



**Moody Technology Holdings Limited**

**滿地科技股份有限公司**

(Incorporated in the Cayman Islands with limited liability and  
continued in Bermuda with limited liability)

(於開曼群島註冊成立並於百慕達存續之有限公司)

Stock Code 股份代號: 1400

INTERIM  
REPORT

**2021**

中期報告

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## CORPORATE INFORMATION

### 公司資料

#### BOARD OF DIRECTORS

##### Executive Directors

Mr. Lin Guoqin (*Acting Chairman*)

Ms. Lin Yuxi

##### Independent non-executive Directors

Mr. Chow Yun Cheung

Mr. Lin Yugang

Mr. Liu Junting

#### AUDIT COMMITTEE

Mr. Chow Yun Cheung (*Chairman*)

Mr. Lin Yugang

Mr. Liu Junting

#### REMUNERATION COMMITTEE

Mr. Lin Yugang (*Chairman*)

Mr. Chow Yun Cheung

Mr. Liu Junting

#### NOMINATION COMMITTEE

Mr. Liu Junting (*Chairman*)

Mr. Lin Yugang

Mr. Chow Yun Cheung

#### REGULATORY COMPLIANCE COMMITTEE

Mr. Lin Guoqin

Mr. Tse Kwok Hing Henry

#### COMPANY SECRETARY

Mr. Tse Kwok Hing Henry

#### AUTHORISED REPRESENTATIVES

Mr. Lin Guoqin

Mr. Tse Kwok Hing Henry

#### AUDITOR

McMillan Woods (Hong Kong) CPA Limited

Certified Public Accountants

3/F, Winbase Centre,

208 Queen's Road Central,

Hong Kong

#### 董事會

##### 執行董事

林國欽先生 (*代理主席*)

林禹熙女士

##### 獨立非執行董事

周潤璋先生

林宇剛先生

劉俊廷先生

#### 審核委員會

周潤璋先生 (*主席*)

林宇剛先生

劉俊廷先生

#### 薪酬委員會

林宇剛先生 (*主席*)

周潤璋先生

劉俊廷先生

#### 提名委員會

劉俊廷先生 (*主席*)

林宇剛先生

周潤璋先生

#### 監管合規委員會

林國欽先生

謝國興先生

#### 公司秘書

謝國興先生

#### 授權代表

林國欽先生

謝國興先生

#### 核數師

長青(香港)會計師事務所有限公司

執業會計師

香港

皇后大道中208號

勝基中心3樓

## CORPORATE INFORMATION

### 公司資料

#### PRINCIPAL BANKERS

Bank of Quanzhou Co., Ltd  
Bank of China (Hong Kong) Limited  
Nanyang Commercial Bank, Limited

#### REGISTERED OFFICE

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### PLACE OF BUSINESS IN HONG KONG

20/F, Infinitus Plaza  
199 Des Voeux Road Central  
Sheung Wan  
Hong Kong

#### PRINCIPAL SHARE REGISTRAR

Conyers Corporate Services (Bermuda) Limited

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### HONG KONG BRANCH SHARE REGISTER

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

#### COMPANY'S WEBSITE

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### STOCK CODE

The Stock Exchange of Hong Kong Limited: 1400

#### 主要往來銀行

泉州銀行有限公司  
中國銀行(香港)有限公司  
南洋商業銀行有限公司

#### 註冊辦事處

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### 香港營業地點

香港  
上環  
德輔道中199號  
無限極廣場20樓

#### 主要股份過戶登記處

Conyers Corporate Services  
(Bermuda) Limited

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心  
54樓

#### 本公司網站

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### 股份代號

香港聯合交易所有限公司: 1400

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

The board of directors (the “Board”) of Moody Technology Holdings Limited (the “Company”) and together with its subsidiaries, the “Group”) presents the results of the Group for the six months ended 30 June 2021 to the shareholders of the Company. During the six months ended 30 June 2021 under review, the Group’s revenue decreased by 22.3% to approximately RMB145.7 million, when compared to approximately RMB187.5 million for the six months ended 30 June 2020. The overall decrease in revenue was mainly attributable to a decrease in sales demand from the customers in Korea and Japan affected by the new wave of mutated COVID-19 pandemic in the countries.

Loss attributable to the owners of the Company decreased from approximately RMB74.4 million for the six months ended 30 June 2020 to approximately RMB40.3 million for the six months ended 30 June 2021. Loss per share decreased from RMB0.31 for the six months ended 30 June 2020 to RMB0.10 for the six months ended 30 June 2021.

### 業務回顧

滿地科技股份有限公司（「本公司」，連同其附屬公司，統稱「本集團」）董事會（「董事會」）向本公司股東提呈本集團截至二零二一年六月三十日止六個月的業績。於截至二零二一年六月三十日止六個月回顧期內，本集團的收益較截至二零二零年六月三十日止六個月的約人民幣187.5百萬元減少22.3%至約人民幣145.7百萬元。收益整體減少主要是由於韓國及日本客戶的銷售需求因受到該等國家新一輪變異COVID-19疫情影響而下降所致。

本公司擁有人應佔虧損自截至二零二零年六月三十日止六個月的約人民幣74.4百萬元減少至截至二零二一年六月三十日止六個月的約人民幣40.3百萬元。每股虧損自截至二零二零年六月三十日止六個月的人民幣0.31元減少至截至二零二一年六月三十日止六個月的人民幣0.10元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### INDUSTRY REVIEW

According to the National Bureau of Statistics of the PRC, for the first half of 2021, enterprises with a sizeable capacity in the textile industry recorded an aggregate revenue of RMB1,170.75 billion, representing a year-on-year increase of 18.9%, with net profit at RMB44.6 billion, representing a year-on-year increase of 2.3%. According to the China Customs Statistics (CCS) Information Center, for the six months ended 30 June 2021, total value of exported textile fabrics increased by approximately 61.1% from the same period last year to approximately US\$30.9 billion.

### FINANCIAL REVIEW

#### Revenue

The Group's revenue decreased from approximately RMB187.5 million for the six months ended 30 June 2020 to approximately RMB145.7 million for the six months ended 30 June 2021.

The revenue from fabrics products increased from approximately RMB11.4 million for the six months ended 30 June 2020 to RMB15.9 million for the six months ended 30 June 2021 mainly attributable to an increase in average selling price of fabrics products to approximately RMB6.2 per meter (2020: RMB2.4 per meter) despite a decrease in sales quantities to approximately 2.7 million meters (2020: 3.8 million meters).

The decrease of sales demand of shoes and clothing from the customers in Korea and Japan due to the continuous pandemics reduced the exports volumes from last period. The revenue from sales of shoes and clothing increased from approximately RMB176.1 million for the six months ended 30 June 2020 to approximately RMB129.8 million for the six months ended 30 June 2021. The Group did not generate any revenue from the production of masks for the six months ended 30 June 2021, due to oversupply on the market. The revenue from sales of face masks was approximately RMB0.3 million for the six months ended 30 June 2020, which was included in the segment of sales of shoes and clothing.

#### 行業回顧

根據中國國家統計局的資料，二零二一年上半年，紡織業規模企業累計錄得收入人民幣11,707.5億元，同比增加18.9%，純利為人民幣446億元，同比增加2.3%。根據中國海關統計諮詢中心的資料，截至二零二一年六月三十日止六個月，紡織面料出口總值較去年同期增長約61.1%至約309億美元。

#### 財務回顧

##### 收益

本集團的收益由截至二零二零年六月三十日止六個月的約人民幣187.5百萬元減少至截至二零二一年六月三十日止六個月的約人民幣145.7百萬元。

面料產品的收益由截至二零二零年六月三十日止六個月的約人民幣11.4百萬元增加至截至二零二一年六月三十日止六個月之人民幣15.9百萬元，乃主要由於面料產品的平均售價增加至每米約人民幣6.2元（二零二零年：每米人民幣2.4元），儘管銷量減少至約2.7百萬米（二零二零年：3.8百萬米）。

韓國及日本客戶的鞋履及服裝銷售需求因持續疫情減少出口量而較之上期減少。鞋履及服裝銷售的收益由截至二零二零年六月三十日止六個月的約人民幣176.1百萬元增加至截至二零二一年六月三十日止六個月的約人民幣129.8百萬元。於截至二零二一年六月三十日止六個月，由於市場供過於求，本集團並無自生產口罩產生任何收益。截至二零二零年六月三十日止六個月銷售口罩的收益為約人民幣0.3百萬元，計入鞋履及服裝銷售分類。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

The table below sets out a breakdown of the Group's revenue categorised by products for the periods:

下表載列本集團期內按產品分類的收益明細：

		For the six months ended 30 June			
		截至六月三十日止六個月			
		2021	% to total	2020	% to total
		RMB'000	revenue	RMB'000	revenue
		二零二一年	佔總	二零二零年	佔總
		人民幣千元	收益的%	人民幣千元	收益的%
Shoes and clothes#	鞋履及服裝#	129,800	89.1	176,136	93.9
Fabrics	面料	15,850	10.9	11,358	6.1
Total	總計	145,650	100.0	187,494	100.0

# include sales of face masks

# 包括口罩銷售

#### Cost of sales

The Group's cost of sales decreased by 25.0% from approximately RMB184.9 million for the six months ended 30 June 2020 to approximately RMB138.7 million for the six months ended 30 June 2021. Such decrease was mainly in line with the overall revenue for the period.

