

Yinsheng Digifavor Company Limited

銀盛數惠數字有限公司

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

Stock Code 股份代號：3773

2023

中期報告
INTERIM REPORT



BOARD OF DIRECTORS

Executive Directors

Mr. HUANG Junmou (*Chairman*)

Dr. ZHOU Jinhuang

Mr. GUAN Heng (*Chief Executive Officer*)

Non-executive Directors

Mr. FAN Weiguo

Mr. YU Zida

Independent Non-executive Directors

Mr. LIN Zhangxi (resigned on 5 May 2023)

Mr. QIAN Haomin (resigned on 19 June 2023)

Ms. ZHAO Jinlin (resigned on 5 May 2023)

Mr. ZHANG Mingqun (appointed on 24 May 2023)

Ms. ZOU Guoying (appointed on 5 May 2023)

Dr. LI Yao (appointed on 30 June 2023)

JOINT COMPANY SECRETARIES

Mr. HUNG Hing Hung

Ms. WONG Wai Ling

AUTHORISED REPRESENTATIVES

Dr. ZHOU Jinhuang

Ms. WONG Wai Ling

董事會

執行董事

黃俊謀先生 (*主席*)

周金黃博士

關恒先生 (*首席執行官*)

非執行董事

范衛國先生

喻子達先生

獨立非執行董事

林漳希先生 (於二零二三年五月五日辭任)

錢昊旻先生 (於二零二三年六月十九日辭任)

趙晉琳女士 (於二零二三年五月五日辭任)

張鳴群先生 (於二零二三年五月二十四日獲委任)

鄒國英女士 (於二零二三年五月五日獲委任)

李耀博士 (於二零二三年六月三十日獲委任)

聯席公司秘書

洪慶虹先生

黃慧玲女士

授權代表

周金黃博士

黃慧玲女士

Corporate Information

公司資料

AUDIT COMMITTEE

Ms. ZHAO Jinlin (*Chairlady*) (resigned on 5 May 2023)
Mr. QIAN Haomin (resigned on 19 June 2023)
Mr. LIN Zhangxi (resigned on 5 May 2023)
Ms. ZOU Guoying (*Chairlady*) (appointed on 5 May 2023)
Mr. ZHANG Mingqun (appointed on 24 May 2023)
Dr. LI Yao (appointed on 30 June 2023)

REMUNERATION COMMITTEE

Mr. LIN Zhangxi (*Chairman*) (resigned on 5 May 2023)
Mr. ZHANG Mingqun (*Chairman*) (appointed on 24 May 2023)
Mr. HUANG Junmou
Ms. ZHAO Jinlin (resigned on 5 May 2023)
Ms. ZOU Guoying (appointed on 5 May 2023)

NOMINATION COMMITTEE

Mr. HUANG Junmou (*Chairman*)
Ms. ZHAO Jinlin (resigned on 5 May 2023)
Mr. QIAN Haomin (resigned on 19 June 2023)
Ms. ZOU Guoying (appointed on 5 May 2023)
Dr. LI Yao (appointed on 30 June 2023)

審核委員會

趙晉琳女士 (*主席*) (於二零二三年五月五日辭任)
錢昊旻先生 (於二零二三年六月十九日辭任)
林漳希先生 (於二零二三年五月五日辭任)
鄒國英女士 (*主席*) (於二零二三年五月五日獲委任)
張鳴群先生 (於二零二三年五月二十四日獲委任)
李耀博士 (於二零二三年六月三十日獲委任)

薪酬委員會

林漳希先生 (*主席*) (於二零二三年五月五日辭任)
張鳴群先生 (*主席*) (於二零二三年五月二十四日獲委任)
黃俊謀先生
趙晉琳女士 (於二零二三年五月五日辭任)
鄒國英女士 (於二零二三年五月五日獲委任)

提名委員會

黃俊謀先生 (*主席*)
趙晉琳女士 (於二零二三年五月五日辭任)
錢昊旻先生 (於二零二三年六月十九日辭任)
鄒國英女士 (於二零二三年五月五日獲委任)
李耀博士 (於二零二三年六月三十日獲委任)

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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

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

13/F, Building C2
Nanshan iPark
No. 1001, Xueyuan Boulevard
Nanshan District, Shenzhen, PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai, Hong Kong

PRINCIPAL SHARE REGISTRAR

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

HONG KONG SHARE REGISTRAR

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

LEGAL ADVISORS

As to Hong Kong law:

Eric Chow & Co. in Association with Commerce & Finance Law Offices
3401, Alexandra House
18 Charter Road
Central
Hong Kong

開曼群島註冊辦事處

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

**總部及中華人民共和國(「中國」)主要營
業地點**

中國深圳市南山區
學苑大道1001號
南山智園
C2棟13樓

香港主要營業地點

香港灣仔
皇后大道東248號
大新金融中心40樓

主要股份過戶登記處

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

香港證券登記處

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

法律顧問

香港法律：

周俊軒律師事務所與
北京市通商律師事務所聯營
香港
中環
遮打道18號
歷山大廈3401室

Corporate Information

公司資料

As to Cayman Islands law:

Maples and Calder (Hong Kong) LLP
26th Floor, Central Plaza
18 Harbour Road, Wanchai
Hong Kong

AUDITOR

Moore Stephens CPA Limited
Registered Public Interest Entity Auditors
801-806, Silvercord, Tower 1
30 Canton Road, Tsim Sha Tsui
Kowloon, Hong Kong

PRINCIPAL BANKERS

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

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

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

STOCK CODE

3773

COMPANY'S WEBSITE

www.ysdf.com.cn

開曼群島法律：

邁普達律師事務所(香港)有限法律責任合夥
香港
灣仔港灣道18號
中環廣場26樓

核數師

大華馬施雲會計師事務所有限公司
註冊公眾利益實體核數師
香港九龍
尖沙咀廣東道30號
新港中心1座801-806室

主要往來銀行

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

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

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

股份代號

3773

公司網站

www.ysdf.com.cn

Management Discussion and Analysis

管理層討論及分析

The board (the “Board”) of directors (the “Directors”) of Yinsheng Digifavor Company Limited (the “Company”) hereby announces the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2023, together with the comparative figures for the corresponding period in 2022.

BUSINESS REVIEW

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

As expected by the Board in the 2022 Annual Report, the performance of the Group in the first half of 2023 was impacted by the increasing cost and competition of the mobile top-up business, leading to a significant decrease of approximately 94.4% in the profit attributable to shareholders of the Company as compared to the same period in 2022. The discount rates offered by the PRC telecommunication operators and their distributors have continued to decline in the first half of the year of 2023. As a result, the average discount rate that the Group received from the PRC telecommunication operators, their distributors and other channels decreased to 0.4% for the first half of 2023 from 0.5% for the first half of 2022. The gross transaction value via electronic banking systems decreased by approximately 15.5% to approximately RMB6,570.0 million for the six months ended 30 June 2023 from approximately RMB7,772.3 million for the six months ended 30 June 2022. Overall gross transaction value with mobile users decreased by approximately 10.5% to approximately RMB7,013.7 million for the six months ended 30 June 2023 from approximately RMB7,833.1 million for the six months ended 30 June 2022.

In the first half of 2023, the Group also launched a new business segment of digital marketing services in respect of local living services. As such new business is currently in the early stage of development, its profit contribution to the Group is temporarily limited, but the related operating costs has affected the Group's profit attributable to shareholders for the six months ended 30 June 2023.

銀盛數惠數字有限公司(「本公司」)董事(「董事」)會(「董事會」)謹此公佈本公司及其附屬公司(統稱為「本集團」)截至二零二三年六月三十日止六個月的未經審核綜合中期業績連同二零二二年同期的比較數字。

業務回顧

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

如同董事會於二零二二年年報中所預期，於二零二三年上半年，本集團的表現受到手機話費充值業務的成本和競爭不斷加劇上升的衝擊，導致本公司股東應佔溢利較二零二二年同期大幅下滑約94.4%。獲中國電信運營商及其分銷商提供的折扣率於二零二三年上半年持續下跌，導致本集團自中國電信運營商、其分銷商及其他渠道獲得的平均折扣率由二零二二年上半年的0.5%減少至二零二三年上半年的0.4%。通過電子銀行系統的交易總值由截至二零二二年六月三十日止六個月約人民幣7,772.3百萬元減少約15.5%至截至二零二三年六月三十日止六個月約人民幣6,570.0百萬元。手機用戶的整體交易總值由截至二零二二年六月三十日止六個月約人民幣7,833.1百萬元減少約10.5%至截至二零二三年六月三十日止六個月約人民幣7,013.7百萬元。

於二零二三年上半年，本集團也開展本地生活數字營銷服務的新業務版塊，由於該新業務目前處於創業前期階段，對於本集團的營利貢獻暫時有限，但相關的經營成本已影響本集團於截至二零二三年六月三十日止六個月的股東應佔溢利。

Management Discussion and Analysis

管理層討論及分析

OUTLOOK

The Board is currently looking for new business integration and/or expansion opportunities from time to time in order to maintain the Group's competitiveness in view of the potential impact of the long-term instability factors in the mobile top-up industry on the Company's operating prospects. The Group will also adopt a prudent and conservative financial management policy, continue to strengthen and refine its management, in order to achieve cost savings and expense control, so as to mitigate any potential impact on the Group's business development in the post-COVID-19 pandemic era.

