



SHEENTAI

順泰控股

順泰控股集團有限公司

Sheen Tai Holdings Group Company Limited

(incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 1335

# 2023 INTERIM REPORT 中期報告



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# Financial Highlights

## 財務摘要

The board (the “**Board**”) of directors (the “**Directors**”) of Sheen Tai Holdings Group Company Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (together, the “**Group**”) for the six months ended 30 June 2023 (the “**Period**”) together with the comparative figures for the corresponding period in 2022 as follows:

- Revenue increased by approximately 71.2% to approximately HK\$226.7 million for the six months ended 30 June 2023 as compared with the corresponding period in 2022.
  - Gross profit decreased by approximately 15.2% to approximately HK\$18.2 million for the six months ended 30 June 2023 as compared with the corresponding period in 2022.
  - Gross profit margin decreased by approximately 8.2% to approximately 8.0% for the six months ended 30 June 2023 as compared with the corresponding period in 2022.
  - Profit attributable to equity shareholders of the Company increased by approximately 339.6% to approximately HK\$5.8 million for the six months ended 30 June 2023 as compared with the corresponding period in 2022.
  - Earnings per share increased by approximately 339.6% to approximately HK cents 0.237 for the six months ended 30 June 2023 as compared with the corresponding period in 2022.
  - The Board does not recommend payment of any interim dividend for the six months ended 30 June 2023 (for the six months ended 30 June 2022: Nil).
- 順泰控股集團有限公司(「本公司」)董事(「董事」)會(「董事會」)欣然公佈本公司及其附屬公司(統稱「本集團」)截至2023年6月30日止六個月(「本期間」)之未經審核簡明綜合中期業績連同2022年同期的比較數字如下：
- 截至2023年6月30日止六個月的收入約226.7百萬港元，較2022年同期增加約71.2%。
  - 截至2023年6月30日止六個月的毛利約18.2百萬港元，較2022年同期減少約15.2%。
  - 截至2023年6月30日止六個月的毛利率約8.0%，較2022年同期下降約8.2%。
  - 截至2023年6月30日止六個月的本公司權益股東應佔溢利約5.8百萬港元，較2022年同期增加約339.6%。
  - 截至2023年6月30日止六個月的每股盈利約0.237港仙，較2022年同期增加約339.6%。
  - 董事會並不建議派付截至2023年6月30日止六個月的任何中期股息(截至2022年6月30日止六個月：無)。

### DIRECTORS

#### Executive Directors

Mr. Guo Yumin (*Chairman*)  
Ms. Xia Yu

#### Independent Non-executive Directors

Ms. Fan Qing  
Mr. Dai Tin Yau  
Mr. Chan Yin Lam

### COMPANY SECRETARY

Ms. Pang Yuk Fong (*HKICPA*)

### AUDIT COMMITTEE

Mr. Dai Tin Yau (*Chairman*)  
Ms. Fan Qing  
Mr. Chan Yin Lam

### REMUNERATION COMMITTEE

Ms. Fan Qing (*Chairman*)  
Mr. Guo Yumin  
Mr. Dai Tin Yau

### NOMINATION COMMITTEE

Mr. Guo Yumin (*Chairman*)  
Ms. Fan Qing  
Mr. Chan Yin Lam

### AUTHORISED REPRESENTATIVES

Mr. Guo Yumin  
Ms. Pang Yuk Fong

### COMPANY WEBSITE

[www.sheentai.com](http://www.sheentai.com)

### REGISTERED OFFICE

Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

### 董事

#### 執行董事

郭玉民先生(*主席*)  
夏煜女士

#### 獨立非執行董事

范晴女士  
戴天佑先生  
陳彥霖先生

#### 公司秘書

彭玉芳女士(*香港會計師公會會員*)

#### 審核委員會

戴天佑先生(*主席*)  
范晴女士  
陳彥霖先生

#### 薪酬委員會

范晴女士(*主席*)  
郭玉民先生  
戴天佑先生

#### 提名委員會

郭玉民先生(*主席*)  
范晴女士  
陳彥霖先生

#### 授權代表

郭玉民先生  
彭玉芳女士

#### 公司網址

[www.sheentai.com](http://www.sheentai.com)

#### 註冊辦事處

Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

## Corporate Information 公司資料

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 1903, 19/F, Jubilee Centre  
18 Fenwick Street, Wan Chai  
Hong Kong

### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited  
Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

### AUDITOR

RSM Hong Kong, *Certified Public Accountants*  
Public Interest Entity Auditor registered in accordance with the  
Accounting and Financial Reporting Council Ordinance  
29th Floor, Lee Garden Two  
28 Yun Ping Road  
Causeway Bay  
Hong Kong

### HONG KONG LEGAL ADVISER

Loong & Yeung  
Room 1603, 16/F  
China Building  
29 Queen's Road Central  
Hong Kong

### PRINCIPAL BANKERS

Bank of China Limited  
Bank of China (Hong Kong) Limited  
China Construction Bank  
Shanghai Pudong Development Bank  
The Hongkong and Shanghai Banking Corporation Limited

### 香港主要營業地點

香港  
灣仔分域街18號  
捷利中心19樓1903室

### 開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited  
Windward 3  
Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

### 核數師

羅申美會計師事務所(執業會計師)  
根據《會計及財務匯報局條例》註冊的  
公眾利益實體核數師  
香港  
銅鑼灣  
恩平道28號  
利園2期29樓

### 香港法律顧問

龍炳坤、楊永安律師行  
香港  
皇后大道中29號  
華人行  
16樓1603室

### 主要往來銀行

中國銀行股份有限公司  
中國銀行(香港)有限公司  
中國建設銀行  
上海浦東發展銀行  
香港上海滙豐銀行有限公司

# Management Discussion and Analysis

## 管理層討論與分析

### OVERVIEW

In the first half of 2023, the Group maintains its business classified into four segments, namely, (i) sales of sub-processing cigarette films; (ii) sales of semi-conductors; (iii) properties development and related services; and (iv) generation of photovoltaic power.

The Group reported an increase in profit attributable to equity shareholders of the Company to approximately HK\$5.8 million for the Period, representing an increase of approximately 339.6% compared to approximately HK\$1.3 million for the six months ended 30 June 2022. The increase was mainly caused by the loss on disposal of subsidiaries incurred in 2022 and such loss did not repeat for the Period. Meanwhile, the Group implemented the stringent financial budgeting and cost controls to reduce the operation expenses for the Period.

### RESULTS OF OPERATION

#### Revenue

The Group has reported an increase in total revenue to approximately HK\$226.7 million for the Period, representing an increase of approximately 71.2% compared to approximately HK\$132.4 million for the six months ended 30 June 2022. The increase was mainly from sales of semi-conductors segment.

#### Sales of sub-processing cigarette films

During the Period, the Group recorded revenue amounting to approximately HK\$1.3 million from sales of sub-processing cigarette and non-cigarette films (for the six months ended 30 June 2022: approximately HK\$2.0 million).

#### Sales of semi-conductors

The sales of semi-conductors include trading business of wafer and memory chips. The revenue from sales of semi-conductors was approximately HK\$197.3 million for the Period (for the six months ended 30 June 2022: approximately HK\$99.1 million).

#### Properties development

The properties development revenue was generated from sales of remaining inventories of previous property project, which contributed approximately HK\$0.2 million to the Group for the Period (for the six months ended 30 June 2022: approximately HK\$0.3 million).

### 概覽

於2023年上半年，本集團業務分為四個分部，即(i)銷售加工香煙薄膜；(ii)銷售半導體；(iii)物業發展及相關服務；及(iv)光伏發電。

本集團於本期間錄得本公司權益股東應佔溢利增加至約5.8百萬港元，較截至2022年6月30日止六個月的約1.3百萬港元增加約339.6%。該增加主要是由於2022年發生的出售附屬公司虧損，且該虧損於本期間不會重複。同時，本集團實施嚴格的財務預算及成本控制，以降低本期間的經營開支。

### 經營業績

#### 收入

本集團於本期間錄得總收入增加至約226.7百萬港元，較截至2022年6月30日止六個月的約132.4百萬港元增加約71.2%。該增加主要來自銷售半導體分部。

#### 銷售加工香煙薄膜

於本期間，本集團錄得銷售加工香煙及非香煙薄膜收入約1.3百萬港元(截至2022年6月30日止六個月：約2.0百萬港元)。

#### 銷售半導體

銷售半導體包括晶圓及存儲芯片貿易業務。本期間銷售半導體收入約197.3百萬港元(截至2022年6月30日止六個月：約99.1百萬港元)。

#### 物業發展

物業發展收入乃來自銷售過往物業項目的剩餘存貨，本期間為本集團貢獻約0.2百萬港元(截至2022年6月30日止六個月：約0.3百萬港元)。

### Generation of photovoltaic power

For the Period, the Group had three photovoltaic power stations in operation. The revenue generated from this segment was approximately HK\$27.9 million for the Period (for the six months ended 30 June 2022: approximately HK\$31.0 million).

### Gross profit

The gross profit decreased by approximately HK\$3.3 million, or approximately 15.2%, from approximately HK\$21.5 million for the period ended 30 June 2022 to approximately HK\$18.2 million for the Period. The decrease was mainly resulted from the increase in cost of sales and decrease in revenue of the generation of photovoltaic power segment for the Period. Our gross profit margin decreased by approximately 8.2% from approximately 16.2% for the six month ended 30 June 2022 to approximately 8.0% for the Period. The decrease was mainly due to sales of semi-conductors segment which recorded profit margin of approximately 0.9%.

### Distribution costs

The distribution expenses amounted to approximately HK\$0.1 million for the Period (for the six months ended 30 June 2022: approximately HK\$0.2 million).

### Administrative expenses

The administrative expenses amounted to approximately HK\$13.2 million for the Period (for the six months ended 30 June 2022: approximately HK\$14.5 million).

### Impairment loss

The Group recorded reversal of impairment losses of approximately HK\$1.4 million on trade and other receivables for the Period (for the six months ended 30 June 2022: impairment losses on trade and other receivables approximately HK\$0.1 million).

