



東瀛遊控股有限公司

EGL Holdings Company Limited

(於開曼群島註冊成立的有限公司)

(Incorporated in the Cayman Islands with limited liability)

股份代號 Stock Code : 6882



# 2023

## *Interim Report* 中期報告



Enjoy Good Life



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# 公司資料

## Corporate Information

### 董事會

#### 執行董事：

袁文英 (主席)  
禰國全  
梁成釗  
李寶芬  
袁灝頤  
鄭存漢

#### 獨立非執行董事：

陳儉輝  
鄧冠雄  
黃麗明

### 審核委員會

陳儉輝 (主席)  
鄧冠雄  
黃麗明

### 提名委員會

袁文英 (主席)  
李寶芬  
陳儉輝  
鄧冠雄  
黃麗明

### 薪酬委員會

鄧冠雄 (主席)  
袁文英  
李寶芬  
陳儉輝  
黃麗明

### 風險管理委員會

陳儉輝 (主席)  
梁成釗  
鄧冠雄  
黃麗明

### BOARD OF DIRECTORS

#### EXECUTIVE DIRECTORS:

Yuen Man Ying (*Chairman*)  
Huen Kwok Chuen  
Leung Shing Chiu  
Lee Po Fun  
Yuen Ho Yee  
Cheang Chuen Hon

#### INDEPENDENT NON-EXECUTIVE DIRECTORS:

Chan Kim Fai  
Tang Koon Hung Eric  
Wong Lai Ming

### AUDIT COMMITTEE

Chan Kim Fai (*Chairman*)  
Tang Koon Hung Eric  
Wong Lai Ming

### NOMINATION COMMITTEE

Yuen Man Ying (*Chairman*)  
Lee Po Fun  
Chan Kim Fai  
Tang Koon Hung Eric  
Wong Lai Ming

### REMUNERATION COMMITTEE

Tang Koon Hung Eric (*Chairman*)  
Yuen Man Ying  
Lee Po Fun  
Chan Kim Fai  
Wong Lai Ming

### RISK MANAGEMENT COMMITTEE

Chan Kim Fai (*Chairman*)  
Leung Shing Chiu  
Tang Koon Hung Eric  
Wong Lai Ming

## 授權代表

袁文英  
黃卓儀

## 公司秘書

黃卓儀

## 核數師

香港立信德豪會計師事務所有限公司  
執業會計師  
香港  
干諾道中111號  
永安中心25樓

## 法律顧問

的近律師行  
香港中環  
遮打道18號  
歷山大廈5樓

## 主要往來銀行

中國銀行(香港)有限公司  
恒生銀行有限公司  
東亞銀行有限公司  
香港上海滙豐銀行有限公司

## 主要股份過戶登記處

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

## 股份過戶登記處香港分處

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

## AUTHORISED REPRESENTATIVES

Yuen Man Ying  
Wong Cheuk Yee Kathy

## COMPANY SECRETARY

Wong Cheuk Yee Kathy

## AUDITOR

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

## LEGAL ADVISER

Deacons  
5th Floor, Alexandra House  
18 Chater Road  
Central, Hong Kong

## PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited  
Hang Seng Bank Limited  
The Bank of East Asia, Limited  
The Hongkong and Shanghai Banking Corporation Limited

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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

## 註冊辦事處

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

## 香港總辦事處及主要營業地點

香港  
九龍觀塘  
鴻圖道83號  
東瀛遊廣場15樓

## 股份代號

6882

## 公司網站

[http://www.egltours.com/travel/pages/investor\\_relations/#chi](http://www.egltours.com/travel/pages/investor_relations/#chi)

## REGISTERED OFFICE

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

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

15th Floor, EGL Tower  
83 Hung To Road  
Kwun Tong, Kowloon  
Hong Kong

## STOCK CODE

6882

## COMPANY WEBSITE

[http://www.egltours.com/travel/pages/investor\\_relations/#eng](http://www.egltours.com/travel/pages/investor_relations/#eng)

# 集團財務概要

## Group Financial Highlights

		截至6月30日止六個月 Six months ended 30 June		變動
		2023	2022	Change in
		千港元	千港元	百分比
		HK\$'000	HK\$'000	%
收益	Revenue	540,081	29,039	1,759.8%
毛利／(虧)	Gross profit/(loss)	136,846	(6,786)	2,116.6%
本公司擁有人 應佔溢利／(虧損)	Profit/(loss) attributable to owners of the Company	20,690	(56,771)	136.4%
每股溢利／(虧損) 基本及攤薄 (港仙)	Profit/(loss) per share Basic and diluted (HK cents)	4.12	(11.30)	
利潤率	Profit margin			
毛利率	Gross profit margin	25.3%	-23.4%	
經營利潤率	Operating profit margin	6.9%	-217.5%	
淨利率	Net profit margin	3.8%	-195.5%	
本公司擁有人 應佔權益回報率	Return on equity attributable to owners of the Company	70.1%	-159.7%	
		於2023年 6月30日 As at 30 June 2023	於2022年 12月31日 As at 31 December 2022	
槓桿比率	Gearing ratio			
總借款除以總資產	Total borrowings over total assets	64.1%	75.1%	
淨債務除以股東權益	Net debts over equity	1,206.8%	2,234.2%	

# 主席報告

## Chairman's Statement

各位股東：

本人謹代表東瀛遊控股有限公司（「本公司」）及其附屬公司（統稱為「本集團」）向各位股東提呈本集團截至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。

受惠於香港、日本及世界各地取消旅遊限制及防疫措施，本集團於2023年上半年業績轉虧為盈。於本期間，本集團錄得總收益約540,100,000港元（截至2022年6月30日止六個月：29,000,000港元），較去年同期大幅上升1,759.8%。毛利約136,800,000港元（截至2022年6月30日止六個月：毛虧6,800,000港元），由毛虧轉毛利之變動為2,116.6%。本公司擁有人應佔溢利約20,700,000港元（截至2022年6月30日止六個月：虧損56,800,000港元）。有關業務表現之詳情可參閱下文「管理層討論與分析」一節。

本公司董事（「董事」）會（「董事會」）不建議就截至2023年6月30日止六個月派付中期股息（2022年中期股息：零港元）。

Dear Shareholders,

On behalf of EGL Holdings Company Limited (the "Company") and its subsidiaries (collectively referred to as the "Group"), I hereby present to you the unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2023 (the "Period").

Benefiting from the removal of both travelling restrictions and pandemic prevention measures in Hong Kong, Japan and other countries in the world, the Group has achieved a turnaround from loss to profit in terms of its results for the first half of 2023. During the Period, the Group recorded total revenue of approximately HK\$540.1 million (six months ended 30 June 2022: HK\$29.0 million), representing a significant increase of 1,759.8% compared with the corresponding period of last year. Gross profit amounted to approximately HK\$136.8 million (six months ended 30 June 2022: gross loss HK\$6.8 million), representing a change of 2,116.6% from gross loss to gross profit. Profit attributable to owners of the Company was approximately HK\$20.7 million (six months ended 30 June 2022: loss HK\$56.8 million). For the details of our business performance, please refer to the section headed "Management Discussion and Analysis" below.

The board (the "Board") of directors (the "Directors") of the Company did not recommend the payment of interim dividend for the six months ended 30 June 2023 (interim dividend for 2022: HK\$Nil).



## 業務回顧

2023年上半年，隨著航空公司客運航班運力增加及世界各地陸續放寬入境條件或解除入境防疫限制，市民外遊意欲開始逐漸回復到疫情前水平。此外，日本一向是港人首選的旅遊國家，故本集團於本年二月至四月與香港快運航空有限公司合作，在農曆新年至復活節期間承包加班專機，提供由香港直飛往日本四國高松的機位。

除了著力宣傳四國外，本集團亦與日本九州其中四個縣市合作，分別為熊本縣、宮崎縣、鹿兒島縣及福岡縣，推出其主題分店，合力將銅鑼灣及沙田門市注入與別不同的九州風格。為隆重其事，本集團一眾董事更於今年3月16日聯同各縣市駐港代表及該縣之吉祥物，邀請傳媒機構親臨銅鑼灣分行，出席簡單而隆重的九州主題分店開幕典禮。此外，本集團在今年3月於九龍灣增設一家旅行社分店，於2023年6月30日，本集團在香港共有6家分店。

## BUSINESS REVIEW

In the first half of 2023, with the increasing capacity of passenger flights, the gradual worldwide relaxation of immigration clearance or lifting of entry epidemic prevention restrictions, the travel sentiment of Hong Kong people gradually returned to the pre-pandemic level. Moreover, Japan has always been Hong Kong people's first travel destination. As such, the Group cooperated with Hong Kong Express Airways Limited to contract for extra charter direct flights from Hong Kong to Takamatsu, Shikoku, Japan during the Chinese New Year and Easter travelling season from February to April 2023.

Apart from putting forth effort to promote Shikoku, the Group also cooperated with four prefectures and cities from Kyushu, Japan, namely Kumamoto, Miyazaki, Kagoshima and Fukuoka, to launch themed branches in Causeway Bay and Shatin by injecting the unique Kyushu style into these branches. For the grand opening on 16 March 2023, the Directors of the Group were joined by respective prefecture and city representatives in Hong Kong with their mascots, and media organisations were invited to our Causeway Bay branch to attend a simple but grand opening ceremony of our Kyushu-themed branches. Furthermore, with the addition of the Group's travel agency branch in Kowloon Bay in March 2023, the Group has 6 branches in Hong Kong as at 30 June 2023.



在品牌形象推廣方面，本集團亦貫徹「2023一番新景象」，「多行一步」的宗旨，除推廣日本旅行團業務外，繼續用心策劃數百款環球特色旅行團，例如「唔使plan無嘢驚暑假親子團」、「梁彥宗互動東非海陸生態之旅」及一系列特色主題自由行套票，包括「新加坡F1賽車套票」及「長榮航空台北馬拉松套票」等。同時，本集團宣布成立全新限時子品牌「Don't瀛遊 衝出日本去勻全球」（「Don't瀛遊」），帶領旅客衝出日本，探索更大的世界。為慶祝「Don't瀛遊」成立，更特別將旺角分行裝飾成「Don't瀛遊」期間限定分店，以及舉辦「Don't瀛遊Fing支旗出嚟！」快閃活動。於2023年6月7日至25日期間，一連三個星期於全港各區不同地方舉辦有獎遊戲活動，於每次活動期間，最先成功以流動裝置掃描活動主持人手持旗幟上的指定二維碼的兩名參加者，即送一套來回台北、曼谷或首爾機票，整個宣傳推廣活動獲得市場極大迴響。

酒店業務方面，本集團旗下兩家位於日本的酒店，憑藉其優越的地理位置和獨特的高質服務，於2023年上半年入住率十分理想，相信酒店業務於2023年會為本集團的財務狀況帶來滿意貢獻。

To develop our brand image, the Group pursues the objectives of “A New Prospect for 2023” (2023一番新景象) and “Proactive Stepping Forward” (多行一步). Besides promoting our Japanese tour business, the Group continues to diversify and carefully design hundreds of worldwide special package tours, such as “No Plan No Worry Summer Family Travel” (唔使plan無嘢驚暑假親子團), “Chris Leung Yin Chung’s Interactive Tour of Marine and Terrestrial Ecology in East Africa” (梁彥宗互動東非海陸生態之旅) as well as a series of independent travel packages with specific themes, including “Singapore F1 Racing Package” (新加坡F1賽車套票) and “EVA Air-Taipei Marathon Package” (長榮航空臺北馬拉松套票). Meanwhile, the Group announced the new sub-brand “Don't just visit Japan, go travel around the world with us” (Don't瀛遊 衝出日本去勻全球) (“Don't瀛遊”), a limited-time exclusive offer, taking our travellers not only to Japan but also to other parts of the world, to further explore the globe. To celebrate the commencement of “Don't瀛遊”, the Group specially decorated the Mongkok branch as a limited-time exclusive branch, and organised the pop-up event of “Flying the Flag for Don't瀛遊!” (Don't瀛遊Fing支旗出嚟!). For three consecutive weeks from 7 June 2023 to 25 June 2023, prize game events were organised in different districts and places throughout Hong Kong. At each round of the events, the first two participants who have successfully scanned with their mobile devices the designated QR code printed on the flags held by the hosts would be offered round-trip tickets either to Taipei, to Bangkok or to Seoul. The entire promotional event received tremendous attention and reaction from the market.

For our hotel business, the two hotels of the Group situated in Japan which offer excellent locations and unique quality services, have achieved a satisfying occupancy rate for the first half of 2023. We believe that our hotel business will make satisfying contributions to the Group's financial position in 2023.

## 社會責任與可持續發展

踏入2023年，社會逐漸恢復正常，旅遊業務在世界各地放寬旅遊限制後亦開始復甦。有見及此，本集團加緊招聘員工，繼2022年尾舉行了大型的招聘活動，在2023年亦參加了多個大專院校的實習生活動，為旅遊學系學生提供實習機會。另外，本集團亦舉辦了以畢業生為主要對象的招聘活動，吸引將來有志投身旅遊業的人士，其後獲聘之員工將接受有系統的培訓及晉升階梯以協助他們在旅遊行業發展事業。

隨著政府取消社交距離措施，本集團恢復正常的員工培訓課程，例如在2023年2月便舉辦了一連多日的培訓活動，藉此激勵員工的士氣及優化溝通。另外，本集團在各會議室增設空氣淨化機，以保障員工及來賓在會議時的衛生及健康。

## SOCIAL RESPONSIBILITY AND SUSTAINABLE DEVELOPMENT

In 2023, the society is getting back to normal and the tourism business is starting to recover after the relaxation of travel restrictions around the world. In view of this, the Group has stepped up its efforts in recruiting staff. Following the large-scale recruitment campaign held at the end of 2022, the Group also participated in a number of 2023 internship programs held by tertiary institutions to provide internship opportunities for students of tourism major. In addition, the Group also organised recruitment campaigns targeting mainly graduates interested in joining the tourism industry in the future. Upon commencement of employment with us, they will receive systematic training and opportunities to develop their career in the tourism industry.

With the removal of social distancing measures by the government, the Group resumed its normal staff training courses, such as a series of multi-day training activities in February 2023, to boost staff morale and optimise communication. Moreover, the Group has installed air purifiers in all meeting rooms to ensure hygiene and health protection of staff and guests during meetings.

本集團一直支持環境保護，於2023年2月參與「綠領行動」舉辦的「利是封回收重用大行動」，鼓勵同事將可重用的利是封回收，成功回收了逾千個可重用利是封，減少資源浪費。於2023年3月參與「世界自然基金會」舉辦的「地球1小時」活動，鼓勵員工關上不必要的電燈及耗電產品1小時，藉此推動電源管理及減少能源消耗，為改善生態環境出一分力。除此以外，本集團連同環境保護署轄下的「綠在區區」推行回收計劃，每月定期兩次安排指定環保回收承辦商回收紙盒、廢紙及塑膠等物料，又在內部通訊傳遞環保訊息，加強員工在日常生活中的環保減廢意識。另外，本集團更換更環保碳粉的新影印機，同時安排回收用完的碳粉匣，藉以為環境保護再出多一分力。

除了關愛大自然環境生態，本集團亦致力幫助有需要的人士。2023年2月，土耳其發生七級大地震，緊急需要救災物資支援。為響應土耳其領事館的呼籲，本集團特別開放三家分行作為物資收集中心，由分行協助收集物資及安排運輸，以方便社會人士捐贈物資。本集團員工亦義務到分行協助收集及整理物資工作，三日內已收集到三千箱救援物資，成功運送到土耳其領事館指定的物流貨倉。同時，本集團員工亦自發募捐七萬多港元，用以購買超過一千件全新防寒衣物予土耳其災民。

The Group has always been supportive of environmental protection. In February 2023, the Group participated in the “Lai See Reuse and Recycle Program” organised by “Greeners Action”, encouraging colleagues to recycle reusable red packets, and successfully recycled more than 1,000 reusable red packets, thus reducing wastage of resources. In March 2023, the Group participated in the “Earth Hour” campaign organised by the “World Wide Fund for Nature”, encouraging our staff to turn off non-essential lights and power-consuming products for one hour to promote power management and reduce energy consumption, and to contribute to the enhancement of the ecological environment. Moreover, the Group collaborated with the “Green Community” under the Environmental Protection Department to implement a recycling program by arranging designated recycling contractors for twice a month to collect materials such as cardboard boxes, waste paper and plastics, and disseminating environmental protection information in our internal newsletters to strengthen the awareness of protecting the environment and waste reduction in the daily lives of our staff. In addition, the Group has replaced its photocopiers with new, more environmentally friendly toners and arranged the recycling of used toner cartridges to further contribute to environmental protection.

Apart from caring for the natural ecological environment, the Group is also committed to helping those in need. In February 2023, an earthquake of magnitude 7 struck Türkiye and there was pressing need for disaster relief supplies. In response to the appeal of the Consulate of Türkiye, the Group designated three branches as collection centers, where the branches assisted in the supplies collection and arranged transportation to facilitate the supplies donation from the community. The Group's staff also volunteered to assist in the collection and arrangement of supplies at the branches. Within three days, 3,000 boxes of relief supplies were collected and successfully transported to the logistics warehouse designated by the Consulate of Türkiye. At the same time, the Group's staff also raised a donation over HK\$70,000 to purchase more than 1,000 pieces of new winter clothing for the victims in Türkiye.

## 主席報告 Chairman's Statement

本集團鼓勵員工於工作與生活取得平衡，除了增設生日假期，亦優化結婚及恩恤等假期政策，並推行彈性工作時間，讓員工可以按照個人需要以兼顧工作與家庭。同時，亦為員工安排興趣小組活動，於2023年6月舉辦了日本光雕藝術工作坊，員工在專業導師指導下完成作品，氣氛愉快，讓同事在忙碌的工作中可以擁有放鬆的時間。

### 業務展望

本集團對旅遊業務前景樂觀，積極擴展銷售網絡。本集團於第三季分別在屯門及將軍澳將增設旅行社分行，同時澳門旅行社亦重新開設地鋪銷售點。此外，本集團將繼續增加人才資源、優化銷售管理、預訂及承包飛機座位，以保持競爭優勢。同時，探索戰略合作夥伴及發展機會，把握機遇以擴展業務及擴大收入來源。另一方面，本集團會繼續尋求銀行及關連公司的財務支持，確保有足夠的營運資金。

縱然面對充滿挑戰的營商環境，本人深信憑藉本集團的良好企業形象，客戶及業務夥伴一直對我們的鼎力支持，員工上下群策群力及竭誠的服務，本集團於可見未來的表現將會持續穩步改善。本人謹此向各股東、客戶及業務夥伴、管理團隊及全體員工致以衷心感謝。

主席兼執行董事

袁文英

香港，2023年8月25日

The Group encourages its staff to strike a balance between work and life. In addition to the newly added birthday leave, the Group has also optimised its policies on marriage and compassionate leave, and implemented flexible working hours to enable staff to take care of both work and family according to their individual needs. Meanwhile, interest group activities were also arranged for staff. A Japanese light sculpture art workshop was held in June 2023, where staff completed their art work with the guidance of a professional instructor in a pleasant atmosphere, letting our colleagues relax in the midst of their busy schedules.