#### 銷售成本

本集團銷售成本由截至二零二零年六月三十日止六個月的約人民幣184.9百萬元下降25.0%至截至二零二一年六月三十日止六個月的約人民幣138.7百萬元。有關下降主要與本期間整體收益一致。

The table below sets out a breakdown of the Group's cost of sales categorised by products for the periods:

下表載列本集團期內按產品分類的銷售成本明細：

		For the six months ended 30 June			
		截至六月三十日止六個月			
		2021	% to total	2020	% to total
		RMB'000	cost of sales	RMB'000	cost of sales
		二零二一年	佔總銷售	二零二零年	佔總銷售
		人民幣千元	成本百分比	人民幣千元	成本百分比
Shoes and clothes#	鞋履及服裝#	123,292	88.9	167,829	90.8
Fabrics	面料	15,399	11.1	17,079	9.2
Total	總計	138,691	100.0	184,908	100.0

# include sales of face masks

# 包括口罩銷售

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Gross profit

The table below sets out a breakdown of the Group's gross profit categorised by products for the period:

### 毛利

下表載列本集團於本期間按產品分類的毛利明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2021 RMB'000 二零二一年 人民幣千元	Gross profit margin 毛利率	2020 RMB'000 二零二零年 人民幣千元	Gross profit/(loss) margin 毛利/ (毛損)率
Shoes and clothes#	鞋履及服裝#	6,508	5.0%	8,307	4.7%
Fabrics	面料	451	2.8%	(5,721)	(50.4%)
Total	總計	6,959	4.8%	2,586	1.4%

# include sales of face masks

# 包括口罩銷售

The Group's gross margin increased from 1.4% for the year ended 30 June 2020 to 4.8% for the year ended 30 June 2021 was mainly attributable to the increase in average unit selling price of fabric products from approximately RMB2.4 per meter in 2020 to approximately RMB6.2 per meter in 2021, which resulted in the gross profits for the fabrics products for the period as compared to the gross loss in last period.

本集團的毛利率由截至二零二零年六月三十日止年度的1.4%增加至截至二零二一年六月三十日止年度的4.8%，此乃主要由於面料產品的平均單位售價由二零二零年的每米約人民幣2.4元增加至二零二一年的每米約人民幣6.2元，導致面料產品於本期間錄得毛利，而上期錄得毛損。

### Other income/(expenses), net

The change from other expenses of approximately RMB10.4 million for the six months ended 30 June 2020 to other income of approximately RMB6.0 million for the six months ended 30 June 2021 was mainly attributable to the change from exchange loss of approximately RMB11.3 million to exchange gain of approximately RMB5.8 million due to a appreciation of RMB against HKD for the period.

### 其他收入／（開支）淨額

截至二零二零年六月三十日止六個月錄得其他開支約人民幣10.4百萬元，而截至二零二一年六月三十日止六個月錄得其他收入約人民幣6.0百萬元，此乃主要由於本期間人民幣兌港元升值導致由匯兌虧損約人民幣11.3百萬元變為匯兌收益約人民幣5.8百萬元所致。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Selling and distribution costs

The decrease in selling and distribution expenses by 60.2% from approximately RMB2.6 million for the six months ended 30 June 2020 to approximately RMB1.0 million for the six months ended 30 June 2021 was attributable to a decrease in transportation fees resulted from an decrease in exports sales of shoes and clothes for the period.

### General and administrative expenses

The decrease in general and administrative expenses by 46.6% from approximately RMB28.0 million for the six months ended 30 June 2020 to approximately RMB15.0 million for the six months ended 30 June 2021 was mainly attributable to the decrease in certain levies changed by the tax authorities of approximately RMB0.3 million (2020: RMB3.4 million) and decrease in provision for expected credit loss on trade receivables of approximately RMB0.9 million (2020: RMB8.6 million).

### Finance costs

The increase in finance costs from approximately RMB35.9 million for the six months ended 30 June 2020 to approximately RMB37.2 million for the six months ended 30 June 2021 was mainly attributable to increase in accrual in the penalty interest expenses for the bank borrowings.

### Income tax expense

No tax provision or credit was recognised for the six months ended 30 June 2021 (2020: Nil).

### Loss for the period attributable to the owners of the Company

As a result of the above factors, the loss attributable to the owners of the Company decreased from approximately RMB74.4 million for the six months ended 30 June 2020 to approximately RMB40.3 million for the six months ended 30 June 2021.

### 銷售及分銷成本

銷售及分銷開支由截至二零二零年六月三十日止六個月約人民幣2.6百萬元減少60.2%至截至二零二一年六月三十日止六個月約人民幣1.0百萬元，主要乃由於本期間鞋履及服裝的出口銷售減少導致運輸費用減少所致。

### 一般及行政開支

一般及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28.0百萬元減少46.6%至截至二零二一年六月三十日止六個月的約人民幣15.0百萬元，主要乃由於稅務機關收取之若干徵費減少約人民幣0.3百萬元（二零二零年：人民幣3.4百萬元）以及貿易應收款項之預期信貸虧損撥備減少約人民幣0.9百萬元（二零二零年：人民幣8.6百萬元）所致。

### 融資成本

融資成本由截至二零二零年六月三十日止六個月的約人民幣35.9百萬元增加至截至二零二一年六月三十日止六個月的約人民幣37.2百萬元，主要由於銀行借款之處罰利息開支之應計費用增加。

### 所得稅開支

截至二零二一年六月三十日止六個月，並無確認稅項撥備或抵免（二零二零年：無）。

### 本公司擁有人應佔期內虧損

由於上述原因，本公司擁有人應佔虧損由截至二零二零年六月三十日止六個月約人民幣74.4百萬元減少至截至二零二一年六月三十日止六個月約人民幣40.3百萬元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Liquidity and financial resources

The Group continues to be prudent in making financial arrangements to ensure it has adequate liquidity for its future development. As at 30 June 2021, the Group's bank and cash balances amounted to approximately RMB1.0 million (as at 31 December 2020: approximately RMB3.6 million). The Group funded its working capital and other capital requirements principally by cash generated from our financing activities.

### Borrowings

The increase in Group's borrowings to approximately RMB971.6 million (as at 31 December 2020: RMB950.9 million) was mainly the net effect of an increase in bonds interest for the period and repayment of certain bank borrowings during the period. All the borrowings are denominated in RMB and HKD. Particulars of the Group's borrowings as at 30 June 2021 are set out in note 15 to the condensed consolidated financial statements.

### Net current assets and working capital

The following table sets forth the Group's current ratio and gearing ratio:

		As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Current assets	流動資產	53,243	53,509
Current liabilities	流動負債	1,084,324	983,267
Net current liabilities	流動負債淨額	(1,031,081)	(929,758)
Current ratio	流動比率	4.9%	5.4%
Gearing ratio	權益負債比率	N/A不適用	N/A不適用

Decrease in current ratio was mainly attributable to an increase in current portion of the unsecured bonds and interest payable during the period.

