



CLSA Premium Limited

(於開曼群島註冊成立之有限公司)

(Incorporated in the Cayman Islands with limited liability)

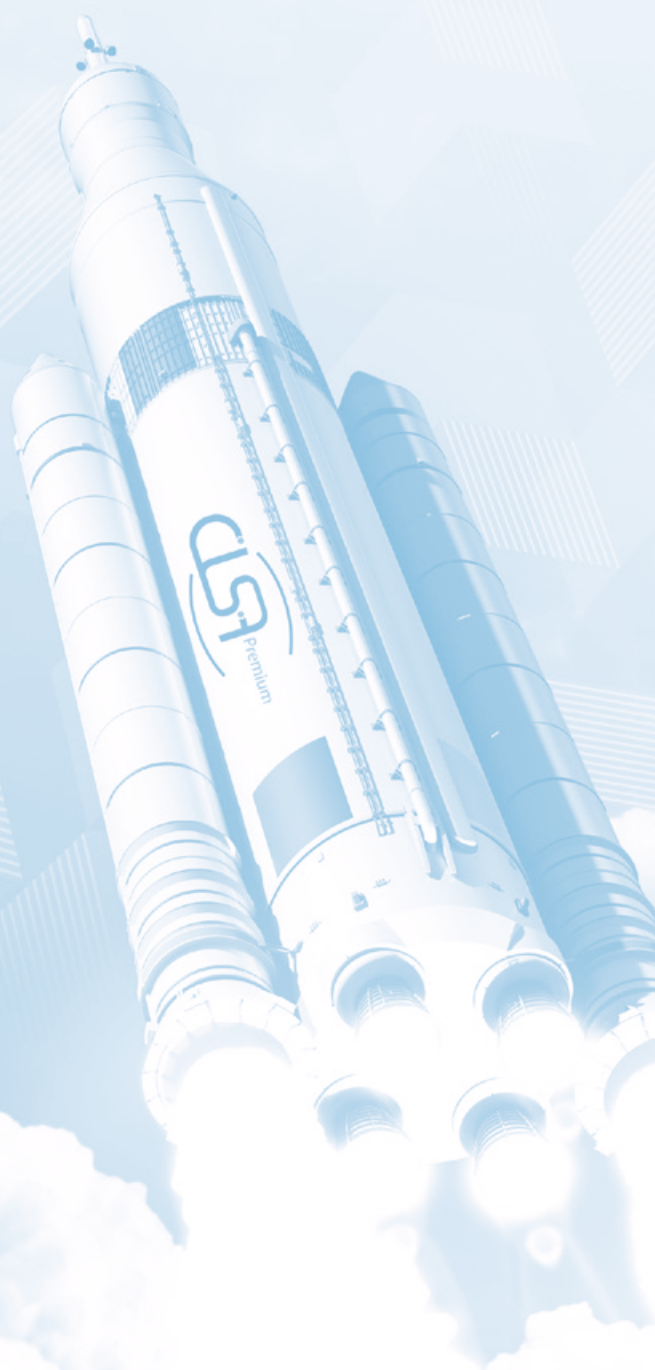
股份代號 Stock Code: 6877

2022
Interim Report
中期報告



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CORPORATE INFORMATION

公司資料

DIRECTORS

Executive Directors

Mr. YUAN Feng (*Deputy Chief Executive Officer*)
Mr. CHUNG Cheuk Fan Marco

Non-executive Directors

Mr. LI Jiong (*Chairman*)
Mr. XU Jianqiang

Independent non-executive Directors

Mr. WU Jianfeng
Mr. Christopher Wesley SATTERFIELD
Ms. HU Zhaoxia

AUDIT COMMITTEE

Ms. HU Zhaoxia (*Committee Chairman*)
Mr. WU Jianfeng
Mr. Christopher Wesley SATTERFIELD

REMUNERATION COMMITTEE

Mr. Christopher Wesley SATTERFIELD
(*Committee Chairman*)
Mr. YUAN Feng
Mr. WU Jianfeng

NOMINATION COMMITTEE

Mr. LI Jiong (*Committee Chairman*)
Mr. Christopher Wesley SATTERFIELD
Ms. HU Zhaoxia

CORPORATE GOVERNANCE COMMITTEE

Mr. XU Jianqiang (*Committee Chairman*)
Mr. Christopher Wesley SATTERFIELD
Ms. HU Zhaoxia

董事

執行董事

袁峰先生 (*副行政總裁*)
鍾卓勳先生

非執行董事

李冏先生 (*主席*)
許建強先生

獨立非執行董事

武劍鋒先生
Christopher Wesley SATTERFIELD先生
胡朝霞女士

審核委員會

胡朝霞女士 (*委員會主席*)
武劍鋒先生
Christopher Wesley SATTERFIELD先生

薪酬委員會

Christopher Wesley SATTERFIELD先生
(*委員會主席*)
袁峰先生
武劍鋒先生

提名委員會

李冏先生 (*委員會主席*)
Christopher Wesley SATTERFIELD先生
胡朝霞女士

企業管治委員會

許建強先生 (*委員會主席*)
Christopher Wesley SATTERFIELD先生
胡朝霞女士

COMPANY SECRETARY

Mr. SHEK Wing Wa

AUTHORISED REPRESENTATIVES

Mr. XU Jianqiang

Mr. YUAN Feng

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

**HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS
IN HONG KONG**

Suite 810, Level 8
One Pacific Place
88 Queensway
Hong Kong

**CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR
AND TRANSFER OFFICE**

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

公司秘書

石永華先生

授權代表

許建強先生

袁峰先生

註冊辦事處

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

總部及香港主要營業地點

香港
金鐘道88號
太古廣場一座
8樓810室

開曼群島主要股份過戶及登記處

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

CORPORATE INFORMATION

公司資料

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

PRINCIPAL BANKERS

Bank of Communications (Hong Kong) Limited
20 Pedder Street
Central, Hong Kong

Bank of China (Hong Kong) Limited
1 Garden Road, Hong Kong

China CITIC Bank International Limited
79/F, International Commerce Centre
1 Austin Road West, Kowloon
Hong Kong

AUDITOR

BDO Limited
Certified Public Accountants
Registered Public Interest Entity Auditor
25th Floor, Wing On Centre
111 Connaught Road Central
Hong Kong

STOCK CODE

6877

COMPANY'S WEBSITE

www.clsapremium.com

note:

- As disclosed in the Company's announcement dated 26 April 2022, the Company's head office and principal place of business in Hong Kong had been changed with effect from 1 May 2022.

香港股份過戶及登記分處

聯合證券登記有限公司
香港
北角英皇道338號
華懋交易廣場2期
33樓3301-04室

主要往來銀行

交通銀行(香港)有限公司
香港中環
畢打街20號

中國銀行(香港)有限公司
香港花園道1號

中信銀行(國際)有限公司
香港
九龍柯士甸道西1號
環球貿易廣場79樓

核數師

香港立信德豪會計師事務所有限公司
註冊會計師
註冊公眾利益實體核數師
香港
干諾道中111號
永安中心25樓

股份代號

6877

公司網站

www.clsapremium.com

附註：

- 誠如本公司日期為二零二二年四月二十六日之公告所披露，本公司之香港總部及主要營業地點已更改，自二零二二年五月一日起生效。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

The board (the “Board”) of directors (the “Directors”) of CLSA Premium Limited (the “Company”, together with its subsidiaries, the “Group”) presents the unaudited condensed consolidated interim financial information of the Group for the six months ended 30 June 2022 (the “2022 Interim Period”), together with the comparative figures for the corresponding period in 2021 (the “2021 Interim Period”).

CLSA Premium Limited (「本公司」，連同其附屬公司統稱「本集團」) 董事(「董事」) 會(「董事會」) 提呈本集團截至二零二二年六月三十日止六個月(「二零二二年中期期間」) 之未經審核簡明綜合中期財務資料，連同二零二一年同期(「二零二一年中期期間」) 的比較數字。

FINANCIAL PERFORMANCE AND BUSINESS REVIEW

Financial Performance

Significant financial information for the period ended 30 June

Consolidated profit and loss analysis

財務表現及業務回顧

財務表現

截至六月三十日止期間之重要財務資料

綜合損益分析

Items	項目	Six months ended 30 June 2022 截至二零二二年六月三十日止六個月 HK\$'000 千港元	Six months ended 30 June 2021 截至二零二一年六月三十日止六個月 HK\$'000 千港元	Percentage changes over the corresponding period of last year 較去年同期變動百分比
Operating results	經營業績			
Total income	收入總額	8,575	3,802	126%
Total expenses	開支總額	(25,679)	(35,038)	-27%
Loss before tax	除稅前虧損	(17,270)	(31,366)	-45%
Loss for the period attributable to shareholders of the Company and holders of other equity instruments	本公司股東及其他權益工具持有人應佔期內虧損	(17,495)	(29,981)	-42%
Net cash used in operating activities	經營活動所用現金淨額	(7,543)	(21,927)	-66%
Loss per share (HK cents/share)	每股虧損(港仙/股)			
Basic and diluted loss per share ^{note}	每股基本及攤薄虧損 ^{附註}	(0.86)	(1.47)	-42%

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

Consolidated financial position analysis

綜合財務狀況分析

Items	項目	30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	31 December 2021 二零二一年 十二月 三十一日 HK\$'000 千港元	Percentage changes over the end of last year 較去年底 變動 百分比
Financial position	財務狀況			
Total assets	資產總值	284,100	330,616	-14%
Total equity	權益總額	245,522	268,757	-9%
Total equity attributable to equity holders of the Company	本公司權益持有人應佔權益總額	245,522	268,757	-9%
Total issued share capital (in thousand shares)	已發行股本總數 (以千股計)	2,033,290	2,033,290	-
Net assets attributable to equity holders of the Company per share (HK\$/share) ^{note}	本公司權益持有人應佔每股資產淨值 (港元/股) ^{附註}	0.12	0.13	-8%
Gearing ratio	資本負債比率	0.2%	3.6%	-94%

note: The denominator is the weighted average number of the Company's ordinary shares in issue.

附註：分母為本公司已發行普通股之加權平均數。

Analysis on changes in owner's equity

持有人權益變動分析

Items	項目	2022 二零二二年 HK\$'000 千港元
Balance at 1 January	於一月一日之結餘	268,757
Loss for the period	期內虧損	(17,495)
Other comprehensive expense	其他全面開支	(5,740)
Total equity balance as at 30 June	於六月三十日之權益結餘總額	245,522

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

The 2022 Interim Period compared with the 2021 Interim Period

Total Income

The total income of the Group increased by approximately 126% to HK\$8.58 million for the 2022 Interim Period from HK\$3.80 million for the 2021 Interim Period.

A. Sales of goods

The sales of goods of the Group was approximately HK\$7.60 million for the 2022 Interim Period, mainly driven by the expansion of the healthcare product business of the Group.

B. Leveraged foreign exchange and other trading income

The leveraged foreign exchange and other trading income of the Group decreased by approximately 52% to HK\$0.62 million for the 2022 Interim Period from HK\$1.29 million for the 2021 Interim Period. The bullion trading business has recorded approximately HK\$1.38 million of trading income in Hong Kong, offset by approximately HK\$0.77 million of trading loss in Australia.

C. Fee and commission income

The fee and commission income of the Group decreased by approximately 18% to HK\$23,000 for the 2022 Interim Period from HK\$28,000 for the 2021 Interim Period, mainly due to decreased stock trading volume in New Zealand.

D. Other income

The other income of the Group decreased by approximately 87% to HK\$0.33 million for the 2022 Interim Period from HK\$2.48 million for the 2021 Interim Period. In particular, management fee income previously derived from services provided to a related party has ceased from October 2021 so management fee income is nil for the 2022 Interim Period (the 2021 Interim Period: HK\$1.80 million). Furthermore, government subsidies is nil for the 2022 Interim Period (the 2021 Interim Period: HK\$0.27 million as the JobKeeper Payment Scheme launched by the Australian Government has ended in April 2021). See Notes 5 and 25 to the interim financial information for more details.

二零二二中期期間與二零二一年中期期間的比較

總收入

本集團的總收入由二零二一年中期期間的3,800,000港元增加約126%至二零二二中期期間的8,580,000港元。

A. 銷售貨品

於二零二二中期期間，本集團銷售貨品為約7,600,000港元，主要受本集團擴充保健產品業務推動。

B. 槓桿式外匯及其他交易收入

本集團的槓桿式外匯及其他交易收入由二零二一年中期期間的1,290,000港元減少約52%至二零二二中期期間的620,000港元。貴金屬交易業務已於香港錄得交易收入約1,380,000港元，被澳洲交易虧損約770,000港元所抵銷。

C. 費用及佣金收入

本集團的費用及佣金收入由二零二一年中期期間的28,000港元減少約18%至二零二二中期期間的23,000港元，此乃主要由於新西蘭的交易量減少所致。

D. 其他收入

本集團的其他收入由二零二一年中期期間的2,480,000減少約87%至二零二二中期期間的330,000港元。尤其是，由於先來自向關聯方提供服務的管理費收入已於二零二一年十月中止，二零二二中期期間的管理費收入為零（二零二一年中期期間：1,800,000港元）。此外，二零二二中期期間的政府補貼為零（二零二一年中期期間：270,000港元，此乃由於澳洲政府推出的工資補貼計劃已於二零二一年四月截止）。更多詳情請參閱中期財務資料附註5及25。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

Cost of sales

The cost of sales of the Group was HK\$5.33 million for the 2022 Interim Period, mainly including the cost of sales of the healthcare products.