In June 2023, Shenzhen Niannianka Network Technology Co., Ltd. ("Shenzhen NNK"), a PRC operating subsidiary of the Company, entered into an agency agreement with Shenzhen Tencent Computer Systems Co., Ltd* (深圳市騰訊計算機系統有限公司) ("Tencent Computer"), pursuant to which the parties will cooperate in the marketing and sales of products and services of Zenvideo (騰訊智影) ("Zenvideo Products") and provision of related technical services. Tencent Zhiying Products are cloud-based products developed by the Zenvideo team, which include the provision of image, audio and video creation and editing services on its online platform, zenvideo.qq.com, through application of artificial intelligence technology.

In July 2023, Shenzhen NNK entered into a tripartite cooperation agreement with Tencent Computer and China Radio and Television Hunan Network Co., Ltd* (中國廣電湖南網絡股份有限公司) ("Hunan Network") in respect of, among others, business cooperation between Tencent Computer, Hunan Network and Shenzhen NNK, to collaborate, promote and sell the cooperative products to be developed and designed by the parties. Tencent Computer, Hunan Network and Shenzhen NNK will cooperate to integrate Hunan Network's subscriber identification module products and Tencent Computer's gaming products. Shenzhen NNK and Tencent Computer will provide rights and interests in certain products to Hunan Network. Hunan Network will utilise the rights and interests of these products to develop and design the cooperative products accordingly. Tencent Computer and Shenzhen NNK will cooperate with Hunan Network in product design, provision of technical assistance and assistance in product promotion and other related work.

The above cooperation with Tencent Computer marks a crucial step in the Group's strategic plan to expand into the artificial intelligence industry and the gaming industry, which will bring more growth opportunities and room for business expansion to the Group.

展望

董事會因應手機話費充值行業中長期的不穩定因素對本公司的經營前景帶來的潛在影響，目前正不時尋找新的業務整合及／或擴張的機會，以維持本集團的競爭力。本集團也會採取謹慎保守的財務管理政策，繼續加強及精細化管理，以達到成本節約和開支控制，減輕COVID-19後疫情時代對本集團業務發展的任何潛在影響。

於二零二三年六月份，本公司的中國營運附屬公司深圳市年年卡網絡科技有限公司（「深圳年年卡」）與深圳市騰訊計算機系統有限公司（「騰訊計算機」）訂立代理協議，據此，訂約方將就營銷及銷售騰訊智影的產品及服務（「騰訊智影產品」）及提供相關技術服務進行合作。騰訊智影產品是由騰訊智影團隊開發的雲端產品，包括通過應用人工智能技術在其網上平台zenvideo.qq.com上提供圖像、音頻及視頻創作及編輯服務。

於二零二三年七月份，深圳年年卡與騰訊計算機及中國廣電湖南網絡股份有限公司（「湖南網絡」）就（其中包括）騰訊計算機、湖南網絡及深圳年年卡之間的業務合作訂立三方合作協議，以協同合作、推廣及銷售將由訂約方開發及設計的合作產品。騰訊計算機、湖南網絡及深圳年年卡將合作集成湖南網絡的訂戶識別模組產品與騰訊計算機的遊戲產品。深圳年年卡及騰訊計算機將向湖南網絡提供若干產品的權利及權益。湖南網絡將利用該等產品的權利及權益，並據此開發及設計合作產品。騰訊計算機及深圳年年卡將與湖南網絡在產品設計、提供技術援助以及協助產品推廣及其他相關工作方面進行合作。

與騰訊計算機的以上合作標誌著本集團將業務擴展至人工智能行業和遊戲行業的戰略計劃邁出關鍵一步，將為本集團帶來更多的增長機遇和業務拓展空間。

FINANCIAL REVIEW

Revenue

For the six months ended 30 June 2023, the Group recorded a revenue of approximately RMB30.8 million, representing a decrease of approximately 25.6% as compared with approximately RMB41.4 million for the corresponding period in 2022. The decrease was primarily due to the decrease in mobile top-up requests via electronic banking systems, and at the same time the decrease in average discount rate received from the PRC telecommunication operators and their distributors during the current interim period.

Gross Transaction Value with Mobile Users

The gross transaction value with mobile users decreased by approximately 10.5% to approximately RMB7,013.7 million for the six months ended 30 June 2023 from approximately RMB7,833.1 million for the six months ended 30 June 2022. The gross transaction value via electronic banking systems decreased by approximately 15.5% to approximately RMB6,570.0 million for the six months ended 30 June 2023 from approximately RMB7,772.3 million for the six months ended 30 June 2022. The gross transaction value through other channels including third-party online platforms, the Company's own website and WeChat public account increased by approximately 629.8% to approximately RMB443.7 million for the six months ended 30 June 2023 from approximately RMB60.8 million for the six months ended 30 June 2022. The decrease in the gross transaction values via electronic banking systems was mainly caused by the decrease in marketing activities carried out by banks. The increase in transactions through offline channels and other channels was mainly due to the increase in the transaction volume of Shanghai Rongshu Information Technology Co., Ltd.* (上海榮數信息技術有限公司), a new customer since the end of 2022.

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

The average discount rate that the Company received from the PRC telecommunication operators, their distributors and other channels decreased from approximately 0.5% for the six months ended 30 June 2022 to approximately 0.4% for the six months ended 30 June 2023. The gross transaction value with the PRC telecommunication operators, their distributors and other channels decreased by approximately 10.4% for the six months ended 30 June 2023 as compared to the six months ended 30 June 2022, which was in line with the decrease in the gross transaction value with mobile users.

財務回顧

收益

截至二零二三年六月三十日止六個月，本集團錄得收益約人民幣30.8百萬元，較二零二二年同期約人民幣41.4百萬元減少約25.6%。減少主要由於在本中期期間通過電子銀行系統提出的手機話費充值請求出現減少，同時獲中國電信運營商及其分銷商提供的平均折扣率也有所減少。

與手機用戶的交易總值

與手機用戶的交易總值由截至二零二二年六月三十日止六個月約人民幣7,833.1百萬元減少約10.5%至截至二零二三年六月三十日止六個月約人民幣7,013.7百萬元。通過電子銀行系統的交易總值由截至二零二二年六月三十日止六個月約人民幣7,772.3百萬元減少約15.5%至截至二零二三年六月三十日止六個月約人民幣6,570.0百萬元。通過其他渠道（包括第三方網上平台、本公司自有網站及微信公眾號）的交易總值由截至二零二二年六月三十日止六個月約人民幣60.8百萬元增加約629.8%至截至二零二三年六月三十日止六個月約人民幣443.7百萬元。通過電子銀行系統的交易總值減少主要由於銀行開展的營銷活動減少所致。通過線下渠道及其他渠道的交易增加主要是2022年底新增客戶上海榮數信息技術有限公司交易量增加所致。

與中國電信運營商、其分銷商及其他渠道的交易總值

本公司獲中國電信運營商、其分銷商及其他渠道提供的平均折扣率由截至二零二二年六月三十日止六個月約0.5%減少至截至二零二三年六月三十日止六個月約0.4%。截至二零二三年六月三十日止六個月，與中國電信運營商、其分銷商及其他渠道的交易總值較截至二零二二年六月三十日止六個月減少約10.4%，這與手機用戶的交易總值的減幅一致。

Management Discussion and Analysis

管理層討論及分析

Cost of Revenue

Cost of revenue decreased by approximately 11.6% to approximately RMB6.1 million for the six months ended 30 June 2023 from approximately RMB6.9 million for the six months ended 30 June 2022.

Gross Profit and Gross Profit Margin

Gross profit decreased by approximately 28.8% to approximately RMB24.5 million for the six months ended 30 June 2023 from approximately RMB34.4 million for the six months ended 30 June 2022.

The Group's overall gross profit margin decreased to approximately 79.6% for the six months ended 30 June 2023 from approximately 83.1% for the six months ended 30 June 2022, primarily attributable to the increase in mobile top-up costs.

Other Income and Other Gains and Losses

Other income and other gains and losses decreased by approximately 24.4% to approximately RMB3.1 million for the six months ended 30 June 2023 from approximately RMB4.1 million for the six months ended 30 June 2022. The decrease in other income and other gains and losses was primarily due to the decrease in income on additional credit from the PRC tax bureau for the input value added tax of approximately RMB0.9 million.

Distribution and Selling Expenses

Distribution and selling expenses increased by approximately 35.3% to approximately RMB4.6 million for the six months ended 30 June 2023 from approximately RMB3.4 million for the six months ended 30 June 2022, primarily attributable to the increase in sales promotion expenses due to the impact of lifting COVID-19 pandemic restrictions on economic activities in the first half of 2023.

