

IngDan 硬蛋

HATCH THE INTERNET OF THINGS

INGDAN, INC.

硬蛋創新

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：00400

Interim Report

中期報告

2024



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公司資料

Corporate Information

董事會

執行董事

康敬偉
(首席執行官兼董事會主席)
胡麟祥(首席財務官)
郭莉華

獨立非執行董事

葉忻
馬啟元
郝純一

審核委員會

郝純一(主席)
葉忻
馬啟元

薪酬委員會

馬啟元(主席)
葉忻
郝純一

提名委員會

葉忻(主席)
馬啟元
郝純一

註冊辦事處

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

BOARD OF DIRECTORS

Executive Directors

KANG Jingwei, Jeffrey
(Chief Executive Officer and Chairman of the Board)
WU Lun Cheung Allen (Chief Financial Officer)
GUO Lihua

Independent Non-Executive Directors

YE Xin
MA Qiyuan
HAO Chunyi, Charlie

AUDIT COMMITTEE

HAO Chunyi, Charlie (Chairman)
YE Xin
MA Qiyuan

REMUNERATION COMMITTEE

MA Qiyuan (Chairman)
YE Xin
HAO Chunyi, Charlie

NOMINATION COMMITTEE

YE Xin (Chairman)
MA Qiyuan
HAO Chunyi, Charlie

REGISTERED OFFICE

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

公司資料(續) Corporate Information (Continued)

主要營業地點

中國深圳市
南山區
高新南九道55號
微軟科通大廈11樓

香港主要營業地點

香港
新界屯門
洪祥路3號
田氏中心第2座
6樓D室

股份過戶登記總處

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

公司秘書

胡麟祥

授權代表

康敬偉
胡麟祥

核數師

信永中和(香港)會計師事務所有限公司
執業會計師

PRINCIPAL PLACE OF BUSINESS

11/F, Microsoft Comtech Tower
No. 55 Gaoxin South 9th Road
Nanshan District
Shenzhen, China

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit D, 6th Floor
Tin's Centre Block II
3 Hung Cheung Road
Tuen Mun, New Territories
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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

COMPANY SECRETARY

WU Lun Cheung Allen

AUTHORIZED REPRESENTATIVES

KANG Jingwei, Jeffrey
WU Lun Cheung Allen

AUDITOR

SHINEWING (HK) CPA Limited
Certified Public Accountants

公司資料(續) Corporate Information (Continued)

法律顧問

香港法律及美國法律：
世達國際律師事務所

中國法律：
安杰世澤律師事務所

開曼群島法律：
Conyers Dill & Pearman (Cayman) Limited

LEGAL ADVISORS

As to Hong Kong and U.S. laws:
Skadden, Arps, Slate, Meagher & Flom

As to PRC law:
AnJie Broad Law Firm

As to Cayman Islands law:
Conyers Dill & Pearman (Cayman) Limited

主要往來銀行

中國銀行(香港)有限公司
渣打銀行(香港)有限公司

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Standard Chartered Bank (Hong Kong) Limited

香港證券登記處

香港中央證券登記有限公司

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited

上市信息

聯交所，股份代號：00400

LISTING INFORMATION

Stock Exchange, Stock Code: 00400

公司網站

www.ingdangroup.com

COMPANY WEBSITE

www.ingdangroup.com

財務表現摘要

FINANCIAL PERFORMANCE HIGHLIGHTS

		未經審核 Unaudited 截至下列日期止六個月 Six months ended		
		2024年 6月30日 June 30, 2024 (人民幣(「人民幣」) 百萬元， 另有註明者除外) (Renminbi (“RMB”) in millions, unless specified)	2023年 6月30日 June 30, 2023 (人民幣(「人民幣」) 百萬元， 另有註明者除外) (Renminbi (“RMB”) in millions, unless specified)	去年同期 變動 Year-on-year change
收入	Revenue	4,321.4	3,863.5	11.9%
毛利	Gross profit	457.6	482.4	(5.1)%
經營溢利	Profit from operations	228.2	247.8	(7.9)%
期內溢利	Profit for the period	169.1	168.1	0.6%
本公司權益股東應佔溢利	Profit attributable to equity shareholders of the Company	112.7	92.5	21.8%
每股盈利(「每股盈利」) (每股人民幣元)	Earnings per share (“EPS”) (RMB per share)			
— 基本	— basic	0.082	0.068	20.6%
— 攤薄	— diluted	0.082	0.067	22.4%

管理層討論與分析

Management Discussion and Analysis

業務回顧及展望

本集團整體業務及財務表現

本集團是一家創新型科技服務平台集團，專注於連接上游芯片技術與下游創新企業需求。通過自主研發的AI技術、大模型和專業行業知識庫，本集團為客戶提供尖端的芯片應用技術解決方案和高效的供應鏈管理服務。本集團主營業務為科通技術（服務芯片產業的技術服務平台）和硬蛋科技（提供AIoT技術和服務的平台）。

受惠於AI算力需求增加，伴隨AI技術相關產業對芯片的需求亦不斷上升，本集團於報告期間錄得收入約人民幣4,321.4百萬元，較2023年同期約人民幣3,863.5百萬元，增加約11.9%。本集團的除稅後純利較2023年同期增加約0.6%。毛利約為人民幣457.6百萬元，同比減少約5.1%。經營利潤約為人民幣228.2百萬元，同比減少了約7.9%。來自大客戶的銷量增加影響整體毛利率，同時亦導致本公司權益股東應佔溢利增加，而美元利息成本增加也影響了本公司的除稅前溢利。

BUSINESS REVIEW AND OUTLOOK

Overall business and financial performance of the Group

The Group is an innovative technology services platform conglomerate dedicated to connecting upstream chip technology with the needs of downstream innovation enterprises. Through proprietary AI technology, LLMs, and specialized industry knowledge bases, the Group provides customers with cutting-edge chip application technology solutions, and efficient supply chain management services. The Group's core businesses are Comtech, a technology services platform for the chip industry, and Ingdan, a platform providing AIoT technology and services.

During the Reporting Period, benefiting from the increased demand for AI computing power, and the growing demand for chips from industries related to AI technology, the Group recorded revenue of approximately RMB4,321.4 million, representing an increase of approximately 11.9% as compared to approximately RMB3,863.5 million for the corresponding period in 2023. The Group recorded an increase of approximately 0.6% in net profit after tax as compared to the corresponding period in 2023. Gross profit was approximately RMB457.6 million, representing a decrease of approximately 5.1% year-on-year. Profit from operations was approximately RMB228.2 million, representing a decrease of approximately 7.9% year-on-year. The increase in sales volume from larger customers impacted the overall gross margin and led to an increase of profit attributable to equity shareholders of the Company, while higher interest costs of US dollars also impacted the Company's profit before tax.

管理層討論與分析(續) Management Discussion and Analysis (Continued)

於報告期內，AIGC的廣泛普及帶動了市場對算力芯片產品需求增加。各大企業亦正積極佈局AI領域，存儲芯片市場，尤其是高端存儲芯片板塊，正迎來強勁復甦。5G、AI和物聯網(IoT)等新興技術的持續發展將進一步推動全球芯片需求的穩步增長。根據美國半導體行業協會(SIA)的數據，2024第二季度全球芯片銷售額達到1,499億美元，同比增長18.3%，環比增長6.5%，這是自2023年第四季度以來首次實現環比正增長。2024年6月，全球芯片單月銷售額達到500億美元，同比增長22.9%，環比增長1.7%。其中，中國6月份芯片銷售額同比增長21.6%。¹

世界半導體貿易統計協會(WSTS)在2024年6月上調其市場預測。該機構預計2024年全球芯片市場銷售額將達到6,110億美元，同比增長16.0%，並預計2025年將進一步增長12.5%。這一預測上調主要反映了過去兩個季度的強勁表現，特別是計算終端市場的蓬勃發展。²此外，隨著供應鏈企業和終端企業積極推進庫存去化，加上汽車電子化和智能化趨勢加速，相關領域的芯片需求大幅上升。同時，AI正邁向通用AI應用階段，新一代信息技術對高效能計算(HPC)芯片的需求增加，也為行業發展創造了有利的市場環境。

During the Reporting Period, widespread adoption of AIGC had driven an increase in market demand for computing power chips. Major corporations have been actively deploying in the AI sector, leading to a robust recovery in the memory chip market, particularly the high-end memory chip segment. The exponential growth of emerging technologies such as 5G, AI, and the Internet of Things (IoT) has driven, and will continue to drive, steady growth in global chip demand. According to the Semiconductor Industry Association (SIA) of the United States, global chips sales reached US\$149.9 billion in the second quarter of 2024, marking a year-on-year increase of 18.3% and a quarter-to-quarter growth of 6.5%, which is also the first quarter-to-quarter positive growth since the fourth quarter of 2023. In June 2024, global chips monthly sales reached US\$50 billion, marking a year-on-year increase of 22.9% and a month-on-month increase of 1.7%. In particular, China's chip sales in June grew by 21.6% year-on-year.¹

The World Semiconductor Trade Statistics (WSTS) raised its market forecast in June 2024. WSTS expects sales from the global chip market to achieve year-on-year growth of 16.0%, to US\$611 billion in 2024, with further growth of 12.5% in 2025. This upward trajectory aligns with the market's strong performance over the past two quarters, especially the booming computing end market.² In addition, with the active promotion of inventory rationalization by supply chain enterprises and terminal enterprises, coupled with acceleration in automotive electronics and intelligence, the demand for chips in related fields has also risen sharply. As AI moves towards general AI applications, next-generation information technology fields have boosted demand for high-performance computing (HPC) chips, creating a favorable market environment for the industry.

¹ Global Semiconductor Sales Increase 18.3% in Q2 2024 Compared to Q2 2023; Quarter-to-Quarter Sales Up 6.5% <https://www.semiconductors.org/global-semiconductor-sales-increase-18-3-in-q2-2024-compared-to-q2-2023-quarter-to-quarter-sales-up-6-5/>

² WSTS Semiconductor Market Forecast Spring 2024 https://www.wsts.org/esraCMS/extension/media/f/WST/6558/WSTS_FC-Release-2024_05.pdf

¹ Global Semiconductor Sales Increase 18.3% in Q2 2024 Compared to Q2 2023; Quarter-to-Quarter Sales Up 6.5% <https://www.semiconductors.org/global-semiconductor-sales-increase-18-3-in-q2-2024-compared-to-q2-2023-quarter-to-quarter-sales-up-6-5/>

² WSTS Semiconductor Market Forecast Spring 2024 https://www.wsts.org/esraCMS/extension/media/f/WST/6558/WSTS_FC-Release-2024_05.pdf

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

科通技術作為AI算力供應鏈的核心供應商，服務範圍覆蓋算力中心、數據中心、AI伺服器、AI交換機網絡產品、光模塊以及眾多的AI應用領域。科通技術與全球多家領先的芯片原廠緊密合作，代理了超過80家核心芯片公司的產品，包括Nvidia(英偉達)、Xilinx(賽靈思)、Intel(英特爾)、AMD(超威半導體)、ST(意法半導體)等國際知名原廠以及眾多國內知名芯片原廠，主要代理產品類型包括GPU、CPU、FPGA、ASIC、存儲芯片、軟件及其他全系列產品。憑藉多年來的深耕，科通技術積累了豐富的應用技術經驗和產業資源，能夠向下游數以萬計的創新客戶提供芯片應用技術解決方案及供應鏈管理服務。

通過自主研發的AI技術、大模型和專業知識庫，科通技術能夠在芯片選型、硬件設計、軟件開發、系統集成等方面提供智能化和自動化的解決方案，顯著提升產品性能和可靠性。此外，科通技術運用AI技術和大數據分析，實現供應鏈的智能化管理，有效提升運營效率並降低成本。同時，科通技術擁有多項自主知識產權，包括智能算法庫、行業專屬大模型、智能硬件設計平台、自適應系統架構、智能開發工具鏈以及大量的創新技術專利，這些技術賦予了其在AI芯片應用和智能供應鏈領域的競爭優勢。通過不斷將先進的AI技術與深厚的行業專業知識相結合，科通技術持續提升服務質量，為客戶創造更大價值，引領行業技術創新，保持市場競爭力。

As a core supplier on the AI computing power supply chain, Comtech serves a broad spectrum of sectors including computing centers, data centers, AI servers, AI switch networking products, optical modules and a wide range of AI applications. Comtech works closely with global leading chip manufacturers and has been an agent for the products of over 80 core chip companies, including Nvidia, Xilinx, Intel, AMD, ST and other well-known international manufacturers, as well as numerous domestic chipmakers. The main types of products distributed by Comtech include GPUs, CPUs, FPGAs, ASICs, memory chips, software and other full product series. With years of successful business operations, Comtech has accumulated extensive application technology experience and industrial resources, allowing it to provide chip application technology solutions and supply chain management services for tens of thousands of customers in the downstream of the innovation industry.

Through its proprietary AI technology, LLMs and professional knowledge base, Comtech is able to provide intelligent and automated solutions in the areas of chip selection, hardware design, software development, and system integration, which significantly enhances product performance and reliability. In addition, by applying AI technology and big data analytics to achieve intelligent management of the supply chain, Comtech has significantly enhanced operational efficiency while reducing costs. Comtech also holds a number of proprietary intellectual properties, including an intelligent algorithm library, industry-specific LLMs, an intelligent hardware design platform, an auto-adaptive system architecture, an intelligent development toolchain and a large number of innovative technology patents, which lend a competitive advantage in the fields of AI chip application and intelligent supply chain. Leveraging the combination of advanced AI technologies and deep industry expertise, Comtech continues to improve its service quality, create greater value for its customers, and lead the industry in technological innovation to maintain its market competitiveness.

管理層討論與分析(續) Management Discussion and Analysis (Continued)

硬蛋科技專注於新能源產業，致力於發展兩輪車換電及梯次(re-utilization)產業、構建鋰電池全生命週期數據溯源、可信資產管理平台，為兩輪車換電、梯次動力、儲能等應用提供定制化解決方案，其自主研發的智慧電池管理平台能實時監測電池狀態，有效提高電池的使用效率和循環週期，實現電池從生產標定、安全運營、資產管理、效率管理至回收跟蹤等的全生命週期智能化管理。硬蛋科技重點佈局兩輪車電池雲服務，瞄準新能源智能電池雲的市場新趨勢，搶佔人民幣千億藍海市場，助力集團持續盈利增長，並為推進中國兩輪車換電產業產品標準化作出貢獻，助力國家「雙碳」(碳達峰與碳中和)目標的實現。

基於本集團在芯片產業的資源與技術優勢，硬蛋科技旗下的硬蛋學堂引進全球領先的芯片應用技術，為行業提供技術服務及人才培訓。硬蛋學堂通過技術培訓，幫助上游AI芯片原廠實現產品和技術的市場推廣，培養AI技術人才協助下游AI應用廠商快速採用最新的AI技術和產品，增強企業的AI業務能力。硬蛋學堂同時為企業提供基於本地化部署的AI大模型應用解決方案，幫助企業在多個領域實現AI數字化轉型。目前，硬蛋學堂已成功培育了超過2,000名芯片應用工程師，為行業輸送大量高素質人才，通過人才培訓和技術支持，硬蛋學堂將助力深圳成為中國乃至全球的芯片應用產業中心，為國家芯片產業發展做出更大貢獻。

Ingdan, on the other hand, focuses on the new energy industry, dedicating efforts to developing the industry for two-wheeler battery replacement and re-utilization, as well as building a reliable asset management platform for traceable lithium battery life-cycle data. Ingdan provides customized solutions for two-wheeler battery replacement, power re-utilization, and energy storage. Ingdan's proprietary smart battery management platform can monitor real-time battery status, effectively improve battery usage efficiency and cycles, and realize the smart management of the whole battery life cycle from production calibration, safe operation, asset management, efficiency management, and recycling tracking. Ingdan has strategically focused on two-wheeler battery cloud services, aiming to capture the market trend of new energy smart battery clouds, in order to seize the RMB100 billion "blue ocean" market opportunity. The project would enable the Group to sustain profitability while contributing to the advocacy of the product standardization of China's two-wheeler battery replacement industry, supporting the realization of the national "double carbon" goal of carbon peaking and carbon neutrality.

Based on the Group's resources and technological strengths in the chip industry, the Ingdan Academy brings together the world's leading chip application technologies to provide technical services and talent training for the industry. Ingdan Academy assists upstream AI chip manufacturers in promoting their products and technologies in the market by offering technical training, while growing AI technical talents to help downstream AI application companies swiftly adopt the latest AI technologies and products, enhancing enterprises' AI capabilities. Ingdan Academy also provides enterprises with locally deployed AI LLM application solutions and helps enterprises achieve multidisciplinary AI digital transformations. To date, Ingdan Academy has successfully trained over 2,000 chip application engineers, supplying the industry with a large number of highly qualified professionals. Through talent training and technical support, Ingdan Academy will support Shenzhen in becoming a leading chip application industry hub in China and globally, making a greater contribution to the development of the national chip industry.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

未來前景

本集團的目標是成為全球領先的科技服務平台，利用「科通技術+硬蛋科技」商業模式，組成智能硬件「芯-端-雲」的產業閉環。本集團致力為中國日益增長的科技市場服務，並計劃透過下列增長策略實現本集團的目標：

I. 搶抓AI商業落地機遇

在市場發展的推動下，AI技術持續實現商業落地，成為企業數字化和智慧化轉型的重要基礎，而芯片應用、智能硬件及大數據則是各行業加速數字化進程的關鍵支柱。根據國際數據公司(IDC)《全球人工智能與生成式人工智能支出指南》的最新預測，隨著AI(特別是AIGC)迅速融入各種產品，預計到2028年全球AI市場支出規模將達到6,320億美元，五年複合年均增長率(CAGR)約為29.0%。³此外，中金公司的研究估算，到2030年中國AI產業的市場需求將達到人民幣5.6萬億元，預計2024年至2030年間中國在AI產業的總投資規模將超過人民幣10萬億元。⁴

隨著AI技術的飛速發展，大模型的加速迭代與多模態化趨勢日益顯著，全球算力需求持續攀升，推動AI伺服器市場持續高漲。這一趨勢不僅使AI芯片市場空間進一步打開，也大大提升了對AI算力供應鏈的需求，成為科通技術業務增長的主要動力。此外，在新經濟、智慧城市、數字化轉型、元宇宙及AIGC等概念加持下，AI技術應用對企業業務運營的商業價值與戰略意義越來越明確，市場呈現供需向好的趨勢。未來，AI將進一步加快與實體經濟的融合創新，推動科技變革創造更多新機遇。

³ Worldwide Spending on Artificial Intelligence Forecast to Reach \$632 Billion in 2028, According to a New IDC Spending Guide <https://www.idc.com/getdoc.jsp?containerId=prUS52530724>

⁴ AI規模新經濟•中金公司2024世界人工智能大會投融資主題論壇成功舉辦 https://www.cicc.com/news/details311_126956.html

Future Prospects

The Group's goal is to become the world's leading technology service platform, using the Group's "Comtech + Ingdan" business model to form a "chip-device-cloud" closed loop of the intelligent hardware industry. The Group strives to serve the whole of China's growing tech market and intends to pursue the following growth strategies to achieve its goal:

I. Capture Business Opportunities in AI

Driven by market developments, AI technologies continue to be implemented commercially. AI has become a crucial foundation for enterprises' digitalization and intelligentization, while chip applications, intelligent hardware, and big data serve as key pillars for various industries to accelerate their pace in digital transformations. According to the latest forecast by the International Data Corporation (IDC) in its Worldwide AI and Generative AI Spending Guide, spending in the global AI market is expected to reach US\$632 billion by 2028, with a compound annual growth rate (CAGR) of approximately 29.0% over five years, as AI (particularly AIGC) rapidly integrates into various products.³ Additionally, research by the China International Capital Corporation (CICC) estimates that the market demand for China's AI industry will reach RMB5.6 trillion by 2030, with total investment in the AI industry in China projected to exceed RMB10 trillion between 2024 and 2030.⁴

With the rapid development of AI technology, it is increasingly evident that the LLMs is accelerating its iterations with a trend towards multi-modality. The rising demand for computing power has propelled an already soaring market for AI servers. This trend not only further opens up the AI chip market, but also greatly increases the demand on the AI computing power supply chain, which has become the main driving force for growth in Comtech's business. Besides, with the rise of concepts such as the new economy, smart cities, digital transformation, meta-universe, and AIGC, the commercial value and strategic significance of AI technology applications within enterprises' business operations are becoming more significant in both the supply and demand sides of the market. In the future, AI will be further applied to the real economy and innovation, driving new scientific and technological transformations and creating new opportunities.

