



C-MER EYE CARE HOLDINGS LIMITED
希瑪眼科醫療控股有限公司

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

Stock Code 股份代號：3309



INTERIM REPORT 2021
中期報告

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CORPORATE INFORMATION

公司資料

BOARD OF DIRECTORS

Executive Directors

Dr. LAM Shun Chiu Dennis *JP*
(Chairman and Chief Executive Officer)

Ms. LI Xiaoting

Dr. LEE Yau Wing Vincent

Mr. LI Chunshan

Independent Non-executive Directors

Dr. LI Kwok Tung Donald *SBS JP*

Mr. MA Andrew Chiu Cheung

Mr. CHAN Chi Leong

Ms. BENTLEY Annie Liang

Dr. Rex AUYEUNG Pak-kuen *JP*

Mr. IP Shu Kwan Stephen *GBS JP*

BOARD COMMITTEES

Audit Committee

Mr. MA Andrew Chiu Cheung (Chairperson)

Dr. LI Kwok Tung Donald *SBS JP*

Ms. BENTLEY Annie Liang

Remuneration Committee

Mr. CHAN Chi Leong (Chairperson)

Ms. LI Xiaoting

Dr. LI Kwok Tung Donald *SBS JP*

Nomination Committee

Ms. BENTLEY Annie Liang (Chairperson)

Mr. CHAN Chi Leong

Mr. MA Andrew Chiu Cheung

AUTHORIZED REPRESENTATIVES

Ms. LI Xiaoting

Mr. CHAN Wa Ping

COMPANY SECRETARY

Mr. CHAN Wa Ping

AUDITOR

PricewaterhouseCoopers

Certified Public Accountants and Registered Public Interest

Entity Auditor, Hong Kong

22/F, Prince's Building

Central

Hong Kong

董事會

執行董事

林順潮醫生(太平紳士)

(主席兼行政總裁)

李肖婷女士

李佑榮醫生

李春山先生

獨立非執行董事

李國棟醫生(銀紫荊星章、太平紳士)

馬照祥先生

陳智亮先生

梁安妮女士

歐陽伯權博士(太平紳士)

葉澍堃先生(金紫荊星章、太平紳士)

董事會委員會

審核委員會

馬照祥先生(主席)

李國棟醫生(銀紫荊星章、太平紳士)

梁安妮女士

薪酬委員會

陳智亮先生(主席)

李肖婷女士

李國棟醫生(銀紫荊星章、太平紳士)

提名委員會

梁安妮女士(主席)

陳智亮先生

馬照祥先生

授權代表

李肖婷女士

陳華平先生

公司秘書

陳華平先生

核數師

羅兵咸永道會計師事務所

香港執業會計師及註冊公眾利益

實體核數師

香港

中環

太子大廈22樓

REGISTERED OFFICE

Cricket Square, Hutchins Drive
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Cayman Islands

PRINCIPAL PLACE OF BUSINESS AND HEAD OFFICE IN HONG KONG

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Hong Kong

PRINCIPAL SHARE REGISTRAR

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR

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

PRINCIPAL BANKERS

The Bank of East Asia, Limited
Bank of China (Hong Kong) Limited
Bank of Communications Co., Ltd.
Industrial and Commercial Bank of China Limited

LEGAL ADVISOR ON HONG KONG LAWS

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Central, Hong Kong

COMPANY WEBSITE

www.cmereye.com

STOCK CODE

03309

註冊辦事處

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Grand Cayman, KY1-1111
Cayman Islands

香港主要營業地點及總部

香港
畢打街1-3號
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股份過戶登記總處

Conyers Trust Company (Cayman)
Limited
Cricket Square, Hutchins Drive
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香港股份過戶登記分處

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香港
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主要往來銀行

東亞銀行有限公司
中國銀行(香港)有限公司
交通銀行股份有限公司
中國工商銀行股份有限公司

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股份代號

03309

FINANCIAL HIGHLIGHTS

財務概要

		Six months ended 30 June 截至6月30日止六個月			
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	Change 變動	
	Notes 附註				
Revenue	收益	521,444	261,766	99.2%	
Gross profit	毛利	178,858	61,466	191.0%	
Profit/(loss) for the period	期內利潤/(虧損)	12,563	(22,177)	N/A不適用	
Profit/(loss) for the period attributable to equity holders of the Company	本公司權益持有人應佔期內利潤/(虧損)	13,712	(20,981)	N/A不適用	
Earnings before interest, taxes, depreciation and amortisation	除利息、稅項、折舊及攤銷前盈利	95,505	37,743	153.0%	
Gross profit margin (%)	毛利率(%)	34.3%	23.5%	10.8 pp	10.8 個百分點
Net profit margin (%)	淨利潤率(%)	2.4%	N/A不適用	N/A不適用	N/A不適用

Note:

1 This is not a measure of performance under Hong Kong Financial Reporting Standards ("HKFRSs"), but is widely used by management for monitoring business performance of a company from an operational perspective. It may not be comparable to similar measures presented by other companies.

附註：

1 該項目並非香港財務報告準則(「香港財務報告準則」)下計量表現的指標，惟獲管理層從營運角度廣泛應用於監控公司業務表現。其未必可與其他公司呈列的類似計量指標作比較。

BUSINESS REVIEW

Overview

Despite of the impact of the coronavirus pandemic (“COVID-19”), C-MER Eye Care Holdings Limited (the “Company”) and its subsidiaries (collectively the “Group”) has resumed the momentum to grow in the first half of 2021 and continues with the plan to expand our service network in the Guangdong-Hong Kong-Macau Greater Bay Area (the “GBA”) (粵港澳大灣區) and other Mainland China regions. With our growing service network and our strong reputation in quality medical services, our revenue in Hong Kong and the Mainland China increased by 88.2% and 111.0%, respectively, when reporting in Hong Kong dollar terms.

Our seventh eye hospital is located in Huizhou (惠州), which commenced operations in March 2021 with an area of 4,000 square meters with 3 operating theatres and 10 consultation rooms. Our eighth eye hospital in Guangzhou is expected to commence operations by the end of 2021.

In addition, the Group is in the progress of setting up three eye hospitals in Dongguan (東莞), Foshan (佛山), and Jieyang (揭陽), of Guangdong Province (廣東省) and an eye centre in Fuzhou (福州), Fujian Province (福建省). All are expected to commence operations in the coming 6 to 9 months.

In view of the growing demand for quality dental and other medical services in Hong Kong, we have started our dental services in Causeway Bay and Shatin in April 2021, and general medical services in Shatin in February 2021. The Group will also continue to explore expansion opportunities in Hong Kong for dental and other medical services through organic growth and potential mergers and acquisitions.

業務回顧

概覽

儘管受到新型冠狀病毒疫情(「COVID-19」)影響，希瑪眼科醫療控股有限公司(「本公司」)與其附屬公司(合稱「本集團」)於2021年上半年恢復增長勢頭，並繼續執行我們在粵港澳大灣區(「大灣區」)及中國內地其他地區擴充服務網絡的計劃。憑藉我們日益增長的服務網絡及我們優質的醫療服務聲譽，我們於香港及中國內地的收益分別增加88.2%及111.0%(以港元呈報)。

我們的第七間眼科醫院位於惠州，於2021年3月開始投入運作，佔地4,000平方米，設有3間手術室及10間醫療室。我們位於廣州的第八間眼科醫院預計將於2021年底前開始營業。

此外，本集團正在廣東省東莞、佛山和揭陽設立三家眼科醫院，並在福建省福州設立一家眼科中心。全部預計將於未來6至9個月開始營業。

鑑於香港對優質牙科及其他醫療服務的需求日益增加，我們已於2021年4月開始在銅鑼灣及沙田經營牙科服務，並於2021年2月在沙田經營一般醫療服務。本集團亦將繼續通過有機增長及潛在併購，在香港發掘牙科及其他醫療服務的擴充機會。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

For the six months ended 30 June 2021, we generated 48.9% (six months ended 30 June 2020: 51.8%) of our revenue in Hong Kong and 51.1% (six months ended 30 June 2020: 48.2%) of our revenue in Mainland China. Our revenue had experienced a rapid growth during the six months ended 30 June 2021, generating a total revenue of HK\$521.4 million (six months ended 30 June 2020: HK\$261.8 million), representing an increase of 99.2% from the corresponding period in 2020. With the increasing demand of quality medical services and the well-built network of our satellite clinics in Hong Kong, our revenue derived from Hong Kong increased by 88.2% to HK\$255.1 million (six months ended 30 June 2020: HK\$135.6 million). In addition, our revenue derived from Mainland China operations recorded an increase of 111.0% in Hong Kong dollar terms during the six months ended 30 June 2021 primarily as a result of the strong growth in revenue of the eye hospitals in Shenzhen and Beijing. The appreciation of Renminbi (“RMB”) has increased our revenue growth when reporting in Hong Kong dollar terms. In RMB terms, our revenue in Mainland China increased by 93.4% from the six months ended 30 June 2020.

The total revenue from the hospitals in Futian and Baoan, Shenzhen increased significantly by 77.3% and amounted to HK\$145.4 million (six months ended 30 June 2020: HK\$82.0 million) for the six months ended 30 June 2021. In RMB terms, the revenue increased by 62.5%. Our newly upgraded hospital in Baoan, Shenzhen was catching up well, with revenue amounted to HK\$30.6 million for the six months ended 30 June 2021 (six months ended 30 June 2020: HK\$11.2 million), representing a promising increase of 173.2% in Hong Kong dollar terms. In RMB terms, the revenue increased by 150.3%.

Our eye hospital in Beijing recovered well from COVID-19 and the revenue of the eye hospital in Beijing increased by 266.4% in Hong Kong dollar terms and amounted to HK\$48.0 million (six months ended 30 June 2020: HK\$13.1 million). In RMB terms, the revenue increased by 236.1%.

截至2021年6月30日止六個月，我們分別於香港及中國內地產生48.9%（截至2020年6月30日止六個月：51.8%）及51.1%（截至2020年6月30日止六個月：48.2%）的收益。截至2021年6月30日止六個月，我們的收益經歷了快速增長，總收益為521.4百萬港元（截至2020年6月30日止六個月：261.8百萬港元），較截至2020年同期增長了99.2%。鑑於優質醫療服務的需求日益增加及我們於香港的衛星診所網絡佈局完善，來自香港的收益增長88.2%至255.1百萬港元（截至2020年6月30日止六個月：135.6百萬港元）。此外，截至2021年6月30日止六個月，來自中國內地營運的收益以港元計錄得111.0%增幅，主要由於深圳及北京眼科醫院的收益增長強勁。以港元呈報時，人民幣（「人民幣」）升值令我們的收益增長有所上升。以人民幣計，我們於中國內地的收益較截至2020年6月30日止六個月增長93.4%。

截至2021年6月30日止六個月，深圳福田及寶安醫院的總收益大幅增加77.3%，為145.4百萬港元（截至2020年6月30日止六個月：82.0百萬港元）。以人民幣計，收益增加62.5%。截至2021年6月30日止六個月，我們位於深圳寶安新近升級的醫院業績一直穩步增長，收益達30.6百萬港元（截至2020年6月30日止六個月：11.2百萬港元），以港元計增長173.2%，令人鼓舞。以人民幣計，收益增長150.3%。

我們位於北京的眼科醫院已迅速從COVID-19中恢復，以港元計，北京眼科醫院的收益增長266.4%，為48.0百萬港元（截至2020年6月30日止六個月：13.1百萬港元）。以人民幣計，收益增長236.1%。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The three acquired eye hospitals in Kunming, Shanghai and Zhuhai commenced full operations in June 2019, November 2019 and December 2020 and contributed HK\$30.4 million (six months ended 30 June 2020: HK\$11.7 million), HK\$30.6 million (six months ended 30 June 2020: HK\$19.5 million) and HK\$10.9 million to the revenue of the Group, respectively, during the six months ended 30 June 2021. Operations have been running smoothly and positively after the acquisitions. The Group will continue to seek opportunities by acquisition as this provides a faster way for expansion.

FINANCIAL REVIEW

Revenue

We are an ophthalmic, dental and other medical service provider in Hong Kong and Mainland China. Our ophthalmologists/physicians are specialised in the fields of cataract, glaucoma, strabismus and refractive surgeries and external eye diseases. Our revenue is derived from our fees charged to our clients on consultations, surgeries and other medical services as well as the sales of vision aid products, including glasses and lens. The following table sets forth a breakdown of our revenue for the periods indicated as a percentage of total revenue:

		Six months ended 30 June 截至6月30日止六個月					
		2021 2021年		2020 2020年		Change 變動	
		HK\$'000 千港元	%	HK\$'000 千港元	%	HK\$'000 千港元	%
		(Unaudited) (未經審核)		(Unaudited) (未經審核)			
Provision of ophthalmic services	提供眼科服務	435,922	83.6	227,852	87.0	208,070	91.3
Sales of vision aid products	銷售視力輔助產品	58,982	11.3	33,914	13.0	25,068	73.9
Other medical services	其他醫療服務	26,540	5.1	-	-	26,540	100.0
		521,444	100.0	261,766	100.0	259,678	99.2

在昆明、上海及珠海收購的三家眼科醫院分別於2019年6月、2019年11月及2020年12月全面投入營運，截至2021年6月30日止六個月分別為本集團收益貢獻30.4百萬港元(截至2020年6月30日止六個月：11.7百萬港元)、30.6百萬港元(截至2020年6月30日止六個月：19.5百萬港元)及10.9百萬港元。業務自收購以來一直運作順暢及良好，蓬勃發展。收購乃進行業務擴展更為快捷的途徑，故本集團將繼續藉此尋求機遇。

財務回顧

收益

我們是一家位於香港及內地的眼科、牙科及其他醫療服務提供商。我們的眼科醫生／醫生專攻白內障、青光眼、斜視及屈光手術及眼表疾病領域。我們的收益來自就診症、手術及其他醫療服務向客戶收取的費用以及銷售視力輔助產品(如眼鏡及鏡片)。下表載列我們於所示期間的收益明細，以所佔總收益百分比列示：

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Our revenue was generated from Hong Kong and Mainland China. In Hong Kong, our service network includes our two day surgery centres and six satellite clinics. In Mainland China, our eye hospitals are located in Shenzhen (Futian and Baoan), Beijing, Shanghai, Kunming, Zhuhai and Huizhou. Three satellite clinics are located in different districts of Shanghai. The following table sets forth our revenue according to geographical markets as a percentage of total revenue:

我們的收益來自香港及內地。我們在香港的服務網絡包括兩間日間手術中心及六間衛星診所。我們在內地的眼科醫院位於深圳(福田及寶安)、北京、上海、昆明、珠海及惠州。三間衛星診所分佈在上海不同地區。下表載列我們根據地總計理市場劃分的收益所佔總收益百分比：

		Six months ended 30 June 截至6月30日止六個月					
		2021		2020		Change	
		2021年		2020年		變動	
		HK\$'000 千港元 (Unaudited) (未經審核)	%	HK\$'000 千港元 (Unaudited) (未經審核)	%	HK\$'000 千港元	%
Hong Kong	香港	255,088	48.9	135,554	51.8	119,534	88.2
Mainland China	內地	266,356	51.1	126,212	48.2	140,144	111.0
		521,444	100.0	261,766	100.0	259,678	99.2

Our total revenue during the six months ended 30 June 2021 represented a significant increase of 99.2% as compared to our total revenue during the six months ended 30 June 2020. In addition to the increase in the sales of vision aid products by 73.9%, the increase was primarily driven by the increase in the revenue generated from the provision of ophthalmic services to HK\$435.9 million during the six months ended 30 June 2021 from HK\$227.9 million during the six months ended 30 June 2020, representing an increase of 91.3%, primarily attributable to the increase in the number of surgeries performed by us and the number of our ophthalmologists and physicians in Hong Kong and Mainland China.

我們於截至2021年6月30日止六個月的總收益較截至2020年6月30日止六個月的總收益大幅增長99.2%。除視力輔助產品銷售增加73.9%外，增長主要來自於提供眼科服務產生的收益由截至2020年6月30日止六個月的227.9百萬港元增加至截至2021年6月30日止六個月的435.9百萬港元，增幅為91.3%，主要由於我們進行的手術數目及我們於香港及內地的眼科醫生及醫生人數增加所致。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The revenue generated from our business operations in Hong Kong decreased from 51.8% in the same period last year, accounted for 48.9% of our total revenue for the six months ended 30 June 2021, primarily due to the increase in revenue generated from our business operations in Mainland China, which increased by 111.0% for the six months ended 30 June 2021, growing at a faster pace than the revenue growth in Hong Kong of 88.2%.

Provision of ophthalmic services

Our revenue generated from the provision of ophthalmic services may be broadly divided into two categories, namely (1) consultation and other medical service fees and (2) surgery fees. The following table sets forth our revenue by categories for the periods indicated as a percentage of total revenue generated from the provision of ophthalmic services:

我們香港業務經營產生的收益佔我們於截至2021年6月30日止六個月的總收益的48.9%，較去年同期的51.8%有所下降，主要是由於截至2021年6月30日止六個月內地業務經營產生的收益增長所致，增幅達111.0%，增速超越香港88.2%的收益增長。

提供眼科服務

我們來自提供眼科服務的收益可大致分為兩類，即(1)診金及其他醫療服務費及(2)手術費。下表載列所示期間按類別劃分的收益所佔提供眼科服務所得總收益百分比：

		Six months ended 30 June 截至6月30日止六個月					
		2021 2021年		2020 2020年		Change 變動	
		HK\$'000 千港元 (Unaudited) (未經審核)	%	HK\$'000 千港元 (Unaudited) (未經審核)	%	HK\$'000 千港元	%
Consultation and other medical service fees	診金及其他醫療服務費						
	- Hong Kong	87,051	20.0	47,698	20.9	39,353	82.5
	- Mainland China	54,533	12.5	31,357	13.8	23,176	73.9
		141,584	32.5	79,055	34.7	62,529	79.1
Surgery fees	手術費						
	- Hong Kong	140,899	32.3	87,159	38.3	53,740	61.7
	- Mainland China	153,439	35.2	61,638	27.0	91,801	148.9
		294,338	67.5	148,797	65.3	145,541	97.8
		435,922	100.0	227,852	100.0	208,070	91.3

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The ophthalmic services provided by us included surgeries for the treatment of not only cataract, glaucoma and strabismus, but also eye diseases, including corneal and vitreoretinal diseases. Generally speaking, ophthalmic services are outpatient or day care procedures, performed under local anaesthesia. Hence, unlike other hospitals, clinics or nursing homes, we are not constrained by bed capacity and do not focus on providing large inpatient facilities at our eye centres, hospitals or clinics.

我們提供的眼科服務包括治療白內障、青光眼及斜視的手術以及角膜、玻璃體視網膜疾病等眼科疾病。一般而言，眼科服務為於局部麻醉下進行的門診或日間護理流程。因此，與其他醫院、診所或療養院有別，我們不受床位容量限制，亦非專注於我們的眼科中心、醫院或診所提供大型住院設施。

The following table sets forth the total surgery fees, the total number of surgeries performed by us and the average fee per surgery for the six months ended 30 June 2021:

下表載列截至2021年6月30日止六個月的手術費總額、我們進行的手術總數及每例手術的平均費用：

		Six months ended 30 June		
		截至6月30日止六個月		
		2021	2020	Change
		2021年	2020年	變動
		(Unaudited)	(Unaudited)	%
		(未經審核)	(未經審核)	
For Hong Kong	香港			
Total surgery fee (in HK\$'000)	手術費總額(千港元)	140,899	87,159	61.7
Number of surgeries performed by us	我們進行的手術數目	5,267	2,635	99.9
Average surgery fee (HK\$)	平均手術費(港元)	26,751	33,077	(19.1)
For Mainland China	內地			
Total surgery fee (in HK\$'000)	手術費總額(千港元)	153,439	61,638	148.9
Number of surgeries performed by us	我們進行的手術數目	9,537	5,597	70.4
Average surgery fee (HK\$)	平均手術費(港元)	16,089	11,013	46.1

In Hong Kong, the average surgery fee decreased by 19.1% due to the change of the type of surgery mix. However, the surgery volume increased during the six months ended 30 June 2021 as a result of the increasing number of our Hong Kong ophthalmologists and the demand of quality medical services.

In Mainland China, the average surgery fee when recording in Hong Kong dollar terms increased by 46.1% due to the change of surgery mix, the appreciation of RMB against Hong Kong dollar during the six months ended 30 June 2021 and the number of surgeries increased by 70.4% to 9,537 during the six months ended 30 June 2021, and the increase in number of surgeries was mainly attributable to the surgeries performed in the eye hospitals in Beijing and Shenzhen.

Sales of vision aid products

We also generate revenue from the sales of vision aid products including glasses and lens. The sales were conducted by us through the assessment of the optometrists employed by us in Hong Kong and Mainland China. During the six months ended 30 June 2021, our revenue generated from the sales of vision aid products amounted to HK\$59.0 million, representing an increase of 73.9% as compared to that during the six months ended 30 June 2020.

在香港，由於手術組合類型的變動，平均手術費下降19.1%。然而，截至2021年6月30日止六個月，由於香港眼科醫生人數及對優質醫療服務的需求增加，故手術數量有所增加。

在內地，由於手術組合變動及人民幣兌港元升值，截至2021年6月30日止六個月以港元記賬的平均手術費上升46.1%，以及截至2021年6月30日止六個月進行的手術數量增加70.4%至9,537例，而手術數量增加主要是由於北京及深圳眼科醫院進行的手術所致。

銷售視力輔助產品

我們亦從銷售視力輔助產品（如眼鏡及鏡片）中獲取收益。我們透過於香港及內地僱用的視光師的評估進行銷售。截至2021年6月30日止六個月，我們來自銷售視力輔助產品的收益為59.0百萬港元，較截至2020年6月30日止六個月增加73.9%。

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Cost of revenue

The following table sets forth an analysis of our cost of revenue for the periods indicated, presented in Hong Kong dollars terms and as a percentage of total revenue:

銷售成本

下表載列我們於所示期間的銷售成本（均以港元以及佔總收益的百分比列示）的分析：

		Six months ended 30 June 截至6月30日止六個月					
		2021 2021年		2020 2020年		Change 變動	
		HK\$'000	% to revenue 佔收益 百分比	HK\$'000	% to revenue 佔收益 百分比	HK\$'000	%
		千港元 (Unaudited) (未經審核)		千港元 (Unaudited) (未經審核)		千港元	
Doctors' consultation fees	醫生診金	93,815	18.0	58,875	22.5	34,940	59.3
Cost of inventories and consumables	存貨及耗材成本	120,724	23.2	54,700	20.9	66,024	120.7
Staff salaries and allowance	員工薪金及津貼	63,352	12.1	42,625	16.3	20,727	48.6
Depreciation of right-of-use assets	使用權資產折舊	30,427	5.8	23,716	9.1	6,711	28.3
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,269	3.7	17,047	6.5	2,222	13.0
Others	其他	14,999	2.9	3,337	1.3	11,662	349.5
Total	總計	342,586	65.7	200,300	76.5	142,286	71.0

As compared to the six months ended 30 June 2020, during the six months ended 30 June 2021, there were two new service locations that commenced operations to meet the increased demand of ophthalmic services, including the eye hospitals in Zhuhai and Huizhou since December 2020 and March 2021, respectively.

