



香港華信金融投資有限公司

CEFC HONG KONG FINANCIAL INVESTMENT COMPANY LIMITED

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

股份代號 Stock Code : 1520



2020 INTERIM
REPORT
中期報告

For the six months ended 30 June 2020:

- affected by rapid global spread of COVID-19 pandemic in the first half of 2020, revenue of the Group for the reporting period decreased by approximately 50.9% or HK\$16,128,000 to approximately HK\$15,545,000 (2019: HK\$31,673,000). Revenue from apparel operation was HK\$9,936,000 (2019: HK\$26,102,000) for the reporting period, representing a decrease of approximately HK\$16,166,000 or 61.9% in comparison to the corresponding period in 2019. Revenue from money lending operation was approximately HK\$5,609,000 (2019: HK\$5,571,000) for the reporting period, representing a slight increase of approximately HK\$38,000 or 0.7% as compared to the corresponding period in 2019;
- gross loss for the six months ended 30 June 2020 was approximately HK\$33,000 (2019: gross profit HK\$4,386,000). Apparel operation recorded gross loss of approximately HK\$5,642,000 (2019: HK\$1,185,000) while money lending operation earned gross profit of approximately HK\$5,609,000 (2019: HK\$5,571,000);

截至二零二零年六月三十日止六個月：

- 受二零二零年上半年全球COVID-19疫情迅速蔓延之影響，本集團於報告期的收入減少約50.9%或16,128,000港元至約15,545,000港元（二零一九年：31,673,000港元）。於報告期內，服裝業務收入為9,936,000港元（二零一九年：26,102,000港元），較二零一九年同期減少約16,166,000港元或61.9%。貸款融資業務收入約為5,609,000港元（二零一九年：5,571,000港元），較二零一九年同期略微增加約38,000港元或0.7%；
- 截至二零二零年六月三十日止六個月的毛虧損約為33,000港元（二零一九年：毛利4,386,000港元）。服裝業務錄得毛虧損約5,642,000港元（二零一九年：1,185,000港元），而貸款融資業務錄得毛利約5,609,000港元（二零一九年：5,571,000港元）；

- the loss for the period attributable to owners of the Company was approximately HK\$28,586,000 (2019: HK\$29,839,000), decreased by approximately HK\$1,253,000 or 4.2%. Although there was decline in revenue of approximately HK\$16,128,000 for the period, this was offset by decrease in selling and distribution expenses of approximately HK\$2,438,000 and decrease in administrative expenses of approximately HK\$1,725,000 respectively;
- the Group's inventories increased by approximately 112.9%, from approximately HK\$14,987,000 as at 31 December 2019 to approximately HK\$31,908,000 as at 30 June 2020. The increase in inventories was primarily because (i) starting from second quarter of each year, the Group's customers generally start placing orders with the Group for the peak seasons' winter clothing; (ii) for the production of such peak season orders, the Group generally needs to purchase more new raw materials, resulting in significant amount of raw materials inventory as at 30 June 2020 compared to 31 December 2019;
- the Board of directors of the Company (the "Board") did not recommend the payment of any interim dividend.
- 本公司擁有人應佔期間虧損約28,586,000港元(二零一九年: 29,839,000港元), 減少約1,253,000港元或4.2%。儘管期內收入減少約16,128,000港元, 但被銷售及分銷開支減少約2,438,000港元及行政開支減少約1,725,000港元抵銷;
- 本集團的存貨由二零一九年十二月三十一日約14,987,000港元增加約112.9%至二零二零年六月三十日約31,908,000港元。存貨增加主要由於(i)每年第二季開始, 本集團客戶一般都開始因應即將來臨的旺季而向本集團下達冬季服飾的訂單; 及(ii)就該等旺季訂單的生產, 本集團一般需要購入更多新原料, 以致於二零二零年六月三十日較二零一九年十二月三十一日而言堆積大量原料存貨;
- 本公司董事會(「董事會」)不建議派發任何中期股息。

Unaudited Condensed Consolidated Statement of Comprehensive Income

未經審核簡明綜合全面收益表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

		For the six months ended 30 June 截至六月三十日止六個月		
		Notes 附註	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Revenue	收入	4	15,545	31,673
Cost of sales	銷售成本		(15,578)	(27,287)
Gross (loss)/profit	毛(虧損)/利		(33)	4,386
Other income and gains	其他收入及收益	5	3,989	2,895
Selling and distribution expenses	銷售及分銷費用		(5,354)	(7,792)
Administrative expenses	行政開支		(27,004)	(28,729)
Finance costs	融資成本		(184)	(507)
Loss before income tax	除所得稅前虧損	6	(28,586)	(29,747)
Income tax expense	所得稅開支	7	-	(92)
Loss for the period attributable to the owners of the Company	本公司擁有人應佔本期間虧損		(28,586)	(29,839)

Unaudited Condensed Consolidated Statement of Comprehensive Income (Continued)
未經審核簡明綜合全面收益表（續）

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

		For the six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
		Notes 附註	
Other comprehensive income, net of tax attributable to the owners of the Company	本公司擁有人應佔其他全面收益（除稅後）		
Item that may be reclassified subsequently to profit or loss:	可於其後重新分類至損益的項目：		
Exchange (loss)/gain on translation of financial statements of foreign operations	換算海外業務財務報表的匯兌（虧損）／收益		
		(389)	25
Total comprehensive income for the period attributable to the owners of the Company	本公司擁有人應佔本期間其他全面收益總額	(28,975)	(29,814)
Loss per share attributable to the owners of the Company	本公司擁有人應佔每股虧損		
Basic and diluted loss per share (HK cents)	每股基本及攤薄虧損（港仙）	9	
		(1.69)	(1.77)

Unaudited Condensed Consolidated Statement of Financial Position

未經審核簡明綜合財務狀況表

As at 30 June 2020 於二零二零年六月三十日

			Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
ASSETS AND LIABILITIES	資產及負債			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	10,159	11,535
Right-of-use assets	使用權資產	11	7,004	9,822
Goodwill	商譽		57,366	57,366
Intangible assets	無形資產		800	800
Loans and interest receivables	應收貸款及利息		4,000	1,472
Deferred tax assets	遞延稅項資產		1,589	1,591
			80,918	82,586
Current assets	流動資產			
Inventories	存貨	12	31,908	14,987
Trade and bill receivables	貿易應收款項 及應收票據	13	3,946	24,099
Loans and interest receivables	應收貸款及利息	14	115,156	111,029
Deposits, prepayments and other receivables	按金、預付款及 其他應收款項		11,050	13,630
Tax recoverable	可收回稅項		1	-
Pledged bank deposits	已抵押銀行存款		119	3,726
Cash and cash equivalents	現金及現金等值項目		74,823	100,997
			237,003	268,468

Unaudited Condensed Consolidated Statement of Financial Position (Continued)
未經審核簡明綜合財務狀況表(續)

As at 30 June 2020 於二零二零年六月三十日

		Notes 附註	Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Current liabilities	流動負債			
Trade and bill payables	貿易應付款項 及應付票據	15	22,358	22,900
Accruals, other payables and receipts in advance	預提費用、其他應付 款項及預收款項		10,256	11,680
Contract liabilities	合約負債		2,497	2,089
Lease liabilities	租賃負債	16	5,795	5,568
Provision for taxation	稅項撥備		–	641
			40,906	42,878
Net current assets	流動資產淨值		196,097	225,590
Total assets less current liabilities	總資產減流動負債		277,015	308,176
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	16	793	2,979
Net assets	資產淨值		276,222	305,197
EQUITY	權益			
Equity attributable to the owners of the Company	本公司擁有人應佔 權益			
Share capital	股本	17	16,900	16,900
Reserves	儲備		259,322	288,297
Total equity	權益總額		276,222	305,197