³ Worldwide Spending on Artificial Intelligence Forecast to Reach \$632 Billion in 2028, According to a New IDC Spending Guide <https://www.idc.com/getdoc.jsp?containerId=prUS52530724>

⁴ AI-Driven New Economy of Scale: CICC Successfully Hosted 2024 World Artificial Intelligence Conference — Financing and Investment Sub-Forum https://www.cicc.com/news/details311_126956.html

管理層討論與分析(續) Management Discussion and Analysis (Continued)

中國政府也積極推動科技發展，以提升國家競爭力。2024年《政府工作報告》中首次提出了「人工智能+」行動，這不僅是順應全球人工智能發展的趨勢，而且與中國產業升級的大勢緊密相連，旨在推動AI技術與各行業的深度融合。這一行動體現了政府對AI的高度重視，可以說是推動中國從「互聯網時代」迭代升級至「人工智能時代」的政策設計和布局，是發展新質生產力的一個重要方面。中國高度重視人工智能發展，積極推動互聯網、大數據、人工智能和實體經濟深度融合，培育壯大智能產業，加快發展新質生產力，為高質量發展提供新動能。本集團相信，在國家大力推動下，AI產業也將迎來新一輪有力增長，為數字產業的發展開闢全新的空間。

本集團將積極把握AI技術驅動的發展機遇，加快拓展AI產業鏈。本集團將發揮產業優勢，透過旗下科通技術和硬蛋科技覆蓋AI產業鏈，加快構建創新驅動的發展模式。科通技術作為芯片產業技術服務平台，將不斷研發提升芯片應用方案設計，以滿足AI對高性能芯片和算力供應鏈的需求，預計在AI算力供應鏈中實現加速增長；同時，硬蛋科技通過「硬蛋雲」的大數據分析能力，有效地將智能硬件完整的應用方案與產品結合，加快推進AI產品的應用落地。本集團將持續升級其服務平台以完整覆蓋整個AI產業鏈，抓緊國內智能變革的業務契機。

China is also actively promoting its development of science and technology to enhance national competitiveness. The country's "Artificial Intelligence Plus" initiative was first proposed in the 2024 Government Work Report. The initiative not only aligns with the global trend of AI development, but it is also closely linked to the general trend of China's industrial upgrading, with the aim of promoting the in-depth integration of AI technology into various industries. This action reflects the high importance the government attaches to AI, which can be regarded as a policy design and layout to promote China's iteration and an upgrade from the "Internet Age" to the "AI Age", and an important aspect of developing new productive forces. By attaching great importance to AI development, China has actively promoted the deep integration of the Internet, big data, AI and the real economy, to cultivate and expand the intelligent industry and accelerate the development of new-quality productivity, providing new impetus for high-quality development. The Group believes that, with strong support at the national level, the AI industry will experience another round of substantial growth, which opens up a new chapter for the development of the digital industry.

The Group will also accelerate its presence in the AI industry chain by actively capturing development opportunities brought about by AI technology. Capitalizing on its industrial strengths, the Group will cater to the AI industry chain through Comtech and Ingdan and speed up its construction of an innovation-driven development model. Comtech, as the technology service platform for the chip industry, will continue to research and develop, and enhance the design of chip application solutions in order to meet AI technologies' market demand for high-performance chips and computing power supply chain. The AI computing power supply chain is expected to embrace accelerated growth. Meanwhile, Ingdan, by leveraging its big data analysis capability of "Ingdan Cloud", has effectively integrated the complete intelligent hardware application solutions with products to speed up the successful application of AI products. The Group will continue to upgrade its service platform in order to provide complete service coverage for the entire AI industry chain, and capture business opportunities arising from the smart transformation in China.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

II. 提升硬蛋科技的收入來源

本集團計劃進一步加強硬蛋科技的收入來源，積極聚焦新能源智能電池雲業務的開拓，並重點佈局兩輪車電池雲服務，搶佔市場的新趨勢。此外，為了把握AI時代的機遇，本集團打造了iPaaS技術整合平台，發展成為服務AIoT「芯-端-雲」產業鏈的核心技術供應商，重點服務智能汽車、數字基建、工業互聯、能源控制及大消費五大智能硬件領域。作為企業服務平台，本集團於平台獲取大量客戶、購買需求和數據，並提供強大的數據分析工具為企業服務。本集團打造「芯-端-雲」的產業閉環以滿足AI產業鏈的需求，「芯」是通過科通技術為芯片行業上游的供應商提供向下游拓展市場的芯片應用設計及分銷服務。硬蛋科技則專注於「端」和「雲」的服務，利用龐大的數據資源分析和提供成熟的整合方案，由模組、終端到雲端的技術整合支持，為不同新興行業提供度身訂造的方案。「芯-端-雲」的產業閉環產生協同效應，從而促進硬蛋科技於未來為本集團帶來更大貢獻。隨著硬蛋科技的研發項目日趨成熟，自研產品將為本集團的業績表現作出更多貢獻。同時，本集團亦計劃通過為客戶提供增值服務(包括但不限於企業及技術服務)以及孵化計劃等投資服務進一步提升本集團的業績表現。

II. Enhanced revenue streams from Ingdan

The Group intends to further enhance Ingdan's revenue streams. In this regard, the Group will actively focus on the development of a new energy smart battery cloud business and the deployment of resources for cloud services for two-wheeler vehicle batteries, capitalizing on an important new market trend. In addition, in order to capture new opportunities in the AI era, the Group has built an iPaaS technology integration platform, to become a core technology provider serving the AIoT "chip-device-cloud" industry chain, with emphasis on five intelligent hardware fields: smart vehicles, digital infrastructure, industrial interconnection, energy control, and big consumption. As an enterprise services platform, the Group acquires a large number of customers, collecting their purchasing demands and data on its platforms, while offering powerful analytical tools as enterprise services. The Group's "chip-device-cloud" industrial closed loop is primed to meet the needs of the AI industry chain. The "chip" part of the model is to provide, through Comtech, suppliers in the upstream of the chip industry with application design and distribution services for chips to expand the downstream market. Ingdan focuses on the "device" and "cloud" services portions. Using big data resource analysis and mature integration solutions, Ingdan provides technical integration support from modules and terminals to the cloud, delivering tailor-made solutions for various emerging industries. As such, the "chip-device-cloud" industrial closed loop creates synergy, facilitating Ingdan to drive greater contributions to the Group in the future. As Ingdan's research and development projects become more sophisticated, proprietary products will contribute even more momentum to the Group's performance. The Group also plans to further enhance its performance by providing value-added services to customers, including but not limited to the provision of corporate and technology services, as well as investment services such as incubation programs.

管理層討論與分析(續) Management Discussion and Analysis (Continued)

III. 促進發展服務電子製造價值鏈的生態系統

本集團計劃促進發展一個開放、互助、繁榮的電子製造業生態系統，讓客戶和供應商的業務營運從中得益，相信此舉亦將可帶動本集團自身長遠的業務增長。本集團計劃開拓服務電子製造價值鏈的相關業務，例如供應鏈融資、保險和雲計算服務，藉以擴充平台的增值服務。

此外，本集團計劃將收集到來自客戶和供應商的大量數據營利化，提供數據導向服務，包括營銷及宣傳規劃、銷售、設計定制產品、履約管理及第三方數據服務。本集團相信上述配套服務將成為本集團服務組合的自然延伸，並將有助凝聚及挽留客戶。

IV. 進一步提升客戶忠誠度及增加每名客戶採購量

本集團計劃持續提升客戶忠誠度，並吸引現有客戶進行更多採購。本集團擬利用先進的市場分析工具為客戶提供更高效率、更合用的線上及線下平台。本集團將繼續加強平台的度身設計內容，透過持續收集及分析客戶的數據和反饋，從而更全面了解客戶所需的服務與產品，並因應客戶的業務需要結合市場走勢為客戶推薦合適的產品或開發度身定制的新產品。

III. Developing an ecosystem for the electronics manufacturing value chain

The Group plans to develop an open, collaborative, and prosperous electronic manufacturing industry ecosystem that will benefit the business operations of customers and suppliers. The Group believes this will also drive its long-term business growth. The Group intends to broaden its platforms' value-added services by extending into related businesses that serve the electronics manufacturing value chain, such as supply chain financing, insurance, and cloud computing services.

Additionally, the Group plans to monetize the vast amount of data collected from its customers and suppliers and offer data-driven services, such as marketing and advertising planning, merchandising, product customization, fulfilment management, and third-party data services. The Group believes these complementary services will become natural extensions of the Group's service mix, and will help attract and retain customers.

IV. Further enhance customer loyalty and increase purchases per customer

The Group plans to continue to enhance its customer loyalty and generate greater sales from existing customers. The Group intends to leverage its advanced market analytics tools to make its online and offline platforms more efficient and relevant to its customers. The Group will also continue to enhance customized content on its platforms, by continuously collecting and analyzing customers' data and feedback to gain a better understanding of their needs, so as to refer suitable products or develop new customized products according to customers' business needs and market trends.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

本集團計劃持續開發新配套服務，務求為客戶提供全面的產品及解決方案。本集團因此投放更多資源在客戶服務、訂單履行及付運能力方面，務求提升本集團的服務可靠度和縮短客戶回應時間，從而進一步提升平台的整體效能。為了提升新客戶的重複採購率，本集團將繼續為新客戶的主要採購人員提供強大的線上工具、企業資源規劃及其他配套服務。通過此等服務，本集團將可與相關主要人員保持緊密互動，從而深入了解客戶的需求及產品開發內容。由此，本集團將可制定為新客戶度身設計的營銷計劃，並進行其他產品的交叉銷售。

The Group plans to continue to develop new complementary services aimed at offering a complete range of products and solutions for customers. Accordingly, the Group has invested more resources in customer service, order fulfilment, and delivery capabilities in order to enhance service reliability and shorten customer response time, further enhancing the overall performance of its platforms. To increase the repeat purchase rates of newly acquired customers, the Group will continue to provide the key procurement personnel of new customers with powerful online tools, enterprise resource planning, and other complementary services. These services will enable the Group to maintain constant interactive communications with key personnel to better understand customers' demands and their product development. Accordingly, the Group will be able to create customized marketing plans targeting new customers, while cross-selling other products.

V. 推進策略夥伴關係及收購機遇

除透過內部措施發展業務外，本集團計劃通過策略夥伴關係和收購活動擴充業務。本集團將繼續物色在不同領域上具發展潛力的企業進行投資合作或收購，以進一步優化本集團的業務營運，協助擴闊本集團的用戶和收入基礎、擴大地域版圖、提升產品與服務組合、改善科技基礎建設及強化人才庫。繼而攻克不同細分領域的市場，以多元化業務提升本集團的市場優勢。本集團亦計劃借助其市場地位及業務模式，尋求具吸引力的交叉營銷和授權經營機遇，從而提升本集團的銷售能力，搶佔AI所帶來的市場增長空間。

V. Pursuing strategic partnerships and acquisition opportunities

In addition to growing business through internal initiatives, the Group plans to expand its business through strategic partnerships and acquisitions. The Group will continue to look across enterprises in different segments with good potential for investment, collaboration, or acquisition. Such strategic partnerships and acquisitions will further enhance the Group's business operations, help the Group expand its user and revenue base, widen geographic coverage, enhance product and service offerings, improve technology infrastructure, as well as strengthen talent pool. The Group's diversified business portfolio will also enhance its market strengths by targeting different market segments. The Group also plans to leverage its market position and business model to seek attractive cross-marketing, and licensing opportunities, to enhance sales ability and seize the market expansion opportunities brought by AI.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

財務回顧

FINANCIAL REVIEW

2024年上半年與2023年上半年的比較

First half of 2024 compared to first half of 2023

下表載列2024年上半年與2023年上半年的比較數據：

The following table sets forth the comparative figures for the first half of 2024 and the first half of 2023:

		未經審核 Unaudited 截至下列日期止六個月 Six months ended	
		2024年 6月30日 June 30, 2024 (人民幣百萬元) (RMB in millions)	2023年 6月30日 June 30, 2023 (人民幣百萬元) (RMB in millions)
收入	Revenue	4,321.4	3,863.5
銷售成本	Cost of sales	(3,863.8)	(3,381.1)
毛利	Gross profit	457.6	482.4
其他收入	Other income	8.2	26.9
銷售及分銷開支	Selling and distribution expenses	(95.4)	(90.2)
研發開支	Research and development expenses	(43.6)	(63.4)
行政及其他經營開支	Administrative and other operating expenses	(98.6)	(107.9)
經營溢利	Profit from operations	228.2	247.8
財務成本	Finance costs	(57.9)	(51.8)
應佔聯營公司業績	Share of results of associates	8.3	0.6
除稅前溢利	Profit before tax	178.6	196.6
所得稅開支	Income tax expenses	(9.5)	(28.5)
期內溢利	Profit for the period	169.1	168.1
以下應佔期內溢利：	Profit for the period attributable to:		
本公司擁有人	Owners of the Company	112.7	92.5
非控股權益	Non-controlling interests	56.4	75.6
期內溢利	Profit for the period	169.1	168.1

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

概覽

報告期間，經營溢利減少，金額約為人民幣228.2百萬元，較2023年同期的約人民幣247.8百萬元減少約人民幣19.6百萬元。本集團的溢利有所增加，金額約為人民幣169.1百萬元，較2023年同期的約人民幣168.1百萬元增加約人民幣1.0百萬元。本公司權益股東應佔溢利約為人民幣112.7百萬元，較2023年同期的約人民幣92.5百萬元增加約人民幣20.2百萬元。

收入

報告期間，本集團的收入約為人民幣4,321.4百萬元，較2023年同期的約人民幣3,863.5百萬元增加約人民幣457.9百萬元或約11.9%。本集團的收入包括IC、其他電子元器件、AIoT產品及自研與半導體產品的銷售額約人民幣4,300.8百萬元及引力金服收入約人民幣20.6百萬元。該增加乃主要由於AI技術相關產業對芯片的需求不斷增長以及內存及存儲模塊產品等部分市場逐步復甦。

收入成本

報告期間的收入成本約為人民幣3,863.8百萬元，較截至2023年6月30日止六個月的約人民幣3,381.1百萬元增加約14.3%。收入成本增加乃由於「收入」一段所述的收入增加。

毛利

報告期間的毛利約為人民幣457.6百萬元，較截至2023年6月30日止六個月的約人民幣482.4百萬元減少約5.1%。該減少乃主要受毛利率從截至2023年6月30日止六個月的12.5%降至2024年同期的10.6%所帶動。該減少乃主要由於客戶組合的變化，2024年上半年自大客戶獲得的收入相對高於2023年同期。一般而言，由於向大客戶銷售的毛利率相對較低，因此向大客戶銷售越多，總體毛利率越低。

Overview

For the Reporting Period, profit from operations decreased and amounted to approximately RMB228.2 million, representing a decrease of approximately RMB19.6 million as compared with approximately RMB247.8 million for the corresponding period of 2023. Profit of the Group increased and amounted to approximately RMB169.1 million, representing an increase of approximately RMB1.0 million as compared with approximately RMB168.1 million for the corresponding period of 2023. Profit attributable to equity shareholders of the Company amounted to approximately RMB112.7 million, representing an increase of approximately RMB20.2 million compared with approximately RMB92.5 million for the corresponding period of 2023.

Revenue

For the Reporting Period, revenue of the Group amounted to approximately RMB4,321.4 million, representing an increase of approximately RMB457.9 million or approximately 11.9% as compared with approximately RMB3,863.5 million for the corresponding period of 2023. The Group's revenue comprised approximately RMB4,300.8 million of sales of IC, other electronic components, AIoT products and proprietary and semi-conductor products, and approximately RMB20.6 million of revenue from IngFin Financing Services. The increase was primarily due to an increasing demand for chips on the AI technology-related industry, and the gradual recovery of some markets such as storage and memory module products.

Cost of Revenue

Cost of revenue for the Reporting Period was approximately RMB3,863.8 million, representing an increase of approximately 14.3% from approximately RMB3,381.1 million for the six months ended June 30, 2023. The increase in cost of revenue was due to an increase in revenue described under the paragraph headed "Revenue".

Gross Profit

Gross profit for the Reporting Period was approximately RMB457.6 million, representing a decrease of approximately 5.1% from approximately RMB482.4 million for the six months ended June 30, 2023. The decrease was primarily driven by a decrease in gross margin from 12.5% for the six months ended June 30, 2023 to 10.6% for the corresponding period of 2024. The decrease was primarily contributed by a change in customer mix, in which revenue earned from large customers in first half of 2024 was relatively higher than that in the corresponding period of 2023. In general, since gross margin for sales to large customers was comparatively lower, more sales to large customers resulted in lower overall gross margin.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

其他收入

報告期間，本集團的其他收入約為人民幣8.2百萬元，較2023年同期的約人民幣26.9百萬元減少約人民幣18.7百萬元或約69.5%。此乃主要由於2023年上半年錄得匯兌收益淨額約人民幣14.1百萬元，而2024年同期則為零。其他收入的變動亦主要由於2024年上半年錄得政府補助約人民幣0.8百萬元，而2023年同期錄得約人民幣5.7百萬元。

銷售及分銷開支

報告期間，本集團的銷售及分銷開支約為人民幣95.4百萬元，較2023年同期的約人民幣90.2百萬元增加約人民幣5.2百萬元或約5.8%。此乃主要由於銷售產品數量增加導致物流及倉儲成本增加。其他銷售相關成本(如為爭取新客戶而開展營銷及促銷活動)的增加亦是原因之一。該增加被2024年上半年錄得貿易應收款項虧損撥備約人民幣7.5百萬元所抵銷，而2023年同期錄得貿易應收款項虧損撥備約人民幣26.0百萬元。

研發開支

報告期間，本集團的研發開支約為人民幣43.6百萬元，較2023年同期的約人民幣63.4百萬元減少約人民幣19.8百萬元或約31.2%。此乃主要由於用於IC芯片分銷及應用設計研發、AIoT產品及技術以及自研產品定製技術解決方案的支出減少。

行政及其他經營開支

報告期間的行政及其他經營開支約為人民幣98.6百萬元，較2023年同期的約人民幣107.9百萬元減少約人民幣9.3百萬元或約8.6%。此乃主要由於2024年上半年錄得無形資產攤銷約人民幣51.1百萬元，而2023年同期錄得約人民幣60.0百萬元。

Other Income

For the Reporting Period, other income of the Group amounted to approximately RMB8.2 million, representing a decrease of approximately RMB18.7 million or approximately 69.5% as compared with approximately RMB26.9 million for the corresponding period of 2023. This was primarily due to a net foreign exchange gain of approximately RMB14.1 million recorded for the first half of 2023 as compared to nil amount recorded in the corresponding period of 2024. The change in other income was also primarily due to government grants of approximately RMB0.8 million recorded for the first half of 2024 as compared to approximately RMB5.7 million recorded in the corresponding period of 2023.