### BUSINESS PROSPECTS

The Group is optimistic about the outlook of the travel business and is actively expanding its sales network. In the third quarter, the Group will set up additional travel agency branches in Tuen Mun and Tseung Kwan O, while the Macau travel agency also reopened its street level sales outlets. Moreover, the Group will continue to increase human resources, optimise sales management, book and contract aircraft seats to maintain its competitive edge. At the same time, the Group will explore strategic partnerships and development opportunities to expand its business and broaden its sources of income. On the other hand, the Group will continue to seek financial support from banks and related companies in order to ensure adequate working capital.

Despite the challenging business environment, I am confident that with the Group's good corporate image, the continued strong support from our customers and business partners, and the collective efforts and dedicated services of our staff, the Group's performance will continue to improve steadily in the foreseeable future. I would like to express my sincere gratitude to our shareholders, customers and business partners, the management team and all staff.

Yuen Man Ying

Chairman and Executive Director

Hong Kong, 25 August 2023

# 管理層討論與分析

## Management Discussion and Analysis

### 集團概覽

進入2023年，2019冠狀病毒病（「COVID-19」）疫情進一步穩定下來。香港經濟及旅遊業已逐步好轉。香港已進入疫情後的新階段，香港與海外以及中國內地之間的邊境全面重新開放。大部分旅行限制已經解除，國際航班也逐漸恢復，這重振了香港出境旅遊市場，並推動了旅遊業於2023年的強勁復甦。

於本期間，本集團的收益約540,100,000港元（截至2022年6月30日止六個月：29,000,000港元），升幅為1,759.8%。毛利約136,800,000港元（截至2022年6月30日止六個月：毛虧6,800,000港元），變動為2,116.6%。本公司擁有人應佔溢利約20,700,000港元（截至2022年6月30日止六個月：本公司擁有人應佔虧損約56,800,000港元），變動為136.4%。

於2023年上半年，本公司擁有人應佔溢利的每股基本盈利為4.12港仙（截至2022年6月30日止六個月：每股基本虧損為11.30港仙）。

### 業務概覽

本集團主要業務包括提供旅行團、獨立自由旅客（「自由行」）套票、個別旅遊元素（與自由行套票統稱為「自由行產品」）、輔助性旅行相關產品及服務與商品銷售，以及擁有、開發及經營酒店業務。

### GROUP OVERVIEW

Entering 2023, the coronavirus disease 2019 (“COVID-19”) pandemic has further stabilized. Hong Kong’s economy and travel industry have gradually improved. Hong Kong has entered into a new post-pandemic phase with borders fully re-opened between Hong Kong and overseas as well as Mainland China. Most of the travel restrictions have been lifted and international flights have gradually resumed, this revived the Hong Kong outbound travel market and drove the robust recovery of the travel industry in 2023.

During the Period, revenue of the Group amounted to approximately HK\$540.1 million (six months ended 30 June 2022: HK\$29.0 million), representing an increase of 1,759.8%. Gross profit amounted to approximately HK\$136.8 million (six months ended 30 June 2022: gross loss HK\$6.8 million), representing a change of 2,116.6%. Profit attributable to owners of the Company amounted to approximately HK\$20.7 million (six months ended 30 June 2022: loss attributable to owners of the Company HK\$56.8 million), representing a change of 136.4%.

Basic earnings per share for profit attributable to owners of the Company for the first half of 2023 was HK4.12 cents (six months ended 30 June 2022: basic loss per share HK11.30 cents).

### BUSINESS OVERVIEW

The principal activities of the Group comprise provision of package tours, free-independent travellers (“FIT”) packages, individual travel elements (together with FIT packages referred to as “FIT Products”), ancillary travel related products and services and sale of merchandises as well as the ownership, development and management of hotel business.

## 管理層討論與分析 Management Discussion and Analysis

期間各業務分類的收益及毛利／(虧) 載列如下：

Revenue and gross profit/(loss) from various business categories for the periods are set out as follows:

		截至6月30日止六個月 Six months ended 30 June					
		2023			2022		
		收益	毛利	毛利率	收益	毛(虧)/利	毛利率
		Revenue	Gross profit	Gross profit margin	Revenue	Gross profit (loss)/	Gross profit margin
		千港元	千港元	百分比	千港元	千港元	百分比
		HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
旅行團	Package tours	450,515	87,458	19.4	2,264	(459)	-20.3
自由行產品及輔助性	FIT Products and ancillary travel						
旅行相關產品及服務	related products and services	40,146	25,133	62.6	2,440	1,277	52.3
商品銷售	Sale of merchandises	4,485	1,494	33.3	10,834	3,034	28.0
出租酒店客房及	Hotel room rental and						
輔助性服務	ancillary services	52,608	22,761	43.3	13,501	(10,638)	-78.8
抵銷*	Elimination*	(7,673)	-	-	-	-	-
<b>總計</b>	<b>Total</b>	<b>540,081</b>	<b>136,846</b>	<b>25.3</b>	<b>29,039</b>	<b>(6,786)</b>	<b>-23.4</b>

\* 抵銷指酒店業務之源自分部內之收益。

\* Elimination refers to inter-segment revenue of hotel business.

### 旅行團

由於香港解除COVID-19檢疫隔離措施、日本邊境逐步對遊客重新開放以及近年來積壓的旅遊需求，香港的出境遊市場變得活躍起來。因此，本集團旅行團的財務業績已顯著回升。收益約450,500,000港元（截至2022年6月30日止六個月：2,300,000港元），升幅為19,799.1%及貢獻本集團收益總額83.4%（截至2022年6月30日止六個月：7.8%）。毛利約87,500,000港元（截至2022年6月30日止六個月：毛虧500,000港元），變動為19,154.0%。

### PACKAGE TOURS

Due to the lifting of COVID-19 quarantine measures in Hong Kong, the gradual reopening of the borders of Japan to tourists and the backlog of travel demand accumulated in recent years, Hong Kong's outbound travel market has become active. Hence, the financial performance of the Group's package tours has been significantly recouped. Revenue amounted to approximately HK\$450.5 million (six months ended 30 June 2022: HK\$2.3 million), representing an increase of 19,799.1% and contributing 83.4% to the Group's total revenue (six months ended 30 June 2022: 7.8%). Gross profit amounted to approximately HK\$87.5 million (six months ended 30 June 2022: gross loss HK\$0.5 million), representing a change of 19,154.0%.



## 自由行產品及輔助性旅行相關產品及服務

自由行產品及輔助性旅行相關產品及服務收益主要為銷售機票、酒店住宿、公共交通票、主題公園門票及海外本地旅行團收入，以及旅行保險售賣服務的佣金收入。

受益於越來越多國家及地區取消旅遊限制、檢疫隔離措施及疫苗接種要求，自由行產品及輔助性旅遊相關產品及服務的財務業績已大幅回升。收益約40,100,000港元（截至2022年6月30日止六個月：2,400,000港元），升幅為1,545.3%及貢獻本集團收益總額7.4%（截至2022年6月30日止六個月：8.4%）。毛利約25,100,000港元（截至2022年6月30日止六個月：1,300,000港元），升幅為1,868.1%。

## 商品銷售

於2020年，本集團全新推出「EGL Market」網上購物平台，蒐羅環球手信，提供自取及送貨服務。於2021年及2022年，開設實體零售店及曾經營期間限定店。於2023年6月30日，本集團於荃灣、銅鑼灣、尖沙咀及旺角就商品銷售業務設有四家零售店。

於本期間，收益約4,500,000港元（截至2022年6月30日止六個月：10,800,000港元），減幅為58.6%及貢獻本集團收益總額0.8%（截至2022年6月30日止六個月：37.3%）。毛利約1,500,000港元（截至2022年6月30日止六個月：3,000,000港元），減幅為50.8%。然而，毛利率為33.3%（截至2022年6月30日止六個月：28.0%），增長5.3個百分點。

## FIT PRODUCTS AND ANCILLARY TRAVEL RELATED PRODUCTS AND SERVICES

Revenue from FIT Products and ancillary travel related products and services mainly represents income from sale of air tickets, hotel accommodation, public transportation tickets, theme park admission tickets and local tours in overseas, and commission income from travel insurance services.

Benefited from an increasing number of countries and regions lifting their travel restrictions, quarantine measures and vaccination requirements, the financial performance of FIT Products and ancillary travel related products and services has been much recovered. Revenue amounted to approximately HK\$40.1 million (six months ended 30 June 2022: HK\$2.4 million), representing an increase of 1,545.3% and contributing 7.4% to the Group's total revenue (six months ended 30 June 2022: 8.4%). Gross profit amounted to approximately HK\$25.1 million (six months ended 30 June 2022: HK\$1.3 million), representing an increase of 1,868.1%.

## SALE OF MERCHANDISES

In 2020, the Group launched a brand-new online shopping platform, "EGL Market", where souvenir product items around the world are available for customer self-pickup and delivery services. In 2021 and 2022, brick-and-mortar retail shops were opened and pop-up shops had been operated. As at 30 June 2023, the Group had four retail shops in Tsuen Wan, Causeway Bay, Tsim Sha Tsui and Mongkok for the sale of merchandises business.

During the Period, revenue amounted to approximately HK\$4.5 million (six months ended 30 June 2022: HK\$10.8 million), representing a decrease of 58.6% and contributing 0.8% to the Group's total revenue (six months ended 30 June 2022: 37.3%). Gross profit amounted to approximately HK\$1.5 million (six months ended 30 June 2022: HK\$3.0 million), representing a decrease of 50.8%. However, the gross profit margin was 33.3% (six months ended 30 June 2022: 28.0%), representing an increase of 5.3 percentage points.



## 出租酒店客房及輔助性服務

隨著日本政府逐步對入境遊客重新開放邊境，且允許來自包括香港在內的大多數地區的遊客在無需簽證及疫苗接種要求下即可到訪日本，遊客人數反彈。因此，酒店業務的財務業績已顯著回升。

本集團首家酒店「大阪逸の彩酒店」於2017年11月開始營運，為全球客戶提供優質的酒店服務。酒店內有354間客房可容納691名客戶，並毗連溫泉浴大樓。本期間酒店平均入住率為78.9%（截至2022年6月30日止六個月：14.1%）。

本集團第二家酒店「沖繩逸の彩溫泉度假酒店」於2020年12月開始營運，為全球客戶提供優質的酒店服務。酒店內有201間客房可容納480名客戶，並帶有戶外溫泉及泳池等設施。本期間酒店平均入住率為73.5%（截至2022年6月30日止六個月：32.5%）。

酒店營運的收益主要為租賃酒店客房所產生的收入。於本期間，收益約52,600,000港元（截至2022年6月30日止六個月：13,500,000港元），升幅為289.7%。撇除源自分部內之收益後，源自外部客戶之收益約44,900,000港元及貢獻本集團收益總額8.3%（截至2022年6月30日止六個月：46.5%）。毛利約22,800,000港元（截至2022年6月30日止六個月：毛虧10,600,000港元），變動為314.0%。

## HOTEL ROOM RENTAL AND ANCILLARY SERVICES

Following the Japanese Government gradually reopening borders to inbound tourists and allowed travellers from most areas, including Hong Kong, to visit Japan without visa and vaccination requirements, the number of tourists rebounded. As a result, the financial performance of hotel business has been significantly recovered.

Osaka Hinode Hotel, the Group's first hotel, commenced its operation since November 2017. It provides quality hospitality services for guests from all over the world and has a capacity of 354 rooms for 691 guests with a hot spring bath building adjacent to it. The hotel's average occupancy rate for the Period was 78.9% (six months ended 30 June 2022: 14.1%).

Okinawa Hinode Resort & Hot Spring Hotel, the Group's second hotel, commenced its operation since December 2020. It provides quality hospitality services for guests from all over the world and has a capacity of 201 rooms for 480 guests with the facilities ranging from outdoor hot spring to swimming pool. The hotel's average occupancy rate for the Period was 73.5% (six months ended 30 June 2022: 32.5%).

Revenue from hotel operation mainly represents income generated from letting the hotel rooms. During the Period, the revenue amounted to approximately HK\$52.6 million (six months ended 30 June 2022: HK\$13.5 million), representing an increase of 289.7%. Revenue from external customers, which was net of inter-segment revenue, amounted to approximately HK\$44.9 million and contributing 8.3% to the Group's total revenue (six months ended 30 June 2022: 46.5%). Gross profit amounted to approximately HK\$22.8 million (six months ended 30 June 2022: gross loss HK\$10.6 million), representing a change of 314.0%.

## 財務回顧

### 主要財務比率

## FINANCIAL REVIEW

### KEY FINANCIAL RATIOS

		截至6月30日止六個月 Six months ended 30 June	
		2023	2022
毛利率	Gross profit margin	25.3%	-23.4%
經營利潤率 <sup>(1)</sup>	Operating profit margin <sup>(1)</sup>	6.9%	-217.5%
淨利率 <sup>(2)</sup>	Net profit margin <sup>(2)</sup>	3.8%	-195.5%
利息覆蓋率 <sup>(1)</sup>	Interest coverage ratio <sup>(1)</sup>	2.9倍times	-6.3倍times
總資產回報率 <sup>(2)</sup>	Return on total assets <sup>(2)</sup>	2.2%	-7.3%
本公司擁有人 應佔權益回報率 <sup>(2)</sup>	Return on equity attributable to owners of the Company <sup>(2)</sup>	70.1%	-159.7%
		於2023年 6月30日 As at 30 June 2023	於2022年 12月31日 As at 31 December 2022
流動比率	Current ratio	1.2倍times	0.7倍time
槓桿比率	Gearing ratio		
總借款除以總資產	Total borrowings over total assets	64.1%	75.1%
淨債務除以股東權益	Net debts over equity	1,206.8%	2,234.2%

(1) 溢利／虧損於計算上指融資成本及稅項前的溢利／虧損。

(1) Profit/loss in calculation refers to the profit/loss before finance costs and taxation.

(2) 溢利／虧損於計算上指本公司擁有人應佔溢利／虧損。

(2) Profit/loss in calculation refers to the profit/loss attributable to owners of the Company.

(3) 董事會不建議就截至2023年6月30日止六個月派付中期股息（2022年中期股息：零港元）。

(3) The Board did not recommend the payment of an interim dividend for the six months ended 30 June 2023 (interim dividend for 2022: HK\$Nil).

## 收益及毛利／虧

請參閱上文「管理層討論與分析－業務概覽」分節有關本集團收益及毛利／虧的討論。

## REVENUE AND GROSS PROFIT/LOSS

Please refer to the discussion on the Group's revenue and gross profit/loss in the sub-section headed "Management Discussion and Analysis – Business Overview" above.

## 銷售開支

前線員工成本構成本集團銷售開支的主要部分。銷售開支約32,600,000港元(截至2022年6月30日止六個月:13,500,000港元),升幅為141.6%。此增加主要是由於旅遊市場重大復甦導致招聘更多前線員工。

## 行政開支

僱員成本、董事薪酬、租金、差餉及管理費、酒店水電雜費以及物業、廠房及設備的折舊構成本集團行政開支的主要部分。行政開支約74,200,000港元(截至2022年6月30日止六個月:45,800,000港元),升幅為62.1%。此增加與收益增加及僱員人數增加相一致。

## 融資成本

用於撥付建設及裝修酒店樓宇及溫泉浴大樓、購買旅遊巴士及旅遊相關業務日常營運之銀行借款於本期間產生融資成本約2,000,000港元(截至2022年6月30日止六個月:2,100,000港元)。

基於來自一家關連公司大寶行有限公司(「大寶行」)的貸款的貼現現金流量,於本期間產生融資成本約9,900,000港元(截至2022年6月30日止六個月:7,000,000港元)。該等融資成本隨著貸款金額及實際利率的增加而增加。

採納香港財務報告準則第16號「租賃」後,於本期間租賃負債產生的融資成本約700,000港元(截至2022年6月30日止六個月:800,000港元)。

## SELLING EXPENSES

Frontline staff costs contributed the majority of selling expenses of the Group. Selling expenses amounted to approximately HK\$32.6 million (six months ended 30 June 2022: HK\$13.5 million), representing an increase of 141.6%. Such increase was primarily attributed to hiring of additional frontline staff resulting from the substantial recovery of travel market.

## ADMINISTRATIVE EXPENSES

Employee costs, directors' remuneration, rent, rates and management fee, utilities expenses of hotels and depreciation on property, plant and equipment contributed the majority of administrative expenses of the Group. Administrative expenses amounted to approximately HK\$74.2 million (six months ended 30 June 2022: HK\$45.8 million), representing an increase of 62.1%. Such increase was in line with the increase in revenue and the increase in employee number.

## FINANCE COSTS

Finance costs of approximately HK\$2.0 million (six months ended 30 June 2022: HK\$2.1 million) were incurred for the Period on the bank borrowings which were used to finance the construction and decoration of hotel buildings and hot spring bath building, acquisition of travel buses and daily operations of travel related business.

Based on discounted cash flows of the loans from a related company, Great Port Limited ("Great Port"), finance costs of approximately HK\$9.9 million (six months ended 30 June 2022: HK\$7.0 million) were incurred for the Period. Such finance costs increased as the amount of loans and the effective interest rates increased.

Following the adoption of HKFRS 16 "Leases", finance costs of approximately HK\$0.7 million (six months ended 30 June 2022: HK\$0.8 million) were incurred for the Period on the lease liabilities.

## 所得稅 (開支) / 抵免

本期間的所得稅開支約3,800,000港元 (截至2022年6月30日止六個月：所得稅抵免16,100,000港元)。其變動主要是歸因於遞延稅項抵免轉為遞延稅項開支所致。

## 利息覆蓋率

本集團於本期間錄得的利息覆蓋率為2.9倍 (截至2022年6月30日止六個月：-6.3倍)。其變動的主要因素是與2022年同期相比，2023年上半年融資成本及稅項前業績扭虧為盈。該變動是由於旅遊市場的重大復甦，令收入及毛利大幅增加。

利息覆蓋率定義為融資成本及稅項前溢利／虧損除以融資成本。

## 毛利率、經營利潤率及淨利率

有關毛利率、經營利潤率及淨利率的變動，請參閱上文已討論之因素。

## 流動比率

於2023年6月30日，本集團的流動比率為1.2倍 (於2022年12月31日：0.7倍)。流動比率增加主要是由於銀行存款及庫存現金增加約83,500,000港元以及銀行借款及一家關連公司貸款的流動部份分別減少約183,100,000港元及15,000,000港元。

## INCOME TAX (EXPENSE)/CREDIT

Income tax expense for the Period amounted to approximately HK\$3.8 million (six months ended 30 June 2022: income tax credit HK\$16.1 million). The change was mainly attributable to the change from deferred tax credit to deferred tax expense.