Accordingly, our cost of revenue increased by 71.0% from HK\$200.3 million for the six months ended 30 June 2020 to HK\$342.6 million for the six months ended 30 June 2021, primarily as a result of (i) an increase in cost of inventories and consumables of HK\$66.0 million, (ii) an increase in doctors' consultation fees of HK\$34.9 million, and (iii) an increase in staff salaries and allowance of HK\$20.7 million.

相比截至2020年6月30日止六個月，於截至2021年6月30日止六個月，為滿足眼科服務日益殷切的需求，兩間新服務中心投入運營，包括分別自2020年12月及自2021年3月開業的珠海及惠州眼科醫院。

因此，我們的銷售成本由截至2020年6月30日止六個月的200.3百萬港元增長71.0%至截至2021年6月30日止六個月的342.6百萬港元，主要是由於(i)存貨及耗材成本增加66.0百萬港元；(ii)醫生診金增加34.9百萬港元；及(iii)員工薪金及津貼增加20.7百萬港元。

Gross profit and gross profit margin

The following table sets forth our gross profit and gross profit margin according to geographical markets for the periods indicated:

毛利及毛利率

下表載列我們於所示期間按地理市場劃分的毛利及毛利率：

		Six months ended 30 June 截至6月30日止六個月					
		2021 2021年		2020 2020年		Change 變動	
		Gross profit 毛利		Gross profit 毛利		Gross profit 毛利	
		HK\$'000 千港元	GP% 毛利率	HK\$'000 千港元	GP% 毛利率	HK\$'000 千港元	%
		(Unaudited) (未經審核)		(Unaudited) (未經審核)			
Hong Kong	香港	78,751	30.9	32,334	23.9	46,417	143.6
Mainland China	內地	100,107	37.6	29,132	23.1	70,975	243.6
		178,858	34.3	61,466	23.5	117,392	191.0

With the increased operations, the amount of gross profit during the six months ended 30 June 2021 amounted to HK\$178.9 million, representing an increase of 191.0% from HK\$61.5 million during the six months ended 30 June 2020. Our gross profit margin was 34.3% during the six months ended 30 June 2021, as compared with 23.5% during the six months ended 30 June 2020. The gross profit margin for our business operations in the Mainland China increased to 37.6% from 23.1% and the gross profit margin for our business operations in Hong Kong also increased to 30.9% from 23.9% primarily due to the economy of scale.

由於業務增加，截至2021年6月30日止六個月的毛利金額為178.9百萬港元，較截至2020年6月30日止六個月的61.5百萬港元增加191.0%。截至2021年6月30日止六個月的毛利率為34.3%，而截至2020年6月30日止六個月為23.5%。我們內地業務經營的毛利率自23.1%上升至37.6%，而我們香港業務經營的毛利率亦自23.9%上升至30.9%，主要是由於規模經濟所致。

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Selling expenses

Our selling expenses increased by 120.0% from HK\$23.5 million for the six months ended 30 June 2020 to HK\$51.7 million for the six months ended 30 June 2021, primarily due to an increase in promotional expenses in Mainland China for the eye hospitals. The amount of selling expenses, as a percentage of our total revenue, increased from 9.0% for the six months ended 30 June 2020 to 9.9% for the six months ended 30 June 2021. The fees paid to online platforms represented the major component of our selling expenses.

Administrative expenses

Our total administrative expenses had an increase of 97.9% as compared with HK\$52.8 million during the six months ended 30 June 2020. The increase in our administrative expenses during the period was primarily driven by the increase in our staff salaries and allowances as a result of business expansion.

Other income

Our other income during the six months ended 30 June 2021 increased to HK\$1.8 million from HK\$0.1 million during the six months ended 30 June 2020. The increase was primarily due to the government grants in Mainland China as a result of COVID-19.

Other gains/(losses), net

Our other gains, net during the six months ended 30 June 2021 amounted to HK\$1.6 million, mainly consisted of exchange gains.

Finance costs, net

Our finance costs, net increased from HK\$2.3 million for the six months ended 30 June 2020 to HK\$3.5 million for the six months ended 30 June 2021, primarily due to the increase in interest expenses on leases.

銷售開支

我們的銷售開支由截至2020年6月30日止六個月的23.5百萬港元增長120.0%至截至2021年6月30日止六個月的51.7百萬港元，主要是由於在內地為眼科醫院推廣的費用有所增加。銷售開支金額佔我們總收益的百分比，由截至2020年6月30日止六個月的9.0%增至截至2021年6月30日止六個月的9.9%。已付線上平台的費用佔我們銷售開支的大部分。

行政開支

我們的行政開支總額較截至2020年6月30日止六個月的52.8百萬港元增加97.9%。於本期間行政開支增加主要受到我們的員工薪金及津貼因業務擴展增加所帶動。

其他收入

我們的其他收入自截至2020年6月30日止六個月的0.1百萬港元增加至截至2021年6月30日止六個月的1.8百萬港元。有關增加主要是由於COVID-19引致在中國內地產生政府補助。

其他收益／(虧損)淨額

截至2021年6月30日止六個月，我們的其他收益淨額為1.6百萬港元，主要包括外匯收益。

財務開支淨額

我們的財務開支淨額由截至2020年6月30日止六個月的2.3百萬港元增加至截至2021年6月30日止六個月的3.5百萬港元，主要是由於租賃的利息開支增加。

Income tax expense

Our income tax expense during the six months ended 30 June 2021 amounted to HK\$9.7 million, representing an increase by 184.8% from HK\$3.4 million during the six months ended 30 June 2020. The increase was primarily due to the increase in the profit before tax for the operations in Hong Kong and Shenzhen.

Profit/(loss) for the period

As a result of the foregoing, our profit for the six months ended 30 June 2021 amounted to HK\$12.6 million (six months ended 30 June 2020: loss of HK\$22.2 million).

Contingent liabilities

The Group had no material contingent liability as at 30 June 2021.

Pledge of assets

The Group had no pledge of assets as at 30 June 2021.

Gearing ratio

As at 30 June 2021, the gearing ratio is not applicable due to net cash position (31 December 2020: same).

Foreign exchange risk

Our subsidiaries mainly operate in Hong Kong and Mainland China with most of the transactions settled in HK\$ and RMB, respectively. Foreign exchange rate risk arises when recognised financial assets and liabilities are denominated in a currency that is not the entity's functional currency. As at 30 June 2021, the financial assets and liabilities of our subsidiaries in Hong Kong and Mainland China were primarily denominated in HK\$ and RMB, respectively. Currently, the Group has not entered into agreements or purchased instruments to hedge the Group's foreign exchange rate risks. Any material fluctuation in the exchange rates of HK\$ or RMB may have an impact on the operating results of the Group. The Group manages foreign currency risk by closely monitoring the movement of the foreign currency rates.

所得稅開支

我們於截至2021年6月30日止六個月的所得稅開支為9.7百萬港元，較截至2020年6月30日止六個月的3.4百萬港元增加184.8%。有關增加主要是由於香港及深圳業務的除稅前利潤增加所致。

期內利潤／(虧損)

基於上文所述，我們於截至2021年6月30日止六個月的利潤為12.6百萬港元（截至2020年6月30日止六個月：虧損為22.2百萬港元）。

或然負債

本集團於2021年6月30日並無重大或然負債。

資產抵押

本集團於2021年6月30日並無資產抵押。

資產負債比率

於2021年6月30日，由於處於現金淨額狀況，資產負債比率並不適用（2020年12月31日：相同）。

外匯風險

我們的附屬公司主要於香港及內地經營業務，且其大部分交易分別以港元及人民幣結算。當已確認金融資產及負債以實體功能貨幣以外的貨幣計值時，即產生外匯匯率風險。於2021年6月30日，香港及內地附屬公司的金融資產及負債分別主要以港元及人民幣計值。本集團目前並無訂立協議或採購工具以對沖本集團的外匯匯率風險。港元或人民幣匯率的任何重大波動或會影響本集團的經營業績。本集團透過密切監察外幣匯率的變動管理外幣風險。

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Employees and remuneration policies

As at 30 June 2021, the Group employed a total of 1,269 employees (31 December 2020: 1,058). The increase in the number of employees was mainly due to the increase in the scale of the Group's business. The Group ensures that its remuneration packages are comprehensive and competitive from time to time. Employees are remunerated with a fixed monthly income plus annual performance related bonus. Share options are also granted to employees to reward their contributions under the share option scheme of the Company. The Group also sponsors selected employees to attend external training courses that suit the needs of the Group's business.

Financial instruments

Our major financial instruments include trade receivables, other receivables excluding prepayments, cash and cash equivalents, bank deposits, financial assets at fair value through other comprehensive income, trade payables, other payables excluding non-financial liabilities and lease liabilities. Our management manages such exposure to ensure appropriate measures are implemented on a timely and effective manner.

僱員及薪酬政策

於2021年6月30日，本集團合共僱用1,269名（2020年12月31日：1,058名）僱員。僱員數目的增長主要由於本集團的業務規模擴大所致。本集團不時確保其薪酬待遇全面且具有競爭力。僱員的薪酬包括每月固定薪金，另加與表現掛鈎的年度花紅。購股權乃根據本公司購股權計劃亦授予僱員以酬謝彼等作出的貢獻。本集團亦資助獲挑選的僱員參與符合本集團業務所需的外界培訓課程。

金融工具

我們主要的金融工具包括貿易應收款項、其他應收款項（不包括預付款項）、現金及現金等價物、銀行存款、按公平值計入其他全面收入的金融資產、貿易應付款項、其他應付款項（不包括非金融負債）及租賃負債。管理層管理該等風險以確保適時有效實施適當的措施。

LIQUIDITY AND CAPITAL RESOURCES

Our liquidity requirements are primarily used to satisfy to our working capital needs for our business operations. Our principal sources of liquidity are cash generated from our business operations and our bank deposits. As at 30 June 2021, we had cash and cash equivalents of HK\$441.0 million and bank deposits with original maturity of over three months of HK\$73.4 million. The current ratio (calculated as current assets over current liabilities) was 3.15 times as at 30 June 2021 compared with 4.01 times as at 31 December 2020. Net cash generated from operating activities was HK\$90.3 million during the six months ended 30 June 2021 (six months ended 30 June 2020: HK\$21.4 million). The increase was mainly attributed to increase in cash generated from operations of HK\$72.6 million during the six months ended 30 June 2021. Net cash used in investing activities amounted to HK\$147.1 million during the six months ended 30 June 2021 as compared to HK\$430.4 million during the six months ended 30 June 2020. The Group invested approximately HK\$17.6 million for acquisitions of subsidiaries and approximately HK\$57.7 million for purchase and prepayments for purchase of property, plant and equipment.

During the six months ended 30 June 2021, net cash used in financing activities amounted to HK\$57.2 million, as compared to net cash generated from financing activities amounting to HK\$366.9 million during the six months ended 30 June 2020. The cash outflow for financing activities for the six months ended 30 June 2021 was mainly attributable to lease and dividend payments.

流動資金及資本資源

我們的流動資金需求主要用於滿足業務運營所需的營運資金。我們流動資金的主要來源為我們業務運營產生的現金及銀行存款。於2021年6月30日，我們的現金及現金等價物為441.0百萬港元及原到期日超過三個月之銀行存款為73.4百萬港元。於2021年6月30日，流動比率(按流動資產除以流動負債計算)為3.15倍，而於2020年12月31日則為4.01倍。截至2021年6月30日止六個月，經營活動所得現金淨額為90.3百萬港元(截至2020年6月30日止六個月：21.4百萬港元)。有關增加主要是由於截至2021年6月30日止六個月經營所得現金增加72.6百萬港元所致。截至2021年6月30日止六個月，投資活動所用現金淨額為147.1百萬港元，而截至2020年6月30日止六個月則為430.4百萬港元。本集團斥資約17.6百萬港元用於收購附屬公司及約57.7百萬港元用於購買物業、廠房及設備的款項及預付款項。

截至2021年6月30日止六個月，融資活動所用現金淨額為57.2百萬港元，而於截至2020年6月30日止六個月的融資活動所得現金淨額為366.9百萬港元。截至2021年6月30日止六個月的融資活動所產生現金流出主要歸因於租賃及股息付款。

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SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSALS

On 28 January 2021, the Group acquired a general practice in Shatin, Hong Kong, from an independent third party for a cash consideration of HK\$3,000,000.

On 9 February 2021, the Group acquired 90% of the equity interests in Health Hope International Medical Laboratory Limited (“Health Hope”), a company that provides medical laboratory services in Hong Kong, from Dr. Dennis LAM and Ms. Li Xiaoting, directors of the Company (the “Directors”), for a cash consideration of HK\$9,000,000.

On 27 April 2021, the Group acquired 60% of the equity interests in CAD/CAM Restorative Dental Centre Limited (“CAD/CAM”), a company that operates a dental clinic in Causeway Bay, Hong Kong, from an independent third party for a consideration of HK\$12,300,000, of which HK\$6,216,000 settled in cash and the remaining settled by allotment of 1,137,235 shares of the Company.

Save as disclosed in this report, the Group did not have any other significant investments, acquisitions or disposals for the six months ended 30 June 2021.

Events after the balance sheet date

- (1) On 11 July 2021, the Group granted an aggregate of 8,000,000 share options to certain directors, employees and consultants of the Group to subscribe, in aggregate, for up to 8,000,000 ordinary shares, subject to acceptance of the grantees under the share option scheme adopted by the Company on 13 December 2017;
- (2) On 23 July 2021, Health Hope ceased to be a subsidiary and has become an associate of the Group. The Group has adopted equity accounting in respect of the retained 45.9% interest thereafter;
- (3) On 20 August 2021, the Group entered into an agreement to acquire 90% equity interest of an oncology practice in Hong Kong from an independent third party, at a total consideration of HK\$18,000,000 in cash. Up to the date of this report, the acquisition has not been completed;

重大投資、收購及出售

於2021年1月28日，本集團從一名獨立第三方收購一間沙田全科診所，現金代價為3,000,000港元。

於2021年2月9日，本集團從本公司董事（「董事」）林順潮醫生及李肖婷女士收購希華檢測（國際）有限公司（「希華」）90%的股權，該公司提供醫學實驗室服務，現金代價為9,000,000港元。

於2021年4月27日，本集團從一名獨立第三方收購CAD/CAM Restorative Dental Centre Limited（「CAD/CAM」）的60%股權，該公司主要於香港銅鑼灣從事提供牙科服務，代價為12,300,000港元，其中6,216,000港元以現金結付，餘額則透過配發1,137,235股本公司股份結付。

除本報告內所披露者，本集團截至2021年6月30日止六個月並無進行任何其他重大投資、收購或出售。

結算日後事項

- (1) 於2021年7月11日，本集團向本集團若干董事、僱員及顧問授予總計8,000,000份購股權，以認購總計最多8,000,000股普通股，惟須待承授人根據本公司於2017年12月13日採納的購股權計畫接納；
- (2) 於2021年7月23日，希華檢測不再為本集團附屬公司，並成為本集團聯營公司。此後，本集團對保留的45.9%權益採用以權益會計法入帳；
- (3) 於2021年8月20日，本集團訂立協議以向一名獨立第三方收購一家香港腫瘤診所構的90%股權，總代價為現金18,000,000港元。直至本報告日期，收購事項尚未完成；

- (4) On 23 August 2021, the Group entered into an agreement to acquire 90% equity interest of a dental practice in Hong Kong from an independent third party, at a total consideration of HK\$5,805,000 in cash. The acquisition was completed on 31 August 2021; and
- (5) On 26 August 2021, the Group entered into an agreement (the “Agreement”) with an independent third party for the formation of a company (the “JV”) which will be principally engaged in design, manufacturing, sale and distribution of orthokeratology lens for myopia control in children. Pursuant to the Agreement, the initial registered capital of the JV will be HK\$15,000,000, in which the Group and the independent third party will own 55% and 45% of the equity interest of the JV, respectively. Up to the date of this report, the formation of the JV and the transactions contemplated under the agreement have not been completed.
- (4) 於2021年8月23日，本集團訂立協議向一名獨立第三方收購一家香港牙科診所的90%股權，總代價為現金5,805,000港元。收購事項已於2021年8月31日完成；及
- (5) 本集團於2021年8月26日與一名獨立第三方訂立一份協議（「協議」），目的是成立一間公司（「合資企業」），開展設計、生產和分銷以角膜塑形鏡為主的兒童近視防控鏡片業務。根據協議，合資企業的初步註冊資本為15,000,000港元，其中本集團與獨立第三方分別擁有該合資企業股權的55%和45%。直至本報告日期，該合資企業的成立及協議項下擬進行的交易尚未完成。

OUTLOOK AND STRATEGIES

The implementation of the favorable policies to the medical industry in the Mainland China, the development of the GBA and the increasing urbanisation and living standards of the middle-class population in the Mainland China are expected to drive the demand for quality ophthalmic and other medical services. The Group is prepared to exploit the business opportunities by implementing the following strategies:

- establish or acquire eye hospitals, eye centres and clinics in Hong Kong and selected Mainland China cities including cities in the GBA and Eastern China;
 - establish or acquire dental clinics and other specialty medical clinics in Hong Kong;
 - continue to improve our operational capacity and service quality; and
 - identify suitable strategic partners for collaboration.
- 在香港及內地選定城市，包括在華東及大灣區的城市設立或收購眼科醫院、眼科中心及診所；
 - 在香港設立或收購牙科診所及其他專科醫療診所；
 - 繼續提升我們的經營實力及服務質素；及
 - 物色合適的戰略合作夥伴。

前景及策略

對內地醫療行業利好的政策實施，推行大灣區的發展，加上內地日益城市化及中產階級人口生活水平不斷提高，預期上述因素將推動對有質素的眼科及其他醫療服務的需求。本集團透過實施下列策略以作充分準備開拓商機：

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

簡明綜合中期全面收益表

		Six months ended 30 June 截至6月30日止六個月		
			2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
	Note 附註			
Revenue	收益	6	521,444	261,766
Cost of revenue	銷售成本	9	(342,586)	(200,300)
Gross profit	毛利		178,858	61,466
Other income	其他收入	7	1,756	128
Selling expenses	銷售開支	9	(51,677)	(23,489)
Administrative expenses	行政開支	9	(104,570)	(52,844)
Other gains/(losses), net	其他收益/(虧損)淨額	8	1,565	(1,632)
Operating profit/(loss)	經營利潤/(虧損)		25,932	(16,371)
Finance income	財務收益	10	2,676	2,436
Finance costs	財務成本	10	(6,148)	(4,770)
Finance costs, net	財務成本淨額		(3,472)	(2,334)
Share of losses of an associate	分佔聯營公司虧損		(247)	(84)
Profit/(loss) before income tax	除所得稅前利潤/(虧損)		22,213	(18,789)
Income tax expense	所得稅開支	11	(9,650)	(3,388)
Profit/(loss) for the period	期內利潤/(虧損)		12,563	(22,177)
Profit/(loss) for the period attributable to:	以下各方應佔期內利潤/(虧損)：			
- Equity holders of the Company	- 本公司權益持有人		13,712	(20,981)
- Non-controlling interests	- 非控股權益		(1,149)	(1,196)
			12,563	(22,177)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

簡明綜合中期全面收益表

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
	Note 附註		
Other comprehensive income/ (loss)	其他全面收入/(虧損)		
<i>Item that may be subsequently reclassified to profit or loss</i>	<i>其後或會重新分類至損益的項目</i>		
Currency translation differences	外幣換算差額	6,347	(11,280)
Other comprehensive income/(loss) for the period	期內其他全面收入/(虧損)	6,347	(11,280)
Total comprehensive income/(loss) for the period	期內全面收入/(虧損)總額	18,910	(33,457)
Total comprehensive income/(loss) for the period attributable to:	以下各方應佔期內全面收入/(虧損)總額：		
- Equity holders of the Company	- 本公司權益持有人	19,490	(32,123)
- Non-controlling interests	- 非控股權益	(580)	(1,334)
		18,910	(33,457)
Earnings/(loss) per share for profit/(loss) attributable to equity holders of the Company during the period (expressed in HK cents per share)	期內本公司權益持有人應佔利潤/(虧損)的每股盈利/(虧損)(以每股港仙列示)		
- basic	- 基本	12	(1.97)
- diluted	- 攤薄	12	(1.97)

The above condensed consolidated interim statement of comprehensive income should be read in conjunction with the accompanying notes.

上述簡明綜合中期全面收益表應與相應附註一併閱讀。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

簡明綜合中期財務狀況表

		As at 於	
		30 June 2021 6月30日 HK\$'000 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 (Audited) (經審核)
	Note 附註		
ASSETS	資產		
Non-current assets	非流動資產		
Property, plant and equipment	物業、廠房及設備	14	255,373
Right-of-use assets	使用權資產	16	571,432
Intangible assets	無形資產	15	168,236
Interest in an associate	於一間聯營公司的權益	17	1,681
Financial assets at fair value through other comprehensive income	按公平值計入其他全面收入的金融資產	18	52,575
Deferred income tax assets	遞延所得稅資產		3,921
Deposits and prepayments	按金及預付款項	19	25,535
		1,078,753	1,017,983
Current assets	流動資產		
Inventories	存貨	20	31,165
Trade receivables	貿易應收款項	21	32,450
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	19	25,735
Bank deposits with original maturity over three months	原到期日超過三個月的銀行存款		73,356
Cash and cash equivalents	現金及現金等價物		441,003
			603,709
Total assets	總資產		1,682,462
EQUITY	權益		
Equity attributable to equity holders of the Company	本公司權益持有人應佔權益		
Share capital	股本	22	114,839
Reserves	儲備		1,184,766
			1,299,605
Non-controlling interests	非控股權益		3,505
Total equity	總權益		1,303,110
			1,294,325
			2,906

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

簡明綜合中期財務狀況表

		As at	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
Note		HK\$'000	HK\$'000
附註		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
LIABILITIES	負債		
Non-current liabilities	非流動負債		
Accruals and other payables	應計費用及其他應付款項	25	2,734
Loan from a non-controlling interest	非控股權益貸款	28	2,303
Lease liabilities	租賃負債	16	7,182
Deferred tax liabilities	遞延稅項負債	16	177,410
		16	365
		187,691	179,676
Current liabilities	流動負債		
Trade payables	貿易應付款項	24	26,567
Accruals and other payables	應計費用及其他應付款項	25	66,420
Contract liabilities	合約負債	6	13,302
Amount due to a director	應付一名董事款項	28	1,516
Amount due to a non-controlling interest	應付非控股權益款項	28	526
Amount due to a related party	應付一名關聯方款項	28	111
Current income tax liabilities	即期所得稅負債	16	9,933
Lease liabilities	租賃負債	16	73,286
		191,661	152,304
Total liabilities	總負債	379,352	331,980
Total equity and liabilities	總權益及負債	1,682,462	1,629,211

The above condensed consolidated interim statement of financial position should be read in conjunction with the accompanying notes.