Selling and Distribution Expenses

Selling and distribution expenses of the Group for the Reporting Period amounted to approximately RMB95.4 million, representing an increase of approximately RMB5.2 million or approximately 5.8% from approximately RMB90.2 million over the corresponding period of 2023. This was primarily due to an increase in logistics and warehousing costs as a result of an increase in product quantities of sales. It was also contributed by an increase in other selling related costs such as marketing and promotion campaigns for new customer acquisition. The increase was offset by loss allowance on trade receivables of approximately RMB7.5 million recorded for the first half of 2024 as compared to loss allowance on trade receivables of approximately RMB26.0 million recorded in the corresponding period of 2023.

Research and Development Expenses

For the Reporting Period, research and development expenses of the Group amounted to approximately RMB43.6 million, representing a decrease of approximately RMB19.8 million or approximately 31.2% from approximately RMB63.4 million over the corresponding period of 2023. This was primarily due to less expenses spent on the research and development of IC chip distribution and application design, AIoT products and technologies, as well as customized technical solutions for proprietary products.

Administrative and Other Operating Expenses

Administrative and other operating expenses for the Reporting Period were approximately RMB98.6 million, representing a decrease of approximately RMB9.3 million or approximately 8.6% from approximately RMB107.9 million over the corresponding period of 2023. This was primarily due to amortization of intangible assets of approximately RMB51.1 million recorded for the first half of 2024 as compared to approximately RMB60.0 million recorded in the corresponding period of 2023.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

所得稅

我們的所得稅由截至2023年6月30日止六個月的約人民幣28.5百萬元減少約人民幣19.0百萬元或66.7%至報告期間的約人民幣9.5百萬元，主要由於經營溢利減少令除稅前溢利下降。截至2024年6月30日止六個月的實際稅率為5.3%，而截至2023年6月30日止六個月的實際稅率則為14.5%。實際稅率下降，主要由於香港及中國附屬公司貢獻的溢利相對中國附屬公司貢獻的免稅溢利的比例下降。香港的利得稅稅率為16.5%，而中國的所得稅稅率為25%。

報告期間的本公司權益股東應佔溢利

報告期間，本公司權益股東應佔溢利約為人民幣112.7百萬元，較2023年同期的約人民幣92.5百萬元增加約人民幣20.2百萬元或約21.8%。該增加主要由於截至2024年6月30日止六個月錄得非控股權益約人民幣56.4百萬元，而2023年同期則錄得約人民幣75.6百萬元。

流動資金及資金來源

於2024年6月30日，本集團的流動資產約為人民幣7,097.9百萬元，主要包括現金及銀行結餘（包括已抵押存款）、存貨以及貿易及其他應收款項，金額分別約為人民幣821.4百萬元、人民幣4,034.4百萬元及約人民幣2,023.6百萬元。本集團的流動負債約為人民幣5,289.2百萬元，其中約人民幣1,725.4百萬元為銀行貸款及約人民幣2,781.4百萬元為貿易及其他應付款項。於2024年6月30日，本集團的流動比率（流動資產對流動負債比率）為1.34，較於2023年12月31日的1.51下降約11.3%。流動比率變動主要由於其他金融負債從非流動部分轉為流動部分、銀行貸款增加以及存貨減少，惟此被貿易及其他應付款項減少所抵銷。

Income Tax

Our income tax decreased by approximately RMB19.0 million or 66.7% from approximately RMB28.5 million for the six months ended June 30, 2023 to approximately RMB9.5 million for the Reporting Period, primarily due to a decrease in profit before tax as a result of the decreased profit from operations. The effective tax rate for the six months ended June 30, 2024 was 5.3%, as compared to 14.5% for the six months ended June 30, 2023. The decrease in effective tax rate was mainly due to decreased ratio of profits contributed by both Hong Kong and PRC subsidiaries to profits contributed by PRC subsidiaries with tax exemptions. The profits tax rate in Hong Kong is 16.5% while the income tax rate in the PRC is 25%.

Profit Attributable to Equity Shareholders of the Company for the Reporting Period

For the Reporting Period, profit attributable to equity shareholders of the Company amounted to approximately RMB112.7 million, representing an increase of approximately RMB20.2 million or approximately 21.8% as compared with approximately RMB92.5 million for the corresponding period of 2023. The increase was primarily due to non-controlling interests amounting to approximately RMB56.4 million for the six months ended June 30, 2024 whilst approximately RMB75.6 million was recorded for the corresponding period of 2023.

Liquidity and Source of Funding

As at June 30, 2024, the current assets of the Group amounted to approximately RMB7,097.9 million, which mainly comprised cash and bank balances (including pledged deposits), inventories and trade and other receivables, in the amount of approximately RMB821.4 million, RMB4,034.4 million and approximately RMB2,023.6 million, respectively. Current liabilities of the Group amounted to approximately RMB5,289.2 million, of which approximately RMB1,725.4 million was bank loans and approximately RMB2,781.4 million was trade and other payables. As at June 30, 2024, the current ratio (the current assets to current liabilities ratio) of the Group was 1.34, representing a decrease of approximately 11.3% as compared with 1.51 as at December 31, 2023. The change in the current ratio was primarily due to a change from non-current portion to current portion of other financial liabilities, an increase in bank loans and a decrease in inventories, offset by a decrease in trade and other payables.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

根據於2020年9月10日、2020年9月25日、2020年10月16日及2021年6月29日訂立的認購協議(統稱「該等認購事項」)，本集團向各投資者授予贖回權。贖回權構成一份合約，當中包含本集團購回其附屬公司股本工具的義務，以致按贖回價的現值(為人民幣630.4百萬元)確認贖回金融負債，並於其後按攤餘成本計量。該等認購事項之進一步詳情載於本公司日期為2020年9月10日、2020年9月25日、2020年10月16日及2021年6月29日之公告內。

於2024年6月30日或本報告日期，本集團並無其他債務融資承擔，亦無違反任何融資契諾。

資本開支

報告期間，本集團的資本開支約為人民幣0.6百萬元，而2023年同期約人民幣0.6百萬元。

淨資產負債比率

於2024年6月30日，本集團的淨資產負債比率(按淨債務(銀行貸款總額、租賃負債及其他金融負債減現金及現金等價物及已抵押存款)除以淨債務及總權益的總和計算)約為26.7%，而2023年12月31日則約為25.1%。該上升主要由於報告期間銀行貸款增加所致。

重大投資

報告期間，本集團並無作出或持有任何重大投資(包括對一家被投資公司的任何投資，而於2024年6月30日佔本公司資產總值5%或以上)。

重大收購及出售

本集團於報告期間內並無作出任何重大收購及出售。

Pursuant to the subscription agreements entered into on September 10, 2020, September 25, 2020, October 16, 2020 and June 29, 2021 (together, the “Subscriptions”), a redemption right is granted by the Group to each investor. The redemption right constituted a contract that contains an obligation for the Group to repurchase the equity instruments of the subsidiaries of the Group and gives rise to a redemption financial liability recognized at the present value of the redemption price, being RMB630.4 million, and subsequently measured at amortized cost. Further details of the Subscriptions are set out in the announcements of the Company dated September 10, 2020, September 25, 2020, October 16, 2020 and June 29, 2021.

The Group does not have other debt financing obligations as at June 30, 2024 or the date of this report and does not have any breaches of financial covenants.

Capital Expenditure

For the Reporting Period, the capital expenditure of the Group amounted to approximately RMB0.6 million, compared with approximately RMB0.6 million for the corresponding period in 2023.

Net Gearing Ratio

As of June 30, 2024, the net gearing ratio of the Group, which was calculated by dividing net debt (total bank loans, lease liabilities and other financial liabilities minus cash and cash equivalents and pledged deposits) by the sum of net debt and total equity was approximately 26.7% as compared with 25.1% as at December 31, 2023. The increase was primarily due to an increase in bank loans during the Reporting Period.

Significant Investments

The Group did not make or hold any material investments (including any investment in an investee company with a value of 5% or more of the Company’s total assets as at June 30, 2024) for the Reporting Period.

Material Acquisitions and Disposals

The Group did not have any material acquisitions and disposals during the Reporting Period.

管理層討論與分析(續) Management Discussion and Analysis (Continued)

未來作重大投資及資本資產的計劃

深圳科通已於2022年6月28日向深圳證券交易所提交在深圳證券交易所創業板進行建議A股上市(「建議A股上市」)之上市申請(「創業板上市申請」)，並於2022年6月30日獲深圳證券交易所通知確認建議A股上市之申請。

誠如本公司日期為2024年4月18日之公告所披露，經審慎考慮中國證券監督管理委員會(「中國證監會」)推出之新規、市場狀況及本集團發展策略後，科通技術決定撤回其創業板上市申請，並將於適當情況下申請於中國適當的證券交易所及板塊上市。

有關建議A股上市的進一步詳情，請參閱本公司日期為2021年9月30日、2021年12月7日、2022年6月30日、2023年2月28日、2023年6月27日、2024年1月31日及2024年4月18日的公告及本公司日期為2022年3月10日的通函，內容有關建議分拆深圳科通及建議其A股在中國的證券交易所上市。

本報告所指之科通技術財務數據乃基於本公司所識別及分配之獨立管理業務分部，故未必與深圳科通進行建議A股上市之財務數據相同。本集團目前持有深圳科通約66.84%，深圳科通將繼續併表至本集團的綜合財務報表內。

資產抵押

除截至2024年6月30日及2023年12月31日的金額分別為約人民幣318.0百萬元及約人民幣287.7百萬元的已抵押銀行存款外，本集團於報告期間內概無任何資產抵押。已抵押銀行存款及已抵押應收賬款已作為香港及中國數家銀行所授予信貸融資的抵押。

或然負債

於2024年6月30日，本集團及本公司均無任何重大或然負債。

Future Plans for Material Investments and Capital Assets

Shenzhen Comtech has submitted its listing application to the Shenzhen Stock Exchange for the Proposed A-Share Listing (the “Proposed A-Share Listing”) on the ChiNext Board of the Shenzhen Stock Exchange on June 28, 2022 (the “ChiNext Board Listing Application”), which was notified by the Shenzhen Stock Exchange on June 30, 2022 that the application for the Proposed A-Share Listing was acknowledged.

As disclosed in the announcement of the Company dated April 18, 2024, after careful consideration of the new regulations introduced by the China Securities Regulatory Commission (the “CSRC”), the market conditions and the Group’s own development strategy, Comtech has decided to withdraw its ChiNext Board Listing Application and will, under suitable conditions, apply for listing on an appropriate board on a stock exchange in China.

Further details of the Proposed A-Share Listing can be referred to the announcements of the Company dated September 30, 2021, December 7, 2021, June 30, 2022, February 28, 2023, June 27, 2023, January 31, 2024 and April 18, 2024 and the circular of the Company dated March 10, 2022 in relation to the Proposed Spin-off and the Proposed A-Share Listing of Shenzhen Comtech on a stock exchange in the PRC.

The financial data of Comtech referred to in this report is based on the separately managed business segments identified and allocated by the Company and therefore is not equivalent to the financial data of Shenzhen Comtech for the Proposed A-Share Listing. The Group currently holds approximately 66.84% of Shenzhen Comtech, which financial statements will continue to be consolidated into the Group’s consolidated financial statements.

Pledge of Assets

Except for the pledged bank deposits of approximately RMB318.0 million and approximately RMB287.7 million as of June 30, 2024 and December 31, 2023, respectively, the Group did not have any pledge of assets during the Reporting Period. The pledged bank deposits and pledged account receivables were placed as security for credit facilities granted by several banks in Hong Kong and PRC.

Contingent Liabilities

Neither the Group nor the Company had any significant contingent liabilities as at June 30, 2024.

管理層討論與分析(續)

Management Discussion and Analysis (Continued)

匯兌風險

報告期間內的外幣交易乃按於交易日期適用的外幣匯率換算。以外幣計值的貨幣資產及負債乃按於報告期間末適用的外幣匯率換算。匯兌收益及虧損於損益中確認。

以外幣的歷史成本計量的非貨幣資產及負債乃使用於交易日期適用的外幣匯率換算。按公平值列賬的以外幣計值的非貨幣資產及負債乃使用於釐定公平值當日適用的外幣匯率換算。

並非以人民幣為功能貨幣的業務的業績乃按與於交易日期適用的外幣匯率相若的匯率換算為人民幣。簡明綜合財務狀況表項目乃按於報告期間末的收市外幣匯率換算為人民幣。所產生的匯兌差額乃於其他全面收益內確認，並於權益中的匯兌儲備內獨立累計。

於出售並非以人民幣為功能貨幣的業務時，有關該並非以人民幣為功能貨幣的業務的匯兌差額的累計金額乃於確認出售的損益時自權益重新分類至損益。

於報告期間內，本集團並無使用任何衍生金融工具對沖涉及外幣交易及日常業務過程中產生的其他金融資產及負債的波動。本集團管理層密切監察外匯風險並將於有需要時考慮對沖重大外幣風險。

報告期間後事項

自截至2024年6月30日止六個月結束以來，概無發生任何可能影響本集團的重大事件。

香港，2024年8月30日

Foreign Exchange Exposure

Foreign currency transactions during the Reporting Period are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the Reporting Period. Exchange gains and losses are recognized in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

The results of operations with functional currency other than RMB are translated into RMB at the exchange rates approximating the foreign exchange rates ruling at the dates of transactions. Condensed consolidated statement of financial position items are translated into RMB at the closing foreign exchange rates at the end of the Reporting Period. The resulting exchange differences are recognized in other comprehensive income and accumulated separately in equity in the exchange reserve.

On disposal of an operation with functional currency other than RMB, the cumulative amount of the exchange differences relating to that operation with functional currency other than RMB is reclassified from equity to profit or loss when the profit or loss on disposal is recognized.

During the Reporting Period, the Group did not use any derivative financial instruments to hedge against the volatility associated with foreign currency transactions and other financial assets and liabilities arising in the ordinary course of business. The Group's management monitors foreign exchange exposure closely and will consider hedging significant foreign currency exposure should the need arise.

Events after the Reporting Period

There were no significant events that might affect the Group since the end of the six months ended June 30, 2024.

Hong Kong, August 30, 2024

其他資料 Other Information

董事及最高行政人員於本公司及任何相聯法團之股份、相關股份及債權證之權益及淡倉

於2024年6月30日，董事及本公司最高行政人員在本公司或其相聯法團（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(i)須根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所之權益及淡倉（包括根據證券及期貨條例有關條文董事或最高行政人員被當作或視為擁有之權益及淡倉）；(ii)根據證券及期貨條例第352條須記入該條所指本公司存置之登記冊之權益及淡倉；(iii)根據上市規則所載的標準守則須通知本公司及聯交所之權益及淡倉；或(iv)根據董事所知披露之權益及淡倉如下：

(i) 於本公司股份之權益

董事姓名	權益性質	股份數目 ⁽¹⁾	概約股權百分比 ⁽³⁾
Name of Director	Nature of Interest	Number of Shares ⁽¹⁾	Approximate percentage of shareholding ⁽³⁾
康先生 Mr. Kang	受控法團權益 ⁽²⁾ Interest of controlled corporation ⁽²⁾	650,200,000	46.63%
	實益擁有人 Beneficial owner	1,800,000	0.13%
胡先生 Mr. Wu	實益擁有人 Beneficial owner	1,800,000	0.13%
郭女士 Ms. Guo	實益擁有人 Beneficial owner	600,000	0.04%

附註：

- (1) 所有股份均以好倉（定義見證券及期貨條例第XV部）持有。
- (2) 康先生擁有Envision Global的100%權益，而Envision Global則擁有此等股份。因此，康先生被視為於Envision Global持有之此等股份中擁有權益。
- (3) 百分比僅供闡釋用途，數字可能因四捨五入而略有出入，乃按2024年6月30日已發行股份數目（並無計及將根據受限制股份單位計劃予以發行之股份）計算。

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

As at June 30, 2024, the interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying Shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were (i) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors or chief executives have taken or deemed to have taken under such provisions of the SFO); (ii) required, pursuant to section 352 of the SFO, to be recorded in the register maintained by the Company referred to therein; (iii) required, pursuant to the Model Code contained in the Listing Rules, to be notified to the Company and the Stock Exchange; or (iv) disclosed according to the knowledge of the Directors were as follows:

(i) Interests in the Shares of the Company

Notes:

- (1) All the Shares are held in long position (as defined under Part XV of the SFO).
- (2) Mr. Kang owns 100% of Envision Global, which in turn owns these Shares. Mr. Kang is therefore deemed to be interested in these Shares held by Envision Global.
- (3) The percentage is for illustrative purpose only, subject to rounding error, and is calculated based on the number of Shares in issue as at June 30, 2024 (without taking into account the Shares to be issued pursuant to the RSU Schemes).

其他資料(續) Other Information (Continued)

(ii) 於證券及期貨條例第XV部所指任何本公司相聯法團之權益

(ii) Interests in any associated corporation of the Company within the meaning of Part XV of the SFO

董事姓名	證券及期貨條例第XV部所指本公司相聯法團的名稱	權益性質	擁有權益的證券數目(股)	概約股權百分比
Name of Director	Name of associated corporation of the Company within the meaning of Part XV of the SFO	Nature of interest	Number of securities interested (share)	Approximate percentage of shareholding
康先生 Mr. Kang	Envision Global ⁽²⁾ Envision Global ⁽²⁾	實益擁有人 Beneficial owner	1	100%

附註：

(1) 所有股份均以好倉(定義見證券及期貨條例第XV部)持有。

(2) 康先生直接擁有Envision Global的100%權益。

Notes:

(1) All the shares are held in long position (as defined under Part XV of the SFO).

(2) Mr. Kang directly owns 100% of Envision Global.

除上文所披露者外，於2024年6月30日，據任何董事或本公司最高行政人員所知，概無董事或本公司最高行政人員於本公司或其相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權證中擁有任何(i)根據證券及期貨條例第XV部須通知本公司及聯交所的權益或淡倉(包括根據證券及期貨條例有關條文董事被當作或視為擁有的權益及淡倉)；或(ii)根據證券及期貨條例第352條須記入該條所指的登記冊的權益或淡倉；或(iii)根據標準守則另行通知本公司及聯交所的權益或淡倉。

Save as disclosed above, as at June 30, 2024, so far as is known to any Director or the chief executive of the Company, none of the Directors or the chief executives of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were (i) required to be notified to the Company and the Stock Exchange pursuant to Part XV of the SFO (including the interests and short positions which the Director is taken or deemed to have under such provisions of the SFO); or (ii) required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein; or (iii) otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

其他資料(續) Other Information (Continued)

主要股東於本公司股份、相關股份及債權證之權益及淡倉

於2024年6月30日，據董事所知悉，以下主要股東於本公司股份或相關股份中擁有已記入本公司根據證券及期貨條例第XV部第336條須存置的登記冊內之權益或淡倉：

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY

As at June 30, 2024, so far as the Directors are aware, the following substantial shareholders had interests or short positions in the Shares or underlying Shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of Part XV of the SFO:

名稱／姓名	權益性質	股份數目 ⁽¹⁾	概約股權百分比 ⁽⁴⁾
Name	Nature of Interest	Number of Shares ⁽¹⁾	Approximate percentage of shareholding ⁽⁴⁾
Envision Global ⁽²⁾	實益擁有人	650,200,000	46.63%
Envision Global ⁽²⁾	Beneficial owner		
康先生 ⁽²⁾	受控法團權益	650,200,000	46.63%
Mr. Kang ⁽²⁾	Interest of a controlled corporation		
	實益擁有人	1,800,000	0.13%
	Beneficial owner		
Total Dynamic ⁽³⁾	實益擁有人	182,888,000	13.12%
Total Dynamic ⁽³⁾	Beneficial owner		
姚女士 ⁽³⁾	受控法團權益	182,888,000	13.12%
Ms. Yao ⁽³⁾	Interest of a controlled corporation		

附註：

- (1) 所有股份均以好倉(定義見證券及期貨條例第XV部)持有。
- (2) 康先生擁有Envision Global的100%權益，而Envision Global則擁有此等股份。因此，康先生被視為於Envision Global持有之此等股份中擁有權益。
- (3) 姚女士擁有Total Dynamic的100%權益，而Total Dynamic則擁有此等股份。因此，姚女士被視為於Total Dynamic持有之此等股份中擁有權益。
- (4) 百分比僅供闡釋用途，數字可能因四捨五入而略有出入，乃按2024年6月30日已發行股份數目(並無計及將根據受限制股份單位計劃予以發行之股份)計算。

Notes:

- (1) All the Shares are held in long position (as defined under Part XV of the SFO).
- (2) Mr. Kang owns 100% of Envision Global, which in turn owns these Shares. Therefore, Mr. Kang is deemed to be interested in these Shares held by Envision Global.
- (3) Ms. Yao owns 100% of Total Dynamic, which in turn owns these Shares. Therefore, Ms. Yao is deemed to be interested in these Shares held by Total Dynamic.
- (4) The percentage is for illustrative purpose only, subject to rounding error, and is calculated based on the number of Shares in issue as at June 30, 2024 (without taking into account the Shares to be issued pursuant to the RSU Schemes).