## INTEREST COVERAGE RATIO

Interest coverage ratio of the Group for the Period was recorded at 2.9 times (six months ended 30 June 2022: -6.3 times). The main factor of the change was the results before finance costs and taxation turned from a loss to a profit in the first half of 2023 as compared to the corresponding period in 2022. Such change was due to substantial recovery of travel market which caused the great increase in revenue and gross profit.

Interest coverage ratio is defined to be dividing profit/loss before finance costs and taxation by finance costs.

## GROSS PROFIT MARGIN, OPERATING PROFIT MARGIN AND NET PROFIT MARGIN

For the changes in gross profit margin, operating profit margin and net profit margin, please refer to the factors already discussed above.

## CURRENT RATIO

As at 30 June 2023, the Group's current ratio was 1.2 times (as at 31 December 2022: 0.7 time). The increase in current ratio was mainly attributable to the increase in cash at banks and on hand of approximately HK\$83.5 million and decrease in current portion of bank borrowings and loan from a related company of approximately HK\$183.1 million and HK\$15.0 million respectively.

## 槓桿比率

## GEARING RATIO

		於2023年 6月30日 As at 30 June 2023 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 千港元 HK\$'000	增加/ (減少)  Increase/ (Decrease)  千港元 HK\$'000
<b>槓桿比率－總借款除以總資產</b>	<b>Gearing ratio – Total borrowings over total assets</b>			
銀行借款	Bank borrowings	315,187	365,366	(50,179)
關連公司貸款	Loans from a related company	290,557	313,918	(23,361)
總借款 (附註a)	Total borrowings (note a)	605,744	679,284	(73,540)
總資產	Total assets	944,877	905,056	39,821
槓桿比率	Gearing ratio	64.1%	75.1%	(11.0) 個百分點 percentage points
<b>槓桿比率－淨債務除以股東權益</b>	<b>Gearing ratio – Net debts over equity</b>			
總借款 (附註a)	Total borrowings (note a)	605,744	679,284	(73,540)
租賃負債	Lease liabilities	37,983	40,998	(3,015)
總債務 (附註b)	Total debts (note b)	643,727	720,282	(76,555)
減：銀行存款及庫存現金	Less: Cash at banks and on hand	(287,801)	(204,300)	(83,501)
		355,926	515,982	(160,056)
股東權益 (附註c)	Equity (note c)	29,494	23,095	6,399
槓桿比率	Gearing ratio	1,206.8%	2,234.2%	(1,027.4) 個百分點 percentage points

附註：

- (a) 總借款包括銀行借款及關連公司貸款。
- (b) 總債務包括銀行借款、關連公司貸款及租賃負債。
- (c) 股東權益包括所有本公司擁有人應佔資本及儲備。

槓桿比率—總借款除以總資產的減少主要是由於總借款減少及總資產增加所致。

槓桿比率—淨債務除以股東權益的減少主要是由於總債務減少以及銀行存款及庫存現金及股東權益增加所致。

### 總資產回報率及本公司擁有人應佔權益回報率

於本期間，總資產回報率及本公司擁有人應佔權益回報率分別為2.2%（截至2022年6月30日止六個月：-7.3%）及70.1%（截至2022年6月30日止六個月：-159.7%）。兩項回報率的變動主要是由於與2022年同期相比，2023年上半年本公司擁有人應佔業績扭虧為盈。該變動是由於旅遊市場的重大復甦，令收入及毛利大幅增加。

Notes:

- (a) Total borrowings comprise bank borrowings and loans from a related company.
- (b) Total debts comprise bank borrowings, loans from a related company and lease liabilities.
- (c) Equity comprises all capital and reserves attributable to owners of the Company.

The decrease in gearing ratio – total borrowings over total assets was mainly attributable to the decrease in total borrowings and the increase in total assets.

The decrease in gearing ratio – net debts over equity was mainly attributable to the decrease in total debts and the increase in cash at banks and on hand and equity.

### RETURN ON TOTAL ASSETS AND RETURN ON EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY

Return on total assets and return on equity attributable to owners of the Company during the Period were 2.2% (six months ended 30 June 2022: -7.3%) and 70.1% (six months ended 30 June 2022: -159.7%) respectively. The changes in two returns were mainly due to the fact that the results attributable to owners of the Company changed from a loss to a profit in the first half of 2023 as compared to the corresponding period in 2022. Such change was due to substantial recovery of travel market which caused the great increase in revenue and gross profit.



## 資本結構、流動資金與財務資源

就2017年10月竣工的「大阪逸の彩酒店」而言，於2023年6月30日銀行借款之賬面值約2,750,700,000日圓（相當於約147,800,000港元）（於2022年12月31日：2,838,500,000日圓（相當於約167,400,000港元））。還款期限為須於12年內償還。

就2019年3月竣工的大阪溫泉浴大樓而言，於2023年6月30日銀行借款之賬面值約434,700,000日圓（相當於約23,300,000港元）（於2022年12月31日：447,000,000日圓（相當於約26,400,000港元））。還款期限為須於12年內償還。

就2020年10月竣工的「沖繩逸の彩溫泉度假酒店」而言，於2023年6月30日銀行借款之賬面值約2,629,700,000日圓（相當於約141,300,000港元）（於2022年12月31日：2,686,700,000日圓（相當於約158,500,000港元））。還款期限為須於26年內償還。

就2017年購買的五輛旅遊巴士而言，於2023年6月30日銀行借款之賬面值約52,100,000日圓（相當於約2,800,000港元）（於2022年12月31日：52,000,000日圓（相當於約3,100,000港元））。還款期限為須於5年內償還，惟最後還款日期已延長至2023年7月31日。於報告日期後，最後還款日期再延長至2024年1月31日。

就旅遊相關業務營運所需的營運資金而於香港的銀行借款已於2023年6月30日悉數償還並概無尚未結清（於2022年12月31日：10,000,000港元）。

## CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

Regarding the construction of Osaka Hinode Hotel completed in October 2017, the carrying amount of the bank borrowings as at 30 June 2023 amounted to approximately Japanese Yen (“JPY”) 2,750.7 million (equivalent to approximately HK\$147.8 million) (as at 31 December 2022: JPY2,838.5 million (equivalent to approximately HK\$167.4 million)). The repayment term is payable in 12 years.

For the construction of hot spring bath building in Osaka completed in March 2019, the carrying amount of the bank borrowings as at 30 June 2023 amounted to JPY434.7 million (equivalent to approximately HK\$23.3 million) (as at 31 December 2022: JPY447.0 million (equivalent to approximately HK\$26.4 million)). The repayment term is payable in 12 years.

With respect to the construction of Okinawa Hinode Resort & Hot Spring Hotel completed in October 2020, the carrying amount of the bank borrowings as at 30 June 2023 amounted to approximately JPY2,629.7 million (equivalent to approximately HK\$141.3 million) (as at 31 December 2022: JPY2,686.7 million (equivalent to approximately HK\$158.5 million)). The repayment term is payable in 26 years.

With regard the acquisition of five travel buses in 2017, the carrying amount of the bank borrowing as at 30 June 2023 amounted to approximately JPY52.1 million (equivalent to approximately HK\$2.8 million) (as at 31 December 2022: JPY52.0 million (equivalent to approximately HK\$3.1 million)). The repayment term is payable in 5 years but the final repayment date has been postponed to 31 July 2023. After the reporting date, the final repayment date has been further postponed to 31 January 2024.

The bank borrowing in Hong Kong for working capital of travel related business operation was fully repaid and no outstanding as at 30 June 2023 (as at 31 December 2022: HK\$10.0 million).



就關連公司大賣行的財務支持而言，於2020年及2021年提取的五筆貸款於2023年6月30日之賬面值約290,600,000港元（於2022年12月31日：283,900,000港元）。該等貸款為無抵押，須於2026年1月1日償還。於2020年提取的第六筆貸款30,000,000港元已於2023年4月悉數償還（於2022年12月31日：30,000,000港元）。於2023年6月，本集團向大賣行發出提前償還貸款本金15,000,000港元的通知，有關款項已於2023年7月5日償還。

除上述項目外，本集團以其本身資本為其營運提供資金，於2023年6月30日本公司擁有人應佔權益總額約29,500,000港元（於2022年12月31日：23,100,000港元）。於2023年6月30日，本集團銀行存款及庫存現金約287,800,000港元（於2022年12月31日：204,300,000港元）。銀行存款及庫存現金主要以港元計值，約佔74.6%（於2022年12月31日：77.9%）、日圓約佔14.9%（於2022年12月31日：16.3%）、歐元約佔2.1%（於2022年12月31日：1.8%）及澳門元約佔3.3%（於2022年12月31日：1.2%）。

## 資產抵押

於2023年6月30日，於日本的「沖繩逸の彩溫泉度假酒店」、「大阪逸の彩酒店」及溫泉浴大樓的物業、廠房及設備、旅遊巴士及若干於日本抵押銀行結餘共約391,600,000港元（於2022年12月31日：432,700,000港元）已就「管理層討論與分析－財務回顧－資本結構、流動資金與財務資源」分節內所述的於日本之銀行借款作出抵押。

Regarding the financial support from the related company, Great Port, the carrying amount of five loans withdrawn within 2020 and 2021 amounted to approximately HK\$290.6 million as at 30 June 2023 (as at 31 December 2022: HK\$283.9 million). These loans are unsecured and repayable on 1 January 2026. The sixth loan of HK\$30.0 million withdrawn in 2020 was fully repaid in April 2023 (as at 31 December 2022: HK\$30.0 million). In June 2023, the Group gave an early repayment notice of loan principal in the amount of HK\$15.0 million to Great Part and repaid such amount on 5 July 2023.

Other than the above, the Group financed its operation with its own capital, with the total equity attributable to owners of the Company as at 30 June 2023 amounted to approximately HK\$29.5 million (as at 31 December 2022: HK\$23.1 million). As at 30 June 2023, the Group's cash at banks and on hand amounted to approximately HK\$287.8 million (as at 31 December 2022: HK\$204.3 million). Cash at banks and on hand were mainly denominated in Hong Kong Dollar accounting for approximately 74.6% (as at 31 December 2022: 77.9%), Japanese Yen accounting for approximately 14.9% (as at 31 December 2022: 16.3%), Euro accounting for approximately 2.1% (as at 31 December 2022: 1.8%), and Macau Pataca accounting for approximately 3.3% (as at 31 December 2022: 1.2%).

## PLEDGE OF ASSETS

As at 30 June 2023, property, plant and equipment of Okinawa Hinode Resort & Hot Spring Hotel and Osaka Hinode Hotel together with the hot spring bath building, travel buses and certain pledged bank balances in Japan of approximately HK\$391.6 million in total (as at 31 December 2022: HK\$432.7 million) were pledged for the bank borrowings in Japan as mentioned in the sub-section headed "Management Discussion and Analysis – Financial Review – Capital Structure, Liquidity and Finance Resources".

此外，於2023年6月30日，本集團已抵押銀行存款約9,500,000港元（於2022年12月31日：8,100,000港元）。除上文所述於日本之該等抵押銀行結餘外，大部分抵押銀行存款乃抵押予香港及澳門的若干持牌銀行以取得代表本集團向若干第三方出具的擔保函。連同本公司提供之企業擔保及若干執行董事為維持對本集團管理及業務的控制權而提供之承諾，本集團總擔保額約9,400,000港元（於2022年12月31日：7,300,000港元），主要向本集團分店業主及供應商（如航空運輸協會、航空公司及酒店）出具，以向應付供應商的本集團貿易應付賬餘額提供擔保。

除上文所披露者外，於2023年6月30日，本集團概無其他資產抵押（於2022年12月31日：無）。

### 資本承擔及未來資本開支

於2023年6月30日，本集團的資本承擔約1,000,000港元（於2022年12月31日：500,000港元）用作購置旅遊相關業務的物業、廠房及設備。

至於未來資本開支，除上文所述外，本集團目前計劃透過現存內部資源撥付有關開支。

### 或有負債

董事認為於2023年6月30日並無任何重大或有負債（於2022年12月31日：無）。

### 重大收購及出售

於本期間，本集團以現金代價400,000港元認購日盛商事（香港）有限公司40%股權。該公司主要業務為(a)食品、個人護理及美容產品之進口、批發及零售；及(b)食品加工。此外，本集團於2023年6月向其墊付400,000港元的計息貸款。

Also, as at 30 June 2023, the Group had pledged bank deposits of approximately HK\$9.5 million (as at 31 December 2022: HK\$8.1 million). Excluding those pledged bank balances in Japan mentioned above, majority of the pledged bank deposits were pledged to certain licensed banks in Hong Kong and Macau to secure letters of guarantees issued to certain third parties on behalf of the Group. Together with corporate guarantee provided by the Company and undertakings provided by the certain executive Directors to maintain the control over the management and business of the Group, the Group's total guarantees amounted to approximately HK\$9.4 million (as at 31 December 2022: HK\$7.3 million), which were mainly issued to the Group's branch shop landlords and suppliers, such as air transport association, airlines and hotels in order to guarantee the Group's trade payable balances due to the suppliers.

Save as disclosed above, the Group had no other pledge of assets as at 30 June 2023 (as at 31 December 2022: Nil).

### CAPITAL COMMITMENTS AND FUTURE CAPITAL EXPENDITURES

As at 30 June 2023, the Group had capital commitment of approximately HK\$1.0 million (as at 31 December 2022: HK\$0.5 million) to acquire property, plant and equipment for its travel related business.

For future capital expenditures other than above-mentioned, the Group currently intends to finance such expenses by existing internal resources.

### CONTINGENT LIABILITIES

The Directors considered that there were no material contingent liabilities as at 30 June 2023 (as at 31 December 2022: Nil).

### MATERIAL ACQUISITIONS AND DISPOSALS

During the Period, the Group subscribed 40% equity interest in Nissay Shoji (HK) Company Limited by a cash consideration of HK\$0.4 million. Its primary businesses are (a) importing, wholesaling and retailing of food, personal care and beauty products; and (b) food processing. In addition, the Group advanced an interest-bearing loan of HK\$0.4 million to it in June 2023.

除上文所披露者外，本集團並無進行附屬公司、聯營公司或合營企業的重大收購或出售（截至2022年6月30日止六個月：無）。

## 重大投資

於本期間，本集團並無持有重大投資（截至2022年6月30日止六個月：無）。

## 外匯風險及財政政策

外匯風險乃指由本集團所承擔向客戶收取款項與向供應商付款可能因當時外匯波動而無法對賬的風險。於2023年6月30日，本集團與一家日本銀行訂有一份浮動至固定利率掉期合約以對沖利率風險及浮息銀行借款之現金流量變動風險。除前述掉期合約外，本集團並無倚賴對沖安排，而已實施外匯風險管理程序密切監控風險承擔。該等程序防止持有過多外幣現金餘額，其中購買外幣金額已限定為估計一週銷售額所需旅遊元素相應成本，以減低有關外匯風險承擔。外匯風險管理程序的目標為限定與一週產生的外幣計值旅遊元素成本相關的外匯風險承擔。該等程序讓本集團不需對日後外匯波動進行判斷，而本集團營運人員須嚴格遵守相關操作步驟。本集團將不時檢討該等程序，並於需要時作出適當變動。除交易外匯風險外，集團實體的資產及負債主要以各自的功能貨幣計值。本集團的財政管理政策乃將盈餘現金主要存入香港、澳門及日本的持牌銀行作為銀行存款。此外，營運資金亦集中管理以確保資金的妥善及有效收集與調度，並確保資金充足可償還到期債務。於本期間，錄得外匯虧損淨額約3,500,000港元（截至2022年6月30日止六個月：4,200,000港元）。

Save as disclosed above, there was no material acquisition or disposal of subsidiaries, associates or joint ventures of the Group (six months ended 30 June 2022: Nil).

## SIGNIFICANT INVESTMENTS

During the Period, there was no significant investment held by the Group (six months ended 30 June 2022: Nil).

## FOREIGN CURRENCY EXCHANGE RISK AND TREASURY POLICIES

Foreign currency exchange risk exposure is encountered by the Group to the extent that receipt from customers and payments to suppliers may not be reconciled, subject to prevailing foreign currency fluctuations. As at 30 June 2023, the Group had one floating to fixed interest rate swap contract with a bank in Japan to hedge its exposure to interest rate risk and cash flow changes of its floating-rate bank borrowings. Other than the aforesaid swap contract, the Group did not rely on hedging arrangements. The Group had implemented foreign exchange risk management procedures to closely monitor the risk exposure. The procedures were established to prevent carrying excessive cash balance in foreign currencies, of which the purchase amounts were limited to the corresponding costs of travel elements based on estimated sales amount for one week, to cover the foreign exchange risk exposure in connection. The objective of our foreign exchange risk management procedures is to cover the foreign exchange risk exposure in connection with those costs of travel elements denominated in foreign currencies to be incurred for one week. The procedures do not allow us to exercise any judgement over the future direction of foreign exchange fluctuation and are strict procedural steps for our operational staff to follow. The Group will review the procedures from time to time and make appropriate changes when necessary. Other than the transactional foreign currency exchange risk, assets and liabilities of the group entities are mainly denominated in its respective functional currency. The Group's treasury management policy is to place surplus cash into bank deposits with licensed banks mainly in Hong Kong, Macau and Japan. Also, working capital are centrally managed to ensure proper and efficient collection and deployment of funds, and sufficient funds to settle liabilities when they fall due. Net exchange loss of approximately HK\$3.5 million was recorded during the Period (six months ended 30 June 2022: HK\$4.2 million).

