



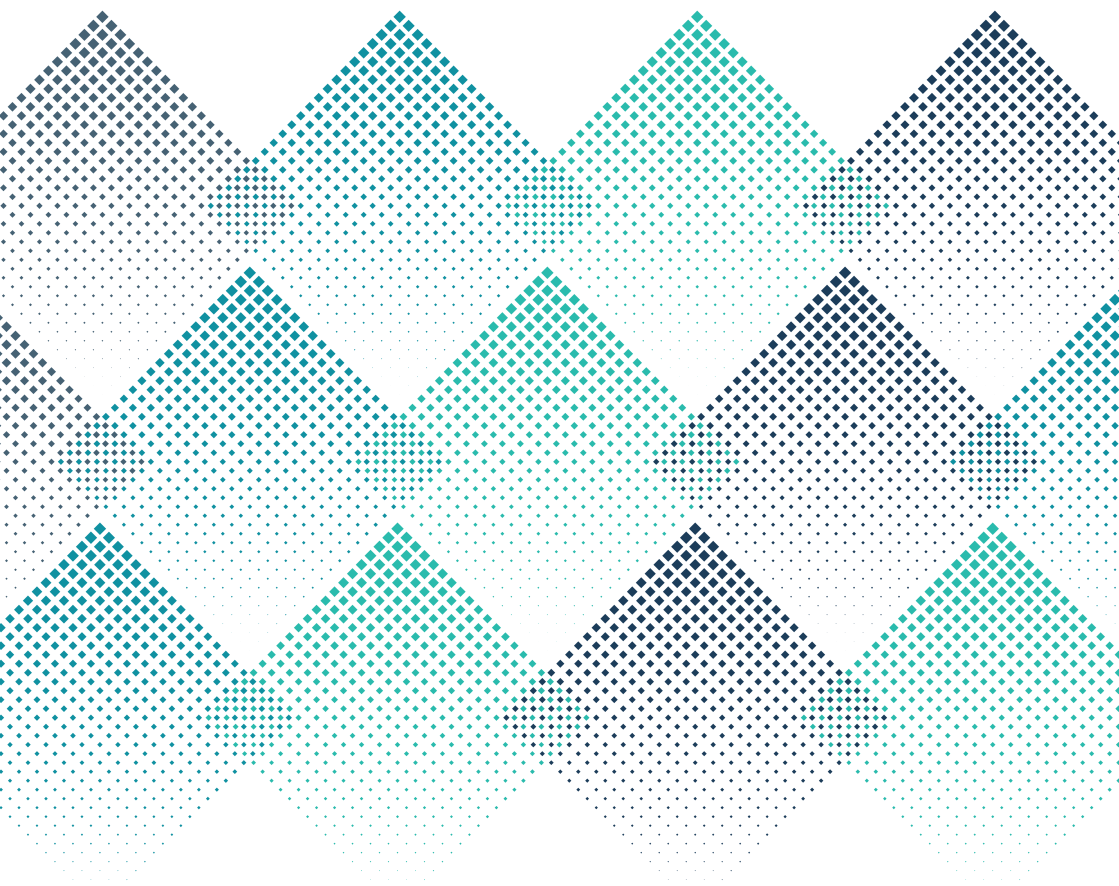
# Moody Technology Holdings Limited

## 滿地科技股份有限公司

(Incorporated in the Cayman Islands with limited liability and  
continued in Bermuda with limited liability)

(於開曼群島註冊成立並於百慕達存續之有限公司)

Stock Code 股份代號: 1400



Interim Report **2022** 中期報告

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## CORPORATE INFORMATION

### 公司資料

#### BOARD OF DIRECTORS

##### Executive Directors

Mr. Li Wanyuan (*Acting Chairman*)

Ms. Lin Yuxi

##### Independent non-executive Directors

Mr. Chow Yun Cheung

Mr. Lin Yugang

Mr. Liu Junting

#### AUDIT COMMITTEE

Mr. Chow Yun Cheung (*Chairman*)

Mr. Lin Yugang

Mr. Liu Junting

#### REMUNERATION COMMITTEE

Mr. Lin Yugang (*Chairman*)

Mr. Chow Yun Cheung

Mr. Liu Junting

#### NOMINATION COMMITTEE

Mr. Liu Junting (*Chairman*)

Mr. Lin Yugang

Mr. Chow Yun Cheung

#### REGULATORY COMPLIANCE COMMITTEE

Mr. Li Wanyuan

Mr. Tse Kwok Hing Henry

#### COMPANY SECRETARY

Mr. Tse Kwok Hing Henry

#### AUTHORISED REPRESENTATIVES

Mr. Li Wanyuan

Mr. Tse Kwok Hing Henry

#### AUDITOR

McMillan Woods (Hong Kong) CPA Limited

Certified Public Accountants

24/F, Siu On Centre

188 Lockhart Road

Wanchai, Hong Kong

#### 董事會

##### 執行董事

李萬元先生 (*代理主席*)

林禹熙女士

##### 獨立非執行董事

周潤璋先生

林宇剛先生

劉俊廷先生

#### 審核委員會

周潤璋先生 (*主席*)

林宇剛先生

劉俊廷先生

#### 薪酬委員會

林宇剛先生 (*主席*)

周潤璋先生

劉俊廷先生

#### 提名委員會

劉俊廷先生 (*主席*)

林宇剛先生

周潤璋先生

#### 監管合規委員會

李萬元先生

謝國興先生

#### 公司秘書

謝國興先生

#### 授權代表

李萬元先生

謝國興先生

#### 核數師

長青 (香港) 會計師事務所有限公司

執業會計師

香港灣仔

駱克道188號

兆安中心24樓

## CORPORATE INFORMATION

### 公司資料

#### PRINCIPAL BANKERS

Bank of Quanzhou Co., Ltd  
Bank of China (Hong Kong) Limited  
Nanyang Commercial Bank, Limited

#### REGISTERED OFFICE

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### PLACE OF BUSINESS IN HONG KONG

20/F, Infinitus Plaza  
199 Des Voeux Road Central  
Sheung Wan  
Hong Kong

#### PRINCIPAL SHARE REGISTRAR

Conyers Corporate Services (Bermuda) Limited

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### HONG KONG BRANCH SHARE REGISTER

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

#### COMPANY'S WEBSITE

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### STOCK CODE

The Stock Exchange of Hong Kong Limited: 1400

#### 主要往來銀行

泉州銀行有限公司  
中國銀行(香港)有限公司  
南洋商業銀行有限公司

#### 註冊辦事處

Clarendon House, 2 Church Street  
Hamilton, HM 11  
Bermuda

#### 香港營業地點

香港  
上環  
德輔道中199號  
無限極廣場20樓

#### 主要股份過戶登記處

Conyers Corporate Services  
(Bermuda) Limited

Clarendon House  
2 Church Street  
Hamilton, HM 11  
Bermuda

#### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

#### 本公司網站

[www.moodytech-holdingltd.com](http://www.moodytech-holdingltd.com)

#### 股份代號

香港聯合交易所有限公司：1400

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

The board of directors (the “Board”) of Moody Technology Holdings Limited (the “Company”) and together with its subsidiaries, the “Group”) presents the results of the Group for the six months ended 30 June 2022 to the shareholders of the Company. During the six months ended 30 June 2022 under review, the Group’s revenue decreased by 79.1% to approximately RMB30.4 million, when compared to approximately RMB145.7 million for the six months ended 30 June 2021. The overall decrease in revenue was mainly attributable to a decrease in sales demand from the customers in Korea affected by the new wave of mutated COVID-19 pandemic in the countries.

Loss attributable to the owners of the Company increased from approximately RMB40.3 million for the six months ended 30 June 2021 to approximately RMB50.3 million for the six months ended 30 June 2022. Loss per share decreased from RMB1.03 for the six months ended 30 June 2021 to RMB0.91 for the six months ended 30 June 2022.

### 業務回顧

滿地科技股份有限公司（「本公司」，連同其附屬公司，統稱「本集團」）董事會（「董事會」）向本公司股東提呈本集團截至二零二二年六月三十日止六個月的業績。於截至二零二二年六月三十日止六個月回顧期內，本集團的收益較截至二零二一年六月三十日止六個月的約人民幣145.7百萬元減少79.1%至約人民幣30.4百萬元。收益整體減少主要是由於韓國客戶的銷售需求因受到該等國家新一輪變異COVID-19疫情影響而下降所致。

本公司擁有人應佔虧損自截至二零二一年六月三十日止六個月的約人民幣40.3百萬元增加至截至二零二二年六月三十日止六個月的約人民幣50.3百萬元。每股虧損自截至二零二一年六月三十日止六個月的人民幣1.03元減少至截至二零二二年六月三十日止六個月的人民幣0.91元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### INDUSTRY REVIEW

According to the Ministry of Industry and Information Technology, textile companies in the PRC with an annual main business income of at least RMB20 million raked in RMB2.52 trillion in revenue in the first six months of 2022, representing a 5.7% increase year on year. The country's garment exports amounted to 156.5 billion U.S. dollars, representing an increase of 11.7%. There was a 17% year-on-year decline in total profits of these textile companies and slight drops in yarn, cloth and garment output.