除上文所披露者外，於2024年6月30日，董事並無獲任何人士告知其於本公司股份或相關股份中擁有已記入根據證券及期貨條例第336條須存置的登記冊內之權益或淡倉。

Save as disclosed above, as at June 30, 2024, the Directors have not been notified by any person who had interests or short positions in the Shares or underlying Shares of the Company as recorded in the register required to be kept pursuant to Section 336 of the SFO.

僱員及薪酬政策

於2024年6月30日，本集團共有588名僱員（2023年6月30日：586名），當中14名（2023年6月30日：15名）為兼職僱員。本集團僱用的僱員人數視乎需要不時變動。僱員薪酬乃根據現行行業慣例及僱員的教育背景、經驗及表現釐定。我們定期檢討本集團僱員的薪酬政策及待遇。除養老金、內部培訓計劃、酌情花紅、醫療保險及強制性公積金外，僱員可根據個人表現評估獲授予股份獎勵。

本集團主要行政人員的薪酬由本公司薪酬委員會釐定，薪酬委員會負責根據本集團的表現及行政人員各自對本集團作出的貢獻檢討及釐定行政人員的薪酬。本公司亦設有一項已屆滿且當中有尚未行使受限制股份單位的股份計劃及一項股份計劃。

本集團於截至2024年6月30日止六個月產生的薪酬成本總額約為人民幣74.9百萬元（截至2023年6月30日止六個月：人民幣65.4百萬元）。

股份計劃

本公司有一項已屆滿且當中有尚未行使受限制股份單位的股份計劃及一項股份計劃，即2014年受限制股份單位計劃及2023年受限制股份單位計劃。

由於在報告期內並無根據本公司受限制股份單位計劃授予獎勵，因此並無就報告期內授予的獎勵發行新股。

EMPLOYEE AND REMUNERATION POLICIES

As at June 30, 2024, the Group had 588 employees in total (June 30, 2023: 586), of which 14 employees work part-time (June 30, 2023: 15). The number of employees employed by the Group varies from time to time depending on need. Employee remuneration is determined in accordance with prevailing industry practice and employees' educational backgrounds, experiences and performance. The remuneration policy and package of the Group's employees are periodically reviewed. Apart from pension funds, in-house training programs, discretionary bonuses, medical insurance and mandatory provident fund, share awards may be granted to employees according to the assessment of individual performance.

Compensation of key executives of the Group is determined by the Company's remuneration committee which reviews and determines executives' compensation based on the Group's performance and the executives' respective contributions to the Group. The Company also has one expired share scheme with RSUs outstanding and one share scheme.

The total remuneration cost incurred by the Group for the six months ended June 30, 2024 was approximately RMB74.9 million (for the six months ended June 30, 2023: RMB65.4 million).

SHARE SCHEMES

The Company has one expired share scheme with RSUs outstanding and one share scheme, namely the 2014 RSU Scheme and the 2023 RSU Scheme, respectively.

No new Shares may be issued in respect of awards granted during the Reporting Period as no awards were granted under the RSU Schemes of the Company during the Reporting Period.

其他資料(續) Other Information (Continued)

2014年受限制股份單位計劃

本公司於2014年3月1日採納2014年受限制股份單位計劃，該計劃於2023年6月9日本公司2023年股東週年大會結束時終止(「終止2014年受限制股份單位計劃」)。

於2024年6月30日及本報告日期，根據2014年受限制股份單位計劃，分別仍有合共1,060,000份股份獎勵及795,000份股份獎勵尚未行使。

可供授出的受限制股份單位數目上限(可以新股份或現有股份撥出)

根據2014年受限制股份單位計劃可予授出的受限制股份單位總數(不包括根據2014年受限制股份單位計劃已沒收的受限制股份單位)將不會超過137,400,000股股份，即於2014年7月18日已發行及發行在外股份的10%。然而，根據終止2014年受限制股份單位計劃，2023年6月9日之後將不再根據2014年受限制股份單位計劃授予獎勵。

2014 RSU SCHEME

The Company has adopted the 2014 RSU Scheme on March 1, 2014, which was terminated on June 9, 2023 at the conclusion of the Company's 2023 annual general meeting (the "Termination of 2014 RSU Scheme").

As at June 30, 2024 and the date of this report, an aggregate of 1,060,000 share awards and 795,000 share awards remained outstanding under the 2014 RSU Scheme, respectively.

Maximum number of RSUs (which can be satisfied by new Shares or existing Shares) available for grant

The aggregate number of RSUs available for grant under the 2014 RSU Scheme (excluding RSUs which have been forfeited in accordance with the 2014 RSU Scheme) would not exceed 137,400,000 Shares, being 10% of the issued and outstanding Shares on July 18, 2014. However, no further awards would be granted under the 2014 RSU Scheme after June 9, 2023 pursuant to the Termination of 2014 RSU Scheme.

其他資料(續) Other Information (Continued)

根據2014年受限制股份單位計劃授出而未行使的受限制股份單位(將以現有股份撥出)詳情載列如下：

Details of the outstanding RSUs granted under the 2014 RSU Scheme (to be satisfied by existing Shares) are as follows:

參與者姓名及職位	獎勵日期	歸屬期	所授出受限制股份單位涉及的購買價 ⁽¹⁾	於2024年1月1日尚未歸屬的受限制股份單位	於報告期間授出	於報告期間註銷	於報告期間歸屬	於報告期間失效 ⁽²⁾	於2024年6月30日尚未歸屬的受限制股份單位	緊接授出前股份收市價 港元	受限制股份單位於授出日期的公平值以及採用的會計準則及政策 ⁽³⁾	於報告期間緊接授出前股份收市價 港元	
Name of Participants and Roles	Date of award	Vesting period	Purchase price ⁽¹⁾	Number of Shares underlying the RSUs granted	Unvested RSUs as at January 1, 2024	Granted during the Reporting Period	Cancelled during the Reporting Period	Vested during the Reporting Period	Lapsed during the Reporting Period ⁽²⁾	Unvested RSUs as at June 30, 2024	Closing price of Shares immediately before the grant HK\$	Fair value of RSUs at the date of grant and the accounting standard and policy adopted ⁽³⁾	Weighted average closing price of the Share immediately before the date of vesting during the Reporting Period HK\$
董事 ⁽⁴⁾ Directors ⁽⁴⁾	—	—	—	—	—	—	—	—	—	—	—	—	—
報告期間五名最高薪人士 合計 Five highest paid individuals during the Reporting Period in aggregate	2022年4月20日 April 20, 2022	分12個季度分期付款(2022年4月20日至2025年4月19日) 12 quarterly installments (from April 20, 2022 to April 19, 2025)	—	480,000	240,000	—	—	80,000	—	160,000	2.12	945,600	1.08
其他承授人合計 Other grantees in aggregate	2022年4月20日 April 20, 2022	分12個季度分期付款(2022年4月20日至2025年4月19日) 12 quarterly installments (from April 20, 2022 to April 19, 2025)	—	3,420,000	1,350,000	—	—	450,000	—	900,000	2.12	6,737,400	1.08

附註：

Notes:

- 根據2014年受限制股份單位計劃，申請或接納受限制股份單位時毋須支付任何款項，而授出受限制股份單位亦不設購買價。
- 截至2024年1月1日，零個已授出受限制股份單位因員工辭職而於各自的歸屬日期之前失效。
- 受限制股份單位的公平值根據編製本公司財務報表所採用的會計準則及政策釐定，並根據授予的股份數量及股份在授出日期的收市價而計算。
- 概無董事於本報告期間擁有任何尚未行使的受限制股份單位。

其他資料(續) Other Information (Continued)

2023年受限制股份單位計劃

本公司已於2023年6月9日(「採納日期」)採納2023年受限制股份單位計劃，該計劃旨在為本公司提供靈活的方式，通過向合資格參與者提供收購本公司股權的機會，使合資格參與者的利益與本公司及股東的利益一致，從而酬謝、激勵、保留合資格參與者，向其作出獎勵、補償及/或提供利益，鼓勵合資格參與者為本公司的長期增長及盈利能力作出貢獻，並提高本公司及其股份的價值，繼而使本公司及股東整體受益。

可供授出的受限制股份單位數目上限(可以新股份或現有股份撥出)

根據2023年受限制股份單位計劃授出及擬授出的受限制股份單位總數(不包括根據2023年受限制股份單位計劃被沒收的受限制股份單位)將不超過139,426,273股股份(相當於截至採納日期已發行及發行在外股份總數的10%)(「2023年受限制股份單位計劃限額」)。

就2023年受限制股份單位計劃授予服務供應商參與者的所有獎勵而可予發行的新股份總數為4,182,788股(相當於截至採納日期已發行及發行在外股份總數的3%)(「服務供應商分限額」)。

自採納2023年受限制股份單位計劃起，概無根據2023年受限制股份單位計劃向合資格參與者授出受限制股份單位，因此，截至2024年1月1日及2024年6月30日，根據2023年受限制股份單位計劃限額及服務供應商分限額分別有139,426,273個受限制股份單位及4,182,788個受限制股份單位可供授出。

2023 RSU SCHEME

The Company has adopted the 2023 RSU Scheme on June 9, 2023 (the “**Adoption Date**”), which is meant to provide the Company with a flexible means of, remunerating, incentivizing, retaining, rewarding, compensating and/or providing benefits to Eligible Participants through aligning the interests of Eligible Participants with those of the Company and Shareholders by providing them with an opportunity to acquire shareholding interests in the Company, and thereby, encouraging Eligible Participants to contribute to the long-term growth and profitability of the Company and to enhance the value of the Company and its Shares for the benefit of the Company and Shareholders as a whole.

Maximum number of RSUs (which can be satisfied by new Shares or existing Shares) available for grant

The aggregate number of RSUs granted and to be granted under the 2023 RSU Scheme (excluding RSUs which have been forfeited in accordance with the 2023 RSU Scheme) will not exceed 139,426,273 Shares (representing 10% of the total issued and outstanding Shares as of the Adoption Date) (the “**2023 RSU Scheme Limit**”).

The total number of new Shares that may be issued pursuant to all awards to be granted to service provider participants under the 2023 RSU Scheme is 4,182,788 Shares (representing 3% of the total issued and outstanding Shares as of the Adoption Date) (the “**Service Provider Sublimit**”).

No RSUs had been granted to eligible participants under the 2023 RSU Scheme since its adoption and therefore, as of January 1, 2024 and June 30, 2024, 139,426,273 RSUs and 4,182,788 RSUs were available for grant under the 2023 RSU Scheme Limit and the Service Provider Sublimit, respectively.

其他資料(續) Other Information (Continued)

根據2023年受限制股份單位計劃可轉撥為獎勵相關獎勵股份的現有已發行股份總數設定為截至採納日期已發行及發行在外股份總數的1%，即13,942,627股股份(「**現有股份計劃限額**」)。為免生疑問，現有股份計劃限額不應計入2023年受限制股份單位計劃限額。就計算2023年受限制股份單位計劃限額而言，不應計入已根據2023年受限制股份單位計劃規則(或本公司任何其他股份計劃)的條款失效的股份。

自採納日期起，概無根據現有股份計劃限額向合資格參與者授出涉及現有股份的受限制股份單位，因此，截至2024年1月1日及2024年6月30日，根據現有股份計劃限額分別有13,942,627個受限制股份單位可供授出。

可供授出的新股份數目上限

根據2023年受限制股份單位計劃及本公司任何其他計劃(如有)可供發行的股份數目上限合共為139,426,273股股份，即於採納日期已發行及發行在外股份總數的10%(「**2023年受限制股份單位計劃授權**」)。

於報告期內，根據2023年受限制股份單位計劃授權，並無根據2023年受限制股份單位計劃發行新股份。因此，截至2024年6月30日及本報告日期，根據2023年受限制股份單位計劃授權分別有139,426,273股新股份(佔股東批准2023年受限制股份單位計劃當日已發行及發行在外股份總數的約10%)及139,426,273股新股份可供發行。

The total number of existing Shares in issue which may be transferred as Award Shares underlying an Award pursuant to the 2023 RSU Scheme is set at 1% of the total issued and outstanding Shares as of the Adoption Date, being 13,942,627 Shares (the “**Existing Shares Scheme Limit**”). For the avoidance of doubt, the Existing Shares Scheme Limit shall not count toward the 2023 RSU Scheme Limit. Shares which have lapsed in accordance with the terms of the rules of the 2023 RSU Scheme (or any other share schemes of the Company) shall not be counted for the purpose of calculating the 2023 RSU Scheme Limit.

No RSUs involving existing Shares had been granted to eligible participants under the Existing Shares Scheme Limit since the Adoption Date and therefore, as of January 1, 2024 and June 30, 2024, 13,942,627 RSUs were available for grant under the Existing Shares Scheme Limit, respectively.

Maximum number of new Shares available for issue

The maximum number of Shares issuable pursuant to the 2023 RSU Scheme and any other schemes of the Company (if any) in aggregate is 139,426,273 Shares, being 10% of the total issued and outstanding Shares as at the Adoption Date (the “**2023 RSU Scheme Mandate**”).

During the Reporting Period, no new Shares were issued pursuant to the 2023 RSU Scheme under the 2023 RSU Scheme Mandate. It follows that, as of June 30, 2024 and the date of this report, 139,426,273 new Shares (representing approximately 10% of the total issued and outstanding Shares as at the date of the Shareholders’ approval of the 2023 RSU Scheme) and 139,426,273 new shares were available for issue under the 2023 RSU Scheme Mandate, respectively.

其他資料(續) Other Information (Continued)

企業管治

本公司致力維持及推行嚴格的企業管治。本公司企業管治的原則是推進有效的內部監控措施，提高董事會的透明度及加強對所有股東的責任承擔。董事會認為本公司於報告期間內已遵守企業管治守則所載的所有適用守則條文，惟下文解釋的企業管治守則第二部分的守則條文第C.2.1及D.1.2條除外。

企業管治守則第二部分的守則條文第C.2.1條規定，主席與行政總裁的角色應有區分，並不應由一人同時兼任。本公司之主席與首席執行官並無區分，現時由康先生兼任該兩個角色。董事會相信，由同一人兼任主席及首席執行官的角色，可確保本集團內部領導貫徹一致，使本集團的整體策略規劃更有效及更具效率。董事會認為，現行安排將不會使權力和授權平衡受損，此架構可讓本公司迅速及有效地作出及落實決策。董事會將繼續進行檢討，並會因應本集團的整體情況，於適當時候考慮將董事會主席與本公司首席執行官的角色分開。

根據企業管治守則第二部分的守則條文第D.1.2條，管理層應每月向全體董事會成員提供更新資料，載列有關發行人的表現、財務狀況及前景的公正及易於理解的評估，內容足以讓董事會整體及各董事履行其職責。於報告期間內，儘管本公司管理層並無定期每月向董事會成員提供更新資料，但管理層已於每季及於適當時候向董事會提供本集團最新的業務資料，讓全體董事及時掌握本集團的表現、財務狀況及前景，及使彼等能履行其職責。

有關本公司企業管治常規之進一步資料將載於本公司截至2024年12月31日止年度的年報中之企業管治報告內。

本公司將持續定期檢討及監察其企業管治常規，以確保符合企業管治守則所載之最新措施及標準，並維持本公司的企業管治常規處於高水平。

CORPORATE GOVERNANCE

The Company is committed to maintaining and promoting stringent corporate governance. The principle of the Company's corporate governance is to promote effective internal control measures and to enhance the transparency and accountability of the Board to all shareholders. The Board is of the view that the Company has complied with all the applicable code provisions set out in the CG Code, save and except for code provisions C.2.1 and D.1.2 of part 2 of the CG Code as explained below during the Reporting Period.

Code provision C.2.1 of part 2 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. The Company does not have a separate chairman and chief executive officer and Mr. Kang currently performs these two roles. The Board believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. The Board will continue to review and consider splitting the roles of chairman of the Board and the chief executive officer of the Company at a time when it is appropriate by taking into account circumstances of the Group as a whole.

Pursuant to code provision D.1.2 of part 2 of the CG Code, management should provide all members of the board with monthly updates, giving a balanced and understandable assessment of the issuer's performance, position, and prospects in sufficient details to enable the board as a whole and each director to discharge their duties. During the Reporting Period, although the management of the Company did not provide a regular monthly update to the members of the Board, the management has provided to the Board on quarterly basis and when appropriate, the updated business information of the Group to keep all Directors abreast of the performance, position and prospects of the Group and to enable them to discharge their duties.

Further information concerning the corporate governance practices of the Company will be set out in the corporate governance report in the annual report of the Company for the year ending December 31, 2024.

The Company will continue to regularly review and monitor its corporate governance practices to ensure compliance with the latest measures and standards set out in the CG Code, and to maintain a high standard of corporate governance practices of the Company.

董事於競爭業務的權益

於報告期間內，董事並不知悉董事或本公司任何主要股東(定義見上市規則)及彼等各自的聯繫人的任何業務或權益已經或可能與本集團業務構成競爭，亦不知悉任何有關人士已經或可能與本集團發生任何其他利益衝突。

遵守董事進行證券交易的標準守則

本公司已採納標準守則，作為其就董事進行本公司證券交易的行為守則。經向全體董事作出特定查詢後，全體董事已確認，彼等於報告期間內已嚴格遵守標準守則。

董事會亦已採納標準守則以規管企業管治守則第二部分的守則條文第C.1.3條所述，可能管有關於本公司未公佈內幕消息的有關僱員進行的所有本公司證券交易。經作出合理查詢後，本公司於報告期間內並未發現本公司的有關僱員未有遵守標準守則的情況。

審核委員會審閱

本公司已根據上市規則成立審核委員會並制定其書面職權範圍。審核委員會的主要職責為審閱及監督本公司的財務報告程序及本集團的風險管理及內部監控系統，監察審核程序及履行董事會委派的其他職務及職責。審核委員會由三名成員組成，分別為郝純一先生、葉忻先生及馬啟元博士，彼等均為獨立非執行董事。郝純一先生為審核委員會主席。

DIRECTORS' INTEREST IN A COMPETING BUSINESS

During the Reporting Period, the Directors were not aware of any business or interest of the Directors or any substantial shareholder (as defined under the Listing Rules) of the Company and their respective associates that had competed or might compete with the business of the Group and any other conflicts of interests which any such person had or might have with the Group.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its code of conduct for dealings in the securities of the Company by the Directors. Having made specific enquiry of all the Directors, all the Directors confirmed that they have strictly complied with the Model Code for the Reporting Period.

The Board has also adopted the Model Code to regulate all dealings by relevant employees who are likely to be in possession of unpublished inside information of the Company in respect of securities in the Company as referred to in code provision C.1.3 of part 2 of the CG Code. No incident of non-compliance with the Model Code by the Company's relevant employees has been noted throughout the Reporting Period after making reasonable enquiry.