Referral expenses and other charges

The referral expenses and other charges of the Group increased to HK\$1.33 million for the 2022 Interim Period from HK\$0.43 million for the 2021 Interim Period. The increase was mainly due to the increase in trading volume referred by business partners and rewards to clients.

Staff costs

The staff costs of the Group decreased by approximately 18% to HK\$10.11 million for the 2022 Interim Period from HK\$12.38 million for the 2021 Interim Period. The decrease was mainly driven by the redundancy of staff following the suspension of the New Zealand operation.

Depreciation – property, plant and equipment

Depreciation of property, plant and equipment decreased to approximately HK\$0.45 million for the 2022 Interim Period from approximately HK\$1.19 million for the 2021 Interim Period. The depreciation expense in the 2022 Interim Period is less than that of the 2021 Interim Period as some of the assets became fully depreciated in 2021.

Depreciation – right-of-use assets

Depreciation for right of use of assets decreased to approximately HK\$1.39 million for the 2022 Interim Period from approximately HK\$5.90 million for the 2021 Interim Period. The decrease was mainly due to the office relocation in 2022 and 2021.

Other operating expenses

The other operating expenses of the Group decreased by approximately 53% to HK\$7.08 million for the 2022 Interim Period from HK\$15.13 million for the 2021 Interim Period. This was mainly due to the combined effect of the decrease of professional and consultancy fees of HK\$4.15 million, the decrease of repair and maintenance (including system maintenance) fee of HK\$2.31 million and the increase of net foreign exchange gain of HK\$3.15 million, offset by the increase in insurance of HK\$1.66 million.

Net loss

For the reasons set forth above, the Group had a net loss of HK\$17.50 million for the 2022 Interim Period, compared with a net loss of HK\$29.98 million for the 2021 Interim Period.

銷售成本

二零二二年中期期間本集團的銷售成本為5,330,000港元，主要包括保健產品銷售的成本。

轉介開支及其他費用

本集團的轉介開支及其他費用由二零二一年中期期間的430,000港元增加至二零二二年中期期間的1,330,000港元。增加乃主要由於業務夥伴轉介的成交量及對客戶的獎勵增加。

員工成本

本集團的員工成本由二零二一年中期期間的12,380,000港元減少約18%至二零二二年中期期間的10,110,000港元。減少乃主要由於新西蘭業務暫停後的裁員所致。

折舊－物業、廠房及設備

物業、廠房及設備的折舊由二零二一年中期期間約1,190,000港元減少至二零二二年中期期間約450,000港元。由於部分資產已於二零二一年全數折舊，二零二二年中期期間的折舊開支少於二零二一年中期期間的折舊開支。

折舊－使用權資產

使用權資產折舊由二零二一年中期期間約5,900,000港元減少至二零二二年中期期間約1,390,000港元。減少主要由於二零二二年及二零二一年的辦公室搬遷。

其他經營開支

本集團的其他經營開支由二零二一年中期期間的15,130,000港元減少約53%至二零二二年中期期間的7,080,000港元。此乃主要由於專業及諮詢費減少4,150,000港元、維修及維護（包括系統維護）費用減少2,310,000港元以及外匯收益淨額增加3,150,000港元被保險增加1,660,000港元抵銷之綜合影響。

淨虧損

基於上述理由，與二零二一年中期期間錄得淨虧損29,980,000港元比較，本集團於二零二二年中期期間錄得淨虧損17,500,000港元。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

Significant investments, material acquisitions and disposals of subsidiaries

During the 2022 Interim Period, the Group did not have any significant investments held, material acquisitions and disposals.

Liquidity and financial resources

During the 2022 Interim Period, the operations of the Group were financed principally by equity capital, cash generated by the Group's business operations and cash and bank deposits.

As at 30 June 2022, cash and bank balances held by the Group amounted to HK\$221.28 million (as at 31 December 2021: HK\$195.49 million).

Gearing ratio

The gearing ratio calculated on the basis of net debts (financial lease obligation) over the total shareholders' equity as at 30 June 2022 was approximately 0.2% (as at 31 December 2021: approximately 3.6%).

Foreign currency exposure

During the 2022 Interim Period, the Group recorded an exchange gain of HK\$4.82 million (the 2021 Interim Period: gain of HK\$1.67 million). This was mainly due to the half year end translation of monetary assets denominated in foreign currency into local reporting currency by the Company's subsidiaries in Australia and New Zealand. The foreign currency risk is managed proactively by regular review of the currency positions in the basket of currency mix. To minimise the risk exposure, the Group has a hedge strategy based on prevailing market conditions and working capital requirements of subsidiaries.

Capital Structure

During the 2022 Interim Period, the Group's capital structure consisted of equity attributable to owners of the Company, comprising issued share capital and reserves.

New products and services

During the 2022 Interim Period, save as disclosed under Business Review section, no other new products or services was launched.

重大投資、重大收購及出售附屬公司

於二零二二年中期期間，本集團並無持有任何重大投資、重大收購及出售事項。

流動資金及財務資源

於二零二二年中期期間，本集團的營運主要由股本、本集團業務營運所得現金以及現金及銀行存款提供資金。

於二零二二年六月三十日，本集團持有的現金及銀行結餘為221,280,000港元（於二零二一年十二月三十一日：195,490,000港元）。

負債比率

負債比率乃根據債務淨額（融資租賃承擔）除以股東權益總額計算，於二零二二年六月三十日約為0.2%（於二零二一年十二月三十一日：約3.6%）。

外匯風險

於二零二二年中期期間，本集團錄得匯兌收益4,820,000港元（二零二一年中期期間：收益1,670,000港元），主要由於本公司於澳洲和新西蘭之附屬公司於半年度結算日將以外幣計值的貨幣資產換算為當地呈報貨幣所致。本集團透過定期檢討一籃子貨幣組合內的貨幣持倉積極管理外匯風險。為降低所面臨的風險，本集團根據現行市況及附屬公司的營運資金需求運用對沖策略。

資本架構

於二零二二年中期期間，本集團的資本架構包括本公司擁有人應佔股權（包括已發行股本）及儲備。

新產品及服務

於二零二二年中期期間，除業務回顧一節所披露者外，本集團並無推出任何其他新產品或服務。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

Charges on the Group's assets

As at 30 June 2022, there were no charge on the Group's assets (as at 31 December 2021: nil).

Contingent liabilities

Details of the Group's contingent liabilities as at 30 June 2022 are set out in Note 26 to the interim financial information.

Employees and remuneration policies

As at 30 June 2022, the Group engaged a total of 18 employees (as at 31 December 2021: a total of 35). Total staff costs including Directors' remuneration but excluding pension scheme contributions for the 2022 Interim Period amounting to approximately HK\$9.69 million (the 2021 Interim Period: HK\$11.92 million). The Group's remuneration policies are in line with the prevailing market practices and are determined on the basis of performance and experience of individual employees. The Group provides retirement benefits in accordance with the relevant laws and regulations in the place where the staff is employed. The Company has adopted a share option scheme pursuant to which the Directors and employees of the Group are entitled to participate.

Qualified audit opinion made by the independent auditor in the 2021 annual report

As disclosed in the Company's 2021 annual report, the Company's auditor expressed a qualified opinion on the consolidated financial statements for the year ended 31 December 2021 in relation to the possible effects of the matters described in the basis for qualified opinion on the comparability of the related 2021 figures and the 2020 figures in the consolidated financial statements for the year ended 31 December 2021 (the "Audit Qualification").

The Audit Qualification is a consequential result arising from the qualified opinion expressed by the Company's auditor, containing the qualification in respect of (i) the opening balances on the consolidated financial position of the Group as at 31 December 2020; (ii) corresponding figures in the consolidated financial statements for the year ended 31 December 2020; and (iii) the related disclosures included in the consolidated financial statements of the Group for the year ended 31 December 2020, the details of which have been set out in the auditor's report for 2020 Financial Statements dated 16 March 2021.

本集團資產抵押

於二零二二年六月三十日，本集團並無資產抵押（於二零二一年十二月三十一日：無）。

或然負債

於二零二二年六月三十日之本集團或然負債之詳情載於中期財務資料附註26。

僱員及薪酬政策

於二零二二年六月三十日，本集團合共聘用18名僱員（於二零二一年十二月三十一日：合共35名）。於二零二二年中期期間的員工成本總額（包括董事酬金，惟不包括退休金計劃供款）約為9,690,000港元（二零二一年中期期間：11,920,000港元）。本集團的薪酬政策符合現行市場慣例並根據員工個人的表現及經驗而釐定。本集團根據員工受聘所在地的相關法律法規提供退休福利。本公司已採納購股權計劃，據此，本集團董事及僱員有權參與購股權計劃。

獨立核數師在二零二一年年報中出具的保留審核意見

誠如本公司二零二一年年報所披露，本公司核數師就保留意見之基準中所述事宜對截至二零二一年十二月三十一日止年度的綜合財務報表所載相關二零二一年數字與二零二零年數字的可比性的可能影響而對截至二零二一年十二月三十一日止年度的綜合財務報表發表保留意見（「審核保留意見」）。

審核保留意見乃由於本公司核數師就(i)本集團於二零二零年十二月三十一日的綜合財務狀況的年初結餘；(ii)截至二零二零年十二月三十一日止年度的綜合財務報表相關數字；及(iii)本集團截至二零二零年十二月三十一日止年度綜合財務報表的相關披露發表保留意見所致，有關詳情已載於日期為二零二一年三月十六日的二零二零年財務報表的核數師報告內。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

The Board and the Company's audit committee (the "Audit Committee") agreed with the auditor's view in respect of the Audit Qualification. The Audit Committee had reviewed the management's position on the major judgement areas and there was no disagreement by the Audit Committee with the management's position on the qualified opinion issued by the Company's auditor.

The Audit Committee had further discussed with the Company's auditor the impact of the Audit Qualification in subsequent financial year and agreed that the Audit Qualification would likely be removed for the financial year 2022 as the possible effects of the matters in concern would not affect the results of the Group for the year ending 31 December 2021 and will not recur.

Business Review

In the past years, the Group's business performance has been adversely affected by the legacy issues and further impacted by the prolonged COVID-19 pandemic. To restore profitability and improve the Group's overall financial position, the management has been striving to reconstruct the margin dealing business and explore new business opportunities in the "new normal" environment. In the 2022 Interim Period, the management has decided to (i) explore business opportunities in the healthcare industry, (ii) suspend the operation in New Zealand and (iii) continue the cost reduction measures. These combined efforts have simultaneously increased the total income and decreased total expenses, reducing the net loss by 42% as compared with the 2021 Interim Period.

In the second quarter of 2022, after conducting a detailed market analysis, the management considered a penetration in the healthcare industry could diversify the Group's revenue sources and therefore launched an initial exploration into the healthcare market. In May 2022, after hiring a team with significant experience in healthcare products, the Group launched its healthcare product business via various channels. The healthcare product segment has successfully achieved approximately HK\$7.60 million of total sales revenue in the months of May and June 2022.

就審核保留意見而言，董事會及本公司審核委員會（「審核委員會」）同意核數師的意見。審核委員會已檢討管理層於主要判斷領域的立場。就本公司核數師所出具的保留意見而言，審核委員會與管理層的立場並無分歧。

審核委員會已與本公司核數師就往後財政年度之審核保留意見之影響進行深入探討，且同意由於有關事項之潛在影響將不會對本集團截至二零二一年十二月三十一日止年度之業績產生影響，審核保留意見有望於二零二二年財政年度移除，亦不會再出現。

業務回顧

於過往年度，本集團業務表現受到遺留問題及新型冠狀病毒疫情的不利影響。為恢復盈利能力及改善本集團的整體財務狀況，管理層一直致力於重建保證金交易業務，並在「新常态」環境下探尋新業務機會。於二零二二年中期期間，管理層已決定(i)探索保健產品行業的業務機會；(ii)暫停營運新西蘭業務；及(iii)繼續採取成本削減措施。該等措施同時增加了收入總額並減少開支總額，與二零二一年中期期間相比，虧損淨額減少42%。

於二零二二年第二季度，管理層經過詳細市場分析後認為開拓保健產品業務可令本集團收益來源多元化，因此，本公司對保健產品市場進行初步探索。於二零二二年五月，本集團聘請一支在保健產品方面具有豐富經驗的團隊後，通過多種渠道開展保健產品業務。保健產品分部於二零二二年五月及六月成功實現銷售收益總額約7,600,000港元。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

In the 2022 Interim Period, the margin dealing segment has achieved a 115% growth in overall client trading volume compared with the 2021 Interim Period. In particular, despite the challenges from regulatory reforms and social distancing measures, Australian client trading volume has increased by 14% compared with the 2021 Interim Period. The new bullion trading business also posted steady growth with a 47% share of total trading volume and approximately HK\$1.38 million of total trading income in the 2022 Interim Period.