### 流動資金及財務資源

本集團繼續奉行審慎的財務安排，並保留充裕的流動資金作其未來業務發展用途。於二零二一年六月三十日，本集團銀行及現金結餘約人民幣1.0百萬元（於二零二零年十二月三十一日：約人民幣3.6百萬元）。本集團的營運資金及其他資金需求主要透過融資活動產生的現金撥付。

### 借款

本集團的借款增至約人民幣971.6百萬元（於二零二零年十二月三十一日：人民幣950.9百萬元）主要由於期內債券利息增加及期內償還若干銀行借款之淨影響。所有借款均以人民幣及港元計值。本集團於二零二一年六月三十日的借款詳情載於簡明合併財務報表附註15。

### 流動資產淨值及營運資金

下表載列本集團流動比率及權益負債比率：

	As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元
Current assets	53,243	53,509
Current liabilities	1,084,324	983,267
Net current liabilities	(1,031,081)	(929,758)
Current ratio	4.9%	5.4%
Gearing ratio	N/A不適用	N/A不適用

流動比率下降主要由於期內無抵押債券之流動部分及應付利息增加所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Foreign exchange risk

The Group mainly operates in the mainland China with most of the revenue and expenditure transactions denominated and settled in RMB, where its foreign exchange risk is limited. The functional currency of the Company and its subsidiaries is RMB.

### Capital expenditure

For the six months ended 30 June 2021, the Group did not acquire any property, plant and equipment (2020: RMB1,626,000).

### Pledge of assets

As at 30 June 2021 and 2020, certain land use rights and buildings, machinery and equipment of the Group were pledged to secure banking facilities for purposes of working capital.

### Contingent liabilities

During the course of business, the Group has received claims from suppliers, customers and lenders concerned with the quality of goods and repayment of debts, including claims of insignificant or unspecified amounts. The directors are of the opinion that the Group has a meritorious defence against these claims. Accordingly, the directors do not believe that these claims will have any material adverse impact on the Group and accordingly no provisions have been made in respect thereof.

### 外匯風險

本集團主要於中國內地營運，大部分收益及開支交易以人民幣計值及結算，故外幣匯兌風險有限。本公司及其附屬公司的功能貨幣為人民幣。

### 資本開支

截至二零二一年六月三十日止六個月，本集團並無收購任何物業、廠房及設備（二零二零年：人民幣1,626,000元）。

### 資產抵押

於二零二一年及二零二零年六月三十日，本集團若干土地使用權及樓宇、機器及設備已予抵押，以取得用作營運資金的銀行融資。

### 或然負債

於業務過程中，本集團收到來自供應商、客戶及借款人有關商品質量及償還債務的申索，包括所涉金額不重大或不明的申索。董事認為，本集團就該等申索具有有力抗辯。因此，董事相信該等申索對本集團不會產生任何重大不利影響，故並無就此作出任何撥備。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

##### Major acquisition in relation to acquisition of 51% of equity interests of the Target Company involving the issue of consideration shares under specific mandate

Reference is made to the announcement of the Company dated 24 December 2020 in relation to the memorandum of understanding (the "MOU") in respect of a possible acquisition. The Possible Acquisition is subject to, among other things, the negotiations and execution of the Definitive Transaction Documents. There was no formal agreement to further extend the MOU but mutual understanding between the Company and the Vendor to pending for the Definitive Transaction Document as the due diligence and draft in of the sales and purchase agreements continued after the exclusivity period of the MOU expired on 31 March 2021.

Reference is made to the announcement of the Company dated 26 July 2021, the Company and the Vendor entered into the Agreement, pursuant to which the Company agreed to acquire, and the Vendor agreed to sell, the Sale Shares, which represents 51.0% equity interests of the Target Company involving the issue of the Consideration Shares under specific mandate. It is expected that such acquisition could expand the Company's business in the production and the sales of elastic webbing used for bras and underwear, and strengthen the products, revenue sources and cash flow position of the Group in future. The Directors are of the view that the Acquisition is fair and reasonable, on normal commercial terms and in the interests of the Company and the Shareholders as a whole.

#### 重大投資、重大收購以及出售附屬公司、聯營公司及合營企業

有關涉及根據特別授權發行代價股份收購目標公司51%股權之重大收購

茲提述本公司日期為二零二零年十二月二十四日的公告，內容有關可能收購的諒解備忘錄（「諒解備忘錄」）。可能收購事項須待（其中包括）磋商及簽立最終交易文件後方可作實。並無訂立正式協議進一步延長諒解備忘錄，但由於在諒解備忘錄的排他性期限於二零二一年三月三十一日屆滿後仍在繼續進行盡職審查及起草買賣協議，本公司與賣方之間相互諒解以待最終交易文件。

茲提述本公司日期為二零二一年七月二十六日的公告，本公司與賣方訂立協議，據此，本公司同意收購，而賣方同意出售銷售股份，相當於涉及根據特別授權發行代價股份的目標公司的51.0%股權。預計該收購將可拓展本公司用於文胸及內衣的彈性織帶的製造和銷售業務，且日後將增強本集團的產品、收入來源及現金流量狀況。董事認為，收購事項屬公平合理，按一般商業條款訂立並符合本公司及股東之整體利益。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

The Company is in progress to prepare a circular containing, among other information, (i) details of the Acquisition, (ii) details of the Specific Mandate; and (iii) a notice of the SGM. Further announcement(s) will be made by the Company to keep its shareholders and investors informed.

Save as the above, the Group did not have other material acquisition or disposal of subsidiaries, associates and joint ventures for the six months ended 30 June 2021.

### FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS

Save as those disclosed in “SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES”, the Board currently does not have any future plans for material investments or capital assets. The Directors will continue to monitor the industry and review its business expansion plans regularly, so as to take necessary measures in the best interests of the Group and the Shareholders.

### HUMAN RESOURCES

As at 30 June 2021, the Group had a total workforce of 55 (as at 31 December 2020: 55). The Group offers its staff competitive remuneration schemes. In addition, discretionary bonuses and share options may also be granted to eligible staff based on individual and Group's performance. The Group is committed to nurturing a learning and sharing culture in the organization. Heavy emphasis is placed on the training and development of individual staff and team building, as the Group's success is dependent on the contribution of all functional divisions comprising skilled and motivated staff.

本公司正編製一份載有（其中包括）(i) 收購事項詳情；(ii) 特別授權詳情；及 (iii) 股東特別大會通告之通函。本公司將刊發進一步公告以知會其股東及投資者。

除上文所述者外，本集團於截至二零二一年六月三十日止六個月並無其他重大收購或出售附屬公司、聯營公司及合營企業。

### 重大投資或資本資產的未來計劃

除「重大投資、重大收購以及出售附屬公司、聯營公司及合營企業」所披露者外，董事會目前並無任何重大投資或資本資產的未來計劃。董事將繼續觀察行業，並定期檢討其業務擴張計劃，以採取符合本集團及股東最佳利益的必要措施。

### 人力資源

於二零二一年六月三十日，本集團員工合共55名（於二零二零年十二月三十一日：55名）。本集團向其員工提供具競爭力的酬金計劃。此外，合資格員工亦可按其個人及本集團的表現獲授酌情花紅及購股權。本集團致力於組織內營造學習及分享文化。本集團的成功有賴由技巧純熟且士氣高昂的員工組成的所有職能部門的貢獻，故此本集團重視員工的個人培訓及發展，以及團隊建設。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### INTERIM DIVIDEND

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

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

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.

### FUTURE OUTLOOK

The management of the Group has actively explored opportunities to engage in different businesses by acquisition of companies in the Hong Kong and PRC, and to diversify the trading risks of the loss-making business and to improve the financial position and cash flow of the Group. It is expected that the Major Acquisition will create synergy with the Group's existing business by expanding the Company's business in the production and the sale of elastic webbing used for bras and underwear. The Directors anticipate that the Major Acquisition would strengthen the products, revenue sources and cash flow position of the Group in future.

### STATUS OF THE IMPLEMENTATION OF THE SCHEME

In the first quarter of 2021, the management of the Company was still in negotiation of certain creditors for their support towards the debt restructuring scheme (the "Scheme"). Upon further meetings with the JPLs and the legal adviser, the Company determined to proceed a Scheme application in the Hong Kong High Court (the "High Court").