### FINANCIAL REVIEW

#### Revenue

The Group's revenue decreased from approximately RMB145.7 million for the six months ended 30 June 2021 to approximately RMB30.4 million for the six months ended 30 June 2022.

The revenue from fabrics products decreased from approximately RMB15.9 million for the six months ended 30 June 2021 to RMB13.1 million for the six months ended 30 June 2022 mainly attributable to a slight decrease in sales quantities to approximately 2.56 million meters (2021: 2.7 million meters).

The decrease of sales demand of shoes and clothing from the customers in Korea due to the continuous pandemics reduced the exports volumes from last period. The revenue from sales of shoes and clothing decreased from approximately RMB129.8 million for the six months ended 30 June 2021 to approximately RMB17.4 million for the six months ended 30 June 2022.

### 行業回顧

根據工業和信息化部的資料，於二零二二年前六個月，年主營業務收入至少人民幣20百萬元之中國紡織企業實現收益人民幣2.52萬億元，同比增長5.7%。全國服裝出口為1,565億美元，增長11.7%。該等紡織企業的利潤總額同比下降17%，及紗線、布料及服裝產量略有下降。

### 財務回顧

#### 收益

本集團的收益由截至二零二一年六月三十日止六個月的約人民幣145.7百萬元減少至截至二零二二年六月三十日止六個月的約人民幣30.4百萬元。

面料產品的收益由截至二零二一年六月三十日止六個月的約人民幣15.9百萬元減少至截至二零二二年六月三十日止六個月之人民幣13.1百萬元，乃主要由於銷量略微減少至約2.56百萬元（二零二一年：2.7百萬元）。

韓國客戶的鞋履及服裝銷售需求因持續疫情減少出口量而較之上期減少。鞋履及服裝銷售的收益由截至二零二一年六月三十日止六個月的約人民幣129.8百萬元減少至截至二零二二年六月三十日止六個月的約人民幣17.4百萬元。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

The table below sets out a breakdown of the Group's revenue categorised by products for the periods:

下表載列本集團期內按產品分類的收益明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2022	% to total	2021	% to total
		RMB'000	revenue	RMB'000	revenue
		二零二二年	佔總	二零二一年	佔總
		人民幣千元	收益的%	人民幣千元	收益的%
Shoes and clothes	鞋履及服裝	17,359	57.0	129,800	89.1
Fabrics	面料	13,074	43.0	15,850	10.9
Total	總計	30,433	100.0	145,650	100.0

#### Cost of sales

The Group's cost of sales decreased by 79.7% from approximately RMB138.7 million for the six months ended 30 June 2021 to approximately RMB28.1 million for the six months ended 30 June 2022. Such decrease was mainly in line with the overall revenue for the period.

#### 銷售成本

本集團銷售成本由截至二零二一年六月三十日止六個月的約人民幣138.7百萬元下降79.7%至截至二零二二年六月三十日止六個月的約人民幣28.1百萬元。有關下降與本期間整體收益的情況基本一致。

The table below sets out a breakdown of the Group's cost of sales categorised by products for the periods:

下表載列本集團期內按產品分類的銷售成本明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2022	% to total	2021	% to total
		RMB'000	cost of sales	RMB'000	cost of sales
		二零二二年	佔總銷售	二零二一年	佔總銷售
		人民幣千元	成本百分比	人民幣千元	成本百分比
Shoes and clothes	鞋履及服裝	15,555	55.3	123,292	88.9
Fabrics	面料	12,563	44.7	15,399	11.1
Total	總計	28,118	100.0	138,691	100.0

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Gross profit

The table below sets out a breakdown of the Group's gross profit categorised by products for the period:

### 毛利

下表載列本集團於本期間按產品分類的毛利明細：

		For the six months ended 30 June 截至六月三十日止六個月			
		2022 RMB'000 二零二二年 人民幣千元	Gross profit margin 毛利率	2021 RMB'000 二零二一年 人民幣千元	Gross profit margin 毛利率
Shoes and clothes	鞋履及服裝	1,804	10.4%	6,508	5.0%
Fabrics	面料	511	3.9%	451	2.8%
Total	總計	2,315	7.6%	6,959	4.8%

The Group's gross margin increased from 4.8% for the year ended 30 June 2021 to 7.6% for the year ended 30 June 2022 was mainly because the Group was able to maintain the sales orders of clothing from the Korean customers with higher profits margin for the period. There was also slightly increase in average unit selling price of fabric products from approximately RMB6.2 per meter in 2021 to approximately RMB6.3 per meter in 2022.

本集團的毛利率由截至二零二一年六月三十日止年度的4.8%增加至截至二零二二年六月三十日止年度的7.6%，此乃主要由於期內本集團可維持利潤率較高的韓國客戶的服裝銷售訂單。面料產品平均單價亦由二零二一年的每米約人民幣6.2元略微上升至二零二二年的每米約人民幣6.3元。

### Other income/(expenses), net

The change from other income of approximately RMB6.0 million for the six months ended 30 June 2021 to other expense of approximately RMB1.3 million for the six months ended 30 June 2022 was mainly attributable to the change from exchange gain of approximately RMB5.8 million to exchange loss of approximately RMB1.5 million due to a depreciation of RMB against HKD for the period.

### 其他收入／（開支）淨額

截至二零二一年六月三十日止六個月錄得其他收入約人民幣6.0百萬元，而截至二零二二年六月三十日止六個月錄得其他開支約人民幣1.3百萬元，該變化乃主要由於本期間人民幣兌港元貶值導致由匯兌收益約人民幣5.8百萬元變為匯兌虧損約人民幣1.5百萬元所致。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Selling and distribution costs

The decrease in selling and distribution expenses by 25.9% from approximately RMB1.0 million for the six months ended 30 June 2021 to approximately RMB0.8 million for the six months ended 30 June 2022 was attributable to a decrease in transportation fees resulted from an decrease in exports sales of shoes and clothes for the period.

### General and administrative expenses

The decrease in general and administrative expenses by 1.4% from approximately RMB15.0 million for the six months ended 30 June 2021 to approximately RMB14.8 million for the six months ended 30 June 2022 was mainly attributable to the decrease in provision for expected credit loss on trade receivables of approximately RMB0.2 million (2021: RMB0.9 million).

### Finance costs

The decrease in finance costs from approximately RMB37.2 million for the six months ended 30 June 2021 to approximately RMB35.1 million for the six months ended 30 June 2022 was mainly attributable to a decrease in the average balance of borrowings and interest expenses for the period.

### Income tax expense

Income tax expenses of approximately RMB0.6 million was recognised for the period, mainly represented under-provision for Hong Kong Profits Tax in prior years.

No provision for Hong Kong Profits Tax and PRC Enterprise Income Tax was made since the Group has no assessable profit for the period.

### Loss for the period attributable to the owners of the Company

As a result of the above factors, the loss attributable to the owners of the Company increased from approximately RMB40.1 million for the six months ended 30 June 2021 to approximately RMB50.3 million for the six months ended 30 June 2022.

### 銷售及分銷成本

銷售及分銷開支由截至二零二一年六月三十日止六個月約人民幣1.0百萬元減少25.9%至截至二零二二年六月三十日止六個月約人民幣0.8百萬元，主要乃由於本期間鞋履及服裝的出口銷售減少導致運輸費用減少所致。

### 一般及行政開支

一般及行政開支由截至二零二一年六月三十日止六個月的約人民幣15.0百萬元減少1.4%至截至二零二二年六月三十日止六個月的約人民幣14.8百萬元，主要乃由於貿易應收款項之預期信貸虧損撥備減少約人民幣0.2百萬元（二零二一年：人民幣0.9百萬元）所致。

### 融資成本

融資成本由截至二零二一年六月三十日止六個月的約人民幣37.2百萬元減少至截至二零二二年六月三十日止六個月的約人民幣35.1百萬元，主要由於期內之借款平均結餘及利息開支減少。

### 所得稅開支

期內確認所得稅開支約人民幣0.6百萬元，主要指過往年度香港利得稅撥備不足。

由於本集團於期內並無應課稅溢利，故並無就香港利得稅及中國企業所得稅作出撥備。

### 本公司擁有人應佔期內虧損

由於上述原因，本公司擁有人應佔虧損由截至二零二一年六月三十日止六個月約人民幣40.1百萬元增加至截至二零二二年六月三十日止六個月約人民幣50.3百萬元。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Liquidities and financial resources

The Group continues to be prudent in making financial arrangements to ensure it has adequate liquidity for its future development. As at 30 June 2022, the Group's bank and cash balances amounted to approximately RMB0.7 million (as at 31 December 2021: approximately RMB2.2 million). The Group funded its working capital and other capital requirements principally by cash generated from our financing activities.