Administration Expenses

Administration expenses increased by approximately 41.8% to approximately RMB15.6 million for the six months ended 30 June 2023 from approximately RMB11.0 million for the six months ended 30 June 2022, primarily attributable to increase in professional and consultants' fees for business development and staff cost.

收益成本

收益成本由截至二零二二年六月三十日止六個月約人民幣6.9百萬元減少約11.6%至截至二零二三年六月三十日止六個月約人民幣6.1百萬元。

毛利及毛利率

毛利由截至二零二二年六月三十日止六個月約人民幣34.4百萬元減少約28.8%至截至二零二三年六月三十日止六個月約人民幣24.5百萬元。

本集團的整體毛利率由截至二零二二年六月三十日止六個月約83.1%減少至截至二零二三年六月三十日止六個月約79.6%，主要歸因於手機話費充值成本上升。

其他收入及其他損益

其他收入及其他損益由截至二零二二年六月三十日止六個月約人民幣4.1百萬元減少約24.4%至截至二零二三年六月三十日止六個月約人民幣3.1百萬元。其他收入及其他損益的減少主要是因為來自中國稅務局的進項增值稅的額外抵免額收入減少約人民幣0.9百萬元所致。

分銷及銷售開支

分銷及銷售開支由截至二零二二年六月三十日止六個月約人民幣3.4百萬元增加約35.3%至截至二零二三年六月三十日止六個月約人民幣4.6百萬元，主要因二零二三年上半年經濟活動受COVID-19疫情解封影響，令到營銷開支有所增加。

行政開支

行政開支由截至二零二二年六月三十日止六個月約人民幣11.0百萬元增加約41.8%至截至二零二三年六月三十日止六個月約人民幣15.6百萬元，主要歸因於業務發展的專業和諮詢費用及員工成本增加。

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管理層討論及分析

Research and Development Expenses

Research and development expenses increased by approximately 15.6% to approximately RMB3.7 million for the six months ended 30 June 2023 from approximately RMB3.2 million for the six months ended 30 June 2022, primarily due to the increase in staff cost.

Finance Costs

Finance costs increased by approximately 325.0% to approximately RMB1.7 million for the six months ended 30 June 2023 from approximately RMB0.4 million for the six months ended 30 June 2022, primarily due to the increase in average bank borrowings as compared with the corresponding period in 2022.

Income Tax Expense

Under the Law of the PRC on Enterprise Income Tax (the “PRC EIT Law”) and Implementation Regulations of the PRC EIT Law, the tax rates of the PRC subsidiaries were 25% and 5% for the six months ended 30 June 2023 and 2022.

The income tax expense for the six months ended 30 June 2023 represented the provision of the PRC Enterprise Income Tax (the “EIT”) of RMB1.1 million for the PRC subsidiary (for the six months ended 30 June 2022: RMB5.0 million).

Profit for the Period attributable to Owners of the Company

As a result of the cumulative effects of the foregoing, profit for the six months ended 30 June 2023 was approximately RMB0.9 million, as compared with the profit for the six months ended 30 June 2022 of approximately RMB15.5 million.

Liquidity, Financial Resources and Capital Structure

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

As at 30 June 2023, cash and cash equivalents of the Group was approximately RMB91.9 million, as compared with approximately RMB96.2 million as at 31 December 2022. The Group reported net current assets of approximately RMB263.8 million as at 30 June 2023, as compared with approximately RMB259.4 million as at 31 December 2022. The Group's current ratio was approximately 2.5 as at 30 June 2023, as compared with approximately 2.1 as at 31 December 2022.

研發開支

研發開支由截至二零二二年六月三十日止六個月約人民幣3.2百萬元增加約15.6%至截至二零二三年六月三十日止六個月約人民幣3.7百萬元，主要歸因於員工成本增加。

財務成本

財務成本由截至二零二二年六月三十日止六個月約人民幣0.4百萬元增加約325.0%至截至二零二三年六月三十日止六個月約人民幣1.7百萬元，主要由於平均銀行借款較二零二二年同期增加。

所得稅開支

根據中國企業所得稅法（「中國企業所得稅法」）及中國企業所得稅法的實施條例，中國附屬公司於截至二零二三年及二零二二年六月三十日止六個月的稅率為25%和5%。

截至二零二三年六月三十日止六個月的所得稅開支為中國附屬公司撥備中國企業所得稅（「企業所得稅」）人民幣1.1百萬元（截至二零二二年六月三十日止六個月：人民幣5.0百萬元）。

本公司擁有人應佔期內溢利

由於上述各項的累計影響，截至二零二三年六月三十日止六個月產生溢利約人民幣0.9百萬元，而截至二零二二年六月三十日止六個月產生溢利約人民幣15.5百萬元。

流動資金、財務資源及資本結構

本集團的營運資金由經營活動所得現金、銀行貸款及全球發售所得款項撥付。

於二零二三年六月三十日，本集團的現金及現金等價物約為人民幣91.9百萬元，而於二零二二年十二月三十一日約為人民幣96.2百萬元。於二零二三年六月三十日，本集團呈報的流動資產淨值約為人民幣263.8百萬元，而於二零二二年十二月三十一日約為人民幣259.4百萬元。於二零二三年六月三十日，本集團的流動比率約為2.5，而於二零二二年十二月三十一日約為2.1。

Management Discussion and Analysis

管理層討論及分析

The bank borrowings of the Group were RMB150.0 million and RMB100.0 million as at 31 December 2022 and 30 June 2023 respectively. As at 30 June 2023, the bank borrowings, being interest-bearing bank borrowings which were denominated in Renminbi, carried fixed interest rates of 4.2% to 5.0% (as at 31 December 2022: 4.2% to 5.5%) per annum and were repayable in one year.

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

Trade Receivables

Trade receivables mainly represent receivables from PRC banks in relation to the Group's mobile top-up service. Trade receivables increased from approximately RMB243.4 million as at 31 December 2022 to approximately RMB262.3 million as at 30 June 2023, primarily reflecting the increase in transactions with the PRC banks for their promotion activities for the six months ended 30 June 2023 as compared with the transactions for the year ended 31 December 2022.

Trade receivables turnover days (calculated by the average of the beginning and ending balances of trade receivables of the year/period, divided by the gross transactions value with mobile users for the year/period and multiplied by 365 days for the year ended 31 December 2022 or 181 days for the six months ended 30 June 2023) for the six months ended 30 June 2023 was 5.74 days (for the year ended 31 December 2022: 4.96 days). The Company realised that the increase in transactions with longer credit period would require a much closer monitoring of the settlement in order to ensure business turnover. The Company will continue to monitor the credit risk by ongoing review of the settlement of customers, and annual evaluation of the credit limits according to the track record and financial position of the counterparties.

本集團於二零二二年十二月三十一日及二零二三年六月三十日的銀行借款分別為人民幣150.0百萬元及人民幣100.0百萬元。於二零二三年六月三十日，銀行借款（以人民幣計值的附息銀行借款）按每年4.2%至5.0%（於二零二二年十二月三十一日：4.2%至5.5%）的固定利率計息並須於一年內償還。

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

貿易應收款項

貿易應收款項主要指應就本集團的手機話費充值服務向國內銀行收取的款項。貿易應收款項由二零二二年十二月三十一日約人民幣243.4百萬元增加至二零二三年六月三十日約人民幣262.3百萬元，主要反映截至二零二三年六月三十日止六個月與國內銀行有關其推廣活動的交易較截至二零二二年十二月三十一日止年度有所增加。

截至二零二三年六月三十日止六個月，貿易應收款項周轉天數（按年／期內貿易應收款項的年／期初及年／期末結餘的平均值除以年／期內手機用戶交易總值，再乘以365天（截至二零二二年十二月三十一日止年度）或乘以181天（截至二零二三年六月三十日止六個月）計算）為5.74天（截至二零二二年十二月三十一日止年度：4.96天）。本公司留意到，信用期較長的交易增加將需要對結算進行更密切的監控以確保業務周轉。本公司將繼續監察信貸風險，根據對手方的往績紀錄及財務狀況持續檢討客戶結算情況並按年評估信用額度。

Management Discussion and Analysis

管理層討論及分析

Gearing Ratio

As at 30 June 2023, the gearing ratio (calculated by dividing bank borrowings by total equity as at the end of the period) of the Group was 37.9% (As at 31 December 2022: 57.0%).

Capital Expenditures

For the six months ended 30 June 2023, the Group had capital expenditure of approximately RMB1.2 million, as compared with approximately RMB3.5 million for the six months ended 30 June 2022. The expenditure was mainly related to the acquisition of leasehold improvement and computer and office equipment of approximately RMB0.7 million (for the six months ended 30 June 2022: approximately RMB1.3 million) for replacement in daily operations and addition of right-of-use assets of approximately RMB0.5 million (for the six months ended 30 June 2022: RMB2.2 million).

Significant Investments

As at 30 June 2023, the Group did not have any significant investments.