### Finance costs

The finance costs amounted to approximately HK\$0.4 million for the Period (for the six months ended 30 June 2022: approximately HK\$0.5 million).

### 光伏發電

於本期間，本集團有三座運營中的光伏電站。本期間本分部產生的收入約27.9百萬港元（截至2022年6月30日止六個月：約31.0百萬港元）。

### 毛利

毛利由截至2022年6月30日止期間約21.5百萬港元減少約3.3百萬港元或約15.2%至本期間約18.2百萬港元。該減少主要由於本期間光伏發電分部產生的銷售成本增加及收入減少。我們的毛利率由截至2022年6月30日止六個月約16.2%減少約8.2%至本期間約8.0%。該減少乃主要由於銷售半導體分部，而該分部的利潤率約為0.9%。

### 分銷成本

本期間分銷開支約0.1百萬港元（截至2022年6月30日止六個月：約0.2百萬港元）。

### 行政費用

本期間行政費用約13.2百萬港元（截至2022年6月30日止六個月：約14.5百萬港元）。

### 減值虧損

於本期間，本集團錄得貿易應收款項及其他應收款項的減值虧損撥回約1.4百萬港元（截至2022年6月30日止六個月：貿易應收款項及其他應收款項的減值虧損約0.1百萬港元）。

### 融資成本

本期間融資成本約0.4百萬港元（截至2022年6月30日止六個月：約0.5百萬港元）。

### Profit attributable to equity shareholders of the company

As a result of the foregoing factors, the Group recorded a profit attributable to equity shareholders of the Company of approximately HK\$5.8 million.

### ADVANCE TO ENTITY AND/OR PROVISION OF FINANCIAL ASSISTANCE

On 12 June 2023, the Group has entered into a loan agreement with Suining Chuyue Company Limited\* (睢寧楚岳置業有限公司) (the “Borrower”) granting a loan of RMB40 million at an interest rate of 0.42% per month to the Borrower which executed, among others, a pledge of 60% equity interest in the Borrower held by Mr. Sun Yong, as personal guarantor, as security in favour of the Group. For further details, please refer to the Company’s announcement dated 12 June 2023.

### LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2023, the cash and cash equivalent of the Group amounted to approximately HK\$266.1 million (which were denominated in HK\$, RMB and US\$) as compared with approximately HK\$330.9 million as at 31 December 2022, representing a decrease of approximately HK\$64.8 million. Such decrease was mainly due to the Group’s net cash inflow of operating activities, net cash outflow of investing activities and net cash outflow of financing activities that amounted to approximately HK\$1.9 million, approximately HK\$23.0 million and approximately HK\$24.8 million respectively.

### BANK LOANS AND OTHER BORROWINGS

As at 30 June 2023, the Group did not have any material bank loans, debt securities, borrowings, indebtedness, guarantees, hire purchase commitments or mortgages (as at 31 December 2022: Nil).

### EXPOSURE TO FLUCTUATION IN EXCHANGE RATE

Currently, the Group has no hedging policy with respect to the foreign exchange exposure. As the functional currency for all subsidiaries in the People’s Republic of China (“PRC”) are RMB, these subsidiaries were not exposed to any currency risks due to the exchange rate movement of RMB during the Period. For subsidiaries established outside the PRC, they had no material financial assets and liabilities denominated in RMB. Accordingly, the Group’s exposure to RMB risk is insignificant.

\* For identification purpose only

### 本公司權益股東應佔溢利

由於上述因素，本集團錄得本公司權益股東應佔溢利約5.8百萬港元。

### 向實體提供的墊款及／或提供財務援助

於2023年6月12日，本集團與睢寧楚岳置業有限公司（「借款人」）訂立貸款協議，向借款人提供人民幣40萬元的貸款，月利率為0.42%，並簽立（其中包括）將孫勇先生（作為個人擔保人）持有的借款人60%股權以本集團為受益人作出抵押的股權質押。有關進一步詳情，請參閱本公司日期為2023年6月12日的公告。

### 流動資金及財務資源

於2023年6月30日，本集團的現金及現金等值項目約為266.1百萬港元（以港元、人民幣及美元計值），較於2022年12月31日約330.9百萬港元減少約64.8百萬港元。該減少主要是由於本集團經營活動的現金流入淨額、投資活動的現金流出淨額及融資活動的現金流出淨額分別約1.9百萬港元、約23.0百萬港元及約24.8百萬港元所致。

### 銀行貸款及其他借款

於2023年6月30日，本集團並無任何重大銀行貸款、債務證券、借款、債務、擔保、租購承擔或按揭（於2022年12月31日：無）。

### 匯率波動風險

本集團目前並無就外匯風險訂立對沖政策。由於所有中華人民共和國（「中國」）附屬公司的功能貨幣均為人民幣，故該等附屬公司並不會因期間內人民幣匯率變動而面臨任何外匯風險。於中國境外成立的附屬公司並無以人民幣計值的重大金融資產及負債。因此，本集團的人民幣風險並不重大。



### CAPITAL EXPENDITURE

The Group did not have any significant capital expenditure during the Period.

### SUBSEQUENT EVENTS

On 4 August 2023, the Group entered into a financing loan agreement (the “**Financing Loan Agreement**”) with Shenzhen Global Greenland New Material Co., Ltd.\* (深圳市環球綠地新材料有限公司) (the “**Global Greenland New Material**”), as borrower, subject to the terms and conditions of the Financing Loan Agreement, the Group agreed to, among other things, make available to the Global Greenland New Material a loan for an amount of RMB50 million. For further details, please refer to the Company’s announcement dated 4 August 2023.

### SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS AND DISPOSALS

There were no significant investments held by the Company as at 30 June 2023, nor material acquisitions and disposals of subsidiaries and associated companies by the Group.

### CONTINGENT LIABILITIES

As at 30 June 2023, the Group did not have any significant contingent liabilities (as at 31 December 2022: Nil).

### HUMAN RESOURCES

As at 30 June 2023, the Group employed 57 employees (as compared with 62 employees as at 30 June 2022). The remuneration policy and package of the Group’s employees are periodically reviewed in accordance with industry practice and results performance of the Group. The Group provides external and internal training programs to its employees. The Group participates in various employee social security plans for its employees that are administered by local governments, including housing, pension, medical insurance, occupational injury insurance, maternity insurance and unemployment insurance.

### INTERIM DIVIDEND

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

\* For identification purpose only

### 資本開支

於本期間，本集團並無任何重大資本開支。

### 期後事項

於2023年8月4日，本集團與深圳市環球綠地新材料有限公司(「環球綠地新材料」，作為借款人)訂立融資貸款協議(「融資貸款協議」)，在融資貸款協議的條款及條件規限下，本集團同意(其中包括)向環球綠地新材料提供人民幣50百萬元的貸款。進一步詳情，請參閱本公司日期為2023年8月4日的公告。

### 重大投資、重大收購及出售

本公司於2023年6月30日概無持有重大投資，本集團亦無持有重大收購及出售附屬公司及聯營公司。

### 或然負債

於2023年6月30日，本集團並無任何重大或然負債(於2022年12月31日：無)。

### 人力資源

於2023年6月30日，本集團僱用57名僱員(相比2022年6月30日的62名僱員)。本集團根據行業慣例及本集團的業績表現定期審閱僱員的薪酬政策及待遇。本集團向僱員提供外部及內部培訓計劃。本集團為僱員參與各項由地方政府管理的僱員社會保障計劃，包括住房、養老、醫療保險、工傷保險、生育保險及失業保險。

### 中期股息

董事會並不建議就本期間派付任何中期股息(截至2022年6月30日止六個月：無)。

## PROSPECTS

During the Period, due to the high inflation and high interest rate environment, the global economic slowdown continues and demand of semi-conductor products remains in the down phase. In the first half of 2023, the global semi-conductor manufacturers reduced their production in order to remain market balance. The Group expected the movement of demand and supply of the memory chips will be stable in the second half of 2023. We will focus on the development of the semi-conductor segment and stay alert to the potential changes in external economic circumstances.

## 前景

於本期間，由於高通脹及高利率環境，全球經濟持續放緩，半導體產品需求仍處於下行階段。於2023年上半年，全球半導體製造商減產以保持市場平衡。本集團預計於2023年下半年，存儲芯片的供需將保持穩定。我們將專注於半導體分部的發展，並對外部經濟環境的潛在變化保持警惕。

# Corporate Governance and Other Information

## 企業管治及其他資料

### DIRECTORS' INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

(a) As at 30 June 2023, the interests and short positions of the Directors or chief executive of the Company in the shares of the Company (the "Shares"), underlying Shares and debentures of the Company or any of the associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they are taken or deemed to have under such provisions of the SFO) or were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers in the Rules Governing the Listing of Securities on the Stock Exchange, to be notified to the Company and the Stock Exchange, were as follows:

#### (i) Long Position in the Shares and the underlying Shares

### 董事於股份、相關股份及債券的權益或淡倉

(a) 於2023年6月30日，本公司董事或最高行政人員於本公司的股份（「股份」）、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）的相關股份及債券中，擁有須根據證券及期貨條例第XV部第7及第8分部知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例該等條文被當作或視為擁有之任何權益或淡倉），或須根據證券及期貨條例第352條登記於該條所指登記冊的權益及淡倉，或根據聯交所證券上市規則之上市發行人董事進行證券交易的標準守則須知會本公司及聯交所的權益及淡倉如下：

#### (i) 於股份及相關股份的好倉

Name of Director 董事姓名	Capacity/Nature 身份／性質	Number of Shares and underlying Shares held/ interested 所持／擁有權益股份及相關股份數目	Approximate percentage of interest 權益百分比 約數
Mr. Guo Yumin ("Mr. Guo") 郭玉民先生（「郭先生」）	Interest of a controlled corporation (Note 1) 受控制法團權益（附註1）	1,206,086,000	49.55%
	Beneficial owner (Note 2) 實益擁有人（附註2）	272,356,164	11.19%
	Interest of spouse (Notes 3 and 4) 配偶權益（附註3及4）	33,094,000	1.36%
Ms. Xia Yu ("Ms. Xia") 夏煜女士（「夏女士」）	Interest of spouse (Note 5) 配偶權益（附註5）	1,478,442,164	60.74%
	Beneficial owner (Note 3) 實益擁有人（附註3）	33,094,000	1.36%
Ms. Fan Qing ("Ms. Fan") 范晴女士（「范女士」）	Beneficial owner (Note 6) 實益擁有人（附註6）	800,000	0.03%