### Borrowings

The increase in Group's borrowings to approximately RMB1,025.5 million (as at 31 December 2021: RMB970.9 million) was mainly the net effect of an increase in bonds interest for the period and repayment of certain bank borrowings during the period. All the borrowings are denominated in RMB and HKD. Particulars of the Group's borrowings as at 30 June 2022 are set out in note 15 to the condensed consolidated financial statements.

### Net current assets and working capital

The following table sets forth the Group's current ratio and gearing ratio:

		As at 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元	As at 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元
Current assets	流動資產	26,567	21,503
Current liabilities	流動負債	1,128,309	1,093,130
Net current liabilities	流動負債淨額	(1,101,742)	(1,071,627)
Current ratio	流動比率	2.4%	2.0%
Gearing ratio	權益負債比率	N/A不適用	N/A不適用

Decrease in current ratio was mainly attributable to an increase in current portion of the unsecured bonds and interest payable during the period.

### 流動資金及財務資源

本集團繼續奉行審慎的財務安排，並保留充裕的流動資金作其未來業務發展用途。於二零二二年六月三十日，本集團銀行及現金結餘約人民幣0.7百萬元（於二零二一年十二月三十一日：約人民幣2.2百萬元）。本集團的營運資金及其他資金需求主要透過融資活動產生的現金撥付。

### 借款

本集團的借款增至約人民幣1,025.5百萬元（於二零二一年十二月三十一日：人民幣970.9百萬元）主要由於期內債券利息增加及期內償還若干銀行借款之淨影響。所有借款均以人民幣及港元計值。本集團於二零二二年六月三十日的借款詳情載於簡明合併財務報表附註15。

### 流動資產淨值及營運資金

下表載列本集團流動比率及權益負債比率：

	As at 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元	As at 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元
Current assets	26,567	21,503
Current liabilities	1,128,309	1,093,130
Net current liabilities	(1,101,742)	(1,071,627)
Current ratio	2.4%	2.0%
Gearing ratio	N/A不適用	N/A不適用

流動比率下降主要由於期內無抵押債券之流動部分及應付利息增加所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Foreign exchange risk

The Group mainly operates in the mainland China with most of the revenue and expenditure transactions denominated and settled in RMB, where its foreign exchange risk is limited. The functional currency of the Company and its subsidiaries is RMB.

### Capital expenditure

For the six months ended 30 June 2022 and 2021, the Group did not acquire any property, plant and equipment.

### Pledge of assets

As at 30 June 2022 and 2021, certain land use rights and buildings, machinery and equipment of the Group were pledged to secure banking facilities for purposes of working capital.

### Contingent liabilities

During the course of business, the Group has received claims from suppliers, customers and lenders concerned with the quality of goods and repayment of debts, including claims of insignificant or unspecified amounts. The directors are of the opinion that the Group has a meritorious defence against these claims. Accordingly, the directors do not believe that these claims will have any material adverse impact on the Group and accordingly no provisions have been made in respect thereof.

### 外匯風險

本集團主要於中國內地營運，大部分收益及開支交易以人民幣計值及結算，故外幣匯兌風險有限。本公司及其附屬公司的功能貨幣為人民幣。

### 資本開支

截至二零二二年及二零二一年六月三十日止六個月，本集團並無收購任何物業、廠房及設備。

### 資產抵押

於二零二二年及二零二一年六月三十日，本集團若干土地使用權及樓宇、機器及設備已予抵押，以取得用作營運資金的銀行融資。

### 或然負債

於業務過程中，本集團收到來自供應商、客戶及借款人有關商品質量及償還債務的申索，包括所涉金額不重大或不明的申索。董事認為，本集團就該等申索具有有力抗辯。因此，董事相信該等申索對本集團不會產生任何重大不利影響，故並無就此作出任何撥備。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As at 30 June 2022, the Company did not have any concrete plan and had not entered into any negotiation, agreement, arrangement or understanding (concluded or otherwise) relating to acquisition or disposal of subsidiaries, associates or joint ventures.

### FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS

The Board currently does not have any future plans for material investments or capital assets. The Directors will continue to monitor the industry and review its business expansion plans regularly, so as to take necessary measures in the best interests of the Group and the Shareholders.

### HUMAN RESOURCES

As at 30 June 2022, the Group had a total workforce of 91 (as at 31 December 2021: 83). The Group offers its staff competitive remuneration schemes. In addition, discretionary bonuses and share options may also be granted to eligible staff based on individual and Group's performance. The Group is committed to nurturing a learning and sharing culture in the organization. Heavy emphasis is placed on the training and development of individual staff and team building, as the Group's success is dependent on the contribution of all functional divisions comprising skilled and motivated staff.

### INTERIM DIVIDEND

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

### 重大投資、重大收購以及出售附屬公司、聯營公司及合營企業

於二零二二年六月三十日，本公司並無任何具體計劃以收購或出售附屬公司、聯營公司或合營企業，亦無就此達成任何磋商、協議、安排或諒解（不論是否已訂立）。

### 重大投資或資本資產的未來計劃

董事會目前並無任何重大投資或資本資產的未來計劃。董事將繼續觀察行業，並定期檢討其業務擴張計劃，以採取符合本集團及股東最佳利益的必要措施。

### 人力資源

於二零二二年六月三十日，本集團員工合共91名（於二零二一年十二月三十一日：83名）。本集團向其員工提供具競爭力的酬金計劃。此外，合資格員工亦可按其個人及本集團的表現獲授酌情花紅及購股權。本集團致力於組織內營造學習及分享文化。本集團的成功有賴由技巧純熟且士氣高昂的員工組成的所有職能部門的貢獻，故此本集團重視員工的個人培訓及發展，以及團隊建設。

### 中期股息

截至二零二二年六月三十日止六個月，董事會已議決不宣派任何股息（二零二一年：無）。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### PURCHASE, SALE AND REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

During the six months ended 30 June 2022, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

#### FUTURE OUTLOOK

The management of the Group has actively explored opportunities to engage in different businesses by acquisition of companies in the Hong Kong and PRC, and to diversify the trading risks of the loss-making business and to improve the financial position and cash flow of the Group.

The Directors are of the view that the Scheme is necessary in order to compromise the Company's existing indebtedness as part of the plan to return the Group to a position of solvency. If the Scheme becomes effective, the Company will practically return to solvency and the Board will proceed to implement the following business plan with the goal of returning the Group as a whole to solvency, by (i) conducting further fundraising exercises for the Group; (ii) expanding the scale of sales generated by the Group's shoes and clothes business; and (iii) restructuring the loss-making fabrics business of the Group through reinvestment or divestment.

As at the date of this interim report, the Company did not have any concrete plan and had not entered into any negotiation, agreement, arrangement or understanding relating to acquiring or injecting any new businesses into the Group or disposing or downsizing the Group's existing business.

#### 購買、出售及贖回本公司上市證券

截至二零二二年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

#### 未來展望

本集團管理層積極探索機會，透過收購香港及中國公司，涉足不同業務，及分散虧損業務的交易風險並提升本集團的財務狀況及現金流。

董事認為，有必要實施計劃，旨在和解本公司之現有債務，以將此作為令本集團恢復償債能力的一部分計劃。倘計劃生效，本公司將基本恢復償付能力，而董事會將著手實施以下業務計劃，目標為令本集團恢復整體償債能力，具體做法為：(i)為本集團進行其他籌資活動；(ii)擴大本集團鞋履及服裝業務的銷售規模；及(iii)通過再投資或剝離，重組本集團之虧損面料業務。

於本中期報告日期，本公司並無任何具體計劃以收購任何新業務或向本集團注入任何新業務或出售或縮減本集團現有業務，亦無就此達成任何磋商、協議、安排或諒解。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### STATUS OF THE IMPLEMENTATION OF THE SCHEME

Reference is made to the announcements of the Company dated 11 November 2020, 11 April 2022, 18 May 2022, 9 June 2022 and 28 June 2022 in relation to the Scheme.