Unaudited Condensed Consolidated Statement of Changes in Equity

未經審核簡明綜合權益變動表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Merger reserve 合併儲備 HK\$'000 千港元	Statutory reserve 法定儲備 HK\$'000 千港元	Translation reserve 換算儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總額 HK\$'000 千港元
At 31 December 2019	於二零一九年 十二月三十一日	16,900	375,963	2,988	3,344	142	(94,140)	305,197
Loss for the period	期間虧損	-	-	-	-	-	(28,586)	(28,586)
Other comprehensive income	其他全面收益							
- Exchange loss on translation of financial statements of foreign operations	- 換算海外業務財務報表的匯兌虧損	-	-	-	-	(389)	-	(389)
Total comprehensive income for the period	期間全面收益總額	-	-	-	-	(389)	(28,586)	(28,975)
At 30 June 2020	於二零二零年 六月三十日	16,900	375,963	2,988	3,344	(247)	(122,726)	276,222
At 31 December 2018	於二零一八年 十二月三十一日	16,900	375,963	2,988	3,344	683	(17,460)	382,418
Loss for the period	期間虧損	-	-	-	-	-	(29,839)	(29,839)
Other comprehensive income	其他全面收益							
- Exchange gain on translation of financial statements of foreign operations	- 換算海外業務財務報表的匯兌收益	-	-	-	-	25	-	25
Total comprehensive income for the period	期間全面收益總額	-	-	-	-	25	(29,839)	(29,814)
At 30 June 2019	於二零一九年 六月三十日	16,900	375,963	2,988	3,344	708	(47,299)	352,604

Unaudited Condensed Consolidated Statement of Cash Flows

未經審核簡明綜合現金流量表

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

For the six months
ended 30 June
截至六月三十日止六個月

		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Net cash used in operating activities	經營活動所用現金淨額	(27,996)	(43,370)
Net cash generated from investing activities	投資活動所得現金淨額	4,178	1,008
Net cash used in financing activities	融資活動所用現金淨額	(2,143)	(3,292)
Net decrease in cash and cash equivalents	現金及現金等值項目減少淨額	(25,961)	(45,654)
Cash and cash equivalents at beginning of the period	期初現金及現金等值項目		
Cash and bank balances	現金及銀行結存	100,997	152,597
Effect of foreign exchange rates, net	匯率影響淨額	(213)	(250)
Cash and cash equivalents at end of the period	期末現金及現金等值項目	74,823	106,693

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 19 June 2013. The addresses of the registered office and principal place of business of the Company are Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and Room 706, 7/F, Capital Centre, 151 Gloucester Road, Wanchai Hong Kong respectively. The Company's shares are listed on the Main Board of the Stock Exchange of Hong Kong Limited.

The parent of the Company is New Seres CEFC Investment Fund LP ("New Seres"), an exempted limited liability partnership registered in Cayman Islands. To the best of the directors' knowledge, information and belief, the ultimate controlling party of the Company is Shanghai Zhong'an United Investment Fund Co., Ltd.

On 3 June 2020, Shanghai Huaxin Group (Hong Kong) Limited (In Liquidation) filed a petition at the Grand Courts of the Cayman Islands ("Grand Court") for winding up of New Seres. On 10 August 2020, the Grand Court ordered, among other things, the winding up of New Seres and the appointment of Mr. Jess Shakespeare of PwC Corporate Finance & Recovery (Cayman) Limited, Mr. Yat Kit Jong and Mr. Man Chun So, both of PricewaterhouseCoopers Limited, as the joint official liquidators of New Seres. For details, please refer to the announcements of the Company dated 15 June 2020 and 12 August 2020.

1. 公司資料

本公司於二零一三年六月十九日在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事及主要營業地點的地址分別為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands及香港灣仔告士打道151號資本中心7樓706室。本公司股份於香港聯合交易所有限公司主板上市。

本公司的母公司為New Seres CEFC Investment Fund LP (「New Seres」)，乃一間於開曼群島註冊之獲豁免有限合夥人。據董事深知、盡悉及確信，本公司的最終控股方為上海中安聯合投資基金股份有限公司。

於二零二零年六月三日，上海華信集團（香港）有限公司（正進行清盤）向開曼群島大法院（「大法院」）遞交呈請，以清盤New Seres。二零二零年八月十日，大法院下令（其中包括）清盤New Seres，並委任PwC Corporate Finance & Recovery (Cayman) Limited的Jess Shakespeare先生和羅兵咸永道會計師事務所的莊日杰先生和蘇文俊先生為New Seres的共同法定清盤人。有關詳情，請參閱本公司日期為二零二零年六月十五日及二零二零年八月十二日的公告。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

1. CORPORATE INFORMATION (Continued)

The Company is an investment holding company and its subsidiaries (together the “Group”) are principally engaged in manufacturing and trading of apparels and provision of money lending services. There were no significant changes in the Group’s business operation during the period.

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

(a) The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2020 have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”), which collective terms include all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The unaudited condensed consolidated financial statements also include the applicable disclosure requirements of the Hong Kong Companies Ordinances and Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”).

1. 公司資料 (續)

本公司為一間投資控股公司，連同其附屬公司（統稱為「本集團」）主要從事服裝製造及貿易及提供貸款融資服務。本集團的業務營運於期內並無重大變動。

2. 編製基準及主要會計政策

(a) 本集團截至二零二零年六月三十日止六個月的未經審核簡明綜合財務報表乃按照香港財務報告準則（「香港財務報告準則」）（其統稱包括香港會計師公會（「香港會計師公會」）頒佈的所有適用的個別香港財務報告準則、香港會計準則及詮釋）編製。未經審核簡明綜合財務報表亦包括香港公司條例及香港聯合交易所有限公司證券上市規則（「上市規則」）的適用披露規定。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

(Continued)

(a) (Continued)

The accounting policies used in the preparation of the unaudited consolidated financial statements are consistent with those used in the preparation of the Group's annual financial statements for the year ended 31 December 2019 except for the adoption of the standards, amendments and interpretations issued by the HKICPA mandatory for annual periods beginning on 1 January 2020.

The financial statements are presented in Hong Kong dollar ("HK\$") which is also the functional currency of the Company. All values are rounded to the nearest thousand unless otherwise indicated.

2. 編製基準及主要會計政策 (續)

(a) (續)

編製未經審核綜合財務報表所用之會計政策與編製本集團截至二零一九年十二月三十一日止年度之年度財務報表一致，惟就採用香港會計師公會頒佈的就二零二零年一月一日開始的年度期間強制應用的準則、修訂及詮釋除外。

財務報表以本公司的功能貨幣港元(「港元」)呈列。除另有指明外，所有金額均調整至最接近的千位數。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

(Continued)

- (b) In the current period, the Group has applied the new/revised HKFRSs issued by the HKICPA that are first effective and relevant for the Group's financial statements for the annual period beginning on 1 January 2020.

Amendments to HKFRS 3 Definition of a Business

Amendments to HKAS39,
HKFRS 7 and HKFRS 9 Interest Rate Benchmark
Reform

Amendments to HKAS 1
and HKAS 8 Definition of Material

The adoption of the new and amended standards and interpretations did not have any material impact on the interim condensed consolidated financial statements of the Group.

2. 編製基準及主要會計政策 (續)

- (b) 於本期內，本集團已採納由香港會計師公會頒佈並於二零二零年一月一日開始的年度期間首次生效及與本集團財務報表相關的新訂／經修訂香港財務報告準則。

香港財務報告
準則第3號
(修訂本)

業務的定義

香港會計準則
第39號、
香港財務報告
準則第7號及
香港財務報告
準則第9號
(修訂本)

利率基準改革

香港會計準則
第1號及
香港會計準則
第8號
(修訂本)

重大的定義

採納新訂及經修訂準則及詮釋對本集團的中期簡明綜合財務報表並無任何重大影響。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

3. SEGMENT INFORMATION

An operating segment is a component of the Group that is engaged in business activities from which the Group may earn revenue and incur expenses, and is identified on the basis of the internal management reporting information that is provided to and regularly reviewed by the Group's chief operating decision maker in order to allocate resources and assess performance of the segment. During the reporting period, the Company has identified design, manufacture and trading of apparels and provision of money lending services as the reportable operating segments.

Each of these operating segments is managed separately as each of them requires different business strategies.