(ii) Long Position in the ordinary Shares of associated corporation

(ii) 於相聯法團普通股份之好倉

Name of Director 董事姓名	Name of associated corporation 相聯法團名稱	Capacity/Nature 身份／性質	Number of Share held/ interested 所持／擁有 權益股份數目	Percentage of interest 權益百分比
Mr. Guo 郭先生	Sheentai BVI	Beneficial owner 實益擁有人	1	100%
Ms. Xia (Note 5) 夏女士(附註5)	Sheentai BVI	Interest of spouse 配偶權益	1	100%

Notes:

附註：

- Mr. Guo beneficially owns the entire issued share capital of Sheen Tai Group Holding Limited (“**Sheentai BVI**”). Therefore Mr. Guo is deemed, or taken to be, interested in all the 1,206,086,000 Shares held by Sheentai BVI for the purpose of the SFO. Mr. Guo is the sole director of Sheentai BVI.
- These 272,356,164 Shares and underlying Shares represent the 272,356,164 Shares owned by Mr. Guo.
- These 33,094,000 Shares and underlying Shares represent the 33,094,000 Shares beneficially owned by Ms. Xia Yu.
- Mr. Guo is the spouse of Ms. Xia. Accordingly, Mr. Guo is deemed, or taken to be interested in all the Shares and underlying Shares in which Ms. Xia is interested.
- Ms. Xia is the spouse of Mr. Guo. Accordingly, Ms. Xia is deemed, or taken to be interested in all the Shares and underlying Shares in which Mr. Guo is interested for the purpose of the SFO.
- These 800,000 underlying Shares represent the 800,000 Shares which may be allotted and issued to Ms. Fan upon full exercise of the Share Options granted to her.

- 郭先生實益擁有順泰集團控股有限公司(「**Sheentai BVI**」)的全部已發行股本。因此，根據證券及期貨條例，郭先生被視為或當作於Sheentai BVI持有的所有1,206,086,000股股份中擁有權益。郭先生為Sheentai BVI的唯一董事。
- 該272,356,164股股份及相關股份指郭先生擁有的272,356,164股股份。
- 該33,094,000股股份及相關股份指夏煜女士實益擁有的33,094,000股股份。
- 郭先生為夏女士的配偶。因此，郭先生被視為或當作於夏女士擁有權益的所有股份及相關股份中擁有權益。
- 夏女士為郭先生的配偶。因此，根據證券及期貨條例，夏女士被視為或當作於郭先生擁有權益的所有股份及相關股份中擁有權益。
- 該800,000股相關股份指於悉數行使向范女士授出的購股權後可能向其配發及發行的800,000股股份。



## Corporate Governance and Other Information

### 企業管治及其他資料

(b) So far as is known to the Directors, as at 30 June 2023, the following persons (not being a Director or chief executive of the Company as disclosed in paragraph (a) above) had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or, who are, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of the Group:

(b) 據董事所知，於2023年6月30日，以下人士(上文(a)段所披露之本公司董事或最高行政人員除外)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及第3分部的條文須向本公司及聯交所披露的權益或淡倉，或直接或間接擁有附有權利可於任何情況下在本集團任何其他成員公司的股東大會上投票的任何類別股本面值10%或以上的權益：

### The Company

### 本公司

Name 名稱	Capacity/Nature of interest 身份／權益性質	Number of Shares held/ interested 所持／擁有 權益股份數目	Approximate Percentage of shareholding 股權百分比約數
Sheentai BVI	Beneficial owner 實益擁有人	1,206,086,000	49.55%

Save as disclosed above, as at 30 June 2023, the Company had not been notified by any persons (other than Directors or chief executive of the Company) who had interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company under the provision 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 pursuant to Section 336 of the SFO.

除上文所披露者外，於2023年6月30日，概無任何人士(本公司董事或最高行政人員除外)知會本公司其於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及第3分部之條文向本公司披露，或記入本公司根據證券及期貨條例第336條規定存置之登記冊的權益或淡倉。

### DIRECTORS' RIGHT TO ACQUIRE SHARES OR DEBENTURES

### 董事收購股份或債券的權利

Save as disclosed under the paragraph headed "Directors' interests or short positions in shares, underlying shares and debentures" above, at no time during the six months ended 30 June 2023 was the Company, its holding company, subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors or the chief executive of the Company or their associates to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

除上文「董事於股份、相關股份及債券的權益或淡倉」一段所披露者外，截至2023年6月30日止六個月任何時候，本公司、其控股公司、附屬公司或同系附屬公司並無訂立任何安排，使本公司董事或最高行政人員或其聯繫人可透過收購本公司或任何其他法人團體的股份或債券而獲益。

## SHARE OPTION SCHEME

The Company adopted a share option scheme on 22 June 2012 (the “Share Option Scheme”) and was expired on 21 June 2022, whilst the Share Option Scheme has expired the Share Options (as defined below) granted remain exercisable by the Grantees (as defined below).

A summary of the principal terms and conditions of the Share Option Scheme is set out in Appendix V to the prospectus of the Company dated 29 June 2012.

On 29 January 2015 (the “Date of Grant”), a total of 14,600,000 Share Options (the “Share Options”) to subscribe for a total of 14,600,000 ordinary shares of HK\$0.01 each of the Company at the exercise price of HK\$3.30 per Share were granted to certain Directors and employees of the Company under the Share Option Scheme (the “Grantees”). Among the Share Options granted above, 2,100,000 Share Options were granted to the Directors to subscribe for a total of 2,100,000 shares of the Company. For details, please refer to the Company’s announcement dated 29 January 2015.

Subject to the rules of the Share Option Scheme, the Share Options shall be vested and be exercisable in the following manner:

- (1) 20% of the Share Options is exercisable from the first anniversary of the Date of Grant;
- (2) 20% of the Share Options is exercisable from the second anniversary of the Date of Grant;
- (3) 20% of the Share Options is exercisable from the third anniversary of the Date of Grant;
- (4) 20% of the Share Options is exercisable from the fourth anniversary of the Date of Grant; and
- (5) the remaining 20% of the Share Options is exercisable from the fifth anniversary of the Date of Grant.

Please refer to the announcement of the Company dated 24 September 2015 in relation to the adjustment to the options granted under the Share Option Scheme and the exercise price upon the share subdivision of the Company becoming effective on 25 September 2015.

## 購股權計劃

本公司於2012年6月22日採納一項購股權計劃(「購股權計劃」)且已於2022年6月21日屆滿。儘管購股權計劃已屆滿，但所授出的購股權(定義見下文)仍可由承授人(定義見下文)行使。

購股權計劃主要條款及條件的概要載於本公司日期為2012年6月29日之招股章程附錄五。

於2015年1月29日(「獲授日期」)，可按行使價每股3.30港元認購合共14,600,000股本公司每股面值0.01港元的普通股的合共14,600,000份購股權(「購股權」)，已根據購股權計劃授予若干本公司董事及僱員(「承授人」)。於上述所授出購股權中，2,100,000份購股權乃授予董事，以認購合共2,100,000股本公司股份。詳情請參閱本公司日期為2015年1月29日的公告。

受限於購股權計劃規定，購股權將按下列方式歸屬及可行使：

- (1) 20%購股權可於獲授日期第一週年起行使；
- (2) 20%購股權可於獲授日期第二週年起行使；
- (3) 20%購股權可於獲授日期第三週年起行使；
- (4) 20%購股權可於獲授日期第四週年起行使；及
- (5) 餘下20%購股權可於獲授日期第五週年起行使。

請參閱本公司日期為2015年9月24日的公告，內容有關本公司股份拆細於2015年9月25日生效前根據購股權計劃授出的購股權及行使價調整。

## Corporate Governance and Other Information 企業管治及其他資料

Set out below are status of the Share Options granted under the Share Option Scheme as at 30 June 2023:

於2023年6月30日，根據購股權計劃授出的購股權情況載列如下：

Name of grantee 承授人姓名	Number of options granted on 29 January 2015 於2015年1月29日 獲授購股權數目	Outstanding as at 1 January 2023 於2023年1月1日 尚未行使	During the reporting period 於報告期內			Outstanding as at 30 June 2023 於2023年6月30日 尚未行使	
			Exercised 已行使	Cancelled 已註銷	Lapsed 已失效		
<b>Director</b> Ms. Fan Qing	<b>董事</b> 范晴女士	800,000	800,000	-	-	-	800,000
<b>Employees and advisers</b>	<b>僱員及顧問</b>	57,600,000	48,750,000	-	-	-	48,750,000
Total	合計	58,400,000	49,550,000	-	-	-	49,550,000

### PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

The Company did not sell or repurchase any of the Company's listed securities during the six months ended 30 June 2023.

### 購買、出售或贖回本公司上市證券

截至2023年6月30日止六個月，本公司並無出售或回購本公司任何上市證券。

### CORPORATE GOVERNANCE CODE

The Directors recognise the importance of incorporating elements of good corporate governance in the management structures and internal control procedures of the Group so as to achieve effective accountability. The Directors continuously adhere to the principles of good corporate governance in upholding the shareholders' interests and devote maximum effort to identifying and formalizing best practice.

### 企業管治守則

董事深明為達致有效問責，在本集團管理架構及內部控制程序上引進良好企業管治元素的重要性。董事一直遵守維護股東利益的良好企業管治準則，致力制訂並落實最佳常規。

The Group's corporate governance practices are based on the principles and the code provisions in the Corporate Governance Code (the "Code") as set out in Appendix 14 to the Listing Rules.

本集團的企業管治常規根據上市規則附錄14所載企業管治守則(「守則」)的準則及守則條文編製。

The Board considered that the Company had complied with the code provisions of the Code during the Period except for the deviations from code provisions C.2.1 of the Code as stated below.