### 中期股息

截至二零二一年六月三十日止六個月，董事會已議決不宣派任何股息（二零二零年：無）。

### 購買、出售及贖回本公司上市證券

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

### 未來展望

本集團管理層積極探索機會，透過收購香港及中國公司，涉足不同業務，及分散虧損業務的交易風險並提升本集團的財務狀況及現金流。預計重大收購將通過拓展本公司用於文胸及內衣的彈性織帶的製造和銷售業務，與本集團的現有業務產生協同效益。董事預期，重大收購日後將增強本集團的產品、收入來源及現金流量狀況。

### 計劃實施情況

於二零二一年第一季度，本公司管理層仍在與若干債權人磋商以獲得彼等支持債務重組計劃（「計劃」）。經與共同臨時清盤人及法律顧問進一步會面後，本公司決定向香港高等法院（「高等法院」）提出計劃申請。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

In April 2021, the Company has engaged a Hong Kong legal counsel to represent the Company for such applications. The Company, the JPLs and the legal counsel (together as the “Team”) have been working on the Scheme documents, affirmations and relevant schedules to be submitted to the High Court. The Company has also sought leave from the High Court to fix the hearing dates for the intended scheme of arrangement. In return, the judge of the High Court (the “Judge”) had made the following directions: The application for leave to convene the scheme meetings could be listed for hearing at 10 a.m. on 22 June 2021 (the “Application Hearing”); and the hearing for sanction of the proposed scheme of arrangement be listed at 10 a.m. on 3 August 2021 (the “Sanction Hearing”).

In mid-June 2021, as advised by the legal counsel, the Team needed more time to formulate the content of scheme document and hence the Company applied to re-fix the Application Hearing date. In return, the Judge had relisted the date of the Application Hearing on 3 August 2021 and the Sanction Hearing on 5 October 2021.

In the Application Hearing held on 3 August 2021, the Judge ordered the Team shall modify the content of the Scheme documents and adjourned the Application Hearing to a date to be fixed. The Sanction Hearing is hence adjourned to a date to be fixed.

Further announcements will be published as and when necessary to update the shareholders and potential investors for any progress of the Scheme.

於二零二一年四月，本公司聘請香港法律顧問代表本公司提出該等申請。本公司、共同臨時清盤人及法律顧問（統稱「團隊」）一直致力於擬提交予高等法院的計劃文件、確認書及相關時間表。本公司亦已向高等法院尋求許可，以釐定建議安排計劃的聆訊日期。為此，高等法院法官（「法官」）已作出以下指示：召開計劃會議的許可申請可於二零二一年六月二十二日上午十時正進行聆訊（「申請聆訊」）；及批准建議安排計劃的聆訊定於二零二一年八月三日上午十時正進行（「批准聆訊」）。

於二零二一年六月中旬，據法律顧問告知，團隊需要更多時間來制定計劃文件的內容，因此本公司申請重新確定申請聆訊日期。為此，法官將申請聆訊的日期重新定於二零二一年八月三日及批准聆訊的日期重新定於二零二一年十月五日。

於二零二一年八月三日舉行的申請聆訊上，法官命令團隊修改計劃文件的內容，並將申請聆訊延期至待定日期。因此，批准聆訊延期至待定日期。

本公司將於必要時另行刊發公告，以告知股東及潛在投資者計劃的任何最新進展。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

#### Subscription of new shares under general mandate

Reference is made to the Company's announcements dated 18 July 2021 and 6 August 2021 in relation to a subscription of new shares under general mandate. On 16 July 2021, the Company entered into the Subscription Agreements with the Subscribers pursuant to which the Subscribers have conditionally agreed to subscribe, and the Company has conditionally agreed to allot and issue, an aggregate of 87,125,893 Subscription Shares at the Subscription Price of HK\$0.091 per Subscription Share. The conditions precedent set out in the Subscription Agreements have been fulfilled and the Completion took place on 6 August 2021. The net proceeds from the Subscription are approximately HK\$7.80 million which are intended to use as general working capital of the Group and costs of debt restructuring.

### 報告期後重大事項

#### 根據一般授權認購新股份

茲提述本公司日期為二零二一年七月十八日及二零二一年八月六日的公告，內容有關根據一般授權認購新股份。於二零二一年七月十六日，本公司與該等認購人訂立該等認購協議，據此，該等認購人已有條件同意認購，而本公司已有條件同意配發及發行合共87,125,893股認購股份，認購價為每股認購股份0.091港元。該等認購協議所載先決條件已獲達成，認購事項於二零二一年八月六日完成。認購事項之所得款項淨額約為7.80百萬港元，擬用作本集團之一般營運資金及債務重組之費用。

## ADDITIONAL INFORMATION 其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2021, the Directors are not aware of any persons (not being a director or a chief executive of the Company) had, or were deemed to have an interest or short position in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were, directly or indirectly, interested in 5% or more of the Company's issued share capital as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

### RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

There is no related party transactions nor connected transactions during the period ended 30 June 2021.

### SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and to the knowledge of the Directors, as at the date of this report, the Company has maintained a sufficient public float of at least 25% of the Company's issued share capital as required under the Listing Rules.

### DIRECTORS' INTEREST IN COMPETING BUSINESS

As at 30 June 2021, none of the Directors or any of their respective associates of the Company had engaged in any business that competed or may compete with the business of the Group, or had any other conflict of interests with the Group.

### 主要股東於本公司股份及相關股份中的權益

於二零二一年六月三十日，董事概不知悉任何人士（並非本公司董事或最高行政人員）擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司及聯交所披露的股份或相關股份的權益或淡倉，或直接或間接於本公司5%或以上的已發行股本中擁有已記入根據證券及期貨條例第336條規定須存置的登記冊的權益或淡倉。

### 關聯方交易及關連交易

於截至二零二一年六月三十日止期間，概無發生關聯方交易或關連交易。

### 充足公眾持股量

根據本公司公開可得之資料及據董事所知，於本報告日期，本公司已按上市規則規定維持充足公眾持股量，本公司已發行股本至少25%由公眾持有。

### 董事於競爭業務之權益

於二零二一年六月三十日，概無本公司董事或彼等各自之任何聯繫人從事任何與本集團業務構成競爭或可能構成競爭的業務，或與本集團有任何其他利益衝突。

## ADDITIONAL INFORMATION

### 其他資料

#### CORPORATE GOVERNANCE

The Company was committed to maintaining high level of corporate governance and has steered its development and protected the interests of the Shareholders in an enlightened and open manner. Throughout the six months ended 30 June 2021, the Company had complied with the code provisions prescribed in the Corporate Governance Code (the “CG Code”) set out in Appendix 14 to the Listing Rules save for code provision A.1.8.

##### Code provision A.1.8

The code provision A.1.8 of the CG Code stipulates that the Company should arrange appropriate insurance cover in respect of legal action against its Directors. Currently, the Company does not consider necessary to have insurance cover for legal action against its Directors and will monitor any changes to the situation and make necessary action. The Board believes with the current internal control system and the close supervision of the management, the Directors’ risk of being sued or getting involved in litigation in their capacity as Directors is relatively low.

The Company will, from time to time, review and enhance its corporate governance practices to ensure that these continue to meet the requirements of the CG Code.

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct for dealing in securities of the Company by the Directors. After specific enquiry made by the Company, all of the Directors confirmed that they had complied with the required standards set out in the Model Code and the Company’s code of conduct regarding the Directors’ securities transactions during the period under review.

#### 企業管治

本公司一直致力保持高水平企業管治，以開明和開放的方式引領其發展及保障股東的權益。於截至二零二一年六月三十日止六個月整個期間，本公司已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」）規定的守則條文，惟守則條文第A.1.8條除外。

##### 守則條文第A.1.8條

企業管治守則守則條文第A.1.8條規定，本公司應就其董事可能會面對的法律行動作適當的投保安排。本公司現時認為，無須就其董事可能會面對的法律行動作投保安排，但會監察狀況所出現的任何變動，並會採取必要行動。董事會認為，在現有內部監控系統和管理層緊密監督之下，董事們因其董事的身份而遭起訴或牽涉訴訟的風險較低。

本公司將不時審閱及加強其企業管治常規以確保其持續符合企業管治守則的規定。

#### 董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載的標準守則，作為董事進行本公司證券交易的行為守則。經本公司作出特定查詢後，全體董事確認，彼等於回顧期內已遵守標準守則及本公司操守守則所載關於董事進行證券交易之規定標準。

## ADDITIONAL INFORMATION

### 其他資料

#### AUDIT COMMITTEE

The Audit Committee comprises all the three independent non-executive Directors, namely, Mr. Chow Yun Cheung and Mr. Lin Yugang and Mr. Liu Junting. Mr. Chow Yun Cheung is the chairman of the Audit Committee. The terms of reference of the Audit Committee comply with the code provisions of the CG Code. The Audit Committee is responsible for reviewing and supervising the Group's financial reporting process and overseeing the risk management and internal control systems and providing advice and recommendations to the Board.