Capital Commitments

As at 30 June 2023, the Group did not have any material capital commitments.

Foreign Exchange Risk

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

Charges on Assets

As at 30 June 2023, bank borrowings with amounts of RMB90.0 million were secured by certain of the Group's trade receivables (as at 31 December 2022: RMB85.0 million).

負債比率

於二零二三年六月三十日，本集團的負債比率（按銀行借款除以期末總權益計算）為37.9%（於二零二二年十二月三十一日：57.0%）。

資本開支

與截至二零二二年六月三十日止六個月約人民幣3.5百萬元比較，截至二零二三年六月三十日止六個月，本集團的資本開支約為人民幣1.2百萬元。有關開支主要關於在日常營運中購置租賃物業裝修及計算機及辦公設備以作更換約人民幣0.7百萬元（截至二零二二年六月三十日止六個月：約人民幣1.3百萬元）及新增使用權資產約人民幣0.5百萬元（截至二零二二年六月三十日止六個月：人民幣2.2百萬元）。

重大投資

於二零二三年六月三十日，本集團並無持有任何重大投資。

資本承擔

於二零二三年六月三十日，本集團並無任何重大資本承擔。

外匯風險

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

抵押資產

於二零二三年六月三十日，銀行借款人民幣90.0百萬元以本集團的若干貿易應收款項作抵押（於二零二二年十二月三十一日：人民幣85.0百萬）。

Management Discussion and Analysis

管理層討論及分析

Contingent Liabilities and Guarantees

As at 30 June 2023, the Group did not have any significant contingent liabilities and guarantees.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group did not have specific plan for material investments or capital assets as at 30 June 2023.

MATERIAL ACQUISITIONS OR DISPOSALS

During the six months ended 30 June 2023, the Group did not conduct any material acquisition or disposal of subsidiaries, associates and joint ventures.

INTERIM DIVIDENDS

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2023 (for the six months ended 30 June 2022: Nil).

EMPLOYMENT AND REMUNERATION POLICY

As at 30 June 2023, the Group had 127 full-time employees (as at 31 December 2022: 134). Total staff cost (including Director's remuneration) was approximately RMB15.7 million for the six months ended 30 June 2023, as compared with approximately RMB11.5 million for the six months ended 30 June 2022. All employees have joined the state-managed retirement benefits schemes in the PRC or Mandatory Provident Fund Scheme in Hong Kong which are classified as defined contribution plans. The Group believes that employees are one of its most important assets and the Group strives to offer a competitive remuneration to its employees. The Group has recruited and promoted individuals based on merit and their development potentials. Remuneration package offered to all employees including Directors is determined with reference to their performance, qualifications, experience and the prevailing salary levels in the market. The Group has provided training opportunities for its employees in order to enhance their qualifications and equip them with necessary skills.

EVENTS AFTER THE REPORTING PERIOD

There were no significant events that might affect the Group since 30 June 2023 and up to the date of this interim report.

或然負債及擔保

於二零二三年六月三十日，本集團並無任何重大或然負債及擔保。

重大投資或資本資產的未來計劃

於二零二三年六月三十日，本集團並無有關重大投資或資本資產的具體計劃。

重大收購或出售

截至二零二三年六月三十日止六個月，本集團並無進行任何附屬公司、聯營公司及合營企業的重大收購或出售。

中期股息

董事會不建議就截至二零二三年六月三十日止六個月派付任何中期股息（截至二零二二年六月三十日止六個月：無）。

僱傭及薪酬政策

於二零二三年六月三十日，本集團共有127名全職僱員（於二零二二年十二月三十一日：134名）。截至二零二三年六月三十日止六個月，員工成本總額（包括董事酬金）約為人民幣15.7百萬元，而截至二零二二年六月三十日止六個月約為人民幣11.5百萬元。所有僱員已參與中國國家管理退休福利計劃或香港強制性公積金計劃（分類為界定供款計劃）。本集團相信僱員乃其最重要資產之一，故本集團致力為其僱員提供具競爭力的薪酬。本集團已按個人的在職表現及發展潛力招聘及晉升僱員。全體僱員（包括董事）的薪酬待遇經參考彼等的表現、資歷、經驗及市場當時的薪金水平釐定。本集團已向其僱員提供培訓機會，以提升其資歷及協助彼等掌握所需技能。

報告期後事項

自二零二三年六月三十日起及直至本中期報告日期並無可能影響本集團的任何重大事項。

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

During the six months ended 30 June 2023, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") as its code of conduct regarding Director's securities transactions. Specific enquiries have been made to all Directors and the Directors have confirmed that they have complied with the Model Code during the six months ended 30 June 2023.

CORPORATE GOVERNANCE CODE

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

For the six months ended 30 June 2023, the Company has complied with all the applicable code provisions as set out in the Corporate Governance Code (the "CG Code") in the Appendix 14 to the Listing Rules. The Board will continue to review and enhance the corporate governance practice of the Company to ensure compliance with the CG Code and align with the latest developments.

購買、出售或贖回本公司上市證券

截至二零二三年六月三十日止六個月，本公司及其任何附屬公司並無購買、出售或贖回本公司任何上市證券。

董事進行證券交易的標準守則

本公司已採納香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）作為董事進行證券交易的操守準則。已向全體董事進行特別查詢而董事均已確認彼等於截至二零二三年六月三十日止六個月已遵守標準守則。

企業管治守則

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

截至二零二三年六月三十日止六個月，本公司已遵守上市規則附錄十四所載企業管治守則（「企業管治守則」）載列所有適用的守則條文。董事會將繼續檢討及鞏固本公司企業管治常規，以確保符合企業管治守則及向最新發展看齊。

Other Information 其他資料

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

As at 30 June 2023, the interest or short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

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

Name of Director	Capacity/Nature of Interests	Number of Shares held	Approximate Percentage of Issued Share Capital ⁽²⁾
董事姓名	身份／權益性質	持有股份數目	佔已發行股本概約百分比 ⁽²⁾
Mr. Huang Junmou ⁽¹⁾ 黃俊謀先生 ⁽¹⁾	Interest in controlled corporation 受控法團權益	64,500,000	15.54%

Notes:

- (1) Mr. Huang Junmou beneficially owns 100% of the issued share capital of Fun Charge Technology Limited ("Fun Charge Technology"). By virtue of the SFO, Mr. Huang Junmou was deemed to be interested in 64,500,000 Shares held by Fun Charge Technology.
- (2) The percentage of shareholding was calculated based on the Company's total issued share capital of 415,000,000 Shares as at 30 June 2023.

董事及最高行政人員於股份、相關股份或債權證中的權益及淡倉

於二零二三年六月三十日，董事及本公司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（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括彼等根據證券及期貨條例的該等條文被當作或視作擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄於該條所述登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉如下：

於本公司普通股（「股份」）的好倉

附註：

- (1) 黃俊謀先生實益擁有Fun Charge Technology Limited（「Fun Charge Technology」）的全部已發行股本。根據證券及期貨條例，黃俊謀先生被視為於Fun Charge Technology持有的64,500,000股股份中擁有權益。
- (2) 股權百分比乃按於二零二三年六月三十日本公司全部已發行股本415,000,000股股份計算。

Save as disclosed above, as at 30 June 2023, none of the Directors and chief executive of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required to be recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

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

As at 30 June 2023, to the best knowledge of the Directors, the following persons (other than the Directors and chief executive of the Company) had or deemed or taken to have an interest and/or short position in the Shares or the underlying Shares which are required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under section 336 of SFO were as follows:

Long positions in the Shares

Substantial shareholders	Capacity/Nature of interest	Number of Shares held	Approximate percentage of issued share capital ⁽⁴⁾
主要股東	身份／權益性質	持有股份數目	佔已發行股本概約百分比 ⁽⁴⁾
Fun Charge Technology	Beneficial owner 實益擁有人	64,500,000	15.54%
Spring Harbour Development Limited ⁽¹⁾	Beneficial owner 實益擁有人	119,400,000	28.77%
Ms. Lam Ching Wan ⁽¹⁾ 林靜云女士 ⁽¹⁾	Interested in controlled corporation 受控法團權益	119,400,000	28.77%
China Charge Technology Limited ⁽²⁾	Beneficial owner 實益擁有人	60,000,000	14.46%
Mr. Huang Shaowu ⁽²⁾ 黃紹武先生 ⁽²⁾	Interested in controlled corporation 受控法團權益	60,000,000	14.46%
Harvest Gold Capital Limited ⁽³⁾	Beneficial owner 實益擁有人	56,100,000	13.52%
Mr. Chong Wing Kin ⁽³⁾ 莊永健先生 ⁽³⁾	Interested in controlled corporation 受控法團權益	56,100,000	13.52%

除上文所披露者外，於二零二三年六月三十日，董事及本公司最高行政人員概無於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有或被視作擁有任何須根據證券及期貨條例第XV部第7及8分部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有關條文彼等被當作或視作擁有的權益或淡倉）或根據證券及期貨條例第352條須記錄於本公司存置的登記冊的任何權益或淡倉，或根據標準守則須知會本公司及聯交所的任何權益或淡倉。

主要股東於股份及相關股份的權益及淡倉

於二零二三年六月三十日，據董事所知，下列人士（董事及本公司最高行政人員除外）於或被視為或當作於股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須予披露或記錄在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：

於股份的好倉

Other Information 其他資料

Notes:

- (1) Ms. Lam Ching Wan beneficially owns 100% of the issued share capital of Spring Harbour Development Limited. By virtue of the SFO, Ms. Lam Ching Wan was deemed to be interested in 119,400,000 Shares held by Spring Harbour Development Limited.
- (2) Mr. Huang Shaowu beneficially owns 100% of the issued share capital of China Charge Technology Limited. By virtue of the SFO, Mr. Huang Shaowu was deemed to be interested in 60,000,000 Shares held by China Charge Technology Limited.
- (3) Mr. Chong Wing Kin beneficially owns 100% of the issued share capital of Harvest Gold Capital Limited. By virtue of the SFO, Mr. Chong Wing Kin was deemed to be interested in 56,100,000 Shares held by Harvest Gold Capital Limited.
- (4) The percentage of shareholding was calculated based on the Company's total issued share capital of 415,000,000 Shares as at 30 June 2023.