3. 分部資料

經營分部乃本集團從事可賺取收入及引致開支的商業活動的一個組成部分，並以本集團的最高營運決策人獲提供及定期審閱以作為分部資源分配及表現評估的內部管理呈報資料為基礎而確定經營分部。於報告期內，本公司已確定服裝設計、製造及貿易以及提供貸款融資服務為其可呈報經營分部。

該等經營分部各自單獨進行管理，因為彼等各自需要不同的業務策略。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

3. SEGMENT INFORMATION (Continued)

The segment information provided to the executive directors for the reportable segments during the reporting period is as follows:

Six months ended 30 June 2020 (Unaudited)

截至二零二零年六月三十日止六個月(未經審核)

		Design, manufacture and trading of apparels 服裝設計、 製造及貿易	Money lending services 貸款 融資服務	Total 總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Revenue from external customers	來自外部客戶的收入	9,936	5,609	15,545
Segment loss	分部虧損	(17,962)	(4,837)	(22,799)
Reconciliation	對賬			
Bank interest income	銀行利息收入			571
Unallocated corporate expenses	未分配企業支出			(6,174)
Finance costs	融資成本			(184)
Loss before tax	除稅前虧損			(28,586)
As at 30 June 2020 (Unaudited)	於二零二零年六月三十日(未經審核)			
Segment assets	分部資產	64,260	184,319	248,579
Other corporate assets	其他公司資產			69,342
Total assets	總資產			317,921
Segment liabilities	分部負債	39,800	891	40,691
Other corporate liabilities	其他公司負債			1,008
Total liabilities	總負債			41,699
Other segment information	其他分部資料			
Six months ended 30 June 2020 (Unaudited)	截至二零二零年六月三十日止六個月 (未經審核)			
Depreciation	折舊	2,399	1,079	3,478
Reversal of expected credit loss ("ECL") on trade receivables	貿易應收款項預期信貸虧損撥回	436	-	436
Provision for ECL on loans and interest receivables	應收貸款及利息預期信貸虧損撥備	-	7,087	7,087

3. 分部資料 (續)

於報告期內向執行董事提供的可報告分部之分部資料如下：

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

3. SEGMENT INFORMATION (Continued)**3. 分部資料(續)**

Six months ended 30 June 2019 (Unaudited)

截至二零一九年六月三十日止六個月(未經審核)

		Design, manufacture and trading of apparels 服裝設計、 製造及貿易	Money lending services 貸款 融資服務	Total 總額
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Revenue from external customers	來自外部客戶的收入	26,102	5,571	31,673
Segment (loss)/profit	分部(虧損)/溢利	(18,649)	2,088	(16,561)
<i>Reconciliation</i>	<i>對賬</i>			
Bank interest income	銀行利息收入			297
Unallocated corporate expenses	未分配企業支出			(12,976)
Finance costs	融資成本			(507)
Loss before tax	除稅前虧損			(29,747)

**As at 31 December 2019
(Audited)**

於二零一九年十二月三十一日(經審核)

Segment assets	分部資產	83,915	190,802	274,717
Other corporate assets	其他公司資產			76,337
Total assets	總資產			351,054
Segment liabilities	分部負債	41,008	2,507	43,515
Other corporate liabilities	其他公司負債			2,342
Total liabilities	總負債			45,857

Other segment information

其他分部資料

Six months ended 30 June 2019

截至二零一九年六月三十日止六個月

(Unaudited)**(未經審核)**

Depreciation	折舊	2,558	726	3,284
Capital expenditure	資本開支	-	2,120	2,120
Provision for ECL on trade receivables	貿易應收款項預期信貸虧損撥備	52	-	52
Reversal of ECL on loans and interest receivables	應收貸款及利息預期信貸虧損撥回	-	33	-

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

3. SEGMENT INFORMATION (Continued)

The Company is an investment holding company and the principal places of the Group's operations are in the PRC and Hong Kong. Management determines that the Group is domiciled in Hong Kong, which is the Group's principal operating location.

The Group's revenue from external customers is divided into the following geographical areas:

3. 分部資料 (續)

本公司為一間投資控股公司，而本集團營運的主要地點位於中國及香港。管理層將香港定為本集團居籍所在地，亦為本集團的主要經營地點。

本集團來自外部客戶的收入按以下地區劃分：

		Unaudited 未經審核	
		For the six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
United States	美國	6,581	19,325
Hong Kong	香港	8,950	11,179
Others	其他	14	1,169
		15,545	31,673

Geographical location of external customers is based on the location at which the customers are domiciled.

外部客戶的地理位置是根據客戶居籍地劃分。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

3. SEGMENT INFORMATION (Continued)

The Group's customer base is diversified and includes only the following customers with whom transactions have exceeded 10% of the Group's revenue. During the reporting period, revenue derived from these customers are as follows:

3. 分部資料 (續)

本集團的客戶基礎龐大，其中只有下列客戶的交易額超過本集團收入10%。於報告期內，來自該等客戶的收入如下：

		Unaudited 未經審核	
		For the six months ended 30 June	
		截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Customer A	客戶甲	3,239	5,389
Customer B	客戶乙	2,364	12,546
Customer C	客戶丙	N/A 不適用*	7,319

* Accounted for less than 10% of the Group's revenue

* 所佔不足本集團收入10%

4. REVENUE

Revenue represents the interest income from loans receivable, sales of apparels, net of returns, discounts, rebates and sales related taxes, during the period.

4. 收入

收入指期內應收貸款的利息收入及服裝銷售，並已減去退貨、折扣、回扣及與銷售有關的稅項。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

5. OTHER INCOME AND GAINS**5. 其他收入及收益**

		Unaudited 未經審核	
		For the six months ended 30 June	
		截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Interest income	利息收入	571	297
Subcontracting income	加工收入	2,223	1,934
Others	其他	1,195	664
		3,989	2,895

6. LOSS BEFORE TAX**6. 除稅前虧損**Loss before income tax is arrived at after charging/
(crediting):

除所得稅前虧損乃經扣除/(記入)下列各項後達致:

		Unaudited 未經審核	
		For the six months ended 30 June	
		截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Auditor's remuneration	核數師酬金	-	-
Cost of inventories recognised as expense	已確認為開支的 存貨成本	15,578	27,287
Depreciation of property, plant and equipment	物業、廠房及設備折舊	1,229	2,569
Depreciation of right-of-use assets	使用權資產折舊	2,789	4,901
Foreign exchange loss/(gain), net	匯兌差額虧損/ (收益)淨額	20	(104)
(Reversal of)/Provision for ECL on trade receivables	貿易應收款項預期信貸 虧損(撥回)/撥備	(436)	52
Provision for/(Reversal of) ECL on loans and receivables	應收貸款及利息預期信貸 虧損撥備/(撥回)	7,087	(33)
Short term lease expenses	短期租賃開支	466	822
Employee benefit expenses (including directors' emoluments)	僱員福利開支 (包括董事酬金)	17,829	25,574

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

7. INCOME TAX EXPENSE**7. 所得稅開支**

		Unaudited 未經審核	
		For the six months ended 30 June	
		截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Current income tax charged for the period:	期內收取的即期所得稅：		
Hong Kong profits tax	香港利得稅	-	294
The People's Republic of China (the "PRC") enterprise income tax ("EIT")	中華人民共和國(「中國」)企業所得稅	-	(208)
United States Federal corporate income tax	美國企業所得稅	-	6
		-	92

(i) British Virgin Islands ("BVI") and the Cayman Islands income tax

Pursuant to the rules and regulations of the BVI and the Cayman Islands, the Group is not subject to any taxation under these jurisdictions during the six months ended 30 June 2020 (2019: nil).

(i) 英屬維爾京群島及開曼群島所得稅

根據英屬維爾京群島及開曼群島的規則和法例，本集團於截至二零二零年六月三十日止六個月內毋須繳納該等司法權區的任何稅項（二零一九年：無）。

7. INCOME TAX EXPENSE (Continued)**(ii) Hong Kong profits tax**

Hong Kong profits tax is calculated at 16.5% (2019: 16.5%) on the estimated assessable profits arising in Hong Kong, except for the first HK\$2,000,000 of qualified entity's assessable profit is calculated at 8.25% (2019: 8.25%), which is in accordance with the new two tiered profits tax rates regime with effect from the year of assessment 2018/19.

(iii) PRC EIT

PRC EIT is provided at 25% (2019: 25%) on the estimated assessable profits for the period for a subsidiary in the PRC.

(iv) PRC withholding income tax

Pursuant to the Detailed Implementation Regulations for implementation of the new Corporate Income Tax Law issued on 6 December 2007, a 10% withholding income tax is levied on the dividends remitted by the companies established in the PRC to their foreign investors starting from 1 January 2008. Dividends coming from the profits generated by the PRC companies after 1 January 2008 are subject to this withholding income tax. The withholding income tax rate applicable to the Group is 5% (six months ended 30 June 2019: 5%).

