 30 June 2020 (unaudited), 1 January 2021 (audited) and 30 June 2021 (unaudited)	於二零二零年一月一日(經審核)、 二零二零年六月三十日 (未經審核)、二零二一年 一月一日(經審核)及 二零二一年六月三十日 (未經審核)			
- Ordinary shares of US\$0.01 each	- 普通股每股面值0.01美元	2,000,000,000	4,150,000	27,221

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16. RELATED PARTY TRANSACTIONS

(a) Compensation of key management personnel

The remuneration of key management personnel which represents the directors of the Company and key executives of the Group during the period were as follows:

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Salaries and other short term benefits	薪金及其他短期福利	2,375	2,346
Retirement benefit schemes contributions	退休福利計劃供款	142	69
		2,517	2,415

The remuneration of directors and key executives is determined having regard to the performance of individuals and market trends.

(b) Guarantee

As at 30 June 2021, the Group's bank borrowing facilities were guaranteed by the Company, Daily Charge SZ, and Mr. Huang Junmou and Mr. Yang Hua, both being substantial shareholders of the Company, to the extent of RMB100,000,000 (31 December 2020: RMB50,000,000), of which RMB50,000,000 (31 December 2020: RMB50,000,000) was utilised.

16. 關聯方交易

(a) 主要管理人員的酬金

期內，主要管理人員（指本公司董事及本集團主要行政人員）的酬金如下：

		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
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Salaries and other short term benefits	薪金及其他短期福利	2,375	2,346
Retirement benefit schemes contributions	退休福利計劃供款	142	69
		2,517	2,415

董事及主要行政人員的酬金乃參考個人表現及市場趨勢釐定。

(b) 擔保

於二零二一年六月三十日，本集團的銀行借款融資由本公司、天天充深圳，及黃俊謀先生及楊華先生（均為本公司主要股東）擔保，惟以人民幣100,000,000元（二零二零年十二月三十一日：人民幣50,000,000元）為限，其中人民幣50,000,000元（二零二零年十二月三十一日：人民幣50,000,000元）獲動用。

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17. SHARE OPTION SCHEME

On 14 December 2015, the Company conditionally adopted a share option scheme (the “Scheme”) pursuant to a resolution passed by its then shareholders on 14 December 2015, for the primary purpose of providing incentives or rewards to eligible employees, non-executive directors of the Company and other selected participants.

Certain provisions of the Scheme were amended and approved in the extraordinary general meeting of the Company held on 4 November 2016, the definition of eligible participants in the Scheme was amended to include the advisors, consultants, suppliers, customers, distributors, business partners and such other persons who, in the opinion of the board of directors of the Company, will contribute or have contributed to the Company and/or any of its subsidiaries as participants eligible to participate in the Scheme.

The principal terms of which are summarised in the section headed “Statutory and General Information – F. Share Option Scheme” in Appendix IV to the Company’s prospectus in respect of the listing of the shares of the Company on the Stock Exchange dated 24 December 2015. As at 30 June 2021 and 31 December 2020, no share option was granted.

17. 購股權計劃

於二零一五年十二月十四日，根據本公司當時股東於二零一五年十二月十四日通過的決議案，本公司有條件採納一項購股權計劃（「計劃」），主要目的為向本公司合資格僱員、非執行董事及其他選定參與者提供激勵或獎勵。

計劃的若干條款於二零一六年十一月四日舉行的本公司股東特別大會上經修訂及獲批准，計劃合資格參與者的定義經已修訂，以包含顧問、諮詢師、供應商、客戶、分銷商、業務夥伴及本公司董事會認為將或已對本公司及／或其任何附屬公司作出貢獻的其他人士，作為合資格可參與計劃的參與者。

計劃的主要條款概述於本公司日期為二零一五年十二月二十四日就本公司股份於聯交所上市的招股章程附錄四「法定及一般資料—F. 購股權計劃」一節。於二零二一年六月三十日及二零二零年十二月三十一日並無已授出的購股權。



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NNK Group Limited