Save as disclosed above, as at 30 June 2023, the Directors were not aware of any person (other than the Directors and chief executive of the Company) who had an interest and short position in Shares or underlying Shares which are required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under Section 336 of the SFO.

DIRECTOR'S INTEREST IN A COMPETING BUSINESS

During the six months ended 30 June 2023 and up to the date of this interim report, none of the Directors or their respective associates (as defined in the Listing Rules) had any interest in any business which were in competition or were likely to compete, either directly or indirectly with the Group's business which needs to be disclosed pursuant to Rule 8.10 of the Listing Rules.

SHARE SCHEMES

SHARE AWARD SCHEME

The Company has not adopt any share award scheme.

附註：

- (1) 林靜云女士實益擁有 Spring Harbour Development Limited 的 100% 已發行股本。根據證券及期貨條例，林靜云女士被視為為 Spring Harbour Development Limited 持有的 119,400,000 股股份中擁有權益。
- (2) 黃紹武先生實益擁有 China Charge Technology Limited 的 100% 已發行股本。根據證券及期貨條例，黃紹武先生被視為為 China Charge Technology Limited 持有的 60,000,000 股股份中擁有權益。
- (3) 莊永健先生實益擁有 Harvest Gold Capital Limited 的 100% 已發行股本。根據證券及期貨條例，莊永健先生被視為為 Harvest Gold Capital Limited 持有的 56,100,000 股股份中擁有權益。
- (4) 股權百分比乃按於二零二三年六月三十日本公司全部已發行股本 415,000,000 股股份計算。

除上文所披露者外，於二零二三年六月三十日，董事並不知悉任何人士（董事及本公司最高行政人員除外）於股份或相關股份中擁有根據證券及期貨條例第 XV 部第 2 及 3 分部的條文須予披露或記錄在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淡倉。

董事於競爭業務中的權益

截至二零二三年六月三十日止六個月及直至本中期報告日期，董事或彼等各自的聯繫人（定義見上市規則）概無直接或間接於與本集團業務競爭或可能競爭的任何業務中擁有任何權益而須根據上市規則第 8.10 條予以披露。

股份計劃

股份獎勵計劃

本公司並無採納任何股份獎勵計劃。

SHARE OPTION SCHEME

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

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

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

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

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

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

購股權計劃

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

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

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

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

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

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

Other Information 其他資料

AUDIT COMMITTEE

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

The Audit Committee have reviewed the unaudited consolidated interim results and the interim report of the Company for the six months ended 30 June 2023 and agreed to the accounting principles and practices adopted by the Company.

CHANGE IN INFORMATION OF DIRECTORS

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

USE OF PROCEEDS FROM GLOBAL OFFERING

The Shares were listed on the Main Board of the Stock Exchange on 7 January 2016 and the Company raised net proceeds (after the exercise of the over-allotment option and after deducting the underwriting fees, commissions and other expenses payable by the Company in connection with the global offering) of approximately HK\$52.0 million. The utilisation of the net proceeds was in accordance with the proposed allocations as set out in the section headed “Future Plans and Use of Proceeds” in the prospectus of the Company dated 24 December 2015.

As at 30 June 2023, the unutilised amount of the net proceeds was approximately HK\$7.8 million in which the intended use was related to the potential acquisitions of businesses and assets that are complementary to the Group’s business and operations, or forming strategic alliance with value chain partners. During the six months ended 30 June 2023, the Group has not utilised such net proceeds. As the Group had not identified, committed to or entered into negotiations with any acquisition targets or value chain partners, the Group has no specific expected timeframe for fully utilising such proceeds.

審核委員會

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

審核委員會已審閱本公司截至二零二三年六月三十日止六個月的未經審核綜合中期業績及中期報告，並已同意本公司採納的會計原則及慣例。

董事資料變更

截至本中期報告日期，概無董事及主要行政人員的資料變動須根據上市規則予以披露。

全球發售所得款項用途

股份已於二零一六年一月七日在聯交所主板上市，而本公司籌得所得款項淨額（超額配股權獲行使後及扣除本公司就全球發售應付的包銷費用、佣金及其他開支後）約52.0百萬港元。所得款項淨額的動用乃根據本公司日期為二零一五年十二月二十四日的招股章程內「未來計劃及所得款項用途」一節所載的擬定分配而進行。

於二零二三年六月三十日，所得款項淨額未動用金額約為7.8百萬港元，其擬定用途為有關與本集團業務及經營相互補足業務及資產的潛在收購，或與價值鏈夥伴建立策略聯盟。於截至二零二三年六月三十日止六個月，本集團未有動用該筆所得款項淨額。由於本集團尚未物色到任何收購目標或價值鏈夥伴，或就任何收購目標或價值鏈夥伴作出承諾或與任何收購目標或價值鏈夥伴進行磋商，本集團並無全數動用該所得款項的具體預期時間。

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

		Six months ended		
		截至該日止六個月		
		30/06/23	30/06/22	
		二零二三年	二零二二年	
		六月三十日	六月三十日	
		RMB'000	RMB'000	
		人民幣千元	人民幣千元	
		(unaudited)	(unaudited)	
		(未經審核)	(未經審核)	
	NOTES			
	附註			
Revenue	收益	4	30,799	41,402
Less: Tax surcharge	減：附加稅		(213)	(130)
Cost of revenue	收益成本		(6,065)	(6,853)
Gross profit	毛利		24,521	34,419
Other income and expenses	其他收入及開支		3,074	4,149
Distribution and selling expenses	分銷及銷售開支		(4,568)	(3,404)
Administrative expenses	行政開支		(15,628)	(11,028)
Research and development expenses	研發開支		(3,743)	(3,249)
Finance costs	財務成本	5	(1,720)	(418)
Profit before tax	除稅前溢利	6	1,936	20,469
Income tax expense	所得稅開支	7	(1,065)	(4,962)
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內溢利及全面收益總額		871	15,507
Earnings per share	每股盈利	9		
– Basic and diluted (RMB cents)	– 基本及攤薄(人民幣分)		0.21	3.74

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2023

於二零二三年六月三十日

			30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
		NOTES 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	3,639	3,723
Right-of-use assets	使用權資產	10	2,127	2,034
Rental deposits	租賃按金		212	155
Trade receivables	貿易應收款項		5,369	9,047
Deferred tax assets	遞延稅項資產		85	85
			11,432	15,044
Current assets	流動資產			
Inventories	存貨		18,262	9,430
Trade receivables	貿易應收款項	12	256,886	234,383
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		74,587	151,525
Cash and cash equivalents	現金及現金等價物		91,922	96,217
			441,657	491,555
Current liabilities	流動負債			
Trade payables	貿易應付款項	13	23,599	19,771
Other payables and accruals	其他應付款項及應計費用		52,631	60,177
Tax liabilities	稅項負債		833	1,578
Bank borrowings	銀行借款	14	100,000	150,000
Lease liabilities	租賃負債		785	635
			177,848	232,161
Net current assets	流動資產淨值		263,809	259,394
Total assets less current liabilities	總資產減流動負債		275,241	274,438

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2023
於二零二三年六月三十日

			30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
		NOTES 附註		
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		1,491	1,559
Deferred tax liabilities	遞延稅項負債	11	9,930	9,930
			11,421	11,489
Net assets	資產淨值		263,820	262,949
Capital and reserves	資本及儲備			
Share capital	股本	15	27,221	27,221
Reserves	儲備		236,599	235,728
Total equity	總權益		263,820	262,949