Under the Scheme, the Company will issue Scheme Shares to the Scheme Creditors to discharge and release the Claims owing by the Company to the Scheme Creditors in full.

As set out in the announcements of the Company dated 9 June 2022 and 28 June 2022, (i) pursuant to the order dated 20 April 2022 made by the Hong Kong Court, the Scheme Meeting was held on 8 June 2022, at which the resolution to approve the Scheme was duly passed, and (ii) by the Sanction Order dated 28 June 2022 the Scheme has been sanctioned by the Hong Kong Court.

The Sanction Order will be filed with the Companies Registry in Hong Kong, and the Scheme will, subject to the fulfilment of the conditions precedents as listed below, become effective.

### 計劃實施情況

茲提述本公司日期為二零二零年十一月十一日、二零二二年四月十一日、二零二二年五月十八日、二零二二年六月九日及二零二二年六月二十八日內容有關計劃之公告。

根據計劃，本公司將發行計劃股份予計劃債權人，以悉數解除及免除本公司結欠計劃債權人的申索。

誠如本公司日期為二零二二年六月九日及二零二二年六月二十八日的公告所載，(i)根據香港法院日期為二零二二年四月二十日之頒令，計劃會議已於二零二二年六月八日舉行，會上已正式通過批准計劃的決議案，及(ii)根據日期為二零二二年六月二十八日的批准頒令，計劃已獲香港法院批准。

批准頒令將送交香港公司註冊處處長備案，而計劃將待滿足下列先決條件後生效。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Conditions precedent to the Scheme

The Scheme will become binding and effective on the Company and the Scheme Creditors if the following conditions precedent are satisfied:

- 1) the approval of the Scheme having been obtained from the requisite majority (i.e., over 50% in number, representing not less than 75% in value of the Scheme Claims admitted for voting purpose) of the Scheme Creditors who, either in person or by proxy, is present and voting at the Scheme Meeting;
- 2) the Hong Kong Court sanctions the Scheme and an office copy of the order of the Hong Kong Court sanctioning the Scheme is delivered to and registered with the Registrar of Companies in Hong Kong;
- 3) the passing of the necessary resolutions by the Shareholders or independent Shareholders (as the case may be) at the SGM for the Scheme for the Increase in Authorised Share Capital of the Company and the allotment and issuance of the Scheme Shares to the Scheme Creditors; and
- 4) the Company having obtained either conditional approval or approval in-principle from the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Scheme Shares.

All the conditions precedents to the Scheme are not capable of being waived. As at the date of this interim report, condition 1 and 3 have been satisfied, and in respect of condition 2, the Scheme has been sanctioned by the Hong Kong Court by the Sanction Order dated 28 June 2022.

Further announcements will be published as and when necessary to update the shareholders and potential investors for any progress of the Scheme.

### 計劃之先決條件

計劃須待以下先決條件達成後方可生效並對本公司及計劃債權人有約束力：

- 1) 計劃獲所需大多數（即人數超過50%，且不少於就投票而言獲認可的計劃索償價值的75%）親自或委派代表出席計劃會議並於會上投票的計劃債權人的批准；
- 2) 香港法院批准計劃且香港法院批准計劃之頒令正式文本送呈香港公司註冊處處長進行登記；
- 3) 股東或獨立股東（視情況而定）於特別股東大會上就計劃、增加本公司法定股本以及向計劃債權人配發及發行計劃股份通過必要決議案；及
- 4) 本公司已獲得聯交所上市委員會有條件批准或原則批准計劃股份的上市及買賣。

所有計劃的先決條件均不可獲豁免。於本中期報告日期，條件1及3已獲達成，而就條件2而言，計劃已由香港法院通過二零二二年六月二十八日的批准頒令予以批准。

本公司將於必要時另行刊發公告，以告知股東及潛在投資者計劃的任何最新進展。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

#### Subscription of new shares under general mandate

Reference is made to the Company's announcements dated 5 July 2022 and 27 July 2022 in relation to a subscription of new shares under general mandate. On 5 July 2022, the Company entered into the Subscription Agreements with the Subscribers pursuant to which the Subscribers have conditionally agreed to subscribe, and the Company has conditionally agreed to allot and issue, an aggregate of 12,546,128 Subscription Shares at the Subscription Price of HK\$0.375 per Subscription Share. The conditions precedent set out in the Subscription Agreements have been fulfilled and the Completion took place on 27 July 2022. The net proceeds from the Subscription are approximately HK\$4.59 million which are intended to use as general working capital of the Group and costs of debt restructuring.

### 報告期後重大事項

#### 根據一般授權認購新股份

茲提述本公司日期為二零二二年七月五日及二零二二年七月二十七日的公告，內容有關根據一般授權認購新股份。於二零二二年七月五日，本公司與該等認購人訂立該等認購協議，據此，該等認購人已有條件同意認購，而本公司已有條件同意配發及發行合共12,546,128股認購股份，認購價為每股認購股份0.375港元。該等認購協議所載先決條件已獲達成，認購事項於二零二二年七月二十七日完成。認購事項之所得款項淨額約為4.59百萬港元，擬用作本集團之一般營運資金及債務重組之費用。



## ADDITIONAL INFORMATION

### 其他資料

#### DISCLOSURE OF INTERESTS IN SECURITIES

##### A. Directors' Interests in the Shares of the Company

As at 30 June 2022 and the date of this interim report, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company, any of its Group members or its associated corporations (within the meaning of Part XV of the Securities and Future Ordinance ("SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange, pursuant to the Model Code for Securities Transaction by Directors of Listed Issuers contained in the Listing Rules, once the shares are listed.

##### B. Substantial shareholders' interests in the shares and underlying shares of the Company

As at 30 June 2022 and the date of this interim report, the Directors are not aware of any persons (not being a director or a chief executive of the Company) had, or were deemed to have an interest or short position in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were, directly or indirectly, interested in 5% or more of the Company's issued share capital as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

#### RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

There is no related party transactions nor connected transactions during the period ended 30 June 2022.

#### 於證券中的權益披露

##### A. 董事於本公司股份之權益

於二零二二年六月三十日及本中期報告日期，本公司董事及主要行政人員概無於本公司、其任何集團成員公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所之權益或淡倉（包括彼等根據證券及期貨條例之該等規定被當作或視為擁有之權益或淡倉）或根據證券及期貨條例第352條須記錄於該條例所指之登記冊或根據上市規則所載上市發行人董事進行證券交易之標準守則，股份一經上市便須知會本公司及聯交所之權益或淡倉。

##### B. 主要股東於本公司股份及相關股份中的權益

於二零二二年六月三十日及本中期報告日期，董事概不知悉任何人士（並非本公司董事或最高行政人員）擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司及聯交所披露的股份或相關股份的權益或淡倉，或直接或間接於本公司5%或以上的已發行股本中擁有已記入根據證券及期貨條例第336條規定須存置的登記冊的權益或淡倉。

#### 關聯方交易及關連交易

於截至二零二二年六月三十日止期間，概無發生關聯方交易或關連交易。

## ADDITIONAL INFORMATION

### 其他資料

#### SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and to the knowledge of the Directors, as at the date of this report, the Company has maintained a sufficient public float of at least 25% of the Company's issued share capital as required under the Listing Rules.

#### DIRECTORS' INTEREST IN COMPETING BUSINESS

As at 30 June 2022, none of the Directors or any of their respective associates of the Company had engaged in any business that competed or may compete with the business of the Group, or had any other conflict of interests with the Group.

#### CORPORATE GOVERNANCE

The Company was committed to maintaining high level of corporate governance and has steered its development and protected the interests of the Shareholders in an enlightened and open manner. Throughout the six months ended 30 June 2022, the Company had complied with the code provisions prescribed in the Corporate Governance Code (the "CG Code") set out in Appendix 14 to the Listing Rules save for code provision A.1.8.

##### Code provision A.1.8

The code provision A.1.8 of the CG Code stipulates that the Company should arrange appropriate insurance cover in respect of legal action against its Directors. Currently, the Company does not consider necessary to have insurance cover for legal action against its Directors and will monitor any changes to the situation and make necessary action. The Board believes with the current internal control system and the close supervision of the management, the Directors' risk of being sued or getting involved in litigation in their capacity as Directors is relatively low.

The Company will, from time to time, review and enhance its corporate governance practices to ensure that these continue to meet the requirements of the CG Code.