Under code provision C.2.1 of the Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. During the six months ended 30 June 2023, there has been no chief executive in the Company. Mr. Guo Yumin acted as the chairman of the Board and is responsible for the overall management and formulation of business strategy of the Group.

The Board does not have the intention to fill the position of the chief executive of the Company at present and believes that the absence of the chief executive will not have adverse effect to the Company, as decisions of the Company will be made collectively by the executive Directors. The Board will keep reviewing the current structure of the Board and the need of appointment of a suitable candidate to perform the role of chief executive. Appointment will be made to fill the post to comply with code provision C.2.1 of the Code if necessary.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) set out in Appendix 10 to the Listing Rules as the code of conduct regarding directors’ securities transactions. Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the code of conduct and the required standard set out in the Model Code regarding directors’ securities transactions during the six months ended 30 June 2023.

## AUDIT COMMITTEE

The Company has an audit committee (the “**Audit Committee**”) with terms of reference aligned with the provisions of the Code for the purpose of reviewing and providing supervision on the financial reporting process and internal controls of the Group. The Audit Committee comprises three members, all being independent non-executive Directors, namely, Mr. Dai Tin Yau, as its chairman, Ms. Fan Qing and Mr. Chan Yin Lam.

The interim financial results of the Group for the six months ended 30 June 2023 is unaudited but has been reviewed by the Audit Committee.

董事會認為，於本期間，本公司已符合守則的守則條文，惟偏離守則的守則條文第C.2.1條(見下述)除外。

根據守則的守則條文第C.2.1條，主席及行政總裁應分開及不得由同一人士擔任。於截至2023年6月30日止六個月，本公司並無行政總裁。郭玉民先生擔任董事會主席，負責本集團整體管理和經營戰略的制定。

董事會目前無意填補本公司行政總裁的職位空缺，並認為行政總裁空缺將不會對本公司產生不利影響，因為本公司決策由執行董事共同作出。董事會將持續檢討董事會的目前架構以及是否需要委任合適人選擔任行政總裁。如必要，本公司將遵照守則的守則條文第C.2.1條作出委任以填補職位空缺。

## 上市發行人董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則(「**標準守則**」)，作為有關董事進行證券交易之操守準則。經向全體董事作出特定查詢後，全體董事確認已於截至2023年6月30日止六個月遵守有關董事進行證券交易的標準守則內所載操守準則及規定標準。

## 審核委員會

本公司已成立審核委員會(「**審核委員會**」)，其職權範圍與守則條文看齊，以檢討及監察本集團的財務報告程序及內部控制。審核委員會包括三名成員，均為獨立非執行董事，即戴天佑先生(主席)、范晴女士及陳彥霖先生。

本集團截至2023年6月30日止六個月的中期財務業績未經審核，但已經由審核委員會審閱。



## **PUBLIC FLOAT**

Based on the information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained sufficient public float during the six months ended 30 June 2023 as required under the Listing Rules.

On behalf of the Board

**Sheen Tai Holdings Group Company Limited**

**Guo Yumin**

*Chairman*

Hong Kong, 31 August 2023

## **公眾持股量**

基於本公司可公開獲得的資料及據董事所知，本公司於截至2023年6月30日止六個月已維持上市規則規定的充足公眾持股量。

承董事會命

**順泰控股集團有限公司**

*主席*

**郭玉民**

香港，2023年8月31日

# Condensed Consolidated Statement of Profit or Loss

## 簡明綜合損益表

For the six months ended 30 June 2023  
截至2023年6月30日止六個月

			Six months ended 30 June	
			截至6月30日止六個月	
			2023	2022
			2023年	2022年
			HK\$'000	HK\$'000
			千港元	千港元
			(Unaudited)	(Unaudited)
			(未經審核)	(未經審核)
		Note		
		附註		
<b>Revenue</b>	收入	4	<b>226,738</b>	132,410
Cost of sales	銷售成本		<b>(208,502)</b>	(110,913)
<b>Gross profit</b>	毛利		<b>18,236</b>	21,497
Other income	其他收入	5	<b>3,879</b>	3,052
Other gains and losses, net	其他收益及虧損淨額	6	<b>(462)</b>	(4,802)
Distribution costs	分銷成本		<b>(97)</b>	(178)
Reversal of impairment losses/(impairment losses) on trade and other receivables	貿易應收款項及其他應收款項的減值虧損撥回/(減值虧損)		<b>1,355</b>	(137)
Administrative expenses	行政開支		<b>(13,238)</b>	(14,532)
Other operating expenses	其他經營開支		<b>(951)</b>	(1,062)
<b>Profit from operations</b>	經營溢利		<b>8,722</b>	3,838
Finance costs	融資成本	7	<b>(429)</b>	(463)
<b>Profit before tax</b>	稅前溢利		<b>8,293</b>	3,375
Income tax expense	所得稅支出	8	<b>(2,517)</b>	(2,063)
<b>Profit for the period</b>	期內溢利		<b>5,776</b>	1,312
Attributable to:	以下人士應佔：			
Equity shareholders of the Company	本公司權益股東		<b>5,777</b>	1,314
Non-controlling interests	非控股權益		<b>(1)</b>	(2)
			<b>5,776</b>	1,312
<b>Earnings per share</b>	每股盈利	11		
Basic (HK cents)	基本(港仙)		<b>0.237</b>	0.054
Diluted (HK cents)	攤薄(港仙)		<b>0.237</b>	0.054

# 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2023年6月30日止六個月

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Profit for the period</b>	期內溢利	<b>5,776</b>	1,312
<b>Other comprehensive loss:</b>	其他全面虧損：		
<i>Items that may be reclassified to profit or loss:</i>	<i>可能重新分類至損益的項目：</i>		
Exchange differences on translating foreign operations	換算境外經營所產生的匯兌差額	<b>(29,622)</b>	(31,675)
Exchange differences reclassified to profit or loss on disposal of foreign operations	分類為出售境外經營損益的匯兌差額	–	(471)
<b>Other comprehensive loss for the period, net of tax</b>	期內其他全面虧損，扣除稅項	<b>(29,622)</b>	(32,146)
<b>Total comprehensive loss for the period</b>	期內全面虧損總額	<b>(23,846)</b>	(30,834)
<b>Attributable to:</b>	以下人士應佔：		
Equity shareholders of the Company	本公司權益股東	<b>(23,848)</b>	(30,833)
Non-controlling interests	非控股權益	<b>2</b>	(1)
		<b>(23,846)</b>	(30,834)

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

At 30 June 2023  
於2023年6月30日

		Note	At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (Audited) (經審核)
		附註		
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	231,753	247,877
Right-of-use assets	使用權資產	13	21,672	23,421
Intangible assets	無形資產		10	13
Other non-current assets	其他非流動資產		1,153	434
Contract assets	合約資產		–	31,155
Deferred tax assets	遞延稅項資產		112	117
<b>Total non-current assets</b>	<b>非流動資產總值</b>		<b>254,700</b>	303,017
<b>Current assets</b>	<b>流動資產</b>			
Financial assets at fair value through profit or loss (“FVTPL”)	以公允價值計量且其變動計入當期損益(「以公允價值計量且其變動計入當期損益」)的金融資產		10,860	5,681
Inventories	存貨		4,414	5,107
Trade and other receivables	貿易應收款項及其他應收款項	14	241,136	183,482
Current tax assets	即期稅項資產		71	71
Bank and cash balances	銀行及現金結餘		266,174	330,894
<b>Total current assets</b>	<b>流動資產總值</b>		<b>522,655</b>	525,235
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易應付款項及其他應付款項	15	12,151	13,758
Lease liabilities	租賃負債		902	1,002
Deferred government grants	遞延政府補貼		253	264
Current tax liabilities	即期稅項負債		11,701	11,811
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>25,007</b>	26,835
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>497,648</b>	498,400
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>752,348</b>	801,417



## Condensed Consolidated Statement of Financial Position

### 簡明綜合財務狀況表

At 30 June 2023

於2023年6月30日

	Note	At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (Audited) (經審核)
<b>Non-current liabilities</b>			
Lease liabilities		12,266	13,245
Deferred tax liabilities		8,815	8,363
Deferred government grants		4,847	5,202
<b>Total non-current liabilities</b>		<b>25,928</b>	26,810
<b>Net assets</b>		<b>726,420</b>	774,607
<b>Capital and reserves</b>			
Share capital	16	6,085	6,085
Reserves		720,600	768,789
Equity attributable to equity shareholders of the Company		726,685	774,874
Non-controlling interests		(265)	(267)
<b>Total equity</b>		<b>726,420</b>	774,607

Approved by the Board of Directors on 31 August 2023 and are signed on its behalf by:

由董事會於2023年8月31日批准並由下列人士代表董事會簽署：

**Guo Yumin**

郭玉民

Executive Director

執行董事

**Xia Yu**

夏煜

Executive Director

執行董事

# 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2023年6月30日止六個月

		(Unaudited) Attributable to equity shareholders of the Company (未經審核) 本公司權益股東應佔										
		Share capital	Share premium	Capital redemption reserve	Capital reserve	Statutory reserve	Share-based payments reserve	Exchange reserve	Retained profits	Sub-total	Non-controlling interests	Total equity
		股本	股份溢價	贖回儲備	資本儲備	法定儲備	以股份為基礎的 支付儲備	匯兌儲備	保留溢利	小計	非控股權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 January 2022	於2022年1月1日	6,085	601,211	53	68,665	36,207	15,228	9,894	87,986	825,329	-	825,329
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	-	-	(32,147)	1,314	(30,833)	(1)	(30,834)
Appropriation to statutory reserve	分配至法定儲備	-	-	-	-	1,240	-	-	(1,240)	-	-	-
Partial disposal of subsidiaries without loss of control (Note)	部份出售一間仍具控股權之附屬公司(附註)	-	-	-	-	-	-	-	260	260	(260)	-
Changes in equity for the period	期內權益變動	-	-	-	-	1,240	-	(32,147)	334	(30,573)	(261)	(30,834)
At 30 June 2022	於2022年6月30日	6,085	601,211	53	68,665	37,447	15,228	(22,253)	88,320	794,756	(261)	794,495
At 1 January 2023	於2023年1月1日	6,085	601,211	53	68,665	38,315	15,228	(48,134)	93,451	774,874	(267)	774,607
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	-	(29,625)	5,777	(23,848)	2	(23,846)
Appropriation to statutory reserve	分配至法定儲備	-	-	-	-	870	-	-	(870)	-	-	-
Dividend paid (Note 10)	已付股息(附註10)	-	(24,341)	-	-	-	-	-	-	(24,341)	-	(24,341)
Changes in equity for the period	期內權益變動	-	(24,341)	-	-	870	-	(29,625)	4,907	(48,189)	2	(48,187)
At 30 June 2023	於2023年6月30日	6,085	576,870	53	68,665	39,185	15,228	(77,759)	98,358	726,685	(265)	726,420

Note: During the six months ended 30 June 2022, the Group disposed of 40% interests in a wholly-owned subsidiary at nil consideration. The carrying amount of non-controlling interests disposed of is recognised directly in retained profits.