## 人力資源及僱員薪酬

於2023年6月30日，本集團僱員總數385名（於2022年12月31日：294名），其中115名（於2022年12月31日：56名）為全職領隊及導遊。僱員薪酬待遇乃參考市場資料及個人表現釐定並定期檢討。薪酬政策將由董事會不時審閱。董事酬金由董事會轄下薪酬委員會於考慮本集團的經營業績、個人表現及與市況比較後釐定。除基本薪酬外，本集團亦為僱員提供醫療保險、公積金及其他實物福利。為加強人員培訓及發展，本集團提供一系列僱員培訓計劃，旨在加速專業發展並物色勝任人士及多元化團隊的人才。具潛能的員工將根據晉升計劃加以培育及發展，並最終出任管理職位。為吸引及挽留對本集團發展有利的適合人士，本集團自2014年11月起已採納購股權計劃。根據購股權計劃，購股權可授予本集團合資格僱員作為長期獎勵。於本期間，概無任何購股權獲授出、註銷、失效或行使（截至2022年6月30日止六個月：無）。於2020年、2021年及2022年，由於COVID-19疫情的不利影響，本集團已為僱員安排無薪假期及調減薪金，並對人力資源進行重組。然而，於本期間，由於COVID-19影響逐漸減退，薪金調減已撤銷及工作時間已恢復正常。除此之外，本集團的薪酬政策、花紅、購股權計劃及培訓計劃並無重大變動（截至2022年6月30日止六個月：無）。

## HUMAN RESOURCES AND EMPLOYEES' REMUNERATION

As at 30 June 2023, the Group had a total workforce of 385 employees (as at 31 December 2022: 294), of which 115 (as at 31 December 2022: 56) were full-time tour leaders and escort guides. Employees' remuneration packages are determined with reference to the market information and individual performance and will be reviewed on a regular basis. The remuneration policy will be reviewed by the Board from time to time. Emoluments of Directors are determined by the remuneration committee of the Board after considering the Group's operating results, individual performance and comparing with market conditions. In addition to basic remuneration, the Group also provides medical insurance, provident funds and other benefits in kind to the employees. To intensify personnel training and development, the Group provides a series of employee training programmes, which aims to accelerate professional growth and identify competences and talents of diversified teams. High potential staff will be groomed and developed intensively according to the promotion plan towards the management level. To attract and retain the suitable personnel for the development of the Group, the Group has adopted a share option scheme since November 2014. Pursuant to the share option scheme, share options may be granted to eligible employees of the Group as a long-term incentive. No share options were granted, cancelled, lapsed or exercised during the Period (six months ended 30 June 2022: Nil). During 2020, 2021 and 2022, due to the adverse impact of the COVID-19 pandemic, no-pay leaves and salary reductions have been arranged for employees. Manpower has been re-structured. Nevertheless, during the Period, salary reductions have been reversed and normal working schedules have been resumed as COVID-19 impact is diminishing. Other than that, there was no significant change in the remuneration policies, bonus, share option scheme and training scheme of the Group (six months ended 30 June 2022: Nil).

## 策略及展望

進入2023年，香港已恢復國際旅遊，進入疫情後的新階段。本集團管理層繼續持審慎樂觀態度並預期香港經濟將迅速復甦，旅遊業環境將隨之改善。本集團將尋求新的市場機會並嘗試不同的擴張策略。

於2023年6月30日，本集團的僱員總數已增加至385名，佔疫情爆發前僱員總數約61.6%，並預計於2023年下半年進一步增加至80.0%以上。

於2023年3月，本集團於九龍灣開設一家新旅行社分店。於2023年第三季度將開設屯門分店及將軍澳分店。於2023年年底，即在香港將共有8家分店。而於澳門方面，於2023年7月已增設了一家旅行社分店，該分店位於澳門辦事處同一幢樓宇的地下。

本集團於近期宣布於2023年6月推出的全新限定期間子品牌「Don't瀛遊 衝出日本去勻全球」，推出本集團策劃的幾百款日本以外環球特色旅行團及自由行套票的營銷策略，以滿足不同顧客群對優質旅遊配套的需求。

為提高旅遊行程的靈活性及確保航班座位的供應，本集團將繼續確保包機安排，以追求銷量及品牌提升。

## OUR STRATEGIES AND OUTLOOK

Entering 2023, Hong Kong has resumed international travel and has entered into a new stage of post-epidemic era. The management of the Group remains cautiously optimistic and anticipates that Hong Kong's economy will recover swiftly and the improvement of travel industry environment will follow. The Group will seek new market opportunities and experiment different strategies to expand.

As at 30 June 2023, the Group had increased its workforce to a total of 385 employees, which is about 61.6% of the total personnel before the epidemic struck, and is expected to further increase to more than 80.0% in the second half of 2023.

In March 2023, the Group opened a new travel agency branch in Kowloon Bay. Tuen Mun branch and Tseung Kwan O branch will be opened in the third quarter of 2023. By the end of 2023, there will be a total of 8 branches in Hong Kong. In Macau, an additional travel agency branch was opened in July 2023 and it is located on the ground floor of the same building of the Macau office.

The Group has recently announced a new limited-time sub-brand "Don't just visit Japan, go travel around the world with us" (Don't瀛遊 衝出日本去勻全球) in June 2023. It is the Group's marketing strategy to introduce hundreds of international special tours and FIT packages beyond Japan so as to satisfy the customer demand for quality travel packages from different demographics.

As part of the Group's initiatives to improve flexibility of tour schedules and assure availability of flight seats, the Group will continue to secure charter flight arrangements in pursuit of sales and brand enhancement.



## 管理層討論與分析 Management Discussion and Analysis

本集團將繼續探索及考慮所有可行方案，以擴大分店網絡及拓寬收益來源。預期本集團的財務業績將逐步恢復至COVID-19之前的水平。

商品銷售業務方面，本集團管理層認為，與旅行社分店共同開設「EGL Market」零售店將有效利用資源，並產生協同效應。於2023年6月30日，本集團在荃灣、銅鑼灣、尖沙咀及旺角設有零售店，均毗鄰本集團旅行社分店。為增加市場份額、擴大產品範圍及維持產品質量，本集團將尋求不同商機並在全球範圍內採購各種食品、個人護理及美容產品。

鑑於2023年上半年的財務業績，本集團預期運用營運資金的盈餘現金來降低貸款槓桿水平。同時，本集團將密切監察，以評估現金狀況並探索其他收入來源。在關連公司大寶行的持續財務支持下，董事會認為，本集團於2023年及2024年將擁有足夠營運資金為其營運提供資金。

我們具備優越條件於市場上提供優質服務及產品，且我們對香港的經濟復甦抱持信心，並將強化自身實力以逐步重新獲得前進的動力。連同本集團努力不懈的專業團隊及管理層、長期支持本集團的客戶、業務合作夥伴及持份者，本集團對未來數年實現業績改善充滿信心。

The Group will continue to explore and consider all viable options to expand the branch network and broaden our sources of revenue. Financial performance of the Group is anticipated to return to pre-COVID-19 level gradually.

In terms of sale of merchandises business, the management of the Group believed that accompanying “EGL Market” retail shops with travel agency branches will make use of resources in an effective manner and create synergies. As at 30 June 2023, the Group had retail shops in Tsuen Wan, Causeway Bay, Tsim Sha Tsui and Mongkok. All of them are alongside the Group’s travel agency branches. To increase market shares, expand the range of products and maintain product quality, the Group will seek different business opportunities and source a variety of food, personal care and beauty products worldwide.

In view of the financial performance in the first half of 2023, the Group is expected to reduce its loan leverage level with the cash in excess of working capital. Meanwhile, the Group will monitor closely to evaluate the cash position and explore additional sources of income. With the continuous financial support from the related company, Great Port, the Board is of the view that the Group will have sufficient working capital to finance its operations in 2023 and 2024.

We are well-positioned in the market to provide quality services and products. We are confident in Hong Kong’s economic recovery and will strengthen ourselves to regain our momentum step by step. Together with the Group’s dedicated professional team and management, supporting customers, business partners and stakeholders, the Group is confident in achieving performance improvement in the years ahead.

## 其他資料 Other Information

### 企業管治常規

本公司深明企業透明度及問責制度的重要性。本公司於致力達致高水平的企業管治同時，亦透過有效的企業管治程序帶領本集團取得更好的業績及提升企業形象。於截至2023年6月30日止六個月內，董事會認為本公司已應用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14所載的企業管治守則之原則並遵守所有適用守則條文。

### 董事的證券交易

本公司已採納上市規則附錄10所載的上市發行人董事進行證券交易的標準守則（「標準守則」）作為其自身就董事進行證券交易的行為守則。經向董事作出具體查詢後，全體董事確認彼等於截至2023年6月30日止六個月期間均已遵守標準守則所載的規定標準。

### 購買、出售或贖回本公司之上市證券

於截至2023年6月30日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### CORPORATE GOVERNANCE PRACTICES

The Company recognises the importance of corporate transparency and accountability. The Company is committed to achieving a high standard of corporate governance and leading the Group to attain better results and improve its corporate image with effective corporate governance procedures. During the six months ended 30 June 2023, the Board is of opinion that the Company has applied the principles and complied with all the applicable code provisions of the Corporate Governance Code contained in Appendix 14 to the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

### DIRECTORS’ SECURITIES TRANSACTIONS

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 its own code of conduct regarding securities transactions by the Directors. Having made specific enquiry of the Directors, all the Directors confirmed that they have complied with the required standard set out in the Model Code throughout the six months ended 30 June 2023.

### 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.



## 董事於股份、相關股份及債權證中之權益及淡倉

於2023年6月30日，董事及本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中擁有本公司根據證券及期貨條例第352條須予備存之登記冊所記錄，或根據標準守則須知會本公司及聯交所之權益及淡倉如下：

### (i) 於本公司股份之好倉

董事姓名	身分	持有本公司 股份數目	權益總額	佔本公司 已發行股本 概約百分比
Name of Director	Capacity	Number of Shares Held in the Company	Total Interests	Approximate % of the Issued Share Capital of the Company
袁文英先生（「袁先生」） Mr. Yuen Man Ying （「Mr. Yuen」）	實益擁有人 Beneficial owner 配偶的權益 Interest of spouse	840,000  656,000 <i>(附註1) (Note 1)</i>	1,496,000	0.30%
禰國全先生（「禰先生」） Mr. Huen Kwok Chuen （「Mr. Huen」）	實益擁有人 Beneficial owner 於受控制法團的權益 Interest of a controlled corporation	500,000  16,728,000 <i>(附註2) (Note 2)</i>	17,228,000	3.43%
梁成釗先生（「梁先生」） Mr. Leung Shing Chiu （「Mr. Leung」）	實益擁有人 Beneficial owner	7,216,000	7,216,000	1.44%

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

As at 30 June 2023, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

### (i) LONG POSITIONS IN SHARES OF THE COMPANY

董事姓名	身分	持有本公司 股份數目	權益總額	佔本公司 已發行股本 概約百分比
Name of Director	Capacity	Number of Shares Held in the Company	Total Interests	Approximate % of the Issued Share Capital of the Company
李寶芬女士 (「李女士」) Ms. Lee Po Fun ("Ms. Lee")	實益擁有人 Beneficial owner 配偶的權益 Interest of spouse	656,000  840,000 (附註3) (Note 3)	1,496,000	0.30%
鄭存漢先生 Mr. Cheang Chuen Hon	實益擁有人 Beneficial owner	6,000	6,000	0.00%

附註：

- (1) 袁先生為李女士之配偶，故根據證券及期貨條例第XV部，其被視為於李女士所實益擁有之656,000股本公司普通股股份（「股份」）中擁有權益。
- (2) 國麗控股有限公司（「國麗」）（由禰先生直接全資擁有）持有16,728,000股股份。
- (3) 李女士為袁先生之配偶，故根據證券及期貨條例第XV部，其被視為於袁先生所實益擁有之840,000股股份中擁有權益。

Notes:

- (1) Mr. Yuen was deemed to be interested in 656,000 ordinary shares of the Company (the "Shares") beneficially owned by Ms. Lee by virtue of his being the spouse of Ms. Lee for the purpose of Part XV of the SFO.
- (2) The 16,728,000 Shares were held by Kwok Lai Holdings Limited ("Kwok Lai"), which is wholly-owned by Mr. Huen directly.
- (3) Ms. Lee was deemed to be interested in 840,000 Shares beneficially owned by Mr. Yuen by virtue of her being the spouse of Mr. Yuen for the purpose of Part XV of the SFO.

(II) 於本公司相聯法團股份之好倉

(II) LONG POSITIONS IN SHARES OF THE ASSOCIATED CORPORATION OF THE COMPANY

董事姓名	相聯法團名稱	身分	持有相聯法團 股份總數	佔相聯法團權益 概約百分比
Name of Director	Name of Associated Corporation	Capacity	Total Number of Shares Held in the Associated Corporation	Approximate % of Interest in the Associated Corporation
袁先生 Mr. Yuen	耀騰管理集團有限公司 (「耀騰管理」) Evergloss Management Group Company Limited ("Evergloss")	酌情信託的成立人 Founder of a discretionary trust	8,850 (附註1)(Note 1)	26.70%
禰先生 Mr. Huen	耀騰管理 Evergloss	於受控制法團的權益 Interest of a controlled corporation	7,650 (附註2)(Note 2)	23.08%
梁先生 Mr. Leung	耀騰管理 Evergloss	實益擁有人 Beneficial owner	3,300	9.95%
李女士 Ms. Lee	耀騰管理 Evergloss	酌情信託之受益人及實益擁有人 Beneficiary of a discretionary trust & beneficial owner	9,450 (附註3)(Note 3)	28.51%
袁灝頤女士 Ms. Yuen Ho Yee	耀騰管理 Evergloss	酌情信託之受益人及實益擁有人 Beneficiary of a discretionary trust & beneficial owner	9,450 (附註4)(Note 4)	28.51%

附註：

1. 利康有限公司（「利康」，由Alpadis Trust (HK) Limited全資擁有）持有8,850股耀騰管理股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人，而The Yuen Family 2014 Trust為袁先生以其妻子李女士及女兒袁灝頤女士（均為袁先生的聯繫人）為酌情受益人設立的酌情信託。
2. 國麗（由禰先生直接全資擁有）持有7,650股耀騰管理股份。
3. 9,450股耀騰管理股份中，利康（Alpadis Trust (HK) Limited之全資附屬公司）持有8,850股股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人。李女士為該信託受益人之一。餘下600股耀騰管理股份由李女士作為實益擁有人持有。
4. 9,450股耀騰管理股份中，利康（Alpadis Trust (HK) Limited之全資附屬公司）持有8,850股股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人。袁灝頤女士為該信託受益人之一。餘下600股耀騰管理股份由袁灝頤女士作為實益擁有人持有。

除上文所披露者外，於2023年6月30日，概無董事或本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份或債權證中擁有本公司根據證券及期貨條例第352條須予備存之登記冊所記錄，或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

Notes:

1. The 8,850 shares in Evergloss were held by Likang Limited (“Likang”), which is wholly-owned by Alpadis Trust (HK) Limited being the trustee of The Yuen Family 2014 Trust, which is a discretionary trust set up by Mr. Yuen whose discretionary objects are Ms. Lee and Ms. Yuen Ho Yee, wife and daughter of Mr. Yuen respectively and both an associate of Mr. Yuen.
2. The 7,650 shares in Evergloss were held by Kwok Lai, which is wholly-owned by Mr. Huen directly.
3. Out of the 9,450 shares in Evergloss, 8,850 shares were held by Likang, a wholly-owned subsidiary of Alpadis Trust (HK) Limited which is the trustee of The Yuen Family 2014 Trust. Ms. Lee is one of the beneficiaries of the trust. The remaining 600 shares in Evergloss were held by Ms. Lee as the beneficial owner.
4. Out of the 9,450 shares in Evergloss, 8,850 shares were held by Likang, a wholly-owned subsidiary of Alpadis Trust (HK) Limited which is the trustee of The Yuen Family 2014 Trust. Ms. Yuen Ho Yee is one of the beneficiaries of the trust. The remaining 600 shares in Evergloss were held by Ms. Yuen Ho Yee as the beneficial owner.

Save as disclosed above, as at 30 June 2023, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company, or any of its associated corporation (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

## 主要股東於股份及相關股份之權益及淡倉

於2023年6月30日，據任何董事或本公司最高行政人員所知，以下股東（董事或本公司最高行政人員除外）於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或已記錄於本公司根據證券及期貨條例第336條須予備存之登記冊，或已知會本公司之權益或淡倉：

### 於本公司股份之好倉

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

As at 30 June 2023, so far as is known to any Director or chief executive of the Company, the following shareholders (other than the Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company 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 which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO, or as otherwise notified to the Company:

### LONG POSITIONS IN SHARES OF THE COMPANY

股東名稱	身分	持有本公司 股份總數	佔本公司 已發行股本 概約百分比
Name of Shareholder	Capacity	Total Number of Shares Held in the Company	Approximate % of the Issued Share Capital of the Company
耀騰管理 Evergloss	實益擁有人 Beneficial owner	301,642,000	60.03%
Alpadis Trust (HK) Limited	受託人 Trustee	340,018,000 (附註) (Note)	67.67%
Alpadis Group Holding AG	於受控制法團的權益 Interest of a controlled corporation	340,018,000 (附註) (Note)	67.67%
Alain ESSEIVA	於受控制法團的權益 Interest of a controlled corporation	340,018,000 (附註) (Note)	67.67%
Wei Lee TEO	配偶的權益 Interest of spouse	340,018,000 (附註) (Note)	67.67%
Dominik Philipp HEER	於受控制法團的權益 Interest of a controlled corporation	340,018,000 (附註) (Note)	67.67%
Krinya HEER	配偶的權益 Interest of spouse	340,018,000 (附註) (Note)	67.67%

附註：該等340,018,000股股份包括由耀騰管理持有之301,642,000股股份，利康持有之19,352,000股股份及Yohki Ryokoh Limited (「Yohki」) 持有之19,024,000股股份。於2023年6月30日，耀騰管理由利康及Yohki分別擁有約26.70%及約23.53%。利康及Yohki均由Alpadis Trust (HK) Limited全資擁有，Alpadis Trust (HK) Limited為兩項酌情家族信託的受託人，即(i) The Yuen Family 2014 Trust，為袁先生分別以其妻子李女士及女兒袁灝頤女士（均為袁先生的聯繫人）為酌情受益人設立的酌情信託；及(ii) The Happyyau Family Trust，為邱涇鋒先生以其妻子及聯繫人李小琼女士及東華三院為酌情受益人設立的酌情信託。

於2023年6月30日，Alpadis Trust (HK) Limited為Alpadis Group Holding AG之全資附屬公司，而Alpadis Group Holding AG由Alain ESSEIVA先生及Dominik Philipp HEER先生分別擁有約53.34%及約40.60%。因此，根據證券及期貨條例第XV部，Alpadis Trust (HK) Limited、Alpadis Group Holding AG、Alain ESSEIVA先生及Dominik Philipp HEER先生被視為於340,018,000股股份（包括耀騰管理持有之301,642,000股股份、利康持有之19,352,000股股份及Yohki持有之19,024,000股股份）中擁有權益。Wei Lee TEO女士為Alain ESSEIVA先生之配偶，其被視為於340,018,000股股份中擁有權益。Krinya HEER女士為Dominik Philipp HEER先生之配偶，其被視為於340,018,000股股份中擁有權益。

除上文所披露者外，於2023年6月30日，概無其他主要股東或人士（董事或本公司最高行政人員除外）於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或已記錄於本公司根據證券及期貨條例第336條須予備存之登記冊，或已知會本公司之任何權益或淡倉。

## 董事收購股份或債權證之權利

除本中期報告「購股權計劃」一節所披露者外，本公司、其任何控股公司、其附屬公司及其同系附屬公司概無於2023年6月30日或於截至2023年6月30日止六個月內任何時間訂立任何安排，使董事或任何彼等之配偶或18歲以下之子女得以透過收購本公司或任何其他法團之股份或債權證獲利。

Note: These 340,018,000 Shares consist of 301,642,000 Shares held by Evergloss, 19,352,000 Shares held by Likang and 19,024,000 Shares held by Yohki Ryokoh Limited (“Yohki”). As at 30 June 2023, Evergloss was owned as to approximately 26.70% by Likang and approximately 23.53% by Yohki. Both Likang and Yohki are wholly-owned by Alpadis Trust (HK) Limited, which is the trustee of two discretionary family trusts, namely (i) The Yuen Family 2014 Trust, which is a discretionary trust set up by Mr. Yuen whose discretionary objects are Ms. Lee and Ms. Yuen Ho Yee, wife and daughter of Mr. Yuen respectively and both an associate of Mr. Yuen; and (ii) The Happyyau Family Trust, which is a discretionary trust set up by Mr. Yau Shui Fung whose discretionary objects are Ms. Li Siu King, wife and an associate of Mr. Yau Shui Fung, and Tung Wah Group of Hospitals.