Regarding the New Zealand operation, as announced previously, the Group has decided to suspend the operation due to the uncertainty of the removal of the additional licence conditions imposed by the Financial Market Authority, and the operational and financial challenges faced by the New Zealand entity. This suspension has significantly reduced the operating expenses, including an estimated HK\$4.61 million reduction in staff costs in 2022 as compared with 2021.

On the condition that there shall be no adverse effect on the business as a whole, the Group has continued to take actions to streamline operations and make the business more efficient. Apart from the cost savings derived from the suspension of the New Zealand operations, the Group has reduced (i) approximately HK\$5.28 million on the office rent and related expenses after relocating the Hong Kong office, (ii) approximately HK\$2.31 million on IT maintenance and support after negotiating a new agreement with IT services providers and (iii) approximately HK\$4.15 million in professional and consultancy expenses in the 2022 Interim Period compared with the 2021 Interim Period.

The abovementioned efforts have allowed the Group to significantly increase the total income and reduce the total expense in the 2022 Interim Period. As a result, the operating loss has decreased by 45% from HK\$31.24 million in the 2021 Interim Period to HK\$17.10 million in the 2022 Interim Period.

與二零二一年中期期間相比，二零二二年中期期間，保證金交易分部的整體客戶交易量已實現115%的增長。尤其是，儘管面臨來自監管改革及社交距離措施的挑戰，澳洲客戶交易量較二零二一年中期期間增長14%。於二零二二年中期期間，新貴金屬交易業務亦實現穩定增長，佔總交易量的47%及總交易收入中的約1,380,000港元。

關於新西蘭業務，誠如先前所公告，由於新西蘭金融市場管理局所施加的額外牌照條款撤銷的不確定性及新西蘭實體面臨營運及財務挑戰，本集團已決定暫停營運。該暫停大大降低營運開支，包括與二零二一年相比，二零二二年員工成本減少4,610,000港元。

在不對整體業務構成不利影響的前提下，本集團繼續採取措施精簡營運並提高業務效率。除因暫停新西蘭營運而節省的成本外，相較二零二一年中期期間，本集團於二零二二年中期期間已減少(i)香港辦公室租金及相關開支約5,280,000港元；(ii)與資訊科技服務供應商協商新的協議後減少資訊科技維護及支持費用約2,310,000港元；及(iii)專業及諮詢開支約4,150,000港元。

上述努力使本集團於二零二二年中期期間大幅增加收入總額並減少支出總額。因此，經營虧損已由二零二一年中期期間的31,240,000港元減少45%至二零二二年中期期間的17,100,000港元。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層之討論及分析

Business development update and progress on business plan

Given the overall refocusing effort, the Group has achieved initial results in both increasing revenue and reducing costs, the management will continue to examine closely existing businesses, reallocate resources if necessary and explore new opportunities.

The healthcare product business achieved an encouraging start in the 2022 Interim Period, with HK\$7.60 million in sales revenue in the months of May and June 2022. This success provides confidence to the team to further execute the business plan and grow the business. In the short term, the team will focus on the improvement of operational efficiency to enhance client experiences, and the expansion of its client base by active marketing based on the online campaign schedule of the e-commerce marketplaces. Subject to steady revenue growth, the Group will gradually broaden the product lineup by adding a variety of Chinese herbal medicines and explore different sales channels. The management will continue to monitor the business landscape and derive an overall business plan for the Group.

In the margin dealing business, the management can confirm the client satisfaction with our products and services from the growth in trading volume of both Australian and Hong Kong clients. In particular, the Group has received positive feedback from a number of clients who have previously experienced withdrawal and trade issues at other brokers. Under the volatile market, our fair and transparent trading conditions and adequate capital have allowed the Group to maintain its competitiveness among other retail brokers. However, the Group also recognised the need to review its dealing operations to restore and further enhance profitability from the increasing client transactions. Since the profit margin of this business segment is generally higher, as client trading volume increases, the dealing performance becomes more crucial to the trading income as well as the overall business performance. The management will continue to evaluate closely the prospects of the margin dealing business and to take appropriate actions if needed to maintain the competitiveness of the Group.

業務發展更新及業務計劃進度

鑒於整體重心調整工作，本集團已在增收降本兩方面取得初步成效，管理層將繼續密切審視現有業務，必要時重新配置資源，探索新機遇。

保健產品業務於二零二二中期期間締造的首半年業績讓人鼓舞，於二零二二年五月及六月銷售收益達到7,600,000港元。此次成功為團隊繼續執行業務計劃及發展業務提供了信心。短期內，團隊將專注於提高營運效率以提升客戶體驗，並配合網上電子購物平台的推廣活動計劃積極做好營銷工作以擴大客戶群。在收益穩定增長的前提下，本集團將逐步拓寬產品陣容，增加各種中成藥，探索多種銷售渠道。管理層將繼續監察業務前景，並為本集團制定整體業務計劃。

關於保證金交易業務，自澳洲及香港客戶的交易量增長來看，管理層可以確認客戶對我們產品及服務的滿意度。尤其是，本集團收到許多客戶的積極反饋，該等客戶此前在其他經紀公司遇到提款及交易問題。面對動蕩的市場，我們公平、透明的交易條件及充足的資金令本集團在保證金交易行業中保有競爭力。然而，本集團亦認識到改善交易部門運作的必要性，以恢復並進一步提高來自客戶交易的盈利能力。由於該業務分部的利潤率通常較高，隨著客戶交易量的增加，交易部門的表現對交易收入以及整體業務表現變得更加關鍵。管理層將繼續密切評估保證金交易業務的前景，並在需要時採取適當行動以維持本集團的競爭力。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

INTERESTS AND SHORT POSITIONS OF DIRECTORS AND CHIEF EXECUTIVES IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2022, none of the Directors nor the Company's chief executives had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong, the "SFO")) (i) which were required, pursuant to section 352 of the SFO, to be recorded in the register as referred to therein; or (ii) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 to the Rules (the "Listing Rules") Governing the Listing of Securities on the Stock Exchange.

INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS DISCLOSEABLE UNDER THE SFO

As at 30 June 2022, so far as the Directors and the Company's chief executives are aware, other than the interests and short positions of the Directors and the Company's chief executives as disclosed, the following persons had interests or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO, or as otherwise notified to the Company and the Stock Exchange:

董事及最高行政人員於股份、相關股份及債券之權益及淡倉

於二零二二年六月三十日，概無董事及本公司之最高行政人員於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債券中擁有任何(i)根據證券及期貨條例第352條須載入該條例所指之登記冊中之權益或淡倉；或(ii)根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄10所載上市發行人董事進行證券交易之標準守則（「標準守則」）須知會本公司及聯交所之權益或淡倉。

根據證券及期貨條例須予披露之股東權益及淡倉

據董事及本公司最高行政人員所知，於二零二二年六月三十日，除所披露之董事及本公司最高行政人員之權益及淡倉外，以下人士於本公司的股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司披露或記錄於本公司根據證券及期貨條例第336條須備存的登記冊或以其他方式知會本公司及聯交所的權益或淡倉：

CORPORATE GOVERNANCE AND OTHER INFORMATION 企業管治及其他資料

Names	Capacity	Number of shares/ underlying shares held 所持股份／相關股份數目		Derivative interests	Total	Approximate% of the number of issued shares 佔已發行 股份數目 概約百分比
		Shares				
名稱	身份	股份		衍生權益	總數	
CITIC Securities Overseas Investment Company Limited 中信証券海外投資有限公司	Beneficial owner 實益擁有人	1,200,310,001		–	1,200,310,001	59.03%
CITIC Securities Company Limited 中信証券股份有限公司	Interests of controlled corporation 受控制法團權益	1,200,310,001		–	1,200,310,001	59.03%
KVB Holdings Limited	Beneficial owner 實益擁有人	300,000,000		–	300,000,000	14.75%
Li Zhi Da 李志達	Interests of controlled corporation 受控制法團權益	300,000,000		–	300,000,000	14.75%
Calypso International Investment Co., Limited	Beneficial owner 實益擁有人	106,355,000		–	106,355,000	5.23%
Hainan Province Cihang Foundation 海南省慈航公益基金會	Interests of controlled corporation 受控制法團權益	106,355,000		–	106,355,000	5.23%
Cihang Sino-Western Cultural and Educational Exchange Foundation Limited 慈航東西方文教交流基金會有限公司	Interests of controlled corporation 受控制法團權益	106,355,000		–	106,355,000	5.23%

notes:

- CITIC Securities Overseas Investment Company Limited (“CS Overseas”) beneficially owns 1,200,310,001 ordinary shares of the Company. CS Overseas is wholly and beneficially owned by CITIC Securities Company Limited (“CITIC Securities”). By virtue of the SFO, CITIC Securities was deemed to be interested in those shares held by CS Overseas.
- KVB Holdings Limited (“KHL”) beneficially owns 300,000,000 ordinary shares of the Company. KHL is held 75% of shares by Mr. Li Zhi Da (“Mr. Li”). By virtue of the SFO, Mr. Li was deemed to be interested in those shares held by KHL.

附註：

- 中信証券海外投資有限公司（「中信証券海外」）實益擁有本公司1,200,310,001股普通股股份。中信証券海外由中信証券股份有限公司（「中信証券」）全資及實益擁有。根據證券及期貨條例，中信証券被視為於中信証券海外擁有的股份中擁有權益。
- KVB Holdings Limited（「KHL」）實益擁有本公司300,000,000股普通股股份。KHL由李志達先生（「李先生」）持有75%股份。根據證券及期貨條例，李先生被視為於KHL擁有的股份中擁有權益。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

- Calypso International Investment Co., Limited was a wholly owned subsidiary of 海航速運投資(上海)有限公司, which was in turn wholly owned by HNA Group Co., Ltd.. HNA Group Co., Ltd. was held as to 70% by Hainan Traffic Administration Holding Co., Ltd.. Hainan Traffic Administration Holding Co., Ltd. was in turn held as to 50% by Sheng Tang Development (Yangpu) Co., Ltd.. Sheng Tang Development (Yangpu) Co., Ltd. was held as to 65% by Hainan Province Cihang Foundation and 35% by Tang Dynasty Development Co. Ltd. which was in turn 98% held by Pan-American Aviation Holding Company, which was wholly owned by Cihang Sino-Western Cultural and Educational Exchange Foundation Limited. Cihang Sino-Western Cultural and Educational Exchange Foundation Limited and Hainan Province Cihang Foundation were deemed under the SFO to be interested in entire 106,355,000 ordinary shares of the Company held by Calypso International Investment Co., Limited.
- Calypso International Investment Co., Limited 為海航速運投資(上海)有限公司之全資附屬公司, 而海航速運投資(上海)有限公司由海航集團有限公司全資擁有。海航集團有限公司由海南交管控股有限公司持有70%權益, 而海南交管控股有限公司由盛唐發展(洋浦)有限公司持有50%權益。盛唐發展(洋浦)有限公司由海南省慈航公益基金會持有65%及盛唐發展有限公司持有35%權益, 盛唐發展有限公司由Pan-American Aviation Holding Company持有98%權益, 而Pan-American Aviation Holding Company由慈航東西方文教交流基金會有限公司全資擁有。根據證券及期貨條例, 慈航東西方文教交流基金會有限公司及海南省慈航公益基金會被視為於Calypso International Investment Co., Limited全數持有本公司的106,355,000股普通股股份中擁有權益。

Save as disclosed above, as at 30 June 2022, there was no other person (other than the Directors and the Company's chief executives) who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO, or as otherwise notified to the Company and the Stock Exchange.

INTERIM DIVIDEND

The Board has resolved not to declare any payment of dividend for the 2022 Interim Period (for the 2021 Interim Period: nil).

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

During the 2022 Interim Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has complied with the code provisions set out in the Corporate Governance Code contained in Appendix 14 to the Listing Rules throughout the 2022 Interim Period.

除上文所披露者外, 於二零二二年六月三十日, 概無任何其他人士(董事及本公司最高行政人員除外)於本公司股份或相關股份擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司披露或記錄於本公司須根據證券及期貨條例第336條所備存的登記冊或須知會本公司及聯交所之權益或淡倉。

中期股息

董事會已決議不就二零二二年中期期間宣派任何股息(二零二一年中期期間: 無)。

購買、出售及贖回本公司之上市證券

於二零二二年中期期間, 本公司及其任何附屬公司概無購買、出售或贖回本公司之任何上市證券。

遵守企業管治守則

於二零二二年中期期間, 本公司一直遵守上市規則附錄14所載之企業管治守則之守則條文。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as disclosed, no transactions, arrangements or contracts of significance in relation to the Group's business to which the Group was a party and in which a Director or an entity connected with a Director had a material interest, whether directly or indirectly, subsisted at the 2022 Interim Period or at any time during such period.