REVIEW BY AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in accordance with the Listing Rules. The primary duties of the Audit Committee are to review and supervise the Company's financial reporting process, risk management and internal control systems of the Group, oversee the audit process and perform other duties and responsibilities as assigned by the Board. The Audit Committee comprises three members, namely, Mr. Hao Chunyi, Charlie, Mr. Ye Xin and Dr. Ma Qiyuan, all being independent non-executive Directors. Mr. Hao Chunyi, Charlie is the chairman of the Audit Committee.

其他資料(續) Other Information (Continued)

審核委員會已審閱本集團截至2024年6月30日止六個月的未經審核中期業績及本報告。審核委員會亦已就有關本公司採納的會計政策及實務、內部監控及風險管理等事宜，與本公司高級管理層成員及本公司外聘核數師信永中和(香港)會計師事務所有限公司進行討論。

The Audit Committee has reviewed the unaudited interim results of the Group for the six months ended June 30, 2024 and this report. The Audit Committee has also discussed matters with respect to the accounting policies and practices adopted by the Company and internal control and risk management with senior management members and the external auditor of the Company, SHINEWING (HK) CPA Limited.

董事會轄下其他委員會

除審核委員會外，本公司亦已成立提名委員會及薪酬委員會。

OTHER BOARD COMMITTEE

In addition to the Audit Committee, the Company has also established a nomination committee and a remuneration committee.

董事資料變動

全體董事已確認，自本公司2023年年報登載日期以來，並無董事資料變動需根據上市規則第13.51B(1)條予以披露。

CHANGES TO DIRECTORS' INFORMATION

All the Directors confirmed that there is no change in the Directors' information required to be disclosed under Rule 13.51B(1) of the Listing Rules since the date of publication of the 2023 Annual Report of the Company.

購買、出售或贖回本公司的上市證券

於截至2024年6月30日止六個月內，本公司及其任何附屬公司概無購買、出售或贖回本公司任何香港聯交所上市證券(包括出售庫存股份)。截至2024年6月30日，本公司並無持有任何庫存股份。

PURCHASE, SALE OR REDEMPTION OF COMPANY'S LISTED SECURITIES

During the six months ended June 30, 2024, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's securities listed on the Hong Kong Stock Exchange (including any sale of treasury shares). As of June 30, 2024, the Company did not hold any treasury shares.

中期股息

董事會不建議派發截至2024年6月30日止六個月的中期股息(截至2023年6月30日止六個月：無)。

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended June 30, 2024 (for the six months ended June 30, 2023: Nil).

重大訴訟

截至2024年6月30日，本公司並無牽涉任何重大訴訟或仲裁事項，董事亦不知悉任何尚未了結或對本公司構成威脅的重大訴訟或索賠。

有關違規事項的更新

截至2024年6月30日，我們與中國業主訂立的8份租賃協議並未向有關政府機關登記。根據中國有關法律及法規，該等未登記事宜不會影響租賃協議的有效性，但有關政府機關可要求租賃訂約方於指定期間內登記有關租賃，若未能於指定期間內加以糾正，租賃訂約方可遭罰款人民幣1,000元至人民幣10,000元。我們預計因該等租賃協議未登記而可能遭致的罰款總額最高為人民幣80,000元。於上市日期至2024年6月30日期間，我們並無遭任何機關責令於指定期間內登記有關租賃協議或就未登記的租賃協議被該等機關處以罰款。此外，因未登記有關租賃而可能遭施加的罰款並不重大。

我們的中國法律顧問認為，上述事件對本集團整體而言不屬重大，而所提及的所有中國政府機關均指上述事宜的主管機關。

鑑於因我們未就租賃物業之租賃協議進行登記而可能招致之最高罰金並不重大，董事認為此違規事件將不會對我們的營運或財務狀況構成重大影響。

MATERIAL LITIGATION

As of June 30, 2024, the Company was not involved in any material litigation or arbitration, nor were the Directors aware of any material litigation or claims that were pending or threatened against the Company.

UPDATE ON NON-COMPLIANCE MATTERS

As of June 30, 2024, 8 of our lease agreements with PRC landlords had not been registered with the relevant government authorities. Under relevant PRC laws and regulations, the non-registration would not affect the validity of these lease agreements, but the relevant governmental authority may ask the parties to a lease to register the lease within a given period, and a fine ranging between RMB1,000 to RMB10,000 may be imposed on the parties to a lease for failing to rectify within the given period. We estimate that the aggregate maximum amount of penalties for not registering such lease agreements would be RMB80,000. During the period between the Listing Date and June 30, 2024, we had not been ordered by any authorities to register the lease agreements within a given period or fined by such authorities with respect to these non-registered lease agreements. In addition, the fine which may potentially be imposed as a result of the failure to register the relevant leases would be immaterial.

Our PRC Legal Advisor is of the view that the above incident is not material to our Group as a whole, and all the PRC governmental authorities referred to are the competent authorities for the matters mentioned.

Our Directors are of the view that this non-compliance incident will not have a material operational or financial impact on us, given that the potential maximum fine for failure to register lease agreements for properties we leased would be immaterial.

簡明綜合中期財務資料審閱報告

Report on Review of Condensed Consolidated Interim Financial Information



SHINEWING (HK) CPA Limited
17/F., Chubb Tower, Windsor House
311 Gloucester Road, Causeway Bay, Hong Kong

信永中和(香港)會計師事務所有限公司
香港銅鑼灣告士打道311號
皇室大廈安達人壽大樓17樓

致硬蛋創新董事會

(於開曼群島註冊成立的有限公司)

TO THE BOARD OF DIRECTORS OF ING DAN, INC.

(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36至79頁的硬蛋創新(「貴公司」)及其附屬公司的簡明綜合財務報表,此報表包括於2024年6月30日的簡明綜合財務狀況表與截至該日止六個月期間的相關簡明綜合損益及其他全面收益表、簡明綜合權益變動表和簡明綜合現金流量表,以及其他附註解釋。香港聯合交易所有限公司《證券上市規則》規定,就中期財務資料擬備的報告必須符合以上規則的有關條文以及香港會計師公會(「香港會計師公會」)頒佈的《香港會計準則》(「香港會計準則」)第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號擬備及列報該等簡明綜合財務報表。我們的責任是根據我們的審閱對該等簡明綜合財務報表作出結論,並僅按照我們協定的業務約定條款向閣下(作為整體)報告我們的結論,除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

INTRODUCTION

We have reviewed the condensed consolidated financial statements of Ingdan Inc., (the “Company”) and its subsidiaries set out on pages 36 to 79, which comprise the condensed consolidated statement of financial position as of 30 June 2024 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-month period then ended, 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 (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

簡明綜合中期財務資料審閱報告(續)

Report on Review of Condensed Consolidated Interim Financial Information (Continued)

審閱範圍

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

結論

按照我們的審閱，我們並無發現任何事項，令我們相信簡明綜合財務報表未有在各重大方面根據香港會計準則第34號擬備。

信永中和(香港)會計師事務所有限公司
執業會計師
黃漢基
執業證書號碼：P05591

香港
2024年8月30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 HKICPA. A review of these condensed consolidated financial statements 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 condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

SHINEWING (HK) CPA Limited
Certified Public Accountants
Wong Hon Kei, Anthony
Practising Certificate Number: P05591

Hong Kong
30 August 2024

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2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June		
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)	
	附註 Notes			
收入	Revenue	4	4,321,417	3,863,453
銷售成本	Cost of sales		(3,863,822)	(3,381,146)
毛利	Gross profit		457,595	482,307
其他收入	Other income	6	8,164	26,857
銷售及分銷開支	Selling and distribution expenses		(95,347)	(90,163)
研發開支	Research and development expenses		(43,597)	(63,399)
行政及其他經營開支	Administrative and other operating expenses		(98,616)	(107,862)
財務成本	Finance costs	7	(57,889)	(51,791)
應佔聯營公司業績	Share of results of associates		8,275	638
除稅前溢利	Profit before tax		178,585	196,587
所得稅開支	Income tax expenses	8	(9,528)	(28,455)
期內溢利	Profit for the period	9	169,057	168,132
以下應佔期內溢利：	Profit for the period attributable to:			
本公司擁有人	Owners of the Company		112,688	92,521
非控股權益	Non-controlling interests		56,369	75,611
			169,057	168,132

簡明綜合損益及其他全面收益表(續)

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
	附註 Notes		
期內其他全面(開支)收益	Other comprehensive (expense) income for the period		
其後不會重新分類至損益的項目：	<i>Items that will not be reclassified subsequently to profit or loss:</i>		
財務報表由功能貨幣換算為呈報貨幣所產生的匯兌差額	Exchange differences arising on translation of financial statements from functional currency to presentation currency	34,085	(23,857)
按公平值計入其他全面收益的金融資產的公平值變動淨額	Net change in fair value of financial assets at fair value through other comprehensive income	(408,076)	77,838
期內其他全面(開支)收益	Other comprehensive (expense) income for the period	(373,991)	53,981
期內全面(開支)收益總額	Total comprehensive (expense) income for the period	(204,934)	222,113
以下應佔期內全面(開支)收益總額：	Total comprehensive (expense) income for the period attributable to:		
本公司擁有人	Owners of the Company	(266,131)	159,422
非控股權益	Non-controlling interests	61,197	62,691
		(204,934)	222,113
每股盈利	EARNINGS PER SHARE		
基本(人民幣元)	Basic (RMB)	11	0.082
攤薄(人民幣元)	Diluted (RMB)		0.067

簡明綜合財務狀況表

Condensed Consolidated Statement of Financial Position

於2024年6月30日 As at 30 June 2024

		附註 Notes	於2024年 6月30日 As at 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 As at 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
非流動資產	Non-current assets			
廠房及設備	Plant and equipment		14,543	14,569
使用權資產	Right-of-use assets	12	110,404	122,702
投資物業	Investment properties		220,638	222,403
無形資產	Intangible assets		361,726	445,154
商譽	Goodwill		607,007	607,007
按公平值計入其他全面 收益的金融資產	Financial assets at fair value through other comprehensive income	13	688,077	884,596
應收貸款	Loans receivables	14	450,533	284,612
於聯營公司的權益	Interests in associates		35,114	26,839
			2,488,042	2,607,882
流動資產	Current assets			
存貨	Inventories		4,034,444	4,506,058
貿易應收款項、應收票據 及其他應收款項	Trade, bills and other receivables	15	2,023,612	1,932,233
應收貸款	Loans receivables	14	213,804	424,635
可收回所得稅	Income tax recoverables		4,642	—
已抵押銀行存款	Pledged bank deposits		318,000	287,705
現金及現金等價物	Cash and cash equivalents		503,430	437,777
			7,097,932	7,588,408
流動負債	Current liabilities			
貿易及其他應付款項	Trade and other payables	16	2,781,423	3,304,924
租賃負債	Lease liabilities	12	13,822	19,193
合約負債	Contract liabilities		138,236	101,700
其他金融負債	Other financial liabilities	18	630,375	—
應付所得稅	Income tax payables		—	1,249
銀行貸款	Bank loans	17	1,725,370	1,597,377
			5,289,226	5,024,443
流動資產淨額	Net current assets		1,808,706	2,563,965
總資產減流動負債	Total assets less current liabilities		4,296,748	5,171,847

簡明綜合財務狀況表(續)

Condensed Consolidated Statement of Financial Position (Continued)

於2024年6月30日 As at 30 June 2024

		附註 Notes	於2024年 6月30日 As at 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 As at 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
非流動負債	Non-current liabilities			
遞延稅項負債	Deferred tax liabilities		30,108	33,878
其他金融負債	Other financial liabilities	18	—	610,699
租賃負債	Lease liabilities	12	7,100	12,550
			37,208	657,127
資產淨額	Net assets		4,259,540	4,514,720
資本及儲備	Capital and reserves			
股本	Share capital	19	1	1
儲備	Reserves		3,713,987	3,993,792
			3,713,988	3,993,793
非控股權益	Non-controlling interests		545,552	520,927
總權益	Total equity		4,259,540	4,514,720

簡明綜合權益變動表

Condensed Consolidated Statement of Changes in Equity

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		股本	股份溢價	資本儲備	以股份為基礎 的補償儲備	其他儲備	就受限制 股份單位計劃 ([受限制股份 單位計劃]) 持有的股份 Shares held for the Restricted Share Unit Scheme (the "RSU Scheme")	匯兌儲備	法定儲備	公平值儲備	保留溢利	總計	非控股權益	總計
		Share Capital	Share premium	Capital reserve	Share-based Reserve	Other reserve	Share Unit Scheme (the "RSU Scheme")	Exchange reserve	Statutory reserves	Fair value reserve	Retained profits	Total	Non- controlling interests	Total
		人民幣千元 RMB'000 (附註21) (note 21)	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
於2023年1月1日(經審核)	At 1 January 2023 (audited)	1	2,073,753	18,923	27,172	(110,184)	(39,900)	(9,091)	13,891	(444,528)	2,498,639	4,028,676	424,676	4,453,352
期內溢利	Profit for the period	—	—	—	—	—	—	—	—	—	92,521	92,521	75,611	168,132
期內其他全面收益：	Other comprehensive income for the period:													
財務報表由功能貨幣換算為呈報貨幣所產生的匯兌差額	Exchange differences arising on translation of financial statements of functional currency to presentation currency	—	—	—	—	—	—	(10,937)	—	—	—	(10,937)	(12,920)	(23,857)
按公平值計入其他全面收益的金融資產的公平值變動淨額	Net change in fair value of financial assets at fair value through other comprehensive income	—	—	—	—	—	—	—	—	77,838	—	77,838	—	77,838
期內全面(開支)收益總額	Total comprehensive (expense) income for the period	—	—	—	—	—	—	(10,937)	—	77,838	92,521	159,422	62,691	222,113
按權益結算以股份為基礎的補償開支	Equity-settled share-based compensation expenses	—	—	—	1,940	—	—	—	—	—	—	1,940	—	1,940
根據受限制股份單位計劃發行股份(附註19)	Issue of shares under the RSU Scheme (note 19)	—	—	—	(1,842)	—	1,842	—	—	—	—	—	—	—
於2023年6月30日(未經審核)	At 30 June 2023 (unaudited)	1	2,073,753	18,923	27,270	(110,184)	(38,058)	(20,028)	13,891	(366,690)	2,591,160	4,190,038	487,367	4,677,405

簡明綜合權益變動表(續)

Condensed Consolidated Statement of Changes in Equity (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		股本	股份溢價	資本儲備	以股份為基礎 的補償儲備	其他儲備	就受限制 股份單位計劃 (「受限制股份 單位計劃」)	匯兌儲備	法定儲備	公平值儲備	保留溢利	總計	非控股權益	總計
							持有的股份 Shares held for the Restricted Share Unit Scheme (the "RSU Scheme")							
		Share Capital	Share premium	Capital reserve	Share-based compensation Reserve	Other reserve	Share Unit Scheme (the "RSU Scheme")	Exchange reserve	Statutory reserves	Fair value reserve	Retained profits	Total	Non- controlling interests	Total
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
於2024年1月1日(經審核)	At 1 January 2024 (audited)	1	2,023,351	18,923	28,274	(110,184)	(38,058)	(24,599)	13,891	(627,145)	2,709,339	3,993,793	520,927	4,514,720
期內溢利	Profit for the period	—	—	—	—	—	—	—	—	—	112,688	112,688	56,369	169,057
期內其他全面收益：	Other comprehensive income for the period:													
財務報表由功能貨幣換算 為呈報貨幣所產生的 匯兌差額	Exchange differences arising on translation of financial statements of functional currency to presentation currency	—	—	—	—	—	—	29,257	—	—	—	29,257	4,828	34,085
按公平值計入其他全面 收益的金融資產的 公平值變動淨額	Net change in fair value of financial assets at fair value through other comprehensive income	—	—	—	—	—	—	—	—	(408,076)	—	(408,076)	—	(408,076)
期內全面(開支)收益總額	Total comprehensive (expense) income for the period	—	—	—	—	—	—	29,257	—	(408,076)	112,688	(266,131)	61,197	(204,934)
附屬公司向非控股權益 分派	Distributions by a subsidiary to non-controlling interests	—	—	—	—	—	—	—	—	—	—	—	(31,702)	(31,702)
於一間附屬公司的擁有權 權益的變動	Change in ownership interest in a subsidiary	—	—	—	—	(14,423)	—	—	—	—	—	(14,423)	(4,870)	(19,293)
按權益結算以股份為基礎 的補償開支	Equity-settled share-based compensation expenses	—	—	—	749	—	—	—	—	—	—	749	—	749
根據受限制股份單位計劃 發行股份(附註19)	Issue of shares under the RSU Scheme (note 19)	—	—	—	(848)	—	848	—	—	—	—	—	—	—
於2024年6月30日 (未經審核)	At 30 June 2024 (unaudited)	1	2,023,351	18,923	28,175	(124,607)	(37,210)	4,658	13,891	(1,035,221)	2,822,027	3,713,988	545,552	4,259,540

簡明綜合現金流量表

Condensed Consolidated Statement of Cash Flows

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
經營活動	OPERATING ACTIVITIES		
經營所得(所用)現金	Cash generated from (used in) operations	53,357	(484,610)
已付所得稅	Income tax paid	(19,189)	(56,846)
經營活動所得(所用) 現金淨額	NET CASH FROM (USED IN) OPERATING ACTIVITIES	34,168	(541,456)
投資活動	INVESTING ACTIVITIES		
存放已抵押銀行存款	Placement of pledged bank deposits	(30,295)	(304,549)
購置廠房及設備	Purchase of plant and equipment	(357)	(589)
已收利息	Interest received	7,266	6,365
購買無形資產	Purchase of intangible assets	(201)	—
購買使用權資產	Purchase of right-of-use assets	—	(94,789)
按公平值計入其他全面收益 的金融資產額外注資	Additional capital contribution in financial assets at fair value through other comprehensive income	—	(98,819)
應收貸款墊款	Advance to loan receivables	—	(41,230)
出售按公平值計入損益的 金融資產所得款項	Proceeds on disposal of financial assets at fair value through profit or loss	—	(1,445)
應收貸款還款	Repayment from loan receivables	—	59,289
投資活動所用現金淨額	NET CASH USED IN INVESTING ACTIVITIES	(23,587)	(475,767)

簡明綜合現金流量表(續)

Condensed Consolidated Statement of Cash Flows (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
融資活動	FINANCING ACTIVITIES		
新籌銀行貸款	New bank loans raised	912,753	1,805,694
已收政府補助	Government grants received	839	5,703
償還銀行貸款	Repayment of bank loans	(795,181)	(888,116)
已付利息	Interests paid	(37,500)	(32,115)
收購一間附屬公司額外權益	Acquisition of additional interest in a subsidiary	(19,293)	—
支付租賃負債	Payment of lease liabilities	(11,534)	(10,620)
融資活動所得現金淨額	NET CASH FROM FINANCING ACTIVITIES	50,084	880,546
現金及現金等價物增加 (減少)淨額	NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	60,665	(136,677)
期初現金及現金等價物	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	437,777	676,419
匯率變動的影響	Effect of foreign exchange rates changes	4,988	13,890
期末現金及現金等價物， 以銀行結餘及現金代表	CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD, represented by bank balances and cash	503,430	553,632

簡明綜合中期財務資料附註

Notes to the Condensed Consolidated Interim Financial Information

截至2024年6月30日止六個月 For the six months ended 30 June 2024

1. 一般資料

硬蛋創新(「本公司」)為一間於2012年2月1日在開曼群島根據開曼群島法例第22章《公司法》(1961年第3號法例，經綜合及修訂)註冊成立的獲豁免有限公司，其股份於2014年7月18日在香港聯合交易所有限公司(「聯交所」)主板上市。

本公司註冊辦事處的地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。本公司主要營業地點的地址為中國深圳市南山區高新南九道55號微軟科通大廈11樓。

本公司董事認為，本公司的直接控股公司及最終控股公司為於英屬處女群島(「英屬處女群島」)註冊成立的Envision Global Investments Limited。

本集團主要從事(i)集成電路(「IC」)、其他電子元器件、人工智能與物聯網(「AIoT」)產品及自研與半導體產品的銷售；(ii)提供軟件授權經營服務；及(iii)提供供應鏈金融服務(「引力金服」)。

本公司及其於香港註冊成立的附屬公司(統稱為「本集團」)的功能貨幣為美元(「美元」)，而於中國成立的附屬公司的功能貨幣為人民幣(「人民幣」)。由於本集團中央管理層位於中國，為方便簡明綜合中期財務資料的使用者，簡明綜合中期財務資料以人民幣呈列。

1. GENERAL INFORMATION

Ingdan, Inc. (the “Company”) is a limited company incorporated on 1 February 2012 in the Cayman Islands under the Companies Law, (Chapter 22, Law 3 of 1961, as consolidated and revised) of the Cayman Islands as an exempted company and its shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 18 July 2014.