附註：於截至2022年6月30日止六個月，本集團以零代價出售一間全資附屬公司的40%權益。出售的非控股權益的賬面值直接在保留溢利中確認。

# 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2023年6月30日止六個月

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>NET CASH GENERATED FROM/(USED IN) OPERATING ACTIVITIES</b>	經營活動所得／(所用)現金淨額	<b>1,936</b>	(54,989)
Disposal of subsidiaries	出售附屬公司	–	20,598
Purchases of property, plant and equipment	購買物業、廠房及設備	<b>(3,868)</b>	–
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備之所得款項	<b>902</b>	–
Payment for purchase of wealth management product	購買理財產品付款	<b>(11,312)</b>	–
Proceed from disposal of wealth management product	出售理財產品之所得款項	<b>5,716</b>	–
Advance of loan receivables	應收貸款墊款	<b>(135,744)</b>	(66,435)
Repayment of loan receivables	償還應收貸款	<b>117,645</b>	72,474
Interest received	已收利息	<b>3,634</b>	2,747
<b>NET CASH (USED IN)/GENERATED FROM INVESTING ACTIVITIES</b>	投資活動(所用)／所得現金淨額	<b>(23,027)</b>	29,384
Dividend paid	已付股息	<b>(24,341)</b>	–
Principal elements of lease payments	租賃付款的本金部分	<b>(496)</b>	(535)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	融資活動所用現金淨額	<b>(24,837)</b>	(535)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	現金及現金等值項目減少淨額	<b>(45,928)</b>	(26,140)
Effect of foreign exchange rate changes	匯率變動影響	<b>(18,792)</b>	(20,557)
<b>CASH AND CASH EQUIVALENTS AT 1 JANUARY</b>	於1月1日的現金及現金等值項目	<b>330,894</b>	344,940
<b>CASH AND CASH EQUIVALENTS AT 30 JUNE</b>	於6月30日的現金及現金等值項目	<b>266,174</b>	298,243
<b>ANALYSIS OF CASH AND CASH EQUIVALENTS</b>	現金及現金等值項目分析		
Bank and cash balances	銀行及現金結餘	<b>266,174</b>	298,243

# 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2023年6月30日止六個月

### 1. BASIS OF PREPARATION

These condensed 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 (the “HKICPA”) and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

These condensed financial statements should be read in conjunction with the annual financial statements for the year ended 31 December 2022. The accounting policies (including the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty) and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements for the year ended 31 December 2022.

### 2. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The Group has adopted Amendments to HKAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction” from 1 January 2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences – e.g. leases.

Prior to the adoption of Amendments to HKAS 12, the Group applied the initial recognition exemption under paragraphs 15 and 24 of HKAS 12 for leasing transactions that give rise to equal and offsetting temporary differences, and therefore no deferred tax has been recognised for temporary differences relating to right-of-use assets and lease liabilities at initial recognition, and also over the lease terms under paragraph 22(c) of HKAS 12.

### 1. 編製基準

該等簡明財務報表已根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」以及香港聯合交易所有限公司證券上市規則(「上市規則」)規定之適用披露編製。

該等簡明財務報表應與截至2022年12月31日止年度的年度財務報表一併閱讀。會計政策(包括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)及編製該等簡明綜合財務報表所採用的計算方法與截至2022年12月31日止年度的年度綜合財務報表所採納者一致。

### 2. 採納新訂及經修訂香港財務報告準則

本集團已自2023年1月1日起採納香港會計準則第12號(修訂本)「與單一交易產生的資產及負債相關的遞延稅項」。該等修訂本收窄初步確認豁免的範圍，將產生等值而互相對銷的暫時差額(例如租賃)的交易剔除。

於採納香港會計準則第12號(修訂本)前，本集團就產生等值而互相對銷的暫時差額的租賃交易應用香港會計準則第12號第15及24段的初始確認豁免，因而於初始確認時及於租賃期內根據香港會計準則第12號第22(c)段並無就與使用權資產及租賃負債有關的暫時差額確認遞延稅項。



## 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2023年6月30日止六個月

## 2. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

The Group has applied the transitional provisions under paragraphs 98K and 98L of Amendments to HKAS 12 to leasing transactions that occur on or after the beginning of the earliest comparative period presented and also, at the beginning of the earliest comparative period presented by:

- (i) Recognising a deferred tax asset to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised, and a deferred tax liability for all deductible and taxable temporary differences associated with right-of-use assets and lease liabilities; and
- (ii) Recognising the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained profits (or other component of equity, as appropriate) at that date.

Based on the management's assessment, there was immaterial impact on the condensed consolidated statement of financial position as at 1 January 2022, 31 December 2022 and 30 June 2023, because the deferred tax assets and the deferred tax liabilities recognised as a result of the adoption of Amendments to HKAS 12 qualify for offset under paragraph 74 of HKAS 12. There was also immaterial impact on the opening retained profits as at 1 January 2022 as a result of the change. The key impact for the Group relates to disclosure of the deferred tax assets and liabilities recognised. This disclosure will be provided in the annual financial statements.

The change in accounting policy will also be reflected in the Group's consolidated financial statements as at and for the year ending 31 December 2023.

In addition to the adoption of the above amendments to standards, in the current period, the Group has adopted all other new and revised Hong Kong Financial Reporting Standards issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2023. They do not have a material effect on the Group's condensed consolidated interim financial statements.

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2023 and earlier application is permitted. The Group has not early adopted any of the forthcoming new or amended standards in preparing these condensed consolidated interim financial statements.

## 2. 採納新訂及經修訂香港財務報告準則 (續)

本集團已將香港會計準則第12號(修訂本)第98K及98L段下的過渡性條文應用於所呈列最早比較期間開始時或之後發生的租賃交易，以及於所呈列最早比較期間開始時：

- (i) 就與使用權資產及租賃負債相關之所有可扣減及應課稅暫時差額確認遞延稅項資產(按有可能出現可動用可扣減暫時差額以抵銷應課稅溢利時提撥)及遞延稅項負債；及
- (ii) 將初步應用該等修訂本的累計影響確認為該日保留溢利(或權益的其他組成部分，如適用)期初結餘的調整。

根據管理層的評估，概無對2022年1月1日、2022年12月31日及2023年6月30日的簡明綜合財務狀況表產生重大影響，原因為因採納香港會計準則第12號(修訂本)而確認的遞延稅項資產及遞延稅項負債符合香港會計準則第12號第74段項下的抵銷規定。該變動對2022年1月1日的期初保留溢利亦無產生重大影響。對本集團的主要影響涉及已確認遞延稅項資產及負債的披露。該披露將在年度財務報表中作出。

會計政策的變動亦將反映在本集團於2023年12月31日及截至該日止年度的綜合財務報表中。

除採納上述準則修訂本外，本集團於本期間亦已採納香港會計師公會頒佈的所有其他與其業務相關且自2023年1月1日開始的會計年度生效的新訂及經修訂香港財務報告準則。該等準則對本集團的簡明綜合中期財務報表並無重大影響。

多項新訂準則及準則修訂本於2023年1月1日之後開始的年度期間生效，並允許提前應用。本集團於編製該等簡明綜合中期財務報表時並未提前採納任何即將頒佈的新訂或經修訂準則。

## 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2023年6月30日止六個月

### 3. FAIR VALUE MEASUREMENTS

The carrying amounts of the Group's financial assets as reflected in the condensed consolidated statement of financial position approximate their respective fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

### 3. 公允價值計量

於簡明綜合財務狀況表所反映之本集團金融資產之賬面值與其各自之公允價值相若。

公允價值指市場參與者之間於計量日期在有序交易中出售資產將收取或轉讓負債將支付的價格。下文披露使用公允價值層級計量的公允價值，用作計量公允價值的估值方法輸入值據此分為三個級別：

第一層級輸入值：本集團可於計量日獲得之相同資產或負債於活躍市場上的報價(未經調整)。

第二層級輸入值：第一層級所包括的報價以外，資產或負債直接或間接可觀察之輸入值。

第三層級輸入值：資產或負債的不可觀察輸入值。

本集團的政策為確認截至事件或變化日期導致轉讓的任何三個層級轉入及轉出情況。

## 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2023年6月30日止六個月

### 3. FAIR VALUE MEASUREMENTS (CONTINUED)

The following table shows the carrying amounts and fair value of financial assets, including their levels in the fair value hierarchy. It does not include fair value information for financial assets not measured at fair value if the carrying amount is a reasonable approximation of fair value.

#### (a) Disclosures of level in fair value hierarchy at 30 June 2023

		Fair value measurements as at 30 June 2023 (unaudited)			Total
		於2023年6月30日的公允價值計量(未經審核)			合計
Description	描述	Level 1	Level 2	Level 3	2023
		第一層級	第二層級	第三層級	2023年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
<b>Recurring fair value measurements:</b>	經常性公允價值計量：				
<b>Financial assets:</b>	金融資產：				
Financial assets at FVTPL	以公允價值計量且其變動計入當期損益的金融資產				
- Wealth management product	- 理財產品	-	10,860	-	10,860

		Fair value measurements as at 31 December 2022 (audited)			Total
		於2022年12月31日的公允價值計量(經審核)			合計
Description	描述	Level 1	Level 2	Level 3	2022
		第一層級	第二層級	第三層級	2022年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
<b>Recurring fair value measurements:</b>	經常性公允價值計量：				
<b>Financial assets:</b>	金融資產：				
Financial assets at FVTPL	以公允價值計量且其變動計入當期損益的金融資產				
- Wealth management product	- 理財產品	-	5,681	-	5,681

During the six months ended 30 June 2023 and the year ended 31 December 2022, there were no transfers among Level 1, Level 2 and Level 3.