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

		Attributable to owners of the Company					
		本公司擁有人應佔					
		Share capital	Share premium	Capital reserve	Statutory reserves	Retained earnings	Total
		股本	股份溢價	資本儲備	法定儲備	保留盈利	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2022 (audited)	於二零二二年一月一日 (經審核)	27,221	38,037	46,510	10,340	113,576	235,684
Profit and total comprehensive income for the period (unaudited)	期內溢利及全面收益總額(未經審核)	-	-	-	-	15,507	15,507
At 30 June 2022 (unaudited)	於二零二二年六月三十日 (未經審核)	27,221	38,037	46,510	10,340	129,083	251,191
At 1 January 2023 (audited)	於二零二三年一月一日 (經審核)	27,221	38,037	46,510	10,340	140,841	262,949
Profit and total comprehensive income for the period (unaudited)	期內溢利及全面收益總額(未經審核)	-	-	-	-	871	871
At 30 June 2023 (unaudited)	於二零二三年六月三十日 (未經審核)	27,221	38,037	46,510	10,340	141,712	263,820

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
OPERATING ACTIVITIES	經營活動		
Profit before tax	除稅前溢利	1,936	20,469
Adjustments for:	調整：		
Finance costs	財務成本	1,720	418
Depreciation of right-of-use assets	使用權資產折舊	418	832
Depreciation of property, plant and equipment	物業、廠房及設備折舊	751	432
Unrealised net exchange losses/(gains)	未實現匯兌虧損/(收益)淨額	16	(390)
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	-	86
Interest income	利息收入	(467)	(950)
Recognition of impairment loss in respect of trade receivables	就貿易應收款項確認減值虧損	-	53
Operating cash flows before movements in working capital	營運資金變動前經營現金流量	4,374	20,950
(Increase)/decrease in inventories	存貨(增加)/減少	(8,832)	3,624
(Increase)/decrease in trade receivables	貿易應收款項(增加)/減少	(18,825)	48,860
Decrease in prepayments, deposits and other receivables	預付款項、按金及其他應收款項減少	76,938	38,925
Increase/(decrease) in trade payables	貿易應付款項增加/(減少)	3,828	(113)
Decrease in other payables and accruals	其他應付款項減少及應計費用	(7,546)	(14,660)
Cash generated from operations	經營所得現金	49,937	97,586
Income tax paid	已付所得稅	(1,810)	(3,182)
NET CASH FROM OPERATING ACTIVITIES	經營活動所得現金淨額	48,127	94,404

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
INVESTING ACTIVITIES	投資活動		
Withdrawal of structured deposits	撤銷結構性存款	55,000	768,000
Placement of structured deposits	配售結構性存款	(55,000)	(768,000)
Interest received	所收利息	467	950
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項	–	22
Purchase of property, plant and equipment	購買物業、廠房及設備	(667)	(1,288)
(Payment)/refund of rental deposits	(支付)/租賃按金退款	(57)	75
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(257)	(241)
FINANCING ACTIVITIES	融資活動		
New bank borrowings raised	新增銀行借款	496,893	263,500
Repayment of borrowings	償還借款	(546,893)	(273,500)
Interest paid	已付利息	(1,660)	(350)
Repayment of interest element of lease liabilities	償還租賃負債的利息部分	(60)	(68)
Repayment of principal element of leases liabilities	償還租賃負債的本金部分	(429)	(747)
NET CASH USED IN FINANCING ACTIVITIES	融資活動所用現金淨額	(52,149)	(11,165)
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)/增加淨額	(4,279)	82,998
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	96,217	32,520
Effect of foreign exchange rate changes	外匯匯率變動的影響	(16)	390
Cash and cash equivalents at the end of the period	期末現金及現金等價物	91,922	115,908

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

I. GENERAL

The Company was incorporated as an exempted company with limited liability in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Company’s registered office is located at PO Box 309, Uglad House, Grand Cayman, KY1-1104, Cayman Islands. The address of its principal place of business is 13/F, Building C2, Nanshan iPark, No. 1001 Xueyuan Boulevard, Nanshan District, Shenzhen, the People’s Republic of China (the “**PRC**”). The name of the Company was changed from NNK Group Limited to Yinsheng Digifavor Company Limited with effect from 15 June 2023. The Company is an investment holding company.

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

The condensed consolidated financial statements are presented in Renminbi (“**RMB**”), which is the same as the functional currency of the Company and its subsidiaries. All values are rounded to the nearest thousand except when otherwise indicated.

2. BASIS OF PREPARATION

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

I. 一般資料

本公司在開曼群島註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司（「**聯交所**」）主板上市。本公司註冊辦事處位於PO Box 309, Uglad House, GrandCayman, KY1-1104, Cayman Islands。其主要營業地點地址為中華人民共和國（「**中國**」）深圳市南山區學苑大道1001號南山智園C2棟13樓。本公司的名稱已由年年卡集團有限公司更改為銀盛數惠數字有限公司，自二零二三年六月十五日生效。本公司為投資控股公司。

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

簡明綜合財務報表以人民幣（「**人民幣**」）呈列，與本公司及其附屬公司的功能貨幣相同。除另有指明外，所有數值均約整至最接近的千位數。

2. 編製基準

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

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

2. BASIS OF PREPARATION (Continued)

The mobile top-up service provided by the Group is prohibited and restricted from foreign investment in the PRC pursuant to the applicable PRC laws and regulations. The Group has adopted a series of contracts (the “Structured Contracts”) with Shenzhen Niannianka Network Technology Co., Ltd. (“Shenzhen NNK”) and its equity holders to maintain and exercise the control over the operation of Shenzhen NNK, and to obtain all of its entire economic benefits (the “VIE Arrangement”). The Structured Contracts are irrevocable and enabled the Group to:

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

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

2. 編製基準 (續)

根據適用中國法律及法規，本集團所提供的手機話費充值服務在中國被禁止及限制外商投資。本集團已採納與深圳市年年卡網絡科技有限公司（「深圳年年卡」）及其股權持有人訂立的一系列合約（「結構性合約」），以維持及行使對深圳年年卡經營業務的控制權，並獲得其全部經濟利益（「可變利益實體安排」）。結構性合約不可撤銷，並可使本集團：

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

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

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

2. BASIS OF PREPARATION (Continued)

The preparation of the condensed consolidated financial statements in conformity with HKAS 34 requires the management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. In preparing the condensed consolidated financial statements, the significant judgement made by the 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 2022.

The condensed consolidated financial statements include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since 31 December 2022, and therefore, do not include all of the information required for full set of financial statements prepared in accordance with the Hong Kong Financial Reporting Standards ("HKFRSs") which collective term includes all applicable individual HKFRSs, HKASs and Interpretation issued by the HKICPA.

The condensed consolidated financial statements are unaudited but has been reviewed by the Company's audit committee.

2. 編製基準 (續)

編製符合香港會計準則第34號的簡明綜合財務報表需要管理層作出可影響會計政策應用以及按年初至今的資產及負債、收入及開支的呈報金額的判斷、估計及假設。實際業績或有別於該等估計。於編製簡明綜合財務報表時，管理層在應用本集團會計政策時作出的重大判斷及估計不確定性的主要來源，與截至二零二二年十二月三十一日止年度的綜合財務報表所應用者相同。

簡明綜合財務報表包含對理解自二零二二年十二月三十一日以來本集團財務狀況及表現的變動而言屬重大的事件及交易的解釋，因此，並未包含根據香港財務報告準則（「香港財務報告準則」，此統稱包括香港會計師公會頒佈的所有適用的個別香港財務報告準則、香港會計準則及詮釋）編製的全份財務報表所需的所有資料。

簡明綜合財務報表未經審核，但已經本公司審核委員會審閱。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

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

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2023 are the same as those presented in the Group's annual financial statements for the year ended 31 December 2022, except for the following changes in accounting policies resulting from the application of the new or amendments to HKFRSs effective for the accounting periods beginning on or after 1 January 2023:

HKFRS 17	Insurance Contracts
香港財務報告準則第17號	保險合同
Amendments to HKAS 1, Presentation of financial statements and HKFRS Practice Statement 2	Making materiality judgements: disclosure of accounting policies
香港會計準則第1號(修訂本) – 財務報表的呈列以及香港財務報告準則實務報告第2號	作出重要性判斷：會計政策的披露
Amendments to HKAS 8	Accounting policies, changes in accounting estimates and errors – Definition of Accounting Estimates
香港會計準則第8號(修訂本)	會計政策、會計估計變動及錯誤 – 會計估計的定義
Amendments to HKAS 12	Income Taxes – Deferred Tax related Assets and Liabilities arising from a Single Transaction
香港會計準則第12號(修訂本)	所得稅 – 與單一交易產生的資產及負債有關的遞延稅項
Amendments to HKAS 12	International tax reform – Pillar Two Model Rules
香港會計準則第12號(修訂本)	國際稅務改革 – 支柱二模型規則

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

3. 主要會計政策

簡明綜合財務報表已按歷史成本法編製。

除了以下因應用以下自二零二三年一月一日或之後會計期間生效的新訂或經修訂香港財務報告準則而產生的會計政策變動外，截至二零二三年六月三十日止六個月簡明綜合財務報表所採用的會計政策及計算方法與本集團截至二零二二年十二月三十一日止年度的年度財務報表所呈列者相同：