DISCLOSURE OF DIRECTORS' INFORMATION PURSUANT TO RULE 13.51B (1) OF THE LISTING RULES

Since 1 June 2022, Mr. Xu Jianqiang has been appointed as the Head of Asset Management of CLSA.

On 27 June 2022, Mr. Yuan Feng, Mr. Christopher Wesley Satterfield, Mr. Wu Jianfeng and Ms. Hu Zhaoxia have renewed the director's service contract with the Company accordingly under the same terms and conditions of the one which expired on 26 June 2022.

The basis for determining the Directors' emoluments (including bonus payments) remained unchanged during the six months ended 30 June 2022.

Save as disclosed, during the six months ended 30 June 2022, there were no other changes to the Directors' information that are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

REVIEW OF FINANCIAL STATEMENTS

The Audit Committee comprises three independent non-executive Directors, namely, Ms. Hu Zhaoxia, Mr. Wu Jianfeng and Mr. Christopher Wesley Satterfield. Ms. Hu Zhaoxia is the chairman of the Audit Committee. The Audit Committee had reviewed and expressed no disagreement with the accounting treatment adopted by the Company in preparing the unaudited condensed consolidated interim results of the Group for the 2022 Interim Period and has provided advice and comments thereon.

董事於交易、安排或合約的權益

除所披露者外，於二零二二年中期期間或有關期間內任何時間，本集團概無訂立對本集團業務屬重大且董事或與董事有關連的實體直接或間接擁有重大權益的持續有效交易、安排或合約。

根據上市規則第13.51B(1)條披露之董事資料

二零二二年六月一日起，許建強先生被中信里昂委任為資產管理業務負責人。

於二零二二年六月二十七日，袁峰先生、Christopher Wesley Satterfield先生、武劍鋒先生及胡朝霞女士已相應根據於二零二二年六月二十六日屆滿的董事服務合約的相同條款及條件與本公司重續董事服務合約。

截至二零二二年六月三十日止六個月，董事酬金（包括花紅）的釐定基準維持不變。

除已披露外，於截至二零二二年六月三十日止六個月，並無其他董事資料變動而須根據上市規則第13.51B(1)條予以披露。

審閱財務報表

審核委員會由三名獨立非執行董事組成，分別為胡朝霞女士、武劍鋒先生及Christopher Wesley Satterfield先生。胡朝霞女士為審核委員會主席。審核委員會已審閱及對本公司就編製本集團二零二二年中期期間之未經審核簡明綜合中期業績所採納之會計處理方法並無異議，及為此已提供建議及意見。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as the code of conduct regarding transactions in the Company's securities by the Directors and the directors or employees of the Company's subsidiaries who are likely to possess the Group's inside information.

Having made specific enquiry, all the Directors confirmed that they had complied with the Model Code during the 2022 Interim Period. Besides, no incident of non-compliance of the Model Code by the employees was noted by the Company.

By Order of the Board
CLSA Premium Limited
Yuan Feng
Executive Director

Hong Kong, 1 August 2022

董事進行的證券交易

本公司已採納標準守則作為可能持有本集團之內幕消息的董事及本公司附屬公司之董事或僱員在進行本公司證券交易時的行為守則。

經作出具體查詢後，所有董事確認，彼等於二零二二年中期期間已遵守標準守則。此外，本公司未發現僱員違反標準守則之事件。

承董事會命
CLSA Premium Limited
執行董事
袁峰

香港，二零二二年八月一日

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

簡明綜合中期全面收益表

As at 30 June 2022 於二零二二年六月三十日

		Unaudited		
		未經審核		
		Six months ended 30 June		
		截至六月三十日止六個月		
	<i>Notes</i>	2022	2021	
	<i>附註</i>	二零二二年	二零二一年	
		HK\$'000	HK\$'000	
		千港元	千港元	
Sales of goods	銷售貨品	4	7,601	–
Leveraged foreign exchange and other trading income	槓桿式外匯及其他交易收入	4	618	1,290
Fee and commission income	費用及佣金收入	4	23	28
Other income	其他收入	4, 5	333	2,484
Total income	收入總額		8,575	3,802
Cost of sales	銷售成本		(5,328)	–
Referral expenses and other charges	轉介開支及其他費用		(1,325)	(427)
Staff costs	員工成本	6	(10,114)	(12,382)
Depreciation – property, plant and equipment	折舊 – 物業、廠房及設備	11	(445)	(1,192)
Depreciation – right-of-use assets	折舊 – 使用權資產	13	(1,388)	(5,904)
Other operating expenses	其他經營開支	7	(7,079)	(15,133)
Total expenses	開支總額		(25,679)	(35,038)
Operating loss	經營虧損		(17,104)	(31,236)
Finance cost	融資成本		(166)	(130)
Loss before tax	除稅前虧損		(17,270)	(31,366)
Income tax (expense)/credit	所得稅(開支)/抵免	8	(225)	1,385
Loss for the period	期內虧損		(17,495)	(29,981)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

簡明綜合中期全面收益表

As at 30 June 2022 於二零二二年六月三十日

		Unaudited	
		未經審核	
		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
	<i>Notes</i>		
	<i>附註</i>		
Other comprehensive expense	其他全面開支		
<i>Items that may be reclassified to profit or loss</i>	<i>可能重新分類至損益之項目</i>		
Currency translation difference	貨幣匯兌差額	(5,740)	(6,008)
Other comprehensive expense for the period, net of tax	期內其他全面開支 (扣除稅項)	(5,740)	(6,008)
Total comprehensive expense for the period	期內全面開支總額	(23,235)	(35,989)
Loss per share for loss attributable to the equity holders of the Company for the period	期內本公司股權持有人應佔虧損之每股虧損		
– Basic and diluted (HK cents per share)	– 基本及攤薄 (每股港仙)	(0.86)	(1.47)

The Notes on pages 27 to 60 form part of the interim financial information.

第27至60頁的附註構成中期財務資料的一部分。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

簡明綜合中期財務狀況表

As at 30 June 2022 於二零二二年六月三十日

			Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
		Notes 附註		
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	1,174	1,656
Intangible assets	無形資產	12	-	-
Right-of-use assets	使用權資產	13	507	9,494
Deposit	按金	16	701	701
Total non-current assets	非流動資產總值		2,382	11,851
Current assets	流動資產			
Inventories	存貨	14	4,126	-
Trade receivables	貿易應收款項	15	6,515	-
Other receivables, prepayments and deposits	其他應收款項、預付款項及按金	16	4,825	6,527
Tax prepayment	預繳稅項		4	4
Derivative financial instruments	衍生金融工具	17	3,502	4,579
Balances due from agents	應收代理結餘		17,444	33,963
Cash and bank balances and client trust bank balances	現金及銀行結餘以及客戶信託銀行結餘	18	245,302	273,692
Total current assets	流動資產總值		281,718	318,765
Total assets	資產總值		284,100	330,616
EQUITY AND LIABILITIES	權益及負債			
Equity	權益			
Share capital	股本	22	20,333	20,333
Reserves	儲備		225,189	248,424
Total equity	權益總額		245,522	268,757

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

簡明綜合中期財務狀況表

As at 30 June 2022 於二零二二年六月三十日

		<i>Notes</i>	Unaudited	Audited
		<i>附註</i>	未經審核	經審核
			30 June	31 December
			2022	2021
			二零二二年	二零二一年
			六月三十日	十二月三十一日
			HK\$'000	HK\$'000
			千港元	千港元
Current liabilities	流動負債			
Lease liabilities	租賃負債	19	554	3,399
Tax payable	應付稅項		225	–
Trade and other payables	貿易及其他應付款項	20	15,140	9,496
Derivative financial instruments	衍生金融工具	17	865	458
Clients' balances	客戶結餘	21	21,794	42,266
Total current liabilities	流動負債總額		38,578	55,619
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	19	–	6,240
Total non-current liabilities	非流動負債總額		–	6,240
Total liabilities	負債總額		38,578	61,859
Total equity and liabilities	總權益及負債		284,100	330,616

The Notes on pages 27 to 60 form part of the interim financial information.

第27至60頁的附註構成中期財務資料的一部分。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

簡明綜合中期權益變動表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核						
		Share capital	Share premium	Capital reserve	Share option reserve	Currency translation reserve	(Accumulated losses)	Total equity
		股本	股份溢價	資本儲備	購股權 儲備	貨幣匯兌 儲備	(累計虧損)	權益總額
		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
		<i>Note 22(b)</i> 附註22(b)						
Balance at 1 January 2022 (audited)	於二零二二年一月一日 之結餘(經審核)	20,333	180,493	171,892	558	(16,393)	(88,126)	268,757
Comprehensive expense	全面開支							
Loss for the period	期內虧損	-	-	-	-	-	(17,495)	(17,495)
Other comprehensive expense for the period	期內其他全面開支	-	-	-	-	(5,740)	-	(5,740)
		20,333	180,493	171,892	558	(22,133)	(105,621)	245,522
Share option scheme <i>(Note 24)</i>	購股權計劃(附註24)	-	-	-	(558)	-	558	-
Balance at 30 June 2022	於二零二二年 六月三十日之結餘	20,333	180,493	171,892	-	(22,133)	(105,063)	245,522

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

簡明綜合中期權益變動表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited 未經審核						
		Share capital	Share premium	Capital reserve	Share option reserve	Currency translation reserve	(Accumulated losses)	Total equity
		股本	股份溢價	資本儲備	購股權 儲備	貨幣匯兌 儲備	(累計虧損)	權益總額
		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
		Note 22(b) 附註22(b)						
Balance at 1 January 2021 (audited)	於二零二一年一月一日 之結餘(經審核)	20,333	180,493	171,892	2,176	(8,636)	(33,202)	333,056
Comprehensive expense	全面開支							
Loss for the period	期內虧損	-	-	-	-	-	(29,981)	(29,981)
Other comprehensive expense for the period	期內其他全面開支	-	-	-	-	(6,008)	-	(6,008)
		20,333	180,493	171,892	2,176	(14,644)	(63,183)	297,067
Share option scheme (Note 24)	購股權計劃(附註24)	-	-	-	(1,618)	-	1,618	-
Balance at 30 June 2021	於二零二一年 六月三十日之結餘	20,333	180,493	171,892	558	(14,644)	(61,565)	297,067

The Notes on pages 27 to 60 form part of the interim financial information.

第27至60頁的附註構成中期財務資料的一部分。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

簡明綜合中期現金流量表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited	
		未經審核	
		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
	Notes 附註		
Cash flows from operating activities	經營活動所得現金流量		
Loss before tax	除稅前虧損	(17,270)	(31,366)
Adjustments for:	調整：		
Depreciation – property, plant and equipment	折舊—物業、廠房及設備	445	1,192
	11		
Depreciation – right-of-use assets	折舊—使用權資產	1,388	5,904
	13		
Interest income	利息收入	(177)	(53)
	5		
Interest expense	利息開支	166	130
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損		
	11	25	128
Unrealised gain from financial assets at fair value through profit and loss	按公允值計入損益之金融資產之未變現收益	–	(82)
Gain on disposal of right-of-use assets and lease liabilities	出售使用權資產及租賃負債之收益	(108)	–
Cash flows used in operating activities before working capital changes	營運資金變動前經營活動所用現金流量	(15,531)	(24,147)
Changes in working capital:	營運資金變動：		
Trade receivables	貿易應收款項	(6,515)	–
Inventories	存貨	(4,126)	–
Client trust bank balances	客戶信託銀行結餘	12,789	(1,071)
Balances due from agents	應收代理結餘	14,504	2,049
Derivative financial instruments	衍生金融工具	1,274	(3,890)
Other receivables, prepayments and deposits	其他應收款項、預付款項及按金	1,661	467
Clients' balances	客戶結餘	(17,876)	7,553
Trade and other payables	貿易及其他應付款項	6,277	(2,888)
Net cash used in operating activities	經營活動所用現金淨額	(7,543)	(21,927)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

簡明綜合中期現金流量表

For the six months ended 30 June 2022 截至二零二二年六月三十日止六個月

		Unaudited	
		未經審核	
		Six months ended 30 June	
		截至六月三十日止六個月	
	<i>Notes</i>	2022	2021
	<i>附註</i>	二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
Cash flows from investing activities	投資活動所得現金流量		
Interest received	已收利息	177	53
Purchase of property, plant and equipment	購買物業、廠房及設備	(4)	(796)
	<i>11</i>		
Net cash generated from/(used in) investing activities	投資活動所得／(所用) 現金淨額	173	(743)
Cash flows from financing activities	融資活動所得現金流量		
Repayment of principal portion of lease liabilities	償還租賃負債本金部分	(1,374)	(6,003)
Interest paid	已付利息	(166)	(130)
Net cash used in financing activities	融資活動所用現金淨額	(1,540)	(6,133)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(8,910)	(28,803)
Cash and cash equivalents at beginning of period	期初現金及現金等價物	234,467	287,093
Effect of foreign exchange rate changes, net	匯率變動影響淨額	(4,281)	(4,916)
Cash and cash equivalents at end of period	期末現金及現金等價物	221,276	253,374
	<i>18</i>		

The Notes on pages 27 to 60 form part of the interim financial information.