As at 30 June 2023, Alpadis Trust (HK) Limited was a wholly-owned subsidiary of Alpadis Group Holding AG which in turn was owned as to approximately 53.34% by Mr. Alain ESSEIVA and approximately 40.60% by Mr. Dominik Philipp HEER. As such, Alpadis Trust (HK) Limited, Alpadis Group Holding AG, Mr. Alain ESSEIVA and Mr. Dominik Philipp HEER were deemed to be interested in 340,018,000 Shares (which comprised 301,642,000 Shares held by Evergloss, 19,352,000 Shares held by Likang and 19,024,000 Shares held by Yohki) by virtue of Part XV of the SFO. Ms. Wei Lee TEO is a spouse of Mr. Alain ESSEIVA who has a deemed interest of 340,018,000 Shares. Ms. Krinya HEER is a spouse of Mr. Dominik Philipp HEER who has a deemed interest of 340,018,000 Shares.

Save as disclosed above, as at 30 June 2023, there was no other substantial shareholders or persons (other than the Directors or chief executive of the Company) who had any interest or short position in the shares or underlying shares of the Company 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 which were recorded in the register required to be kept by the Company under section 336 of the SFO, or as otherwise notified to the Company.

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed “Share Option Scheme” in this interim report, none of the Company, any of its holding company, its subsidiaries and its fellow subsidiaries was a party to any arrangements which would enable the Directors or any of their spouses or children under the age of 18 to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate as at 30 June 2023 or at any time during the six months ended 30 June 2023.



## 購股權計劃

本公司根據股東通過的普通決議案於2014年11月13日採納購股權計劃（「購股權計劃」），有效期為由本公司股份之上市日期（即2014年11月28日）起計十年，並可由本公司於股東大會上或由董事會提早終止。購股權計劃旨在向合資格參與者（定義見下文）提供獎勵，以肯定及表揚合資格參與者對本集團已作出或可能作出之貢獻。董事會可根據購股權計劃向任何僱員或本集團或任何聯屬公司之任何借調人員、諮詢人、代理、代表、顧問、客戶及承包商；或任何業務合作夥伴／盟友／聯盟、合資夥伴或向本集團提供貨品或服務的供應商或其任何聯屬公司或其任何僱員（「合資格參與者」）授出購股權。董事會薪酬委員會應審閱及／或批准有關購股權計劃之事宜。

根據購股權計劃及本公司任何其他購股權計劃授出及有待行使之所有未行使購股權獲行使時可予發行之股份數目，在任何時候不得超過本公司不時已發行股份之30%。根據購股權計劃或本公司採納之其他購股權計劃可能授出之購股權項下可供發行之股份總數最高不得超過緊隨本公司首次公開發售完成後已發行股份之10%（惟不計及因超額配股權（定義見本公司日期為2014年11月18日的招股章程）獲行使而可能配發或發行之任何股份），即50,000,000股股份。除非獲本公司股東於股東大會上批准，否則於任何12個月期間，根據購股權計劃向各合資格參與者授出之購股權獲行使時已發行及可能發行之股份總數不得超過於授出日期已發行股份數目之1%。

根據購股權計劃授出之任何特定購股權之股份認購價須由董事會釐定，惟不得低於下列最高者：(i)於授出日期（當日須為營業日），聯交所每日報價列表所報之股份收市價；(ii)緊接授出日期前五個營業日內聯交所每日報價列表所報之股份平均收市價；及(iii)股份之面值。

## SHARE OPTION SCHEME

The Company adopted the share option scheme pursuant to an ordinary resolution passed by the shareholders on 13 November 2014 (the "Share Option Scheme") which shall be valid and effective for a period of 10 years from the date of listing of the shares of the Company (i.e. 28 November 2014), subject to early termination by the Company in a general meeting or by the Board. The purpose of the Share Option Scheme is to provide incentives to Eligible Person (as defined below) and is established to recognise and acknowledge the contributions the Eligible Person have had or may have made to the Group. Under the Share Option Scheme, the Board may offer to grant an option to any employee, or any secondee, consultant, agent, representative, adviser, customer, contractor of the Group or any affiliates; or any business partner/ally/alliance, joint venture partner, supplier of goods or services to the Group or any affiliates or any employee thereof (the "Eligible Person"). The remuneration committee of the Board shall review and/or approve the matters relating to the Share Option Scheme.

The number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company at any time shall not exceed 30% of the shares of the Company in issue from time to time. The maximum number of shares available for issue under options which may be granted under the Share Option Scheme or other share option scheme adopted by the Company must not in aggregate exceed 10% of the shares in issue immediately following completion of the initial public offering of the Company (but taking no account of any shares which may be allotted or issued pursuant to the exercise of the over-allotment option (as defined in the prospectus of the Company dated 18 November 2014)), being 50,000,000 shares. The total number of shares issued and which may fall to be issued upon exercise of the options granted pursuant to the Share Option Scheme to each Eligible Person in any 12-month period shall not exceed 1% of the number of shares in issue as at the date of grant unless approved by the shareholders of the Company in general meeting.

The subscription price of a share in respect of any particular option granted under the Share Option Scheme shall be determined by the Board provided that it shall not be less than the highest of: (i) the closing price of the shares as stated in the Stock Exchange's daily quotation sheet on the date of grant, which must be a business day; (ii) the average closing price of the shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and (iii) the nominal value of a share.



於接納購股權後，承授人須向本公司支付1港元作為獲授購股權之代價。購股權可按購股權計劃之條款於購股權視為已授出並獲接納當日起至該日起計十年屆滿前期間隨時行使。購股權之行使期由董事會全權酌情釐定，惟不得超過授出後十年。

於2023年1月1日及2023年6月30日，本公司概無根據購股權計劃授出購股權。截至2023年6月30日止六個月，概無任何購股權根據購股權計劃授出、行使、註銷或失效。

截至本中期報告日期，根據購股權計劃可供發行之股份總數為50,000,000股，佔本公司已發行股本約9.95%。

## 經審核委員會及核數師審閱

本集團截至2023年6月30日止六個月之中期業績已由董事會審核委員會（包括三名獨立非執行董事，分別為陳儉輝先生、鄧冠雄先生及黃麗明女士）審閱。本集團截至2023年6月30日止六個月之中期財務資料已由本公司獨立核數師香港立信德豪會計師事務所有限公司根據香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」審閱。

## 中期股息

董事會不建議就截至2023年6月30日止六個月派付中期股息（2022年中期股息：零港元）。

Upon acceptance of the option, the grantee shall pay HK\$1 to the Company by way of consideration for the grant. An option may be exercised in accordance with the terms of the Share Option Scheme at any time after the date upon which the option is deemed to be granted and accepted and prior to the expiry of 10 years from that date. The period during which an option may be exercised will be determined by the Board in its absolute discretion, save that no option may be exercised more than 10 years after it has been granted.

No share option was granted by the Company under the Share Option Scheme as at 1 January 2023 and 30 June 2023. No share option has been granted, exercised, cancelled or lapsed during the six months ended 30 June 2023 under the Share Option Scheme.

As at the date of this interim report, the total number of shares available for issue under the Share Option Scheme was 50,000,000 shares representing approximately 9.95% of the issued share capital of the Company.

## REVIEW BY AUDIT COMMITTEE AND AUDITOR

The Group's interim results for the six months ended 30 June 2023 have been reviewed by the audit committee of the Board which comprises three independent non-executive Directors namely, Mr. Chan Kim Fai, Mr. Tang Koon Hung Eric and Ms. Wong Lai Ming. The interim financial information of the Group for the six months ended 30 June 2023 has been reviewed by the Company's independent auditor, BDO Limited, in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

## INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2023 (interim dividend for 2022: HK\$Nil).

## 根據上市規則第13.18及13.21條作出之一般披露

於2023年6月30日及直至本中期報告日期，本集團訂立下列融資函件，載有關於特定履行本公司控股股東責任的契諾，而須遵守上市規則第13.18條的公告披露規定及上市規則第13.21條於本中期報告披露的規定，詳情載於下文：

- (i) 於2023年3月31日，東瀛遊旅行社有限公司（「東瀛遊旅行社」）（作為借款人）接受銀行有關先前授予並由東瀛遊旅行社於2018年10月接受的一般銀行融資之進一步經重續及經修訂要約。根據經重續之融資函件（「2023年首份融資函件」），總金額為46,500,000港元之一般銀行融資（即最多為45,000,000港元的發票融資貸款、銀行擔保及循環貸款，以及最多為1,500,000港元的企業信用卡）（統稱「2023年首筆融資」）已經重續。2023年首份融資函件由本公司（作為擔保人或擔保提供者）加簽。

根據2023年首份融資函件，東瀛遊旅行社已向銀行承諾（其中包括）以下事項：

- (a) 袁先生、禰先生、梁先生及李女士任何一人繼續擔任東瀛遊旅行社之主席或董事，並保持對集團管理及業務之控制；
- (b) 袁先生、禰先生、梁先生及李女士於任何時候均直接或間接共同保持於東瀛遊旅行社不少於45%實益股權；及
- (c) 耀騰管理於任何時候均直接或間接保持於本公司不少於51%實益股權。

根據2023年首份融資函件，銀行有凌駕性權利隨時要求東瀛遊旅行社就2023年首筆融資項下實際或或然結欠銀行的全部或任何金額即時付款及／或作出現金抵押。

## GENERAL DISCLOSURES PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

As at 30 June 2023 and up to the date of this interim report, the Group entered into the following facility letters containing covenants relating to specific performance obligations on the controlling shareholder of the Company which were subject to announcement disclosure requirements under Rule 13.18 of the Listing Rules and requirements of disclosure in this interim report under Rule 13.21 of the Listing Rules, the details of which are set out below:

- (i) On 31 March 2023, EGL Tours Company Limited (“EGL Tours”) (as borrower) accepted the further renewed and revised offer from a bank in respect of the general banking facilities previously granted to, and accepted by, EGL Tours in October 2018. Under the renewed facility letter (the “2023 First Facility Letter”), the general banking facilities (being an invoice financing loan, bank guarantee and a revolving loan of up to HK\$45,000,000 and corporate credit card of up to HK\$1,500,000) in the aggregate amount of HK\$46,500,000 (collectively, the “2023 First Facilities”) were renewed. The 2023 First Facility Letter was countersigned by the Company as a guarantor or security provider.

Under the 2023 First Facility Letter, EGL Tours has undertaken to the bank, among others, the following:

- (a) any one of Mr. Yuen, Mr. Huen, Mr. Leung and Ms. Lee shall remain chairman or directors of EGL Tours and maintain control over the management and business of the group;
- (b) Mr. Yuen, Mr. Huen, Mr. Leung and Ms. Lee shall at all times collectively maintain, directly or indirectly, not less than 45% beneficial shareholding of EGL Tours; and
- (c) Evergloss shall at all times maintain, directly or indirectly, not less than 51% beneficial shareholding in the Company.

Pursuant to the 2023 First Facility Letter, the bank has the overriding right at any time to require EGL Tours to immediately make payment and/or cash collateralisation of all or any sums actually or contingently owing to the bank under the 2023 First Facilities.

(ii) 於2023年5月23日，東瀛遊旅行社（作為借款人）及本公司（作為擔保人或擔保提供者）接受銀行有關先前授予並由東瀛遊旅行社於2018年5月接受的一般銀行融資之經修訂要約。根據經修訂之融資函件（「2023年第二份融資函件」），總金額為35,600,000港元之一般銀行融資（包括但不限於循環貸款融資（「2023年循環貸款融資」）及企業信用卡（「2023年企業信用卡」））（統稱「2023年第二筆融資」）已授予東瀛遊旅行社。2023年循環貸款融資並無固定期限及須接受銀行定期審查，而2023年企業信用卡須受銀行發卡中心向東瀛遊旅行社發出的條款及條件所規限。

根據2023年第二份融資函件，東瀛遊旅行社及本公司各自已向銀行承諾（其中包括）以下事項：

- (a) 東瀛遊旅行社應確保袁先生、禰先生、梁先生或李女士任何一人繼續擔任東瀛遊旅行社及本公司之主席或董事，並保持對東瀛遊旅行社及本公司管理及業務之控制；
- (b) 東瀛遊旅行社應確保袁先生、禰先生、梁先生或李女士於任何時候均直接或間接共同保持於東瀛遊旅行社及本公司不少於45%實益股權；及
- (c) 於銀行存放的主要經營賬戶的公司（包括東瀛遊旅行社、大寶行有限公司（由袁先生、禰先生、梁先生及李女士共同控制約60.63%的公司）及本公司）新平均銀行結餘不少於50,000,000港元。

2023年第二筆融資須受銀行隨時要求還款的凌駕性權利及銀行要求取消或暫停，或決定是否允許就2023年第二筆融資進行提取的不受限制酌情權所規限。

(ii) On 23 May 2023, EGL Tours (as borrower) and the Company, as guarantor or security provider, accepted a revised offer from a bank in respect of the general banking facilities previously granted to, and accepted by, EGL Tours in May 2018. Under the revised facility letter (the “2023 Second Facility Letter”), the general banking facilities including but not limited to a revolving loan facility (the “2023 Revolving Loan Facility”) and corporate credit card(s) (the “2023 CCD”) in the aggregate amount of HK\$35,600,000 (collectively, the “2023 Second Facilities”) were granted to EGL Tours. The 2023 Revolving Loan Facility has no fixed term and is subject to periodic review of the bank and the 2023 CCD is subject to the terms and conditions issued by the bank’s card centre to EGL Tours.

Under the 2023 Second Facility Letter, each of EGL Tours and the Company has undertaken to the bank, among others, the following:

- (a) EGL Tours shall ensure that Mr. Yuen, Mr. Huen, Mr. Leung or Ms. Lee any one shall remain chairman or director(s) of EGL Tours and the Company and maintain control over the management and business of EGL Tours and the Company;
- (b) EGL Tours shall ensure that Mr. Yuen, Mr. Huen, Mr. Leung or Ms. Lee, shall at all times collectively maintain, directly or indirectly, not less than 45% beneficial shareholding in EGL Tours and the Company; and
- (c) the major operating account to be maintained in the bank with new average bank balance of the companies which includes EGL Tours, Great Port Limited (being a company controlled as to approximately 60.63% by Mr. Yuen, Mr. Huen, Mr. Leung and Ms. Lee collectively) and the Company of not less than HK\$50,000,000.

The 2023 Second Facilities are subject to the bank’s overriding right of repayment on demand and the bank’s unrestricted discretion to cancel or suspend, or determine whether or not to permit drawings in relation to the 2023 Second Facilities.

根據上市規則第13.51B(1)條披露董事資料

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

董事姓名 Name of Director	變動詳情 Details of Changes
袁先生 Mr. Yuen	– 年薪由1,956,000港元增至2,151,600港元，自2023年4月1日起生效。 annual salary has been increased from HK\$1,956,000 to HK\$2,151,600 with effect from 1 April 2023.
禰先生 Mr. Huen	– 年薪由1,567,200港元增至1,723,920港元，自2023年4月1日起生效。 annual salary has been increased from HK\$1,567,200 to HK\$1,723,920 with effect from 1 April 2023.
梁先生 Mr. Leung	– 年薪由1,567,200港元增至1,723,920港元，自2023年4月1日起生效。 annual salary has been increased from HK\$1,567,200 to HK\$1,723,920 with effect from 1 April 2023.
李女士 Ms. Lee	– 年薪由1,567,200港元增至1,723,920港元，自2023年4月1日起生效。 annual salary has been increased from HK\$1,567,200 to HK\$1,723,920 with effect from 1 April 2023.
袁灝頤女士 Ms. Yuen Ho Yee	– 年薪由852,000港元增至1,107,600港元，自2023年4月1日起生效。 annual salary has been increased from HK\$852,000 to HK\$1,107,600 with effect from 1 April 2023.
鄭存漢先生 Mr. Cheang Chuen Hon	– 年薪由1,260,000港元增至1,386,000港元，自2023年4月1日起生效。 annual salary has been increased from HK\$1,260,000 to HK\$1,386,000 with effect from 1 April 2023.
陳儉輝先生 Mr. Chan Kim Fai	– 年度董事袍金由201,600港元增至211,680港元，自2023年4月1日起生效。 annual director's fee has been increased from HK\$201,600 to HK\$211,680 with effect from 1 April 2023.
鄧冠雄先生 Mr. Tang Koon Hung Eric	– 年度董事袍金由184,800港元增至194,040港元，自2023年4月1日起生效。 annual director's fee has been increased from HK\$184,800 to HK\$194,040 with effect from 1 April 2023.
黃麗明女士 Ms. Wong Lai Ming	– 年度董事袍金由174,000港元增至182,700港元，自2023年4月1日起生效。 annual director's fee has been increased from HK\$174,000 to HK\$182,700 with effect from 1 April 2023.