於截至2023年6月30日止六個月及截至2022年12月31日止年度，第一層級、第二層級及第三層級之間並無轉撥。

### 3. 公允價值計量(續)

下表列示金融資產的賬面值及公允價值，包括其在公允價值層級中的等級。倘賬面值與公允價值合理近似，則不包括未按公允價值計量的金融資產的公允價值資料。

#### (a) 於2023年6月30日公允價值層級的等級披露如下：

## 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2023年6月30日止六個月

### 3. FAIR VALUE MEASUREMENTS (CONTINUED)

#### (b) Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements at 30 June 2023

##### Level 2 fair value measurements

Description	Valuation technique	Input	Fair value as at 30 June 2023 於 2023年6月30日 的公允價值 HK\$'000 千港元 (Unaudited) (未經審核)	Fair value as at 31 December 2022 於 2022年12月31日 的公允價值 HK\$'000 千港元 (audited) (經審核)
描述	估值技術	輸入值		
Wealth management product	Income approach	Cash value quoted by the bank based on the principal amount and expected return rates at inception	10,860	5,681
理財產品	收入法	銀行根據初始本金額及預期回報率所報的現金價值		

There were no changes in the valuation techniques used.

所使用的估值技術並無變動。

### 3. 公允價值計量(續)

#### (b) 本集團於2023年6月30日進行公允價值計量所使用的估值程序、估值技術及輸入值的披露

##### 第二層級公允價值計量

## 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2023年6月30日止六個月

#### 4. REVENUE AND SEGMENT INFORMATION

##### (a) Revenue

Revenue represents the sales value of goods sold less returns, discounts, value added taxes and other sales taxes and rendering of services. The amount of each significant category of revenue during the period is as follows:

#### 4. 收入及分部資料

##### (a) 收入

收入是指貨物銷售價值減退貨、折扣、增值稅和其他銷售稅及提供服務。期內主要收入類別的金額如下：

		Six months ended 30 June 截至6月30日止六個月			
		2023 2023年		2022 2022年	
		HK\$'000 千港元	%	HK\$'000 千港元	%
		(Unaudited) (未經審核)		(Unaudited) (未經審核)	
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>	<b>香港財務報告準則第15號範圍內之客戶合約收入</b>				
Sales of sub-processing cigarette films	銷售加工香煙薄膜	1,331	1%	1,988	2%
Sales of semi-conductors	銷售半導體	197,327	86%	99,062	74%
Properties development and related services	物業發展及相關服務	171	1%	338	1%
Generation of photovoltaic power	光伏發電	27,909	12%	31,022	23%
<b>Total</b>	<b>合計</b>	<b>226,738</b>	<b>100%</b>	<b>132,410</b>	<b>100%</b>



## 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2023年6月30日止六個月

### 4. REVENUE AND SEGMENT INFORMATION 4. 收入及分部資料(續) (CONTINUED)

#### (a) Revenue (continued)

In the following table, revenue is disaggregated by primary geographical market and timing of revenue recognition:

#### (a) 收入(續)

在下表中，收入按主要地區市場及收入確認時點分類：

		Six months ended 30 June (Unaudited) 截至6月30日止六個月(未經審核)													
		Sales of sub-processing cigarette films 銷售加工香煙薄膜				Sales of semi-conductors 銷售半導體				Properties development and related services 物業發展及相關服務		Generation of photovoltaic power 光伏發電		Total 合計	
		2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
		2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
<b>Primary geographical market</b>	<b>主要地區市場</b>														
Hong Kong	香港	-	-	197,327	94,120	-	-	-	-	197,327	94,120				
Mainland China	中國內地	1,331	1,988	-	4,942	171	338	27,909	31,022	29,411	38,290				
Total	合計	1,331	1,988	197,327	99,062	171	338	27,909	31,022	226,738	132,410				
<b>Timing of revenue recognition</b>	<b>收入確認時點</b>														
Products transferred at a point in time	產品於某一時間點轉移	1,331	1,988	197,327	99,062	171	338	-	-	198,829	101,388				
Products and services transferred over time	產品及服務隨時間轉移	-	-	-	-	-	-	27,909	31,022	27,909	31,022				
Total	合計	1,331	1,988	197,327	99,062	171	338	27,909	31,022	226,738	132,410				

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### 簡明綜合財務報表附註

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截至2023年6月30日止六個月

#### 4. REVENUE AND SEGMENT INFORMATION 4. 收入及分部資料(續)

##### (a) Revenue (continued)

The following table provides information about receivables and contract assets from contracts with customers:

		At 31 December 2022
	At 30 June 2023	於2023年 6月30日
	HK\$'000	HK\$'000
	千港元	千港元
	(Unaudited)	(Audited)
	(未經審核)	(經審核)
Receivables, which are included in "Trade and other receivables"	應收款項，計入「貿易應收款項及 其他應收款項」	115,099
Contract assets	合約資產	31,155
	<b>169,068</b>	
	-	

##### (b) Segment reporting

The Group has four operating segments as follows:

- Sales of sub-processing cigarettes films: this segment engages in trading of sub-processing cigarette films;
- Sales of semi-conductors: this segment engages in trading of semi-conductors;
- Properties development and related services: this segment engages in development and sales of properties and providing property management services; and
- Generation of photovoltaic power: this segment engages in generating and sales of electricity.

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

##### (a) 收入(續)

下表提供有關來自客戶合約的應收款項及合約資產的資料：

##### (b) 分部報告

本集團的四個經營分部如下：

- 銷售加工香煙薄膜：此分部買賣加工處理的香煙相關薄膜；
- 銷售半導體：此分部買賣半導體；
- 物業發展及相關服務：此分部發展及銷售物業及提供物業管理服務；及
- 光伏發電：此分部產銷電力。

本集團之可申報分部為提供不同產品及服務的策略業務單位。由於各項業務所需之技術及營銷策略有別，故有關業務會分開管理。

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For the six months ended 30 June 2023  
截至2023年6月30日止六個月

### 4. REVENUE AND SEGMENT INFORMATION 4. 收入及分部資料(續) (CONTINUED)

#### (b) Segment reporting (continued)

##### (i) Segment results, assets and liabilities

Information about reportable segment profit or loss, assets and liabilities is as follows:

#### (b) 分部報告(續)

##### (i) 分部業績、資產和負債

有關可申報分部損益、資產及負債之資料如下：

		Six months ended 30 June (unaudited) 截至6月30日止六個月(未經審核)									
		Sales of sub-processing cigarette films 銷售加工香煙薄膜		Sales of semi- conductors 銷售半導體		Properties development and related services 物業發展及相關服務		Generation of photovoltaic power 光伏發電		Total 合計	
		2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
		2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年	2023年	2022年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Revenue from external customers	來自外部客戶收入	1,331	1,988	197,327	99,062	171	338	27,909	31,022	226,738	132,410
<b>Reportable segment gross (loss)/profit</b>	<b>可申報分部(毛損)/毛利</b>	<b>(454)</b>	<b>(376)</b>	<b>1,859</b>	<b>1,105</b>	<b>8</b>	<b>140</b>	<b>16,823</b>	<b>20,628</b>	<b>18,236</b>	<b>21,497</b>
<b>Reportable segment (loss)/profit before tax</b>	<b>可申報分部稅前(虧損)/溢利</b>	<b>(3,157)</b>	<b>(3,108)</b>	<b>749</b>	<b>(1,132)</b>	<b>2,820</b>	<b>2,154</b>	<b>12,667</b>	<b>16,135</b>	<b>13,079</b>	<b>14,049</b>
Interest income from bank deposits	銀行存款利息收入	235	326	30	17	366	495	103	43	734	881
Interest expense	利息開支	-	-	-	-	-	-	412	448	412	448
Depreciation and amortisation	折舊和攤銷	577	724	193	207	2	2	8,354	8,822	9,126	9,755
Other material non-cash item:	其他重大非現金項目：										
Impairment losses/(reversal of impairment losses) on trade and other receivables	貿易應收款項及其他應收款項減值虧損/(減值虧損撥回)	-	-	-	1,311	(1,355)	(1,322)	-	148	(1,355)	137
As at 30 June (unaudited)/31 December (audited)	於6月30日(未經審核)/12月31日(經審核)										
<b>Reportable segment assets</b>	<b>可申報分部資產</b>	<b>90,874</b>	<b>99,537</b>	<b>72,718</b>	<b>62,933</b>	<b>213,607</b>	<b>221,093</b>	<b>372,606</b>	<b>404,368</b>	<b>749,805</b>	<b>787,931</b>
<b>Reportable segment liabilities</b>	<b>可申報分部負債</b>	<b>20,812</b>	<b>22,330</b>	<b>1,049</b>	<b>1,249</b>	<b>5,121</b>	<b>5,677</b>	<b>22,431</b>	<b>20,051</b>	<b>49,413</b>	<b>49,307</b>

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### 簡明綜合財務報表附註

For the six months ended 30 June 2023

截至2023年6月30日止六個月

#### 4. REVENUE AND SEGMENT INFORMATION 4. 收入及分部資料(續)

##### (b) Segment reporting (continued)

##### (b) 分部報告(續)

##### (ii) Reconciliations of reportable segment profit or loss

##### (ii) 可申報分部溢利或虧損的對賬

		Six months ended 30 June	
		截至6月30日止六個月	
		2023	2022
		2023年	2022年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Profit</b>	<b>溢利</b>		
Reportable segment profit before tax	可申報分部稅前溢利	<b>13,079</b>	14,049
Loss on disposal of subsidiaries	出售附屬公司的虧損	-	(4,353)
Unallocated head office and corporate expenses	未分配總部和公司支出	<b>(4,786)</b>	(6,321)
Consolidated profit before tax	綜合稅前溢利	<b>8,293</b>	3,375

## Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

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### 5. OTHER INCOME

### 5. 其他收入

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Government grants (Note (i))	政府補貼(附註(i))	–	113
Amortisation of deferred government grants (Note (ii))	遞延政府補助攤銷(附註(ii))	133	141
Interest income on bank deposits	銀行存款利息收入	1,221	891
Loan interest income	貸款利息收入	2,413	1,856
Rental income	租金收入	–	37
Sales of scrap materials	出售廢料	94	–
Sundry income	雜項收入	18	14
		<b>3,879</b>	<b>3,052</b>

Notes:

- (i) During the six months ended 30 June 2023, the Group recognised government grants of approximately HK\$Nil (six months ended 30 June 2022: HK\$80,000) in respect of COVID-19 related subsidies relating to Employment Support Scheme provided by the Hong Kong Special Administrative Region Government. Government grants of approximately HK\$Nil (six months ended 30 June 2022: HK\$33,000) mainly related to the subsidy received from the local government authority in the People's Republic of China ("PRC") for the achievements of the Group.
- (ii) The deferred government grants represented the subsidies granted by the local government authority in the PRC to the Group in respect of acquisition of certain property, plant and equipment and right-of-use assets.