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

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION

Disaggregation of revenue from contracts with customers

4. 收益及分部資料

客戶合約收益分類

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Type of service	服務類別		
Mobile top-up service	手機話費充值服務	29,085	41,281
Mobile data usage top-up service	手機流量充值服務	38	88
Others	其他	1,676	33
		30,799	41,402

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

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

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

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

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

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

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

Segment information

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

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

Geographical information

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

Information about major customers

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

5. FINANCE COSTS

4. 收益及分部資料 (續)

分部資料

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

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

地理資料

本集團所有收益源自中國客戶而資產亦主要位於中國，故並無呈列地理分部資料。

有關主要客戶的資料

於兩個期間，本集團並無來自單一客戶的收益對本集團收益總額貢獻超過10%。

5. 財務成本

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Interest on bank borrowings	銀行借款利息	1,660	350
Interest on lease liabilities	租賃負債利息	60	68
		1,720	418

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

6. PROFIT BEFORE TAX

6. 除稅前溢利

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Profit before tax has been arrived at after charging/(crediting):	除稅前溢利乃經扣減/(計入) 以下各項後得出：		
Directors' emoluments	董事酬金	3,152	1,430
Salaries and other benefits, excluding those of directors	工資及其他福利(不包括董事)	10,609	8,734
Retirement benefits schemes contributions, excluding those of directors	退休福利計劃供款(不包括董事)	1,939	1,294
Total staff costs	員工成本總額	15,700	11,458
Depreciation of property, plant and equipment	物業、廠房及設備折舊	751	432
Depreciation of right-of-use assets	使用權資產折舊	418	832
Recognition of impairment loss in respect of trade receivables	就貿易應收款項確認減值虧損	–	53
Interest income	利息收入	(467)	(950)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2023
截至二零二三年六月三十日止六個月

7. INCOME TAX EXPENSE

Current tax:
The PRC EIT
– Current year provision
– Under/(over)-provision in prior years

即期稅項：
中國企業所得稅
– 本年度撥備
– 過往年度撥備不足／(超額)撥備

Six months ended
截至該日止六個月
30/06/23 30/06/22
二零二三年 二零二二年
六月三十日 六月三十日
RMB'000 RMB'000
人民幣千元 人民幣千元
(unaudited) (unaudited)
(未經審核) (未經審核)

1,065 4,962

No provision for Hong Kong Profits Tax was made in the condensed consolidated financial statements, as no assessable profit was generated in Hong Kong (six months ended 30 June 2022 (unaudited): Nil).

Under the PRC EIT Law and Implementation Regulations of the PRC EIT Law, the tax rate of the PRC subsidiaries is 25% (the six months ended 30 June 2022 (unaudited): 25%).

As a small-size and low-profit enterprise under the PRC EIT Law, Daily Charge Technology (Shenzhen) Limited (“Daily Charge SZ”), a wholly foreign-owned enterprise of the Company, and Shenzhen Qianhai Yixing Network Technology Co., Ltd.* (深圳前海益興網絡科技有限公司), a PRC subsidiary of the Company, were entitled to 20% preferential tax rate and only 12.5% of the taxable profits is subject to the PRC EIT Law, with effective period from 1 January 2022 to 31 December 2024.

* The English translation of the Chinese name denoted in this announcement is for illustration purpose only. Should there be any inconsistencies, the Chinese name shall prevail.

8. DIVIDENDS

No dividends were paid, declared or proposed by the Company for the six months ended 30 June 2023, nor has any dividend been proposed since the end of the reporting period (six months ended 30 June 2022 (unaudited): Nil).

7. 所得稅開支

由於並無於香港產生應課稅溢利，故簡明綜合財務報表中並無就香港利得稅計提撥備（截至二零二二年六月三十日止六個月（未經審核）：無）。

根據中國企業所得稅法及中國企業所得稅法實施條例，中國附屬公司的稅率為25%（截至二零二二年六月三十日止六個月（未經審核）：25%）。

作為中國企業所得稅法項下的小型微利企業，本公司的外商獨資企業天天充科技（深圳）有限公司（「天天充深圳」）及本公司的中國附屬公司深圳前海益興網絡科技有限公司享有20%的優惠稅率，且僅須就12.5%的應課稅溢利根據中國企業所得稅法繳稅，有效期為二零二二年一月一日至二零二四年十二月三十一日。

8. 股息

本公司並無就截至二零二三年六月三十日止六個月派付、宣派或建議股息，自報告期末以來亦無建議派付任何股息（截至二零二二年六月三十日止六個月（未經審核）：無）。

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簡明綜合財務報表附註

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截至二零二三年六月三十日止六個月

9. EARNINGS PER SHARE

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

9. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃基於以下數據計算：

		Six months ended 截至該日止六個月	
		30/06/23 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	30/06/22 二零二二年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)
Earnings for the purpose of basic and diluted earnings per share:	就每股基本及攤薄盈利而言的盈利：		
– Profit for the period attributable to owners of the Company	– 本公司擁有人應佔期內溢利	871	15,507

		Number of shares 股份數目	
		Six months ended 截至該日止六個月	
		30/06/23 二零二三年 六月三十日 '000 千股 (unaudited) (未經審核)	30/06/22 二零二二年 六月三十日 '000 千股 (unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	就每股基本及攤薄盈利而言的普通股加權平均數	415,000	415,000

No diluted earnings per share for the six months ended 30 June 2023 was presented as there were no potential ordinary shares in issue (six months ended 30 June 2022 (unaudited): Nil).

由於並無潛在已發行普通股，因此截至二零二三年六月三十日止六個月並無呈報每股攤薄盈利（截至二零二二年六月三十日止六個月（未經審核）：無）。

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簡明綜合財務報表附註

For the six months ended 30 June 2023

截至二零二三年六月三十日止六個月

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

Property, plant and equipment

During the six months ended 30 June 2023, the Group paid RMB667,000 (unaudited) (six months ended 30 June 2022 (unaudited): RMB1,288,000) for the acquisition of leasehold improvement and computer and office equipment.

During the six months ended 30 June 2022, the Group disposed of certain office equipment with an aggregate carrying amount of RMB108,000 for cash proceeds of RMB22,000, resulting in a loss on disposal of RMB86,000.

Right-of-use assets

The Group leases land and buildings in Hong Kong and the PRC for its operations. Lease contracts are entered into for fixed lease terms of 1 year to 5 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

During the six months ended 30 June 2023, the Group entered into the office premise lease agreement with lease terms of 2 years (six months ended 30 June 2022 (unaudited): 5 years). The Group is required to make fixed lease payments. On lease commencement, the Group recognised right-of-use assets and lease liabilities of both RMB511,000 (six months ended 30 June 2022 (unaudited): both RMB2,193,000).

10. 物業、廠房及設備以及使用權資產 物業、廠房及設備

截至二零二三年六月三十日止六個月，本集團已就購置租賃物業裝修及計算機及辦公設備而支付人民幣667,000元（未經審核）（截至二零二二年六月三十日止六個月（未經審核）：人民幣1,288,000元）。

截至二零二二年六月三十日止六個月，本集團出售若干辦公設備賬面值總額人民幣108,000元，現金所得款項為人民幣22,000元，導致出售虧損人民幣86,000元。

使用權資產

本集團於香港及中國租賃土地及樓宇用於其運營。租賃合約按1年至5年固定期限訂立。租賃條款乃按個別基準協商，包含各類不同條款及條件。

截至二零二三年六月三十日止六個月，本集團訂立辦公室租賃協議，租期為2年（截至二零二二年六月三十日止六個月（未經審核）：5年）。本集團須作出固定租賃付款。於租賃開始時，本集團確認使用權資產及租賃負債均為人民幣511,000元（截至二零二二年六月三十日止六個月（未經審核）：均為人民幣2,193,000元）。

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II. DEFERRED TAXATION

The deferred tax liabilities represented the tax effect of approximately RMB37,120,000 (31 December 2022: RMB37,120,000) management fee to pay by Shenzhen NNK and to receive by Daily Charge Technology (Shenzhen) Co., Ltd ("Daily Charge SZ") in prior years under the VIE Arrangement.

As at 30 June 2023, the Group had unused tax losses of approximately RMB3,554,000 (31 December 2022: RMB722,000) available for offset against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams.

Under the PRC EIT Law, withholding tax is imposed on dividends declared in respect of profits earned by PRC subsidiaries from 1 January 2008 onwards. As at 30 June 2023, the aggregate amount of taxable temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognised amounted to approximately RMB242,255,000 (31 December 2022: RMB237,113,000). The Group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not be reversed in the foreseeable future.