# 中期財務資料的審閱報告

## Report on Review of Interim Financial Information



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致東瀛遊控股有限公司董事會  
(於開曼群島註冊成立的有限公司)

To the Board of Directors of EGL Holdings Company Limited  
(incorporated in the Cayman Islands with limited liability)

### 引言

本核數師(以下簡稱「我們」)已審閱列載於第42至76頁的中期財務資料,當中包括東瀛遊控股有限公司(「貴公司」)及其附屬公司(統稱為「貴集團」)於2023年6月30日的簡明綜合財務狀況表以及截至該日止六個月相關的簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表,主要會計政策概要以及其他解釋附註。根據香港聯合交易所有限公司證券上市規則規定,中期財務資料報告的編製必須符合以上規則的有關條文以及香港會計師公會頒布之香港會計準則第34號「中期財務報告」。董事之責任為根據香港會計準則第34號編製及呈列中期財務資料。我們的責任乃根據我們的審閱對中期財務報表作出結論。我們根據協定之委聘條款僅向全體股東報告,除此之外本報告別無其他用途。我們不會就本報告內容對任何其他人士承擔任何義務或負上任何責任。

### INTRODUCTION

We have reviewed the interim financial information set out on pages 42 to 76 which comprises the condensed consolidated statement of financial position of EGL Holdings Company Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") as of 30 June 2023 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six months then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on the interim financial statements based on our review. This report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## 中期財務資料的審閱報告 Report on Review of Interim Financial Information

### 審閱範圍

我們已根據香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」進行審閱。審閱中期財務資料包括主要向負責財務及會計事務之人士作出查詢，並應用分析性及其他審閱程序。審閱範圍遠小於根據香港審計準則進行審核之範圍，故我們未能保證我們將知悉在審核中可能發現之所有重大事項。因此，我們不會發表審核意見。

### 結論

根據我們的審閱工作，我們並無發現任何事項致使我們相信中期財務資料在所有重大方面並未按照香港會計準則第34號的規定編製。

香港立信德豪會計師事務所有限公司  
執業會計師  
徐家賜  
執業證書編號P05057

香港，2023年8月25日

### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with HKAS 34.

**BDO Limited**  
*Certified Public Accountants*  
**Tsui Ka Che, Norman**  
Practising Certificate number P05057

Hong Kong, 25 August 2023



## 簡明綜合損益及其他全面收益表

### Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

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

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
	附註 Notes		
收益	Revenue	540,081	29,039
銷售成本	Cost of sales	(403,235)	(35,825)
<b>毛利／(虧)</b>	<b>Gross profit/(loss)</b>	<b>136,846</b>	<b>(6,786)</b>
其他收入、收益及虧損淨額	Other income, gains and losses, net	7,013	3,060
銷售開支	Selling expenses	(32,556)	(13,474)
行政開支	Administrative expenses	(74,199)	(45,780)
應佔聯營公司業績	Share of results of associates	216	(178)
融資成本	Finance costs	(12,730)	(10,062)
除所得稅前溢利／(虧損)	Profit/(loss) before income tax	24,590	(73,220)
所得稅(開支)／抵免	Income tax (expense)/credit	(3,751)	16,122
<b>期間溢利／(虧損)</b>	<b>Profit/(loss) for the period</b>	<b>20,839</b>	<b>(57,098)</b>
其後可重新分類至損益的 其他全面收益：	<b>Other comprehensive income, that may be reclassified subsequently to profit or loss:</b>		
換算海外業務的 匯兌差額	Exchange differences on translation of foreign operations	(14,164)	(30,728)
應佔換算海外聯營公司的 匯兌差額	Share of exchange differences on translation of foreign associates	(1)	(892)
現金流量對沖之影響， 扣除稅項	Effect on cash flow hedge, net of tax	99	310
<b>期間其他全面收益， 扣除稅項</b>	<b>Other comprehensive income for the period, net of tax</b>	<b>(14,066)</b>	<b>(31,310)</b>
<b>期間全面收益總額， 扣除稅項</b>	<b>Total comprehensive income for the period, net of tax</b>	<b>6,773</b>	<b>(88,408)</b>
應佔期間溢利／(虧損)：	<b>Profit/(loss) for the period attributable to:</b>		
本公司擁有人	Owners of the Company	20,690	(56,771)
非控股權益	Non-controlling interests	149	(327)
		<b>20,839</b>	<b>(57,098)</b>
應佔期間全面收益總額：	<b>Total comprehensive income for the period attributable to:</b>		
本公司擁有人	Owners of the Company	6,399	(88,358)
非控股權益	Non-controlling interests	374	(50)
		<b>6,773</b>	<b>(88,408)</b>
本公司擁有人應佔 溢利／(虧損)之每股 盈利／(虧損) —基本及攤薄(港仙)	<b>Earnings/(loss) per share for profit/ (loss) attributable to owners of the Company</b> — Basic and diluted (HK cents)	<b>4.12</b>	<b>(11.30)</b>

# 簡明綜合財務狀況表

## Condensed Consolidated Statement of Financial Position

於2023年6月30日 As at 30 June 2023

			於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
	附註 Notes			
<b>資產及負債</b>	<b>ASSETS AND LIABILITIES</b>			
<b>非流動資產</b>	<b>Non-current assets</b>			
物業、廠房及設備	Property, plant and equipment	11	417,689	471,798
使用權資產	Right-of-use assets		15,265	18,361
於聯營公司權益	Interests in associates		8,711	8,096
遞延稅項資產	Deferred tax assets		94,059	102,502
衍生金融工具	Derivative financial instruments	21	–	1,154
訂金及預付款	Deposits and prepayments	13	2,694	2,028
			<b>538,418</b>	<b>603,939</b>
<b>流動資產</b>	<b>Current assets</b>			
存貨	Inventories		1,424	1,733
貿易應收賬	Trade receivables	12	9,744	6,766
訂金、預付款 及其他應收賬	Deposits, prepayments and other receivables	13	92,616	74,510
貸款予聯營公司	Loan to an associate		400	–
應收聯營公司賬款	Amount due from an associate	19(c)	3,742	5,542
可收回稅項	Tax recoverable		–	131
衍生金融工具	Derivative financial instruments	21	1,193	–
抵押銀行存款	Pledged bank deposits	14	9,539	8,135
銀行存款及庫存現金	Cash at banks and on hand	14	287,801	204,300
			<b>406,459</b>	<b>301,117</b>
<b>流動負債</b>	<b>Current liabilities</b>			
貿易應付賬	Trade payables	15	28,793	15,582
應計款項及其他應付賬	Accruals and other payables	16	53,183	46,786
合約負債	Contract liabilities		189,869	100,887
應付聯營公司賬款	Amounts due to associates	19(c)	575	20
關連公司貸款	Loans from a related company	19(b)	15,000	30,000
租賃負債	Lease liabilities		31,619	38,193
稅項撥備	Provision for taxation		898	382
銀行借款	Bank borrowings	17	30,526	213,601
			<b>350,463</b>	<b>445,451</b>
<b>流動資產／(負債)淨值</b>	<b>Net current assets/(liabilities)</b>		<b>55,996</b>	<b>(144,334)</b>
<b>總資產減流動負債</b>	<b>Total assets less current liabilities</b>		<b>594,414</b>	<b>459,605</b>

## 簡明綜合財務狀況表

### Condensed Consolidated Statement of Financial Position

於2023年6月30日 As at 30 June 2023

			於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
		附註 Notes		
<b>非流動負債</b>	<b>Non-current liabilities</b>			
撥備	Provision		590	648
銀行借款	Bank borrowings	17	284,661	151,765
租賃負債	Lease liabilities		6,364	2,805
關連公司貸款	Loans from a related company	19(b)	275,557	283,918
			567,172	439,136
<b>資產淨值</b>	<b>Net assets</b>		27,242	20,469
<b>權益</b>	<b>EQUITY</b>			
本公司擁有人 應佔資本及儲備	Capital and reserves attributable to owners of the Company			
股本	Share capital	18	50,245	50,245
儲備	Reserves		(20,751)	(27,150)
			29,494	23,095
非控股權益	Non-controlling interests		(2,252)	(2,626)
<b>權益總額</b>	<b>Total equity</b>		27,242	20,469

# 簡明綜合權益變動表

## Condensed Consolidated Statement of Changes in Equity

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

		本公司擁有人應佔 Attributable to owners of the Company										
		股本	股份溢價*	合併儲備*	法定儲備*	資本投入*	外匯儲備*	對沖儲備*	累計虧損*	總計	非控股權益	權益總額
		Share capital	Share premium*	Merger reserve*	Statutory reserve*	Capital contribution*	Foreign exchange reserve*	Hedging reserve*	Accumulated losses*	Total	Non-controlling interests	Total equity
		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
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2023年1月1日	At 1 January 2023	50,245	145,335	(58,214)	872	53,884	(40,847)	791	(128,971)	23,095	(2,626)	20,469
期間溢利	Profit for the period	-	-	-	-	-	-	-	20,690	20,690	149	20,839
其他全面收益	Other comprehensive income											
換算海外業務的匯兌差額	Exchange differences on translation of foreign operations	-	-	-	-	-	(14,389)	-	-	(14,389)	225	(14,164)
應佔換算海外聯營公司的匯兌差額	Share of exchange differences on translation of foreign associates	-	-	-	-	-	(1)	-	-	(1)	-	(1)
現金流量對沖之影響，扣除稅項	Effect on cash flow hedge, net of tax	-	-	-	-	-	-	99	-	99	-	99
期間全面收益總額	Total comprehensive income for the period	-	-	-	-	-	(14,390)	99	20,690	6,399	374	6,773
於2023年6月30日 (未經審核)	At 30 June 2023 (unaudited)	50,245	145,335	(58,214)	872	53,884	(55,237)	890	(108,281)	29,494	(2,252)	27,242

		本公司擁有人應佔 Attributable to owners of the Company										
		股本	股份溢價*	合併儲備*	法定儲備*	資本投入*	外匯儲備*	對沖儲備*	累計虧損*	總計	非控股權益	權益總額
		Share capital	Share premium*	Merger reserve*	Statutory reserve*	Capital contribution*	Foreign exchange reserve*	Hedging reserve*	Accumulated losses*	Total	Non-controlling interests	Total equity
		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
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2022年1月1日	At 1 January 2022	50,245	145,335	(58,214)	872	53,884	(13,890)	337	(54,672)	123,897	(1,603)	122,294
期間虧損	Loss for the period	-	-	-	-	-	-	-	(56,771)	(56,771)	(327)	(57,098)
其他全面收益	Other comprehensive income											
換算海外業務的匯兌差額	Exchange differences on translation of foreign operations	-	-	-	-	-	(31,005)	-	-	(31,005)	277	(30,728)
應佔換算海外聯營公司的匯兌差額	Share of exchange differences on translation of foreign associates	-	-	-	-	-	(892)	-	-	(892)	-	(892)
現金流量對沖之影響，扣除稅項	Effect on cash flow hedge, net of tax	-	-	-	-	-	-	310	-	310	-	310
期間全面收益總額	Total comprehensive income for the period	-	-	-	-	-	(31,897)	310	(56,771)	(88,358)	(50)	(88,408)
於2022年6月30日 (未經審核)	At 30 June 2022 (unaudited)	50,245	145,335	(58,214)	872	53,884	(45,787)	647	(111,443)	35,539	(1,653)	33,886

\* 於報告日期，該等賬目總額為簡明綜合財務狀況表中的「儲備」。

\* The total of these accounts as at the reporting dates represents "Reserves" in the condensed consolidated statement of financial position.

# 簡明綜合現金流量表

## Condensed Consolidated Statement of Cash Flows

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

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
營運活動產生／(所用) 現金淨額	<b>Net cash generated from/(used in) operating activities</b>	<b>153,894</b>	(18,886)
購買物業、廠房及設備 (存放)／解除抵押銀行存款	Purchase of property, plant and equipment (Placement)/release in pledged bank deposits	(3,101)	(800)
已收利息	Interest received	1,060	39
聯營公司成立時之注資	Capital injection into an associate upon incorporation of an associate	(400)	–
向聯營公司墊款	Advance to an associate	(400)	–
出售物業、廠房及設備之 所得款項	Proceeds from disposal of property, plant and equipment	–	475
投資活動(所用)／產生之 現金淨額	<b>Net cash (used in)/generated from investing activities</b>	<b>(4,245)</b>	70
關連公司貸款之所得款項	Proceeds from loans from a related company	–	30,000
向關連公司償還貸款	Repayment of loans to a related company	(30,000)	–
銀行借款所得款項	Proceeds from bank borrowings	–	2,000
償還銀行借款	Repayment of bank borrowings	(19,110)	(3,835)
已付租賃租金之本金部分	Principal element of lease rental paid	(8,293)	(8,228)
已付租賃租金之利息部分	Interest element of lease rental paid	(738)	(812)
已付利息	Interest paid	(6,549)	(3,686)
融資活動(所用)／產生之 現金淨額	<b>Net cash (used in)/generated from financing activities</b>	<b>(64,690)</b>	15,439
現金及現金等價物增加／ (減少)淨額	<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>84,959</b>	(3,377)
外幣匯率變動影響	<b>Effect of foreign exchange rate changes</b>	<b>(1,458)</b>	(1,529)
期初現金及現金等價物	<b>Cash and cash equivalents at beginning of the period</b>	<b>204,300</b>	130,133
期末現金及現金等價物	<b>Cash and cash equivalents at end of the period</b>	<b>287,801</b>	125,227

# 中期財務資料附註

## Notes to the Interim Financial Information

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

### 1. 一般資料

東瀛遊控股有限公司（「本公司」）於2014年7月24日在開曼群島註冊成立為獲豁免有限責任公司。本公司的註冊辦事處地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。其主要營業地點位於香港九龍觀塘鴻圖道83號東瀛遊廣場15樓。

本公司的股份自2014年11月28日起於香港聯合交易所有限公司（「聯交所」）主板上市。

本公司的主要業務為投資控股，其附屬公司的主要業務為提供旅行團、獨立自由旅客（「自由行」）套票、個別旅遊元素（與自由行套票統稱為「自由行產品」）、輔助性旅行相關產品及服務與商品銷售，以及擁有、開發及經營酒店業務。

### 2. 編製及呈列基準

截至2023年6月30日止六個月的中期財務資料包括本公司及其附屬公司（下文統稱為「本集團」）於2023年6月30日的簡明綜合財務狀況表以及截至該日止期間的簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表。

中期財務資料乃按照香港會計師公會頒布的香港會計準則第34號及聯交所主板證券上市規則之適用披露規定編製。本中期財務資料於2023年8月25日獲董事會授權刊發。

### 1. GENERAL

EGL Holdings Company Limited (the “Company”) was incorporated in the Cayman Islands on 24 July 2014 as an exempted company with limited liability. The address of its registered office is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. Its principal place of business is located at 15/F, EGL Tower, 83 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

The Company’s shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 28 November 2014.

The principal activity of the Company is investment holding and the principal activities of the subsidiaries are provision of package tours, free-independent travellers (“FIT”) packages, individual travel elements (together with FIT packages referred to as “FIT Products”), ancillary travel related products and services and sale of merchandises as well as the ownership, development and management of hotel business.

### 2. BASIS OF PREPARATION AND PRESENTATION

The interim financial information for the six months ended 30 June 2023 comprises the condensed consolidated statement of financial position as of 30 June 2023 and the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows of the Company and its subsidiaries (hereinafter collectively referred to us as the “Group”) for the period then ended.

The interim financial information has been prepared in accordance with Hong Kong Accounting Standard 34 (“HKAS 34”), issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure provisions of Main Board Rules Governing the Listing of Securities on the Stock Exchange. This interim financial information was authorised for issue by the board of directors on 25 August 2023.



## 中期財務資料附註 Notes to the Interim Financial Information

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

### 2. 編製及呈列基準 (續)

中期財務資料乃根據與2022年年度財務報表所採納之相同會計政策編製，惟該等與於2023年1月1日或之後開始之期間首次生效的新訂或經修訂準則及詮釋有關的會計政策除外。會計政策之任何變動的詳情載於附註3。

根據香港會計準則第34號編製的中期財務資料需要使用若干判斷、估計及假設，而有關判斷、估計及假設會影響政策之應用以及按年初至今基準計算之資產與負債、收入及開支之呈報金額。實際結果可能與該等估計有所不同。編製該等財務報表時所作出重大判斷及估計的項目及其影響於附註4中披露。

除另有說明外，中期財務資料均以港元呈列。中期財務資料包括簡明綜合財務報表及選定解釋附註。附註包括對理解本集團自2022年年度財務報表以來的財務狀況及表現的變動而言屬重大的事件及交易的解釋。中期財務資料及附註並不包括根據香港財務報告準則所編製的完整財務報表所需的一切資料，並應與2022年年度財務報表一併閱讀。

### 2. BASIS OF PREPARATION AND PRESENTATION (Continued)

The interim financial information has been prepared with the same accounting policies adopted in the 2022 annual financial statements, except for those relate to new or revised standards and interpretations effective for the first time for periods beginning on or after 1 January 2023. Details of any changes in accounting policies are set out in note 3.

The preparation of the interim financial information in compliance with HKAS 34 requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. The areas where significant judgments and estimates have been made in preparing the financial statements and their effect are disclosed in note 4.

The interim financial information is presented in Hong Kong Dollars ("HK\$"), unless otherwise stated. The interim financial information contains condensed consolidated financial statements and selected explanatory notes. The notes 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 the 2022 annual financial statements. The interim financial information and notes do not include all of the information required for a complete set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (the "HKFRSs") and should be read in conjunction with the 2022 annual financial statements.

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 2. 編製及呈列基準 (續)

2023年上半年，日本政府已取消大部分與2019冠狀病毒病（「COVID-19」）相關的旅遊業限制，包括免簽證、取消自由行遊客抵達日本後的限制等。鑑於影響本集團業務表現的主要障礙已不復存在，並考慮到本集團有足夠的財務資源支持未來營運並持續經營，因此，本公司董事認為，按持續經營基準編製本集團的簡明綜合財務報表乃屬恰當。

中期財務資料為未經審核，惟已經由香港立信德豪會計師事務所有限公司按照香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」審閱。香港立信德豪會計師事務所有限公司致董事會的審閱報告載於第40至第41頁。

### 3. 採納香港財務報告準則

本集團已於本期間就本集團的財務報表應用香港會計師公會頒布的下列新訂或經修訂香港財務報告準則：

- 香港財務報告準則第17號，保險合約及於2020年10月及2022年2月頒布的有關修訂本
- 香港會計準則第1號及香港財務報告準則實務報告第2號（修訂本），會計政策之披露
- 香港會計準則第8號（修訂本），會計估計的定義

### 2. BASIS OF PREPARATION AND PRESENTATION (Continued)

In the first half of 2023, the Japanese Government has lifted most of the coronavirus disease 2019 (“COVID-19”) related restrictions relevant to the tourism industry, including visa waiver, restriction removal of free independent visitors upon arrival to Japan, etc. Given the major hurdle affecting the Group’s business performance no longer existed and considering that the Group had sufficient financial resources to support future operations and continue as a going concern, accordingly, the directors of the Company considered that it is appropriate to prepare the Group’s condensed consolidated financial statements on a going concern basis.