附註：

- (i) 於截至2023年6月30日止六個月，本集團確認與香港特別行政區政府提供的保就業計劃有關的COVID-19相關補貼政府補助約零港元(截至2022年6月30日止六個月：80,000港元)。政府補助約零港元(截至2022年6月30日止六個月：33,000港元)主要有關因本集團成就自中華人民共和國(「中國」)地方政府機構收取之補助。
- (ii) 遞延政府補助指中國當地政府機構就購置若干物業、廠房及設備以及使用權資產給予本集團的補貼。



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### 簡明綜合財務報表附註

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#### 6. OTHER GAINS AND LOSSES, NET

#### 6. 其他收益及虧損淨額

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Net foreign exchange losses	匯兌虧損淨額	(799)	(449)
Write off of property, plant and equipment	物業、廠房及設備撇銷	(40)	–
Gain on disposal of property, plant and equipment	出售物業、廠房及設備收益	278	–
Loss on disposal of subsidiaries (Note 17)	出售附屬公司虧損(附註17)	–	(4,353)
Fair value gain on investments in wealth management products	投資理財產品的公允價值收益	99	–
		<b>(462)</b>	<b>(4,802)</b>

#### 7. FINANCE COSTS

#### 7. 融資成本

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest expense on lease liabilities	租賃負債的利息開支	429	463

## Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

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### 8. INCOME TAX EXPENSE

Income tax has been recognised in profit or loss as follows:

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Current tax – PRC corporate income tax	即期稅項－中國企業所得稅		
Provision for the period	期內撥備	1,266	1,267
Underprovision in prior periods	於過往期間撥備不足	799	309
		2,065	1,576
Deferred tax	遞延稅項	452	487
		2,517	2,063

### 8. 所得稅支出

所得稅於損益內確認如下：

(i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in these jurisdictions.

(ii) No provision for Hong Kong Profits Tax is required since the Group has no assessable profit for the period (six months ended 30 June 2022: Nil).

(iii) On 16 March 2007, the Fifth Plenary Session of the Tenth National People's Congress passed the Corporate Income Tax Law of the PRC ("**New Tax Law**") which became effective on 1 January 2008 and the PRC's statutory corporate income tax rate is 25%.

Pursuant to the rules and regulations applicable to advanced technology enterprises established in the PRC, Jiangsu Sheen Colour Science Technology Co., Ltd. (an indirect wholly-owned subsidiary of the Company) is subject to PRC corporate income tax at a preferential tax rate of 15% for the six months ended 30 June 2023 (six months ended 30 June 2022: 15%).

(i) 根據開曼群島及英屬維爾京群島的規則和規例，本集團毋須於該等司法權區繳納任何所得稅。

(ii) 由於本集團於期內並無應課稅溢利，故毋須就香港利得稅作出撥備（截至2022年6月30日止六個月：無）。

(iii) 於2007年3月16日，第十屆全國人民代表大會第五次全體會議通過了《中華人民共和國企業所得稅法》（「**新稅法**」），於2008年1月1日生效，中國法定企業所得稅率為25%。

根據適用於在中國成立的高新技術企業的法律法規，江蘇金格潤科技有限公司（本公司間接全資附屬公司）須就截至2023年6月30日止六個月按優惠稅率15%（截至2022年6月30日止六個月：15%）繳納中國企業所得稅。

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### 簡明綜合財務報表附註

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截至2023年6月30日止六個月

#### 8. INCOME TAX EXPENSE (CONTINUED)

(iii) (continued)

Entities engaged in qualified power generating projects, are eligible for a corporate income tax exemption for the first year to the third year, and a 50% reduction for the fourth year to the sixth year starting from the year in which the entities first generate operating income (the “**3+3 tax holiday**”). Xuzhou Sheentai New Energy Power Generation Co., Ltd. (an indirect wholly-owned subsidiary of the Company) was entitled to the 3+3 tax holiday.

(iv) According to the New Tax Law and its implementation rules, dividends receivable by non-PRC-resident corporate investors from PRC-resident enterprises are subject to withholding tax at 10%, unless reduced by tax treaties or arrangements, for profits earned since 1 January 2008. Under the tax arrangement between the Mainland of China and Hong Kong Special Administrative Region and the relevant regulations, a qualified Hong Kong tax resident which is the “beneficial owner” and holds a 25% equity interest or more of a PRC enterprise is entitled to a reduced withholding tax rate of 5%. The withholding tax rate applicable to the Group is 5%.

(v) According to the New Tax Law and its implementation rules, where the research and development expenses incurred by an enterprise in research and development activities do not form intangible assets and are included in the current period's profit or loss, 50% of such research and development expenses shall be deducted from the taxable income amount of the period; where intangible assets are formed, pretax amortisation shall be made based on 150% of the costs of the intangible assets.

#### 8. 所得稅支出(續)

(iii) (續)

從事合資格能源產生項目的企業可自其首次產生經營收入的年度起計第一至第三年度合資格獲得企業所得稅豁免，並於第四至第六年度可減免50%的企業所得稅（「**3+3稅務寬免期**」）。徐州順泰新能源發電有限公司（本公司的間接全資附屬公司）享有3+3稅務寬免期。

(iv) 根據新稅法及其實施細則，除非2008年1月1日起賺取的溢利獲稅務條例或安排寬減，否則非中國居民企業投資者應收中國居民企業的股息須按10%繳納預扣稅。根據中國內地與香港特別行政區之間的稅務安排及相關法規，身為中國企業的「實益擁有人」並持有25%或以上股權的合資格香港稅務居民可享獲寬減預扣稅率5%。適用於本集團的預扣稅率為5%。

(v) 根據新稅法及其實施細則，企業開展研發活動中實際發生的研發費用，未形成無形資產計入當期損益的，在按規定據實扣除的基礎上，按照期間內實際發生額的50%，從期內應納稅所得額中扣除；形成無形資產的，按照無形資產成本的150%在稅前攤銷。

## Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

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### 9. PROFIT FOR THE PERIOD

The Group's profit for the period is stated after charging the following:

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Amortisation of intangible assets (included in cost of sales)	無形資產攤銷(計入銷售成本)	3	69
Depreciation on property, plant and equipment	物業、廠房及設備折舊	8,675	9,277
Depreciation on right-of-use assets	使用權資產折舊	774	825

### 9. 期內溢利

經扣除下列各項後，本集團期內溢利如下：

### 10. DIVIDENDS

A final dividend of HK1.0 cent per ordinary share, totalling approximately HK\$24,341,000 in respect of the year ended 31 December 2022 was approved at the Annual General Meeting held on 31 May 2023. The final dividend has been distributed out of the Company's share premium and paid in cash.

No interim dividend has been declared by the Board for the six months ended 30 June 2023 (six months ended 30 June 2022: Nil).

### 10. 股息

本公司於2023年5月31日舉行的股東週年大會上批准截至2022年12月31日止年度末期股息每股普通股1.0港仙，合共約24,341,000港元。末期股息已從本公司股本溢價中以現金派付。

董事會並無就截至2023年6月30日止六個月宣派任何中期股息(截至2022年6月30日止六個月：無)。

### 11. EARNINGS PER SHARE

#### Basic earnings per share

The calculation of the basic earnings per share is based on the profit for the period attributable to equity shareholders of the Company of approximately HK\$5,777,000 (six months ended 30 June 2022: HK\$1,314,000) and the weighted average number of ordinary shares of approximately 2,434,136,000 (six months ended 30 June 2022: 2,434,136,000) during the period.

#### Diluted earnings per share

The computation of diluted earnings per share did not assume the exercise of the Company's outstanding share options as the exercise price of those share options were higher than the average market price for shares for the six months ended 30 June 2023 and 2022. Diluted earnings per share was the same as the basic earnings per share for the six months ended 30 June 2023 and 2022.

### 11. 每股盈利

#### 每股基本盈利

每股基本盈利之計算乃根據本公司權益股東應佔期內溢利約5,777,000港元(截至2022年6月30日止六個月：1,314,000港元)及期內普通股之加權平均數約2,434,136,000股(截至2022年6月30日止六個月：2,434,136,000股)而計算。

#### 每股攤薄盈利

由於本公司未行使購股權的行使價高於截至2023年及2022年6月30日止六個月的股份平均市價，故每股攤薄盈利之計算並無假設該等購股權獲行使。截至2023年及2022年6月30日止六個月，每股攤薄盈利與每股基本盈利相同。

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#### 12. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2023, the Group acquired property, plant and equipment of approximately HK\$3,868,000 (2022: HK\$Nil).

#### 13. RIGHT-OF-USE ASSETS

During the six months ended 30 June 2023, no new lease agreement has been entered into by the Group.

During the six months ended 30 June 2022, the Group entered into a new lease agreement for an office for 2 years. The Group makes fixed payments during the contract period. On lease commencement, the Group recognised a right-of-use asset and lease liability of approximately HK\$1,187,000.