上述簡明綜合中期財務狀況表應與相應附註一併閱讀。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

簡明綜合中期權益變動表

		Attributable to equity holders of the Company 本公司權益持有人應佔								
		Share capital (Note 22)	Share premium	Statutory surplus reserve	Exchange reserve	Share-based payment reserve 以股份為基礎的 付款儲備	Retained earnings	Subtotal	Non-controlling interests	Total equity
		股本 (附註22)	股份溢價	法定盈餘 儲備	外匯儲備	為基礎的 付款儲備	保留盈利	小計	非控股 權益	總權益
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
(Unaudited)	(未經審核)									
As at 1 January 2020	於2020年1月1日	105,130	653,417	10,838	(11,907)	17,679	81,581	856,738	4,583	861,321
Comprehensive loss	全面虧損									
Loss for the period	期內虧損	-	-	-	-	-	(20,981)	(20,981)	(1,196)	(22,177)
Other comprehensive loss	其他全面虧損									
<i>Items that may be subsequently reclassified to profit or loss</i>	<i>其後或會重新分類至 損益的項目</i>									
Currency translation differences	外幣換算差額	-	-	-	(11,142)	-	-	(11,142)	(138)	(11,280)
Transactions with equity holders	與權益持有人的交易									
Dividends paid	已付股息	-	-	-	-	-	(21,515)	(21,515)	-	(21,515)
Issuance of shares	發行股份	7,187	400,465	-	-	-	-	407,652	-	407,652
Issuance of shares upon exercise of pre-IPO share options	於首次公開發售前購股權 獲行使時發行股份	2,056	8,849	-	-	-	-	10,905	-	10,905
Share-based payment	以股份為基礎的付款	-	-	-	-	2,729	-	2,729	-	2,729
Transfer to statutory reserve	轉撥至法定儲備	-	-	308	-	-	(308)	-	-	-
As at 30 June 2020	於2020年6月30日	114,373	1,062,731	11,146	(23,049)	20,408	38,777	1,224,386	3,249	1,227,635

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

簡明綜合中期權益變動表

		Attributable to equity holders of the Company 本公司權益持有人應佔								
		Share capital (Note 22)	Share premium	Statutory surplus reserve	Exchange reserve	Share-based payment reserve 以股份為基礎的 付款儲備	Retained earnings	Non-controlling interests 小計	Total equity 總權益	
		股本 (附註22)	股份溢價	法定盈餘 儲備	外匯儲備	為基礎的 付款儲備	保留盈利	非控股 權益	總權益	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	
(Unaudited) As at 1 January 2021	(未經審核) 於2021年1月1日	114,725	1,071,699	11,746	20,548	22,695	52,912	1,294,325	2,906	1,297,231
Comprehensive income/(loss) Profit/(loss) for the period	全面收益/(虧損) 期內溢利/(虧損)	-	-	-	-	-	13,712	13,712	(1,149)	12,563
Other comprehensive income Items that may be subsequently reclassified to profit or loss	其他全面收入 其後或會重新分類至損益 的項目									
Currency translation differences	外幣換算差額	-	-	-	5,778	-	-	5,778	569	6,347
Transactions with equity holders	與權益持有人的交易									
Dividends paid	已付股息	-	-	-	-	-	(22,968)	(22,968)	-	(22,968)
Issuance of shares	發行股份	114	5,971	-	-	-	-	6,085	-	6,085
Share-based payment	以股份為基礎的付款	-	-	-	-	2,673	-	2,673	-	2,673
Transfer to statutory reserve	轉撥至法定儲備	-	-	610	-	-	(610)	-	-	-
Capital contribution from a non-controlling interest of a subsidiary	來自一間附屬公司 非控股權益的 資本出資	-	-	-	-	-	-	-	800	800
Non-controlling interests on acquisition of subsidiaries	收購附屬公司的 非控股權益	-	-	-	-	-	-	-	379	379
As at 30 June 2021	於2021年6月30日	114,839	1,077,670	12,356	26,326	25,368	43,046	1,299,605	3,505	1,303,110

The above condensed consolidated interim statement of changes in equity should be read in conjunction with the accompanying notes.

上述簡明綜合中期權益變動表應與相應附註一併閱讀。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

簡明綜合中期現金流量表

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from operating activities	經營活動所得現金流量		
Cash generated from operations	經營所得現金	102,039	29,415
Income tax paid	已付所得稅	(11,756)	(7,975)
Net cash generated from operating activities	經營活動所得現金淨額	90,283	21,440
Cash flows from investing activities	投資活動所得現金流量		
Purchase of property, plant and equipment	購買物業、廠房及設備	(53,521)	(27,543)
Prepayments for purchase of property, plant and equipment	購買物業、廠房及設備的預付款項	(4,144)	(72,367)
Payments for acquisition of subsidiaries	收購附屬公司的付款	(17,645)	(7,727)
Acquisition of land use right	收購土地使用權	-	(183,368)
Purchase of intangible assets	購買無形資產	(918)	(1,406)
Payments for financial assets at fair value through other comprehensive income	按公平值計入其他全面收入的金融資產的付款	-	(54,933)
Interest received	已收利息	2,468	1,960
Increase in bank deposits with original maturity over three months	原到期日超過三個月的銀行存款增加	(73,356)	(85,059)
Net cash used in investing activities	投資活動所用現金淨額	(147,116)	(430,443)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

簡明綜合中期現金流量表

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from financing activities	融資活動所得現金流量		
Payments for lease liabilities, principal portion	租賃負債付款，本金部分	(35,263)	(25,361)
Payments for lease liabilities, interest portion	租賃負債付款，利息部分	(6,092)	(4,770)
Interest paid	已付利息	(56)	-
Capital contribution from a non-controlling interest of a subsidiary	來自一間附屬公司非控股權益的資本出資	800	-
Advances from a non-controlling interest	來自非控股權益的墊付款項	6,348	-
Proceeds from exercise of pre-IPO share options	行使首次公開發售前購股權所得款項	-	10,905
Proceeds from issuance of shares	發行股份所得款項	-	407,652
Dividend paid	已付股息	(22,968)	(21,515)
Net cash (used in)/generated from financing activities	融資活動(所用)/所得現金淨額	(57,231)	366,911
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(114,064)	(42,092)
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	553,934	282,178
Currency translation differences	外幣換算差額	1,133	(3,727)
Cash and cash equivalents at end of the period	期末現金及現金等價物	441,003	236,359

The above condensed consolidated interim statement of cash flows should be read in conjunction with the accompanying notes.

上述簡明綜合中期現金流量表應與相應附註一併閱讀。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

1 GENERAL INFORMATION

C-MER Eye Care Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 1 February 2016 as an exempted company with limited liability under the Companies Law (Cap. 22, Law 3 of 1961 as consolidated and revised) of the Cayman Islands. The address of the Company’s registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company is an investment holding company and together with its subsidiaries (the “Group”) are principally engaged in the provision of ophthalmic, dental and other medical services and sale of vision aid products in Hong Kong (“HK”) and Mainland China. The Company has been listed on the Main Board of The Stock Exchange of Hong Kong Limited since 15 January 2018.

This condensed consolidated interim financial information is presented in Hong Kong Dollar (“HK\$”) and all values are rounded to nearest thousand (HK\$’000) except when otherwise indicated.

This condensed consolidated interim financial information has not been audited.

2 BASIS OF PREPARATION

This condensed consolidated interim financial information of the Group for the six months ended 30 June 2021 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The condensed consolidated interim financial information should be read in conjunction with the annual consolidated financial statements of the Group for the year ended 31 December 2020, which have been prepared in accordance with HKFRSs.

1 一般資料

希瑪眼科醫療控股有限公司（「本公司」）於2016年2月1日根據開曼群島法例第22章公司法（1961年第3號法例，經綜合及修訂）在開曼群島註冊成立為獲豁免有限公司。本公司註冊辦事處地址為 Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands。

本公司為一間投資控股公司，及其附屬公司（「本集團」）主要從事於香港（「香港」）及中國內地提供眼科、牙科及其他醫療服務以及銷售視力輔助產品。自2018年1月15日起，本公司已在香港聯合交易所有限公司主板上市。

除另有指明外，本簡明綜合中期財務資料以港元（「港元」）呈列，而所有金額約整至最接近的千位數（千港元）。

本簡明綜合中期財務資料未經審核。

2 編製基準

本集團截至2021年6月30日止六個月之本簡明綜合中期財務資料已按照香港會計師公會（「香港會計師公會」）頒佈的香港會計準則（「香港會計準則」）第34號「中期財務報告」編製。簡明綜合中期財務資料應與按照香港財務報告準則編製本集團截至2020年12月31日止年度的年度綜合財務報表一併閱讀。

3 ACCOUNTING POLICIES

The accounting policies applied are consistent with those as described in the annual consolidated financial statements for the year ended 31 December 2020, except for estimation of income tax and the adoption of new and amended standards and framework as set out below.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

(a) New standards, amended standards and interpretations adopted by the Group

The following amendments to standards have been adopted by the Group for the first time for the financial year beginning on 1 January 2021:

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

The adoption of other amendments listed above did not have material impact on the Group's accounting policies and did not require any adjustments.

3 會計政策

所應用的會計政策與截至2020年12月31日止年度的年度綜合財務報表所應用者一致，惟所得稅估計及採納下文所載新訂及經修訂準則及框架除外。

中期期間的所得稅乃根據預期全年盈利總額所適用稅率計提。

(a) 本集團採納的新訂準則、經修訂準則及詮釋

本集團於2021年1月1日開始的財政年度首次採納以下準則修訂本：

香港財務報告準則	利率基準
第9號、香港 會計準則第39 號、香港財務 報告準則第7 號、香港財務 報告準則第4號 及香港財務 報告準則第16 號 (修訂本)	改革一 第二階 段

採納列於上文的其他修訂本對本集團的會計政策並無重大影響，亦毋須作出任何調整。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

3 ACCOUNTING POLICIES (Continued)

(b) New and amended standards not yet adopted

The following new standards and amendments to standards which have been issued, but are effective for the financial year beginning on or after 1 January 2022 and have not been early adopted by the Group:

3 會計政策(續)

(b) 尚未採納的新訂及經修訂準則

以下為已頒佈但於2022年1月1日或之後開始的財政年度方生效而本集團並無提前採納的新訂準則及準則修訂本：

		Effective for annual periods beginning on or after 於下列日期或之後開始的年度期間生效
Annual Improvements Projects 年度改進項目	Annual Improvements to HKFRSs 2018–2020 (amendments) 香港財務報告準則2018–2020年的年度改進(修訂本)	1 January 2022 2022年1月1日
Amendments to HKAS 16 香港會計準則第16號(修訂本)	Property, Plant and Equipment – Proceeds before Intended Use 物業、廠房及設備—擬定使用前之所得款項	1 January 2022 2022年1月1日
Amendments to HKFRS 3, HKAS 16 and HKAS 37 香港財務報告準則第3號、香港會計準則第16號及香港會計準則第37號(修訂本)	Narrow-scope amendments 狹窄範圍修訂	1 January 2022 2022年1月1日
Amendments to HKAS 37 香港會計準則第37號(修訂本)	Onerous Contracts – Cost Fulfilling a Contract 有價合約—履行合約成本	1 January 2022 2022年1月1日
Amendments to HKFRS 3 香港財務報告準則第3號(修訂本)	Reference to the Conceptual Framework 對概念框架之提述	1 January 2022 2022年1月1日

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

3 ACCOUNTING POLICIES (Continued)

(b) New and amended standards not yet adopted (Continued)

3 會計政策 (續)

(b) 尚未採納的新訂及經修訂準則 (續)

		Effective for annual periods beginning on or after 於下列日期或之後開始的年度期間生效
Accounting Guideline 5 (Revised)	Revised Accounting Guideline 5 Merger Accounting for Common Control Combination	1 January 2022
會計指引第5號(修訂本)	修訂會計指引第5號共同控制合併的合併會計法	2022年1月1日
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2023
香港會計準則第1號(修訂本)	負債分類為流動或非流動	2023年1月1日
HKFRS 17	Insurance Contracts	1 January 2023
香港財務報告準則第17號	保險合約	2023年1月1日
Amendments to HK Interpretation 5	Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2023
香港詮釋第5號(修訂本)	借款人對包含隨時要求償還條文之有期貸款之分類	2023年1月1日
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合營企業間的資產出售或投入	待確定

3 ACCOUNTING POLICIES (Continued)

(b) New and amended standards not yet adopted (Continued)

Management is in the process of assessing the financial impact of the above new and amended standards but is not yet in a position to state whether they will result in substantial changes to the Group's significant accounting policies and the presentation of its financial statements.

4 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

4.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk), credit risk and liquidity risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2020.

There have been no significant changes in the financial risk management policies since 31 December 2020.

4.2 Liquidity risk

Compared to the year ended 31 December 2020, there was no material change in the contractual undiscounted cash out flows for financial liabilities.

3 會計政策(續)

(b) 尚未採納的新訂及經修訂準則(續)

管理層現正評估以上新訂及經修訂準則的財務影響，惟尚未能確定其是否會導致本集團的主要會計政策及其財務報表的呈列出現任何重大變動。

4 財務風險管理及金融工具

4.1 財務風險因素

本集團的業務活動面臨多種財務風險：市場風險(包括外匯風險、現金流量及公平值利率風險)、信貸風險及流動性風險。

簡明綜合中期財務資料並不包括年度綜合財務報表所規定的所有財務風險管理資料及披露資料，其應與本集團於2020年12月31日的年度綜合財務報表一併閱覽。

自2020年12月31日以來，財務風險管理政策概無任何重大變動。

4.2 流動性風險

與截至2020年12月31日止年度相比，金融負債的合約未貼現現金流出並無重大變動。

4 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued)

4.3 Fair value estimation

The carrying values of the Group's current financial assets, including trade receivables, deposits and other receivables, bank deposits with original maturity over three months and cash and cash equivalents, and the Group's current financial liabilities, including trade payables, accruals and other payables, amounts due to a director, a non-controlling interest and a related party approximate their fair values due to their short maturities.

The table below analyses the Group's financial instruments carried at fair value as at 30 June 2021 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

4 財務風險管理及金融工具(續)

4.3 公平值估計

本集團流動金融資產(包括貿易應收款項、按金及其他應收款項, 原到期日超過三個月的銀行存款以及現金及現金等價物)及本集團流動金融負債(包括貿易應付款項、應計費用及其他應付款項、應付一名董事、一名非控股權益以及一名關聯方款項)的期限較短, 因此賬面值與公平值貼近。

下表按計量公平值所用估值方法輸入值的層級對本集團於2021年6月30日按公平值入賬的金融工具進行分析。該等輸入值在公平值層級中分為如下三個層級:

- 相同資產或負債於活躍市場的報價(未經調整)(第1級)。
- 資產或負債可直接(即價格)或間接(即從價格得出)觀察的輸入值(第1級所包括的報價除外)(第2級)。
- 資產或負債並非基於可觀察市場數據的輸入值(即不可觀察輸入值)(第3級)。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

4 FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (Continued)

4.3 Fair value estimation (Continued)

4 財務風險管理及金融工具(續)

4.3 公平值估計(續)

		(Unaudited) (未經審核)			Total 合計
		Level 1 第1級	Level 2 第2級	Level 3 第3級	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 30 June 2021	於2021年6月30日				
Financial assets at fair value through other comprehensive income	按公平值計入其他全面收入的金融資產				
- Unlisted equity investment	- 非上市股本投資	-	-	52,575	52,575

There were no transfers between levels during the period (2020: Nil).

期內，各層級之間並無轉移(2020年：無)。

Fair value measurements using significant unobservable inputs (level 3)

Specific valuation techniques used to value level 3 financial instruments include techniques such as discounted cash flow analysis.

使用重大不可觀察輸入值的公平值計量(第3級)

用於評估第3級金融工具的特定估值技術包括現金流貼現分析等技術。

The following table presents the changes in level 3 financial instruments for the six months ended 30 June 2021:

下表呈列截至2021年6月30日止六個月內第3級金融工具的變化：

		Unlisted equity investment 未上市股權投資 HK\$'000 千港元
(Audited)	(經審核)	
Balance as at 1 January 2020	於2020年1月1日的結餘	-
Additions	添置	52,575
Balance as at 31 December 2020	於2020年12月31日的結餘	52,575
(Unaudited)	(未經審核)	
Balance as at 1 January 2021 and 30 June 2021	於2021年1月1日及2021年6月30日的結餘	52,575

5 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

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

6 REVENUE AND SEGMENT INFORMATION
(a) Revenue

5 重大會計估計及判斷

管理層編製簡明綜合中期財務資料時作出的判斷、估計及假設會對會計政策的應用以及資產、負債及收支列報的金額產生影響。實際結果可能有別於該等估計。

編製本簡明綜合中期財務資料時，管理層應用本集團會計政策所作的重大判斷及估計不確定因素的主要來源與截至2020年12月31日止年度的綜合財務報表所應用者相同。

6 收益及分部資料
(a) 收益

		Six months ended 30 June	
		截至6月30日止六個月	
		2021	2020
		2021年	2020年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Provision of ophthalmic services	提供眼科服務	435,922	227,852
Sales of vision aid products	銷售視力輔助產品	58,982	33,914
Other medical services	其他醫療服務	26,540	-
		521,444	261,766
Timing of revenue recognition	收益確認的時間		
Over time	於一段時間內	462,462	227,852
At a point in time	於某個時間點	58,982	33,914
		521,444	261,766

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 REVENUE AND SEGMENT INFORMATION

(Continued)

(b) Liabilities related to contracts with customers

The Group has recognised the following liabilities related to contracts with customers:

6 收益及分部資料(續)

(b) 與客戶合約有關的負債

本集團已確認以下與客戶合約有關的負債：

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Contract liabilities – advanced payments received from clients	合約負債—已收客戶的墊付款項	13,302	8,603

Revenue recognised during the six months ended 30 June 2021 that was included in the contract liabilities balance at the beginning of the period amounted to HK\$8,603,000 (2020: HK\$7,897,000).

計入期初合約負債結餘的截至2021年6月30日止六個月已確認收益為8,603,000港元(2020年：7,897,000港元)。

6 REVENUE AND SEGMENT INFORMATION

(Continued)

(c) Segment information

Management has determined the operating segments based on the reports reviewed by the chief operating decision-maker that are used to make strategic decisions. The chief operating decision-maker is identified as the executive directors of the Company. The executive directors consider the business from a client perspective and assess the performance of the operating segments based on segment revenue and segment results for the purposes of allocating resources and assessing performance. These reports are prepared on the same basis as this condensed consolidated interim financial information.

Management considers the business is mainly located in Hong Kong and Mainland China, which the revenue and segment results are determined by the geographical location in which the client is operated. Management has therefore identified the reportable segment based on the Group's geographic perspective, namely Hong Kong and Mainland China.

Capital expenditure comprises additions to property, plant and equipment, right-of-use assets and intangible assets.

Other income, other gains/(losses), net, finance costs, net, share of losses of an associate and income tax expense are not included in segment results.

6 收益及分部資料(續)**(c) 分部資料**

管理層根據由主要經營決策者審閱及用於作出策略決策的報告釐定經營分部。主要經營決策者被認為為本公司的執行董事。執行董事從客戶的角度來考量業務，並根據分部收益及分部業績評估經營分部的表現，以分配資源及評估表現。該等報告乃按與本簡明綜合中期財務資料相同的基準編製。

管理層認為，由於本公司主要於香港及內地開展業務，故收益及分部業績由客戶經營所在的地理位置決定。因此，管理層根據本集團的地理位置(即香港及內地)確定可呈報分部。

資本開支包括添置物業、廠房及設備、使用權資產及無形資產。

其他收入、其他收益/(虧損)淨額、財務成本淨額、分佔一間聯營公司虧損及所得稅開支並未計入分部業績。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 REVENUE AND SEGMENT INFORMATION

(Continued)

(c) Segment information (Continued)

The segment results for the six months ended 30 June 2021 are as follows:

6 收益及分部資料(續)

(c) 分部資料(續)

截至2021年6月30日止六個月的分部業績載列如下：

		(Unaudited) (未經審核)		
		Six months ended 30 June 2021 截至2021年6月30日止六個月		
		Mainland		
		HK	China	Total
		香港	內地	合計
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Segment revenue	分部收益	255,088	266,356	521,444
Gross profit	毛利	78,751	100,107	178,858
Selling expenses	銷售開支	(3,981)	(47,696)	(51,677)
Administrative expenses	行政開支	(30,541)	(74,029)	(104,570)
Segment results	分部業績	44,229	(21,618)	22,611
Other income	其他收入			1,756
Other gains, net	其他收益淨額			1,565
Finance costs, net	財務成本淨額			(3,472)
Share of losses of an associate	分佔一間聯營公司虧損			(247)
Profit before income tax	除所得稅前利潤			22,213
Income tax expense	所得稅開支			(9,650)
Profit for the period	期內利潤			12,563
Other segment information	其他分部資料			
Additions to non-current assets	添置非流動資產	38,732	56,840	95,572
Depreciation and amortisation	折舊及攤銷	(26,018)	(43,802)	(69,820)
Loss on disposal of property, plant and equipment, net	出售物業、廠房及設備所得虧損淨額	(607)	(3)	(610)
Gain on early termination of lease	提前終止租賃的收益	452	-	452

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

6 REVENUE AND SEGMENT INFORMATION

(Continued)

(c) Segment information (Continued)

The segment results for the six months ended 30 June 2020 are as follows:

		(Unaudited) (未經審核)		
		Six months ended 30 June 2020 截至2020年6月30日止六個月		
		HK 香港	Mainland China 內地	Total 合計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Segment revenue	分部收益	135,554	126,212	261,766
Gross profit	毛利	32,334	29,132	61,466
Selling expenses	銷售開支	(4,134)	(19,355)	(23,489)
Administrative expenses	行政開支	(13,336)	(39,508)	(52,844)
Segment results	分部業績	14,864	(29,731)	(14,867)
Other income	其他收入			128
Other losses, net	其他虧損淨額			(1,632)
Finance costs, net	財務成本淨額			(2,334)
Share of losses of an associate	分佔一間聯營公司虧損			(84)
Loss before income tax	除所得稅前虧損			(18,789)
Income tax expense	所得稅開支			(3,388)
Loss for the period	期內虧損			(22,177)
Other segment information	其他分部資料			
Additions to non-current assets	添置非流動資產	13,264	279,757	293,021
Depreciation and amortisation	折舊及攤銷	(15,210)	(38,988)	(54,198)
Loss on disposal of property, plant and equipment, net	出售物業、廠房及設備所得虧損淨額	(1)	(3)	(4)

No analysis of segment assets and liabilities are presented as they are not regularly provided to the executive directors.

由於並無定期向執行董事提供分部資產及負債分析，故並無呈列該等分析。

6 收益及分部資料 (續)

(c) 分部資料 (續)

截至2020年6月30日止六個月的分部業績載列如下：

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

7 OTHER INCOME

7 其他收入

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Management fee income	管理費收入	116	57
Government grants (Note)	政府補助(附註)	1,532	28
Others	其他	108	43
		1,756	128

Note: There are no unfulfilled conditions or other contingencies attaching to these grants. The Group did not benefit directly from any other forms of government assistance.