The interim financial information is unaudited, but has been reviewed by BDO Limited in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. BDO Limited’s review report to the board of directors is included on page 40 to 41.

### 3. ADOPTION OF HKFRSs

The Group has applied the following new or amended HKFRSs issued by the HKICPA for the Group’s financial statements in the Period:

- HKFRS 17, Insurance Contracts, and the related amendments issued in October 2020 and February 2022
- Amendments to HKAS 1 and HKFRS Practice Statement 2, Disclosure of Accounting Policies
- Amendments to HKAS 8, Definition of Accounting Estimates

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 3. 採納香港財務報告準則 (續)

- 香港會計準則第12號 (修訂本)，單項交易產生的資產及負債相關遞延稅項
- 香港會計準則第12號 (修訂本)，國際稅收改革—支柱二規則範本

自2023年1月1日起生效的新訂或經修訂香港財務報告準則對本集團的會計政策並無重大影響。

### 4. 採用判斷及估計

對過往期間呈報的估計金額的性質及數額並無重大修訂。

### 5. 分部報告

本集團乃根據向主要經營決策者定期呈報，以供彼等決定本集團業務的資源分配並評估其表現之內部財務資料而釐定其經營分部。

本集團有三個經營分部。由於各業務提供不同產品及服務，並需要不同業務策略，該等分部乃作個別分開管理。下文概述本集團各個經營分部的業務：

- 旅遊及旅遊相關服務業務 (「旅遊相關業務」)
- 商品銷售 (「商品銷售業務」)
- 出租酒店客房及輔助性服務 (「酒店業務」)

### 3. ADOPTION OF HKFRSs (Continued)

- Amendments to HKAS 12, Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to HKAS 12, International Tax Reform – Pillar Two Model Rules

The new or amended HKFRSs that effective from 1 January 2023 did not have any significant impact on the Group's accounting policies.

### 4. USE OF JUDGEMENTS AND ESTIMATES

There have been no material revisions to the nature and amount of estimates of amounts reported in prior periods.

### 5. SEGMENT REPORTING

The Group has identified its operating segments based on the regular internal financial information reported to the chief operating decision-makers about allocation of resources to assess the performance of the Group's business.

The Group has three operating segments. The segments are managed separately as each business offers different products and services and requires different business strategies. The following summary describes the operations in each of the Group's operating segments:

- Travel and travel related services business ("Travel Related Business")
- Sale of merchandises ("Sale of Merchandises Business")
- Hotel room rental and ancillary services ("Hotel Business")

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 5. 分部報告 (續)

管理層根據計量分部業績(即扣除直接屬於各經營分部的收益、銷售成本、其他收入與收益及虧損、銷售開支、行政開支、應佔聯營公司業績及融資成本)評估經營分部表現。中央行政成本由於被主要經營決策者為評估分部表現所使用，故並未納入分部業績的計量，因而並未分配至經營分部。

分部資產包括所有資產，但不包括企業資產(其中包括銀行存款及庫存現金、可收回稅項及若干預付款及其他應收賬)，由於企業資產於集團層面管理，故並未直接計入經營分部業務活動。同樣，分部負債不包括關連公司貸款及企業負債(如若干應計款項及其他應付賬)，企業負債並未直接計入任何經營分部業務活動及並未分配至分部。

### 5. SEGMENT REPORTING (Continued)

Management assesses the performance of the operating segments based on the measure of segment results which represents the net of revenue, cost of sales, other income, gains and losses, selling expenses, administrative expenses, share of results of associates and finance costs directly attributable to each operating segment. Central administrative costs are not allocated to the operating segments as they are not included in the measure of the segment results that are used by the chief operating decision-makers for assessment of segment performance.

Segment assets include all assets with exception of corporate assets, including cash at banks and on hand, tax recoverable and certain prepayments and other receivables which are not directly attributable to the business activities of operating segments as these assets are managed on a group basis. Likewise, segment liabilities exclude loans from a related company and corporate liabilities, such as certain accrued expenses and other payables, which are not directly attributable to the business activities of any operating segments and not allocated to segments.

中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(a) 業務分部

(a) Business segments

		旅遊 相關業務 Travel Related Business (未經審核) (Unaudited) 千港元 HK\$'000	商品 銷售業務 Sale of Merchandises Business (未經審核) (Unaudited) 千港元 HK\$'000	酒店業務 Hotel Business (未經審核) (Unaudited) 千港元 HK\$'000	抵銷 Elimination (未經審核) (Unaudited) 千港元 HK\$'000	總計 Total (未經審核) (Unaudited) 千港元 HK\$'000
截至2023年6月30日 止六個月：	For six months ended 30 June 2023:					
收益	Revenue					
可呈報分部收益	Reportable segment revenue	490,661	4,485	52,608	(7,673)	540,081
源自分部內之收益	Inter-segment revenue	-	-	(7,673)	7,673	-
源自外部客戶	From external customers	490,661	4,485	44,935	-	540,081
可呈報分部溢利／(虧損)	Reportable segment profit/(loss)	49,880	(2,642)	(1,695)	-	45,543
物業、廠房及設備折舊	Depreciation on property, plant and equipment	(890)	(182)	(15,358)	-	(16,430)
使用權資產折舊	Depreciation on right-of-use assets	(8,671)	(323)	-	-	(8,994)
應佔聯營公司業績	Share of results of associates	474	(258)	-	-	216
融資成本	Finance costs	(947)	-	(1,878)	-	(2,825)
所得稅(開支)／抵免	Income tax (expense)/credit	(5,655)	220	1,767	-	(3,668)

中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

(a) 業務分部 (續)

5. SEGMENT REPORTING (Continued)

(a) Business segments (Continued)

		旅遊 相關業務 Travel Related Business (未經審核) (Unaudited) 千港元 HK\$'000	商品 銷售業務 Sale of Merchandises Business (未經審核) (Unaudited) 千港元 HK\$'000	酒店業務 Hotel Business (未經審核) (Unaudited) 千港元 HK\$'000	抵銷 Elimination (未經審核) (Unaudited) 千港元 HK\$'000	總計 Total (未經審核) (Unaudited) 千港元 HK\$'000
截至2022年6月30日 止六個月：	For six months ended 30 June 2022:					
收益 可呈報分部收益	Revenue Reportable segment revenue	4,704	10,834	13,501	-	29,039
源自外部客戶	From external customers	4,704	10,834	13,501	-	29,039
可呈報分部 (虧損) / 溢利	Reportable segment (loss)/profit	(35,157)	764	(28,387)	-	(62,780)
物業、廠房及設備折舊	Depreciation on property, plant and equipment	(1,998)	(62)	(21,698)	-	(23,758)
使用權資產折舊	Depreciation on right-of-use assets	(11,075)	-	-	-	(11,075)
應佔聯營公司業績	Share of results of associates	(178)	-	-	-	(178)
融資成本	Finance costs	(933)	-	(2,145)	-	(3,078)
所得稅抵免	Income tax credit	7,066	22	9,048	-	16,136



中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(a) 業務分部 (續)

(a) Business segments (Continued)

		旅遊 相關業務 Travel Related Business 千港元 HK\$'000	商品 銷售業務 Sale of Merchandises Business 千港元 HK\$'000	酒店業務 Hotel Business 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於2023年6月30日 (未經審核):	As at 30 June 2023 (Unaudited):				
可呈報分部資產	Reportable segment assets	412,518	13,816	488,745	915,079
可呈報分部負債	Reportable segment liabilities	289,168	1,839	330,715	621,722
添置非流動資產	Additions to non-current assets	10,374	133	415	10,922
於聯營公司權益	Interests in associates	8,569	142	-	8,711
於2022年12月31日 (經審核):	As at 31 December 2022 (Audited):				
可呈報分部資產	Reportable segment assets	327,832	13,828	544,760	886,420
可呈報分部負債	Reportable segment liabilities	226,352	3,486	368,737	598,575
添置非流動資產	Additions to non-current assets	304	679	537	1,520
於聯營公司權益	Interests in associates	8,096	-	-	8,096

中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

(b) 可呈報分部收益、損益、資產及負債之對賬

5. SEGMENT REPORTING (Continued)

(b) Reconciliation of reportable segment revenue, profit or loss, assets and liabilities

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
收益	Revenue		
可呈報分部收益	Reportable segment revenue	540,081	29,039
綜合收益	Consolidated revenue	540,081	29,039

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
除所得稅前溢利／(虧損)	Profit/(loss) before income tax		
可呈報分部溢利／(虧損)	Reportable segment profit/(loss)	45,543	(62,780)
未分配企業開支	Unallocated corporate expenses	(20,953)	(10,440)
除所得稅前綜合溢利／(虧損)	Consolidated profit/(loss) before income tax	24,590	(73,220)

中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(b) 可呈報分部收益、損益、資產及負債之  
對賬 (續)

(b) Reconciliation of reportable segment revenue,  
profit or loss, assets and liabilities (Continued)

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
<b>資產</b>			
	<b>Assets</b>		
可呈報分部資產	Reportable segment assets	915,079	886,420
未分配企業資產	Unallocated corporate assets	29,798	18,636
綜合總資產	Consolidated total assets	944,877	905,056
<b>負債</b>			
	<b>Liabilities</b>		
可呈報分部負債	Reportable segment liabilities	621,722	598,575
未分配企業負債	Unallocated corporate liabilities	295,913	286,012
綜合總負債	Consolidated total liabilities	917,635	884,587

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 5. 分部報告 (續)

#### (c) 地區資料

下表呈列本集團來自外部客戶的收益及除金融資產及遞延稅項資產(「特定的非流動資產」)外的非流動資產分析：

		來自外部客戶的收益 (按客戶所在地劃分) Revenue from external customers (by customer location)		特定的非流動資產 (按實際所在地劃分) Specified non-current assets (by physical location)	
		截至2023年 6月30日 止六個月 Six month ended 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	截至2022年 6月30日 止六個月 Six month ended 30 June 2022 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
香港和澳門 (所在地)	Hong Kong and Macau (place of domicile)	492,310	14,806	20,505	21,860
日本	Japan	47,771	14,233	412,503	468,226
其他	Others	-	-	8,657	8,169
		540,081	29,039	441,665	498,255

所在地乃經參考本集團視為其發源地、擁有大部分營運及管理中心的地點而釐定。

The place of domicile is determined by referring to the place the Group regards as its hometown, has the majority of operation and centre of management.

#### (d) 有關主要客戶之資料

於截至2023年6月30日止六個月，本集團概無任何單一客戶貢獻本集團10%以上收益(截至2022年6月30日止六個月：無)。

#### (d) Information about a major customer

The Group did not have any single customer contributed more than 10% of the Group's revenue during the six months ended 30 June 2023 (six months ended 30 June 2022: Nil).

中期財務資料附註  
Notes to the Interim Financial Information

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

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(e) 收益分拆

(e) Disaggregation of revenue

		旅遊相關業務 Travel Related Business 截至6月30日止六個月 Six months ended 30 June		商品銷售業務 Sale of Merchandises Business 截至6月30日止六個月 Six months ended 30 June		酒店業務 Hotel Business 截至6月30日止六個月 Six months ended 30 June		總計 Total 截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
主要地區市場	Primary geographical markets								
香港和澳門 (所在地)	Hong Kong and Macau (place of domicile)	487,825	3,972	4,485	10,834	-	-	492,310	14,806
日本	Japan	2,836	732	-	-	44,935	13,501	47,771	14,233
		490,661	4,704	4,485	10,834	44,935	13,501	540,081	29,039
收益確認時間	Timing of revenue recognition								
時間點	At a point in time	40,146	2,440	4,485	10,834	-	-	44,631	13,274
隨時間轉移	Transferred over time	450,515	2,264	-	-	44,935	13,501	495,450	15,765
		490,661	4,704	4,485	10,834	44,935	13,501	540,081	29,039

中期財務資料附註  
Notes to the Interim Financial Information

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

6. 收益及其他收入、收益及虧損淨額

收益包括旅行團、輔助性旅行相關產品及出租酒店客房和輔助性服務的發票淨值；自由行產品及輔助性旅行相關服務的所得款項淨額；及商品銷售。本期間確認的各主要收益類別的金額載列如下：

6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET

Revenue includes the net invoiced value of package tours, ancillary travel related products, and hotel room rental and ancillary services; the net proceeds from FIT Products and ancillary travel related services; and sale of merchandises. The amounts of each significant category of revenue recognised during the period are as follows:

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
<b>收益</b>	<b>Revenue</b>		
旅行團	Package tours	450,515	2,264
自由行產品 (附註)	FIT Products (note)	10,523	1,074
輔助性旅行相關產品 及服務 (附註)	Ancillary travel related products and services (note)	29,623	1,366
商品銷售	Sale of merchandises	4,485	10,834
出租酒店客房及輔助性服務	Hotel room rental and ancillary services	44,935	13,501
		<b>540,081</b>	<b>29,039</b>



## 中期財務資料附註 Notes to the Interim Financial Information

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

### 6. 收益及其他收入、收益及虧損淨額 (續)

附註：

本集團自由行產品及若干輔助性旅行相關服務產生的收益被視為作為代理商代表委託人收取的現金，因而計為淨額。已收及應收所得款項總額如下所示：

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
已收及應收所得款項總額	Gross proceeds received and receivable	144,140	11,020

下表載列有關貿易應收賬及來自客戶合約的合約負債的資料：

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
貿易應收賬 (附註12)	Trade receivables (note 12)	9,744	6,766
合約負債	Contract liabilities	189,869	100,887

### 6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET (Continued)

Note:

The Group's revenue from FIT Products and certain ancillary travel related services is considered as cash collected on behalf of principals as an agent, and thus is recorded on a net basis. The gross proceeds received and receivable are as follows:

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

中期財務資料附註  
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截至2023年6月30日止六個月 For the six months ended 30 June 2023

6. 收益及其他收入、收益及虧損淨額 (續) 6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET (Continued)

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
其他收入、收益及虧損淨額	<b>Other income, gains and losses, net</b>		
匯兌虧損淨額	Exchange loss, net	(3,539)	(4,192)
處理收入	Handling income	144	271
銀行存款利息收入	Interest income on bank deposits	1,060	39
租賃租金寬減收益	Gain on rental concession of lease	-	1,193
政府補助收入	Government sponsor income	-	5,240
關連方貸款調整虧損	Loss on modification of a related party loan	(991)	-
銀行借款調整收益	Gain on modification of bank borrowings	47	128
撇銷預付款之回撥	Reversal of written off of prepayments	9,520	-
終止租賃協議之收益	Gain on termination of lease agreements	619	-
雜項收入	Sundry income	153	381
		<b>7,013</b>	<b>3,060</b>

中期財務資料附註  
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截至2023年6月30日止六個月 For the six months ended 30 June 2023

7. 除所得稅前溢利／(虧損)

7. PROFIT/(LOSS) BEFORE INCOME TAX

除所得稅前溢利／(虧損)經扣除／(計入)以下項目得出：

Profit/(loss) before income tax is arrived at after charging/(crediting):

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
確認為開支的存貨成本	Cost of inventories recognised as expenses	2,991	7,799
物業、廠房及設備折舊	Depreciation on property, plant and equipment	16,430	23,758
使用權資產折舊	Depreciation on right-of-use assets	8,994	11,075
出售物業、廠房及設備 收益淨額	Gain on disposal of property, plant and equipment, net	–	(6)
融資成本：	Finance costs:		
– 租賃負債產生的 利息開支	– Interest expense incurred on lease liabilities	738	812
– 衍生金融工具產生的 利息開支	– Interest expense incurred on derivative financial instruments	108	145
– 關連公司貸款產生的 利息開支	– Interest expense incurred on loans from a related company	9,905	6,984
– 銀行借款產生的 利息開支	– Interest expense incurred on bank borrowings	1,979	2,121
		12,730	10,062
僱員成本 (包括董事薪酬)：	Employee costs (including directors' emoluments):		
– 薪金及其他實物福利	– Salaries and other benefits in kind	60,812	23,452
– 退休計劃供款	– Retirement scheme contributions	2,218	1,048
		63,030	24,500

中期財務資料附註  
Notes to the Interim Financial Information

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

8. 所得稅開支／(抵免)

8. INCOME TAX EXPENSE/(CREDIT)

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
即期稅項—香港利得稅	<b>Current tax – Hong Kong Profits Tax</b>		
— 本期間稅項	– Tax for the period	320	–
— 過往年度不足額撥備	– Under-provision in respect of prior year	–	14
		320	14
即期稅項—日本利得稅	<b>Current tax – Japan Profits Tax</b>		
— 本期間稅項	– Tax for the period	300	–
遞延稅項	<b>Deferred tax</b>		
— 於本期間損益扣除／ (計入)	– Charge/(credit) to profit or loss for the period	3,131	(16,136)
		3,751	(16,122)

根據開曼群島及英屬維爾京群島的法律，於開曼群島及英屬維爾京群島註冊成立的集團實體，由於概無於開曼群島及英屬維爾京群島進行業務，故獲豁免繳納稅項。

於兩個期間，估計應評稅溢利的首2,000,000港元按8.25%計算香港利得稅，而估計應評稅溢利超過2,000,000港元的部分則按16.5%計算。不合乎利得稅兩級制資格的集團實體的溢利於兩個期間內繼續按16.5%的稅率徵稅。

The group entities incorporated in the Cayman Islands and the British Virgin Islands (the “BVI”) are tax-exempted as no business is carried out in the Cayman Islands and the BVI under the laws of the Cayman Islands and the BVI respectively.

Hong Kong Profits Tax is calculated at 8.25% on the first HK\$2.0 million of estimated assessable profits and at 16.5% for the portion of the estimated assessable profits above HK\$2.0 million for both periods. The profit of group entities not qualifying for the two-tiered profits tax rates regime continued to be taxed at 16.5% for both periods.