第27至60頁的附註構成中期財務資料的一部分。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

1 GENERAL INFORMATION

CLSA Premium Limited (“the Company”) was incorporated in the Cayman Islands on 9 November 2010 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. Its registered office address is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company is an investment holding company and its subsidiaries are principally engaged in the provision of leveraged foreign exchange and other trading and services.

The Company’s shares are listed on the main board of The Stock Exchange of Hong Kong Limited. As at 30 June 2022, CITIC Securities Overseas Investment Company Limited, a company incorporated in Hong Kong, held 59.03% of the total issued shares of the Company. Its ultimate holding company is considered to be CITIC Securities Company Limited, a company incorporated in the People’s Republic of China.

These unaudited condensed consolidated interim financial information are presented in Hong Kong dollars (“HK\$”), unless otherwise stated. These interim financial information have not been audited but were reviewed by the Company’s audit committee and approved for issuance by the Board on 1 August 2022.

2 BASIS OF PREPARATION

The condensed consolidated interim financial information for the six months ended 30 June 2022 has been prepared in accordance with Hong Kong Accounting Standard 34, ‘Interim Financial Reporting’ issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2021, which has been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA.

Except as described below, the accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

1 一般資料

CLSA Premium Limited (「本公司」) 於二零一零年十一月九日根據開曼群島公司法第22章(經綜合及修訂的一九六一年第三號法例)於開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司為一間投資控股公司,其附屬公司主要從事提供槓桿式外匯交易及其他交易及服務。

本公司股份於香港聯合交易所有限公司主板上市。於二零二二年六月三十日,中信証券海外投資有限公司(一家於香港註冊成立之公司)持有本公司已發行股份總數之59.03%,其最終控股公司被視為中信証券股份有限公司(一家於中華人民共和國註冊成立之公司)。

除非另有說明,該等未經審核簡明綜合中期財務資料以港元(「港元」)呈列。該等中期財務資料尚未經審核,惟已由本公司審核委員會審閱,並於二零二二年八月一日獲董事會批准刊發。

2 編製基準

截至二零二二年六月三十日止六個月的簡明綜合中期財務資料已根據由香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」編製。簡明綜合中期財務資料應與根據由香港會計師公會頒佈之香港財務報告準則(「香港財務報告準則」)所編製的截至二零二一年十二月三十一日止年度的年度財務報表一併閱讀。

除下文所述者外,所採用的會計政策與上一個財政年度及相關中期報告期間所採納者一致。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

2 BASIS OF PREPARATION (continued)

The preparation of 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 critical accounting estimates and judgements were the same as those that applied to the consolidated financial statements for the year ended 31 December 2021.

New Business

In May 2022, the Group has launched its healthcare product business. As such, the following accounting policies are relevant to the Group for the financial year beginning 1 January 2022.

The following policies are additional to the other existing accounting policies in the Annual Report for 2021.

Revenue recognition

Revenue is recognised when control over a product is transferred to the customer at the amount of promised consideration to which the Group is expected to be entitled. Sales of goods are recognised when the goods are delivered to the customers and the customers has accepted the related risks and rewards of ownership.

2 編製基準 (續)

編製中期財務資料需要管理層作出影響會計政策應用以及所呈報資產及負債、收入及開支金額的判斷、估計及假設。實際結果可能有別於該等估計。

編製此簡明綜合中期財務資料時，管理層於應用本集團會計政策時作出的重大判斷及重要會計估計及判斷與就其截至二零二一年十二月三十一日止年度的綜合財務報表所應用者一致。

新業務

於二零二二年五月，本集團開展保健產品業務。因此，以下會計政策與本集團自二零二二年一月一日開始的財政年度有關。

以下政策是對二零二一年年報中其他現有會計政策的補充。

收益確認

收益於產品的控制權轉移至客戶時，按本集團預期有權收取的承諾代價金額確認。銷售貨品於貨品送達客戶且客戶接受所有權相關風險及回報時確認。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

2 BASIS OF PREPARATION (continued)

Inventories

Inventories are stated at the lower of cost and net realisable value.

Cost is calculated using the First-In-First-Out method and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs.

2 編製基準 (續)

存貨

存貨按成本與可變現淨值較低者列賬。

成本以先進先出法計算，包括所有採購成本、加工成本及將存貨送達至目前地點及現狀所產生之其他成本。

可變現淨值為日常業務過程中之估計售價減去完成生產之估計成本及銷售所需之估計成本。任何存貨撇減至可變現淨值的減幅及所有存貨虧損於撇減或虧損產生期間確認為開支。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

3 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a variety of financial risks: interest rate risk, foreign currency risk, credit risk and liquidity risk.

The interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2021.

There has been no change in the financial risk management policies since previous year end.

3.1 Foreign currency risk

Exchange rate fluctuation is the most significant risk in leveraged foreign exchange trading. The Group takes on exposure to the effects of fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. The Group is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to New Zealand dollars and Australian dollars. The Group will suffer a loss if it fails to cover a client deal at a better exchange rate. The Group monitors foreign exchange exposure by reviewing the open position of the Group and client trading performance. The risk is measured by the use of sensitivity analysis and cash flow forecasting. Specific risk limits are set to measure and monitor foreign exchange risk. Any excessive foreign exchange risks are passed on to other financial institutions through execution of trades with those institutions. The management sets limits on the level of exposure by currency and in aggregate for both overnight and intra-day positions, which are monitored on an intra-day basis.

3 財務風險管理

本集團業務須承受各類財務風險：利率風險、外幣風險、信貸風險及流動性風險。

中期財務資料並不包括年度財務報表所要求的全部財務風險管理資料及披露，應與本集團於二零二一年十二月三十一日的年度財務報表一併閱讀。

財務風險管理政策自去年結以來並無變動。

3.1 外匯風險

匯率浮動乃槓桿式外匯交易中最重大的風險。本集團的財務狀況及現金流量因應當時匯率變動的影響而承擔風險。本集團承受以新西蘭元及澳元為主的各種外匯風險。倘本集團未能按更佳匯率進行客戶交易，則將蒙受損失。本集團透過審查本集團的未平倉合約及客戶交易表現監控外匯風險。風險乃通過利用敏感性分析及現金流量預測等方法進行計量。特定風險限制乃為計量及監控外匯風險而設。任何重大外匯風險則透過與其他金融機構進行交易轉移至該等機構。管理層對隔夜及即日持倉貨幣及總額所承擔的風險水平設定限額，於當日時間內予以監察。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Foreign currency risk (continued)

The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. The Group currently does not have a foreign currency policy to hedge its currency exposure arising from the net assets of the Group's foreign operations.

The Group trades in foreign currencies, commodities and other products through its margin trading business. In order to protect against their exposures to fluctuations in foreign exchange rates and commodity prices, the Group has entered into a number of derivative contracts with the Group's counterparties in the normal course of business.

The carrying amounts of the Group's financial assets and financial liabilities denominated in a currency other than functional currency of the Group are as follows:

3 財務風險管理 (續)

3.1 外匯風險 (續)

本集團持有若干海外業務投資，其資產淨值面臨外幣兌換風險。本集團目前並無制定外幣政策，以對沖因本集團海外業務資產淨值產生的外匯風險。

本集團透過其保證金交易業務進行外幣、商品及其他產品交易。為保障本集團不受匯率及商品價格波動之風險影響，本集團於正常業務過程中與其交易對手訂立多項衍生合約。

以本集團功能貨幣以外之貨幣計值之本集團金融資產及金融負債之賬面值載列如下：

	As at 30 June 2022 (Unaudited)			As at 31 December 2021 (Audited)		
	於二零二二年六月三十日 (未經審核)			於二零二一年十二月三十一日 (經審核)		
	Assets	Liabilities	Net exposure	Assets	Liabilities	Net exposure
	資產	負債	淨敞口	資產	負債	淨敞口
	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
Australian dollars ("AUD") 澳元	33,108	(15,788)	17,320	28,359	(21,361)	6,998
United States dollars ("USD") 美元	201,833	(8,033)	193,800	238,696	(23,960)	214,736
Japanese Yen ("JPY") 日圓	762	-	762	1,405	(227)	1,178
New Zealand dollars ("NZD") 新西蘭元	15,416	(745)	14,671	27,629	(1,943)	25,686
Renminbi ("RMB") 人民幣	10,638	-	10,638	10,493	-	10,493
Others 其他	18	(334)	(316)	1,539	-	1,539
	261,775	(24,900)	236,875	308,121	(47,491)	260,630

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

3 FINANCIAL RISK MANAGEMENT (continued)

3.1 Foreign currency risk (continued)

The following table indicates the impact on the Group's loss before taxation to movements in foreign exchange rate as at 30 June 2022 and 31 December 2021:

Foreign currency risk		Movement in foreign currency	Unaudited	Movement in foreign currency	Audited
			未經審核		經審核
			30 June 2022		31 December 2021
外匯風險		外匯變動	二零二二年六月三十日	外匯變動	二零二一年十二月三十一日
			HK\$'000		HK\$'000
			千港元		千港元
AUD	澳元	+/-5%	+/-866	+/-5%	+/-350
JPY	日圓	+/-5%	+/-38	+/-5%	+/-59
NZD	新西蘭元	+/-5%	+/-734	+/-5%	+/-1,284
RMB	人民幣	+/-5%	+/-532	+/-5%	+/-525

As HK\$ is closely pegged with USD, the currency risk in this respect is considered not significant.

3.2 Fair value of financial assets and liabilities

The following table represents the carrying value of financial instruments measured at fair value at the Consolidated Statement of Financial Position date across the three levels of the fair value hierarchy defined in HKFRS 7, Financial Instruments: Disclosures, with the fair value of each financial instrument categorised in its entirety based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

Level 1 (highest level): fair values measured using quoted prices (unadjusted) in active markets.

Level 2: fair values measured using quoted price in active markets for similar financial instruments, or using valuation techniques in which all significant inputs are directly or indirectly based on observable market data.

Level 3 (lowest level): fair values measured using valuation techniques in which any significant input is not based on observable market data.

3 財務風險管理 (續)

3.1 外匯風險 (續)

下表列示於二零二二年六月三十日及二零二一年十二月三十一日外匯匯率變動對本集團除稅前虧損的影響：

由於港元與美元緊密掛鉤，因此認為就此產生的貨幣風險並不重大。

3.2 金融資產及負債的公允值

下表呈列於綜合財務狀況表日期按香港財務報告準則第7號「金融工具：披露」所界定的公允值等級制度的三個等級中以公允值計量的金融工具的賬面值，每種金融工具的公允值根據其等級最低的重要公允值計量因素確定的類別進行歸類。有關等級定義如下：

第1級（最高等級）：利用在活躍市場中的報價（未經調整）計量公允值。

第2級：公允值計量參照活躍市場類似金融工具的報價，或採用估值技術確定，其全部重要的參數乃直接或間接來源於可觀察市場數據。

第3級（最低等級）：公允值使用估值技術計量，任何重要的參數均不來源於可觀察市場數據。

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

3 FINANCIAL RISK MANAGEMENT (continued)

3.2 Fair value of financial assets and liabilities (continued)

		Level 1 第1級 HK\$'000 千港元	Level 2 第2級 HK\$'000 千港元	Level 3 第3級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 30 June 2022 (Unaudited)					
	於二零二二年六月三十日 (未經審核)				
Assets					
	資產				
Derivative financial instruments	衍生金融工具	-	3,502	-	3,502
Liabilities					
	負債				
Derivative financial instruments	衍生金融工具	-	865	-	865
At 31 December 2021 (Audited)					
	於二零二一年十二月三十一日 (經審核)				
Assets					
	資產				
Derivative financial instruments	衍生金融工具	-	4,579	-	4,579
Liabilities					
	負債				
Derivative financial instruments	衍生金融工具	-	458	-	458

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

The fair value of derivative financial instruments in level 2 are measured by reference to counterparties' quotes.

並非於活躍市場買賣之金融工具，其公允值採用估值技術釐定。該等估值技術充分使用可獲得的可觀察市場數據，並盡可能不依賴實體的特定估計。倘按公允值計量一項工具所需的全部重要參數均可觀察獲得，則該項工具會被列入第2級。

第2級衍生金融工具之公允值已參考交易對手之報價計量。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

4 SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the executive directors and senior management of the Group. The Group's operating businesses are structured and managed separately according to the nature of their operations and the services they provide. Each of the Group's business segments represents a strategic business unit that offers services which are subject to risks and returns that are different from those of the other business segments. The Board of Directors considers the business from a product perspective.

Summary details of the business segments are as follows:

- (a) the healthcare product segment engages in the sales of healthcare related products;
- (b) the margin dealing segment engages in the provision of leveraged foreign exchange, commodity and index trading services in Australia, Hong Kong and New Zealand; and
- (c) unallocated segment engages in the provision of services other than margin dealing and healthcare product businesses, and the operations of the investment holding companies.