#### 充足公眾持股量

根據本公司公開可得之資料及據董事所知，於本報告日期，本公司已按上市規則規定維持充足公眾持股量，本公司已發行股本至少25%由公眾持有。

#### 董事於競爭業務之權益

於二零二二年六月三十日，概無本公司董事或彼等各自之任何聯繫人從事任何與本集團業務構成競爭或可能構成競爭的業務，或與本集團有任何其他利益衝突。

#### 企業管治

本公司一直致力保持高水平企業管治，以開明和開放的方式引領其發展及保障股東的權益。於截至二零二二年六月三十日止六個月整個期間，本公司已遵守上市規則附錄十四所載之企業管治守則（「企業管治守則」）規定的守則條文，惟守則條文第A.1.8條除外。

##### 守則條文第A.1.8條

企業管治守則守則條文第A.1.8條規定，本公司應就其董事可能會面對的法律行動作適當的投保安排。本公司現時認為，無須就其董事可能會面對的法律行動作投保安排，但會監察狀況所出現的任何變動，並會採取必要行動。董事會認為，在現有內部監控系統和管理層緊密監督之下，董事們因其董事的身份而遭起訴或牽涉訴訟的風險較低。

本公司將不時審閱及加強其企業管治常規以確保其持續符合企業管治守則的規定。

## ADDITIONAL INFORMATION

### 其他資料

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct for dealing in securities of the Company by the Directors. After specific enquiry made by the Company, all of the Directors confirmed that they had complied with the required standards set out in the Model Code and the Company's code of conduct regarding the Directors' securities transactions during the period under review.

#### AUDIT COMMITTEE

The Audit Committee comprises all the three independent non-executive Directors, namely, Mr. Chow Yun Cheung and Mr. Lin Yugang and Mr. Liu Junting. Mr. Chow Yun Cheung is the chairman of the Audit Committee. The terms of reference of the Audit Committee comply with the code provisions of the CG Code. The Audit Committee is responsible for reviewing and supervising the Group's financial reporting process and overseeing the risk management and internal control systems and providing advice and recommendations to the Board.

#### REMUNERATION COMMITTEE

The Remuneration Committee comprises three independent non-executive Directors, namely, Mr. Lin Yugang, Mr. Chow Yun Cheung, and Mr. Liu Junting. Mr. Lin Yugang is the chairman of the Remuneration Committee. The terms of reference of the Remuneration Committee comply with the code provisions of the CG Code. The Remuneration Committee is principally responsible for formulating the Group's policy and structure for all remuneration of the Directors and senior management and providing advice and recommendations to the Board.

#### 董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載的標準守則，作為董事進行本公司證券交易的行為守則。經本公司作出特定查詢後，全體董事確認，彼等於回顧期內已遵守標準守則及本公司操守守則所載關於董事進行證券交易之規定標準。

#### 審核委員會

審核委員會包括全體三名獨立非執行董事，即周潤璋先生、林宇剛先生及劉俊廷先生。周潤璋先生為審核委員會主席。審核委員會的職權範圍符合企業管治守則之守則條文。審核委員會負責審閱及監督本集團的財務申報程序及監察風險管理及內部監控系統，並向董事會提供意見及推薦建議。

#### 薪酬委員會

薪酬委員會包括三名獨立非執行董事，即林宇剛先生、周潤璋先生及劉俊廷先生。林宇剛先生為薪酬委員會主席。薪酬委員會的職權範圍符合企業管治守則之守則條文。薪酬委員會主要負責制定本集團有關全體董事及高級管理層薪酬的政策及架構，並向董事會提供意見及推薦建議。

## ADDITIONAL INFORMATION

### 其他資料

#### NOMINATION COMMITTEE

The Nomination Committee comprises three independent non-executive Directors, namely, Mr. Liu Junting, Mr. Lin Yugang and Mr. Chow Yun Cheung. Mr. Liu Junting is the chairman of the Nomination Committee. The terms of reference of the Nomination Committee comply with the code provisions of the CG Code. The Nomination Committee is principally responsible for reviewing the structure, size and composition of the Board, identifying individuals suitably qualified to become Board members, assessing the independence of independent non-executive Directors, and making recommendations to the Board on the appointment and re-appointment of Directors and succession planning for Directors.

#### REGULATORY COMPLIANCE COMMITTEE

The Regulatory Compliance Committee comprises of two members, namely Mr. Li Wanyuan and Mr. Tse Kwok Hing Henry, Mr. Lin Guoqin is the chairman of the Regulatory Compliance Committee. The committee directly reports to the Board and is primarily responsible for ensuring that our business operations and activities are in compliance with the relevant laws and regulations.

#### REVIEW OF INTERIM RESULTS

The Group's unaudited interim results for the six months ended 30 June 2022 have been reviewed by the Audit Committee.

By order of the Board

#### **Moody Technology Holdings Limited**

*(Provisional Liquidators Appointed)*

*(For Restructuring Only)*

#### **Li Wanyuan**

*Acting Chairman*

Hong Kong, 31 August 2022

*As at the date of this report, the executive Directors are Mr. Li Wanyuan and Ms. Lin Yuxi; and the independent non-executive Directors are Mr. Chow Yun Cheung, Mr. Lin Yugang and Mr. Liu Junting.*

#### 提名委員會

提名委員會包括三名獨立非執行董事，即劉俊廷先生、林宇剛先生及周潤璋先生。劉俊廷先生為提名委員會主席。提名委員會的職權範圍符合企業管治守則之守則條文。提名委員會主要負責審閱董事會架構、規模及成員組成，物色合資格成為董事會成員的合適人士，評估獨立非執行董事之獨立性，及向董事會就董事委任及續任以及董事繼任規劃提供推薦建議。

#### 監管合規委員會

監管合規委員會包括兩名成員，即李萬元先生及謝國興先生。林國欽先生為監管合規委員會主席。該委員會直接向董事會報告，並主要負責確保我們的業務營運及活動符合相關法律及法規。

#### 審閱中期業績

本集團截至二零二二年六月三十日止六個月的未經審核中期業績已由審核委員會審閱。

承董事會命

#### **滿地科技股份有限公司**

*(已委任臨時清盤人)*

*(僅以重組為目的)*

代理主席

**李萬元**

香港，二零二二年八月三十一日

於本報告日期，執行董事為李萬元先生及林禹熙女士；以及獨立非執行董事為周潤璋先生、林宇剛先生及劉俊廷先生。

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

## 簡明合併損益及其他全面收益表

For the six months ended 30 June 2022 (Expressed in Renminbi ("RMB"))  
截至二零二二年六月三十日止六個月(以人民幣(「人民幣」)列示)

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2022</b> 二零二二年	<b>2021</b> 二零二一年
		<b>RMB'000</b> 人民幣千元 <b>(Unaudited)</b> (未經審核)	<b>RMB'000</b> 人民幣千元 <b>(Unaudited)</b> (未經審核)
	Notes 附註		
<b>Revenue</b>	收益	<b>5</b>	
Cost of sales	銷售成本	<b>30,433</b>	145,650
		<b>(28,118)</b>	(138,691)
<b>Gross profit</b>	<b>毛利</b>	<b>2,315</b>	6,959
Other income/(expenses), net	其他收入/(開支), 淨額	<b>(1,344)</b>	6,031
Selling and distribution costs	銷售及分銷成本	<b>(772)</b>	(1,042)
General and administrative expenses	一般及行政開支	<b>(14,770)</b>	(14,973)
<b>Loss from operations</b>	<b>營運虧損</b>	<b>(14,571)</b>	(3,025)
Finance costs	融資成本	<b>6</b>	(37,235)
<b>Loss before tax</b>	<b>除稅前虧損</b>	<b>(49,658)</b>	(40,260)
Income tax expense	所得稅開支	<b>7</b>	-
<b>Loss and total comprehensive income for the period attributable to the owners of the Company</b>	本公司擁有人應佔 期內虧損及全面 收益總額	<b>8</b>	(40,260)
			(Restated) (經重列)
Loss per share	每股虧損		
- Basic (RMB)	- 基本(人民幣)	9(a)	(0.91) (1.03)
- Diluted (RMB)	- 攤薄(人民幣)	9(b)	(0.91) (1.03)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2022 (Expressed in RMB)  
於二零二二年六月三十日 (以人民幣列示)