The address of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The address of the principal place of business of the Company is 11/F., Microsoft Comtech Tower, No. 55 Gaoxin South 9th Road, Nanshan District, Shenzhen, the PRC.

In the opinion of the directors of the Company, the immediate holding company and the ultimate holding company of the Company are Envision Global Investments Limited, which was incorporated in the British Virgin Islands (the “BVI”).

The Group was principally engaged in (i) the sales of integrated circuits (“IC”), other electronic components, Artificial Intelligence and Internet of Things (“AIoT”) products and proprietary and semi-conductor products; (ii) provision of software licensing services; and (iii) the provision of supply chain financing services (“IngFin Financing Services”).

The functional currency of the Company and its subsidiaries (collectively referred to as the “Group”) incorporated in Hong Kong is United States dollars (“US\$”) while the functional currency of the subsidiaries established in the PRC are Renminbi (“RMB”). The condensed consolidated interim financial information are presented in RMB for the convenience of users of the condensed consolidated interim financial information as the central management of the Group was located in the PRC.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

2. 編製基準

本集團截至2024年6月30日止六個月的簡明綜合中期財務資料乃遵照香港會計師公會(「香港會計師公會」)所頒佈的《香港會計準則》(「香港會計準則」)第34號「中期財務報告」以及聯交所《證券上市規則》(「上市規則」)附錄D2的適用披露規定編製。

3. 主要會計政策

除若干金融資產乃按公平值計量外，簡明綜合中期財務資料乃根據歷史成本法編製。

簡明綜合中期財務資料所用的會計政策與編製本集團截至2023年12月31日止年度的年度綜合財務報表所遵循者一致，惟下文所載者除外。

於本中期期間，本集團首次應用香港會計師公會頒佈的香港財務報告準則(「香港財務報告準則」)的以下準則修訂，該等準則修訂於本集團於2024年1月1日開始的財政年度生效：

香港財務報告準則第16號的修訂	售後回租的租賃負債
香港會計準則第1號的修訂	負債的流動或非流動的劃分及香港解釋公告第5號(2020年)財務報表的列報— 借款人對包含可隨時要求償還條款的定期貸款的分類的相關修訂
香港會計準則第1號的修訂	附帶契諾的非流動負債
香港會計準則第7號及香港財務報告準則第7號的修訂	供應商融資安排

2. BASIS OF PREPARATION

The condensed consolidated interim financial information of the Group for the six months ended 30 June 2024 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and with the applicable disclosure provisions of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated interim financial information has been prepared on the historical cost basis except for certain financial asset, which are measured at fair value.

The accounting policies used in the condensed consolidated interim financial information are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2023 except as described below.

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA, which are effective for the Group’s financial year beginning on 1 January 2024:

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and the related amendments to Hong Kong Interpretation 5 (2020) Presentation of Financial Statements — Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

3. 主要會計政策(續)

在本中期期間應用香港財務報告準則的準則修訂，對本集團本期間及過往期間的財務表現及狀況及／或本簡明綜合財務報表所載的披露資料並無重大影響。

3. PRINCIPAL ACCOUNTING POLICIES (Continued)

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

4. 收入

收入指(i)銷售IC、其他電子元器件、AIoT產品及自研與半導體產品產生的收入；(ii)軟件授權經營服務收入；及(iii)引力金服所產生的利息收入。本集團的期內收入分析如下：

4. REVENUE

Revenue represents (i) the sales of IC, other electronic components, AIoT products and proprietary and semi-conductor products; (ii) service revenue from software licensing; and (iii) interest income generated from IngFin Financing Services. An analysis of the Group's revenue for the period is as follows:

		截至6月30日止六個月 Six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
屬於香港財務報告準則第15號 範圍內的客戶合約收入	Revenue from contracts with customers, within the scope of HKFRS 15		
— IC、其他電子元器件、AIoT 產品及自研與半導體產品 的銷售額	— Sales of IC, other electronic components, AIoT products and proprietary and semi-conductor products	4,300,831	3,834,407
— 軟件授權經營服務收入	— Service revenue from software licensing	—	4,622
		4,300,831	3,839,029
來自其他來源的收入	Revenue from other sources		
— 來自引力金服的利息收入	— Interest income from IngFin Financing Services	20,586	24,424
		4,321,417	3,863,453

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

4. 收入(續)

以下載列本集團從不同報告分部產生的客戶合約收入按(i)確認時間；及(ii)地區市場劃分的分類：

4. REVENUE (Continued)

Set out below is the disaggregation of the Group's revenue from contracts with customers by (i) timing of recognition; and (ii) geographical markets, arising from different reporting segments:

		科通技術 Comtech 人民幣千元 RMB'000	硬蛋科技 Ingdan 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
截至2024年6月30日 止六個月(未經審核)	For the six months ended 30 June 2024 (unaudited)			
貨品及服務收入： — IC、其他電子器 件、AIoT產品及 自研與半導體產 品的銷售額	Revenue from goods and services: — Sales of IC, other electronic components, AIoT products and proprietary and semi- conductor products	4,042,719	258,112	4,300,831
收入確認時間： — 於一個時點	Timing of revenue recognition: — At a point in time	4,042,719	258,112	4,300,831
地區市場： — 中國(包括香港)	Geographical markets: — The PRC (including Hong Kong)	4,042,719	258,112	4,300,831

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

4. 收入(續)

4. REVENUE (Continued)

		科通技術 Comtech 人民幣千元 RMB'000	硬蛋科技 Ingdan 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
截至2023年6月30日 止六個月(未經審核)	For the six months ended 30 June 2023 (unaudited)			
貨品及服務收入：	Revenue from goods and services:			
— IC、其他電子元器 件、AIoT產品及 自研與半導體產 品的銷售額	— Sales of IC, other electronic components, AIoT products and proprietary and semi- conductor products	3,525,070	309,337	3,834,407
— 軟件授權經營服 務收入	— Service revenue from software licensing	—	4,622	4,622
		3,525,070	313,959	3,839,029
收入確認時間：	Timing of revenue recognition:			
— 於一個時點	— At a point in time	3,525,070	309,337	3,834,407
— 於一段時間	— Overtime	—	4,622	4,622
		3,525,070	313,959	3,839,029
地區市場：	Geographical markets:			
— 中國(包括香港)	— The PRC (including Hong Kong)	3,525,070	313,959	3,839,029

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部資料

向本公司執行董事(即主要營運決策者(「主要營運決策者」))報告以作資源分配及分部表現評估用途的資料專注於所提供貨品或服務類型。本公司的執行董事已選擇圍繞產品及服務的差異組織本集團。

按與資料內部呈報予本集團主要營運決策者以作資源分配及表現評估用途一致的方式，本集團已識別兩個可呈報分部：

- 科通技術：銷售IC、其他電子元器件及AIoT產品
- 硬蛋科技：銷售自研與半導體產品、引力金服、軟件授權經營及孵化器業務

主要營運決策者所識別的科通技術及硬蛋科技經營分部獨立管理，原因是各業務講求不同的專業知識及營銷策略。

5. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker (the “CODM”), for the purpose of resource allocation and assessment of segment performance focuses on types of goods or services provided. The executive directors of the Company have chosen to organise the Group around differences in products and services.

In a manner consistent with the way in which information is reported internally to the Group’s CODM for the purposes of resource allocation and performance assessment, the Group has identified two reportable segments:

- Comtech: Sales of IC, other electronic components and AIoT products
- Ingdan: Sales of proprietary and semi-conductor products, Ingfin Financing Services, software licensing and incubator business

Operating segments in Comtech and Ingdan, as identified by the CODM, are managed separately because each business required different expertise and marketing strategies.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部資料(續)

分部收入及業績

以下為本集團按可呈報分部劃分的收入及業績分析。

截至2024年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Segment revenues and results

The following is an analysis of the Group's revenue and results by reportable segments.

For the six months ended 30 June 2024

		科通技術 Comtech 人民幣千元 RMB'000 (未經審核) (Unaudited)	硬蛋科技 Ingdan 人民幣千元 RMB'000 (未經審核) (Unaudited)	總計 Total 人民幣千元 RMB'000 (未經審核) (Unaudited)
收入	Revenue			
— 對外收入	— External revenue	4,042,719	278,698	4,321,417
— 分部間收入	— Inter-segment revenue	—	—	—
分部收入	Segment revenue	4,042,719	278,698	4,321,417
分部溢利	Segment profit	183,134	57,349	240,483
未分配收入	Unallocated income			8,164
未分配公司開支	Unallocated corporate expenses			(20,448)
未分配財務成本	Unallocated finance costs			(57,889)
應佔聯營公司業績	Share of results of associates			8,275
除稅前溢利	Profit before tax			178,585

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部資料(續)

分部收入及業績(續)

截至2023年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Segment revenues and results (Continued)

For the six months ended 30 June 2023

		科通技術 Comtech 人民幣千元 RMB'000 (未經審核) (Unaudited)	硬蛋科技 Ingdan 人民幣千元 RMB'000 (未經審核) (Unaudited)	總計 Total 人民幣千元 RMB'000 (未經審核) (Unaudited)
收入	Revenue			
— 對外收入	— External revenue	3,525,070	338,383	3,863,453
— 分部間收入	— Inter-segment revenue	—	—	—
分部收入	Segment revenue	3,525,070	338,383	3,863,453
分部溢利	Segment profit	164,104	84,742	248,846
未分配收入	Unallocated income			26,857
未分配公司開支	Unallocated corporate expenses			(27,963)
未分配財務成本	Unallocated finance costs			(51,791)
應佔聯營公司業績	Share of results of associates			638
除稅前溢利	Profit before tax			196,587

各經營分部的會計政策均與本集團的會計政策相同。分部溢利指由各分部所賺取的溢利，惟並未分配若干其他收入、中央行政及其他經營開支、財務成本及應佔聯營公司業績。此乃向主要營運決策者報告以作分配資源及評估表現用途的措施。

The accounting policies of the operating segments are the same with the Group's accounting policies. Segment profit represents the profit earned by each segment without allocation of certain other income, central administrative and other operating expenses, finance costs and share of results of associates. This is the measure reported to the CODM for the purpose of resource allocation and performance assessment.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部資料(續)

分部資產及負債

以下為本集團按可呈報分部劃分的資產及負債分析：

分部資產

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
科通技術	Comtech	6,062,583	6,022,735
硬蛋科技	Ingdan	2,641,566	3,191,133
分部資產總額	Total segment assets	8,704,149	9,213,868
於聯營公司的權益	Interests in associates	35,114	26,839
公司及其他資產	Corporate and other assets	846,711	955,583
總資產	Total assets	9,585,974	10,196,290

5. SEGMENT INFORMATION (Continued)

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable segments:

Segment assets

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部資料(續)

分部資產及負債(續)

分部負債

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
科通技術	Comtech	2,628,767	3,005,801
硬蛋科技	Ingdan	191,108	336,638
分部負債總額	Total segment liabilities	2,819,875	3,342,439
公司及其他負債	Corporate and other liabilities	2,506,559	2,339,131
負債總額	Total liabilities	5,326,434	5,681,570

就監控分部表現及分配分部間資源而言：

- 所有資產分配至經營分部，惟於聯營公司的權益、其他應收款項、已抵押銀行存款以及現金及現金等價物除外；及
- 所有負債分配至經營分部，惟租賃負債、其他應付款項、銀行貸款、其他金融負債及遞延稅項負債除外。

For the purposes of monitoring segment performance and allocating resources between segments:

- All assets are allocated to operating segments, other than interests in associate, other receivables, pledged bank deposits and cash and cash equivalents; and
- All liabilities are allocated to operating segments, other than lease liabilities, other payables, bank loans, other financial liabilities and deferred tax liabilities.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

6. 其他收入

6. OTHER INCOME

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
銀行利息收入	Bank interest income	7,266	6,365
政府補助(附註)	Government grants (note)	839	5,703
匯兌收益	Exchange gain	—	14,051
其他	Others	59	738
		8,164	26,857

附註：政府補助乃由政府酌情授出，屬非經常性性質。收取有關補貼不附帶尚未履行的條件及其他或有事項。

Note: The government grants were granted at the discretion of the government and were not recurring in nature. There are no unfulfilled conditions and other contingencies attached to the receipts of those subsidies.

7. 財務成本

7. FINANCE COSTS

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
其他金融負債利息 (附註18)	Interest on other financial liabilities (note 18)	19,676	19,676
銀行貸款利息	Interest on bank loans	37,221	27,780
租賃負債利息	Interest on lease liabilities	713	1,681
保理成本	Factoring cost	279	2,654
		57,889	51,791

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

8. 所得稅開支

8. INCOME TAX EXPENSES

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
即期稅項：	Current tax:		
— 中國企業所得稅	— PRC Enterprises Income Tax	2,278	14,695
— 香港利得稅	— Hong Kong Profits Tax	11,020	17,586
		13,298	32,281
遞延稅項	Deferred taxation	(3,770)	(3,826)
		9,528	28,455

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

9. 期內溢利

9. PROFIT FOR THE PERIOD

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
期內溢利乃於扣除以下各項後達致：	Profit for the period has been arrived at after charging:		
計入銷售成本內的無形資產攤銷	Amortisation of intangible assets included in cost of sales	35,713	152,423
計入行政及其他經營開支內的無形資產攤銷	Amortisation of intangible assets included in administrative and other operating expenses	51,060	59,993
		86,773	212,416
廠房及設備折舊	Depreciation of plant and equipment	383	387
使用權資產折舊	Depreciation of right-of-use assets	12,298	11,177
投資物業折舊	Depreciation of investment properties	1,765	3,529
出售廠房及設備的虧損	Loss on disposal of plant and equipment	—	10
存貨撥備淨額(計入銷售成本內)	Allowance for inventories, net (included in cost of sales)	32,399	10,581
貿易應收款項的虧損撥備(計入銷售及分銷開支內)	Loss allowance on trade receivables (included in selling and distribution expenses)	7,513	25,952
研發開支(附註)	Research and development expenses (note)	38,943	63,399
確認為開支的存貨金額	Amount of inventories recognised as an expense	3,795,710	3,218,142

附註：研發開支亦包括截至2024年6月30日止六個月的折舊費用約人民幣378,000元(2023年：人民幣345,000元)，而該等金額亦計入以上所披露的廠房及設備折舊。

Note: Research and development expenses also include depreciation charge of approximately RMB378,000 (2023: RMB345,000) for the six months ended 30 June 2024, and such amount is also included in the depreciation of plant and equipment as disclosed above.

10. 股息

10. DIVIDENDS

截至2024年6月30日止六個月內並無派付、宣派或建議派發任何股息，且自報告期間結束以來亦無建議派發任何股息(2023年：無)。

No dividend was paid, declared or proposed during the six months ended 30 June 2024, nor has any dividend been proposed since the end of the reporting period (2023: nil).

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

11. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃按以下基準計算：

11. EARNINGS PER SHARE

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

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
盈利 為計算每股基本及攤薄盈利的盈利，即本公司擁有人應佔期內溢利	Earnings Earnings for the purpose of basic and diluted earnings per share, representing profit for the period attributable to owners of the Company	112,688	92,521
股份數目 為計算每股基本盈利的普通股加權平均數	Number of shares Weighted average number of ordinary shares for the purpose of basic earnings per share	1,370,028	1,367,869
具潛在攤薄效應的普通股的影響： 受限制股份單位	Effect of dilutive potential ordinary shares: RSU	964	3,189
為計算每股攤薄盈利的普通股加權平均數	Weighted average number of ordinary shares for the purpose of diluted earnings per share	1,370,992	1,371,058

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

12. 使用權資產及租賃負債

12. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(i) 使用權資產

(i) Right-of-use assets

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
土地	Land	90,050	91,630
樓宇	Buildings	20,354	31,072
		110,404	122,702

於2024年6月30日，本集團就辦公室大廈及倉庫訂有租賃安排，租賃期一般介乎兩至六年(2023年12月31日：兩至六年)。

截至2023年6月30日止六個月，本集團簽訂多份土地及辦公樓租賃協議。租賃開始時，本集團確認的使用權資產為人民幣128,070,000元(2024年：零)。新增的使用權資產包括約人民幣15,347,000元(2024年：零)的使用權資產，乃從遠瞻通信技術(深圳)有限公司(「遠瞻通信」)購入，而本公司執行董事兼最終實益擁有人康敬偉先生(「康先生」)於該公司擁有實益權益。

* 英文名稱僅供識別

As at 30 June 2024, the Group has lease arrangements for office buildings and warehouses with the lease terms of generally ranged from two to six years (31 December 2023: two to six years).

During the six months ended 30 June 2023, the Group entered into a number of lease agreements for land and office buildings. On lease commencement, the Group recognised right-of-use assets of RMB128,070,000 (2024: nil). Included in the additions to right-of-use assets was approximately RMB15,347,000 (2024: nil) which was acquired from Envision Communication Technology (Shenzhen) Company Limited* (遠瞻通信技術(深圳)有限公司) ("Envision Communication"), in which Mr. Kang Jingwei ("Mr. Kang"), the executive director and ultimate beneficial owner of the Company, has beneficial interest in.

* The English name is for identification purpose only

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

12. 使用權資產及租賃負債(續)

12. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (Continued)

(ii) 租賃負債

(ii) Lease liabilities

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
非流動	Non-current	7,100	12,550
流動	Current	13,822	19,193
		20,922	31,743

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
租賃負債項下的應付金額	Amounts payable under lease liabilities		
一年內	Within one year	13,822	19,193
一年後但兩年內	After one year but within two years	7,100	9,509
兩年後但五年內	After two years but within five years	—	3,041
		20,922	31,743
減：於12個月內到期結付的金額(列於流動負債項下)	Less: amount due for settlement within 12 months (shown under current liabilities)	(13,822)	(19,193)
於12個月後到期結付的金額	Amount due for settlement after 12 months	7,100	12,550

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

12. 使用權資產及租賃負債(續)

12. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (Continued)

(iii) 於損益中確認的金額

(iii) Amounts recognised in profit or loss

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
使用權資產的折舊開支	Depreciation expense on right-of-use assets	12,299	11,177
租賃負債的利息開支	Interest expense on lease liabilities	713	1,681
與短期租賃有關的開支	Expense relating to short-term leases	1,232	551

(iv) 其他

於截至2024年6月30日止六個月，租賃的現金流出總額約為人民幣13,131,000元(2023年：人民幣12,852,000元)。

(iv) Others

During the six months ended 30 June 2024, the total cash outflows for leases amounting to approximately RMB13,131,000 (2023: RMB12,852,000).