附註：並無有關該等補助的未履行條件或其他或然情況。本集團並無直接受惠於任何其他形式的政府資助。

8 OTHER GAINS/(LOSSES), NET

8 其他收益/(虧損)淨額

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Loss on disposal of property, plant and equipment, net	出售物業、廠房及設備所得虧損淨額	(610)	(4)
Gain on early termination of lease	提前終止租賃的收益	452	-
Loss on disposal of an associate	出售一間聯營公司所得虧損	-	(1,328)
Exchange gains/(losses), net	匯兌收益/(虧損)淨額	1,723	(300)
		1,565	(1,632)

9 EXPENSES BY NATURE

9 按性質劃分的費用

		Six months ended 30 June	
		截至6月30日止六個月	
		2021	2020
		2021年	2020年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Amortisation of intangible assets (Note 15)	無形資產攤銷 (附註15)	567	415
Auditor's remuneration	核數師薪酬	1,050	917
Depreciation of property, plant and equipment (Note 14)	物業、廠房及設備折舊 (附註14)	23,403	20,704
Depreciation of right-of-use assets (Note 16)	使用權資產折舊 (附註16)	45,850	33,079
Doctors' consultation fees	醫生診金	93,815	58,875
Cost of inventories and consumables	存貨及耗材成本	120,724	54,700
Employee benefit expenses	僱員福利開支	124,240	67,383
Short-term lease expenses (Note 16)	短期租賃開支 (附註16)	1,134	549
Rent concessions (Note 16)	租金寬免 (附註16)	-	(3,400)
Legal and professional fees	法律及專業費用	3,166	2,259
Share option expenses to doctors and consultants	授予醫生及顧問的購股權產生的開支	909	1,809
Office supplies	辦公用品	391	534
Bank service charges	銀行服務費用	4,268	1,956
Promotion expenses	推廣開支	51,409	23,294
Repair and maintenance fees	維修及保養費用	4,218	1,494
Subcontracting fees	外包費	3,455	-
Others	其他	20,234	12,065
Total cost of revenue, selling and administrative expenses	收益成本、銷售及行政開支總額	498,833	276,633

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

10 FINANCE COSTS, NET

10 財務成本淨額

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Finance income	財務收入		
Bank interest income	銀行利息收入	2,676	2,436

Finance costs	財務成本		
Interest expense on lease liabilities (Note 16)	租賃負債利息開支 (附註16)	(6,092)	(4,770)
Interest expense on loan from a non- controlling interest	非控股權益貸款 的利息開支	(56)	-
-----		(6,148)	(4,770)
Finance costs, net	財務成本淨額	(3,472)	(2,334)

11 INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% (six months ended 30 June 2020: 16.5%) on the estimated assessable profits for the period.

The applicable tax rate for the subsidiaries in Mainland China of the Group is 25% (six months ended 30 June 2020: 25%) for the period.

The amount of taxation charged to the condensed consolidated interim statement of comprehensive income represents:

11 所得稅開支

期內，香港利得稅已按估計應課稅利潤的稅率16.5%（截至2020年6月30日止六個月：16.5%）計提撥備。

期內，本集團內地附屬公司的適用稅率為25%（截至2020年6月30日止六個月：25%）。

扣除簡明綜合中期全面收益表的稅項金額為：

		Six months ended 30 June 截至6月30日止六個月	
		2021	2020
		2021年	2020年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Current income tax	即期所得稅		
– Hong Kong profits tax	– 香港利得稅	7,040	2,680
– China enterprise income tax	– 中國企業所得稅	764	423
Under-provision in prior years	過往年度撥備不足	818	38
Deferred income tax	遞延所得稅	1,028	247
Income tax expense	所得稅開支	9,650	3,388

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

12 EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit (six months ended 30 June 2020: loss) attributable to equity holders of the Company by the weighted average number of ordinary shares in issue.

12 每股盈利

(a) 基本

每股基本盈利按本公司權益持有人應佔利潤(截至2020年6月30日止六個月：虧損)除以已發行普通股加權平均數計算。

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核)	2020 2020年 (Unaudited) (未經審核)
Profit/(loss) attributable to equity holders of the Company during the period (HK\$'000)	期內本公司權益持有人應佔利潤/(虧損) (千港元)	13,712	(20,981)
Weighted average number of ordinary shares in issue	已發行普通股加權平均數	1,147,748,604	1,062,916,228
Basic earnings/(loss) per share (HK cents)	每股基本盈利/(虧損) (港仙)	1.19	(1.97)

The earnings (six months ended 30 June 2020: loss) per share as presented above is calculated using the weighted average number of 1,147,748,604 (six months ended 30 June 2020: 1,062,916,228) ordinary shares deemed to be in issue for the period.

上表所列每股盈利(截至2020年6月30日止六個月：虧損)乃按期內視作已發行的1,147,748,604股(截至2020年6月30日止六個月：1,062,916,228股)普通股加權平均數計算。

12 EARNINGS PER SHARE (Continued)**(b) Diluted**

Diluted earnings (six months ended 30 June 2020: loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. During the period, the Group has one (six months ended 30 June 2020: Nil) category of dilutive potential ordinary shares.

For the Pre-IPO Share Option and Post-IPO Share Option Schemes, the number of shares included as below is the number of shares that are dilutive and would have been outstanding assuming the completion of the share issue to the grantees.

12 每股盈利 (續)**(b) 攤薄**

每股攤薄盈利(截至2020年6月30日止六個月：虧損)乃假設已轉換所有具攤薄潛力的普通股，並通過調整發行在外的普通股的加權平均數進行計算。期內，本集團有一股(截至2020年6月30日止六個月：無)具攤薄潛力的普通股。

就首次公開發售購股權及首次公開發售後購股權計劃而言，計入以下的股份數目為攤薄，並假設向承配人發行股份完成後發行在外的股份。

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 (Unaudited) (未經審核)	2020 2020年 (Unaudited) (未經審核)
Profit/(loss) attributable to equity holders of the Company during the period (HK\$'000)	期內本公司權益持有人應佔利潤/(虧損) (千港元)	13,712	(20,981)
Weighted average number of ordinary shares in issue	已發行普通股加權平均數	1,147,748,604	1,062,916,228
Adjustments for:	就以下各項作出調整：		
- impact of the share option schemes	- 購股權計劃的影響	1,925,663	-
Weighted average number of ordinary shares for diluted earnings/(loss) per share	用於計算每股攤薄盈利/(虧損)的普通股加權平均數	1,149,674,267	1,062,916,228
Diluted earnings/(loss) per share (HK cents)	每股攤薄盈利/(虧損) (港仙)	1.19	(1.97)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

13 DIVIDENDS

At a meeting of the board of directors held on 31 March 2021, the directors recommended the payment of a final dividend in respect of the year ended 31 December 2020 of HK2.0 cents per ordinary share, which was estimated to be approximately HK\$22,945,000 at the time calculated on the basis of the ordinary shares in issue as at 31 December 2020. The final dividend was declared and approved at the annual general meeting on 26 May 2021, which totalled HK\$22,968,000.

The directors do not recommend the payment of any interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

13 股息

於2021年3月31日舉行的董事會會議上，董事建議派付截至2020年12月31日止年度的末期股息每股普通股2.0港仙。根據於2020年12月31日的已發行普通股計算，末期股息估計約為22,945,000港元。該末期股息已於2021年5月26日在股東週年大會上宣派並獲批准，合共22,968,000港元。

董事不建議就截至2021年6月30日止六個月派付任何中期股息(截至2020年6月30日止六個月：無)。

14 PROPERTY, PLANT AND EQUIPMENT

14 物業、廠房及設備

		HK\$'000 千港元
(Unaudited)	(未經審核)	
Six months ended 30 June 2021	截至2021年6月30日止六個月	
Opening net book amount	期初賬面淨值	218,150
Additions	添置	53,521
Additions through acquisition of subsidiaries	透過收購附屬公司添置	5,596
Disposal	出售	(610)
Depreciation (Note 9)	折舊(附註9)	(23,403)
Currency translation differences	外幣換算差額	2,119
Closing net book amount	期末賬面淨值	255,373
(Unaudited)	(未經審核)	
Six months ended 30 June 2020	截至2020年6月30日六個月	
Opening net book amount	期初賬面淨值	164,373
Additions	添置	27,543
Disposal	出售	(4)
Depreciation (Note 9)	折舊(附註9)	(20,704)
Currency translation differences	外幣換算差額	(2,571)
Closing net book amount	期末賬面淨值	168,637

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

15 INTANGIBLE ASSETS

15 無形資產

		Goodwill 商譽 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Total 總計 HK\$'000 千港元
(Unaudited)	(未經審核)			
Six months ended 30 June 2021	截至2021年6月30日			
	止六個月			
Opening net book amount	期初賬面淨值	138,520	6,414	144,934
Additions	添置	20,449	2,043	22,492
Amortisation (Note 9)	攤銷(附註9)	-	(567)	(567)
Currency translation differences	外幣換算差額	1,307	70	1,377
Closing net book amount	期末賬面淨值	160,276	7,960	168,236
(Unaudited)	(未經審核)			
Six months ended 30 June 2020	截至2020年6月30日			
	止六個月			
Opening net book amount	期初賬面淨值	99,502	5,064	104,566
Additions	添置	-	1,406	1,406
Amortisation (Note 9)	攤銷(附註9)	-	(415)	(415)
Currency translation differences	外幣換算差額	(1,791)	(87)	(1,878)
Closing net book amount	期末賬面淨值	97,711	5,968	103,679

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

16 LEASES

This note provides information for leases where the Group is a lessee.

(a) Amounts recognised in the condensed consolidated interim statement of financial position

The condensed consolidated interim statement of financial position shows the following balances relating to the leases:

16 租賃

此附註載列有關本集團作為承租人所訂立租賃的資料。

(a) 於簡明綜合中期財務狀況表確認的金額

簡明綜合中期財務狀況表顯示以下有關租賃的結餘：

		As at	
		於	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Right-of-use assets	使用權資產		
Properties	物業	229,847	228,389
Land use right	土地使用權	340,766	336,511
Medical equipment	醫療設備	819	1,133
		571,432	566,033
Lease liabilities	租賃負債		
Current	流動	73,286	67,592
Non-current	非流動	177,410	177,373
		250,696	244,965

16 LEASES (Continued)**(b) Amounts recognised in the condensed consolidated interim statement of comprehensive income**

The condensed consolidated interim statement of comprehensive income shows the following amounts relating to the leases:

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Depreciation charge of right-of-use assets (Note 9)	使用權資產折舊費用 (附註9)	45,850	33,079
Expenses relating to short-term leases (Note 9)	與短期租賃有關的開支 (附註9)	1,134	549
Rent concessions (Note 9)	租金寬免 (附註9)	-	(3,400)
Interest expense (Note 10)	利息開支 (附註10)	6,092	4,770

Depreciation expense charged in the condensed consolidated interim statement of comprehensive income is as follows:

計入簡明綜合中期全面收益表的折舊開支如下：

		Six months ended 30 June 截至6月30日止六個月	
		2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)
Cost of revenue	銷售成本	30,427	23,716
Administrative expenses	行政開支	15,423	9,363
		45,850	33,079

The total cash outflow for leases in the six months ended 30 June 2021 amounted to HK\$42,489,000 (six months ended 30 June 2020: HK\$30,680,000).

截至2021年6月30日止六個月的租賃總現金流出達42,489,000港元(截至2020年6月30日止六個月：30,680,000港元)。

16 租賃 (續)**(b) 於簡明綜合中期全面收益表確認的金額**

簡明綜合中期全面收益表顯示以下有關租賃的款項：

16 LEASES (Continued)

(c) The Group's leasing activities and how these are accounted for

The Group leases various properties including clinics, hospitals, office premises, staff quarters and medical equipment. The lease terms are between one and fourteen years, and the majority of lease agreements are renewable at the end of the lease period at market rate.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor.

Extension and termination options are included in a number of property leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

16 租賃 (續)

(c) 本集團的租賃活動及該等活動如何列賬

本集團租賃多項物業(包括診所、醫院、辦公室物業、員工宿舍)及醫療設備。租期介乎一年至十四年，且大多數租賃協議於租賃期末可按市價續訂。

租賃條款乃按個別基準磋商，包含各種不同條款及條件。除出租人持有的租賃資產中的擔保權益外，租賃協議並無施加任何契諾。

本集團多個物業租賃包括延長及終止選擇權，藉以在管理本集團營運所用的資產時，達成營運靈活性最大化。大部分所持有的延長及終止選擇權僅限本集團行使，而不可由各自的出租人行使。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

17 INTEREST IN AN ASSOCIATE

The amount recognised in the condensed consolidated interim statement of financial position is as follows:

17 於聯營公司的權益

於簡明綜合中期財務狀況表中確認的金額如下：

		HK\$'000 千港元
(Audited)	(經審核)	
Balance as at 1 January 2020	於2020年1月1日的結餘	2,204
Share of loss	分佔虧損	(276)
Balance as at 31 December 2020	於2020年12月31日的結餘	1,928
(Unaudited)	(未經審核)	
Balance as at 1 January 2021	於2021年1月1日的結餘	1,928
Share of loss	分佔虧損	(247)
Balance as at 30 June 2021	於2021年6月30日的結餘	1,681

Set out below is the information of the associate of the Group as at 30 June 2021 and 31 December 2020, which, in the opinion of the directors, is material to the Group. The associate listed below has share capital consisting solely of ordinary shares, which are held by the Group.

以下是本集團聯營公司於2021年6月30日及2020年12月31日的資料，董事認為該等資料對本集團屬重大。下文所列的聯營公司的股本僅由普通股組成，由本集團持有。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

17 INTEREST IN AN ASSOCIATE (Continued)

Nature of investment in an associate:

17 於聯營公司的權益 (續)

於一間聯營公司投資的性質：

Company name	Place of incorporation	Particulars of issued share capital/ registered capital	Effective interest held by the Group				Principal activities	Carrying amount	
			30 June 2021		31 December 2020			30 June 2021	31 December 2020
			Directly	Indirectly	Directly	Indirectly		2021	2020
			本集團所持實際權益				賬面值		
公司名稱	註冊成立地點	已發行股本/ 註冊資本詳情	2021年6月30日 直接	2020年12月31日 間接	2021年6月30日 直接	2020年12月31日 間接	主營業務	2021年 6月30日 HK\$'000 (Unaudited) (未經審核) 千港元	2020年 12月31日 HK\$'000 (Audited) (經審核) 千港元
C-MER RainsOptics Limited ("RainsOptics")	Hong Kong	640,000 ordinary shares HK\$7,820,000	14.4%	N/A	14.4%	N/A	Research and development on medical diagnostic technologies	1,681	1,928
雨點光學有限公司 ("雨點光學")	香港	640,000股普通股 7,820,000港元	14.4%	不適用	14.4%	不適用	研究及開發醫療診斷技術	1,681	1,928

18 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

As at 30 June 2021, the Group's financial assets at fair value through other comprehensive income represent unlisted equity instruments in Hong Kong which are not held for trading, and the Group has irrevocably elected an initial recognition in this category. Details are as follows:

18 按公平值計入其他全面收入的金融資產

於2021年6月30日，本集團按公平值計入其他全面收入的金融資產指香港的並非持作買賣的非上市權益工具，而本集團已於此類別不可撤銷地選擇初始確認。詳情如下：

		HK\$'000 千港元
(Audited)	(經審核)	
Balance as at 1 January 2020	於2020年1月1日的結餘	-
Additions	添置	52,575
Balance as at 31 December 2020	於2020年12月31日的結餘	52,575
(Unaudited)	(未經審核)	
Balance as at 1 January 2021 and 30 June 2021	於2021年1月1日及2021年6月30日的結餘	52,575

The fair values of the equity instruments were determined by reference to recent transaction prices in arm's length transactions.

權益工具的公平值乃參考公平交易的近期交易價格釐定。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

18 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (Continued)

Nature of financial instruments:

18 按公平值計入其他全面收入的金融資產(續)

金融工具的性质：

Company name 公司名稱	Place of incorporation/ establishment and kind of legal entity 註冊成立/成立地點 及法律實體類型	Particulars of issued share capital/ registered capital 已發行股本/ 註冊資本詳情	Effective interest held by the Company Directly 本公司直接 持有實際權益	Principal activities/ place of operation 主營業務/營運地點
Avalon Global Holdings Limited ("Avalon")	British Virgin Islands	11,292 ordinary shares HK\$11,292	5%	Development of next generation healthcare solutions across biopharma, diagnostics, medical devices and other area of healthcare, HK
Avalon Global Holdings Limited ("Avalon")	英屬處女群島	11,292股普通股 11,292港元	5%	於涵蓋生物製藥、診斷、醫療器械及其他醫療保健領域開發下一代醫療保健解決方案，香港
BELKIN Laser Ltd. ("Belkin")	Israeli	3,164,685 preference shares NIS 316,469	8%	Development of automated one-second glaucoma laser treatment, HK
BELKIN Laser Ltd. ("Belkin")	以色列	3,164,685股優先股 316,469新錫克爾	8%	開發自動飛秒青光眼激光治療法，香港

19 DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

19 按金、預付款項及其他應收款項

		As at	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Non-current	非即期		
Prepayments for property, plant and equipment	物業、廠房及設備 預付款項	4,144	10,297
Rental deposits	租金按金	16,310	15,715
Other prepayments	其他預付款項	5,081	5,224
		25,535	31,236
Current	即期		
Prepayments for inventories	預付存貨款項	2,359	4,640
Prepayments for rental expenses	預付租賃費用	425	470
Prepayments for operating expenses	預付營運費用	10,465	7,037
Rental and other deposits	租金及其他按金	5,787	6,082
Interest receivable	應收利息	208	263
Others	其他	6,491	3,610
		25,735	22,102
Total deposits, prepayments and other receivables	按金、預付款項及其他 應收款項合計	51,270	53,338

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

20 INVENTORIES

20 存貨

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Pharmaceuticals and medical consumables	藥品及醫用耗材	28,436	17,987
Vision aid products	視力輔助產品	2,729	2,456
		31,165	20,443

21 TRADE RECEIVABLES

The trade receivables are due when services are rendered and goods are sold. The ageing analysis of the trade receivables based on due date and invoice date are as follows:

21 貿易應收款項

貿易應收款項於提供服務及出售貨物時即為到期應付。貿易應收款項按到期日期及發票日期的賬齡分析如下：

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
0 – 90 days	0至90日	28,824	13,663
91 – 180 days	91至180日	2,079	584
Over 180 days	超過180日	1,547	502
		32,450	14,749

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

22 SHARE CAPITAL

22 股本

		Number of ordinary shares 普通股數目 '000 千股	Nominal value of ordinary shares 普通股面值 HK\$'000 千港元
Authorised: (Unaudited)	法定： (未經審核)		
At 1 January 2021 and 30 June 2021	於2021年1月1日及 2021年6月30日	8,000,000	800,000
At 1 January 2020 and 30 June 2020	於2020年1月1日及 2020年6月30日	8,000,000	800,000
Issued and paid: (Unaudited)	已發行及繳足： (未經審核)		
At 1 January 2021	於2020年1月1日	1,147,255	114,725
Issuance of shares	發行股份	1,137	114
At 30 June 2021	於2021年6月30日	1,148,392	114,839
(Unaudited)	(未經審核)		
At 1 January 2020	於2020年1月1日	1,051,300	105,130
Issuance of shares upon exercise of pre-IPO share options	行使首次公開發售前 購股權後發行股份	20,564	2,056
Issuance of shares	發行股份	71,864	7,187
At 30 June 2020	於2020年6月30日	1,143,728	114,373

23 SHARE-BASED PAYMENTS

The Company approved and adopted the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme pursuant to shareholder's resolutions passed on 28 June 2017 and 13 December 2017, respectively. Share options were granted under both schemes to incentivise the Company's directors, senior management, ophthalmologists, physicians, employees, and consultants.

23 以股份為基礎的付款

根據分別於2017年6月28日及2017年12月13日通過的股東決議案，本公司已批准並採納首次公開發售前購股權計劃及首次公開發售後購股權計劃。本公司根據該兩項計劃授出購股權以激勵其董事、高級管理層、眼科醫生、醫生、僱員及顧問。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

23 SHARE-BASED PAYMENTS (Continued)

The following table discloses details of the Company's share options granted under the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme held by eligible participants and movements in such holdings in relation thereto during the period:

23 以股份為基礎的付款(續)

下表披露由合資格參與者持有的首次公開發售前購股權計劃及首次公開發售後購股權計劃項下授出的本公司購股權詳情以及本期間的有關持股變動：

Grant date	Expiry date	Exercise price per share	Note	Number of share options'000			
				At 1 January 2021	Exercised during the period	Forfeited during the period	
授出日期	屆滿日期	每股行使價 HK\$ 港元	附註	於2021年 1月1日	期內已行使	期內已沒收	At 30 June 2021 於2021年 6月30日

Pre-IPO Share Option Scheme 首次公開發售前購股權計劃

1 April 2017	15 July 2021	0.1	(i)	173	-	-	173
2017年4月1日	2021年7月15日						
1 April 2017	31 March 2022	0.1	(i)	173	-	-	173
2017年4月1日	2022年3月31日						
1 April 2017	31 March 2023	0.1	(i)	173	-	-	173
2017年4月1日	2023年3月31日						
1 April 2017	31 March 2023	1.0	(i)	173	-	-	173
2017年4月1日	2023年3月31日						
1 April 2017	31 March 2027	1.0	(i)	742	-	-	742
2017年4月1日	2027年3月31日						
1 September 2017	31 October 2022	0.1	(ii)	-	-	-	-
2017年9月1日	2022年10月31日						
1 September 2017	31 October 2023	0.1	(ii)	-	-	-	-
2017年9月1日	2023年10月31日						
1 September 2017	31 December 2022	0.1	(ii)	-	-	-	-
2017年9月1日	2022年12月31日						
1 September 2017	31 December 2023	0.1	(ii)	-	-	-	-
2017年9月1日	2023年12月31日						
1 September 2017	31 May 2023	0.1	(ii)	-	-	-	-
2017年9月1日	2023年5月31日						
1 September 2017	31 May 2024	0.1	(ii)	166	-	-	166
2017年9月1日	2024年5月31日						
1 September 2017	31 August 2023	1.0	(ii)	-	-	-	-
2017年9月1日	2023年8月31日						

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

23 SHARE-BASED PAYMENTS (Continued)

23 以股份為基礎的付款(續)

Grant date 授出日期	Expiry date 屆滿日期	Exercise price per share 每股行使價 HK\$ 港元	Note 附註	Number of share options '000 購股權數目千份			At 30 June 2021 於2021年6月30日	
				At 1 January 2021 於2021年1月1日	Exercised during the period 期內已行使	Forfeited during the period 期內已沒收		
16 October 2017 2017年10月16日	30 November 2022 2022年11月30日	0.1	(iii)	-	-	-	-	
16 October 2017 2017年10月16日	30 November 2023 2023年11月30日	0.1	(iii)	-	-	-	-	
				1,600	-	-	1,600	
Post-IPO Share Option Scheme 首次公開發售後購股權計劃								
18 July 2019 2019年7月18日	17 July 2029 2029年7月17日	5.18	(iv)	5,400	-	-	5,400	
14 September 2020 2020年9月14日	13 September 2023 2023年9月13日	6.34	(v)	1,140	-	-	1,140	
				8,140	-	-	8,140	
Number of option exercisable at period end	於期末可行使的購股權數目						2,949	
Weighted average exercise price (HK\$)	加權平均行使價(港元)			4.45	-	-	4.45	4.20
Weighted average remaining contractual life (years)	加權平均餘下合約年期(年)						6.73	

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

23 SHARE-BASED PAYMENTS (Continued)

23 以股份為基礎的付款 (續)

Grant date 授出日期	Expiry date 屆滿日期	Exercise price per share 每股行使價 HK\$ 港元	Note 附註	Number of share options '000 購股權數目千份			At 30 June 2020 於2020年 6月30日
				At 1 January 2020 於2020年 1月1日	Exercised during the period (Note (vi)) 期內已行使	Forfeited during the period 期內已沒收	
Pre-IPO Share Option Scheme 首次公開發售前 購股權計劃							
1 April 2017 2017年4月1日	15 July 2021 2021年7月15日	0.1	(i)	173	-	-	173
1 April 2017 2017年4月1日	31 March 2022 2022年3月31日	0.1	(i)	173	-	-	173
1 April 2017 2017年4月1日	31 March 2023 2023年3月31日	0.1	(i)	10,570	(10,397)	-	173
1 April 2017 2017年4月1日	31 March 2023 2023年3月31日	1.0	(i)	10,049	(9,833)	-	216
1 April 2017 2017年4月1日	31 March 2027 2027年3月31日	1.0	(i)	742	-	-	742
1 September 2017 2017年9月1日	31 October 2022 2022年10月31日	0.1	(ii)	500	(334)	-	166
1 September 2017 2017年9月1日	31 October 2023 2023年10月31日	0.1	(ii)	500	-	-	500
1 September 2017 2017年9月1日	31 December 2022 2022年12月31日	0.1	(ii)	167	-	-	167
1 September 2017 2017年9月1日	31 December 2023 2023年12月31日	0.1	(ii)	166	-	-	166
1 September 2017 2017年9月1日	31 May 2023 2023年5月31日	0.1	(ii)	167	-	-	167
1 September 2017 2017年9月1日	31 May 2024 2024年5月31日	0.1	(ii)	166	-	-	166
1 September 2017 2017年9月1日	31 August 2023 2023年8月31日	1.0	(ii)	121	-	-	121
16 October 2017 2017年10月16日	30 November 2022 2022年11月30日	0.1	(iii)	122	-	-	122
16 October 2017 2017年10月16日	30 November 2023 2023年11月30日	0.1	(iii)	122	-	-	122
				23,738	(20,564)	-	3,174

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

23 SHARE-BASED PAYMENTS (Continued)

23 以股份為基礎的付款 (續)

Grant date	Expiry date	Exercise price per share	Note	Number of share options '000			At 30 June 2020
				At 1 January 2020	Exercised during the period	Forfeited during the period	
授出日期	屆滿日期	每股行使價	附註	於2020年1月1日	期內已行使	期內已沒收	於2020年6月30日
		HK\$					
		港元					

Post-IPO Share Option Scheme 首次公開發售後 購股權計劃

18 July 2019	17 July 2029	5.18	(iv)	6,300	-	(800)	5,500
2019年7月18日	2029年7月17日						
				30,038	(20,564)	(800)	8,674
Number of option exercisable at period end ('000)	於期末可行使的購股權數目(千份)						3,317
Weighted average exercise price (HK\$)	加權平均行使價(港元)			1.49	0.53	5.18	3.43
Weighted average remaining contractual life (years)	加權平均餘下合約年期(年)						7.11

23 SHARE-BASED PAYMENTS (Continued)

- (i) On 1 April 2017, 43,578,000 options were granted to a total of 131 grantees, which include certain ophthalmologists, physicians, employees and executive directors.