			As at 30 June 2022 於 二零二二年 六月三十日 RMB'000 (Unaudited) (未經審核)	As at 31 December 2021 於 二零二一年 十二月三十一日 RMB'000 (Audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	11	179,316	189,587
Right-of-use assets	使用權資產	12	16,423	16,626
Investment in an associate	於一間聯營公司的投資		-	-
			<b>195,739</b>	<b>206,213</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		1,590	2,012
Trade and other receivables	貿易及其他應收款項	13	24,285	17,256
Bank and cash balances	銀行及現金結餘		692	2,235
			<b>26,567</b>	<b>21,503</b>
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	14	279,154	291,359
Borrowings	借款	15	848,217	801,492
Lease liabilities	租賃負債		299	279
Tax payable	應付稅項		639	-
			<b>1,128,309</b>	<b>1,093,130</b>
<b>Net current liabilities</b>	<b>流動負債淨額</b>		<b>(1,101,742)</b>	<b>(1,071,621)</b>
<b>Total assets less current liabilities</b>	<b>資產總額減流動負債</b>		<b>(906,003)</b>	<b>(865,414)</b>

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明合併財務狀況表

As at 30 June 2022 (Expressed in RMB)  
於二零二二年六月三十日 (以人民幣列示)

			As at 30 June 2022 於 二零二二年 六月三十日 RMB'000 (Unaudited) (未經審核)	As at 31 December 2021 於 二零二一年 十二月三十一日 RMB'000 (Audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Borrowings	借款	15	177,240	169,452
Lease liabilities	租賃負債		151	145
Deferred income	遞延收入		12,629	12,786
			<b>190,020</b>	<b>182,383</b>
<b>Net liabilities</b>	<b>負債淨額</b>		<b>(1,096,023)</b>	<b>(1,047,797)</b>
<b>Equity</b>	<b>權益</b>			
Share capital	股本	16	5,323	4,431
Reserves	儲備		(1,101,346)	(1,052,228)
<b>Total deficit</b>	<b>虧絀總額</b>		<b>(1,096,023)</b>	<b>(1,047,797)</b>

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明合併權益變動表

For the six months ended 30 June 2022 (Expressed in RMB)

截至二零二二年六月三十日止六個月(以人民幣列示)

		Attributable to the owners of the Company					
		本公司擁有人應佔					
		Share capital	Contribution surplus	Capital reserve	Statutory reserve	Accumulated losses	Total
		股本	實繳盈餘	資本儲備	法定儲備	累計虧損	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
At 1 January 2021 (Audited)	於二零二一年一月一日 (經審核)	3,100	667,338	113,510	24,151	(1,767,386)	(959,287)
Subscription of new shares under general mandate	根據一般授權認購新股份	607	4,892	-	-	-	5,499
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	(40,260)	(40,260)
At 30 June 2021	於二零二一年六月三十日	3,707	672,230	113,510	24,151	(1,807,646)	(994,048)
At 1 January 2022 (Audited)	於二零二二年一月一日 (經審核)	4,431	678,025	113,510	24,151	(1,867,914)	(1,047,797)
Subscription of new shares under general mandate	根據一般授權認購新股份	892	1,161	-	-	-	2,053
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	(50,279)	(50,279)
At 30 June 2022	於二零二二年六月三十日	5,323	679,186	113,510	24,151	(1,918,193)	(1,096,023)



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明合併現金流量表

For the six months ended 30 June 2022 (Expressed in RMB)

截至二零二二年六月三十日止六個月(以人民幣列示)

		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Net cash generated from/(used in) operating activities</b>	經營活動所得/(所用)現金淨額	<b>(3,560)</b>	1,082
<b>Cash flows from investing activities</b>	投資活動所得現金流量		
Earnest money paid for acquisition of a subsidiary	就收購一間附屬公司支付之誠意金	-	(416)
Interest received	已收利息	2	1
Net cash (used in)/generated from investing activities	投資活動(所用)/所得現金淨額	2	(415)
<b>Cash flows from financing activities</b>	融資活動所得現金流量		
Repayments of borrowings	償還借款	(32)	(8,710)
Interest on lease liabilities	租賃負債利息	(6)	-
Proceeds from issue of new shares	發行新股份之所得款項	2,053	5,499
Net cash used in financing activities	融資活動所用現金淨額	2,015	(3,211)
<b>Net decrease in cash and cash equivalents</b>	現金及現金等價物減少淨額	<b>(1,543)</b>	(2,544)
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	2,235	3,571
Cash and cash equivalents at end of the period	期末現金及現金等價物	692	1,027

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 29 April 2013 and continued in Bermuda as an exempted company under the laws of Bermuda on 24 May 2019. The registered office of the Company is Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda. The principal place of business of the Company in Hong Kong is located at 20/F, Infinitus Plaza, 199 Des Voeux Road Central, Sheung Wan, Hong Kong. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 25 April 2014 (the "Listing").

The Company is an investment holding company and its subsidiaries (collectively, the Group) are principally engaged in the sales of shoes and clothes and design, manufacturing and sales of fabrics in the People's Republic of China (the "PRC").

This condensed consolidated financial information is presented in Renminbi ("RMB"), unless otherwise stated. The condensed consolidated financial statements of the Group for the six months ended 30 June 2022 were authorized for issue in accordance with a resolution of the directors on 31 August 2022.

These condensed consolidated financial statements have not been audited.

### 1. 一般資料

本公司於二零一三年四月二十九日在開曼群島註冊成立為獲豁免有限公司，並於二零一九年五月二十四日根據百慕達法律於百慕達存續為獲豁免公司。本公司的註冊辦事處為Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda。本公司於香港的主要營業地點位於香港上環德輔道中199號無限極廣場20樓。本公司股份自二零一四年四月二十五日起在香港聯合交易所有限公司(「聯交所」)主板上市(「上市」)。

本公司是一家投資控股公司，連同其附屬公司(統稱「本集團」)主要於中華人民共和國(「中國」)從事鞋履及服裝銷售以及面料設計、製造及銷售。

除另有指明外，本簡明合併財務資料以人民幣(「人民幣」)呈列。本集團截至二零二二年六月三十日止六個月的簡明合併財務報表已於二零二二年八月三十一日根據董事決議案授權刊發。

該等簡明合併財務報表尚未經審核。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 2. BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months ended 30 June 2022 have been prepared in accordance with International Accounting Standard (“IAS”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the annual consolidated financial statement of the Group for the year ended 31 December 2021 (the “2021 Annual Consolidated Financial Statements”).

### 3. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the 2021 Annual Consolidated Financial Statements, except for the adoption of new standards effective as of 1 January 2022. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in 2022, but do not have an impact on the interim condensed consolidated financial statements of the Group.

### 2. 呈列基準

截至二零二二年六月三十日止六個月的中期簡明合併財務報表已根據國際會計準則理事會頒佈的國際會計準則(「國際會計準則」)第34號「中期財務報告」及聯交所證券上市規則的適用披露規定編製。

中期簡明合併財務報表不包括年度財務報表規定的所有資料及披露，並應與本集團截至二零二一年十二月三十一日止年度之年度合併財務報表(「二零二一年年度合併財務報表」)一併閱讀。

### 3. 採納新訂及經修訂國際財務報告準則

編製中期簡明合併財務報表所採用的會計政策與編製二零二一年年度合併財務報表所採用之會計政策一致，惟採用於二零二二年一月一日生效之新準則除外。本集團概無提早採用任何已頒佈但未生效之準則、詮釋或修訂。

多項修訂及詮釋於二零二二年首次應用，但對本集團中期簡明合併財務報表並無影響。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION

The Group has two reportable segments as follows:

- Sales of shoes and clothes; and
- Sales of fabrics

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

The accounting policies of the operating segments are the same as those described in note 5 to the 2021 Annual Consolidated Financial Statements. Segment profit or loss do not include other income, selling and distribution costs, impairment losses of goodwill of investment in an associate, general and administrative expenses, finance costs and share of losses of an associate. Segment assets do not include right-of-use assets, investment in an associate and bank and cash balances. Segment liabilities do not include amount due to an associate, current and deferred tax liabilities and borrowings.