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 8. 所得稅開支／(抵免) (續)

於兩個期間，澳門所得補充稅乃根據於澳門營運的附屬公司的估計應評稅溢利均按12%的稅率計算。於澳門營運的附屬公司於兩個期間內概無產生估計應評稅溢利。

於兩個期間，中華人民共和國（「中國」）企業所得稅乃根據於中國營運的附屬公司的估計應評稅溢利均按25%的稅率計算。於兩個期間，本集團於中國營運的附屬公司概無產生估計應評稅溢利。

於日本營運的附屬公司須繳納日本的企業所得稅、都道府縣民稅和區市鎮村民稅及營業稅（下文統稱「日本利得稅」），該等稅項於截至2023年6月30日止六個月按現行法律、詮釋及慣例匯總成實際法定所得稅稅率介乎約30.5%至約34.6%（截至2022年6月30日止六個月：約30.5%至約34.6%）。於本期間，本集團於日本營運的附屬公司存在估計應評稅溢利（截至2022年6月30日止六個月：無）。

### 9. 股息

於2023年8月25日舉行的董事會會議上，董事會不建議派付截至2023年6月30日止六個月的中期股息（2022年中期股息：無）。

### 8. INCOME TAX EXPENSE/(CREDIT) (Continued)

Macau Complementary Tax is calculated at 12% on the estimated assessable profits of a subsidiary operating in Macau for both periods. There were no estimated assessable profits derived from the subsidiary operating in Macau for both periods.

Enterprise Income Tax of the People's Republic of China ("PRC") is calculated at 25% on the estimated assessable profits of a subsidiary operating in the PRC for both periods. The Group has no estimated assessable profit arising from the subsidiary operating in the PRC for both periods.

Subsidiaries operating in Japan are subject to corporate income tax, prefectural and municipal inhabitant taxes and business tax (hereinafter collectively referred to as "Japan Profits Tax") in Japan, which, in aggregate, resulted in effective statutory income tax rates ranging from approximately 30.5% to approximately 34.6% (six months ended 30 June 2022: approximately 30.5% to approximately 34.6%) for the six months ended 30 June 2023 based on the existing legislation, interpretations and practices in respect thereof. The Group has estimated assessable profit arising from the subsidiaries operating in Japan for this period (For the six months ended 30 June 2022: Nil).

### 9. DIVIDENDS

At the Board meeting held on 25 August 2023, the Board did not recommend the payment of an interim dividend for the six months ended 30 June 2023 (interim dividend for 2022: Nil).

中期財務資料附註  
Notes to the Interim Financial Information

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

10. 每股盈利／(虧損)

10. EARNINGS/(LOSS) PER SHARE

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
盈利／(虧損)	<b>Earnings/(loss)</b>		
本公司擁有人應佔溢利／ (虧損)	Profit/(loss) attributable to owners of the Company	20,690	(56,771)

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千股 '000	2022 (未經審核) (Unaudited) 千股 '000
股份數目	<b>Number of shares</b>		
普通股數目	Number of ordinary shares	502,450	502,450

於本中期期間及相應中期期間，本公司並無攤薄潛在普通股，故每股攤薄盈利／(虧損)與每股基本盈利／(虧損)相同。

Diluted earnings/(loss) per share were the same as the basic earnings/(loss) per share as the Company had no dilutive potential ordinary shares during the current and the corresponding interim periods.

11. 物業、廠房及設備

11. PROPERTY, PLANT AND EQUIPMENT

截至2023年6月30日止六個月，本集團添置物業、廠房及設備項目，成本約3,101,000港元(截至2022年6月30日止六個月：800,000港元)。於本中期期間及相應中期期間並無物業、廠房及設備的重大出售。

During the six months ended 30 June 2023, the Group acquired items of property, plant and equipment with a cost of approximately HK\$3,101,000 (six months ended 30 June 2022: HK\$800,000). There were no significant disposals of property, plant and equipment during the current and the corresponding interim periods.



中期財務資料附註  
Notes to the Interim Financial Information

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

12. 貿易應收賬

12. TRADE RECEIVABLES

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
貿易應收賬	Trade receivables	9,744	6,766

根據發票日期，於報告期末，本集團貿易應收賬的賬齡分析如下：

The ageing analysis of the Group's trade receivables as at the end of the reporting period, based on invoice date, is as follows:

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
0 – 90天	0 – 90 days	8,626	6,661
91 – 180天	91 – 180 days	1,073	104
181 – 365天	181 – 365 days	44	–
超過365天	Over 365 days	1	1
		9,744	6,766

中期財務資料附註  
Notes to the Interim Financial Information

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

13. 訂金、預付款及其他應收賬

13. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
<b>非流動資產</b>	<b>Non-current assets</b>		
訂金	Deposits	2,463	1,679
預付款	Prepayments	231	349
		<b>2,694</b>	<b>2,028</b>
<b>流動資產</b>	<b>Current assets</b>		
其他應收賬	Other receivables	14,070	8,560
訂金 (附註)	Deposits (note)	3,887	5,148
預付款	Prepayments	74,659	60,802
		<b>92,616</b>	<b>74,510</b>

附註：

該金額包括支付予一家關連公司大寶行有限公司(「大寶行」)的租賃訂金約1,552,000港元(於2022年12月31日：1,455,000港元)。該訂金為無抵押、免息及須於租期屆滿時償還。

Note:

The amount included rental deposits paid to a related company, Great Port Limited ("Great Port"), of approximately HK\$1,552,000 (as at 31 December 2022: HK\$1,455,000). The amount due is unsecured, interest-free and repayable at the end of the rental periods.

中期財務資料附註  
Notes to the Interim Financial Information

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

14. 抵押銀行存款以及銀行存款及庫存現金 14. PLEDGED BANK DEPOSITS AND CASH AT BANKS AND ON HAND

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
銀行存款	Cash at banks	287,171	203,567
庫存現金	Cash on hand	10,169	8,868
		<b>297,340</b>	212,435
減：抵押銀行存款	Less: Pledged bank deposits	<b>(9,539)</b>	(8,135)
簡明綜合財務狀況表之 銀行存款及庫存現金	Cash at banks and on hand per condensed consolidated statement of financial position	<b>287,801</b>	204,300

於2023年6月30日，本集團若干銀行存款約9,539,000港元（於2022年12月31日：8,135,000港元）抵押給銀行，主要作為向代表本集團的若干第三方供應商出具擔保函的抵押物及本集團銀行借款的擔保。

As at 30 June 2023, certain bank deposits of the Group amounted to approximately HK\$9,539,000 (as at 31 December 2022: HK\$8,135,000) were pledged to banks as securities mainly for letters of guarantee issued to certain third party suppliers on behalf of the Group and as securities for bank borrowings of the Group.

中期財務資料附註  
Notes to the Interim Financial Information

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

15. 貿易應付賬

貿易應付賬的信貸期根據與不同供應商達成的條款差異而不同，通常為1天至30天。根據服務和產品的獲得（通常與發票日期一致），於報告期末，本集團貿易應付賬的賬齡分析如下：

15. TRADE PAYABLES

The credit terms of trade payables vary according to the terms agreed with different suppliers, which normally range from 1 day to 30 days. Based on the receipts of services and goods, which normally coincided with the invoice dates, the ageing analysis of the Group's trade payables as at the end of the reporting period is as follows:

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
0 – 90天	0 – 90 days	27,239	13,669
91 – 180天	91 – 180 days	945	199
181 – 365天	181 – 365 days	163	673
超過365天	Over 365 days	446	1,041
		<b>28,793</b>	<b>15,582</b>

16. 應計款項及其他應付賬

16. ACCRUALS AND OTHER PAYABLES

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
應計款項	Accrued expenses	19,680	21,322
其他應付賬	Other payables	33,503	25,464
		<b>53,183</b>	<b>46,786</b>

中期財務資料附註  
Notes to the Interim Financial Information

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

17. 銀行借款

17. BANK BORROWINGS

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
流動	<b>Current</b>		
銀行借款，已抵押	Bank borrowings, secured	30,526	213,601
非流動	<b>Non-current</b>		
銀行借款，已抵押	Bank borrowings, secured	284,661	151,765
		<b>315,187</b>	<b>365,366</b>

於2023年6月30日，約315,187,000港元（於2022年12月31日：365,366,000港元）的銀行借款乃分別以總賬面值約389,721,000港元（於2022年12月31日：430,667,000港元）及約1,872,000港元（於2022年12月31日：4,359,000港元）（附註14）的若干物業、廠房及設備和抵押銀行存款作抵押。此外，該等銀行借款當中約2,796,000港元（於2022年12月31日：3,070,000港元）亦由一家日本附屬公司的一名前非控股股東之物業作抵押。

部分本集團的融資函件受契諾條款之規限，據此，本集團須滿足若干主要財務比率及契諾。於2022年12月31日，本集團並未履行與銀行訂立的合約所規定的約203,808,000港元未償還貸款金額之財務契諾。因違反此契諾條款，銀行有權根據合約要求本集團立即償還未償還的貸款額。未償還結餘於2022年12月31日呈列為流動負債。

As at 30 June 2023, the bank borrowings of approximately HK\$315,187,000 (as at 31 December 2022: HK\$365,366,000) were secured by charges over certain property, plant and equipment and pledged bank deposits with aggregate carrying amounts of approximately HK\$389,721,000 (as at 31 December 2022: HK\$430,667,000) and approximately HK\$1,872,000 (as at 31 December 2022: HK\$4,359,000) (note 14) respectively. In addition, among these bank borrowings, an amount of approximately HK\$2,796,000 (as at 31 December 2022: HK\$3,070,000) was also secured by a property of a former non-controlling shareholder of a subsidiary in Japan.

Some of the Group's facilities letters are subjected to covenant clauses, whereby the Group is required to meet certain key financial ratios and covenants. The Group did not fulfill the financial covenants as required in the contracts with the banks for the outstanding loan amounts of approximately HK\$203,808,000 as at 31 December 2022. Due to this breach of the covenant clause, the banks are contractually entitled to request for immediate repayment of the outstanding loan amounts. The outstanding balances were presented as current liabilities as at 31 December 2022.

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 17. 銀行借款 (續)

於2023年1月12日，本集團獲銀行豁免遵守未償還貸款額約193,808,000港元的契諾要求。貸款自2023年1月12日起分類為非流動負債。

銀行借款初始按公允價值(扣除已產生的直接應佔成本)計量，其後採用實際利率法按攤銷成本計量，實際年利率介乎0.79%至1.67% (於2022年12月31日：0.79%至1.67%)。

### 17. BANK BORROWINGS (Continued)

On 12 January 2023, the Group obtained a waiver of compliance with the covenant requirement from the bank for the outstanding loan amounts of approximately HK\$193,808,000. The loans were classified as non-current liabilities from 12 January 2023 onward.

The bank borrowings are initially measured at fair value, net of directly attributable costs incurred and subsequently measured at amortised cost under the effective interest method, using effective interest rate ranging from 0.79% to 1.67% (as at 31 December 2022: 0.79% to 1.67%) per annum.

### 18. 股本

### 18. SHARE CAPITAL

		數目 Number 千股 '000	金額 Amount 千港元 HK\$'000
法定 每股面值0.1港元之普通股 於2022年12月31日及 2023年6月30日	Authorised Ordinary shares of HK\$0.1 each At 31 December 2022 and 30 June 2023	1,000,000	100,000
已發行及繳足之普通股 於2022年12月31日及 2023年6月30日	Ordinary shares, issued and fully paid At 31 December 2022 and 30 June 2023	502,450	50,245



## 中期財務資料附註 Notes to the Interim Financial Information

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

### 19. 關連方交易

除本中期財務資料於其他部分另有披露之交易及結餘外，與關連方進行之交易如下：

#### (a) 於本期間重大關連方交易

### 19. RELATED PARTY TRANSACTIONS

In addition to the transactions and balances disclosed elsewhere in this interim financial information, the following transactions were carried out with related parties:

#### (a) Significant related party transactions during the period

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
		附註 Notes	
支付予關連公司之租金 —大寶行	Rental paid to a related company – Great Port	(i), (iii)	4,366
關連公司貸款產生的 利息開支 —大寶行	Interest expense incurred on loans from a related company – Great Port	(ii), (iii)	9,905
就提供旅行團、自由行 產品及輔助性旅行 相關產品及服務由 聯營公司收取之費用 —株式會社EGL沖繩*	Costs charged by associates regarding the provision of package tours, FIT Products and ancillary travel related products and services – Kabushiki Kaisha EGL Okinawa*	(iii)	3,373
—東瀛遊旅行社韓國 有限公司*	– EGL Tours Korea Co., Ltd.	(iii)	3,256
—株式會社日日遊*	– Niti Niti Travel Co., Ltd.	(iii)	341
			6,970
由聯營公司收取之相關 商品銷售的費用 —日盛商事(香港) 有限公司	Costs charged by associates regarding the sale of merchandises – Nissay Shoji (HK) Company Limited	(iii)	201

\* 中文名稱僅供識別

\* English name for identification purpose only

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 19. 關連方交易 (續)

#### (a) 於本期間重大關連方交易 (續)

附註：

- (i) 支付予關連公司之租金開支乃於正常業務過程中根據本集團與關連公司簽訂之租賃協議條款進行。
- (ii) 有關詳情載於中期財務資料附註19(b)。
- (iii) 該等交易乃基於雙方議定之條款進行。

本公司執行董事，袁文英先生、禰國全先生、梁成釗先生和李寶芬女士，亦為大寶行之董事並持有大寶行之股權。

### 19. RELATED PARTY TRANSACTIONS (Continued)

#### (a) Significant related party transactions during the period (Continued)

Notes:

- (i) Rental expenses paid to a related company were conducted in the normal course of business and in accordance with terms of the lease agreements entered into between the Group and the related company.
- (ii) Details are set out in note 19(b) to the interim financial information.
- (iii) The transactions were conducted on the basis of mutually agreed terms.

The executive directors of the Company, Mr. Yuen Man Ying, Mr. Huen Kwok Chuen, Mr. Leung Shing Chiu and Ms. Lee Po Fun, are also directors and have equity interests in Great Port.

中期財務資料附註  
Notes to the Interim Financial Information

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

19. 關連方交易 (續)

(b) 關連公司貸款乃指於2023年6月30日應欠大寶行的五筆貸款。五筆貸款詳情如下所示：

貸款項 Loan number	貸款提取日期 Loan drawdown date	本金 Principal amount	最後還款日期 Final repayment date	利率 Interest rate
1	2020年3月27日 27 March 2020	80,000,000港元 HK\$80,000,000	2026年1月1日 1 January 2026	免息 Interest free
2	2020年8月27日 27 August 2020	80,000,000港元 HK\$80,000,000	2026年1月1日 1 January 2026	免息 Interest free
3	2020年12月29日 29 December 2020	40,000,000港元 HK\$40,000,000	2026年1月1日# 1 January 2026#	年利率為一個月 香港銀行同業拆息 加1.5% One-month HIBOR plus 1.5% per annum
4	2021年4月1日 1 April 2021	40,000,000港元 HK\$40,000,000	2026年1月1日* 1 January 2026*	年利率為一個月 香港銀行同業拆息 加1.5% One-month HIBOR plus 1.5% per annum
5	2021年11月29日 29 November 2021	80,000,000港元 HK\$80,000,000	2026年1月1日 1 January 2026	年利率為一個月 香港銀行同業拆息 加1.65% One-month HIBOR plus 1.65% per annum

\* 本集團於2023年7月5日及2023年8月1日分別向大寶行提前償還貸款本金15,000,000港元及25,000,000港元。

# 本集團於2023年8月23日向大寶行提前償還貸款本金15,000,000港元。

19. RELATED PARTY TRANSACTIONS (Continued)

(b) Loans from a related company represented five loans due to Great Port at as 30 June 2023. The details of the five loans were shown as below:

\* The Group made early repayments of the principal of the loan in the amount of HK\$15,000,000 and HK\$25,000,000 to Great Port on 5 July 2023 and 1 August 2023 respectively.

# The Group made an early repayment of the principal of the loan in the amount of HK\$15,000,000 to Great Port on 23 August 2023.

(c) 應收／應付聯營公司賬款為無抵押、免息及按要求償還。

(c) The amounts due from/to associates are unsecured, interest free and repayable on demand.

中期財務資料附註  
Notes to the Interim Financial Information

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

19. 關連方交易 (續)

(d) 主要管理人員之薪酬

本期間，董事及其他主要管理人員成員之薪酬如下：

19. RELATED PARTY TRANSACTIONS (Continued)

(d) Compensation of key management personnel

The remunerations of directors and other members of key management during the period were as follows:

		截至6月30日止六個月 Six months ended 30 June	
		2023 (未經審核) (Unaudited) 千港元 HK\$'000	2022 (未經審核) (Unaudited) 千港元 HK\$'000
短期僱員福利	Short-term employee benefits	9,280	2,640
離職後福利	Post-employment benefits	192	84
		<b>9,472</b>	<b>2,724</b>

20. 資本承擔

有關本集團購置物業、廠房及設備的資本開支之資本承擔如下：

20. CAPITAL COMMITMENTS

Capital commitments in respect of capital expenditure for acquisition of property, plant and equipment for the Group are as follows:

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
已訂約但未撥備	Contracted but not provided for	971	454

## 中期財務資料附註 Notes to the Interim Financial Information

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

### 21. 金融工具公允價值

下表載列根據公允價值等級按公允價值列賬之金融工具分析：

第一級：相同資產或負債於活躍市場之報價（未經調整）；

第二級：除了第一級所包括之報價外，該資產或負債之可觀察輸入數據，可為直接（即如價格）或間接（即源自價格）；及

第三級：資產或負債之輸入數據並非依據可觀察市場數據得出（不可觀察輸入數據）。

### 21. FAIR VALUE OF FINANCIAL INSTRUMENTS

The following table provides an analysis of financial instruments carried at fair value by level of fair value hierarchy:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

		於2023年 6月30日 As at 30 June 2023 (未經審核) (Unaudited) 千港元 HK\$'000	於2022年 12月31日 As at 31 December 2022 (經審核) (Audited) 千港元 HK\$'000
<b>流動資產</b> <b>Current asset</b>			
衍生金融工具 Derivative financial instruments	第二級 Level 2	1,193	–
<b>非流動資產</b> <b>Non-current asset</b>			
衍生金融工具 Derivative financial instruments	第二級 Level 2	–	1,154

截至2023年6月30日止六個月，等級之間並無轉移。

利率掉期的公允價值為本集團計及可觀察利率及掉期合約訂約方的當前信譽評級後，於報告期末終止掉期合約後會收取或支付之估計金額。

During the six months ended 30 June 2023, there was no transfers between levels.

The fair value of interest rate swap is the estimated amount that the Group would receive or pay to terminate the swaps at the end of the reporting period, taking into account observable interest rates and the current creditworthiness of the swap counterparties.



## 東瀛遊控股有限公司

EGL Holdings Company Limited

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

股份代號 Stock Code : 6882

# Enjoy Good Life



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