The options are vested over periods of one to five years. The vesting of the pre-IPO share options granted to the ophthalmologists and certain employees is subject to performance targets in terms of revenue generated during the vesting periods. No performance condition exists for the consultants, remaining employees and executive directors who shall remain in their engagement, employment or office over the vesting periods under the service condition.

The exercise price of each option ranges from HK\$0.1 to HK\$1.0. Once vested, the options remain exercisable for periods of three to five years. All unexercised pre-IPO share options will lapse by the end of the exercise periods or upon the cessation of employment of the grantees under the service condition.

- (ii) On 1 September 2017, 2,821,000 options were granted to a total of eight grantees, which include certain consultants, employees and an ophthalmologist of the Group.

The options are vested over periods of one to three years. The vesting of the options granted to the ophthalmologist is subject to performance target in terms of revenue generated by the grantee during the vesting periods. No performance condition exists for the consultants and employees who shall remain in their engagement or employment over the vesting periods under the service condition.

23 以股份為基礎的付款 (續)

- (i) 於2017年4月1日，向合共131名承授人(包括若干名眼科醫生、醫生、僱員及執行董事)授出43,578,000份購股權。

購股權歸屬期為一至五年。歸屬授予眼科醫生及若干僱員的首次公開發售前購股權須受歸屬期間所產生收益的業績目標規限。對於顧問、餘下僱員及執行董事並無設置業績條件，而彼等於歸屬期內須仍按照服務條件受聘、受僱或留任。

每份購股權的行使價介乎0.1港元至1.0港元。一旦歸屬，購股權可於三至五年期間內行使。所有未行使的首次公開發售前購股權將於行使期末或於按照服務條件停止僱用承授人後失效。

- (ii) 於2017年9月1日，向合共八名承授人(包括本集團若干名顧問、僱員及眼科醫生)授出2,821,000份購股權。

購股權歸屬期為一至三年。歸屬授予眼科醫生的購股權須受歸屬期間承授人所產生收益的業績目標規限。對於顧問及僱員並無設置業績條件，而彼等於歸屬期內須仍按照服務條件受聘或受僱。

23 SHARE-BASED PAYMENTS (Continued)**(ii) (Continued)**

The exercise price of each option ranges from HK\$0.1 to HK\$1.0. Once vested, the options remain exercisable for a period of three years. All unexercised pre-IPO share options will lapse by the end of the exercise periods or upon the cessation of employment of the grantees under the service condition.

- (iii) On 16 October 2017, 366,000 options were granted to an employee of the Group.

The options are vested over periods of one to three years. The grantee shall remain in employment over the vesting periods under the service condition.

The exercise price of each option is HK\$0.1. Once vested, the options remain exercisable for a period of three years. All unexercised pre-IPO share options will lapse by the end of the exercise periods or upon the cessation of employment of the grantee.

- (iv) On 18 July 2019, 6,540,000 options were granted under the Post-IPO Share Option Scheme to a total of 40 grantees, which include certain Hong Kong ophthalmologists, consultants and an executive director.

The options are vested over periods of one to three years. The vesting of these options to the Hong Kong Ophthalmologists are subject to performance targets in terms of revenue generated during the vesting periods. No performance condition exists for the consultants, and executive director who shall remain in their engagement, employment or office over the vesting periods under the service condition.

23 以股份為基礎的付款(續)**(ii) (續)**

每份購股權的行使價介乎0.1港元至1.0港元。一旦歸屬，購股權可於三年期間內行使。所有未行使的首次公開發售前購股權將於行使期末或於按照服務條件停止僱用承授人後失效。

- (iii) 於2017年10月16日，向一名本集團僱員授出366,000份購股權。

購股權歸屬期為一至三年。承授人須於歸屬期內仍按照服務條件受僱。

每份購股權的行使價為0.1港元。一旦歸屬，購股權可於三年期間內行使。所有未行使的首次公開發售前購股權將於行使期末或於停止僱用承授人後失效。

- (iv) 於2019年7月18日，向合共40名承授人(包括若干名香港眼科醫生、顧問及一名執行董事)授出6,540,000份購股權。

購股權歸屬期為一至三年。歸屬該等授予香港眼科醫生的購股權須受歸屬期間所產生收入的業績目標規限。對於顧問及執行董事並無設置業績條件，而彼等於歸屬期內須仍按照服務條件受聘、受僱或留任。

23 SHARE-BASED PAYMENTS (Continued)

(iv) (Continued)

The exercise price of each option is HK\$5.18. Once vested, the options remain exercisable until ten years from the date of grant. All unexercised post-IPO share options will lapse by the end of the exercise periods or upon the cessation of service of the grantee.

(v) On 14 September 2020, 1,140,000 options were granted under the Post-IPO Share Option Scheme to the executive director of the Company, Ms. LI Xiaoting.

The options were vested over one year. No performance condition exists for the executive director who shall remain in office over the vesting periods under the service condition.

The exercise price of each option is HK\$6.34. Once vested, the options remain exercisable until three years from the date of grant. All unexercised post-IPO share options will lapse by the end of the exercise periods or upon the cessation of service of the grantee.

(vi) During the six months ended 30 June 2021, share-based payment expenses of approximately HK\$2,673,000 (six months ended 30 June 2020: HK\$2,729,000) were recognised in the condensed consolidated interim statement of comprehensive income in relation to the share options.

23 以股份為基礎的付款 (續)

(iv) (續)

每份購股權的行使價為5.18港元。一旦歸屬，購股權可於授出日期起十年內行使。所有未行使的首次公開發售後購股權將於行使期末或於承授人終止服務後失效。

(v) 於2020年9月14日，根據首次公開發售後購股權計劃向本公司執行董事李肖婷女士授出1,140,000份購股權。

購股權歸屬期為一年。對於執行董事並無設置業績條件，而彼於歸屬期內須仍按照服務條件留任。

每份購股權的行使價為6.34港元。一旦歸屬，購股權可於授出日期起三年內行使。所有未行使的首次公開發售後購股權將於行使期末或於承授人終止服務後失效。

(vi) 截至2021年6月30日止六個月，有關購股權的以股份為基礎的付款開支約2,673,000港元(2020年：2,729,000港元)於綜合中期全面收益表確認。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

24 TRADE PAYABLES

Trade payables, based on invoice date, were aged as follows:

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	19,988	15,031
31 – 60 days	31至60日	2,697	886
61 – 90 days	61至90日	1,024	184
Over 90 days	超過90日	2,858	2,922
		26,567	19,023

24 貿易應付款項

貿易應付款項按發票日期呈列的賬齡如下：

25 ACCRUALS AND OTHER PAYABLES

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Non-current	非流動		
Consideration payable for acquisition of a subsidiary	收購一間附屬公司的應付代價	-	1,475
Provision for reinstatement costs	重修成本撥備	2,734	828
		2,734	2,303

25 應計費用及其他應付款項

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

25 ACCRUALS AND OTHER PAYABLES

(Continued)

25 應計費用及其他應付款項(續)

		As at	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Current	流動		
Accruals for employee benefits	應計員工福利費	15,530	19,331
Accruals for operating expenses	應計營運開支	17,991	8,023
Accruals for listing expenses	應計上市開支	3,591	3,591
Payables for doctors' consultation fees	應付醫生診金		
		22,261	16,989
Payables for property, plant and equipment	應付物業、廠房及設備款項	5,061	2,812
Consideration payable for acquisition of a subsidiary	收購一間附屬公司應付代價	1,475	-
Others	其他	511	881
		66,420	51,627

26 BUSINESS COMBINATION

- (i) On 28 January 2021, the Group acquired a general practice in Shatin, Hong Kong, from an independent third party for a cash consideration of HK\$3,000,000.
- (ii) On 9 February 2021, the Group acquired 90% of the equity interests in Health Hope, a company that provides medical laboratory services in Hong Kong, from Dr. Dennis LAM and Ms. LI Xiaoting, directors of the Company, for a cash consideration of HK\$9,000,000.

26 業務合併

- (i) 於2021年1月28日，本集團從一名獨立第三方收購一間沙田全科診所，現金代價為3,000,000港元。
- (ii) 於2021年2月9日，本集團從本公司董事林順潮醫生及李肖婷女士收購希華90%的股權，該公司提供醫學實驗室服務，現金代價為9,000,000港元。

26 BUSINESS COMBINATION (Continued)

- (iii) On 27 April 2021, the Group acquired 60% of the equity interests in CAD/CAM, a company that operates a dental clinic in Causeway Bay, Hong Kong, from an independent third party for a consideration of HK\$12,300,000, of which HK\$6,216,000 was settled in cash and the remaining was settled by allotment of 1,137,235 shares of the Company.

The following table summarises the consideration paid and the amounts of the assets acquired and liabilities assumed recognised at the relevant acquisition dates.

	The clinic in Shatin 沙田診所	Health Hope 希華	CAD/CAM CAD/CAM
	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
	28 January 2021	9 February 2021	27 April 2021
	2021年1月28日	2021年2月9日	2021年4月27日
Consideration	代價		
- Cash	- 現金	3,000	9,000
- Allotment of shares	- 股份分配	-	-
		3,000	9,000
			12,300

The fair value of the 1,137,235 shares allotted as part of the consideration paid for acquisition of CAD/CAM (HK\$6,084,000) was based on the published share price of the Company of approximately HK\$5.35 per share.

26 業務合併 (續)

- (iii) 於2021年4月27日，本集團從一名獨立第三方收購CAD/CAM的60%股權，該公司主要於香港銅鑼灣從事提供牙科服務，代價為12,300,000港元，其中6,216,000港元以現金結付，餘額則透過配發1,137,235股本公司股份結付。

下表概述於相關收購日期確認的已付代價及所收購資產金額及已承擔負債。

作為收購CAD/CAM部分已付代價而配發1,137,235股股份的公平值(6,084,000港元)，為根據本公司已公佈股價每股約5.35港元計算。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

26 BUSINESS COMBINATION (Continued)

(iii) (Continued)

26 業務合併(續)

(iii) (續)

	Note	The clinic in Shatin 沙田診所 HK\$'000 千港元 (Unaudited) (未經審核) 28 January 2021 2021年1月28日	Health Hope 希華 HK\$'000 千港元 (Unaudited) (未經審核) 9 February 2021 2021年2月9日	CAD/CAM CAD/CAM HK\$'000 千港元 (Unaudited) (未經審核) 27 April 2021 2021年4月27日
Recognised amounts of identifiable assets acquired and liabilities assumed				
	可識別已收購資產及已承擔負債的已確認金額			
- Property, plant and equipment	一物業、廠房及設備	-	5,221	375
- Right-of-use assets	一使用權資產	-	15,034	1,799
- Cash and cash equivalents	一現金及現金等價物	-	140	595
- Trade receivables	一貿易應收款項	-	470	64
- Deposits, prepayments and other receivables	一按金、預付款項及其他應收款項	1,125	2,692	181
- Inventories	一存貨	-	2,498	56
- Deferred income tax assets	一遞延所得稅資產	-	1,407	-
- Trade payables	一貿易應付款項	-	-	(81)
- Accruals and other payables	一應計費用及其他應付款項	-	(8,431)	(355)
- Amount due to a director	一應付一名董事款項	-	(916)	(497)
- Lease liabilities	一租賃負債	-	(15,237)	(1,800)
- Current income tax liabilities	一即期所得稅負債	-	-	(110)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

26 BUSINESS COMBINATION (Continued)

(iii) (Continued)

26 業務合併(續)

(iii) (續)

	Note	The clinic in Shatin 沙田診所 HK\$'000 千港元 (Unaudited) 28 January 2021 2021年1月28日	Health Hope 希華 HK\$'000 千港元 (Unaudited) 9 February 2021 2021年2月9日	CAD/CAM CAD/CAM HK\$'000 千港元 (Unaudited) 27 April 2021 2021年4月27日
Total identifiable net assets 已識別淨資產總額		1,125	2,878	227
Non-controlling interests 非控股權益	(i)	-	(288)	(91)
Goodwill 商譽	(ii)	1,875	6,410	12,164
Total consideration 總代價		3,000	9,000	12,300
Acquisition-related costs 收購相關成本	(iii)	-	59	54
Net cash outflow on acquisition 收購現金淨流出				
Cash paid 已付現金		3,000	9,000	6,216
Less: Cash and cash equivalents acquired 減：已收購現金及現金等價物		-	(140)	(595)
		3,000	8,860	5,621

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

26 BUSINESS COMBINATION (Continued)

(iii) (Continued)

Notes:

- (i) **Non-controlling interests**
The non-controlling interests were recognised at their proportionate share of the recognised amounts of identifiable net assets.
- (ii) **Goodwill**
The goodwill arises from a number of factors including expected synergies through leveraging the expertise and reputation of the Group, the local knowledge and experience of the acquirees and the established workforce including local dentists, physicians, medical laboratory technologists and supporting staff. None of the goodwill recognised is expected to be deductible for income tax purposes.
- (iii) **Acquisition-related costs**
Acquisition-related costs represent legal and professional fees incurred to effect the business combinations. Total acquisition-related costs amounted to HK\$113,000 is charged to the condensed consolidated interim statement of comprehensive income for the six months ended 30 June 2021.
- (iv) **Revenue and profit/(loss) contribution**
The clinic in Shatin contributed revenue of HK\$696,000 and net loss of HK\$307,000 to the Group since acquisition date. Health Hope contributed revenue of HK\$24,050,000 and net profit of HK\$5,695,000 to the Group since acquisition date. CAD/CAM contributed revenue of HK\$1,626,000 and net profit of HK\$640,000 to the Group since acquisition date. Had the business combinations taken place at 1 January 2021, the condensed consolidated interim statement of comprehensive income would show pro-forma revenue and net profit of approximately HK\$522,841,000 and HK\$9,842,000, respectively.

26 業務合併(續)

(iii) (續)

附註：

- (i) **非控股權益**
非控股權益乃按比例分佔可識別淨資產的已確認金額確認。
- (ii) **商譽**
商譽乃因多項因素產生，包括利用本集團的專業知識及聲譽、被收購方的當地知識及經驗以及既定勞動力(包括當地眼科醫生、醫生及支援員工)預期產生的協同效應。已確認商譽預期就所得稅而言不可扣減。
- (iii) **收購相關成本**
收購相關成本指完成業務合併所引致的法律及專業費用。收購相關成本總額為113,000港元，並於截至2021年6月30日止六個月的簡明年綜合全面收益表中扣除。
- (iv) **收益及利潤/(虧損)貢獻**
沙田診所自收購日期起為本集團貢獻收益696,000港元及淨虧損307,000港元。希華檢測自收購日期起為本集團貢獻收益24,050,000港元及純利5,695,000港元。CAD/CAM自收購日期起為本集團貢獻收益1,626,000港元及純利640,000港元。如業務合併於2021年1月1日發生，簡明綜合中期全面收益表會展示備考收益及純利分別約522,841,000港元及9,842,000港元。

27 COMMITMENTS

(a) Capital commitments

Significant capital expenditure contracted for at the end of the year but not recognised as liabilities is as follows:

		As at	
		於	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Property, plant and equipment	物業、廠房及設備	11,653	7,028

(b) Operating lease commitments

As at 30 June 2021, the Group had future aggregate minimum lease payments under non-cancellable short-term leases as follows:

		As at	
		於	
		30 June	31 December
		2021	2020
		2021年	2020年
		6月30日	12月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Not later than one year	不遲於一年	996	945

27 承擔

(a) 資本承擔

於年末已訂約但未確認為負債的重大資本開支如下：

(b) 經營租賃承擔

於2021年6月30日，本集團於不可撤銷經營租賃項下的未來最低租賃付款總額如下：

28 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence.

The Group is controlled by C-MER Group Limited (incorporated in the BVI), the ultimate holding company, which owns 60.41% of the Company's shares as at 30 June 2021. The ultimate controlling parties of the Group are Dr. Dennis LAM and Ms. LI.

28 關聯方交易

倘一方有能力直接或間接控制另一方或對另一方所作財務及營運決策具有重大影響力，則雙方被視為有關聯。倘雙方受共同控制或受共同重大影響，則雙方亦被視為有關聯。

於2021年6月30日，本集團受最終控股公司希瑪集團有限公司（於英屬處女群島註冊成立）控制，其擁有本公司60.41%股份。本集團的最終控股方為林順潮醫生及李女士。

Name of related parties 關聯方名稱	Relationship with the Company 與本公司的關係
C-MER Group Limited 希瑪集團有限公司	Ultimate holding company 最終控股公司
Maida Medical Software Development (Shenzhen) Limited 邁達醫療軟件開發(深圳)有限公司	Common controlling shareholder (Dr. Dennis LAM) 共同控股股東(林順潮醫生)
Project Vision Charitable Foundation Limited	Common controlling shareholders (Dr. Dennis LAM and Ms. LI) 共同控股股東(林順潮醫生及李女士)
亮睛工程慈善基金有限公司 Asia-Pacific Academy of Ophthalmology Limited	Common controlling shareholder (Dr. Dennis LAM) 共同控股股東(林順潮醫生)
Asia-Pacific Academy Of Ophthalmology Limited Health Hope International Medical Laboratory Limited	Common controlling shareholder (林順潮醫生) Common controlling shareholders (Dr. Dennis LAM and Ms. LI) and acquired by the Group on 9 February 2021
希華檢測(國際)有限公司	Common controlling shareholders (Dr. Dennis LAM and Ms. LI) and acquired by the Group on 9 February 2021 共同控股股東(林順潮醫生及李女士)及由本集團於2021年2月9日收購

28 RELATED PARTY TRANSACTIONS (Continued)

- (a) In addition to those disclosed elsewhere in the condensed consolidated interim financial information, the Group has the following transactions with related parties:

28 關聯方交易(續)

- (a) 除簡明綜合中期財務資料其他部分已披露者外，本集團與關聯方有下列交易：

		Six months ended 30 June	
		截至6月30日止六個月	
		2021	2020
		2021年	2020年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Ophthalmic services provided to a related company	向一間關聯公司提供眼科服務		
– Project Vision Charitable Foundation Limited	– 亮睛工程慈善基金有限公司	6	44
Management fee income from related companies and the then related company	來自關聯公司及當時關聯公司的管理費收入		
– Project Vision Charitable Foundation Limited	– 亮睛工程慈善基金有限公司	57	57
– Health Hope International Medical Laboratory Limited	– 希華檢測(國際)有限公司	59	–
		122	101
Interest payments to a non-controlling interest	支付予一名非控股權益的利息		
– Huizhou Chang Jiu Investment Limited Company	– 惠州市長久投資有限公司	56	–
Lease payments to a related company	支付予一間關聯公司的租賃費		
– Maida Medical Software Development (Shenzhen) Limited	– 邁達醫療軟件開發(深圳)有限公司	4,974	2,189

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

28 RELATED PARTY TRANSACTIONS (Continued)

(a) (Continued)

The management fee income is received for the administrative services provided by the Group to the related parties. The ophthalmic service income, management fee income, interests payments and lease payments were determined based on the terms mutually agreed between the Group and the related parties.

(b) Key management compensation

28 關聯方交易(續)

(a) (續)

管理費收入乃就本集團向關聯方提供的行政管理服務而收取。眼科服務收入、管理費收入、利息付款及租賃費用乃根據本集團與關聯方共同協定的條款釐定。

(b) 主要管理人員薪酬

		Six months ended 30 June	
		截至6月30日止六個月	
		2021	2020
		2021年	2020年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Fees, wages, salaries and bonus	袍金、工資、薪金及花紅	7,458	3,105
Retirement benefits costs – defined contribution scheme	退休福利成本—定額供款計劃	39	36
Allowances and benefits in kind	津貼及實物福利	395	397
Share-based payments	以股份為基礎的付款	1,332	167
		9,224	3,705

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

28 RELATED PARTY TRANSACTIONS (Continued)

(c) Balances with related parties

28 關聯方交易(續)

(c) 與關聯方的結餘

		As at 於	
		30 June 2021 2021年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Amount due to a director (Note i)	應付一名董事款項(附註i)	1,516	-
Loan from a non-controlling interest (Note ii)	來自非控股權益的貸款(附註ii)	7,182	-
Amount due to a non-controlling interest (Note i)	應付非控股權益的款項(附註i)	526	-
Amount due to a related party (Note iii):	應付一名關聯方款項(附註iii):		
– Project Vision Charitable Foundation Limited	– 亮睛工程慈善基金有限公司	111	23
Lease liabilities due to a related party (Note iii):	應付一名關聯方租賃負債(附註iii):		
– Maida Medical Software Development (Shenzhen) Limited	– 邁達醫療軟件開發(深圳)有限公司	21,345	25,231

Notes:

- (i) The balances were unsecured, interest-free and repayable on demand and were denominated in HKD.
- (ii) The loan from a non-controlling interest bears interest at a fixed rate of 6% (2020: Nil) per annum. It is unsecured, repayable in 3 years and denominated in RMB.
- (iii) The balances were unsecured, interest-free and repayable on demand and were denominated in RMB.