#### REMUNERATION COMMITTEE

The Remuneration Committee comprises three independent non-executive Directors, namely, Mr. Lin Yugang, Mr. Chow Yun Cheung, and Mr. Liu Junting. Mr. Lin Yugang is the chairman of the Remuneration Committee. The terms of reference of the Remuneration Committee comply with the code provisions of the CG Code. The Remuneration Committee is principally responsible for formulating the Group's policy and structure for all remuneration of the Directors and senior management and providing advice and recommendations to the Board.

#### NOMINATION COMMITTEE

The Nomination Committee comprises three independent non-executive Directors, namely, Mr. Liu Junting, Mr. Lin Yugang and Mr. Chow Yun Cheung. Mr. Liu Junting is the chairman of the Nomination Committee. The terms of reference of the Nomination Committee comply with the code provisions of the CG Code. The Nomination Committee is principally responsible for reviewing the structure, size and composition of the Board, identifying individuals suitably qualified to become Board members, assessing the independence of independent non-executive Directors, and making recommendations to the Board on the appointment and re-appointment of Directors and succession planning for Directors.

#### 審核委員會

審核委員會包括全體三名獨立非執行董事，即周潤璋先生、林宇剛先生及劉俊廷先生。周潤璋先生為審核委員會主席。審核委員會的職權範圍符合企業管治守則之守則條文。審核委員會負責審閱及監督本集團的財務申報程序及監察風險管理及內部監控系統，並向董事會提供意見及推薦建議。

#### 薪酬委員會

薪酬委員會包括三名獨立非執行董事，即林宇剛先生、周潤璋先生及劉俊廷先生。林宇剛先生為薪酬委員會主席。薪酬委員會的職權範圍符合企業管治守則之守則條文。薪酬委員會主要負責制定本集團有關全體董事及高級管理層薪酬的政策及架構，並向董事會提供意見及推薦建議。

#### 提名委員會

提名委員會包括三名獨立非執行董事，即劉俊廷先生、林宇剛先生及周潤璋先生。劉俊廷先生為提名委員會主席。提名委員會的職權範圍符合企業管治守則之守則條文。提名委員會主要負責審閱董事會架構、規模及成員組成，物色合資格成為董事會成員的合適人士，評估獨立非執行董事之獨立性，及向董事會就董事委任及續任以及董事繼任規劃提供推薦建議。



## ADDITIONAL INFORMATION

### 其他資料

#### REGULATORY COMPLIANCE COMMITTEE

The Regulatory Compliance Committee comprises of two members, namely Mr. Lin Guoqin and Mr. Tse Kwok Hing Henry, Mr. Lin Guoqin is the chairman of the Regulatory Compliance Committee. The committee directly reports to the Board and is primarily responsible for ensuring that our business operations and activities are in compliance with the relevant laws and regulations.

#### REVIEW OF INTERIM RESULTS

The Group's unaudited interim results for the six months ended 30 June 2021 have been reviewed by the Audit Committee.

By order of the Board

#### **Moody Technology Holdings Limited**

*(Provisional Liquidators Appointed)*

*(For Restructuring Only)*

#### **Lin Guoqin**

*Acting Chairman*

Hong Kong, 31 August 2021

*As at the date of this report, the executive Directors are Mr. Lin Guoqing and Ms. Lin Yuxi; and the independent non-executive Directors are Mr. Chow Yun Cheung, Mr. Lin Yugang and Mr. Liu Junting.*

#### 監管合規委員會

監管合規委員會包括兩名成員，即林國欽先生及謝國興先生。林國欽先生為監管合規委員會主席。該委員會直接向董事會報告，並主要負責確保我們的業務營運及活動符合相關法律及法規。

#### 審閱中期業績

本集團截至二零二一年六月三十日止六個月的未經審核中期業績已由審核委員會審閱。

承董事會命

#### **滿地科技股份有限公司**

*(已委任共同臨時清盤人)*

*(以重組目的)*

*代理主席*

#### **林國欽**

香港，二零二一年八月三十一日

於本報告日期，執行董事為林國欽先生及林禹熙女士；以及獨立非執行董事為周潤璋先生、林宇剛先生及劉俊廷先生。



# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

## 簡明合併損益及其他全面收益表

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

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元 (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		
<b>Revenue</b>	收益	<b>145,650</b>	187,494
Cost of sales	銷售成本	<b>(138,691)</b>	(184,908)
<b>Gross profit</b>	毛利	<b>6,959</b>	2,586
Other income/(expenses), net	其他收入/(開支), 淨額	<b>6,031</b>	(10,409)
Selling and distribution costs	銷售及分銷成本	<b>(1,042)</b>	(2,619)
General and administrative expenses	一般及行政開支	<b>(14,973)</b>	(28,017)
<b>Loss from operations</b>	營運虧損	<b>(3,025)</b>	(38,459)
Finance costs	融資成本	<b>(37,235)</b>	(35,896)
<b>Loss before tax</b>	除稅前虧損	<b>(40,260)</b>	(74,355)
Income tax expense	所得稅開支	-	-
<b>Loss and total comprehensive income for the period attributable to the owners of the Company</b>	本公司擁有人應佔 期內虧損及全面 收益總額	<b>(40,260)</b>	(74,355)
Loss per share	每股虧損		
- Basic (RMB)	- 基本(人民幣)	<b>(0.10)</b>	(0.31)
- Diluted (RMB)	- 攤薄(人民幣)	<b>(0.10)</b>	(0.31)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2021 (Expressed in RMB)  
於二零二一年六月三十日 (以人民幣列示)

			As at 30 June 2021 於 二零二一年 六月三十日 RMB'000 (Unaudited) (未經審核)	As at 31 December 2020 於 二零二零年 十二月三十一日 RMB'000 (Audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	11	198,929	209,714
Right-of-use assets	使用權資產	12	16,829	17,032
Investment in an associate	於一間聯營公司的投資		-	-
			<b>215,758</b>	<b>226,746</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		1,160	3,599
Trade and other receivables	貿易及其他應收款項	13	51,056	46,339
Bank and cash balances	銀行及現金結餘		1,027	3,571
			<b>53,243</b>	<b>53,509</b>
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	14	278,464	275,524
Borrowings	借款	15	805,860	707,743
			<b>1,084,324</b>	<b>983,267</b>
<b>Net current liabilities</b>	<b>流動負債淨額</b>		<b>(1,031,081)</b>	<b>(929,758)</b>
<b>Total assets less current liabilities</b>	<b>資產總額減流動負債</b>		<b>(815,323)</b>	<b>(703,012)</b>

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2021 (Expressed in RMB)  
於二零二一年六月三十日 (以人民幣列示)

			As at 30 June 2021 於 二零二一年 六月三十日 RMB'000 (Unaudited) (未經審核)	As at 31 December 2020 於 二零二零年 十二月三十一日 RMB'000 (Audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Borrowings	借款	15	<b>165,784</b>	243,177
Deferred income	遞延收入		<b>12,941</b>	13,098
			<b>178,725</b>	256,275
<b>Net liabilities</b>	<b>負債淨額</b>		<b>(994,048)</b>	(959,287)
<b>Equity</b>	<b>權益</b>			
Share capital	股本	16	<b>3,707</b>	3,100
Reserves	儲備		<b>(997,755)</b>	(962,387)
<b>Total deficit</b>	<b>虧絀總額</b>		<b>(994,048)</b>	(959,287)

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明合併權益變動表

For the six months ended 30 June 2021 (Expressed in RMB)

截至二零二一年六月三十日止六個月(以人民幣列示)