### 4. 分部資料

本集團有以下兩個可呈報分部：

- 鞋履及服裝銷售；及
- 面料銷售

本集團的可呈報分部為提供各種產品的策略業務單位。由於各業務需要不同的技術及營銷策略，故策略業務單位各自獨立管理。

經營分部的會計政策與二零二一年年度合併財務報表附註5所述之會計政策相同。分部損益不包括其他收入、銷售及分銷成本、於一間聯營公司的投資商譽減值虧損、一般及行政開支、融資成本及分佔一間聯營公司虧損。分部資產不包括使用權資產、於一間聯營公司的投資以及銀行及現金結餘。分部負債不包括應付一間聯營公司款項、即期及遞延稅項負債以及借款。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued

### 4. 分部資料—續

		Fabrics 面料	Shoes and clothes 鞋履及服裝	Total 總計
		RMB'000	RMB'000	RMB'000
		(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)
<b>Segment results</b>	<b>分部業績</b>			
Six months ended	截至二零二二年			
30 June 2022:	六月三十日止六個月:			
<b>Reportable revenue from external customers</b>	來自外部客戶的可呈報收益	<b>13,074</b>	<b>17,359</b>	<b>30,433</b>
<b>Reportable segment profit</b>	可呈報分部溢利	<b>511</b>	<b>1,804</b>	<b>2,315</b>
Other income/(expenses), net	其他收入/(開支)淨額			<b>(1,344)</b>
Selling and distribution costs	銷售及分銷成本			<b>(772)</b>
General and administrative expenses	一般及行政開支			<b>(14,770)</b>
Finance costs	融資成本			<b>(35,087)</b>
<b>Loss before tax</b>	<b>除稅前虧損</b>			<b>(49,658)</b>
<b>Segment assets and liabilities</b>	<b>分部資產及負債</b>			
At 30 June 2022:	於二零二二年六月三十日:			
<b>Segment assets</b>	<b>分部資產</b>	<b>212,312</b>	<b>9,302</b>	<b>221,614</b>
Unallocated assets	未分配資產			<b>692</b>
<b>Total assets</b>	<b>資產總額</b>			<b>222,306</b>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>292,858</b>	<b>13</b>	<b>292,871</b>
Unallocated liabilities	未分配負債			<b>1,025,458</b>
<b>Total liabilities</b>	<b>負債總額</b>			<b>1,318,329</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued

### 4. 分部資料—續

	Fabrics 面料 RMB'000 人民幣千元 (Unaudited) (未經審核)	Shoes and clothes 鞋履及服裝 RMB'000 人民幣千元 (Unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核)	
<b>Segment results</b>	<b>分部業績</b>			
Six months ended 30 June 2021:	截至二零二一年 六月三十日止六個月:			
<b>Reportable revenue from external customers</b>	來自外部客戶 可呈報收益	15,850	129,800	145,650
<b>Reportable segment profit</b>	可呈報分部溢利	451	6,508	6,959
Other income/(expenses), net	其他收入/(開支)淨額			6,023
Selling and distribution costs	銷售及分銷成本			(1,042)
General and administrative expenses	一般及行政開支			(14,973)
Finance costs	融資成本			(37,235)
<b>Loss before tax</b>	<b>除稅前虧損</b>			<b>(40,260)</b>
<b>Segment assets and liabilities</b>	<b>分部資產及負債</b>			
At 30 June 2021:	於二零二一年 六月三十日:			
<b>Segment assets</b>	<b>分部資產</b>	255,561	12,413	267,974
Unallocated assets	未分配資產			1,027
<b>Total assets</b>	<b>資產總額</b>			<b>269,001</b>
<b>Segment liabilities</b>	<b>分部負債</b>	291,402	–	291,402
Unallocated liabilities	未分配負債			971,647
<b>Total liabilities</b>	<b>負債總額</b>			<b>1,263,049</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 4. SEGMENT INFORMATION – continued

#### Geographical information

The Group's revenue from external customers by location of operations are detailed below:

### 4. 分部資料—續

#### 地區資料

本集團來自外部客戶收益按經營位置詳列如下：

		2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)
PRC	中國	13,074	15,850
Korea	韓國	15,356	119,434
Japan	日本	2,003	1,788
Others	其他	-	8,578
		<b>30,433</b>	<b>145,650</b>

Over 90% of the Group's non-current assets (excluding right-of-use assets and investment in an associate) are located in the PRC. Accordingly, no further geographical information of non-current assets was disclosed.

本集團超過90%的非流動資產(不包括使用權資產及於一間聯營公司的投資)位於中國。因此，概無非流動資產的其他地區資料須予披露。

### 5. REVENUE

An analysis of the Group's revenue for the period is as follows:

### 5. 收益

期內本集團收益的分析如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Recognised at a point in time:	於某一時間點確認：		
Sales of fabrics	面料銷售	13,074	15,850
Sales of shoes and clothes	鞋履及服裝銷售	17,359	129,800
		<b>30,433</b>	<b>145,650</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 6. FINANCE COSTS

### 6. 融資成本

		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Interest expenses of bank borrowings	銀行借款的利息開支	7,960	7,802
Interest expenses of bonds	債券的利息開支	27,121	29,433
Interest expenses on lease liabilities	租賃負債的利息開支	6	-
		<b>35,087</b>	<b>37,235</b>

### 7. INCOME TAX EXPENSE

Income tax expenses of approximately RMB0.6 million was recognised for the period, mainly represented under-provision for Hong Kong Profits Tax in prior years.

No provision for Hong Kong Profits Tax and PRC Enterprise Income Tax was made since the Group has no assessable profit for the period.

### 7. 所得稅開支

期內確認所得稅開支約人民幣0.6百萬元，主要指過往年度香港利得稅撥備不足。

由於本集團於期內並無應課稅溢利，故並無就香港利得稅及中國企業所得稅作出撥備。



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

#### 8. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging the following:

#### 8. 期內虧損

期內虧損經扣除以下各項後得出：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Cost of inventories	存貨成本	22,116	138,117
Depreciation of property, plant and equipment	物業、廠房及設備折舊	10,271	10,785
Depreciation of right-of-use assets	使用權資產折舊	203	203
Staff cost	員工成本		
– Salaries and wages	– 薪金及工資	2,607	2,548
– Retirement scheme contribution	– 退休計劃供款	15	26
Provision for expected credit loss on trade receivables	貿易應收款項之預期信貸虧損撥備	200	932

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 9. LOSS PER SHARE

#### (a) Basic

### 9. 每股虧損

#### (a) 基本

		Six months ended 30 June 截至六月三十日止六個月	
		2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Loss attributable to the owners of the Company	本公司擁有人應佔虧損	(50,279)	(40,260)
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數(千股)	55,221	38,950
Basic loss per share (RMB per share)	每股基本虧損 (每股人民幣元)	(0.91)	(1.03)

(Restated)  
(經重列)

#### (b) Diluted

As there were no potentially dilutive shares for the six months ended 30 June 2022 and 2021, the diluted loss per share was the same as basic loss per share.

#### (b) 攤薄

由於截至二零二二年及二零二一年六月三十日止六個月並無潛在攤薄股份，因此每股攤薄虧損與每股基本虧損相同。

### 10. DIVIDENDS

No dividend has been paid or declared by the Company for the six months ended 30 June 2022 (2021: Nil).

### 10. 股息

本公司於截至二零二二年六月三十日止六個月概無派付或宣派股息(二零二一年:無)。

### 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2022 and 2021, the Group did not acquire any property, plant and equipment.

### 11. 物業、廠房及設備

於截至二零二二年及二零二一年六月三十日止六個月，本集團並無收購任何物業、廠房及設備。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 12. RIGHT-OF-USE ASSETS

As at 30 June 2022, the Group's right-of-use assets with carrying amount of approximately RMB16.4 million were pledged as collateral for certain bank borrowings of the Group (Note 15).

### 12. 使用權資產

於二零二二年六月三十日，本集團賬面值約為人民幣16.4百萬元的使用權資產已抵押作為本集團若干銀行借款的抵押品(附註15)。

### 13. TRADE AND OTHER RECEIVABLES

### 13. 貿易及其他應收款項

		30 June 2022 二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables	貿易應收款項	3,417	2,186
Less: Allowance for trade receivables	減：貿易應收款項的撥備	(347)	(147)
		<b>3,070</b>	2,039
Prepayments for purchase of raw materials	採購原材料預付款項	97,175	95,493
Less: Allowance for prepayments	減：預付款項的撥備	(87,038)	(87,038)
		<b>10,137</b>	8,455
Other receivables	其他應收款項	43,291	38,975
Less: Allowance for other receivables	減：其他應收款項的撥備	(32,213)	(32,213)
		<b>11,078</b>	6,762
Total of trade and other receivables	貿易及其他應收款項總額	<b>24,285</b>	17,256

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 13. TRADE AND OTHER RECEIVABLES – continued

The ageing analysis of trade receivables, based on invoice date, was as follows:

		<b>30 June 2022</b>	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 6 months	6個月內	<b>1,777</b>	1,343
Over 6 months but less than 12 months	6個月以上但少於 12個月	<b>914</b>	362
Over 12 months	12個月以上	<b>379</b>	334
		<b>3,070</b>	2,039