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

13. 按公平值計入其他全面收益 (「按公平值計入其他全面收 益」)的金融資產

13. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (“FVTOCI”)

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
指定為按公平值計入其他全面收益 的非上市投資	Unlisted investments designated as at FVTOCI		
— 非上市股本證券	— Unlisted equity securities	678,972	875,491
— 非上市股權基金	— Unlisted equity fund	9,105	9,105
		688,077	884,596

以上的非上市股本投資指在(i)香港、中國及英屬處女群島註冊成立／成立的私人實體所發行的非上市股本證券；及(ii)非上市股權基金的投資。

本集團並無任何權利委任非上市股本投資董事會中之任何董事。本公司董事認為，此等非上市股本投資並非持作買賣，而是持作中至長期策略目的。因此，本公司董事已選擇將此等非上市股本投資指定為按公平值計入其他全面收益，原因是彼等相信，於損益內確認此等投資公平值的短期波動將不會符合本集團持有此等投資作長遠目的及變現其長期表現潛力之策略。

截至2024年6月30日止六個月，本集團對若干分類為按公平值計入其他全面收益之金融資產之投資額外注資，以本集團賬面值約為人民幣211,557,000元(2023年：零)之存貨支付。

The above unlisted equity investments represent investments in (i) unlisted equity securities issued by private entities incorporated/established in Hong Kong, the PRC and the BVI; and (ii) unlisted equity fund.

The Group did not have any right to appoint any directors in the board of directors of the unlisted equity investments. In the opinion of the directors of the Company, these unlisted equity investments are not held for trading. Instead, they are held for medium to long-term strategic purposes. Accordingly, the directors of the Company have elected to designate these unlisted equity investments as at FVTOCI as they believe that recognising short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Group's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.

During the six months ended 30 June 2024, the Group made additional capital contribution to certain investments classified as financial assets at FVTOCI in which the contributions were settled by the Group's inventories of carrying value amounted to approximately RMB211,557,000 (2023: nil).

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

14. 應收貸款

14. LOANS RECEIVABLES

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
於期/年初	At the beginning of the period/year	709,247	704,002
增加	Addition	5,657	72,399
借款人還款	Repayment from borrowers	(50,616)	(80,128)
匯兌調整	Exchange adjustments	49	12,974
於期/年末	At the end of the period/year	664,337	709,247
為報告目的所作的分析：	Analysed for reporting purpose:		
— 非流動部分	— Non-current portion	450,533	284,612
— 流動部分	— Current portion	213,804	424,635
		664,337	709,247

於2024年6月30日及2023年12月31日，應收貸款於整個合約貸款期內由借款人以現金存款、存貨、貿易應收款項或若干非上市股本證券投資作抵押。

The loans receivables are secured, throughout the contractual loan period, by the borrowers' cash deposits, inventories, trade receivable or certain investments in unlisted equity securities as at 30 June 2024 and 31 December 2023.

於2024年6月30日及2023年12月31日，應收貸款按固定年利率介乎6%至7%計息。

The loans receivables are carried fixed interest rates ranged from 6% to 7% per annum as at 30 June 2024 and 31 December 2023.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

14. 應收貸款(續)

按借款人的身份呈列的應收貸款如下：

14. LOANS RECEIVABLES (Continued)

The loans receivables, presented based on the identity of the borrower, are as follows:

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
本集團的聯營公司	Associates of the Group	60,221	94,554
本集團的被投資公司，分類為 按公平值計入其他全面收益的 金融資產	Investees of the Group, classified as financial assets at FVTOCI	265,443	277,388
本集團的僱員	Employees of the Group	117,600	117,600
其他	Others	221,073	219,705
		664,337	709,247

向本集團聯營公司、被投資公司及僱員提供的貸款的利率乃按借款金額及信貸評級相若的其他人士所獲利率而釐定。

The interest rate of the loans granted to the associates, investees and employees of the Group are determined at rates to others with similar amount and credit rating.

於截至2024年及2023年6月30日止六個月，在釐定應收貸款及應收貸款利息的12個月預期信貸虧損(「預期信貸虧損」)時，本公司董事已考慮過往的拖欠經驗、交易對手的財務狀況、抵押品價值，以及債務人經營行業的未來前景，並適當地考慮多個外部來源的實際及預測經濟資料，以估計此等金融資產於其各自虧損評估時間內各自發生的違約概率，以及在各種情況下違約時的虧損。

During the six months ended 30 June 2024 and 2023, in determining the 12-month expected credit loss ("ECL") for the loans receivables and loan interest receivables, the directors of the Company have taken into account the historical default experience, the financial position of the counterparties, value of collaterals as well as the future prospects of the industries in which the debtors operate, various external sources of actual and forecast economic information, as appropriate, in estimating the probability of default of each of these financial assets individually occurring within their respective loss assessment time horizon, as well as the loss upon default in each case.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

14. 應收貸款(續)

在評估應收貸款及應收貸款利息的虧損撥備時，於本期間所作出的估計方法或重大假設並無改變。

於2024年6月30日及2023年12月31日，本公司董事估計應收貸款及應收貸款利息預期信貸虧損項下的虧損撥備對簡明綜合中期財務資料而言並不重大。

以下為應收貸款按其合約或經重續到期日呈列的到期情況：

14. LOANS RECEIVABLES (Continued)

There has been no change in the estimation techniques or significant assumptions made during the current period in assessing the loss allowance on loans receivables and loan interest receivables.

As at 30 June 2024 and 31 December 2023, the directors of the Company estimate the loss allowance under the ECL on loans receivables and loan interest receivables was insignificant to the condensed consolidated interim financial information.

The following is a maturity profile of loans receivables, presented based on their contractual or renewed maturity dates:

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
1年內	Within 1 year	213,804	424,635
超過1年	Over 1 year	450,533	284,612
		664,337	709,247

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

15. 貿易應收款項、應收票據及其他應收款項

15. TRADE, BILLS AND OTHER RECEIVABLES

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
按攤餘成本列賬的應收款項包括：	Receivables at amortised cost comprise:		
— 貿易應收款項	— Trade receivables	1,744,753	1,795,527
— 應收票據	— Bills receivables	39,678	22,196
貿易應收款項及應收票據	Trade and bills receivables	1,784,431	1,817,723
減：貿易應收款項的虧損撥備	Less: loss allowance on trade receivables	(123,260)	(115,747)
應收貸款利息(附註)	Loan interest receivables (note)	1,661,171	1,701,976
貿易按金及預付款項	Trade deposits and prepayments	50,134	28,574
其他應收款項	Other receivables	287,026	168,633
		25,281	33,050
		2,023,612	1,932,233

本集團授予的信貸期介乎自賬單日期起計30天至120天(2023年12月31日：30天至120天)。以下為於各報告期間未按交付貨品或提供服務日期(與各自的收入確認日期相若)呈列的貿易應收款項及應收票據(已扣除貿易應收款項的虧損撥備)的賬齡分析。

The Group allows credit period ranging from 30 to 120 days (31 December 2023: 30 to 120 days) from the date of billing. The following is an ageing analysis of trade and bills receivables, net of loss allowance on trade receivables, presented based on dates of delivery of goods or rendering services, which approximates the respective revenue recognition dates, at the end of each reporting period.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

15. 貿易應收款項、應收票據及其他應收款項(續)

15. TRADE, BILLS AND OTHER RECEIVABLES (Continued)

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
1個月內	Within 1 month	1,596,175	1,595,943
1至2個月	1 to 2 months	28,291	71,024
2至3個月	2 to 3 months	12,111	7,468
超過3個月	Over 3 months	24,594	27,541
		1,661,171	1,701,976

本集團按相等於存續期預期信貸虧損的金額計量貿易應收款項及應收票據的虧損撥備。貿易應收款項的預期信貸虧損乃參照債務人過往違約經驗及對債務人當前財務狀況作出的分析(已就債務人特定因素、債務人經營行業的整體經濟狀況及於各報告期間末當前及預測狀況方向的評估作出調整)，就結餘重大的客戶按個別基準及/或運用撥備矩陣集體估計。

The Group measures the loss allowance on trade and bills receivables at an amount equal to lifetime ECL. The ECL on trade receivables are estimated on an individual basis for customers with significant balances and/or collectively using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the end of each reporting period.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

15. 貿易應收款項、應收票據及其他應收款項(續)

於截至2024年6月30日止六個月及截至2023年12月31日止年度內作出的估計方法或重大假設並無改變。

貿易應收款項的虧損撥備變動載列如下：

15. TRADE, BILLS AND OTHER RECEIVABLES (Continued)

There has been no change in the estimation techniques or significant assumptions made during six months ended 30 June 2024 and year ended 31 December 2023.

The movement in the loss allowance on trade receivables is set out below:

		存續期預期 信貸虧損 — 未 發生信貸減值 Lifetime- ECL — not credit impaired 人民幣千元 RMB'000	存續期預期 信貸虧損 — 已 發生信貸減值 Lifetime- ECL — credit impaired 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
於2023年1月1日(經審核)	At 1 January 2023 (audited)	67,227	24,405	91,632
年內增加(減少)	Increase (decrease) during the year	47,257	(23,142)	24,115
於2023年12月31日及 2024年1月1日(經審核)	At 31 December 2023 and 1 January 2024 (audited)	114,484	1,263	115,747
期內增加	Increase during the period	7,504	9	7,513
於2024年6月30日 (未經審核)	At 30 June 2024 (unaudited)	121,988	1,272	123,260

附註：於報告期間末應收貸款利息的明細呈列如下：

Note: The breakdown of the loan interest receivables at the end of the reporting period is presented as follows:

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
本集團的聯營公司	Associates of the Group	2,258	3,381
本集團的被投資公司，分類為按公平值 計入其他全面收益的金融資產	Investees of the Group, classified as financial assets at FVTOCI	11,722	8,415
本集團的僱員	Employees of the Group	19,055	16,075
其他	Others	17,099	703
		50,134	28,574

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

16. 貿易及其他應付款項

16. TRADE AND OTHER PAYABLES

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
貿易應付款項	Trade payables	2,681,639	3,244,183
應計員工成本	Accrued staff costs	33,121	29,896
應付非控股權益的股息	Dividend payable to non-controlling interests	31,388	—
其他應付款項	Other payables	35,275	30,845
		2,781,423	3,304,924

以下為於報告期間未按發票日期呈列的貿易應付款項的賬齡分析：

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

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
1個月內	Within 1 month	310,836	377,855
1至3個月	1 to 3 months	2,174,927	2,819,350
超過3個月	Over 3 months	195,876	46,978
		2,681,639	3,244,183

本集團獲授的平均信貸期為30天(2023年12月31日：30天)。本集團已實施財務風險管理，以確保所有應付款項於信貸期限內結清。

The average credit period granted is 30 days (31 December 2023: 30 days). The Group has financial risk management in place to ensure that all payables are settled within the credit timeframe.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

17. 銀行貸款

17. BANK LOANS

須償還賬面值(根據貸款協議所載之計劃償還日期):

Carrying amount repayable (based on scheduled repayment dates set out in the loan agreements):

		於2024年 6月30日 At 30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	於2023年 12月31日 At 31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)
須於一年內償還、載有按要求償還條款並列於流動負債項下	Repayable within one year and contain a repayment on demand clause and shown under current liabilities	1,725,370	1,597,377

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

18. 其他金融負債

(a) 贖回權

於2020年，本公司的全資附屬公司 Alphalink Global Limited (「Alphalink」) 與 Optimum Profuse Technology (HK) Limited (「Optimum Profuse」，一名獨立第三方) 訂立一份注資協議，據此，Optimum Profuse 同意以人民幣 35,000,000 元的現金代價就深圳市科通技術股份有限公司(前稱為科通工業技術(深圳)有限公司)(「深圳科通」)的25%股本權益注資。第一次注資(「第一次注資」)於2021年1月1日生效，而深圳科通仍為本公司擁有75%股本權益的間接附屬公司。除第一次注資外，Alphalink 與投資者(「投資者」)訂立多份注資協議，以人民幣 341,900,000 元的總現金代價進行第二次注資(「第二次注資」)。第二次注資完成後，本公司於深圳科通持有的股權由75%攤薄至65.65%，然而深圳科通仍為本公司的附屬公司。

第二次注資的詳情載於本公司日期為2020年9月10日、2020年9月25日及2020年10月16日的公告內。

根據上述該等投資者第二次注資，本公司向各投資者授予贖回權。倘贖回期內發生任何觸發事件，則各投資者有權要求本公司按贖回價購回彼等於深圳科通的所有股權。

* 英文名稱僅供識別。

18. OTHER FINANCIAL LIABILITIES

(a) Redemption right

In 2020, Alphalink Global Limited ("Alphalink"), a wholly owned subsidiary of the Company, entered into a capital contribution agreement with Optimum Profuse Technology (HK) Limited ("Optimum Profuse"), an independent third party in which Optimum Profuse agreed to contribute for 25% equity interest in Shenzhen Comtech Limited.* (深圳市科通技術股份有限公司) (formerly known as 科通工業技術(深圳)有限公司) ("Shenzhen Comtech") at a cash consideration of RMB35,000,000. The first capital contribution (the "First Capital Contribution") was effective on 1 January 2021 and Shenzhen Comtech remained as an indirect subsidiary with 75% equity interest owned by the Company. In addition to the First Capital Contribution, Alphalink entered into various capital contribution agreements with the investors (the "Investors") for the second capital contributions (the "Second Capital Contributions") at an aggregate cash consideration of RMB341,900,000. Upon the completion of the Second Capital Contributions, the equity interest in Shenzhen Comtech held by the Company has been diluted from 75% to 65.65%, while Shenzhen Comtech remained as a subsidiary of the Company.

Details of the Second Capital Contributions are set out in the Company's announcements dated on 10 September 2020, 25 September 2020 and 16 October 2020.

Pursuant to the Second Capital Contributions from Investors as mentioned above, a redemption right is granted by Company to each Investors. Each Investors shall have the right to request the Company to repurchase all of their equity interests in Shenzhen Comtech at the redemption price, if any of the triggering events occurs during the redemption period.

* The English name is for identification purpose only.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

18. 其他金融負債(續)

(a) 贖回權(續)

贖回價按本金額加應計利息(為各項注資完成日期起至向各投資者收取贖回價當日的年利率8%)再減各投資者作為深圳科通股東所收取的任何現金收入計算。

贖回權構成一份合約，當中包含本集團購回本公司附屬公司股本工具的義務，以致按贖回價的現值(為人民幣630,375,000元)(2023年12月31日：人民幣610,699,000元)確認贖回金融負債。

其他金融負債變動如下：

18. OTHER FINANCIAL LIABILITIES (Continued)

(a) Redemption right (Continued)

The redemption price was calculated as the principal amount plus accrued interest, being 8% per annum from the date of the completion of each capital contribution to the date of receipt of the redemption price from each investor, less any cash income received by each investor as the shareholders of Shenzhen Comtech.

The redemption right constituted a contract that contains an obligation for the Group to repurchase the equity instruments of the subsidiaries of the Company gives rise to a redemption financial liability recognised at the present value of the redemption price, being RMB630,375,000 (31 December 2023: RMB610,699,000).

The movement in the other financial liabilities is as follows:

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
於期初	At the beginning of the period	610,699	571,347
其他金融負債利息(附註7)	Interest on other financial liabilities (note 7)	19,676	19,676
於期末	At the end of the period	630,375	591,023

截至2024年6月30日止六個月，經董事會審慎考慮中國證券監督管理委員會推出之新規、市場狀況及本集團發展策略後，深圳科通決定撤回其深圳證券交易所創業板上市申請(「撤回」)，並將於適當情況下申請於中國適當的證券交易所及板塊上市。詳情載於本公司日期為2024年4月18日的公告。撤回觸發了授予投資者的贖回權，因此其他金融負債於2024年6月30日被分類為流動負債。

During the six months ended 30 June 2024, after the board of directors carefully considered the new regulations introduced by the China Securities Regulatory Commission, the market conditions and the Group's own development strategy, Shenzhen Comtech has decided to withdraw (the "Withdrawal") its listing application on the ChiNext Board of the Shenzhen Stock Exchange and will, under suitable conditions, apply for listing on an appropriate board on a stock exchange in China. Details are set out in the Company's announcement dated on 18 April 2024. The Withdrawal triggered the redemption right granted to the investors and hence the other financial liabilities were classified as current liabilities as at 30 June 2024.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

19. 股本

19. SHARE CAPITAL

		股份數目	以原幣 計值金額	於簡明綜合中 期財務資料內 列示
		Number of shares	Amount in original currency	Shown in the condensed consolidated interim financial information
			美元 US\$	人民幣千元 RMB'000
每股0.0000001美元的 普通股	Ordinary shares of US\$0.0000001 each			
法定：	Authorised:			
於2023年1月1日、 2023年12月31日、 2024年1月1日及 2024年6月30日	At 1 January 2023, 31 December 2023, 1 January 2024 and 30 June 2024	500,000,000,000	50,000	N/A
已發行及繳足：	Issued and fully paid:			
於2023年1月1日 (經審核)、2023年 12月31日(經審核)、 2024年1月1日 (經審核)及2024年 6月30日(未經審核)	At 1 January 2023 (audited), 31 December 2023 (audited), 1 January 2024 (audited) and 30 June 2024 (unaudited)	1,394,262,732	139	1

附註：

- (i) 於截至2024年及2023年6月30日止六個月內並無購回作註銷的股份。
- (ii) 截至2024年及2023年6月30日止六個月並無通過聯交所購回並存入受限制股份單位計劃受託人下的股份。
- (iii) 截至2024年6月30日止六個月，530,000個(截至2023年6月30日止六個月：1,455,000個)受限制股份單位歸屬予受益人，及約人民幣848,000元(截至2023年6月30日止六個月：人民幣1,842,000元)計入就受限制股份單位計劃持有的股份。

餘下股份由受限制股份單位計劃受託人以信託形式持有，直至於受限制股份單位歸屬時發放予受益人為止(見附註20)。

Notes:

- (i) There were no shares repurchased for cancellation during the six months ended 30 June 2024 and 2023.
- (ii) No shares were repurchased through the Stock Exchange and deposited under RSU Scheme trustee during the six months ended 30 June 2024 and 2023.
- (iii) For the six month ended 30 June 2024, 530,000 (six months ended 30 June 2023: 1,455,000) units of RSUs were vested to the beneficiaries, and approximately RMB848,000 (six months ended 30 June 2023: RMB1,842,000) were credited to the shares held for the RSU Scheme.

The remaining shares are held on trust by the RSU Scheme trustee until their release to the beneficiaries upon the vesting of the RSUs (see note 20).

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

20. 以股份付款的交易

本公司的受限制股份單位計劃

受限制股份單位計劃旨在獎勵本集團董事及僱員的忠誠及表現。受限制股份單位是該等單位根據受限制股份單位計劃所規定的條件歸屬時獲得本公司股份的權利。每個受限制股份單位均賦予持有人權利於各自歸屬期末獲得股份。該等股份由受限制股份單位計劃受託人以信託形式持有，直至於受限制股份單位歸屬時發給予受益人。

- (a) 授予受限制股份單位的條款及條件詳情如下：

20. SHARE-BASED PAYMENT TRANSACTIONS

RSU scheme of the Company

The purpose of the RSU Scheme is to reward the fidelity and performance of the directors and employees of the Group. The RSUs are the rights to receive Company's shares when they vest pursuant to the conditions provided for under the RSU Scheme. Each RSU gives the holder a right to receive a share at the end of respective vesting period. The shares were held on trust by the RSU Scheme trustee until their release to the beneficiaries upon vesting of the RSUs.