7. 所得稅開支 (續)**(ii) 香港利得稅**

香港利得稅按期內在在香港產生的估計應課稅溢利的16.5% (二零一九年: 16.5%) 計算, 除根據自二零一八/一九課稅年度起生效的新兩級制利得稅率, 合資格實體的首2,000,000港元應課稅溢利按8.25% (二零一九年: 8.25%) 計稅。

(iii) 中國企業所得稅

中國企業所得稅乃按中國附屬公司期內的估計應課稅溢利的25% (二零一九年: 25%) 計提撥備。

(iv) 中國預扣所得稅

根據於二零零七年十二月六日頒佈的新企業所得稅法實施條例, 自二零零八年一月一日起, 將對在中國成立的公司向其海外投資者宣派的股息徵收10%的預扣所得稅。於二零零八年一月一日後中國公司產生溢利帶來的股息須繳納預扣所得稅。本集團適用的預扣所得稅率為5% (截至二零一九年六月三十日止六個月: 5%)。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

7. INCOME TAX EXPENSE (Continued)

(v) United States corporate income tax

The United States corporate income tax comprises federal income tax calculated at 15% (2019: 15%) and state and local income tax calculated at various rates on the estimated assessable profits of the Group's subsidiary in the United States.

8. DIVIDENDS

No dividend was paid or proposed to the owners of the Company during the six months ended 30 June 2020 (2019: nil), nor has any dividend been proposed since the end of reporting period and up to the date of this report.

9. LOSS PER SHARE

The calculations of basic loss per share are based on the loss attributable to the owners of the Company for the six months ended 30 June 2020 of approximately HK\$28,586,000 (2019: HK\$29,839,000) and on the weighted average of 1,690,000,000 ordinary shares issued throughout the six months ended 30 June 2020 (2019: 1,690,000,000 shares).

Diluted loss per share was same as the basic loss per share as there were no dilutive potential ordinary shares in existence during the six months ended 30 June 2020 and six months ended 30 June 2019.

7. 所得稅開支(續)

(v) 美國企業所得稅

美國企業所得稅包括按 15% (二零一九年: 15%) 計算的聯邦企業所得稅, 以及對本集團於美國附屬公司的估計應課稅溢利按不同匯率計算的州和地方所得稅。

8. 股息

概無股息於截至二零二零年六月三十日止六個月內已付或擬派予本公司擁有人(二零一九年: 無), 且自報告期末起至本報告日期亦無擬派任何股息。

9. 每股虧損

每股基本虧損乃根據截至二零二零年六月三十日止六個月本公司擁有人應佔虧損約 28,586,000 港元(二零一九年: 29,839,000 港元) 及截至二零二零年六月三十日止六個月整個期間已發行股份加權平均數 1,690,000,000 股普通股(二零一九年: 1,690,000,000 股) 計算。

由於截至二零二零年六月三十日止六個月及截至二零一九年六月三十日止六個月內並無任何潛在可攤薄普通股, 故每股攤薄虧損等同每股基本虧損。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2020 under review, the Group did not incur any capital expenditures for acquisition of property, plant and equipment (2019: nil).

11. RIGHT-OF-USE ASSETS

During the six months ended 30 June 2020 under review, the Group did not incur any capital expenditures for acquisition of right-of-use assets (2019: HK\$2,120,000).

12. INVENTORIES

10. 物業、廠房及設備

截至二零二零年六月三十日止六個月回顧期間，本集團並無為收購物業、廠房及設備作出任何資本開支（二零一九年：無）。

11. 使用權資產

截至二零二零年六月三十日止六個月回顧期間，本集團並無為收購使用權資產作出任何資本開支（二零一九年：2,120,000 港元）。

12. 存貨

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Raw materials and consumables	原料及耗材	18,070	2,778
Work in progress	在製品	3,183	623
Finished goods	製成品	10,655	11,586
		31,908	14,987

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

13. TRADE AND BILLS RECEIVABLES**13. 貿易應收款項及應收票據**

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Trade receivables, gross	貿易應收款項總額	4,163	21,727
Less: written off trade receivables	減：貿易應收款項撇銷	-	-
Less: provision for ECL	減：預期信貸虧損撥備	(217)	(653)
Trade receivables, net	貿易應收款項淨額	3,946	21,074
Bill receivables	應收票據	-	3,025
		3,946	24,099

Trade receivables are recognised at their original invoice amounts which represented their fair values at initial recognition. The Group's trade receivables are attributable to a number of independent customers with credit terms. Bill receivables are received from independent customers under the ordinary course of business. The Group normally allows a credit period of 10 to 180 days (2019: 10 to 180 days) to its customers.

Trade and bill receivables are non-interest bearing. The directors of the Company consider that the fair values of trade and bill receivables which are expected to be recovered within one year are not materially different from their carrying amounts because these balances have short maturity periods at their inception.

貿易應收款項按原發票值確認，即該等貿易應收款項於初步確認時的公平值。本集團的貿易應收款項歸於多個具備信貸期的獨立客戶。應收票據為於日常業務過程中自獨立客戶收取。本集團通常准許其客戶介乎10至180日(二零一九年：10至180日)的信貸期。

貿易應收款項及應收票據不計息。本公司董事認為，貿易應收款項及應收票據(預料會在一年內收回)的公平值，與其賬面值並無重大差別，因為此等結餘肇始時的期限很短。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

13. TRADE AND BILLS RECEIVABLES

(Continued)

Ageing analysis of trade receivables based on invoice date is as follows:

13. 貿易應收款項及應收票據(續)

貿易應收款項根據發票日期的賬齡分析如下：

		Unaudited 未經審核 As at 30 June 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
0 to 30 days	0至30日	876	5,290
31 to 60 days	31至60日	44	2,659
61 to 90 days	61至90日	42	5,034
91 to 180 days	91至180日	269	3,466
Over 180 days	超過180日	2,715	4,625
		3,946	21,074

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

14. LOANS AND INTEREST RECEIVABLES**14. 應收貸款及利息**

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Non-current	非即期		
Loans receivables	應收貸款	4,000	1,472
Current	即期		
Loans receivables	應收貸款	120,234	111,068
Interest receivables	應收利息	4,797	2,749
Less: provision for ECL	減：預期信貸虧損撥備	(9,875)	(2,788)
		115,156	111,029
		119,156	112,501

The Group's loans and interest receivables, which arise from the money lending business of providing corporate loans, personal loans and property mortgage loans in Hong Kong, are denominated in Hong Kong dollars.

本集團的應收貸款及利息以港元計值，產生自於香港提供公司貸款、個人貸款及物業按揭貸款的貸款融資業務。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

15. TRADE AND BILLS PAYABLES

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Trade payables	貿易應付款項	21,960	10,481
Bills payables	應付票據	398	12,419
		22,358	22,900

Credit periods of trade payables normally granted by the Group's suppliers were ranging from 15 to 120 days (2019: from 15 to 120 days).

Ageing analysis of trade payables based on invoice date is as follows:

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
0 to 30 days	0至30日	12,849	6,077
31 to 60 days	31至60日	4,010	171
61 to 90 days	61至90日	1,974	851
91 to 180 days	91至180日	705	2,337
Over 180 days	超過180日	2,422	1,045
		21,960	10,481

Bill payables are normally settled on 180 days (2019: 180 days) credit terms.

15. 貿易應付款項及應付票據

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Trade payables	貿易應付款項	21,960	10,481
Bills payables	應付票據	398	12,419
		22,358	22,900

供應商給予本集團貿易應付款項的信貸期一般介乎15至120日(二零一九年:15至120日)。

貿易應付款項根據發票日期的賬齡分析如下:

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
0 to 30 days	0至30日	12,849	6,077
31 to 60 days	31至60日	4,010	171
61 to 90 days	61至90日	1,974	851
91 to 180 days	91至180日	705	2,337
Over 180 days	超過180日	2,422	1,045
		21,960	10,481

應付票據通常按180日(二零一九年:180日)的信貸期結付。

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

16. LEASE LIABILITIES**16. 租賃負債**

		Unaudited 未經審核 As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 千港元	Audited 經審核 As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 千港元
Current portion: Lease liabilities	即期部分： 租賃負債	5,795	5,568
Non-current portion: Lease liabilities	非即期部分： 租賃負債	793	2,979
		6,588	8,547

17. SHARE CAPITAL**17. 股本**

		Number of shares 股份數目	HK\$'000 千港元
Authorised: Ordinary shares at HK\$0.01 each, at 31 December 2019 and 30 June 2020	法定： 於二零一九年 十二月三十一日 及二零二零年 六月三十日每股 面值0.01港元的 普通股	10,000,000,000	100,000
Issued and fully paid: Ordinary shares at HK\$0.01 each, at 31 December 2019 and 30 June 2020	已發行及繳足： 於二零一九年 十二月三十一日 及二零二零年 六月三十日每股 面值0.01港元的 普通股	1,690,000,000	16,900

For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

18. RELATED PARTY TRANSACTION

The Group entered into the following significant related party transactions during the period:

Key management personnel remuneration

Directors' emoluments 董事薪酬

18. 關聯方交易

本集團於期內已訂立以下重大關聯方交易：

主要管理人員薪酬

Unaudited
未經審核
For the six months
ended 30 June
截至六月三十日止六個月

	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Directors' emoluments 董事薪酬	3,531	3,151

19. EVENT AFTER REPORTING PERIOD

The COVID-19 pandemic outbreak since early of 2020 has caused negative impacts on the Group's business performance. The Group expects the event may continue to affect our business performance in the second half of 2020. In light of the uncertainty in the global economy and the current pandemic, the Group will continue to closely monitor the market conditions, stay alert to formulate strategies to pursue steady development.