### 13. 貿易及其他應收款項－續

貿易應收款項按發票日期的賬齡分析如下：

### 14. TRADE AND OTHER PAYABLES

		<b>30 June 2022</b>	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Trade payables	貿易應付款項	<b>78,865</b>	82,672
Contract liabilities	合約負債	<b>10,891</b>	10,913
Payables for purchases of property, plant and equipment	購買物業、廠房及 設備應付款項	<b>35,608</b>	35,608
Salary payables	應付薪酬	<b>19,788</b>	23,943
Interest payables	應付利息	<b>95,121</b>	86,429
Other payables and accruals	其他應付款項及應計費用	<b>38,881</b>	51,794
		<b>279,154</b>	291,359

### 14. 貿易及其他應付款項

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 14. TRADE AND OTHER PAYABLES – continued

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

### 14. 貿易及其他應付款項－續

貿易應付款項按發票日期的賬齡分析如下：

		<b>30 June 2022</b>	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 3 months	3個月內	<b>78</b>	478
Over 3 months but less than 12 months	3個月以上但少於 12個月	<b>70</b>	590
Over 12 months	12個月以上	<b>78,717</b>	81,604
		<b>78,865</b>	82,672

### 15. BORROWINGS

### 15. 借款

		<b>30 June 2022</b>	31 December 2021
		二零二二年 六月三十日	二零二一年 十二月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Current:	流動：		
Secured bank borrowings	有抵押銀行借款	<b>110,311</b>	110,344
Unsecured bank borrowings	無抵押銀行借款	<b>52,968</b>	52,968
Unsecured bonds	無抵押債券	<b>684,938</b>	638,180
		<b>848,217</b>	801,492
Non-current:	非流動：		
Unsecured bonds	無抵押債券	<b>177,240</b>	169,452
		<b>1,025,457</b>	970,944

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 15. BORROWINGS – continued

#### Bank borrowings

As at 30 June 2022, bank borrowings amounted to approximately RMB63,279,000 (31 December 2021: RMB63,312,000) were overdue by the Group due to temporary shortage of funds. As a result, the Group is subject to a penalty interest expense during the overdue period.

The Group's bank borrowings of approximately RMB110,311,000 (31 December 2021: RMB110,344,000) were secured by its property, plant and equipment and right-of-use assets.

The effective interest rates on bank borrowings were ranging from 5.64% to 11.99% (31 December 2021: 5.64% to 11.99%) per annum for the six months ended 30 June 2022.

#### Unsecured bonds

As at 30 June 2022, the Company issued unsecured bonds with an aggregate principal value of approximately RMB665,259,000 (31 December 2021: RMB636,411,000). The bonds are unsecured, bearing interest rates at a range of 1.5% to 40% (31 December 2021: 1.5% to 40%) per annum, and repayable during the period from July 2022 to December 2029 (31 December 2021: January 2021 to April 2028).

### 15. 借款－續

#### 銀行借款

於二零二二年六月三十日，由於資金暫時短缺，本集團約人民幣63,279,000元(二零二一年十二月三十一日：人民幣63,312,000元)的銀行借款已逾期。因此，本集團須繳付逾期期間的罰息開支。

本集團銀行借款約人民幣110,311,000元(二零二一年十二月三十一日：人民幣110,344,000元)由其物業、廠房及設備以及使用權資產作抵押。

截至二零二二年六月三十日止六個月銀行借款的實際年利率介乎5.64%至11.99%(二零二一年十二月三十一日：5.64%至11.99%)。

#### 無抵押債券

於二零二二年六月三十日，本公司發行本金總額約人民幣665,259,000元(二零二一年十二月三十一日：人民幣636,411,000元)的無抵押債券。該等債券為無抵押、按年利率介乎1.5%至40%(二零二一年十二月三十一日：1.5%至40%)計息並須於二零二二年七月至二零二九年十二月(二零二一年十二月三十一日：二零二一年一月至二零二八年四月)期間償還。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 16. SHARE CAPITAL

### 16. 股本

		2022 二零二二年		2021 二零二一年	
		Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)	Number of shares 股份數目 (thousands) (千股)	Amount 金額 HK\$'000 千港元 (Unaudited) (未經審核)
Authorised:	法定：				
Ordinary shares of HK\$0.10 each (2021: HK\$0.01 each)	每股面值0.10港元 (二零二一年：每股面值 0.01港元)的普通股				
At 1 January	於一月一日	100,000,000	1,000,000	100,000,000	1,000,000
Share consolidation (note (a))	股份合併(附註(a))	(90,000,000)	-	-	-
As at 30 June	於六月三十日	10,000,000	1,000,000	100,000,000	1,000,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of HK\$0.10 each (2021: HK\$0.01 each)	每股面值0.10港元 (二零二一年：每股面值 0.01港元)的普通股				
At 1 January	於一月一日	522,755	5,227	363,025	3,630
Share consolidation (note (a))	股份合併(附註(a))	(470,479)	-	-	-
Issue of new shares under general mandate (note (b))	根據一般授權發行新股份 (附註(b))	10,455	1,046	-	-
Issue of new shares under general mandate (note (c))	根據一般授權發行新股份 (附註(c))	-	-	72,604	726
At 30 June	於六月三十日	62,731	6,273	435,629	4,356
Equivalent to RMB'000	相當於人民幣千元		5,323		3,707

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 16. SHARE CAPITAL – continued

Notes:

- (a) On 8 March 2022, the share consolidation on the basis of every ten (10) issued ordinary shares with par value HK\$0.01 each in the share capital of the Company be consolidated into one (1) ordinary share with par value HK\$0.10 each in the share capital of the Company has become effective.
- (b) On 13 April 2022, the Company entered into the subscription agreements with not less than six independent subscribers pursuant to which the Subscribers have conditionally agreed to subscribe, and the Company has conditionally agreed to allot and issue, an aggregate of 10,455,107 subscription shares at the subscription price of HK\$0.245 per subscription share under general mandate. The subscription was completed on 11 May 2022. Details of the subscription were disclosed in the announcements of the Company dated 13 April 2022 and 11 May 2022.
- (c) On 29 March 2021, the Company entered into the subscription agreements with five independent subscribers pursuant to which the subscribers have conditionally agreed to subscribe, and the Company has conditionally agreed to allot and issue, an aggregate of 72,604,167 subscription shares at the subscription price of HK\$0.096 per subscription share under general mandate. The subscription was completed on 26 April 2021. Details of the subscription were disclosed in the announcements of the Company dated 29 March 2021 and 26 April 2021.

### 16. 股本—續

附註：

- (a) 於二零二二年三月八日，按本公司股本中每十(10)股每股面值0.01港元之已發行普通股合併為本公司股本中一已發行(1)股每股面值0.10港元之普通股基準進行之股份合併已生效。
- (b) 於二零二二年四月十三日，本公司與不少於六名獨立認購人訂立認購協議，據此，認購人已有條件同意認購，而本公司已有條件同意根據一般授權配發及發行合共10,455,107股認購股份，認購價為每股認購股份0.245港元。認購事項於二零二二年五月十一日完成。認購事項之詳情於本公司日期為二零二二年四月十三日及二零二二年五月十一日之公告披露。
- (c) 於二零二一年三月二十九日，本公司與五名獨立認購人訂立認購協議，據此，認購人已有條件同意認購，而本公司已有條件同意根據一般授權配發及發行合共72,604,167股認購股份，認購價為每股認購股份0.096港元。認購事項於二零二一年四月二十六日完成。認購事項之詳情於本公司日期為二零二一年三月二十九日及二零二一年四月二十六日之公告披露。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 簡明合併財務資料附註

For the six months ended 30 June 2022 (Expressed in RMB)  
截至二零二二年六月三十日止六個月(以人民幣列示)

### 17. CAPITAL COMMITMENTS

Capital commitment contracted but not provided for at the end of the reporting period but not yet incurred are as follows:

### 17. 資本承擔

於報告期末已訂約但尚未撥備且尚未產生的資本承擔如下：

	<b>30 June 2022</b> 二零二二年 六月三十日 <b>RMB'000</b> <b>(Unaudited)</b> (未經審核)	31 December 2021 二零二一年 十二月三十一日 RMB'000 (Audited) (經審核)
Property, plant and equipment      物業、廠房及設備	<b>3,387</b>	3,387

### 18. RELATED-PARTY TRANSACTIONS

There was no transaction with the related party during the period ended 30 June 2022 and 2021.

### 18. 關聯方交易

截至二零二二年及二零二一年六月三十日止期間，並無與關聯方進行交易。



**Moody Technology Holdings Limited**

滿地科技股份有限公司