- (a) Details of the terms and conditions of the grant of RSUs are as follows:

		於授出日期的公平值 Fair value as at grant date			
		受限制股份 單位數目 Number of RSUs	每股 Per share 人民幣元 RMB	總額 Aggregate amount 人民幣千元 RMB'000	歸屬條件 Vesting conditions
向僱員授予的受限制 股份單位：		RSUs granted to employees:			
— 於2019年9月3日	— on 3 September 2019	14,000,000	1.24	17,360	Notes (i)
— 於2020年7月16日	— on 16 July 2020	7,680,000	1.09	8,371	Notes (i)
— 於2022年4月20日	— on 20 April 2022	3,900,000	1.60	6,240	Notes (i)
		25,580,000			

附註：

- (i) 已授予的受限制股份單位的歸屬期為三年，自授出日期起分十二期每季等額歸屬。

Notes:

- (i) The RSUs granted have a vesting period of three years in twelve quarterly equal instalments from the grant date.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

20. 以股份付款的交易(續)

本公司的受限制股份單位計劃(續)

(b) 受限制股份單位之授出情況變動如下：

20. SHARE-BASED PAYMENT TRANSACTIONS (Continued)

RSU scheme of the Company (Continued)

(b) The movement of the grant of RSUs are as follows:

		受限制股份 單位數目 Number of RSUs
於2023年1月1日未歸屬(經審核)	Outstanding as at 1 January 2023 (audited)	4,270,000
年內歸屬	Vested during the year	(2,285,000)
年內沒收	Forfeited during the year	(720,000)
於2023年12月31日及2024年 1月1日未歸屬(經審核)	Outstanding as at 31 December 2023 and 1 January 2024 (audited)	1,265,000
期內歸屬	Vested during the period	(530,000)
於2024年6月30日未歸屬 (未經審核)	Outstanding as at 30 June 2024 (unaudited)	735,000

按權益結算以股份為基礎的補償開支約人民幣749,000元(截至2023年6月30日止六個月：人民幣1,940,000元)於截至2024年6月30日止六個月的損益中確認為員工成本，而餘額將於日後按各自的歸屬期予以確認。

Equity-settled share-based compensation expenses of approximately RMB749,000 (six months ended 30 June 2023: RMB1,940,000) were recognised as staff costs in profit or loss for the six months ended 30 June 2024 and the remaining balance is to be recognised in the future based on the respective vesting periods.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

21. 金融工具的公平值及公平值等級

於2024年6月30日及2023年12月31日，本集團的按公平值計入其他全面收益的金融資產按公平值計量。下表提供對於各報告期間末按公平值計量的金融工具分析，此乃根據本集團的會計政策按公平值可觀察程度歸類為公平值等級之一至三層級。

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

As at 30 June 2024 and 31 December 2023, the Group's financial assets at FVTOCI are measured at fair value. The following table provides an analysis of financial instruments that are measured at fair value at the end of each reporting period, grouped into fair value hierarchy Levels 1 to 3 based on the degree to which the fair value is observable in accordance to the Group's accounting policy.

		於2024年6月30日 At 30 June 2024			
		第一級 Level 1 人民幣千元 RMB'000 (未經審核) (Unaudited)	第二級 Level 2 人民幣千元 RMB'000 (未經審核) (Unaudited)	第三級 Level 3 人民幣千元 RMB'000 (未經審核) (Unaudited)	總計 Total 人民幣千元 RMB'000 (未經審核) (Unaudited)
按公平值計入其他全面收益的金融資產	Financial assets at FVTOCI				
非上市股本證券	Unlisted equity securities	—	—	678,972	678,972
非上市股權基金	Unlisted equity fund	—	—	9,105	9,105
		—	—	688,077	688,077

		於2023年12月31日 At 31 December 2023			
		第一級 Level 1 人民幣千元 RMB'000 (經審核) (Audited)	第二級 Level 2 人民幣千元 RMB'000 (經審核) (Audited)	第三級 Level 3 人民幣千元 RMB'000 (經審核) (Audited)	總計 Total 人民幣千元 RMB'000 (經審核) (Audited)
按公平值計入其他全面收益的金融資產	Financial assets at FVTOCI				
非上市股本證券	Unlisted equity securities	—	—	875,491	875,491
非上市股權基金	Unlisted equity fund	—	—	9,105	9,105
		—	—	884,596	884,596

於當前期間及過往年度，公平值等級的層級之間並無轉撥。

There were no transfer between levels of fair value hierarchy in the current period and prior years.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

21. 金融工具的公平值及公平值等級(續)

本集團根據經常性基準按公平值計量的金融資產的公平值

根據經常性基準計量各金融工具的公平值時所用的估值方法及輸入值載列如下：

		於以下日期的公平值 Fair value as at					
金融工具	公平值等級	2024年 6月30日	2023年 12月31日	估值方法	重大不可觀察輸入值	範圍	公平值的主要輸入值與重大不可觀察輸入值之間的關係
Financial instruments	Fair value hierarchy	30 June 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	31 December 2023 人民幣千元 RMB'000 (經審核) (Audited)	Valuation technique	Significant unobservable inputs	Range	Relationship of key inputs and significant unobservable inputs to fair value
非上市股本證券	第三級	678,972	875,491	市場法—盈利倍數	盈利倍數	2024年6月30日： 盈利倍數：介乎 2.74倍至7.68倍 (2023年12月31日： 盈利倍數：介乎 3.84倍至8.96倍)	盈利倍數越高，公平值越高
Unlisted equity securities	Level 3			Market approach — earnings multiples	Earnings multiples	30 June 2024: Earnings multiples: from 2.74 to 7.68 times (31 December 2023: Earnings multiples: from 3.84 to 8.96 times)	The higher of earnings multiple, the higher the fair value
非上市股權基金	第三級	9,105	9,105	相關投資的近期交易價格	不適用	不適用	不適用
Unlisted equity fund	Level 3			Recent transaction price of underlying investments	N/A	N/A	N/A
		688,077	884,596				

根據經常性基準並非按公平值計量的金融工具的公平值

本公司董事認為，簡明綜合中期財務資料中按攤餘成本列賬的其他金融資產及金融負債的賬面值與其公平值相若。

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets that are measured at fair value on a recurring basis

The valuation techniques and inputs used in the fair value measurements of each financial instrument on a recurring basis are set out below:

Fair value of financial instruments that are not measured at fair value on a recurring basis

The directors of the Company consider that the carrying amounts of other financial assets and financial liabilities recorded at amortised cost in the condensed consolidated interim financial information approximate their fair values.

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

22. 關聯方交易

22. RELATED PARTY TRANSACTIONS

(a) 與關聯方交易

除於簡明綜合中期財務資料的其他部分所披露者外，本集團與關聯方於期內訂立以下交易：

(a) Transactions with related parties

Save as disclosed elsewhere in the condensed consolidated interim financial information, the Group entered into the following transactions with related parties during the period as follows:

			截至6月30日止六個月 For the six months ended 30 June	
關聯方 Related party	關係 Relationship	交易性質 Nature of transaction	2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
遠瞻通信*	本公司執行董事康先生為遠瞻通信之唯一股東	添置使用權資產	—	15,347
Envision Communication*	Mr. Kang, the executive director of the Company, is sole shareholder of Envision Communication	已付租賃負債利息	498	1,346
		償還租賃負債	6,013	7,720
		已付物業管理費	864	738
		已付短期租賃開支	1,036	401
		Short-term rental expenses paid		

* 英文名稱僅供識別

* The English name for identification purpose only

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

22. 關聯方交易(續)

(b) 與關聯方之間的結餘

除簡明綜合中期財務資料中其他部分所披露者外，本集團與關聯方之間並無其他重大結餘。

(c) 主要管理層成員的報酬

期內，本公司董事及其他主要管理層成員的薪酬如下：

22. RELATED PARTY TRANSACTIONS (Continued)

(b) Balances with related parties

Save as disclosed elsewhere in the condensed consolidated interim financial information, the Group has no other material balances with related parties.

(c) Compensation to key management personnel

The remuneration of directors of the Company and other members of key management personnel during the period was as follows:

		截至6月30日止六個月 For the six months ended 30 June	
		2024年 2024 人民幣千元 RMB'000 (未經審核) (Unaudited)	2023年 2023 人民幣千元 RMB'000 (未經審核) (Unaudited)
短期福利	Short-term benefits	3,694	5,424
退休福利	Post-employment benefits	129	284
按權益結算以股份為基礎的 補償開支	Equity-settled share-based compensation expenses	91	264
		3,914	5,972

本公司董事及主要行政人員的薪酬由薪酬委員會根據個人表現及市場趨勢釐定。

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

簡明綜合中期財務資料附註(續)

Notes to the Condensed Consolidated Interim Financial Information (Continued)

截至2024年6月30日止六個月 For the six months ended 30 June 2024

23. 附屬公司擁有權權益變動

截至2024年6月30日止六個月，Gold Tech Holdings Limited(本公司之非全資附屬公司)與尚志投資有限公司(「尚志」)訂立一份買賣協議，以人民幣約19,293,000元的現金代價從尚志收購Comtech Photoelectric Holdings Limited額外的40%股權。該項收購於2024年5月20日生效，於完成後，於Comtech Photoelectric Holdings Limited之股權由60%變更為100%。Comtech Photoelectric Holdings Limited及其附屬公司的主要業務為IC芯片應用方案設計和分銷。

上述交易構成與非控股權益之間的股權交易，現金代價與Comtech Photoelectric Holdings Limited及其附屬公司淨資產賬面值的相關份額之間的差額約人民幣14,423,000元於其他儲備中扣除。

23. CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES

During the six months ended 30 June 2024, Gold Tech Holdings Limited, a non wholly owned subsidiary of the Company entered into a sale and purchase agreement with Apex Will Investment Limited ("APEX") to acquire additional 40% equity interest Comtech Photoelectric Holdings Limited from APEX at a cash consideration of approximately RMB19,293,000. The acquisition was effective on 20 May 2024 and the equity interest in Comtech Photoelectric Holdings Limited has been changed from 60% to 100% upon the completion. The principal activities of Comtech Photoelectric Holdings Limited and its subsidiaries are application design and distribution of IC chips.

The above-mentioned transaction constituted an equity transaction with non-controlling interest and the difference between the cash consideration and the relevant share of the carrying amount of the net assets of Comtech Photoelectric Holdings Limited and its subsidiaries of approximately RMB 14,423,000 was debited to other reserve.

釋義 Definitions

「2014年受限制股份單位計劃」 “2014 RSU Scheme”	指	本公司所採納於2014年3月1日生效，於2014年12月21日修訂，並於2023年6月9日本公司2023年股東週年大會結束時終止的計劃 the scheme adopted by the Company which took effect as at March 1, 2014, amended on December 21, 2014 and terminated on June 9, 2023 at the conclusion of the Company’s 2023 annual general meeting
「2023年年報」 “2023 Annual Report”	指	本公司於2024年4月29日刊發的截至2023年12月31日止年度的年度報告 the annual report for the year ended 31 December 2023 of the Company published on 29 April 2024
「2023年受限制股份單位計劃」 “2023 RSU Scheme”	指	本公司於2023年6月9日採納的受限制股份單位計劃 the RSU scheme adopted by the Company on June 9, 2023
「AI」 “AI”	指	人工智能 artificial intelligence
「AIGC」 “AIGC”	指	人工智能生成內容 artificial intelligence-generated content
「AIoT」 “AIoT”	指	AI及IoT AI and IoT
「聯繫人」 “associate”	指	具上市規則賦予該詞的涵義 has the meaning ascribed to it under the Listing Rules
「審核委員會」 “Audit Committee”	指	本公司的審核委員會 the audit committee of the Company
「董事委員會」 “Board Committee(s)”	指	董事會轄下的委員會 committee(s) of the Board
「董事會」 “Board of Directors” or “Board”	指	本公司董事會 the Board of Directors of the Company
「英屬處女群島」 “BVI”	指	英屬處女群島 the British Virgin Islands
「企業管治守則」 “CG Code”	指	上市規則附錄C1所載的《企業管治守則》 the Corporate Governance Code set out in Appendix C1 to the Listing Rules
「最高行政人員」 “chief executive(s)”	指	具上市規則賦予該詞的涵義 has the meaning ascribed to it under the Listing Rules
「中國」、「中國內地」或「國家」 “China”, “Mainland China” or “PRC”	指	中華人民共和國，除文義另有所指及僅就本報告而言，本報告所提述的國家或中國不包括台灣、香港或澳門；「中國的」一詞亦具類似涵義 the People’s Republic of China and, except where the context requires and only for the purpose of this report, references in this report to the PRC or China do not include Taiwan, Hong Kong or Macau; the term “Chinese” has a similar meaning

釋義 (續) Definitions (Continued)

<p>「本公司」</p> <p>“Company”, “our Company”, “the Company”</p>	<p>指 硬蛋創新，一家於2012年2月1日在開曼群島註冊成立的獲豁免有限公司，前稱科通芯城集團</p> <p>Ingdan, Inc. (硬蛋創新), an exempted company incorporated in the Cayman Islands with limited liability on February 1, 2012 and formerly known as Cogobuy Group</p>
<p>「科通技術」</p> <p>“Comtech”</p>	<p>指 科通技術業務事業部</p> <p>Comtech business unit</p>
<p>「控股股東」</p> <p>“Controlling Shareholder(s)”</p>	<p>指 具上市規則賦予該詞的涵義，就本報告而言，乃指康先生及Envision Global</p> <p>has the meaning ascribed to it under the Listing Rules and, in the context of this report, means Mr. Kang and Envision Global</p>
<p>「董事」</p> <p>“Director(s)”</p>	<p>指 本公司董事</p> <p>the director(s) of the Company</p>
<p>「Envision Global」</p> <p>“Envision Global”</p>	<p>指 Envision Global Investments Limited，一家於2012年2月1日在英屬處女群島註冊成立的有限公司，由康先生全資擁有，並為我們的直接控股股東</p> <p>Envision Global Investments Limited, a limited liability company incorporated in the BVI on February 1, 2012 which is wholly-owned by Mr. Kang and is our immediate Controlling Shareholder</p>
<p>「本集團」、「我們」或「我們的」</p> <p>“Group”, “our Group”, “the Group”, “we”, “us”, or “our”</p>	<p>指 本公司、其附屬公司及深圳可購百(其財務業績已基於合約安排而綜合入賬及入賬列作本公司的附屬公司)或(按文義所指)在被本公司收購前包含本公司附屬公司的公司</p> <p>the Company, its subsidiaries and Shenzhen Kegoubai (the financial results of which have been consolidated and accounted for as a subsidiary of our Company by virtue of the contractual arrangements) or, where the context requires, the companies that currently comprise the subsidiaries of the Company prior to their acquisition by the Company</p>
<p>「港元」</p> <p>“HK\$”</p>	<p>指 港元，香港法定貨幣</p> <p>Hong Kong dollars, the lawful currency of Hong Kong</p>
<p>「香港財務報告準則」</p> <p>“HKFRSs”</p>	<p>指 《香港財務報告準則》</p> <p>Hong Kong Financial Reporting Standards</p>
<p>「香港」</p> <p>“Hong Kong”</p>	<p>指 中國香港特別行政區</p> <p>the Hong Kong Special Administrative Region of the PRC</p>
<p>「IC」</p> <p>“IC”</p>	<p>指 集成電路</p> <p>integrated circuits</p>
<p>「硬蛋科技」</p> <p>“Ingdan”</p>	<p>指 硬蛋科技業務事業部</p> <p>Ingdan business units</p>

釋義 (續) Definitions (Continued)

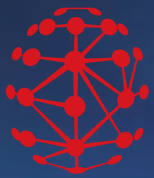
「硬蛋雲」 “Ingdan Cloud”	指 硬蛋品牌雲計算技術服務平台 Ingdan brand cloud computing technology services platform
「引力金服」 “Ingfin Financing Services”	指 引力金服業務事業部 Ingfin Financing Services business unit
「IoT」 “IoT”	指 物聯網 Internet of Things
「iPaaS」 “iPaaS”	指 整合平台即服務 Integration platform as a service
「上市日期」 “Listing Date”	指 2014年7月18日，股份於聯交所上市之日 July 18, 2014, the date on which the Shares were listed on the Stock Exchange
「上市規則」 “Listing Rules”	指 香港聯合交易所有限公司《證券上市規則》(經不時修訂) the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
「大模型」 “LLMs”	指 大語言模型 large language models
「標準守則」 “Model Code”	指 上市規則附錄C3所載的《上市發行人董事進行證券交易的標準守則》 the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
「康先生」 “Mr. Kang”	指 康敬偉先生，本公司主席、首席執行官兼執行董事，並為我們的控股股東 Mr. Kang Jingwei, Jeffrey (康敬偉), chairman, chief executive officer and executive Director of the Company and our Controlling Shareholder
「胡先生」 “Mr. Wu”	指 胡麟祥先生，本公司首席財務官、執行董事兼公司秘書 Mr. Wu Lun Cheung Allen (胡麟祥), chief financial officer, executive Director and company secretary of the Company
「郭女士」 “Ms. Guo”	指 郭莉華女士，本公司執行董事 Ms. Guo Lihua (郭莉華), executive Director of the Company
「姚女士」 “Ms. Yao”	指 姚怡女士，我們的主要股東、深圳可購百的唯一股東及李峰先生(科通技術戰略副總裁)的妻子 Ms. Yao Yi (姚怡), our substantial shareholder, the sole shareholder of Shenzhen Kegoubai, and the wife of Mr. Li Feng (Vice President of Strategy, Comtech)
「中國法律顧問」 “PRC Legal Advisor”	指 安杰世澤律師事務所 AnJie Broad Law Firm
「報告期間」 “Reporting Period”	指 截至2024年6月30日止六個月 the six months ended June 30, 2024

釋義(續) Definitions (Continued)

「人民幣」 “RMB” or “Renminbi”	指 人民幣元，中國法定貨幣 Renminbi, the lawful currency of the PRC
「受限制股份單位計劃」 “RSU Schemes”	指 2014年受限制股份單位計劃及2023年受限制股份單位計劃 the 2014 RSU Scheme and the 2023 RSU Scheme
「受限制股份單位」 “RSUs”	指 受限制股份單位 restricted share units
「證券及期貨條例」 “SFO”	指 香港法例第571章《證券及期貨條例》 the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
「股份」 “Share(s)”	指 本公司股本中每股面值0.0000001美元的普通股 ordinary share(s) in the share capital of the Company with a par value of US\$0.0000001 each
「股東」 “Shareholder(s)”	指 本公司不時的股份持有人 holder(s) of Share(s) of the Company from time to time
「深圳科通」 “Shenzhen Comtech”	指 深圳市科通技術股份有限公司，前稱科通工業技術(深圳)有限公司，一家於2005年5月24日在中國成立的有限公司，為本公司的間接附屬公司 Shenzhen Comtech Limited, formerly known as Comtech Industrial Technology (Shenzhen) Company Limited (科通工業技術(深圳)有限公司), a limited liability company established in the PRC on May 24, 2005, which is an indirect subsidiary of the Company
「深圳可購百」 “Shenzhen Kegoubai”	指 深圳市可購百信息技術有限公司，一家於2012年12月13日在中國成立的有限責任公司，由姚女士全資擁有，並憑藉合約安排入賬列作我們的附屬公司 Shenzhen Kegoubai Information Technologies Limited (深圳市可購百信息技術有限公司), a limited liability company established in the PRC on December 13, 2012, wholly-owned by Ms. Yao and, by virtue of the contractual arrangements, accounted for as our subsidiary
「聯交所」 “Stock Exchange”	指 香港聯合交易所有限公司 The Stock Exchange of Hong Kong Limited
「主要股東」 “substantial shareholder”	指 具上市規則賦予該詞的涵義 has the meaning ascribed to it under the Listing Rules
「Total Dynamic」 “Total Dynamic”	指 Total Dynamic Holdings Limited，一家於2012年12月4日在英屬處女群島註冊成立的有限責任公司，由姚女士全資擁有，並為我們的股東 Total Dynamic Holdings Limited, a limited liability company incorporated in the BVI on December 4, 2012 which is wholly-owned by Ms. Yao and is our Shareholder
「庫存股份」 “treasury shares”	指 具上市規則賦予該詞的涵義 has the meaning ascribed to it under the Listing Rules

釋義 (續) Definitions (Continued)

「美國」 “United States” or “US”	指 美利堅合眾國、其領土、屬地及歸其管轄的所有地區 the United States of America, its territories, its possessions and all areas subject to its jurisdiction
「美元」 “US\$”	指 美元，美國法定貨幣 United States dollars, the lawful currency of the United States
「%」 “%”	指 百分比 per cent



IngDan 硬蛋

HATCH THE INTERNET OF THINGS

INGDAN, INC.

硬蛋創新

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：00400