19. 報告期後事項

自二零二零年初爆發的COVID-19疫情對本集團的業務表現造成負面影響。本集團預計該疫情可能會繼續影響我們在二零二零年下半年的業務表現。鑒於全球經濟環境不明朗，加上現時COVID-19疫情肆虐，本集團將繼續密切監察市場狀況，保持警惕以制定維持穩定發展的策略。

Management Discussion and Analysis

管理層討論及分析

BUSINESS REVIEW

The Group principally engages in (i) design, manufacture and trading of apparel, namely apparel operation; and (ii) provision of money lending business, namely money lending operation.

REVENUE

Difficult business environment had an adverse impact on our revenue for the first half of 2020. Affected by rapid global spread of COVID-19 pandemic in the first half of 2020, revenue of the Group for the reporting period decreased by approximately 50.9% or HK\$16,128,000 to approximately HK\$15,545,000 (2019: HK\$31,673,000).

APPAREL OPERATION

Revenue from apparel operation is principally derived from the sales of apparel products. The Group's products can be classified into two categories, namely, private label products and own brand products. Private label products are those designed and manufactured under the private labels owned or specified by the Group's customers, while own brand products are those designed and manufactured under the Group's proprietary labels.

業務回顧

本集團主要從事(i)服裝產品的設計、製造及貿易，即服裝業務；及(ii)提供貸款融資業務，即貸款融資業務。

收入

艱難的營商環境對我們二零二零年上半年的收入產生不利影響。受二零二零年上半年全球COVID-19疫情的迅速蔓延之影響，本集團於報告期的收入下降約50.9%或16,128,000港元至約15,545,000港元（二零一九年：31,673,000港元）。

服裝業務

服裝業務的收入主要源自銷售服裝產品。本集團的產品可分為兩大類，即貼牌產品與自有品牌產品。貼牌產品是按本集團客戶擁有或指定的私有品牌設計製造的產品，而自有品牌產品則是在本集團專屬品牌名下設計和製造的產品。

APPAREL OPERATION (Continued)

Since the outbreak of COVID-19, the United States is one of the regions mostly affected by the pandemic. The economy of the United States slowed down significantly in the first half of 2020, and in certain period its economy drew to a near total halt. Some major U.S. customers reduced their orders to us under grim economic environment. As U.S. market is the principal market for our apparel operation, the revenue from our apparel operation tumbled in the reporting period. Revenue from apparel operation was HK\$9,936,000 (2019: HK \$26,102,000) for the reporting period, representing a decrease of approximately HK\$16,166,000 or 61.9% in comparison to the corresponding period in 2019.

We are not optimistic about the U.S. economic environment in the second half of 2020. Development of COVID-19 pandemic in the second half of 2020 is expected to bring continued disruption to people's livelihood as well as commercial activity, reduce consumers' spending appetite. Under sluggish economy, we expect full year revenue from our apparel operation will decrease significantly compared to 2019 full year revenue from our apparel operation.

服裝業務 (續)

自從COVID-19爆發以來，美國是受疫情影響最嚴重的地區之一。二零二零年上半年，美國經濟顯著放緩，在部分時間內美國經濟幾乎陷於停頓。在嚴峻的經濟環境下，部份美國主要客戶減少了對我們的訂單。由於美國市場是我們服裝業務的主要市場，因此於報告期內，我們服裝業務的收入大幅減少。報告期內，服裝業務的收入為9,936,000港元（二零一九年：26,102,000港元），較二零一九年同期減少約16,166,000港元或61.9%。

我們對二零二零年下半年的美國經濟環境並不樂觀。預計二零二零年下半年COVID-19疫情的發展將給人們的生活及商業活動帶來持續干擾，並降低消費者的消費慾望。在經濟不景氣的情況下，我們預計服裝業務的全年收入將比二零一九年顯著減少。

MONEY LENDING OPERATION

Our money lending business primarily offers loans to individual customers and small businesses in Hong Kong. Revenue from money lending operation was approximately HK\$5,609,000 (2019: HK\$5,571,000) for the reporting period, representing a slight increase of approximately HK\$38,000 or 0.7% as compared to the corresponding period in 2019. Provision for ECL on our loans and interest receivables as at 30 June 2020 was approximately HK\$9,875,000, increased by approximately HK\$7,087,000 from provision for ECL on our loans and interest receivables of approximately HK\$2,788,000 as at 31 December 2019. The significant increase in provision for ECL was resulted from updates in our credit risk assessment which reflected the expected future impact of continuing uncertainties and challenges over COVID-19 pandemic.

GROSS PROFIT AND GROSS PROFIT MARGIN

Gross loss for the six months ended 30 June 2020 was approximately HK\$33,000 (2019: gross profit HK\$4,386,000). Apparel operation recorded gross loss of approximately HK\$5,642,000 (2019: HK\$1,185,000) while money lending operation earned gross profit of approximately HK\$5,609,000 (2019: HK\$5,571,000).

For our apparel operation, materials costs and sub-contracting costs decreased significantly due to huge drop in revenue from apparel operation. On the other hand, although the revenue tumbled for the reporting period, labour wages and production overheads declined in lesser extent compared to revenue drop, which widened our gross loss in 2020 compared to the corresponding period in 2019.

貸款融資業務

我們的貸款融資業務主要為香港個體消費者及小型企業提供貸款。報告期貸款融資業務的收入約5,609,000港元(二零一九年: 5,571,000港元)，較二零一九年同期輕微增加約38,000港元或0.7%。於二零二零年六月三十日應收貸款及利息預期信貸虧損撥備約為9,875,000港元，較於二零一九年十二月三十一日的應收貸款及利息預期信貸虧損撥備約2,788,000港元增加約7,087,000港元。預期信貸虧損撥備的大幅增加是由於我們更新了信貸風險評估，以反映COVID-19疫情持續的不確定性和挑戰產生的預期未來影響。

毛利及毛利率

截至二零二零年六月三十日止六個月的毛虧損約為33,000港元(二零一九年: 毛利4,386,000港元)。服裝業務錄得毛虧損約5,642,000港元(二零一九年: 1,185,000港元)，而貸款融資業務錄得毛利約5,609,000港元(二零一九年: 5,571,000港元)。

就服裝業務而言，由於服裝業務收入大幅減少，因此材料成本及加工成本大幅下降。另一方面，儘管報告期內收入減少，但與收入的降幅相比，勞動力工資與生產間接費用下降的幅度較小，導致我們的二零二零年毛虧損較二零一九年同期擴大。

GROSS PROFIT AND GROSS PROFIT MARGIN (Continued)

The gross profit earned from our money lending operation was approximately HK\$5,609,000 (2019: HK\$5,571,000). The gross profit margin was 100% for money lending operation for the period (2019:100%), as there was no direct cost incurred in generating revenue in the money lending operation.

SELLING AND DISTRIBUTION EXPENSES

Selling and distribution expenses mainly consist of (i) staff cost for the sales representative; (ii) depreciation on showroom tenancy as right-of use assets; and (iii) transportation costs for delivery of products. The selling and distribution expenses incurred in the reporting period were approximately HK\$5,354,000 (2019: HK\$7,792,000), decreased by approximately 31.3% or HK\$2,438,000. In the first half of 2020, we adopted certain cost-cutting measures to reduce our operation costs. Most of the selling and distribution expenses recorded declines for the period, in particular staff travelling expenses and staff costs.