附註:

- (i) 有關結餘為無抵押、免息及須按要求償還，並以港元計值。
- (ii) 來自非控股權益的貸款按固定年利率6%(2020年：無)計息。其為無抵押、應於3年內償還，以人民幣計值。
- (iii) 有關結餘為無抵押、免息及須按要求償還，並以人民幣計值。

29 EVENTS AFTER THE DATE OF STATEMENT OF FINANCIAL POSITION

- (a) On 11 July 2021, the Group granted an aggregate of 8,000,000 share options to certain directors, employees and consultants of the Group to subscribe, in aggregate, for up to 8,000,000 ordinary shares, subject to acceptance of the grantees under the share option scheme adopted by the Company on 13 December 2017.
- (b) On 23 July 2021, Health Hope has ceased to be a subsidiary and has become an associate of the Group. The Group has adopted equity accounting in respect of the retained 45.9% interest thereafter.
- (c) On 20 August 2021, the Group entered into an agreement to acquire 90% equity interest of an oncology practice in Hong Kong from an independent third party, at a total consideration of HK\$18,000,000 in cash. Up to the date of approval for issuance of these condensed consolidated interim financial information, the acquisition has not been completed.
- (d) On 23 August 2021, the Group entered into an agreement to acquire 90% equity interest of a dental practice in Hong Kong from an independent third party, at a total consideration of HK\$5,805,000 in cash. The acquisition was completed on 31 August 2021.
- (e) On 26 August 2021, the Group entered into an agreement with an independent third party for the formation of a company which will be principally engaged in design, manufacturing, sale and distribution of Orthokeratology Lens ("OK Lens") for myopia control in children. Pursuant to the agreement, the initial registered capital of the company will be HK\$15,000,000, in which the Group and the independent third party will own 55% and 45% of the equity interest of the company respectively. Up to the date of approval for issuance of these condensed consolidated interim financial information, the formation of the company and the transactions contemplated under the agreement have not been completed.

29 財務狀況表日期後事項

- (a) 於2021年7月11日，本集團向本集團若干董事、雇員及顧問授予總計8,000,000份購股權，以認購總計最多8,000,000股普通股，惟須待承授人根據本公司於2017年12月13日採納的購股權計劃接納。
- (b) 於2021年7月23日，希華檢測不再為本集團附屬公司，並成為本集團聯營公司。此後，本集團將對保留的45.9%權益以權益會計法入帳。
- (c) 於2021年8月20日，本集團訂立協議以向一名獨立第三方收購一家香港腫瘤科診所的90%股權，總代價為現金18,000,000港元。直至批准刊發該等簡明綜合中期財務資料當日，收購事項尚未完成。
- (d) 於2021年8月23日，本集團訂立協議以向一名獨立第三方收購一家香港牙科診所的90%股權，總代價為現金5,805,000港元。收購事項已於2021年8月31日完成。
- (e) 本集團於2021年8月26日與一名獨立第三方訂立一份協議，目的是成立一間公司，開展設計、生產和分銷以角隱塑形鏡（「OK鏡」）為主的兒童近視防控鏡片業務。根據該協議，該公司的初步註冊資本為15,000,000港元，其中本集團與獨立第三方分別擁有該公司股權的55%和45%。直至批准刊發該等簡明綜合中期財務資料當日，該公司的成立及協議項下擬進行的交易尚未完成。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料的審閱報告



羅兵咸永道

To the Board of Directors of C-MER Eye Care Holdings Limited

(incorporated in the Cayman Islands with limited liability)

致希瑪眼科醫療控股有限公司董事會

(於開曼群島註冊成立的有限公司)

INTRODUCTION

We have reviewed the interim financial information set out on pages 20 to 76, which comprises the condensed consolidated interim statement of financial position of C-MER Eye Care Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2021 and the related condensed consolidated interim statement of comprehensive income, the condensed consolidated interim statement of changes in equity and the condensed consolidated interim statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other 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” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information 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.

引言

我們已審閱列載於第20至76頁的中期財務資料，此中期財務資料包括希瑪眼科醫療控股有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於2021年6月30日的簡明綜合中期財務狀況表與截至該日止六個月期間的相關簡明綜合中期全面收益表、簡明綜合中期權益變動表和簡明綜合中期現金流量表，以及主要會計政策概要及其他附註解釋。香港聯合交易所有限公司證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及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」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」擬備及列報本中期財務資料。我們的責任是根據我們的審閱對本中期財務資料作出結論，並僅按照我們協定的委聘條款向閣下（作為整體）報告我們的結論，除此之外本報告別無其他目的。我們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。

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REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料的審閱報告

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 Hong Kong Institute of Certified Public Accountants. A review of interim financial information 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.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 31 August 2021

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據《香港審計準則》進行審計的範圍為小，故不能令我們可保證我們將知悉在審計中可能被發現的所有重大事項。因此，我們不會發表審計意見。

結論

按照我們的審閱，我們並無發現任何事項，令我們相信 貴集團的中期財務資料未有在各重大方面根據香港會計準則第34號「中期財務報告」擬備。

羅兵咸永道會計師事務所
執業會計師

香港，2021年8月31日

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF OUR COMPANY OR ANY ASSOCIATED CORPORATION

As at 30 June 2021, the interests and short positions of our Directors and chief executive of our Company in the shares, underlying shares and debentures of our Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO") which were required (a) to be notified to our Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be recorded in the register required to be kept pursuant to Section 352 of the SFO; or (c) as otherwise notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") were as follows:

董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證中擁有的權益及淡倉

於2021年6月30日，本公司董事及最高行政人員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、相關股份及債權證中擁有須(a)根據香港法例第571章證券及期貨條例(「證券及期貨條例」)第XV部第7及8分部知會本公司及香港聯合交易所有限公司(「聯交所」)的權益及淡倉(包括根據證券及期貨條例相關條文被當作或視為擁有的權益及淡倉)，或(b)記錄於根據證券及期貨條例第352條須存置的登記冊內的權益及淡倉，或(c)根據上市發行人董事進行證券交易的標準守則(「標準守則」)須知會本公司及聯交所的權益及淡倉如下：

(A) Long and short position in shares of our Company

(A) 於本公司股份的好倉及淡倉

Name of Director 董事姓名	Nature of Interest 權益性質	Number of shares 股份數目	Approximate percentage of shareholding in our Company (%) 於本公司股權概約百分比(%)
Dr. LAM Shun Chiu Dennis JP 林順潮醫生(太平紳士)	Interest of controlled corporation 受控法團權益	693,694,553 (long position) (Note) 693,694,553 (好倉)(附註)	60.4%
		1,333,333 (short position) 1,333,333(淡倉)	0.1%
		693,694,553 (long position) (Note) 693,694,553 (好倉)(附註)	60.4%
Ms. LI Xiaoting 李肖婷女士	Interest of controlled corporation 受控法團權益	693,694,553 (long position) (Note) 693,694,553 (好倉)(附註)	60.4%
		1,333,333 (short position) 1,333,333(淡倉)	0.1%

OTHER INFORMATION

其他資料

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF OUR COMPANY OR ANY ASSOCIATED CORPORATION (Continued)

(A) Long and short position in shares of our Company (Continued)

董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證中擁有的權益及淡倉 (續)

(A) 於本公司股份的好倉及淡倉 (續)

Name of Director 董事姓名	Nature of Interest 權益性質	Number of shares 股份數目	Approximate percentage of shareholding in our Company (%) 於本公司股權概約百分比(%)
Dr. LEE Yau Wing Vincent 李佑榮醫生	Beneficial owner 實益擁有人	12,953,000 (long position) 12,953,000 (好倉)	1.1%
Mr. CHAN Chi Leong 陳智亮先生	Interest of spouse 配偶權益	3,008,000 (long position) 3,008,000 (好倉)	0.3%
Mr. LI Chunshan 李春山先生	Beneficial owner 實益擁有人	777,000 (long position) 777,000 (好倉)	0.07%
	Interest of spouse 配偶權益	259,000 (long position) 259,000 (好倉)	0.02%
Dr. Rex Auyeung Pak-kuen 歐陽伯權博士	Interest of spouse 配偶權益	300,000 (long position) 300,000 (好倉)	0.03%

Note: 693,694,553 Shares and a short position of 1,333,333 shares of the Company ("Shares") are beneficially owned by C-MER Group Limited ("C-MER Group"). C-MER Group is owned as to 70% by Dr. Dennis LAM and 30% by Ms. LI Xiaoting. Ms. LI is the spouse of Dr. Dennis LAM, and both of them have been managing and operating our business collectively and reaching consensus before making major decisions in respect of our business. Both Dr. Dennis LAM and Ms. LI will continue to act jointly so far as the exercise of the voting rights attached with Shares (through C-MER Group) is concerned.

附註：693,694,553股股份以及1,333,333股本公司股份的淡倉由希瑪集團有限公司(「希瑪集團」)實益擁有。希瑪集團分別由林順潮醫生及李肖婷女士擁有70%及30%的權益。李女士為林順潮醫生的配偶，且兩人均一直共同管理及經營我們的業務並於作出有關我們的業務的主要決策前達成一致意見。林順潮醫生及李女士均將就(透過希瑪集團)行使股份投票權繼續共同行動。

By virtue of the SFO, Dr. Dennis LAM is deemed to be interested in the Shares and the short position held by C-MER Group.

根據證券及期貨條例，林順潮醫生被視為於希瑪集團所持本公司股份以及淡倉中擁有權益。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF OUR COMPANY OR ANY ASSOCIATED CORPORATION (Continued)

董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證中擁有的權益及淡倉(續)

(B) Long position in underlying Shares of our Company – physically settled unlisted equity derivatives

(B) 於本公司相關股份的好倉－實物結算非上市股本衍生工具

Name of Director 董事姓名	Nature of Interest 權益性質	Number of underlying shares in respect of the share options granted (Note 1) 有關授出購股權的相關股份數目(附註1)	Approximate percentage of shareholding in our Company (%) 於本公司股權概約百分比(%)
Ms. LI Xiaoting 李肖婷女士	Beneficial owner 實益擁有人	1,140,000 (long position) (Note) 1,140,000 (好倉)(附註)	0.1%
Dr. LEE Yau Wing Vincent 李佑榮醫生	Beneficial owner 實益擁有人	500,000 (long position) (Note) 500,000 (好倉)(附註)	0.04%

Note: Details of the above share options granted by our Company are set out in the section headed "Pre-IPO Share Option Scheme and Post-IPO Share Option Scheme" in this report.

附註：有關上述本公司授出的購股權詳情載於本報告「首次公開發售前購股權計劃及首次公開發售後購股權計劃」一節。

OTHER INFORMATION

其他資料

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF OUR COMPANY OR ANY ASSOCIATED CORPORATION (Continued)

董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證中擁有的權益及淡倉(續)

(C) Long position in shares of associated corporation – C-MER Group

(C) 於相聯法團股份的好倉 – 希瑪集團

Name of Director 董事姓名	Nature of Interest 權益性質	Number of shares 股份數目	Approximate percentage of the issued shares (%) 於已發行股份概約百分比(%)
Dr. LAM Shun Chiu Dennis JP 林順潮醫生(太平紳士)	Beneficial owner 實益擁有人	1,400 (long position) 1,400(好倉)	70.0%
Ms. LI Xiaoting 李肖婷女士	Beneficial owner 實益擁有人	600 (long position) 600(好倉)	30.0%

Save as disclosed above, as at 30 June 2021, so far as is known to our Directors or chief executive of our Company, none of our Directors or chief executive of our Company had interests or short positions in the shares, underlying shares and debentures of our Company or its associated corporations which (a) were required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein; or (c) were required, pursuant to the Model Code, to be notified to our Company and the Stock Exchange.

除上文所披露者外，於2021年6月30日，據董事或本公司最高行政人員所知，董事或本公司最高行政人員於本公司或其相聯法團的股份、相關股份及債權證中概無擁有須(a)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(包括根據證券及期貨條例相關條文被當作或視為擁有的權益及淡倉)，或(b)根據證券及期貨條例第352條須記錄於該條所指登記冊內的權益或淡倉，或(c)根據標準守則須知會本公司及聯交所的權益或淡倉。

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

As at 30 June 2021, so far as was known to any Director or chief executive of our Company, the following persons (other than our Directors and chief executive of our Company) had interests and/or short positions in the Shares or underlying Shares (the “Shareholders”) which would fall to be disclosed to our Company pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by our Company under section 336 of the SFO.

主要股東於本公司股份及相關股份的權益及淡倉

於2021年6月30日，就任何董事或本公司最高行政人員所知，下列人士（「股東」）（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XV部第2及3分部須向本公司披露或記錄於本公司根據證券及期貨條例第336條須存置的登記冊內的權益及／或淡倉。

Name of Shareholder 股東名稱	Nature of Interest 權益性質	Number of shares 股份數目	Approximate percentage of shareholding in our Company (%) 於本公司股權概約百分比(%)
C-MER Group 希瑪集團	Beneficial owner 實益擁有人	693,694,553 (long position) (Note)	60.4%
		693,694,553 (好倉) (附註)	
		1,333,333 (short position)	0.1%
		1,333,333 (淡倉)	

Note:

C-MER Group is owned as to 70% by Dr. Dennis LAM and 30% by Ms. Li Xiaoting. Ms. Li is the spouse of Dr. Dennis LAM, and both of them have been managing and operating our business collectively and reaching consensus before making major decisions in respect of our business. Both Dr. Dennis LAM and Ms. Li will continue to act jointly so far as the exercise of the voting rights attached with our Shares (through C-MER Group) is concerned.

By virtue of the SFO, Dr. Dennis LAM is deemed to be interested in the Shares and short position held by C-MER Group.

附註：

希瑪集團由林順潮醫生及李肖婷女士分別擁有其70%及30%的權益。李女士為林順潮醫生的配偶，且兩人均一直共同管理及經營我們的業務並於作出有關我們業務的重大決策前達成一致意見。林順潮醫生及李女士均將就（透過希瑪集團）行使股份投票權繼續共同行動。

根據證券及期貨條例，林順潮醫生被視為於由希瑪集團持有的股份以及淡倉中擁有權益。

OTHER INFORMATION

其他資料

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

(Continued)

Save as disclosed above, as at 30 June 2021, our Directors were not aware that there is any other party (not being a Director or chief executive of our Company) who had an interest or short positions in the Shares and underlying Shares of our Company, which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or recorded in the register required to be kept by our Company pursuant to section 336 of the SFO.

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME

Pre-IPO Share Option Scheme

Our Company approved and adopted a share option scheme (the “Pre-IPO Share Option Scheme”) pursuant to the resolutions of the Shareholders passed on 28 June 2017. As at 30 June 2021, 43,888,332 share options granted under the Pre-IPO Share Option Scheme has been exercised pursuant to the terms of grant of the options (“Pre-IPO Share Options”).

The purpose of the Pre-IPO Share Option Scheme is to provide incentives and rewards to our Directors, employees, ophthalmologists/physicians, advisers, consultants and business partners of our Group for their contribution, and to align the corporate objectives and interests between us and our grantees of the Pre-IPO Share Option Scheme (the “Grantees”). The principal terms of the Pre-IPO Share Option Scheme were approved and adopted pursuant to the resolutions passed by our Shareholders at the extraordinary general meeting of our Company held on 28 June 2017. On 13 December 2017, our Company has adopted another share option scheme (the “Post-IPO Share Option Scheme”).

主要股東於本公司股份及相關股份的權益及淡倉 (續)

除上文所披露者外，就董事所知，於2021年6月30日，概無任何其他人士（不屬董事或本公司最高行政人員）於本公司股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司披露或記錄於本公司根據證券及期貨條例第336條須存置的登記冊內的權益或淡倉。

首次公開發售前購股權計劃及首次公開發售後購股權計劃

首次公開發售前購股權計劃

根據股東於2017年6月28日通過的決議案，本公司批准及採納一項購股權計劃（「首次公開發售前購股權計劃」）。於2021年6月30日，首次公開發售前購股權計劃項下授出的43,888,332份購股權已根據授出購股權（「首次公開發售前購股權」）的條款獲行使。

首次公開發售前購股權計劃旨在就董事、本集團僱員、眼科醫生／醫生、諮詢人、顧問及業務夥伴的貢獻給予彼等獎勵及嘉許，使公司目標與我們與首次公開發售前購股權計劃的承授人（「承授人」）之間的利益一致。首次公開發售前購股權計劃的主要條款根據股東於2017年6月28日舉行的本公司股東特別大會通過的決議案獲批准及採納。於2017年12月13日，本公司已採納另一項購股權計劃（「首次公開發售後購股權計劃」）。

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)**Pre-IPO Share Option Scheme** (Continued)

As at 30 June 2021, options to subscribe for an aggregate of 1,599,668 Shares (representing approximately 0.14% of the issued share capital of our Company as at 30 June 2021 and the date of this report) have been granted under the Pre-IPO Share Option Scheme to the Grantees. The Grantees comprise three connected Grantees, seven doctor Grantees, five consultant Grantees, two members of our senior management team, our employees in Hong Kong and our physicians and employees in the People's Republic of China ("PRC"). All the options were granted on or before the Listing Date (as defined thereafter) and no further options will be granted under the Pre-IPO Share Option Scheme after the Listing Date.

The options granted under the Pre-IPO Share Option Scheme to the Grantees will be vested on different dates.

The terms of the Post-IPO Share Option Scheme are the same as the terms of the Pre-IPO Share Option Scheme except that:

- (i) the total number of Shares which may be issued upon the exercise of all options granted under the Pre-IPO Share Option Scheme is 46,765,000 Shares, representing 4.68% of the enlarged issued share capital of our Company immediately following completion of the Global Offering (as defined thereafter) (without taking into account any Share which may be issued upon any exercise of the Over-allotment Option (as defined in the Prospectus (as defined thereafter)) and the options which have been or may be granted under the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme);
- (ii) save for the options which have been granted to 140 Grantees, no further options will be granted under the Pre-IPO Share Option Scheme after the Listing Date;

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續)**首次公開發售前購股權計劃** (續)

於2021年6月30日，根據首次公開發售前購股權計劃已向承授人授出的購股權可認購合共1,599,668股股份（佔本公司於2021年6月30日及本報告日期的已發行股本約0.14%）。承授人包括三名關連承授人、七名醫生承授人、五名顧問承授人、兩名高級管理團隊成員、我們在香港的僱員及在中華人民共和國（「中國」）的醫生及僱員。所有購股權已於上市日期（定義見下文）或之前授出，於上市日期後不會根據首次公開發售前購股權計劃授出其他購股權。

根據首次公開發售前購股權計劃向承授人授出的購股權將於不同日期歸屬。

首次公開發售後購股權計劃的條款與首次公開發售前購股權計劃的條款相同，惟以下各項除外：

- (i) 因行使根據首次公開發售前購股權計劃授出的所有購股權而可能發行的股份總數為46,765,000股，佔本公司緊隨全球發售（定義見下文）完成後經擴大已發行股本4.68%（未計及因可能行使任何超額配股權（定義見招股章程（定義見下文））及根據首次公開發售前購股權計劃及首次公開發售後購股權計劃已授出或可能授出的購股權而發行的任何股份）；
- (ii) 除已向140名承授人授出的購股權外，於上市日期後不會根據首次公開發售前購股權計劃授出其他購股權；

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PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)

Pre-IPO Share Option Scheme (Continued)

- (iii) subject to any restriction contained in the Pre-IPO Share Option Scheme, an option may be exercised in accordance with the terms of the Pre-IPO Share Option Scheme and the terms of grant thereof. All the Pre-IPO Share Options that are not exercised by them within the exercise period shall lapse and be deemed as cancelled and void;
- (iv) the exercise prices for each Share under the Pre-IPO Share Option Scheme are in the range between HK\$0.10 and HK\$1.0;
- (v) In terms of rights on death or ceasing employment:
 - (aa) If the Grantee (being an individual) dies before exercising the Pre-IPO Share Options in full, all unvested Pre-IPO Share Options shall vest on the date of his death, and the legal personal representative(s) of such Grantee may exercise all Pre-IPO Share Options granted to the deceased within twelve (12) months thereafter;
 - (bb) If the Grantee is an employee, Director, consultant or adviser of our Group at the time of the grant of the relevant Pre-IPO Share Options and his or her employment or service to our Company is terminated on the ground of disability resulting from an occupational accident, all unvested Pre-IPO Share Options shall vest on the termination date of the employment or engagement of such Grantee. The Grantee may exercise all Pre-IPO Share Options granted to him or her within twelve (12) months thereafter; or

首次公開發售前購股權計劃及首次公開發售後購股權計劃(續)

首次公開發售前購股權計劃(續)

- (iii) 在遵守首次公開發售前購股權計劃所載任何限制的情況下，可根據首次公開發售前購股權計劃的條款及據此授出購股權的條款行使購股權。承授人於行使期內尚未行使的所有首次公開發售前購股權將告失效及視為註銷及作廢；
- (iv) 首次公開發售前購股權計劃的每股股份的行使價介乎0.10港元至1.0港元之間；
- (v) 就身故或終止受僱的權利而言：
 - (aa) 倘承授人(為個人)於悉數行使首次公開發售前購股權前身故，則所有未歸屬首次公開發售前購股權將於其身故當日歸屬，該承授人的合法遺產代理人可於該日期起計十二(12)個月內行使已故者的所有獲授首次公開發售前購股權；
 - (bb) 倘承授人於獲授有關首次公開發售前購股權時為本集團僱員、董事、顧問或諮詢人，且因工傷致殘而終止受僱或不再於本公司任職，則所有未歸屬首次公開發售前購股權將於該承授人終止受僱或受聘當日歸屬。承授人可於該日期起計十二(12)個月內行使所有獲授首次公開發售前購股權；或

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)**Pre-IPO Share Option Scheme** (Continued)

(v) (Continued)

- (cc) If the Grantee is on leave without pay accumulated for more than one hundred and eighty-three (183) days in any calendar year after the Listing Date, the vesting periods for all unvested Pre-IPO Share Options granted to him or her shall be respectively extended for twelve (12) months. If any such extension will result in the vesting period of any unvested options to cross beyond the date of the 3rd anniversary of 1 April 2017, 1 September 2017, 1 November 2017, 1 December 2017, 1 January 2018 or 1 June 2018 (as the case maybe), such extension shall be deemed to be made up to the business day immediately prior to the date of the 3rd anniversary of 1 April 2017, 1 September 2017, 1 November 2017, 1 December 2017, 1 January 2018 or 1 June 2018 (as the case maybe).