		Attributable to the owners of the Company 本公司擁有人應佔					
		Share capital 股本	Contribution surplus 實繳盈餘	Capital reserve 資本儲備	Statutory reserve 法定儲備	Accumulated losses 累計虧損	Total 總計
		RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)
At 1 January 2020 (Audited)	於二零二零年一月一日 (經審核)	1,505	649,383	113,510	24,151	(1,548,337)	(759,788)
Placing of new shares under general mandate	根據一般授權配售新股份	339	2,477	-	-	-	2,816
Issue of shares upon rights issue	供股後發行股份	724	9,335	-	-	-	10,059
Transaction costs attributable to rights issue	供股應佔交易成本	-	(781)	-	-	-	(781)
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	(74,355)	(74,355)
At 30 June 2020	於二零二零年六月三十日	2,568	660,414	113,510	24,151	(1,622,692)	(822,049)
At 1 January 2021 (Audited)	於二零二一年一月一日 (經審核)	3,100	667,338	113,510	24,151	(1,767,386)	(959,287)
Subscription of new shares under general mandate	根據一般授權認購新股份	607	4,892	-	-	-	5,499
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	(40,260)	(40,260)
At 30 June 2021	於二零二一年六月三十日	3,707	672,230	113,510	24,151	(1,807,646)	(994,048)

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明合併現金流量表

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

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Net cash generated from/(used in) operating activities</b>	經營活動所得/(所用)現金淨額	<b>1,082</b>	(23,814)
<b>Cash flows from investing activities</b>	投資活動所得現金流量		
Earnest money paid for acquisition of a subsidiary	就收購一間附屬公司支付之誠意金	(416)	-
Purchases of property, plant and equipment	購買物業、廠房及設備	-	(1,626)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備之所得款項	-	70,488
Interest received	已收利息	1	3
Net cash (used in)/generated from investing activities	投資活動(所用)/所得現金淨額	(415)	68,865
<b>Cash flows from financing activities</b>	融資活動所得現金流量		
Borrowing raised	籌得借款	-	10,810
Repayments of borrowings	償還借款	(8,710)	(63,847)
Interest paid	已付利息	-	(93)
Proceeds from issue of new shares	發行新股份之所得款項	5,499	2,816
Proceeds from issue of shares upon rights issue	供股後發行股份之所得款項	-	9,277
Net cash used in financing activities	融資活動所用現金淨額	(3,211)	(41,037)
<b>Net (decrease)/increase in cash and cash equivalents</b>	現金及現金等價物(減少)/增加淨額	(2,544)	4,014
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	3,571	4,559
Cash and cash equivalents at end of the period	期末現金及現金等價物	1,027	8,573

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 29 April 2013 and continued in Bermuda as an exempted company under the laws of Bermuda on 24 May 2019. The registered office of the Company is Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda. The principal place of business of the Company in Hong Kong is located at 20/F, Infinitus Plaza, 199 Des Voeux Road Central, Sheung Wan, Hong Kong. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 25 April 2014 (the "Listing").

The Company is an investment holding company and its subsidiaries (collectively, the Group) are principally engaged in the sales of shoes and clothes and design, manufacturing and sales of fabrics in the People's Republic of China (the "PRC").

This condensed consolidated financial information is presented in Renminbi ("RMB"), unless otherwise stated. The condensed consolidated financial statements of the Group for the six months ended 30 June 2021 were authorized for issue in accordance with a resolution of the directors on 31 August 2021.

These condensed consolidated financial statements have not been audited.

### 1. 一般資料

本公司於二零一三年四月二十九日在開曼群島註冊成立為獲豁免有限公司，並於二零一九年五月二十四日根據百慕達法律於百慕達存續為獲豁免公司。本公司的註冊辦事處為Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda。本公司於香港的主要營業地點位於香港上環德輔道中199號無限極廣場20樓。本公司股份自二零一四年四月二十五日起在香港聯合交易所有限公司(「聯交所」)主板上市(「上市」)。

本公司是一家投資控股公司，連同其附屬公司(統稱「本集團」)主要於中華人民共和國(「中國」)從事鞋履及服裝銷售以及面料設計、製造及銷售。

除另有指明外，本簡明合併財務資料以人民幣(「人民幣」)呈列。本集團截至二零二一年六月三十日止六個月的簡明合併財務報表已於二零二一年八月三十一日根據董事決議案授權刊發。

該等簡明合併財務報表尚未經審核。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 2. BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months ended 30 June 2021 have been prepared in accordance with International Accounting Standard (“IAS”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual consolidated financial statement of the Group for the year ended 31 December 2020 (the “2020 Annual Consolidated Financial Statements”).

### 3. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the 2020 Annual Consolidated Financial Statements, except for the adoption of new standards effective as of 1 January 2021. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in 2021, but do not have an impact on the interim condensed consolidated financial statements of the Group.

### 2. 呈列基準

截至二零二一年六月三十日止六個月的中期簡明合併財務報表已根據國際會計準則理事會頒佈的國際會計準則(「國際會計準則」)第34號「中期財務報告」及聯交所證券上市規則的適用披露規定編製。

中期簡明合併財務報表不包括年度財務報表規定的所有資料及披露，並應與本集團截至二零二零年十二月三十一日止年度之年度合併財務報表(「二零二零年年度合併財務報表」)一併閱讀。

### 3. 採納新訂及經修訂國際財務報告準則

編製中期簡明合併財務報表所採用的會計政策與編製二零二零年年度合併財務報表所採用之會計政策一致，惟採用於二零二一年一月一日生效之新準則除外。本集團概無提早採用任何已頒佈但未生效之準則、詮釋或修訂。

多項修訂及詮釋於二零二一年首次應用，但對本集團中期簡明合併財務報表並無影響。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 4. SEGMENT INFORMATION

The Group has two reportable segments as follows:

- Sales of shoes and clothes; and
- Sales of fabrics

The Group's reportable segments are strategic business units that offer different products. They are managed separately because each business requires different technology and marketing strategies.

The accounting policies of the operating segments are the same as those described in note 5 to the 2020 Annual Consolidated Financial Statements. Segment profit or loss do not include other income, selling and distribution costs, impairment losses of goodwill of investment in an associate, general and administrative expenses, finance costs and share of losses of an associate. Segment assets do not include right-of-use assets, investment in an associate and bank and cash balances. Segment liabilities do not include amount due to an associate, current and deferred tax liabilities and borrowings.

### 4. 分部資料

本集團有以下兩個可呈報分部：

- 鞋履及服裝銷售；及
- 面料銷售

本集團的可呈報分部為提供各種產品的策略業務單位。由於各業務需要不同的技術及營銷策略，故策略業務單位各自獨立管理。

經營分部的會計政策與二零二零年年度合併財務報表附註5所述之會計政策相同。分部損益不包括其他收入、銷售及分銷成本、於一間聯營公司的投資商譽減值虧損、一般及行政開支、融資成本及分佔一間聯營公司虧損。分部資產不包括使用權資產、於一間聯營公司的投資以及銀行及現金結餘。分部負債不包括應付一間聯營公司款項、即期及遞延稅項負債以及借款。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 4. SEGMENT INFORMATION – continued

### 4. 分部資料—續

		<b>Fabrics</b> 面料	<b>Shoes and clothes</b> 鞋履及服裝	<b>Total</b> 總計
		<b>RMB'000</b> 人民幣千元	<b>RMB'000</b> 人民幣千元	<b>RMB'000</b> 人民幣千元
		<b>(Unaudited)</b> (未經審核)	<b>(Unaudited)</b> (未經審核)	<b>(Unaudited)</b> (未經審核)
<b>Segment results</b>	<b>分部業績</b>			
Six months ended	截至二零二一年			
30 June 2021:	六月三十日止六個月:			
<b>Reportable revenue from external customers</b>	來自外部客戶的可呈報收益	<b>15,850</b>	<b>129,800</b>	<b>145,650</b>
<b>Reportable segment profit</b>	可呈報分部溢利	<b>451</b>	<b>6,508</b>	<b>6,959</b>
Other income/(expenses), net	其他收入/(開支)淨額			<b>6,023</b>
Selling and distribution costs	銷售及分銷成本			<b>(1,042)</b>
General and administrative expenses	一般及行政開支			<b>(14,973)</b>
Finance costs	融資成本			<b>(37,235)</b>
<b>Loss before tax</b>	<b>除稅前虧損</b>			<b>(40,260)</b>
<b>Segment assets and liabilities</b>	<b>分部資產及負債</b>			
At 30 June 2021:	於二零二一年六月三十日:			
<b>Segment assets</b>	<b>分部資產</b>	<b>255,561</b>	<b>12,413</b>	<b>267,974</b>
Unallocated assets	未分配資產			<b>1,027</b>
<b>Total assets</b>	<b>資產總額</b>			<b>269,001</b>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>291,402</b>	-	<b>291,402</b>
Unallocated liabilities	未分配負債			<b>971,647</b>
<b>Total liabilities</b>	<b>負債總額</b>			<b>1,263,049</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 4. SEGMENT INFORMATION – continued