毛利及毛利率 (續)

貸款融資業務的毛利約5,609,000港元(二零一九年:5,571,000港元)。同期貸款融資業務的毛利率為100%(二零一九年:100%)，因為貸款融資業務產生收入的同時並無產生直接成本。

銷售及分銷費用

銷售及分銷費用主要包括：(i)銷售代表的員工成本；(ii)作為使用權資產的陳列室租賃的折舊；及(iii)就交付產品的運輸費用。報告期內，產生的銷售及分銷費用約為5,354,000港元(二零一九年：7,792,000港元)，減少約31.3%或2,438,000港元。在二零二零年上半年，我們採取了若干削減成本的措施以降低運營成本。期內的大部分銷售及分銷費用均錄得下降，特別是員工差旅費用及員工成本。

ADMINISTRATIVE EXPENSES

Administrative expenses primarily consist of (i) staff costs; (ii) increase in provision for ECL on loans and interest receivables; (iii) depreciation of right-of-use assets; and (iv) professional fees. The administrative expenses for the six months ended 30 June 2020 were approximately HK\$27,004,000 (2019: HK\$28,729,000), decreased by approximately 6.0% or HK\$1,725,000. In the first half of 2020, we adopted certain cost-cutting measures to reduce our operation costs. Most of the administrative expenses registered decreases for the period, in particular depreciation of right-of-use assets and staff costs. On the other hand, significant increase in provision for ECL of approximately HK\$7,087,000 (2019: reversal of provision HK\$33,000) was resulted from updates in our credit risk assessment which reflected the expected future impact of continuing uncertainties and challenges over COVID-19 pandemic.

LOSS FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY

The loss for the period attributable to owners of the Company was approximately HK\$28,586,000 (2019: HK\$29,839,000), decreased by approximately HK\$1,253,000 or 4.2%. Although there was decline in revenue of approximately HK\$16,128,000 for the period, this was offset by decrease in selling and distribution expenses of approximately HK\$2,438,000 and decrease in administrative expenses of approximately HK\$1,725,000 respectively, as discussed above.

行政開支

行政開支主要包括(i)員工成本；(ii)應收貸款及利息預期信貸虧損撥備增加；(iii)使用權資產折舊；及(iv)專業費用。截至二零二零年六月三十日止六個月的行政開支約為27,004,000港元(二零一九年：28,729,000港元)，減少約6.0%或1,725,000港元。在二零二零年上半年，我們採取了若干削減成本的措施以降低營運成本。期內大部分行政開支錄得減少，特別是使用權資產折舊及員工成本。另一方面，預期信貸虧損撥備的大幅增加約7,087,000港元(二零一九年：撥回撥備33,000港元)是由於我們更新了信貸風險評估，以反映COVID-19疫情持續的不確定性和挑戰產生的預期未來影響。

本公司擁有人應佔期間虧損

本公司擁有人應佔期間虧損約28,586,000港元(二零一九年：29,839,000港元)，減少約1,253,000港元或4.2%。儘管期內收入減少約16,128,000港元，但被銷售及分銷費用減少約2,438,000港元及行政開支減少約1,725,000港元(如上文所討論)抵銷。

LIQUIDITY AND FINANCIAL RESOURCES

During the reporting period, the Group maintained a healthy liquidity position, with working capital financed by internal resources. As at 30 June 2020, pledged bank deposits and cash and bank balances amounted to approximately HK\$74,942,000 (31 December 2019: HK\$104,723,000). Total lease liabilities of the Group as at 30 June 2020 was approximately HK\$6,588,000 (31 December 2019: HK\$8,547,000) of which approximately HK\$5,795,000 (31 December 2019: HK\$5,568,000) would be repayable within one year and all remaining lease liabilities of approximately HK\$793,000 (31 December 2019: HK\$2,979,000) would be repayable after one year. The current liquidity ratio of the Group was approximately 5.79 (31 December 2019: 6.26).

CHARGE ON ASSETS

As at 30 June 2020, the Group's time deposits of approximately HK\$119,000 (31 December 2019: HK\$3,726,000) were pledged as securities for the Group's bills payables. No buildings and land of the Group (31 December 2019: HK\$5,317,000) were pledged as securities for the Group's bills payables.

CONTINGENT LIABILITIES

As at 30 June 2020, the Group did not have any material contingent liability (31 December 2019: nil).

流動資金及財務資源

於報告期內，本集團維持穩健的流動資金狀況，由內部資源撥付營運資金。於二零二零年六月三十日，已抵押銀行存款以及現金及銀行結存約74,942,000港元（二零一九年十二月三十一日：104,723,000港元）。本集團於二零二零年六月三十日的租賃負債總額約6,588,000港元（二零一九年十二月三十一日：8,547,000港元），其中約5,795,000港元（二零一九年十二月三十一日：5,568,000港元）須於一年內償還，所有餘下租賃負債約793,000港元（二零一九年十二月三十一日：2,979,000港元）須於一年後償還。本集團的流動比率為約5.79（二零一九年十二月三十一日：6.26）。

資產抵押

於二零二零年六月三十日，本集團的定期存款約119,000港元（二零一九年十二月三十一日：3,726,000港元）已予抵押，作為本集團應付票據的擔保。本集團的樓宇及土地並無抵押（二零一九年十二月三十一日：5,317,000港元）作為本集團應付票據的擔保。

或然負債

於二零二零年六月三十日，本集團並無任何重大或然負債（二零一九年十二月三十一日：無）。

GEARING RATIO

The gearing ratio of the Group, calculated as total lease liabilities over total equity, was approximately 2.4% as at 30 June 2020 (31 December 2019: 2.8%).

TREASURY POLICY

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the reporting period. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

There was no material acquisition or disposal of subsidiaries and affiliated companies during the six months ended 30 June 2020.

資產負債比率

本集團於二零二零年六月三十日的資產負債比率(按租賃負債總額除以總股本計算)為約2.4%(二零一九年十二月三十一日:2.8%)。

庫務政策

本集團已對其庫務政策採取審慎的財務管理方針，故在整個回顧期內維持健康的流動資金狀況。本集團致力透過進行持續的信貸評估及評估其客戶的財務狀況以降低信貸風險。為管理流動資金風險，董事會緊密監察本集團的流動資金狀況，以確保本集團的資產、負債及其他承擔的流動資金結構可應付其不時的資金需求。

重大收購或出售附屬公司及聯屬公司

截至二零二零年六月三十日止六個月，並無重大收購或出售附屬公司及聯屬公司。

FOREIGN EXCHANGE EXPOSURE

The Group derives the majority of its revenue in US\$ while substantial portion of our costs are denominated in Renminbi (“RMB”). Appreciation of RMB against US\$ will therefore directly decrease the profit margin of the Group if the Group is unable to increase the selling prices of its products accordingly. If the Group increases the selling prices of its products as a result of the appreciation of RMB, it may in turn affect the Group’s competitiveness against other competitors. To the extent that the Company needs to convert future financing into RMB for the Group’s operations, appreciation of the RMB against the relevant foreign currencies would have an adverse effect on the purchasing power of the RMB amount that the Company would receive from the conversion.

The exchange rates between RMB and US\$ are subject to changes in the PRC Government’s policies and international political and economic conditions.

CAPITAL COMMITMENTS

As at 30 June 2020, the Group did not have any significant capital commitment (31 December 2019: nil).

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2020, the Group had a total of 241 employees (31 December 2019: 293 employees). Total staff costs (including directors’ emoluments) were approximately HK\$17,829,000 for the six months ended 30 June 2020, as compared to approximately HK\$25,574,000 for the six months ended 30 June 2019. Remuneration is determined with reference to market norms as well as individual employees’ performance, qualification and experience.

外匯風險

本集團取得的大部分收入為美元，而我們的絕大部分成本以人民幣（「人民幣」）計值。因此，倘人民幣兌美元升值，而本集團無法相應調高其產品售價，將直接降低本集團的毛利率。倘本集團因人民幣升值而調高其產品售價，則可能影響本集團相較其他競爭對手的競爭力。由於本公司需要將未來融資兌換成人民幣以供本集團營運之用，人民幣兌相關外幣升值將對本公司兌換而收取的人民幣款項之購買力造成不利影響。

人民幣兌美元的匯率受中國政府政策與全球政治及經濟狀況影響。

資本承擔

於二零二零年六月三十日，本集團並無任何重大資本承擔（二零一九年十二月三十一日：無）。

僱員及薪酬政策

於二零二零年六月三十日，本集團共有 241 名僱員（二零一九年十二月三十一日：293 名僱員）。截至二零二零年六月三十日止六個月總員工成本（包括董事酬金）約為 17,829,000 港元，而截至二零一九年六月三十日止六個月約 25,574,000 港元。酬金乃參照市場標準及個別僱員的表現、資歷及經驗釐定。

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There was no specific plan for material investments or capital assets as at 30 June 2020 (31 December 2019: nil).