As disclosed in the Prospectus, a total of 46,765,000 share options were granted under the Pre-IPO Share Option Scheme as at the date of the Prospectus. Due to the nature of the Pre-IPO Share Option Scheme, no further share options may be granted under the Pre-IPO Share Option Scheme, and therefore “maximum entitlement” is not applicable. A remittance of HK\$1.00 was payable by the grantee to the Company upon acceptance of the offer of the options. They were all accepted and paid for by the grantees prior to the date of Listing of the Company.

As no further options could be granted by the Company under the Pre-IPO Share Option Scheme after the Listing, the remaining life of the Pre-IPO Share Option Scheme would not be applicable.

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續)**首次公開發售前購股權計劃** (續)

(v) (續)

- (cc) 倘承授人於上市日期後的任何曆年停薪休假累計超過一百八十三(183)日，其獲授的所有未歸屬首次公開發售前購股權的歸屬期限將相應延長十二(12)個月。倘任何有關延長導致任何未歸屬購股權的歸屬期限超過2017年4月1日、2017年9月1日、2017年11月1日、2017年12月1日、2018年1月1日或2018年6月1日(視情況而定)起計滿三年當日，則有關延長視為為緊接2017年4月1日、2017年9月1日、2017年11月1日、2017年12月1日、2018年1月1日或2018年6月1日(視情況而定)起計滿三年當日前一個營業日截止。

誠如招股章程所披露，於招股章程日期首次公開發售前購股權計劃項下共授出46,765,000股購股權。由於首次公開發售前購股權計劃的性質使然，首次公開發售前購股權計劃項下不會授出更多購股權，因此「配額上限」並不適用。接納購股權要約後，獲授人應向本公司支付1.00港元的匯款。於本公司上市日期前，該等購股權已獲獲授人全部接納及支付。

由於上市後本公司不可根據首次公開發售前購股權計劃授出更多購股權，首次公開發售前購股權計劃的餘下年期並不適用。

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PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)

Pre-IPO Share Option Scheme (Continued)

The following table sets forth a summary of the key terms and conditions of the Pre-IPO Share Options:

首次公開發售前購股權計劃及首次公開發售後購股權計劃(續)

首次公開發售前購股權計劃(續)

下表載列首次公開發售前購股權的主要條款及條件的概要：

Major terms 主要條款	An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員	Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員	An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員	Five consultant Grantees 五名顧問承授人
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Number and background of Grantees 承授人數目及背景

14 Grantees (including Dr. Vincent LEE and Mr. CHAN Wa Ping, a member of our senior management team, and seven doctor Grantees). Further information on the Pre-IPO Share Options is set forth in the paragraphs under "D. Share Option Schemes – 1 Pre-IPO Share Option Scheme" in Appendix IV to the Prospectus.
14名承授人(包括李佑樂醫生及其中一名高級管理團隊成員陳華平先生及七名醫生承授人)。首次公開發售前購股權的進一步資料載於招股章程附錄四「D.購股權計劃-1首次公開發售前購股權計劃」一段。

28 Grantees (including Ms. SIU Man Yi, a member of our senior management team). Further information on the Pre-IPO Share Options granted to the member of our senior management team is set forth in the paragraphs under "D. Share Option Schemes – 1 Pre-IPO Share Option Scheme" in Appendix IV to the Prospectus.
28名承授人(包括其中一名高級管理團隊成員蕭敏兒女士)。有關授予我們高級管理團隊成員的首次公開發售前購股權的進一步資料載於招股章程附錄四「D.購股權計劃-1首次公開發售前購股權計劃」一段。

93 Grantees (including Mr. LI Chunshan, an executive Director and Ms. CAO Yuerong, a Connected Grantee and the spouse of Mr. LI Chunshan and the mother of Ms. LI). Further information on the Pre-IPO Share Options granted to our executive Director is set forth in the paragraphs under "D. Share Option Schemes – 1 Pre-IPO Share Option Scheme" in Appendix IV to the Prospectus.
93名承授人(包括執行董事李春山先生及李春山先生的配偶及李女士的母親曹月榮女士(關連承授人))。有關授予執行董事的首次公開發售前購股權的進一步資料載於招股章程附錄四「D.購股權計劃-1首次公開發售前購股權計劃」一段。

Five Consultant Grantees.
Further information on the Pre-IPO Share Options is set forth in the paragraphs under "D. Share Option Schemes – 1 Pre-IPO Share Option Scheme" in Appendix IV to the Prospectus.
五名顧問承授人。有關首次公開發售前購股權的進一步資料載於招股章程附錄四「D.購股權計劃-1首次公開發售前購股權計劃」一段。

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)
Pre-IPO Share Option Scheme (Continued)

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續)
首次公開發售前購股權計劃 (續)

Major terms 主要條款	An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員	Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員	An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員	Five consultant Grantees 五名顧問承授人
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Pre-IPO Share Options granted (in terms of number of our Shares and the shareholding percentages)
已授出的首次公開發售前購股權 (就股份數目及持股份百分比而言)

An aggregate of 3.13% of the number of our Shares in issue immediately following completion of the Global Offering, the Capitalisation Issue and the full exercise of the Over-allotment Option, representing 32,276,000 Shares.
 合共佔緊隨全球發售及資本化發行完成並在超額配股權獲悉數行使後我們已發行股份數目的3.13%，即32,276,000股股份。

An aggregate of 0.45% of the number of our Shares in issue immediately following completion of the Global Offering, the Capitalisation Issue and the full exercise of the Over-allotment Option, representing 4,666,000 Shares.
 合共佔緊隨全球發售及資本化發行完成並在超額配股權獲悉數行使後我們已發行股份數目的0.45%，即4,666,000股股份。

An aggregate of 0.71% of the total number of our Shares in issue immediately following completion of the Global Offering, the Capitalisation Issue and the full exercise of the Over-allotment Option, representing 7,323,000 Shares.
 合共佔緊隨全球發售及資本化發行完成並在超額配股權獲悉數行使後我們已發行股份數目的0.71%，即7,323,000股股份。

An aggregate of 0.24% of the total number of our Shares in issue immediately following completion of the Global Offering, the Capitalisation Issue and the full exercise of the Over-allotment Option, representing 2,500,000 Shares.
 合共佔緊隨全球發售及資本化發行完成並在超額配股權獲悉數行使後我們已發行股份總數的0.24%，即2,500,000股股份。

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PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued) Pre-IPO Share Option Scheme (Continued)

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續) 首次公開發售前購股權計劃 (續)

<p>Major terms 主要條款</p>	<p>An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員</p>	<p>Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員</p>	<p>An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員</p>	<p>Five consultant Grantees 五名顧問承授人</p>
<p>Exercise period 行使期</p>	<p>36-month period commencing from the third anniversary of the latter of (a) the expiry of the First Six-Month Period and (b) the first anniversary of 1 April 2017 or 1 December 2017. All unexercised Pre-IPO Share Options will lapse. 自(a)首六個月期間屆滿及(b)2017年4月1日或2017年12月1日起滿一年當日(以較晚者為準)起計滿三年當日開始的36個月期間。所有未獲行使的首次公開發售前購股權將失效。</p> <p>或</p> <p>36-month period commencing from the latter of (a) the expiry of the First Six-Month Period and (b) the first anniversary of 1 January 2018. All unexercised Pre-IPO Share Options will lapse. 自(a)首六個月期間屆滿及(b)2018年1月1日起滿一年當日(以較晚者為準)開始的36個月期間。所有未獲行使的首次公開發售前購股權將失效。</p>	<p>36-month period commencing from the third anniversary of 1 April 2017. All unexercised Pre-IPO Share Options will lapse. 自2017年4月1日起滿三年當日開始的36個月期間。所有未獲行使的首次公開發售前購股權將失效。</p>	<p>36-month period commencing from the third anniversary of 1 April 2017 or 1 September 2017. All unexercised Pre-IPO Share Options will lapse. 自2017年4月1日或2017年9月1日起滿三年當日開始的36個月期間。所有未獲行使的首次公開發售前購股權將失效。</p> <p>或</p> <p>36-month period commencing from the third anniversary of 1 April 2017 for 60.0%. 自2017年4月1日起滿三年當日開始的36個月期間：60.0%。</p> <p>60-month period commencing from the fifth anniversary of 1 April 2017 for 40.0%. 自2017年4月1日起滿五年當日開始的60個月期間：40.0%。</p> <p>All unexercised Pre-IPO Share Options will lapse. 所有未獲行使的首次公開發售前購股權將失效。</p>	<p>36-month period commencing from the third anniversary of the latter of (a) the expiry of the First Six-Month Period and (b) the first anniversary of 1 November 2017, 1 January 2018 or 1 June 2018. 自(a)首六個月期間屆滿及(b)2017年11月1日、2018年1月1日或2018年6月1日起滿一年當日(以較晚者為準)起計滿三年當日開始的36個月期間。</p>

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)
Pre-IPO Share Option Scheme (Continued)

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續)
首次公開發售前購股權計劃 (續)

Major terms 主要條款	An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員	Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員	An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員	Five consultant Grantees 五名顧問承授人
Exercise percentages 行使百分比	In three equal tranches for each of the 12-month period commencing from the date of commencement of the exercise period for a period of 36-month. 分三期等額行使，分別於36個月期間內自行使期間開始日期起12個月內行使。 or或 One tranche. 一期。	One tranche. 一期。	One tranche. 一期。 or或 Two tranches. 兩期。	In three equal tranches for each of the 12-month period commencing from the date of commencement of the exercise period for a period of 36 months. 分三期等額行使，分別於36個月期間內自行使期間開始日期起12個月內行使。
Exercise price 行使價格	HK\$0.1 for each Share to be allotted and issued. 每股擬配發及發行股份0.1港元。	HK\$1.0 for each Share to be allotted and issued. 每股擬配發及發行股份1.0港元。	HK\$1.0 for each Share to be allotted and issued. 每股擬配發及發行股份1.0港元。	HK\$0.1 for each Share to be allotted and issued. 每股擬配發及發行股份0.1港元。

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PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued) Pre-IPO Share Option Scheme (Continued)

首次公開發售前購股權計劃及首次公開發售後購股權計劃(續) 首次公開發售前購股權計劃(續)

Major terms 主要條款	An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員	Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員	An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員	Five consultant Grantees 五名顧問承授人
Performance target 業績目標	No performance target for the physicians practising in the PRC and the member of our senior management team. 於中國執業的醫生及高級管理團隊成員無業績目標。 The exercise of the Pre-IPO Share Options by our Hong Kong Ophthalmologists is subject to agreed performance target in terms of revenue generated in each of the 12-month period. If the performance target cannot be satisfied, the Pre-IPO Share Options exercisable during the relevant 12-month period would be exercisable on a pro-rata basis with the target amount of revenue. 香港眼科醫生行使首次公開發售前購股權須受有關各12個月期間所產生收入的約定業績目標規限。倘業績目標未達成，於相關12個月期間可予行使的首次公開發售前購股權將根據目標收益金額按比例行使。	No performance target. 無業績目標。	The exercise of the Pre-IPO Share Options by 5 physicians in the PRC is subject to the agreed performance targets in terms of revenue generated during the first 36-month and then 24-month period immediately after 1 April 2017. If the performance target cannot be satisfied, the Pre-IPO Share Options exercisable during the relevant 12-month period would be exercisable on a pro-rata basis with reference to the target amount of revenue. 於中國的五名醫生行使首次公開發售前購股權須受緊隨2017年4月1日後首36個月期間及隨後24個月期間所產生收入的約定業績目標規限。倘業績目標未達成，於相關12個月期間可予行使的首次公開發售前購股權將參考目標收益金額按比例行使。	No performance target. 無業績目標。 The exercise of the Pre-IPO Share Options is subject to the completion of services for a period of 12 months. 行使首次公開發售前購股權須受完成12個月期間服務規限。

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)
Pre-IPO Share Option Scheme (Continued)

首次公開發售前購股權計劃及首次公開發售後購股權計劃 (續)
首次公開發售前購股權計劃 (續)

<p>Major terms 主要條款</p>	<p>An executive Director, seven doctor Grantees, selected physicians practising in the PRC and a member of our senior management team 一名執行董事、七名醫生承授人、於中國執業的選定醫生及一名高級管理團隊成員</p>	<p>Our employees in Hong Kong and a member of our senior management team 於香港的僱員及一名高級管理團隊成員</p>	<p>An executive Director, a connected Grantee and our physicians and employees in the PRC 一名執行董事、一名關連承授人及於中國的醫生及僱員</p>	<p>Five consultant Grantees 五名顧問承授人</p>
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Cessation of cooperation or employment
終止合作或僱傭

Pro-rata in terms of revenue generated in each of the 12-month period with the target amount of revenue for those grantees subject to performance target. Pro-rata on the number of months of employment in each of the 12-month period for those grantees not subject to the performance target.
 就受業績目標規限的承授人而言，按帶有目標收益金額的各12個月期間產生收入金額比例。就不受業績目標規限的承授人而言，按各12個月期間僱傭月份數比例。

No pro rata adjustment and the unexercised Pre-IPO Share Options will lapse upon cessation of employment for whatever reasons. 就因任何原因終止僱傭後，概無按比例調整及未獲行使的首次公開發售前購股權將失效。

No pro rata adjustment and the unexercised Pre-IPO Share Options will lapse upon cessation of employment for whatever reasons. 就因任何原因終止僱傭後，概無按比例調整及未獲行使的首次公開發售前購股權將失效。

Pro-rata on the number of months of service engagement in the 36-month contract period commencing from 1 November in each year. Cessation of engagement before November will continue to be subject to the grant of the Pre-IPO Share Options in the forthcoming November.
 按每年11月1日起36個月合約期內提供服務月份數比例。倘於11月之前終止僱傭，可繼續受於即將到來的11月獲授首次公開發售前購股權所限。

Lock-up period following the exercise of the Pre-IPO Share Options
首次公開發售前購股權行使後的禁售期

Not applicable. 不適用。

Not applicable. 不適用。

Not applicable. 不適用。

Not applicable. 不適用。

OTHER INFORMATION

其他資料

PRE-IPO SHARE OPTION SCHEME AND POST-IPO SHARE OPTION SCHEME (Continued)

Pre-IPO Share Option Scheme (Continued)

Details of the share options outstanding on which options were granted under the Pre-IPO Share Option Scheme to Directors and senior management of our Group as at 30 June 2021 under the scheme are as follows:

首次公開發售前購股權計劃及首次公開發售後購股權計劃(續)

首次公開發售前購股權計劃(續)

根據首次公開發售前購股權計劃向董事及本集團高級管理層授出的購股權涉及的尚未行使股份於2021年6月30日的詳情如下：

		Number of options 購股權數目									
		Held at 1 January 2021 於2021年 1月1日 所持有	Granted during the period 於期內 授出	Lapsed (expired) during the period 於期內 失效(到期)	Lapsed (cancelled) during the period 於期內 失效(註銷)	Exercised during the period 於期內 行使	Held at 30 June 2021 於2021年 6月30日 所持有	Exercise price HK\$ 行使價 港元	Grant date 授出日期	Exercisable from 自以下 期間行使	Exercisable until 行使至 以下期間
Doctor Grantees (excluding Dr. LEE Yau Wing (Vincent))	醫生承授人(不包括李佑榮醫生)	518,000	-	-	-	-	518,000	0.1	3 April 2017 2017年4月3日	16 July 2018 2018年7月16日	31 March 2023 2023年3月31日
Consultant Grantee	顧問承授人	166,668	-	-	-	-	166,668	0.1	1 September 2017 2017年9月1日	1 January 2019 2019年1月1日	31 December 2023 2023年12月31日
Employees	僱員	216,000	-	-	-	-	216,000	1.0	1 April 2017 2017年4月1日	1 April 2020 2020年4月1日	31 March 2023 2023年3月31日
Employees	僱員	578,000	-	-	-	-	578,000	1.0	1 April 2017 2017年4月1日	1 April 2024 2024年4月1日	31 March 2027 2027年3月31日
Employee	僱員	121,000	-	-	-	-	121,000	1.0	16 October 2017 2017年10月16日	1 December 2018 2018年12月1日	30 November 2023 2023年11月30日
Total	總計	1,599,668	-	-	-	-	1,599,668				

No Pre-IPO Share options were granted, exercised, expired, cancelled or lapsed during the period ended 30 June 2021.

於截至2021年6月30日止期間，概無首次公開發售前購股權獲授出、行使、到期、註銷或失效。

POST-IPO SHARE OPTION SCHEME

The Shareholders of our Company approved and adopted the Post-IPO Share Option Scheme to enable our Company to grant options to eligible participants as incentives and rewards for their contribution to our Group. The Post-IPO Share Option Scheme took effect on the Listing Date.

As at 30 June 2021, options granted to the Grantees to subscribe for an aggregate of 6,540,000 shares (representing approximately 0.57% of the issued share capital of our Company as at 30 June 2021) were outstanding under the Post-IPO Share Option Scheme.

The following is a summary of the principal terms of the Post-IPO Share Option Scheme:

(a) Who may participate

Our Board (as defined thereafter) may, at its absolute discretion, offer options to subscribe for such number of Shares in accordance with the terms set forth in the Post-IPO Share Option Scheme to:

- (i) any executive Director of, manager of, or other employee holding an executive, managerial, supervisory or similar position in any member of our Group (the “Executive”), any full-time or part-time employee, or a person for the time being seconded to work full-time or part-time for any member of our Group (the “Employee”);
- (ii) a director or proposed Director (including an independent non-executive Director) of any member of our Group;

首次公開發售後購股權計劃

本公司股東批准及採納首次公開發售後購股權計劃，以令本公司就合資格參與者對本集團作出的貢獻向彼等授出購股權作為獎勵及嘉許。首次公開發售後購股權計劃於上市日期生效。

於2021年6月30日，根據首次公開發售後購股權計劃授予承授人可認購合共6,540,000股股份(佔本公司於2021年6月30日的已發行股本約0.57%)的購股權尚未行使。

以下為首次公開發售後購股權計劃主要條款的概要：

(a) 可參與人士

董事會(定義見下文)可全權酌情根據首次公開發售後購股權計劃所載的條款向下列人士提呈可認購有關數目的股份的購股權：

- (i) 本集團任何成員公司的任何執行董事、經理，或擔任行政、管理、監管或類似職位的其他僱員(「行政人員」)、任何全職或兼職僱員，或暫時被調往本集團任何成員公司擔任全職或兼職工作的人士(「僱員」)；
- (ii) 本集團任何成員公司的董事或候選董事(包括獨立非執行董事)；

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POST-IPO SHARE OPTION SCHEME (Continued)

(a) Who may participate (Continued)

- (iii) a direct or indirect Shareholder of any member of our Group;
- (iv) a supplier of goods or services to any member of our Group;
- (v) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of our Group;
- (vi) a person or entity that provides design, research, development or other support or any advisory, consultancy, professional or other services to any member of our Group; and
- (vii) an associate of any of the persons referred to in paragraphs (i) to (iii) above.

(the persons referred above are the “Eligible Persons”)

(b) Maximum number of Shares in respect of which options maybe granted

The maximum number of Shares which may be issued upon exercise of all options to be granted under the Post-IPO Share Option Scheme and any options granted under any other share option scheme must not in aggregate exceed 100,000,000 Shares (being 10% of the Shares in issue as at the Listing Date) unless our Company obtains a fresh approval.

首次公開發售後購股權計劃(續)

(a) 可參與人士(續)

- (iii) 本集團任何成員公司的直接或間接股東；
- (iv) 向本集團任何成員公司供應貨品或服務的供應商；
- (v) 本集團任何成員公司的客戶、顧問、業務或合營夥伴、獲特許經營商、承包商、代理或代表；
- (vi) 向本集團任何成員公司提供設計、研究、開發或其他支援或任何建議、諮詢、專業或其他服務的個人或實體；及
- (vii) 上文(i)至(iii)段所述任何人士的聯繫人。

(上述人士為「合資格人士」)

(b) 就可能授出的購股權的最高股份數目

因行使根據首次公開發售後購股權計劃及任何其他購股權計劃將予授出的所有購股權及已授出的任何購股權而可能發行的最高股份數目，合共不得超過100,000,000股股份(即於上市日期已發行股份的10%)，惟本公司取得重新批准則作別論。

POST-IPO SHARE OPTION SCHEME (Continued)**(c) Maximum entitlement of each Eligible Person**

Unless approved by the shareholders of our Company in the general meeting in the manner prescribed in the Listing Rules, the maximum number of Shares issued and to be issued upon exercise of the options granted and to be granted to each Eligible Person under the Post-IPO Share Option Scheme and any other share option scheme of our Company (including exercised, cancelled and outstanding options) in any 12-month period shall not at the time of grant exceed 1% of the Shares in issue.

(d) Acceptance of an offer of options

An offer of the grant of an option shall remain open for acceptance by the Eligible Person concerned for a period of 28 days from the offer date provided that no such grant of an option may be accepted after the expiry of the effective period of the Post-IPO Share Option Scheme. An option shall be deemed to have been granted and accepted by the Eligible Person and to have taken effect when the duplicate offer letter comprising acceptance of the offer of the option duly signed by the grantee together with a remittance in favour of our Company of HK\$1.0 by way of consideration for the grant thereof is received by our Company on or before the date upon which an offer of an option must be accepted by the relevant Eligible Person, being a date not later than 30 days after the offer date. Such remittance shall in no circumstances be refundable.

首次公開發售後購股權計劃(續)**(c) 各合資格人士享有的最高上限**

除非本公司股東按上市規則所規定的方式於股東大會上批准，否則行使在任何12個月期間內根據首次公開發售後購股權計劃及本公司任何其他購股權計劃(包括已行使、已註銷及尚未行使的購股權)授予及將授予各合資格人士的購股權而發行及將予發行的股份總數最高不得於授出日期超過已發行股份的1%。

(d) 接納購股權要約

合資格人士可在要約日期起計28日內決定接納授出購股權的要約，惟不可在首次公開發售後購股權計劃有效期屆滿後接納授出購股權。本公司在相關合資格人士須接納購股權要約的日期，即不遲於要約日期後30日的日期或之前收到由承授人正式簽署的構成接納購股權要約的要約函件副本，連同以本公司為收款人的1.0港元匯款(作為授出購股權的代價)時，即表示合資格人士已獲授予及已接納購股權，且購股權已生效。該匯款於任何情況下不得退回。

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POST-IPO SHARE OPTION SCHEME (Continued)

(e) Exercise price

The exercise price of a share in respect of any particular option shall be such price as our Board may in its absolute discretion determine at the time of grant of the relevant option (and shall be stated in the letter containing the offer of the grant of the option) but the exercise price shall not be less than whichever is the highest of: (i) the nominal value of a share; (ii) the closing price of a share as stated in the Stock Exchange's daily quotations sheet on the date of grant; and (iii) the average closing price of a share as stated in the Stock Exchange's daily quotations sheets for the five (5) business days (as defined in the Listing Rules) immediately preceding the date of grant.

(f) Time for exercise of options

An option may be exercised at any time during the period which is notified by our Board at the offer date when making an offer to an Eligible Person but such period not to exceed the period of 10 years from the offer date of such option.

(g) Duration of Post-IPO Share Option Scheme

The Post-IPO Share Option Scheme shall be valid and effective for a period of ten years commencing on the Listing Date, after which period no further options will be granted but the provisions of the Post-IPO Share Option Scheme shall remain in full force and effect to the extent necessary to give effect to the exercise of any options granted prior thereto which are at that time or become thereafter capable of exercise under the rules of the Post-IPO Share Option Scheme, or otherwise to the extent as may be required in accordance with the provisions of the Post-IPO Share Option Scheme.