### 4. 分部資料—續

	Fabrics 面料	Shoes and clothes 鞋履及服裝	Total 總計
	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元
	(Unaudited)	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)	(未經審核)

#### Segment results

Six months ended  
30 June 2020:

#### 分部業績

截至二零二零年  
六月三十日止六個月：

<b>Reportable revenue from external customers</b>	來自外部客戶的可呈報收益	11,358	176,136	187,494
<b>Reportable segment profit/(loss)</b>	可呈報分部溢利/(虧損)	(5,721)	8,307	2,586
Other income/(expenses), net	其他收入/(開支)淨額			(10,409)
Selling and distribution costs	銷售及分銷成本			(2,619)
General and administrative expenses	一般及行政開支			(28,017)
Finance costs	融資成本			(35,896)
<b>Loss before tax</b>	除稅前虧損			<b>(74,355)</b>

#### Segment assets and liabilities

At 30 June 2020:

分部資產及負債  
於二零二零年  
六月三十日：

<b>Segment assets</b>	分部資產	357,792	12,702	370,494
Unallocated assets	未分配資產			8,573
<b>Total assets</b>	資產總額			<b>379,067</b>
<b>Segment liabilities</b>	分部負債	259,010	110	259,120
Unallocated liabilities	未分配負債			941,996
<b>Total liabilities</b>	負債總額			<b>1,201,116</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 4. SEGMENT INFORMATION – continued Geographical information

The Group's revenue from external customers by location of operations are detailed below:

### 4. 分部資料—續 地區資料

本集團來自外部客戶收益按經營位置詳列如下：

		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)
PRC	中國	15,850	11,358
Korea	韓國	119,434	163,099
Japan	日本	1,788	4,257
Others	其他	8,578	8,780
		<b>145,650</b>	<b>187,494</b>

Over 90% of the Group's non-current assets (excluding right-of-use assets and investment in an associate) are located in the PRC. Accordingly, no further geographical information of non-current assets was disclosed.

本集團超過90%的非流動資產(不包括使用權資產及於一間聯營公司的投資)位於中國。因此,概無非流動資產的其他地區資料須予披露。

### 5. REVENUE

An analysis of the Group's revenue for the period is as follows:

### 5. 收益

期內本集團收益的分析如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Recognised at a point in time:	於某一時間點確認：		
Sales of fabrics	面料銷售	15,850	11,358
Sales of shoes and clothes	鞋履及服裝銷售	129,800	176,136
		<b>145,650</b>	<b>187,494</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 6. FINANCE COSTS

### 6. 融資成本

		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)
Interest expenses of bank borrowings	銀行借款的利息開支	7,802	3,322
Interest expenses of bonds	債券的利息開支	29,433	32,574
		<b>37,235</b>	<b>35,896</b>

### 7. INCOME TAX EXPENSE

No provision for income tax expense is required since the Group has no assessable profit for the period (2020: Nil).

### 7. 所得稅開支

由於本集團期內並無應課稅溢利，故毋須就所得稅開支計提撥備(二零二零年：無)。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 8. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging the following:

### 8. 期內虧損

期內虧損經扣除以下各項後得出：

		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)
Cost of inventories	存貨成本	<b>138,117</b>	178,147
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>10,785</b>	10,197
Depreciation of right-of-use assets	使用權資產折舊	<b>203</b>	203
Staff cost	員工成本		
– Salaries and wages	– 薪金及工資	<b>2,548</b>	2,785
– Retirement scheme contribution	– 退休計劃供款	<b>26</b>	195
Provision for expected credit loss on trade receivables	貿易應收款項之預期信貸虧損撥備	<b>932</b>	8,605

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 9. LOSS PER SHARE

#### (a) Basic

		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)
Loss attributable to the owners of the Company	本公司擁有人應佔虧損	(40,260)	(74,355)
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數(千股)	389,500	243,708
Basic loss per share (RMB per share)	每股基本虧損 (每股人民幣元)	(0.10)	(0.31)

#### (b) Diluted

As there were no potentially dilutive shares for the six months ended 30 June 2021 and 2020, the diluted loss per share was the same as basic loss per share.

### 10. DIVIDENDS

No dividend has been paid or declared by the Company for the six months ended 30 June 2021 (2020: Nil).

### 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group did not acquire any property, plant and equipment (2020: RMB1,626,000).

### 9. 每股虧損

#### (a) 基本

#### (b) 攤薄

由於截至二零二一年及二零二零年六月三十日止六個月並無潛在攤薄股份，因此每股攤薄虧損與每股基本虧損相同。

### 10. 股息

本公司於截至二零二一年六月三十日止六個月概無派付或宣派股息(二零二零年:無)。

### 11. 物業、廠房及設備

於截至二零二一年六月三十日止六個月，本集團並無收購任何物業、廠房及設備(二零二零年:人民幣1,626,000元)。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 簡明合併財務資料附註

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

#### 12. RIGHT-OF-USE ASSETS

As at 30 June 2021, the Group's right-of-use assets with carrying amount of approximately RMB16.8 million were pledged as collateral for certain bank borrowings of the Group (Note 15).

#### 12. 使用權資產

於二零二一年六月三十日，本集團賬面值約為人民幣16.8百萬元的使用權資產已抵押作為本集團若干銀行借款的抵押品(附註15)。

#### 13. TRADE AND OTHER RECEIVABLES

#### 13. 貿易及其他應收款項

		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)
Trade receivables	貿易應收款項	<b>834,431</b>	825,593
Less: Allowance for trade receivables	減：貿易應收款項的撥備	<b>(817,290)</b>	(816,358)
		<b>17,141</b>	9,235
Prepayments for purchase of raw materials	採購原材料預付款項	<b>183,785</b>	180,139
Less: Allowance for prepayments	減：預付款項的撥備	<b>(174,602)</b>	(174,602)
		<b>9,183</b>	5,537
Other receivables	其他應收款項	<b>56,962</b>	63,797
Less: Allowance for other receivables	減：其他應收款項的撥備	<b>(32,230)</b>	(32,230)
		<b>24,732</b>	31,567
Total of trade and other receivables	貿易及其他應收款項總額	<b>51,056</b>	46,339

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 13. TRADE AND OTHER RECEIVABLES – continued

The ageing analysis of trade receivables, based on invoice date, was as follows:

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 6 months	6個月內	<b>11,216</b>	4,465
Over 6 months but less than 12 months	6個月以上但少於 12個月	<b>4,475</b>	2,213
Over 12 months	12個月以上	<b>1,450</b>	2,557
		<b>17,141</b>	9,235

### 13. 貿易及其他應收款項 – 續

貿易應收款項按發票日期的賬齡分析如下：

### 14. TRADE AND OTHER PAYABLES

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Trade payables	貿易應付款項	<b>84,033</b>	86,509
Advance payments from customers	客戶墊款	<b>10,711</b>	14,497
Payables for purchases of property, plant and equipment	購買物業、廠房及 設備應付款項	<b>35,608</b>	35,737
Salary payables	應付薪酬	<b>21,745</b>	21,527
Interest payables	應付利息	<b>80,316</b>	72,615
Other payables and accruals	其他應付款項及應計費用	<b>46,051</b>	44,639
		<b>278,464</b>	275,524

### 14. 貿易及其他應付款項

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 14. TRADE AND OTHER PAYABLES – continued

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

### 14. 貿易及其他應付款項 – 續

貿易應付款項按發票日期的賬齡分析如下:

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 3 months	3個月內	<b>1,864</b>	1,566
Over 3 months but less than 12 months	3個月以上但少於 12個月	<b>4,823</b>	5,931
Over 12 months	12個月以上	<b>77,346</b>	79,012
		<b>84,033</b>	86,509

### 15. BORROWINGS

### 15. 借款

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Current:	流動:		
Secured bank borrowings	有抵押銀行借款	<b>111,128</b>	112,128
Unsecured bank borrowings	無抵押銀行借款	<b>56,935</b>	57,095
Unsecured bonds	無抵押債券	<b>637,797</b>	538,520
		<b>805,860</b>	707,743
Non-current:	非流動:		
Unsecured bonds	無抵押債券	<b>165,784</b>	243,177
		<b>165,784</b>	243,177
		<b>971,644</b>	950,920

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 15. BORROWINGS – continued

#### Bank borrowings

As at 30 June 2021, bank borrowings amounted to approximately RMB68,063,000 (31 December 2020: RMB69,223,000) were overdue by the Group due to temporary shortage of funds. As a result, the Group is subject to a penalty interest expense during the overdue period.