As mentioned above, the operating results from the margin dealing businesses in Australia, Hong Kong and New Zealand are combined and presented as the margin dealing segment. As such, the segment information for the six months period ended 30 June 2021 has been restated accordingly.

Inter-segment transactions, if any, are conducted with reference to the prices charged to third parties and there was no change in the basis during the six months ended 30 June 2022 and 2021.

4 分部報告

經營分部的報告方式與向本集團執行董事及高級管理層提供的內部報告一致。本集團的經營業務乃按其營運性質及所提供服務分開組織及管理。本集團旗下各業務分部均為提供服務的策略業務單位，其服務所承受風險及回報有別於其他業務分部。董事會從產品角度考慮業務。

有關業務分部的詳情概述如下：

- (a) 保健產品分部從事銷售保健相關產品；
- (b) 保證金交易分部從事於澳洲、香港及新西蘭提供槓桿式外匯、商品及指數交易服務；及
- (c) 未分配分部從事保證金交易及保健產品業務以外的業務，以及投資控股公司的營運。

誠如上文所述，於澳洲、香港及新西蘭的保證金交易業務所得經營業績獲合併且於保證金交易分部呈列。因此，截至二零二一年六月三十日止六個月期間的分部資料已相應重列。

分部間的交易(如有)乃參照向第三方收取的價格而進行，有關基準於截至二零二二年及二零二一年六月三十日止六個月期間並無變動。

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

4 SEGMENT REPORTING (continued)

The segment information provided to the management for the reportable segments for the six months period ended 30 June 2022 and 2021 is as follows:

For the six months ended 30 June 2022 (Unaudited)

		Healthcare product 保健產品 HK\$'000 千港元	Margin dealing 保證金交易 HK\$'000 千港元	Unallocated 未分配 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Segment revenue from external customers	來自外部客戶的分部收益	7,601	641	-	8,242
Other income	其他收入	-	175	158	333
Total revenue and other income	收益及其他收入總額	7,601	816	158	8,575
Segment profit/(loss)	分部溢利／(虧損)	1,189	(12,181)	(6,278)	(17,270)
Loss before tax	除稅前虧損				(17,270)
Income tax expense	所得稅開支				(225)
Loss for the period	期內虧損				(17,495)
Other segment information:	其他分部資料：				
Depreciation	折舊	-	943	890	1,833
Lease payments	租賃付款	-	528	144	672
Finance cost	融資成本	-	31	135	166

4 分部報告 (續)

截至二零二二年及二零二一年六月三十日止六個月期間，就可報告分部向管理層提供的分部資料如下：

截至二零二二年六月三十日止六個月(未經審核)

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

4 SEGMENT REPORTING (continued)

The segment information provided to the management for the reportable segments for the six months period ended 30 June 2022 and 2021 is as follows: (continued)

For the six months ended 30 June 2021 (Unaudited)

4 分部報告 (續)

截至二零二二年及二零二一年六月三十日止六個月期間，就可報告分部向管理層提供的分部資料如下：(續)

截至二零二一年六月三十日止六個月(未經審核)

		Healthcare product 保健產品 HK\$'000 千港元	Margin dealing 保證金交易 HK\$'000 千港元	Unallocated 未分配 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Segment revenue from external customers	來自外部客戶的分部收益	-	1,318	-	1,318
Other income	其他收入	-	262	2,222	2,484
Total revenue and other income	收益及其他收入總額	-	1,580	2,222	3,802
Segment loss	分部虧損	-	(18,996)	(12,370)	(31,366)
Loss before tax	除稅前虧損				(31,366)
Income tax credit	所得稅抵免				1,385
Loss for the period	期內虧損				(29,981)
Other segment information:	其他分部資料：				
Depreciation	折舊	-	1,665	5,431	7,096
Lease payments	租賃付款	-	526	22	548
Finance cost	融資成本	-	57	73	130

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

4 SEGMENT REPORTING (continued)

The Company is domiciled in Hong Kong. The Group's major income from external customers is derived from its operations in Hong Kong, Australia and New Zealand.

4 分部報告 (續)

本公司駐於香港。本集團來自外部客戶的主要收入來自於香港、澳洲及新西蘭的經營業務。

		Unaudited	
		未經審核	
		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
Hong Kong	香港	8,979	(1)
Australia	澳洲	(768)	1,331
New Zealand	新西蘭	31	(12)
		8,242	1,318

None of the external customers contributes more than a majority of the Group's trading income individually in the respective period.

概無外部客戶單獨佔各期間本集團交易收入的大部分。

Information on segment assets and liabilities are not disclosed as this information is not presented to the Board of Directors as they do not assess performance of reportable segments using information on assets and liabilities.

由於董事會並無使用有關資產及負債的資料評估可報告分部的表現，故有關分部資產及負債的資料並無呈報予董事會，因而並無披露有關資料。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

5 OTHER INCOME

5 其他收入

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Interest income	利息收入	177	53
Government subsidies (note)	政府補貼 (附註)	-	270
Management fee income (Note 25)	管理費收入 (附註25)	-	1,800
Unrealised gain from financial assets at fair value through profit and loss	按公允值計入損益之金融資產之 未變現收益	-	82
Others	其他	156	279
		333	2,484

note:

Included in profit or loss for the six months ended 30 June 2021 was HK\$270,000 of government subsidies obtained from JobKeeper Payment Scheme (the "Scheme") launched by the Australia Government to support the payroll of the Group's employee. Under the Scheme, the Group had to commit to spend these grants on payroll expenses for a specific period of time. The Group does not have other unfulfilled obligations relating to this program. There is no such government subsidies for the six months ended 30 June 2022.

附註：

截至二零二一年六月三十日止六個月的損益中包括來自澳洲政府推出的工資補貼計劃（「該計劃」）的政府補貼270,000港元，以支持本集團僱員的薪金。根據該計劃，本集團必須承諾於指定期限內將該等補助金用於薪金開支。本集團並無與此計劃相關的其他未履行責任。截至二零二二年六月三十日止六個月並無有關政府補貼。

6 STAFF COSTS

6 員工成本

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Staff costs (including directors' remuneration):	員工成本 (包括董事酬金)：		
Salaries and allowances	工資及津貼	9,694	11,924
Pension scheme contributions	退休金計劃供款	420	458
		10,114	12,382

NOTES TO THE INTERIM FINANCIAL INFORMATION
中期財務資料附註

7 OTHER OPERATING EXPENSES

7 其他經營開支

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Auditors' remuneration	核數師酬金		
– Audit services	– 審計服務	1,307	1,010
– Non-audit services	– 非審計服務	26	56
Professional and consultancy fee	專業及諮詢費	3,040	7,188
Insurance	保險	2,066	407
Repair and maintenance (including system maintenance)	維修及維護 (包括系統維護)	1,996	4,305
Marketing, advertising and promotion expenses	市場推廣、廣告及宣傳開支	904	242
Short term lease payments under land and building	土地及樓宇之短期租賃付款	672	548
Information services expenses	資訊服務開支	371	604
Other office occupation expenses	其他寫字樓租用開支	316	1,180
Travelling expenses	差旅費	111	135
Entertainment expenses	交際應酬費	27	39
Staff training	員工培訓	24	30
Net foreign exchange gain	匯兌收益淨額	(4,819)	(1,674)
Others	其他	1,038	1,063
		7,079	15,133

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

8 INCOME TAX (EXPENSE)/CREDIT

Hong Kong profits tax has been provided for at the rate of 16.5% (2021: 16.5%) on the estimated assessable profit for the period. Taxation on overseas profits has been calculated on the estimated assessable profit for the respective periods at the rates of taxation prevailing in the countries in which the Group operates. The income tax expenses of the Group are charged at a tax rate of 28% (2021: 28%) in New Zealand, 30% (2021: 30%) in Australia and 25% (2021: 25%) in the People's Republic of China respectively in accordance with the local tax authorities.

8 所得稅(開支)／抵免

香港利得稅乃按期內的估計應課稅溢利以16.5%（二零二一年：16.5%）的稅率計提撥備。海外溢利的稅項已按各期間估計應課稅溢利以本集團經營所在國家通行的稅率計算。根據當地稅務機關，本集團於新西蘭、澳洲及中華人民共和國的所得稅開支分別按28%（二零二一年：28%）、30%（二零二一年：30%）及25%（二零二一年：25%）的稅率計算。

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Current tax:	即期稅項：		
Expense for the period	期內開支	(225)	–
Total current tax expense	即期稅項開支總額	(225)	–
Deferred tax:	遞延稅項：		
Decrease in deferred tax assets	遞延稅項資產減少	–	(853)
Decrease in deferred tax liabilities	遞延稅項負債減少	–	2,238
Total deferred tax credit	遞延稅項抵免總額	–	1,385
Income tax (expense)/credit	所得稅(開支)／抵免	(225)	1,385

9 DIVIDENDS

The Board has resolved not to declare any payment of dividend for the six months ended 30 June 2022 (for the six months ended 30 June 2021: nil).

9 股息

董事會已決議不就截至二零二二年六月三十日止六個月宣派任何股息（截至二零二一年六月三十日止六個月：無）。

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

10 LOSS PER SHARE

Basic loss per share is calculated by dividing the loss attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the respective periods.

10 每股虧損

每股基本虧損按本公司股權持有人應佔虧損除以於相關期間已發行普通股的加權平均數計算。

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Loss attributable to equity holders of the Company	本公司股權持有人應佔虧損	(17,495)	(29,981)
		Number of shares 股份數目	Number of shares 股份數目
Weighted average number of ordinary shares in issue	已發行普通股的加權平均數	2,033,290,000	2,033,290,000
Basic and diluted loss per share (HK cents)	每股基本及攤薄虧損 (港仙)	(0.86)	(1.47)

For the six months ended 30 June 2022 and 2021, basis loss per share is the same as diluted loss per share.

截至二零二二年及二零二一年六月三十日止六個月，每股基本虧損與每股攤薄虧損相同。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

11 PROPERTY, PLANT AND EQUIPMENT

11 物業、廠房及設備

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Opening net carrying amount	期初賬面淨值	1,656	3,431
Additions	添置	4	860
Disposals	出售	(25)	(698)
Depreciation	折舊	(445)	(1,914)
Exchange adjustments	匯兌調整	(16)	(23)
Closing net carrying amount	期末賬面淨值	1,174	1,656

12 INTANGIBLE ASSETS

12 無形資產

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Opening net carrying amount	期初賬面淨值	-	-
Impairment	減值	-	-
Closing net carrying amount	期末賬面淨值	-	-

During the six months ended 30 June 2022, computer software with cost of HK\$1,384,000, together with the related accumulated amortisation and impairment was written off.

於截至二零二二年六月三十日止六個月，電腦軟件成本1,384,000港元連同相關累計攤銷及減值已進行撇銷。

NOTES TO THE INTERIM FINANCIAL INFORMATION
 中期財務資料附註

13 RIGHT-OF-USE ASSETS

(i) Amount recognised in the consolidated statement of financial position

13 使用權資產

(i) 於綜合財務狀況表確認之金額

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Right-of-use assets	使用權資產		
Buildings	樓宇	507	9,494
Lease liabilities	租賃負債		
Current	流動	554	3,399
Non-current	非流動	-	6,240
		554	9,639

During the six months ended 30 June 2022, right-of-use assets of HK\$7,567,000 was disposed (for the six months ended 30 June 2021: nil). There is no additions to the right-of-use assets during the six months ended 30 June of 2022 and 2021.

於截至二零二二年六月三十日止六個月，本集團出售使用權資產7,567,000港元(截至二零二一年六月三十日止六個月：無)。於截至二零二二年及二零二一年六月三十日止六個月期間並無增加任何使用權資產。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

13 RIGHT-OF-USE ASSETS (continued)

(ii) Amount recognised in the consolidated interim statement of comprehensive income

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Depreciation charge of right-of-use assets	使用權資產之折舊費用		
Buildings	樓宇	1,388	5,904
Interest expense (included in finance cost)	利息開支 (計入融資成本)	157	130
Expense relating to short-term leases (included in other operating expenses)	短期租賃相關開支 (計入其他經營開支)	672	548

The total cash outflow for leases for the period ended 30 June 2022 was HK\$1,531,000 (for the period ended 30 June 2021: HK\$6,133,000).

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

The Group leases various offices and warehouse. Rental contracts are typically made for fixed periods of 2 to 3 years.

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. Leased assets may not be used as security for borrowing purposes.