#### 14. TRADE AND BILLS RECEIVABLES

The ageing analysis of trade and bill receivables, based on the invoice date, and net of allowance, is as follows:

#### 12. 物業、廠房及設備

於截至2023年6月30日止六個月，本集團收購物業、廠房及設備約3,868,000港元(2022年：零港元)。

#### 13. 使用權資產

於截至2023年6月30日止六個月，本集團並無訂立新租賃協議。

於截至2022年6月30日止六個月，本集團簽訂一項新的辦公室租賃協議，期限為2年。本集團於合約期內作出固定付款。於租賃開始時，本集團確認使用權資產及租賃負債約1,187,000港元。

#### 14. 貿易應收款項及應收票據

根據發票日期，貿易應收款項及應收票據(經扣除撥備)之賬齡分析如下：

		At 30 June 2023 於2023年 6月30日		At 31 December 2022 於2022年 12月31日	
		Trade receivables 貿易應收款項 HK\$'000 千港元 (Unaudited) (未經審核)	Bills receivable 應收票據 HK\$'000 千港元 (Unaudited) (未經審核)	Trade receivables 貿易應收款項 HK\$'000 千港元 (Audited) (經審核)	Bills receivable 應收票據 HK\$'000 千港元 (Audited) (經審核)
Unbilled (Note)	未開票據(附註)	127,769	–	87,293	–
Less than 30 days	少於30日	28,329	54	7,440	–
31–90 days	31至90日	12,215	–	19,731	–
91–180 days	91至180日	104	–	11	–
Over 365 days	365日以上	597	–	624	–
		169,014	54	115,099	–

Note: As at 30 June 2023 and 31 December 2022, the amount represents unbilled tariff adjustment receivables of solar power plants registered in the Renewable Energy Tariff Subsidy List.

附註：於2023年6月30日及2022年12月31日，該金額指列入可再生能源項目補助項目清單的太陽能發電站的未開票據電價調整應收款項。



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### 15. TRADE PAYABLES

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

### 15. 貿易應付款項

根據發票日期，貿易應付款項之賬齡分析如下：

		At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Due within 1 month or on demand	1個月內到期或應要求	234	165
Due more than 6 months	6個月後到期	1,551	2,181
		<b>1,785</b>	<b>2,346</b>

### 16. SHARE CAPITAL

### 16. 股本

		At 30 June 2023 於2023年6月30日		At 31 December 2022 於2022年12月31日	
		Number of shares '000 千股 (Unaudited) (未經審核)	Amount HK\$'000 千港元 (Unaudited) (未經審核)	Number of shares '000 千股 (Audited) (經審核)	Amount HK\$'000 千港元 (Audited) (經審核)
Authorised:	法定：				
Ordinary shares of HK\$0.0025 each	每股面值0.0025港元的 普通股	8,000,000	20,000	8,000,000	20,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of HK\$0.0025 each	每股面值0.0025港元的 普通股	2,434,136	6,085	2,434,136	6,085

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#### 17. DISPOSAL OF SUBSIDIARIES

On 17 May 2022, the Group entered into a share purchase agreement to dispose of the entire issued share capital of Treasure Cloud Limited and 100% equity interest in Falcon Wisdom Limited, Sheyang Tengyun Information Technology Co., Ltd., Xuyi Guangcai Information Technology Co., Ltd. and Shenzhen Qianhai Tengzhiyun Network Sci. & Tech. Limited owned by Treasure Cloud Limited at a cash consideration of HK\$21,380,000 to an independent third party resulting in a loss on disposal of subsidiaries of approximately HK\$4,353,000. The disposal was completed on 10 June 2022. Treasure Cloud Limited and its subsidiaries were inactive during the period.

#### 18. CAPITAL COMMITMENTS

The Group did not have any significant capital commitments at 30 June 2023 (at 31 December 2022: Nil).

#### 19. MATERIAL RELATED PARTY TRANSACTIONS

For the six months ended 30 June 2023 and 2022, transactions with the following parties are considered to be related party transactions:

Mr. Guo Yumin	Director and the ultimate controlling party of the Company
Union Winful Limited	Owned by Mr. Guo Yumin
Sheen Dragon Properties Limited	Owned by Mr. Guo Yumin
Hong Kong Rising Star Group Holdings Limited	Owned by Mr. Guo Yumin

#### 17. 出售附屬公司

於2022年5月17日，本集團訂立股份購買協議，向獨立第三方出售Treasure Cloud Limited的全部已發行股本以及Treasure Cloud Limited擁有的鵬智有限公司、射陽騰雲信息科技有限公司、盱眙廣財信息科技有限公司及深圳前海騰之雲網絡科技有限公司100%股權，現金代價為21,380,000港元，導致出售附屬公司虧損約4,353,000港元。該出售事項已於2022年6月10日完成。Treasure Cloud Limited及其附屬公司於期內並無進行任何業務。

#### 18. 資本承擔

本集團於2023年6月30日並無任何重大資本承擔(於2022年12月31日：無)。

#### 19. 重大關聯方交易

於截至2023年及2022年6月30日止六個月內，與下列各方進行的交易被視為關聯方交易：

郭玉民先生	本公司董事兼最終控制方
聯合永豐有限公司	由郭玉民先生擁有
瑞龍置業有限公司	由郭玉民先生擁有
香港星辰集團控股有限公司	由郭玉民先生擁有

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### 19. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

#### (a) Key management personnel remuneration

Remuneration for key management personnel of the Group, including amounts paid to the Company's directors and certain of the highest paid employees, is as follows:

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)
Short-term employee benefits	短期僱員福利	1,306	1,463
Post-employment benefits	離職後福利	70	93
		<b>1,376</b>	<b>1,556</b>

#### (b) Other related party transactions

In addition to those related party transactions disclosed in note 19(a) to the condensed consolidated financial statements, the Group had the following transactions with its related parties during the period:

		Six month ended 30 June 2023 (Unaudited) 截至2023年6月30日止六個月(未經審核)		
		Rental expenses 租金開支 HK\$'000 千港元	Repayment to related parties 向關聯方還款 HK\$'000 千港元	Repayment received from related parties 從關聯方 收取的還款 HK\$'000 千港元
Union Winful Limited	聯合永豐有限公司	–	8	–
Sheen Dragon Properties Limited	瑞龍置業有限公司	–	5	–
Mr. Guo Yumin	郭玉民先生	–	1,778	(359)
		–	<b>1,791</b>	<b>(359)</b>

### 19. 重大關聯方交易(續)

#### (a) 主要管理人員薪酬

本集團主要管理人員薪酬(包括支付予本公司董事及若干最高薪酬僱員的款項)載列如下:

#### (b) 其他關聯方交易

除簡明綜合財務報表附註19(a)所披露之該等關聯方交易外,本集團於期內與其關聯方訂立以下交易:

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#### 19. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED) 19. 重大關聯方交易(續)

##### (b) Other related party transactions (continued)

##### (b) 其他關聯方交易(續)

		Six month ended 30 June 2022 (Unaudited) 截至2022年6月30日止六個月(未經審核)		
		Rental expenses	Repayment to related parties	Repayment received from related parties
		租金開支	向關聯方還款	收取的還款
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Union Winful Limited	聯合永豐有限公司	–	5	–
Sheen Dragon Properties Limited	瑞龍置業有限公司	–	4	–
Hong Kong Rising Star Group Holdings Limited	香港星辰集團控股有限公司	–	6	–
Mr. Guo Yumin	郭玉民先生	272	472	(421)
		272	487	(421)

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### 19. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

#### (c) Balances with related parties

At 30 June 2023 and 31 December 2022, the Group had the following balances with related parties:

	Note	At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Due from related companies			
– Union Winful Limited	(i)	8	–
– Sheen Dragon Properties Limited	(i)	5	–
Due from a director and the ultimate controlling party			
– Mr. Guo Yumin	(i)	1,657	238
		<b>1,670</b>	238

Note:

- (i) The amounts due from related companies and a director are interest-free and expected to be recovered within one year.

附註：

- (i) 應收關聯方及董事款項屬免息，且預期將於一年內收回。

### 20. CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities at 30 June 2023 (at 31 December 2022: Nil).

### 19. 重大關聯方交易(續)

#### (c) 與關聯方的結餘

於2023年6月30日及2022年12月31日，  
本集團有以下關聯方結餘：

### 20. 或然負債

於2023年6月30日，本集團並無任何重大或然  
負債(2022年12月31日：無)。



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#### 21. EVENTS AFTER THE REPORTING PERIOD

On 4 August 2023, Shenzhen Shuntai New Energy Science Technology Co., Ltd. (the “**Lender**”), an indirect wholly-owned subsidiary of the Company, entered into a financing loan agreement with Shenzhen Global Greenland New Material Co., Ltd. (the “**Borrower**”), an independent third party. Pursuant to the agreement, the Lender advances a loan of RMB50,000,000, with a fixed interest rate of 4.75% per annum and maturity in 48 months from the drawdown date, to the Borrower. The Lender shall have the right to convert the principal amount into ordinary shares of the Borrower by way of capital injection at a fixed price in the amount of RMB50,000,000 with the period commencing from the first drawdown date to the date falling 48 months from the first drawdown date. Details of the financing loan agreement are set out in the Company’s announcement dated 4 August 2023.

#### 22. APPROVAL OF FINANCIAL STATEMENTS

The interim condensed consolidated financial statements were approved and authorised for issue by the Board of Directors on 31 August 2023.

#### 21. 報告期後事項

於2023年8月4日，本公司的間接全資附屬公司深圳順泰新能源科技有限公司（「**貸款人**」）與獨立第三方深圳市環球綠地新材料有限公司（「**借款人**」）訂立融資貸款協議。根據協議，貸款人向借款人提供貸款人民幣50,000,000元，固定年利率為4.75%，自提取日期起計48個月內到期。貸款人應有權以人民幣50,000,000元的固定價格以注資方式將本金額轉換為借款人的普通股，期限自首次提取日期起至首次提取日期後滿48個月當日止。融資貸款協議的詳情載於本公司日期為2023年8月4日的公告。

#### 22. 批准財務報表

中期簡明綜合財務報表於2023年8月31日經董事會批准並授權刊發。