II. 遞延稅項

遞延稅項負債指根據可變利益實體安排，就過往年度深圳年年卡應支付及天天充科技(深圳)有限公司(「天天充深圳」)應收取管理費約人民幣37,120,000元(二零二二年十二月三十一日：人民幣37,120,000元)的稅務影響。

於二零二三年六月三十日，本集團有未動用稅項虧損約人民幣3,554,000元(二零二二年十二月三十一日：人民幣722,000元)可用於抵銷未來溢利。由於未來溢利來源的不可預測性，並無確認遞延稅項資產。

根據中國企業所得稅法，自二零零八年一月一日起，就中國附屬公司所賺取溢利宣派的股息將徵收預扣稅。於二零二三年六月三十日，與附屬公司未分派盈利相關的應課稅暫時差額總額(並無就其確認遞延稅項負債)為約人民幣242,255,000元(二零二二年十二月三十一日：人民幣237,113,000元)。本集團能控制撥回暫時差額的時間，且該等差額可能不會於可預見未來撥回。

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12. TRADE RECEIVABLES

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

		30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
0 to 30 days	0至30天	199,482	191,607
31 to 60 days	31至60天	28,220	45,758
Over 60 days	60天以上	34,553	6,065
		262,255	243,430

Trade receivables mainly represented the receivables of mobile top-up service from financial institutions in relation to the mobile top-up service which the settlement period is normally within 1 day from transaction date. Due to deepening cooperation with the PRC banks for their promotion activities, the Group has granted credit period of 30 to 45 days for those trade receivables based on the invoice date. For certain channels of customers, the credit period was about 30 to 60 days granted by the Group based on the invoice date. The Group did not hold any collateral over these balances.

As at 30 June 2023, included in the Group's trade receivables balance were debtors in mobile top-up business with aggregate carrying amount of approximately RMB2,821,000 (31 December 2022: RMB2,804,000) which are past due as at the reporting date.

12. 貿易應收款項

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

貿易應收款項主要指就手機話費充值服務應收金融機構手機話費充值服務的款項，手機話費充值服務的結算期一般為交易日期起計1日內。由於與中國銀行就其推廣活動加深合作，本集團已就該等貿易應收款項基於發票日期授予30至45天的信用期。對於客戶若干渠道，本集團按發票日期授予約30至60天的信用期。本集團並無就該等結餘持有任何抵押品。

於二零二三年六月三十日，本集團的貿易應收款項結餘中，包含於報告日期已逾期的手機話費充值業務應收賬款，賬面值總額為約人民幣2,821,000元（二零二二年十二月三十一日：人民幣2,804,000元）。

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截至二零二三年六月三十日止六個月

12. TRADE RECEIVABLES (Continued)

Based on the Group's assessment of historical credit loss experience of these debtors arising from the mobile top-up business, including all available forward-looking information and expected settlements, the Group does not consider default has occurred despite the contractual payments are overdue more than 90 days due to these customers are mainly reputable banks with strong financial positions. However, the Group would have provided in full for trade receivables overdue more than 180 days because based on historical experience, such receivables are generally not recoverable, unless the Group has reasonable and supportable information that demonstrates otherwise.

During the six months ended 30 June 2023, no allowance for credit loss has been made (six months ended 30 June 2022 (unaudited): RMB53,000).

13. TRADE PAYABLES

The Group is normally granted credit terms of about 90 days. The Group has financial risk management policies in place to ensure that all payables are within the credit timeframe.

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

		30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
0 to 90 days	0至90天	19,485	14,753
91 to 180 days	91至180天	129	1,290
181 to 360 days	181至360天	447	3,728
Over 360 days	超過360天	3,538	-
		23,599	19,771

12. 貿易應收款項 (續)

基於本集團對手機話費充值業務產生的該等應收賬款過往信用虧損經驗的評估，包括所有可得的前瞻性資料及預期結算，儘管合約付款逾期超過90天，但本集團認為並無發生違約，其由於該等客戶主要為財務狀況良好且信譽良好的銀行。然而，根據過往經驗，本集團本應就逾期超過180天的貿易應收款項作出全額撥備，因該等應收款項一般不可收回，除非本集團擁有合理並具理據支持的資料顯示情況並非如此。

截至二零二三年六月三十日止六個月，並無就信用虧損作出撥備（截至二零二二年六月三十日止六個月（未經審核）：人民幣53,000元）。

13. 貿易應付款項

本集團通常獲授約90天的信用期。本集團已制定財務風險管理政策，以確保所有應付款項均在信用期限內。

以下為於各報告期末按提供服務日期呈列的貿易應付款項的賬齡分析：

	30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
0 to 90 days	19,485	14,753
91 to 180 days	129	1,290
181 to 360 days	447	3,728
Over 360 days	3,538	-
	23,599	19,771

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14. BANK BORROWINGS

14. 銀行借款

		30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
Short-term bank borrowings	短期銀行借款	50,000	60,000
Bank overdrafts	銀行透支	50,000	90,000
		100,000	150,000
Unsecured, fixed interest rate at 4.5% (31 December 2022: ranging from 4.5% to 5.5%) per annum and repayable within one year	無抵押、固定年利率4.5% (二零二二年十二月三十一日：介乎 4.5%至5.5%)，並須於一年內償還	10,000	65,000
Secured, fixed interest rates ranging from 4.2% to 5.0% (31 December 2022: 4.2% to 5.5%) per annum and repayable within one year	有抵押、固定年利率介乎4.2%至5.0% (二零二二年十二月三十一日： 4.2%至5.5%)，並須於一年內償還	90,000	85,000
		100,000	150,000

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15. SHARE CAPITAL

Details of authorised and issued capital of the Company are as follow:

		Number of authorised shares 法定股份 數目	Number of issued shares 已發行股份 數目	Issued and fully paid share capital 已發行及繳足股本	
				US\$ 美元	RMB'000 人民幣千元
At 1 January 2022, 30 June 2022, 1 January 2023 and 30 June 2023	於二零二二年一月一日、 二零二二年六月三十日、 二零二三年一月一日及 二零二三年六月三十日				
- Ordinary shares of US\$0.01 each	- 普通股每股面值0.01美元	2,000,000,000	415,000,000	4,150,000	27,221

15. 股本

有關本公司法定及已發行股本的詳情載列如下：

16. PLEDGE OF ASSETS

Certain of the Group's borrowings are secured by assets of the Group and the carrying amounts of which at the end of each reporting are stated below:

		30 June 2023 二零二三年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 二零二二年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
Trade receivables	貿易應收款項	212,448	137,402

16. 資產質押

若干本集團借款乃由本集團資產抵押，其於各報告期末的賬面值載列如下：

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17. RELATED PARTY DISCLOSURES

(a) Compensation of key management personnel

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

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Salaries and other short term benefits	薪金及其他短期福利	3,749	2,986
Retirement benefit schemes contributions	退休福利計劃供款	181	139
		3,930	3,125

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

(b) Guarantee

As at 30 June 2023, the Group's bank borrowing facilities were RMB185,000,000 (31 December, 2022: RMB150,000,000). The Group's unsecured bank borrowing facilities of RMB40,000,000 (31 December, 2022: RMB50,000,000) were guaranteed by Shenzhen NNK, Daily Charge SZ, Yinsheng Communication Company Limited, Mr. Huang Junmou ("Mr. Huang"), a substantial shareholder of the Company, and Mr. Lin Chongcheng. The remaining were secured bank borrowing facilities of RMB145,000,000 (31 December, 2022: RMB100,000,000), which were guaranteed by the Company, Shenzhen Haimeng Investment Company Limited, Daily Charge SZ, and Mr. Huang, a substantial shareholder of the Company.

17. 關聯方披露

(a) 主要管理人員的酬金

期內，主要管理人員（指本公司董事及本集團主要行政人員）的酬金如下：

		Six months ended	
		截至該日止六個月	
		30/06/23	30/06/22
		二零二三年	二零二二年
		六月三十日	六月三十日
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Salaries and other short term benefits	薪金及其他短期福利	3,749	2,986
Retirement benefit schemes contributions	退休福利計劃供款	181	139
		3,930	3,125

董事及主要行政人員的酬金乃參考個人表現及市場趨勢釐定。

(b) 擔保

於二零二三年六月三十日，本集團的銀行借款融資額度為人民幣185,000,000元（二零二二年十二月三十一日：人民幣150,000,000元）。本集團無抵押銀行借款融資額度人民幣40,000,000元（二零二二年十二月三十一日：人民幣50,000,000元）由深圳年年卡、天天充深圳、銀盛通信有限公司、黃俊謀先生（「黃先生」）（本公司主要股東）及Lin Chongcheng先生擔保。餘下有抵押銀行借款融資額度人民幣145,000,000元（二零二二年十二月三十一日：人民幣100,000,000元）由本公司、深圳市海盟投資有限公司、天天充深圳及黃俊謀先生（本公司主要股東）擔保。

The background is a vibrant blue gradient with a pattern of small white dots. Overlaid on this are several semi-transparent, overlapping rectangular and trapezoidal shapes in various shades of blue, creating a sense of depth and movement. The shapes are arranged in a way that suggests a modern, digital environment.

Yinsheng Digifavor Company Limited
銀盛數惠數字有限公司