13 使用權資產 (續)

(ii) 於綜合中期全面收益表確認之金額

於截至二零二二年六月三十日止期間之租賃現金流出總額為1,531,000港元(截至二零二一年六月三十日止期間：6,133,000港元)。

(iii) 本集團之租賃活動及該等活動之入賬方式

本集團租賃多間辦公室及倉庫。租約一般固定為期2至3年。

租賃條款乃按個別基準協商，並包含各種不同之條款及條件。租賃協議並無施加任何契諾，惟出租人所持有之租賃資產之抵押品權益除外。租賃資產不可用作借款之抵押品。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

14 INVENTORIES

14 存貨

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Goods for sale	銷售貨品	4,126	-

15 TRADE RECEIVABLES

An ageing analysis of trade receivables by invoice date as at the end of the reporting period is as follows:

15 貿易應收款項

截至報告期末，按發票日期分類之貿易應收款項之賬齡分析如下：

		Unaudited 未經審核 30 June 2022 二零二二年六月三十日		Audited 經審核 31 December 2021 二零二一年十二月三十一日	
		Balance 結餘 HK\$'000 千港元	Percentage 百分比 %	Balance 結餘 HK\$'000 千港元	Percentage 百分比 %
Current	即期	6,515	100.0	-	-
Less than 3 months past due	逾期少於三個月	-	-	-	-
3-6 months past due	逾期三至六個月	-	-	-	-
Over 6 months past due	逾期多於六個月	-	-	-	-
Total	總計	6,515	100.0	-	-

Trade receivables past due but not impaired represents balance that the Group considered to be fully recoverable based on the past experience. As at 30 June 2022, none of the trade receivables (31 December 2021: nil) were impaired and the expected credit losses for the trade receivables balance are not significant. No provision was made as at 30 June 2022 (31 December 2021: nil).

The maximum exposure to credit risk as at 30 June 2022 and 31 December 2021 is the carrying value as disclosed above.

已逾期但未出現減值之貿易應收款項指本集團根據以往經驗認為可悉數收回之結餘。於二零二二年六月三十日，概無貿易應收款項（二零二一年十二月三十一日：無）出現減值，而貿易應收款項結餘之預期信貸虧損並不重大。於二零二二年六月三十日，本集團並無作出撥備（二零二一年十二月三十一日：無）。

於二零二二年六月三十日及二零二一年十二月三十一日，最高信貸風險為上文所披露之賬面值。

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

16 OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

16 其他應收款項、預付款項及按金

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Prepayments	預付款項	3,794	3,191
Other receivables	其他應收款項	988	168
Rental and utility deposits	租金及公用設施按金	744	3,869
Total	總計	5,526	7,228

The carrying amounts of the Group's other receivables and deposits approximate to their fair values.

本集團其他應收款項及按金的賬面值與其公允值相若。

17 DERIVATIVE FINANCIAL INSTRUMENTS

17 衍生金融工具

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Current assets	流動資產		
Derivative contracts	衍生合約	3,502	4,579
Current liabilities	流動負債		
Derivative contracts	衍生合約	(865)	(458)
Total	總計	2,637	4,121

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

17 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

The Group trades in foreign currencies, commodities and other products through its margin trading business. In order to protect against their exposures to fluctuations in foreign exchange rates and commodity prices, the Group has entered into a number of derivative contracts with the Group's counterparties in the normal course of business.

The notional principal amounts of the outstanding forward foreign exchange contracts as at 30 June 2022 and 31 December 2021 are HK\$155,613,000 and HK\$311,937,000 respectively.

17 衍生金融工具 (續)

本集團透過其保證金交易業務進行外幣、商品及其他產品交易。為保障本集團不受匯率及商品價格波動之風險影響，本集團於正常業務過程中與其交易對手訂立多項衍生合約。

於二零二二年六月三十日及二零二一年十二月三十一日，尚未平倉遠期外匯合約的名義本金額分別為155,613,000港元及311,937,000港元。

18 CASH AND BANK BALANCES AND CLIENT TRUST BANK BALANCES

18 現金及銀行結餘以及客戶信託銀行結餘

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Cash and bank balances	現金及銀行結餘	221,276	195,487
Fixed deposits with banks	銀行定期存款	-	38,980
Client trust bank balances	客戶信託銀行結餘	24,026	39,225
		245,302	273,692

The Group maintains trust and segregated accounts with authorised financial institutions to hold clients' deposits arising from normal business transactions. The Group is not allowed to use the clients' monies to settle its own obligations in the ordinary course of business, and therefore they are not included as cash and cash equivalents in the condensed consolidated interim statement of cash flows.

本集團於獲授權金融機構持有信託及獨立賬戶，以保管客戶來自一般業務交易的存款。本集團不可動用客戶的資金清償其自身於日常業務過程中的債務，因此該等款項並無計入簡明綜合中期現金流量表中列作現金及現金等價物。

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

18 CASH AND BANK BALANCES AND CLIENT TRUST BANK BALANCES (continued)

As at 30 June 2022 and 31 December 2021, no bank balances are pledged to banks for banking facilities. No overdraft facility was utilised by the Group as at 30 June 2022 and 31 December 2021. None of the bank deposits are placed with market makers as collateral as at 30 June 2022 and 31 December 2021.

For the purposes of the condensed consolidated interim statement of cash flows, cash and cash equivalents comprises of the followings:

18 現金及銀行結餘以及客戶信託銀行結餘 (續)

於二零二二年六月三十日及二零二一年十二月三十一日，概無銀行結餘就銀行信貸抵押予銀行。於二零二二年六月三十日及二零二一年十二月三十一日，本集團概無動用任何透支額。於二零二二年六月三十日及二零二一年十二月三十一日，概無銀行存款作為抵押品存置於市場莊家。

就簡明綜合中期現金流量表而言，現金及現金等價物包括以下各項：

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Cash and bank balances	現金及銀行結餘	221,276	195,487
Fixed deposits with bank with original maturity within three months	原訂於三個月內到期的 銀行定期存款	-	38,980
		221,276	234,467

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

19 LEASE LIABILITIES

Nature of leasing activities (in the capacity as lessee)

The Group leases a number of properties in Hong Kong and Australia. Under the property lease, the periodic rents are fixed over the lease term. The values in the table below reflect the current proportions of lease payments that are fixed.

19 租賃負債

租賃活動性質 (以承租人身份)

本集團於香港及澳洲租賃多項物業。根據物業租賃，定期租金於租賃期內為固定租金。下表之價值反映固定租賃付款之當前比例。

30 June 2022 二零二二年六月三十日	Lease contracts Number 租賃合約數目	Fixed payments per month 每月固定付款 HK\$'000 千港元
Properties lease with fixed payments 固定付款之物業租賃	2	325
The movements in lease liabilities: 租賃負債之變動：		HK\$'000 千港元
Balance as at 1 January 2021	於二零二一年一月一日之結餘	10,699
Additions	添置	8,891
Interest expense	利息開支	288
Lease payments	租賃付款	(10,143)
Exchange adjustment	匯兌調整	(96)
Balance as at 31 December 2021 (audited) and 1 January 2022	於二零二一年十二月三十一日 (經審核) 及二零二二年一月一日之結餘	9,639
Interest expense	利息開支	157
Lease payments	租賃付款	(1,531)
Disposal	出售	(7,675)
Exchange adjustment	匯兌調整	(36)
Balance as at 30 June 2022 (unaudited)	於二零二二年六月三十日之結餘 (未經審核)	554

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

19 LEASE LIABILITIES (continued)

Future lease payments are due as follows:

		Future lease payments	Interest	Present value
		未來租賃付款	利息	現值
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
As at 31 December 2021 (Audited)	於二零二一年十二月三十一日 (經審核)			
Not later than one year	一年內	3,796	(397)	3,399
Later than one year and not later than two years	一年後但兩年內	2,504	(261)	2,243
Later than two years and not later than five years	兩年後但五年內	4,174	(177)	3,997
		10,474	(835)	9,639

As at 30 June 2022 (Unaudited)	於二零二二年六月三十日 (未經審核)			
Not later than one year	一年內	559	(5)	554
		559	(5)	554

The present value of future lease payments are analysed as:

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Current liabilities	流動負債	554	3,399
Non-current liabilities	非流動負債	-	6,240
		554	9,639

19 租賃負債 (續)

未來租賃付款到期情況如下：

		Future lease payments	Interest	Present value
		未來租賃付款	利息	現值
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
As at 31 December 2021 (Audited)	於二零二一年十二月三十一日 (經審核)			
Not later than one year	一年內	3,796	(397)	3,399
Later than one year and not later than two years	一年後但兩年內	2,504	(261)	2,243
Later than two years and not later than five years	兩年後但五年內	4,174	(177)	3,997
		10,474	(835)	9,639

As at 30 June 2022 (Unaudited)	於二零二二年六月三十日 (未經審核)			
Not later than one year	一年內	559	(5)	554
		559	(5)	554

未來租賃付款之現值分析如下：

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Current liabilities	流動負債	554	3,399
Non-current liabilities	非流動負債	-	6,240
		554	9,639

NOTES TO THE INTERIM FINANCIAL INFORMATION
中期財務資料附註

20 TRADE AND OTHER PAYABLES

20 貿易及其他應付款項

		Unaudited 未經審核 30 June 2022 二零二二年 六月三十日 HK\$'000 千港元	Audited 經審核 31 December 2021 二零二一年 十二月三十一日 HK\$'000 千港元
Trade payables	貿易應付款項	8,949	–
Accrued audit fees	應計審計費用	1,250	2,422
Other accruals	其他應計費用	2,166	4,482
Commission payable	應付佣金	268	226
Employee entitlements	僱員權益	1,460	2,021
Other payables	其他應付款項 (b)	1,047	345
		(a)	9,496

Included in trade and other payables are the following trade payables by invoice date:

下列按發票日期分類之貿易應付款項計入貿易及其他應付款項：

		Unaudited 未經審核 30 June 2022 二零二二年六月三十日		Audited 經審核 31 December 2021 二零二一年十二月三十一日	
		Balance 結餘 HK\$'000 千港元	Percentage 百分比 %	Balance 結餘 HK\$'000 千港元	Percentage 百分比 %
Current	即期	8,949	100.0	–	–
Less than 3 months past due	逾期少於三個月	–	–	–	–
3-6 months past due	逾期三至六個月	–	–	–	–
Over 6 months past due	逾期多於六個月	–	–	–	–
Total	總計	8,949	100.0	–	–

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

20 TRADE AND OTHER PAYABLES (continued)

notes:

- (a) The carrying amounts of the Group's trade and other payables approximate to their fair values.
- (b) As at 1 January 2021, other payables included approximately HK\$5.6 million of provision for penalty imposed by Financial Markets Authority due to breach of the Anti-Money Laundering and Countering Financing of Terrorism Act 2009 in New Zealand.

In 2021, a pecuniary penalty of New Zealand Dollar ("NZD") 770,000 had been imposed and settled. Over provision for penalty of NZD230,000 (equivalent to approximately HK\$1,266,000) had been reversed and recognised as "other income" in the consolidated statement of comprehensive income for the year ended 31 December 2021.

21 CLIENTS' BALANCES

The balances represent margin deposits received from clients and the realised profit or loss from their trading activities under normal course of business. The carrying amounts approximate to their fair values.

22 SHARE CAPITAL AND RESERVES

(a) Share capital

		Unaudited 未經審核 30 June 2022 二零二二年六月三十日		Audited 經審核 31 December 2021 二零二一年十二月三十一日	
		Number of shares 股份數目	HK\$'000 千港元	Number of shares 股份數目	HK\$'000 千港元
Authorised:	法定：				
Ordinary shares of HK\$0.01 each (2021: same)	每股面值0.01港元之普通股 (二零二一年：相同)	4,000,000,000	40,000	4,000,000,000	40,000
Issued and fully paid:	已發行及繳足：				
At beginning and end of the reporting period	於報告期初及末	2,033,290,000	20,333	2,033,290,000	20,333

20 貿易及其他應付款項 (續)

附註：

- (a) 本集團貿易及其他應付款項的賬面額與其公允值相若。
- (b) 於二零二一年一月一日，其他應付款項包括因於新西蘭違反《2009打擊洗錢及恐怖分子資金籌集法》而被金融市場管理局施加罰款之撥備約5,600,000港元。

於二零二一年，本集團被處及結算770,000新西蘭元（「新西蘭元」）的罰款。本集團已撥回超額撥備的罰款230,000新西蘭元（相等於約1,266,000港元）並於截至二零二一年十二月三十一日止年度的綜合全面收益表確認為「其他收入」。

21 客戶結餘

該等結餘指於正常業務過程中進行買賣活動收取客戶的保證金存款及已變現溢利或虧損。賬面額與其公允值相若。

22 股本及儲備

(a) 股本

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

22 SHARE CAPITAL AND RESERVES (continued)

(b) Reserves

Reserves includes capital reserves which represents the difference between the book value of the net assets of CLSA Premium New Zealand Limited, CLSA Premium Pty Limited and CLSA Premium International (HK) Limited over the par value of the shares issued by LXL Capital II Limited, LXL Capital III Limited and LXL Capital IV Limited in exchange for these subsidiaries as part of the reorganisation completed in 2012.