THE SUBSCRIPTION AND THE USE OF PROCEEDS

As disclosed in the joint announcement issued by the Company and New Seres CEFC Investment Fund LP (“New Seres”) dated 15 February 2017 (the “Joint Announcement”) and the circular of the Company dated 10 April 2017 (the “Circular”), the Company entered into an agreement with New Seres on 26 January 2017 in relation to the subscription of 860,000,000 new shares in the Company by New Seres (the “Subscription”). The Subscription was completed on 2 May 2017, raising net proceeds of approximately HK\$195,720,000. Set out below are the details of the utilisation of the net proceeds from the Subscription up to 30 June 2020:

日後重大投資計劃或資本資產

於二零二零年六月三十日概無具體的重大投資計劃或資本資產（二零一九年十二月三十一日：無）。

認購事項及所得款項用途

如本公司與 New Seres CEFC Investment Fund LP (「New Seres」) 發佈的日期為二零一七年二月十五日的聯合公告 (「聯合公告」) 及本公司日期為二零一七年四月十日的通函 (「通函」) 所披露，本公司與 New Seres 於二零一七年一月二十六日訂立一份協議，內容有關由 New Seres 認購本公司 860,000,000 股新股份 (「認購事項」)。認購事項於二零一七年五月二日完成，募集款項淨額約 195,720,000 港元。以下載列於截至二零二零年六月三十日止財政年度認購事項所得款項淨額的使用詳情：

THE SUBSCRIPTION AND THE USE OF PROCEEDS (Continued)

認購事項及所得款項用途 (續)

		Intended use of the net proceeds as disclosed in the Joint Announcement and the Circular 聯合公告及通函所披露所得款項淨額的計劃用途 HK\$'000 千港元	Actual use of the net proceeds up to 30 June 2020 截至二零二零年六月三十日所得款項淨額的實際用途 HK\$'000 千港元	Unutilised net proceeds as at 30 June 2020 於二零二零年六月三十日未動用所得款項淨額 HK\$'000 千港元	
(i)	for the development of the loan financing business of the Group including but not limited to:	(i) 發展本集團貸款融資業務，包括但不限於：			
-	the provision of loans of larger principal amount and longer term (e.g. mortgage loans)	- 提供高額本金及長期貸款 (如按揭貸款)	103,432	158,240	Over-utilised of HK\$54,808 (Note 1) 超額動用 54,808 港元 (附註 1)
-	the expansion of sales and customer service team and the overheads for the loan financing business	- 銷售與客戶服務團隊的擴張，及貸款融資業務的開支	9,000	4,922	4,078 (Note 1) (附註 1)
-	the marketing campaign for the loan financing business	- 貸款融資業務的營銷活動	5,000	1,165	3,835 (Note 1) (附註 1)
(ii)	for the development of the securities and asset management business of the Group including but not limited to:	(ii) 本集團的證券及資產管理業務的發展，包括但不限於：			
-	the settlement of the outstanding consideration for the Acquisition	- 收購事項未支付代價的結算	28,900	3,000 (Note 3) (附註 3)	25,900 (Note 2) (附註 2)
-	the business development of Prior Securities and Prior Asset	- 昇悅證券與昇悅資產的業務發展	11,388	-	11,388 (Note 3) (附註 3)
-	the grant of securities margin financing loans	- 提供證券保證金融貸款	38,000	-	38,000 (Note 2) (附註 2)
			195,720	167,327	28,393

THE SUBSCRIPTION AND THE USE OF PROCEEDS (Continued)

Notes:

1. As the development of the financing business has exceeded expectation, no significant additional expenses were expected to be incurred on expansion of sales and customer service team and marketing campaign, the unutilised proceeds as at 30 June 2020 had accordingly been used principally towards provision of loans to clients.
2. On 25 January 2017, the Group entered into two sale and purchase agreements (as supplemented and amended thereof) (the "Agreements") with a vendor in relation to the acquisition (the "Acquisition") of the entire share capital of Prior Securities Limited ("Prior Securities") and Prior Asset Management Limited ("Prior Asset"). The conditions precedent pursuant to the Agreements were not fulfilled or satisfied by 31 July 2018, being the long stop date of the Agreements, therefore the Acquisition was not completed and the Agreements were automatically terminated.

The amount of HK\$5,000,000 which represented payments of non-refundable deposit for the Acquisition was forfeited after the termination of the Agreements. The forfeiture of the non-refundable deposit was reflected in the annual results for the year ended 31 December 2018.

The unutilised proceeds, amounting to HK\$75,288,000, which were originally allocated for the development of the securities and asset management business (including the Acquisition), have been retained by the Group for its future acquisition(s), and business development and/or working capital purposes. As there was no suitable merger and acquisition opportunity arising in the meantime to deploy the unutilised proceeds, the unutilised proceeds were re-allocated to working capital purposes after 31 December 2019 of which (i) approximately HK\$45,000,000 is for purchase of raw materials and/or garments for the apparel operation of the Group; (ii) approximately HK\$20,000,000 is for staff costs; (iii) approximately HK\$5,000,000 is for rental and lease payments and; (iv) approximately HK\$5,288,000 is for other operating expenses.

認購事項及所得款項用途 (續)

附註：

1. 由於融資業務的發展已超出預期，銷售與客戶服務團隊的擴張及營銷活動預計不會產生重大額外費用，因此於二零二零年六月三十日未動用所得款項主要應用於向客戶提供貸款。
2. 於二零一七年一月二十五日，本集團與一位賣方訂立兩份買賣協定（經補充及修訂）（「該等協議」），內容有關收購（「收購事項」）昇悅證券有限公司（「昇悅證券」）及昇悅資產管理有限公司（「昇悅資產」）的全部股本。根據該等協議，先決條件於二零一八年七月三十一日（為該等協議的最長終止日期）尚未履行或滿足，因此收購事項並未完成，該等協議自動終止。

5,000,000 港元款項指收購事項的不可退還按金付款，已於該等協議終止後被沒收。被沒收不可退還按金已在截至二零一八年十二月三十一日止年度的全年業績中反映。

未動用所得款項 75,288,000 港元，原定分配至發展證券及資產管理業務（包括收購事項），已由本集團保留作未來收購、業務發展及／或營運資本用途。由於在此期間並無合適的併購機會以部署未動用所得款項，因此在二零一九年十二月三十一日之後未動用所得款項重新分配至營運資金，其中 (i) 約 45,000,000 港元用於為本集團的服裝業務購買原材料及／或成衣；(ii) 約 20,000,000 港元用作員工成本；(iii) 約 5,000,000 港元用作租金及租賃款項；及 (iv) 其他營運開支約 5,288,000 港元。

THE SUBSCRIPTION AND THE USE OF PROCEEDS (Continued)

Notes: (Continued)

2. (Continued)

Up to 30 June 2020, of the unutilised proceeds of HK\$75,288,000, (i) approximately HK\$4,879,000 was spent in purchasing of raw materials and/or garments for the apparel operation of the Group; (ii) approximately HK\$17,829,000 was spent in staff costs; (iii) approximately HK\$2,425,000 was spent in rental and lease payments and; (iv) approximately HK\$5,288,000 was spent in other operating expenses.

3. Up to 30 June 2020, the amount of HK\$3,000,000 was utilised which represented payment of the second non-refundable deposit for the Acquisition in accordance with the terms of the Agreements.

INTERIM DIVIDEND

The Board did not recommend any payment of an interim dividend for the six month ended 30 June 2020.