首次公開發售後購股權計劃(續)

(e) 行使價

任何特定購股權的股份行使價須由董事會在授出有關購股權時(及須列於授出購股權要約函件中)全權酌情釐定，惟該行使價不得低於下列三者中的最高者：(i)股份面值；(ii)於授出日期在聯交所每日報價表上的股份收市價；及(iii)緊接授出日期前五(5)個營業日(定義見上市規則)股份於聯交所每日報價表的平均收市價。

(f) 行使購股權的時間

購股權可於董事會於向合資格人士作出要約的要約日期所知會的期間內隨時行使，惟此期限不得超過授出有關購股權之日起計10年期間。

(g) 首次公開發售後購股權計劃的期限

首次公開發售後購股權計劃將由上市日期起計10年期間內有效及生效，於該期間後，將不再授出其他購股權，但首次公開發售後購股權計劃的條文將繼續具有十足效力及生效，以致先前授出任何可於當時或其後根據首次公開發售後購股權計劃的條文行使的購股權得以行使，或根據首次公開發售後購股權計劃條文可能規定者為限。

POST-IPO SHARE OPTION SCHEME (Continued)

Details of the shares options outstanding on which options were granted under the Post-IPO Share Option Scheme to Directors, consultants and other persons of our Group as at 30 June 2021 under the scheme are as follows:

首次公開發售後購股權計劃 (續)

根據首次公開發售後購股權計劃向董事、本集團顧問及其他人士授出的購股權涉及的計劃項下尚未行使購股權於2021年6月30日的詳情如下：

		Number of options					Closing price					
		購股權數目					緊接授出日期前的收市價					
		Held at 1 January 2021	Granted during the period	Lapsed (expired) during the period	Lapsed (cancelled) during the period	Exercised during the period	Held at 30 June 2021	Exercise price HK\$	date of grant HK\$	Grant date	Exercisable from	Exercisable until
		於2021年1月1日所持有	於期內授出	於期內失效(到期)	於期內失效(註銷)	於期內行使	於2021年6月30日所持有	行使價港元	收市價港元	授出日期	自以下期間行使	行使至以下期間
Ms. LI Xiaoting (Executive Director)	李肖婷女士 (執行董事)	1,140,000	-	-	-	-	1,140,000	6.34	6.20	14 September 2020 2020年9月14日	14 September 2021 2021年9月14日	13 September 2023 2023年9月13日
Dr. LEE Yau Wing Vincent (Executive Director)	李佑樂醫生 (執行董事)	500,000	-	-	-	-	500,000	5.18	5.08	18 July 2019 2019年7月18日	1 November 2020 2020年11月1日	16 November 2023 2023年11月16日
Others ⁽¹⁾	其他 ⁽¹⁾	4,900,000	-	-	-	-	4,900,000	5.18	5.08	18 July 2019 2019年7月18日	1 November 2020 2020年11月1日	16 November 2023 2023年11月16日
Total	總計	6,540,000	-	-	-	-	6,540,000					

⁽¹⁾ Others mean non-employee consultants of the Group

⁽¹⁾ 其他代表非本集團僱員的本集團顧問

No Post-IPO Share Options were granted, exercised, expired, cancelled or lapsed during the six months ended 30 June 2021.

截至2021年6月30日止六個月期間，並無首次公開發售後購股權獲授出、行使、到期、註銷或失效。

1,140,000 share options granted by the Company to Ms. LI (who is both a director and one of the controlling Shareholders) shall vest in one tranche on the 1st anniversary of the grant.

本公司向李肖婷女士(董事兼控股股東之一)授出1,140,000份購股權將於授出日期起滿一年當日歸屬。

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POST-IPO SHARE OPTION SCHEME (Continued)

As at 30 June 2021, 5,140,000 share options granted by the Company (including 500,000 share options to Dr. Vincent LEE) shall vest in three tranches within a period of 3 years in proportions of 20%, 30% and 50% of the share options granted, i.e. 20% of the share options granted shall vest on the 1st anniversary of the grant, another 30% shall vest on the 2nd anniversary of the grant, and the remaining 50% shall vest on the 3rd anniversary of the grant.

200,000 share options granted by the Company shall vest in one tranche in a period of 3 years, i.e. 100% of the share options granted shall vest on the 3rd anniversary of the grant.

60,000 share options granted by the Company shall vest in three tranches within a period of 3 years in proportions of 7%, 35% and 58% of the share options granted, i.e. 7% of the share options granted shall vest on the 1st anniversary of the grant, another 35% shall vest on the 2nd anniversary of the grant, and the remaining 58% shall vest on the 3rd anniversary of the grant.

The total number of shares available for issue under the Post-IPO Share Option Scheme as at the effective date of the scheme was 100,000,000, representing 8.71% of the issued share capital of 1,148,392,203 Shares as at the date of this report.

首次公開發售後購股權計劃(續)

於2021年6月30日，本公司授出的5,140,000份購股權(包括向李佑榮醫生授出的500,000份購股權)將按所授出購股權的20%、30%及50%的比例於3年期間內分三期歸屬，即所授出購股權的20%將於授出起滿一年當日歸屬，另外30%將於授出起滿兩年當日歸屬，而餘下50%將於授出起滿三年當日歸屬。

本公司授出的200,000份購股權將於3年期間內以一期歸屬，即所授出購股權的100%將於授出起滿三年當日歸屬。

本公司授出的60,000份購股權將按所授出購股權的7%、35%及58%的比例於3年期間內分三期歸屬，即所授出購股權的7%將於授出起滿一年當日歸屬，另外35%將於授出起滿兩年當日歸屬，而餘下58%將於授出起滿三年當日歸屬。

於首次公開發售後購股權計劃之生效日，該計劃項下可供發行的股份總數為100,000,000股，佔於本報告日期已發行股本1,148,392,203股股份的8.71%。

POST-IPO SHARE OPTION SCHEME (Continued)

The fair value of the options granted on 18 July 2019 of 100,000 options, which were exercised during 2020, was HK\$118,000. The fair value of the options granted on 18 July 2019 and 14 September 2020 with outstanding balances as at 30 June 2021 of 5,400,000 options and 1,140,000 options were HK\$8,538,000 and HK\$2,405,000, respectively. These fair values were calculated using the Black-Scholes valuation model and the significant inputs into the model were as follows:

首次公開發售後購股權計劃 (續)

於2019年7月18日授出且於截至2020年已行使之100,000份購股權之公平值為118,000港元。於2019年7月18日及2020年9月14日授出但於2021年6月30日尚未行使之5,400,000份及1,140,000份購股權之公平值分別為8,538,000港元及2,405,000港元。該等公平值乃根據柏力克-舒爾斯估值模式計算，該模式之重大輸入資料如下：

		Exercise price 行使價 HK\$ 港元	Expected volatility 預期波幅	Expected life 預計年期	Risk-free rate 無風險利率	Dividend paid-out 派息率
Granted on 18 July 2019	於2019年7月18日授出	5.18	46%	1.5 years- 3.5 years 1.5年-3.5年	1.39%- 1.63%	0.39%
Granted on 14 September 2020	於2020年9月14日授出	6.34	55%	2.5	0.2%	0.32%

The expected volatility is based on historic volatility adjusted for any expected changes to future volatility based on publicly available information. Dividend paid-out rate is based on historical dividend paid-out rate. Changes in these subjective input assumptions could affect the fair value estimate. The fair values calculated are inherently subjective and uncertain due to the assumptions made and the limitations of the model used. The value of an option varies with different variables of certain subjective assumptions. Any change in variables so adopted may materially affect the estimation of the fair value of an option.

預期波幅以歷史波幅為基礎，並根據公開可得資料就任何預期的未來波幅變動作出調整。派息率根據歷史派息率釐定。倘該等主觀輸入值假設出現變動，可能會影響公平值的估算。由於作出的假設及所用模型的限制，所計算的公平值具固有的主觀性及不確定性。購股權的價值會隨著某些主觀假設的變數不同而變化。所採用變數的任何改變可能對購股權公平值的估算構成重大影響。

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INTERIM DIVIDEND

The board of Directors (the “Board”) does not recommend the payment of any interim dividend for the six months ended 30 June 2021.

CORPORATE GOVERNANCE

The Board is committed to maintaining high corporate governance standards.

In the opinion of the Board, during the six months ended 30 June 2021, the Company has complied with all applicable code provisions as set forth in the Corporate Governance Code as set out in Appendix 14 to the Listing Rules, save and except for code provision A.2.1, which states that the roles of chairman (the “Chairman”) and chief executive officer (the “CEO”) should be separate and should not be performed by the same individual. Dr. LAM Shun Chiu Dennis *JP* is both our Chairman and CEO and is responsible for the overall management of our Group and directing the strategic development and business plans of our Group.

The Board believes that vesting the roles of the Chairman and CEO in the same individual would enable the Company to achieve higher responsiveness, efficiency and effectiveness when formulating business strategies and executing business plans. The Board believes that the balance of power and authority is sufficiently maintained by the operation of the senior management and the Board, which comprises experienced and high-calibre individuals. The Board currently comprises four executive Directors (including Dr. LAM Shun Chiu Dennis *JP*) and six independent non-executive Directors and therefore has a fairly strong independence element in its composition. The Board will nevertheless review the structure and composition of the Board from time to time in light of prevailing circumstances, in order to maintain a high standard of corporate governance practices of the Company.

中期股息

董事會(「董事會」)並不建議派付截至2021年6月30日止六個月的任何中期股息。

企業管治

董事會致力維持高水平的企業管治標準。

董事會認為，截至2021年6月30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載列的全部適用守則條文，但守則條文第A.2.1條除外，該條規定主席(「主席」)與行政總裁(「行政總裁」)的角色應有區分，並不應由一人同時兼任。林順潮醫生(「太平紳士」)同時擔任主席及行政總裁的職務，負責本集團的整體管理及指導本集團的策略發展及業務計劃。

董事會相信，主席及行政總裁的角色由同一人擔任將使本公司於制訂業務策略及執行業務計劃時更敏捷、有效率及更具效益。董事會相信，由經驗豐富及優秀人才組成的高級管理層及董事會的營運足以達致平衡其權力與權限。董事會現時由四名執行董事(包括林順潮醫生(「太平紳士」))及六名獨立非執行董事組成，因此其組成具有相當高的獨立性。然而，董事會仍將根據現況不時檢討董事會的架構及組成，以保持本公司的高水平企業管治常規。

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set forth in Appendix 10 to the Listing Rules as the code of conduct regarding securities transactions of the Directors. Employees of the Group (the “Relevant Employees”) who, because of their office or employment, are likely to possess inside information in relation to the Company or its securities are also subject to compliance with the Model Code. Following specific enquiry, each of the Directors has confirmed compliance with the Model Code throughout the six months ended 30 June 2021. No incident of non-compliance of the Model Code by the Relevant Employees was noted by the Company during the six months ended 30 June 2021.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Save as disclosed in this report, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the six months ended 30 June 2021.

證券交易的標準守則

本公司已採納上市規則附錄十所載標準守則，作為董事進行證券交易的操守守則。因職務或僱傭關係而可能管有關於本公司或其證券內幕消息的本集團僱員（「有關僱員」）亦須遵守標準守則。作出特定查詢後，各董事確認於截至2021年6月30日止六個月期間一直遵守標準守則。截至2021年6月30日止六個月，本公司並無獲悉有關僱員不遵守標準守則的事件。

購買、出售或贖回上市證券

除本公告所披露者外，截至2021年6月30日止六個月，本公司或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。

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CHANGES IN INFORMATION OF AND OTHER INFORMATION ON DIRECTORS

Mr. MA Andrew Chiu Cheung (馬照祥先生), our independent non-executive Director, retired as an independent non-executive director of Chong Hing Bank Limited, a company listed on the Stock Exchange (stock code: 01111), Chong Hing Insurance Company Limited and Yue Xiu Enterprises (Holdings) Limited with effect from 14 May 2021.

Dr. LI Kwok Tung Donald (李國棟醫生), our independent non-executive Director, was appointed as an independent non-executive director of New Horizon Health Limited, a company listed on the Stock Exchange (stock code: 06606), with effect from 5 February 2021.

There is no change in Dr. MA's and Dr. LI's positions held with the Company and other members of the Group during the six months ended 30 June 2021.

Save as disclosed in this report, there are no other matters that are required to be disclosed pursuant to Rule 13.51B of the Listing Rules or required to be brought to the attention of the Shareholders.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Shares were listed (the "Listing") on the Stock Exchange since 15 January 2018 (the "Listing Date"), and the net proceeds from the global offering (the "Global Offering") amounted to HK\$609.8 million.

During the six-months ended 30 June 2021, no proceeds from the Listing were used.

Set out below is the intended use of proceeds as set out in the prospectus of the Company dated 29 December 2017 (the "Prospectus"), utilised amount and unutilised amount of net proceeds as at 30 June 2021.

董事資料變更及其他資料

獨立非執行董事馬照祥先生退任創興銀行有限公司(一間於聯交所上市的公司, 股份代號: 01111)、創興保險有限公司及越秀企業(集團)有限公司的獨立非執行董事, 自2021年5月14日起生效。

獨立非執行董事李國棟醫生獲委任為諾輝健康(一間於聯交所上市的公司, 股份代號: 06606)的獨立非執行董事, 自2021年2月5日起生效。

截至2021年6月30日止六個月, 馬先生和李醫生於本公司及本集團其他成員公司所擔任職位並無變動。

除本報告所披露者外, 概無其他事宜須根據上市規則第13.51B條予以披露, 或須敦請股東垂注。

全球發售所得款項用途

本公司股份自2018年1月15日(「上市日期」)起於聯交所上市(「上市」), 而全球發售(「全球發售」)所得款項淨額為609.8百萬港元。

截至2021年6月30日止六個月, 並無上市所得款項獲動用。

本公司日期為2017年12月29日的招股章程(「招股章程」)所載的所得款項擬定用途、所得款項淨額於2021年6月30日的已動用金額及未動用金額載列如下。

USE OF PROCEEDS FROM THE GLOBAL OFFERING (Continued) **全球發售所得款項用途 (續)**

		Percentage of net proceeds 佔所得款 項淨額 百分比	Net proceeds 所得款項 淨額	Amount utilised 已動用 金額	Amount remaining 剩餘金額
Use of net proceeds 所得款項淨額用途		%	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
For possible acquisition of three operating eye hospitals in selected Mainland China cities	用於在內地選定城市可能收購三間營運中的眼科醫院	42.5%	259,200	(123,679)	135,521
For establishing three eye hospitals in selected Mainland China cities	用於在內地選定城市設立三間眼科醫院	40.4%	246,400	(246,400)	-
For establishing two satellite clinics in Shenzhen	用於在深圳設立兩間衛星診所	4.2%	25,600	(10,000)	15,600
For upgrading our medical equipment and enhancing our information technology system in Hong Kong and Mainland China	用於在香港及內地升級醫療設備及增強資訊科技系統	8.5%	51,800	(51,800)	-
For our working capital and general corporate purpose	用作營運資金及一般企業用途	4.4%	26,800	(26,800)	-
Total	總計	100.0%	609,800	(458,679)	151,121

The Directors are reviewing the business opportunities available to the Group from time to time for the purpose of using the net proceeds for the purposes stated in the Prospectus. The Directors do not anticipate that there will be any change to the proposed use of the net proceeds for the amount remaining unused from the Global Offering from that disclosed in the Prospectus. As at the date of this report, the Directors expect that the amount remaining will be used by the end of 2022.

董事正不時審視本集團的商機，藉以將所得款項淨額用作招股章程所述用途。董事預計，招股章程所披露全球發售所得款項淨額的未動用剩餘金額的擬定用途不會有任何變動。於本報告日期，董事預期，剩餘金額將於2022年底前獲動用。

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USE OF PROCEEDS FROM THE SUBSCRIPTION

In order to strengthen the financial position of the Group and provide working capital for the Group and/or possible acquisition and/or establish eye hospital(s) in the Mainland China, on 19 June 2020, the Company entered into a placing agreement with C-MER Group Limited (the “Seller”) and the Hong Kong and Shanghai Banking Corporation Limited, as the placing agent, in respect of the placing of an aggregate amount of 68,000,000 existing ordinary shares of the Company (the “Placing Shares”) at the price of HK\$5.80 per Placing Share to not less than six independent professional, institutional and/or individual investors (the “Placing”). To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the placee and their respective ultimate beneficial owners were independent of and not connected with the Company and its connected persons or any of its respective associates. The aggregate nominal or par value of the Placing Shares is HK\$6,800,000, and the closing price of the Company as stated in the daily quotation sheet issued by the Stock Exchange on 19 June 2020, being the date of the placing agreement, was HK\$6.28 per Placing Share. The Seller then subscribed (the “Subscription”) for 68,000,000 Shares (the “Subscription Shares”) that were subsequently issued by the Company at the placing price of HK\$5.80 per Placing Share (collectively, “the Placing and the Subscription”). The Placing and the Subscription was completed on 23 June 2020 and 30 June 2020, respectively. The net subscription price (after deduction of the expenses incurred by the Seller in relation to the Placing and the Subscription) of each Subscription Share was approximately HK\$5.70. The net proceeds from the Subscription (after deducting relevant expenses borne or incurred by the Company) were approximately HK\$387.6 million. To capture potential acquisition opportunities of medical and dental clinics, which may complement the Group’s existing practice areas, the Board announced in March 2021 to expand the use of the net proceeds from the Subscription towards possible acquisition(s) and/or establishment of dental clinics and other medical clinics in Hong Kong, the acquisition(s) and/or establishment of eye hospital(s) in Mainland China and/or as working capital for the Group. The table below sets out the planned applications of the net proceeds of the Subscription and their actual usage up to 30 June 2021:

認購事項的所得款項用途

為加強本集團的財務狀況以及為本集團及／或可能收購及／或在中國內地設立眼科醫院提供營運資金，於2020年6月19日，本公司與希瑪集團有限公司（「賣方」）及香港上海滙豐銀行有限公司（作為配售代理）訂立配售協議，內容有關以每股配售股份5.80港元向不少於六名獨立專業、機構及／或個人投資者配售（「配售事項」）總共68,000,000股本公司現有普通股（「配售股份」）。據董事作出一切合理查詢後所深知、全悉及確信，承配人及彼等各自的終最終實益擁有人乃獨立於本公司及其關連人士或其各自的任何聯繫人，且與彼等概無關連。配售股份的總名義值或面值為6,800,000港元，而於2020年6月19日（即配售協議日期）聯交所刊發的每日報價表所示本公司的收市價為每股配售股份6.28港元。賣方隨後認購（「認購事項」）由本公司其後按配售價每股配售股份5.80港元發行的68,000,000股股份（「認購股份」）（統稱「配售事項及認購事項」）。配售事項及認購事項已分別於2020年6月23日及2020年6月30日完成。每股認購股份的淨認購價（經扣除賣方就配售事項及認購事項所產生的開支後）約為5.70港元。認購事項的所得款項淨額（經扣除本公司所承擔或招致的相關開支後）約為387.6百萬港元。為把握可能補充本集團的現有執業業務領域的潛在收購醫療及牙科診所的機會，董事會於2021年3月公佈擴大認購事項所得款項淨額的用途，用於可能於香港收購及／或設立牙科診所及其他醫療診所、於中國內地收購及／或設立眼科醫院及／或作為本集團的營運資金。下表載列截至2021年6月30日的認購事項所得款項淨額擬定用途及其實際用途：

USE OF PROCEEDS FROM THE SUBSCRIPTION

(Continued)

認購事項的所得款項用途 (續)

Use of proceeds 所得款項用途	Planned applications 擬定用途	Percentage of total net proceeds 佔所得款項淨額總額百分比	Actual usage up to 截至		Net proceeds brought forward 結轉所得款項淨額	Unutilised net proceeds as at 30 June 2021 於2021年6月30日的未動用所得款項淨額	Expected timeline for utilising the remaining unutilised net proceeds ⁽¹⁾ 動用餘下未動用所得款項淨額的預期時間表 ⁽¹⁾
			30 June 2021 2021年6月30日的實際用途	HK\$'000 千港元			
For possible acquisition(s) and/or establishment of dental clinics and other medical clinics in Hong Kong, the acquisition(s) and/or establishment of eye hospital(s) in Mainland China and/or as working capital for the Group	用於可能於香港收購及/或設立牙科診所及其他醫療診所、於中國內地收購及/或設立眼科醫院及/或作為本集團的營運資金	387,600	100%	45,126	387,600	342,474	By the end of 2022 2022年底

Note:

- (1) 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.

During the six months ended 30 June 2021, net proceeds from the Subscription in the amount of approximately HK\$45.1 million were used, consisting of (1) HK\$6.2 million and HK\$3.0 million for the payment of the acquisition of a dental clinic and a medical clinic in Hong Kong, respectively, and (2) HK\$18.0 million and HK\$17.9 million for the payment of the establishment of the eye hospitals in Guangzhou and Pingshan (坪山), Shenzhen, respectively.

Save as mentioned above, as at the date of this report, the Directors expect that the remaining unutilised net proceeds from the Subscription will be used in accordance with that disclosed in the announcement of the Company dated 31 March 2021.

附註：

- (1) 動用餘下所得款項的預期時間表乃根據本集團進行的未來市場狀況最佳估計而作出。其將可能因應市場狀況的目前與未來發展而變動。

截至2021年6月30日止六個月，認購事項所得款項淨額約45.1百萬港元已獲動用，包括(1) 6.2百萬港元及3.0百萬港元用於收購香港一家牙科診所及一家醫療診所的付款；及(2) 18.0百萬港元及17.9百萬港元用於在廣州及深圳坪山開設眼科醫院的付款。

除上文所披露者外，於本報告日期，董事預期，餘下未動用的認購事項所得款項淨額將按照本公司日期為2021年3月31日的公告所披露的用途動用。

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AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The audit committee of the Board comprises three independent non-executive Directors, namely, Mr. MA Andrew Chiu Cheung (Chairman of the audit committee), Dr. LI Kwok Tung Donald and Ms. BENTLEY Annie Liang.

The audit committee of the Board has reviewed with the management the accounting principles as well as practices adopted by the Group and discussed risk management and internal control as well as financial reporting matters including the review of the unaudited condensed consolidated interim financial information for the six months ended 30 June 2021 with the Directors. The Group's condensed consolidated interim financial statements have not been audited, but the Group's independent auditor has carried out a review of the unaudited interim results in accordance with the Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA.

審核委員會及中期業績審閱

董事會轄下的審核委員會由三名獨立非執行董事組成，分別為馬照祥先生（審核委員會主席）、李國棟醫生及梁安妮女士。

董事會轄下的審核委員會已與管理層一同審閱本集團所採納的會計原則及慣例，並已就風險管理、內部監控及財務報告事宜與董事討論，包括審閱截至2021年6月30日止六個月的未經審核簡明綜合中期財務資料。本集團的簡明綜合中期財務報表未經審核，但本集團的獨立核數師已根據香港會計師公會頒佈的香港審閱聘用準則第2410號「實體的獨立核數師審閱中期財務資料」審閱未經審核中期業績。



C-MER 希瑪