22 股本及儲備 (續)

(b) 儲備

儲備包括資本儲備，指CLSA Premium New Zealand Limited、CLSA Premium Pty Limited及CLSA Premium International (HK) Limited資產淨值的賬面值與LXL Capital II Limited、LXL Capital III Limited及LXL Capital IV Limited作為於二零一二年完成的重組一部分用以交換該等附屬公司而發行的股份面值的差額。

23 RECONCILIATION OF LIABILITIES ARISING FROM FINANCING LIABILITIES

The changes in the Group's liabilities from financing activities, including both cash and non-cash changes are as follows:

23 融資負債產生之負債對賬

本集團自融資活動產生之負債變動(包括現金及非現金變動)如下：

		Lease liabilities 租賃負債 HK\$'000 千港元
At 1 January 2022	於二零二二年一月一日	9,639
Changes from financing cash flows:	來自融資現金流量之變動：	
Repayment of lease liabilities	償還租賃負債	(1,374)
Interest paid on lease liability	租賃負債之已付利息	(157)
Exchange adjustments	匯兌調整	(36)
Other changes:	其他變動：	
Disposal	出售	(7,675)
Interest expenses	利息開支	157
At 30 June 2022	於二零二二年六月三十日	554

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中期財務資料附註

23 RECONCILIATION OF LIABILITIES ARISING FROM FINANCING LIABILITIES (continued)

The changes in the Group's liabilities from financing activities, including both cash and non-cash changes are as follows:

23 融資負債產生之負債對賬 (續)

本集團自融資活動產生之負債變動(包括現金及非現金變動)如下:

		Lease liabilities 租賃負債 HK\$'000 千港元
At 1 January 2021	於二零二一年一月一日	10,699
Changes from financing cash flows:	來自融資現金流量之變動:	
Repayment of lease liabilities	償還租賃負債	(6,003)
Interest paid on lease liability	租賃負債之已付利息	(130)
Exchange adjustments	匯兌調整	(51)
Other changes:	其他變動:	
Interest expenses	利息開支	130
At 30 June 2021	於二零二一年六月三十日	4,645

NOTES TO THE INTERIM FINANCIAL INFORMATION 中期財務資料附註

24 SHARE OPTION SCHEME

On 22 March 2018, the Company granted 40,000,000 share options to 82 individuals (the “2018 Grantees”) for their subscription of new ordinary shares of HK\$0.01 each in the Company’s share capital.

These share options are exercisable at HK\$0.495 per share, with varying vesting period and validity from the date of grant. 37 out of 82 of the 2018 Grantees were granted share options which are exercisable for a period of three years commencing on the date of grant to 21 March 2021. 11 out of 82 of the 2018 Grantees were granted share options which are exercisable for a period of three years commencing on the date falling on the first anniversary of the date of grant to 21 March 2022, with a vesting period of one year from the date of grant. The remaining 34 of the 2018 Grantees were granted options which are exercisable for a period of two years commencing on the date falling on the second anniversary of the date of grant to 21 March 2022, with a vesting period of two years from the date of grant. Among the 40,000,000 share options granted, 12,200,000 share options were granted to the Company’s directors and chief executives.

The Group has no legal or constructive obligation to repurchase or settle the options in cash.

24 購股權計劃

於二零一八年三月二十二日，本公司向82名人士（該「2018獲授人」）授出40,000,000份購股權，供彼等認購本公司股本中每股面值0.01港元的新普通股。

該等購股權可按每股股份0.495港元的價格予以行使，自授出日期起計的歸屬期及有效期有別。該82名2018獲授人中的37名獲授予可於授出日期起計至二零二一年三月三十一日為止三年之期間內行使之購股權。該82名2018獲授人中的11名獲授予可於授出日期一週年當日起計至二零二二年三月三十一日為止三年之期間內行使之購股權，歸屬期為由授出日期起計一年。餘下該34名2018獲授人獲授予可於授出日期兩週年當日起計至二零二二年三月三十一日為止兩年之期間內行使之購股權，歸屬期為由授出日期起計兩年。已授出的40,000,000份購股權中，本公司董事及主要行政人員獲授12,200,000份購股權。

本集團並無法律或推定責任以現金購回或結算購股權。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

24 SHARE OPTION SCHEME (continued)

Movements in the number of share options outstanding are as follows:

24 購股權計劃 (續)

尚未行使的購股權數目變動如下：

Grantee	Date of grant	Outstanding as at 31 December 2021 於二零二一年 十二月 三十一日 尚未行使	Forfeited during the period 於期內 被沒收	Exercised during the period 於期內行使	Outstanding as at 30 June 2022 於二零二二年 六月 三十日 尚未行使	Exercise price 行使價 HK\$ 港元	Exercise period 行使期間
Employees of Group companies 集團公司僱員	22 March 2018 二零一八年 三月二十二日	1,600,000	(1,600,000)	-	-	0.495	22 March 2019 to 21 March 2022 二零一九年三月二十二日至 二零二二年三月三十一日
Employees of Group companies 集團公司僱員	22 March 2018 二零一八年 三月二十二日	1,100,000	(1,100,000)	-	-	0.495	22 March 2020 to 21 March 2022 二零二零年三月二十二日至 二零二二年三月三十一日
Consultants 顧問	22 March 2018 二零一八年 三月二十二日	550,000	(550,000)	-	-	0.495	22 March 2019 to 21 March 2022 二零一九年三月二十二日至 二零二二年三月三十一日
		3,250,000	(3,250,000)	-	-		

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

24 SHARE OPTION SCHEME (continued)

The Binomial Option Pricing Model has been used to estimate the fair value of the options. The variables and assumptions used in computing the fair value of the share options are based on the directors' best estimate. The value of an option varies with different variables of certain subjective assumptions. Details of the share options granted on 22 March 2018 were as follows:

Weighted average share option price at the grant date:	HK\$0.1735
Risk free interest rate:	1.668%
Expected volatility:	56.39%
Expected dividend yield:	0%
Expected exercise multiple:	Directors: 2.8x exercise price Others: 2.2x exercise price

The measurement date of the share options was 22 March 2018, being the date of grant of the share options. The expected dividend yield is determined with reference to historical dividend payment history of comparable listed companies up to the measurement date. The expected volatility of share price is determined with reference to annualised historical weekly volatility of comparable listed companies' share prices as of the valuation date, as extracted from Bloomberg.

No share option expenses were recognised in the consolidated statement of comprehensive income during the period (For the period ended 30 June 2021: nil).

25 RELATED PARTY TRANSACTIONS AND BALANCES

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.

For the outstanding balance due from or to related parties, net amount is presented when the Group has a legally enforceable right to set off the recognised amounts, and intends to settle on a net basis.

24 購股權計劃 (續)

二項式期權定價模式獲採納以估計購股權的公允值。計算購股權公允值所用的變數及假設乃基於董事的最佳估計。購股權價值隨某些主觀假設的變數不同而變化。於二零一八年三月二十二日授出的購股權的詳情如下：

於授出日期的加權平均購股權價格：	0.1735港元
無風險利率：	1.668%
預期波幅：	56.39%
預期股息率：	0%
預期行使倍數：	董事：行使價2.8倍 其他：行使價2.2倍

購股權的計量日期為二零一八年三月二十二日，即授出購股權的日期。預期股息率乃參考可資比較上市公司直至計量日期的過往股息付款記錄而釐定。股價的預期波幅參考摘錄自彭博的可資比較上市公司的股價截至評估日期的年度化過往每週波幅而釐定。

本期間於綜合全面收益表並無確認任何購股權開支（截至二零二一年六月三十日止期間：無）。

25 關聯方交易及結餘

倘一方有能力直接或間接控制另一方或在財務及經營決策上對另一方發揮重大影響力，雙方即屬有關聯。雙方受共同控制者亦屬有關聯。

就應收或應付關聯方的未結算結餘而言，在本集團有權合法強制抵銷已確認金額，並擬按淨額基準結算時呈列金額淨值。

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中期財務資料附註

25 RELATED PARTY TRANSACTIONS AND BALANCES (continued)

The Group had the following material transactions with its related entities during the period.

25 關聯方交易及結餘 (續)

本集團於期內與關聯實體進行下列重大交易。

		Unaudited 未經審核	
		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年	2021 二零二一年
		HK\$'000 千港元	HK\$'000 千港元
Transactions	交易	<i>notes</i> 附註	
Amount paid for the provision of software maintenance, upgrade and support services from: – other related party	向以下公司支付提供軟件維護、升級及支援服務的款項： – 其他關聯方	(i)	106 1,435
Amount received for the provision of management services from: – other related party	向以下公司收取提供管理服務的款項： – 其他關聯方	(ii)	– 1,800
Amount paid for the provision of management services from: – other related party	向以下公司支付提供管理服務的款項： – 其他關聯方	(ii), (iii)	280 395

notes:

- (i) Amounts are paid for provision of software maintenance, upgrade and support services based on the terms on agreement signed between parties.
- (ii) Amounts are received and paid for the sharing of the offices based on the agreements signed between parties.
- (iii) On 9 March 2022, CLSA Premium Pty Limited received a termination notice from CLSA Australia Holdings Pty Ltd to terminate the Novation Deed dated 1 May 2021 and the Service Level Agreement dated 14 February 2020.

附註：

- (i) 就提供軟件維護、升級及支援服務而支付的款項乃根據各訂約方所簽訂之協議條款而釐定。
- (ii) 根據各訂約方簽訂之協議共用辦公室的已收及已付款項。
- (iii) 於二零二二年三月九日，CLSA Premium Pty Limited接獲CLSA Australia Holdings Pty Ltd的終止通知，以終止日期為二零二一年五月一日之更替契據及日期為二零二零年二月十四日之服務水準協議。

NOTES TO THE INTERIM FINANCIAL INFORMATION

中期財務資料附註

26 LITIGATIONS AND CONTINGENT LIABILITIES

Contingent liabilities from litigations with Banclogix System Co., Limited

On 6 May 2020, the Company received a writ of summons together with an indorsement of claim dated 6 May 2020 issued in the High Court of The Hong Kong Special Administrative Region by Banclogix System Co., Limited (“Banclogix”, the Group’s then IT service provider) against the Company and claims (i) that the termination of the IT service agreement by the Company was wrongful; (ii) alleged termination payment of HK\$2.5 million, software maintenance fee of approximately HK\$450,000 and IT infrastructure fee of HK\$1.5 million; and (iii) alleged loss and damages to be assessed.

The above proceedings was heard together with the High Court legal action started in 2019 by the Company (joined subsequently by its three licensed subsidiaries as plaintiffs) against Banclogix claiming for, among others, repudiatory breach of the IT service agreement by Banclogix; return of the plaintiffs’ data, costs and damages. The Company and Banclogix had a mediation on 23 June 2021. The parties did not reach an agreement.

These two legal proceedings with Banclogix are still ongoing at the end of the reporting period and as at the date of this report, and while the outcome and the potential financial impact are subject to uncertainties and are not practically able to be estimated, the Company’s directors consider that no provision is required at this stage of the proceedings as the legal adviser of the Company is cautiously optimistic about the outcome of the two cases with Banclogix. The Company has been contesting the claims made by Banclogix.

26 訴訟及或然負債

與盛匯信息科技有限公司訴訟之或然負債

於二零二零年五月六日，本公司接獲一由盛匯信息科技有限公司（「盛匯」，本集團當時之資訊科技服供應商）經香港特別行政區高等法院發出日期為二零二零年五月六日之傳訊令狀連同申索背書，針對本公司並就(i)本公司終止資訊科技服務協議屬不當；(ii)指稱終止付款2,500,000港元、軟件維護費約450,000港元及資訊科技基礎設施費用1,500,000港元；及(iii)指稱將予評估之損失及損害賠償提出索賠。

上述訴訟已與本公司（隨後其三家持牌附屬公司加入作為原告人）針對盛匯就（其中包括）盛匯違反資訊科技服務協議；退還原告人之數據、訟費及損害賠償提出索賠並已與二零一九年展開聆訊之高等法院法律訴訟一併聆訊。本公司與盛匯已於二零二一年六月二十三日進行一次調解會議，雙方並無達成協議。

於報告期末及於本報告日期，與盛匯之兩項法律訴訟仍在進行中，結果及潛在財務影響仍屬未知之數且無法實際估計。本公司董事認為，由於本公司法律顧問對盛匯兩項案件之結果持謹慎樂觀態度，故於現階段毋須就法律訴訟作出撥備。本公司一直對盛匯之索賠提出抗辯。

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中期財務資料附註

27 COMPARATIVE AMOUNTS

Certain comparative amounts have been reclassified, to conform with the current year's presentation and disclosures. The Company's directors consider that such presentation would better reflect the financial performance and position of the Group. For details, please refer to Note 4.

28 APPROVAL OF INTERIM FINANCIAL INFORMATION

The interim financial information was approved and authorised for issue by the Board on 1 August 2022.

27 比較金額

若干比較金額已經重新分類，以與本年度之呈列方式及披露保持一致。本公司董事認為，該呈列方式將更妥善反映本集團之財務表現及狀況。有關詳情，請參閱附註4。

28 批准中期財務資料

中期財務資料已於二零二二年八月一日經董事會批准及授權刊發。

CLSA Premium Limited

(於開曼群島註冊成立之有限公司)

(Incorporated in the Cayman Islands with limited liability)

香港金鐘道88號太古廣場一座8樓810室

Suite 810, Level 8, One Pacific Place, 88 Queensway, Hong Kong

T (852) 2600 7670 F (852) 3014 6457