The Group's bank borrowings of approximately RMB111,128,000 (31 December 2020: RMB142,727,000) were secured by its property, plant and equipment and right-of-use assets.

The effective interest rates on bank borrowings were ranging from 5.64% to 11.99% (31 December 2020: 5.64% to 11.99%) per annum for the six months ended 30 June 2021.

#### Unsecured bonds

As at 30 June 2021, the Company issued unsecured bonds with an aggregate principal value of approximately RMB887,590,000 (31 December 2020: RMB887,590,000). The bonds are unsecured, bearing interest rates at a range of 1.5% to 40% (31 December 2020: 1.5% to 40%) per annum, and repayable during the period from July 2021 to April 2028 (31 December 2020: January 2021 to April 2028).

### 15. 借款－續 銀行借款

於二零二一年六月三十日，由於資金暫時短缺，本集團約人民幣68,063,000元(二零二零年十二月三十一日：人民幣69,223,000元)的銀行借款已逾期。因此，本集團須繳付逾期期間的罰息開支。

本集團銀行借款約人民幣111,128,000元(二零二零年十二月三十一日：人民幣142,727,000元)由其物業、廠房及設備以及使用權資產作抵押。

截至二零二一年六月三十日止六個月銀行借款的實際年利率介乎5.64%至11.99%(二零二零年十二月三十一日：5.64%至11.99%)。

#### 無抵押債券

於二零二一年六月三十日，本公司發行本金總額約人民幣887,590,000元(二零二零年十二月三十一日：人民幣887,590,000元)的無抵押債券。該等債券為無抵押、按年利率介乎1.5%至40%(二零二零年十二月三十一日：1.5%至40%)計息並須於二零二一年七月至二零二八年四月(二零二零年十二月三十一日：二零二一年一月至二零二八年四月)期間償還。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 16. SHARE CAPITAL

### 16. 股本

		2021 二零二一年		2020 二零二零年	
		Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)	Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)
Authorised:	法定:				
Ordinary shares of HK\$0.01 each	每股面值0.01港元的普通股				
At 1 January and at 30 June	於一月一日及於六月三十日	<b>100,000,000</b>	<b>1,000,000</b>	100,000,000	1,000,000
Issued and fully paid:	已發行及繳足:				
Ordinary shares of HK\$0.01 each	每股面值0.01港元的普通股				
At 1 January	於一月一日	<b>363,025</b>	<b>3,630</b>	186,000	1,860
Issue of new shares under general mandate (note (a))	根據一般授權發行新股份 (附註(a))	<b>72,604</b>	<b>726</b>	-	-
Placing of new shares under general mandate (note (b))	根據一般授權配售新股 (附註(b))	-	-	37,200	372
Issue of shares upon rights issue (note (c))	供股後發行股份(附註(c))	-	-	79,321	793
At 30 June	於六月三十日	<b>435,629</b>	<b>4,356</b>	302,521	3,025
Equivalent to RMB'000	相當於人民幣千元		<b>3,707</b>		2,568

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 16. SHARE CAPITAL – continued

Notes:

- (a) On 29 March 2021, the Company entered into the subscription (the “Subscription”) agreements with five independent subscribers (the “Subscribers”) pursuant to which the Subscribers have conditionally agreed to subscribe, and the Company has conditionally agreed to allot and issue, an aggregate of 72,604,167 subscription shares (the “Subscription Shares”) at the subscription price of HK\$0.096 per Subscription Share under general mandate. The Subscription was completed on 26 April 2021. Details of the Subscription were disclosed in the announcements of the Company dated 29 March 2021 and 26 April 2021.
- (b) On 24 December 2019, the Company and JMC Capital HK Limited (the “Placing Agent”), entered into a placing agreement in respect of the placing of 37,200,000 ordinary shares (the “Placing Shares”) of HK\$0.10 each at a price of HK\$0.086 per Placing Share under general mandate (the “Placing”). The Placing was completed on 4 February 2020. The net proceeds from the Placing (after deducting the placing commission payable to the Placing Agent and other expenses incurred in the Placing) was approximately HK\$3.09 million.
- (c) On 29 April 2020, the Company allotted and issued 79,321,083 new shares on the basis of one rights share for every two shares held by qualifying shareholders at the subscription price of HK\$0.139 per rights share (“Rights Issue”). The gross proceeds from the Rights Issue was approximately HK\$11 million and costs incurred for the Rights Issue amounted to approximately HK\$856,000. Details of the Rights Issue were disclosed in the Rights Issue Announcements and the Prospectus.

### 16. 股本－續

附註：

- (a) 於二零二一年三月二十九日，本公司與五名獨立認購人（「該等認購人」）訂立該等認購（「認購事項」）協議，據此，該等認購人已有條件同意認購，而本公司已有條件同意根據一般授權配發及發行合共72,604,167股認購股份（「認購股份」），認購價為每股認購股份0.096港元。認購事項於二零二一年四月二十六日完成。認購事項之詳情於本公司日期為二零二一年三月二十九日及二零二一年四月二十六日之公告披露。
- (b) 於二零一九年十二月二十四日，本公司與富喬鑫資本（香港）有限公司（「配售代理」）訂立配售協議，內容有關根據一般授權按每股配售股份0.086港元的價格配售37,200,000股每股面值0.10港元的普通股（「配售股份」）（「配售事項」）。配售事項於二零二零年二月四日完成。配售事項所得款項淨額（經扣除應付予配售代理之配售佣金及配售事項所產生之其他開支後）約為3.09百萬港元。
- (c) 於二零二零年四月二十九日，本公司按合資格股東每持有兩股股份可獲發一股供股股份的基準以認購價每股供股股份0.139港元配發及發行79,321,083股新股（「供股」）。供股所得款項總額約為11百萬港元及供股所產生之開支約為856,000港元。有關供股之詳情於該等供股公告及供股章程披露。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

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

### 17. CAPITAL COMMITMENTS

Capital commitment contracted but not provided for at the end of the reporting period but not yet incurred are as follows:

### 17. 資本承擔

於報告期末已訂約但尚未撥備且尚未產生的資本承擔如下：

	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)
Property, plant and equipment 物業、廠房及設備	<b>3,387</b>	3,387

### 18. RELATED-PARTY TRANSACTIONS

There was no transaction with the related party during the period ended 30 June 2021. For the six months ended 30 June 2020, the Group increased interest expenses of approximately RMB1.6 million payable to Mr. Lin Guoqin ("Mr. Lin"), an executive director of the Group, for the unsecured bonds issued to Mr. Lin with aggregate principal of approximately RMB29.9 million, being interest rates of 20% per annum. Mr. Lin had transferred all the bonds to several independent third party during last period.

### 18. 關聯方交易

截至二零二一年六月三十日止期間，並無與關聯方進行交易。於截至二零二零年六月三十日止六個月，本集團就發行予林國欽先生（「林先生」）之本金總額約人民幣29.9百萬元及按年利率20%計息之無抵押債券產生應付本集團執行董事林先生之利息開支約人民幣1.6百萬元。林先生已於上期將所有債券轉讓予若干獨立第三方。



**Moody Technology Holdings Limited**

滿地科技股份有限公司