認購事項及所得款項用途 (續)

附註：(續)

2. (續)

截至二零二零年六月三十日，未動用所得款項為75,288,000港元，其中(i)約4,879,000港元已用於購買原材料及／或服裝以供本集團的服裝業務使用；(ii)約17,829,000港元用作員工成本；(iii)約2,425,000港元用作租金及租賃款項；及(iv)約5,288,000港元用作其他營運開支。

3. 截至二零二零年六月三十日，已動用款項3,000,000港元，作為根據該等協議之條款為收購事項支付之第二筆不可退還按金。

中期股息

董事會不建議派發截至二零二零年六月三十日止六個月的中期股息。

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

As at 30 June 2020, the interests and short positions of the directors and chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO") which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or were required to be recorded in the register pursuant to Section 352 of the SFO, or were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Listing Rules, were as follows:

董事及主要行政人員於股份、相關股份及債權證的權益及淡倉

於二零二零年六月三十日，本公司董事及主要行政人員於本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益及淡倉（包括彼等根據證券及期貨條例有關條文被當作或視為擁有的權益及淡倉），或須記錄於根據證券及期貨條例第352條存置的登記冊的權益及淡倉，或須根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）知會本公司及聯交所的權益及淡倉如下：

Long positions in Shares of the Company

於本公司股份的好倉

Name 姓名	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
Mr. Guo Lin 郭林先生	Interest in controlled corporation (Note 1) 受控法團權益（附註1）	860,120,000	50.89%
Mr. Jiang Tianqing 蔣恬青先生	Interest in controlled corporation (Note 2) 受控法團權益（附註2）	860,120,000	50.89%

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

董事及主要行政人員於股份、相關股份及債權證的權益及淡倉 (續)

Long positions in Shares of the Company (Continued)

於本公司股份的好倉 (續)

Name 姓名	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
Ms. Tin Yat Yu Carol 田一妤女士	Beneficial owner and interest in controlled corporation (Note 3) 實益擁有人及受控法團權益 (附註3)	114,362,000	6.77%
Mr. Tang Shu Pui Simon 鄧澍煒先生	Beneficial owner 實益擁有人	5,000,000	0.30%

Notes:

附註：

1. By virtue of the SFO, Mr. Guo Lin ("Mr. Guo") is deemed to be interested in 860,120,000 shares of the Company, representing approximately 50.89% of the total number of issued shares of the Company, which are directly held by New Seres CEFC Investment Fund LP, which in turn is owned as to 50% by its general partner, New Seres International Asset Management (Cayman) Limited, and is in turn owned as to 50% by Aurora Capital Co., LTD.* (上海至輝投資有限公司), formerly known as New Seres Investment Co., Ltd.* (新絲綢之路投資有限公司). Aurora Capital Co., LTD.* (上海至輝投資有限公司) is owned as to 40% by Mr. Guo and 60% by Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承昇企業管理合夥企業 (有限合夥)), Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承昇企業管理合夥企業 (有限合夥)) is 45% directly owned by Mr. Guo (as its limited partner) and is 1% owned by Shanghai Chengyi Business Consulting Company Limited* (上海承昇商務諮詢有限公司) as its general partner, which is in turn directly owned as to 80% by Mr. Guo.

1. 根據證券及期貨條例，郭林先生（「郭先生」）被視為於本公司860,120,000股股份中擁有權益，佔本公司已發行股份總數約50.89%。該等股份由New Seres CEFC Investment Fund LP直接持有，前者由其普通合夥人New Seres International Asset Management (Cayman) Limited擁有50%權益，而New Seres International Asset Management (Cayman) Limited由上海至輝投資有限公司（前稱「新絲綢之路投資有限公司」）擁有50%權益。上海至輝投資有限公司由郭先生擁有40%權益，由上海承昇企業管理合夥企業（有限合夥）擁有60%權益。上海承昇企業管理合夥企業（有限合夥）由郭先生（作為有限合夥人）直接擁有45%權益，並由上海承昇商務諮詢有限公司（作為普通合夥人）擁有1%權益，而上海承昇商務諮詢有限公司則由郭先生直接擁有80%權益。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

董事及主要行政人員於股份、相關股份及債權證的權益及淡倉 (續)

Long positions in Shares of the Company (Continued)

於本公司股份的好倉 (續)

Notes: (Continued)

附註：(續)

2. By virtue of the SFO, Mr. Jiang Tianqing ("Mr. Jiang TQ") is deemed to be interested in 860,120,000 shares of the Company, representing approximately 50.89% of the total number of issued shares of the Company, which are directly held by New Seres CEFC Investment Fund LP, which in turn is owned as to 50% by its general partner, New Seres International Asset Management (Cayman) Limited, and is in turn owned as to 50% by Aurora Capital Co., LTD.* (上海至輝投資有限公司), formerly known as New Seres Investment Co., Ltd.* (新絲綢之路投資有限公司). Aurora Capital Co., LTD.* (上海至輝投資有限公司) is owned as to 60% by its limited partner Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承羿企業管理合夥企業(有限合夥)), which in turn is owned directly as to 22% by Mr. Jiang TQ (as its limited partner) and is owned as to 1% by Shanghai Chengyi Business Consulting Company Limited* (上海承羿商務諮詢有限公司) as its general partner, which is in turn directly owned as to 20% by Mr. Jiang TQ.

2. 根據證券及期貨條例，蔣恬青先生（「蔣先生」）被視為於本公司 860,120,000 股股份中擁有權益，佔本公司已發行股份總數約 50.89%。該等股份由 New Seres CEFC Investment Fund LP 直接持有，前者由其普通合夥人 New Seres International Asset Management (Cayman) Limited 擁有 50% 權益，而 New Seres International Asset Management (Cayman) Limited 由上海至輝投資有限公司（前稱「新絲綢之路投資有限公司」）擁有 50% 權益。上海至輝投資有限公司由其有限合夥人上海承羿企業管理合夥企業（有限合夥）擁有 60% 權益。上海承羿企業管理合夥企業（有限合夥）由蔣先生（作為有限合夥人）直接擁有 22% 權益，並由上海承羿商務諮詢有限公司（作為普通合夥人）擁有 1% 權益，而上海承羿商務諮詢有限公司則由蔣先生直接擁有 20% 權益。

3. By virtue of the SFO, Ms. Tin Yat Yu Carol ("Ms. Tin") is deemed to be interested in 114,362,000 shares of the Company, as to (i) 4,362,000 shares beneficially owned by Ms. Tin; and (ii) 110,000,000 shares through Favor Way Investments Limited, a company wholly-owned by Ms. Tin.

3. 根據證券及期貨條例，田一好女士（「田女士」）被視為於本公司 114,362,000 股股份中擁有權益，該等股份由 (i) 田女士實益擁有 4,362,000 股股份；及 (ii) 透過田女士全資擁有的公司 Favor Way Investments Limited 擁有 110,000,000 股股份。

* For identification purpose only

* 僅供識別用途

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

Long positions in Shares of the Company (Continued)

Save as disclosed above, as at 30 June 2020, none of the directors or chief executive of the Company have or are deemed to have interests or short positions in the shares, underlying shares or debentures of the Company and any of its associated corporations (within the meaning of Part XV of the SFO) which were notifiable 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 they are taken or deemed to have under such provisions of the SFO), or recorded in the register required to be maintained by the Company under Section 352 of the SFO, or as otherwise notifiable to the Company and the Stock Exchange pursuant to the Model Code.

董事及主要行政人員於股份、相關股份及債權證的權益及淡倉 (續)

於本公司股份的好倉 (續)

除上文所披露者外，於二零二零年六月三十日，本公司董事及主要行政人員概無於本公司及其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益及淡倉（包括彼等根據證券及期貨條例有關條文被當作或視為擁有的權益及淡倉），或記錄於須根據證券及期貨條例第352條存置的登記冊的權益及淡倉，或須根據標準守則知會本公司及聯交所的權益及淡倉。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉

As at 30 June 2020, so far as it was known by or otherwise notified to any directors or the chief executive of the Company, the particulars of the corporations or persons (other than the directors and the chief executive of the Company) which had 5% or more interests in shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO were as follows:

於二零二零年六月三十日，就本公司任何董事或主要行政人員所知或獲告知，於本公司股份及相關股份擁有5%或以上權益而記錄於須根據證券及期貨條例第336條存置的登記冊的法團或人士（本公司董事及主要行政人員除外）詳情如下：

Long positions in Shares of the Company

於本公司股份的好倉

Name 姓名／名稱	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
New Seres CEFC Investment Fund LP	Beneficial owner (Note 1) 實益擁有人 (附註1)	860,120,000	50.89%
New Seres International Asset Management (Cayman) Limited	Interest in controlled corporation (Note 2) 受控法團權益 (附註2)	860,120,000	50.89%
Aurora Capital Co., LTD.* (formerly known as New Seres Investment Co., Ltd.*) 上海至輝投資有限公司 (前稱「新絲綢之路投資 有限公司」)	Interest in controlled corporation (Note 3) 受控法團權益 (附註3)	860,120,000	50.89%
Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* 上海承羿企業管理 合夥企業 (有限合夥)	Interest in controlled corporation (Note 4) 受控法團權益 (附註4)	860,120,000	50.89%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉 (續)

Long positions in Shares of the Company

於本公司股份的好倉 (續)

(Continued)

Name 姓名／名稱	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
Shanghai Chengyi Business Consulting Company Limited* 上海承羿商務諮詢有限公司	Interest in controlled corporation (Note 5) 受控法團權益 (附註5)	860,120,000	50.89%
CEFC Shanghai Financial Services Co., Ltd.* 上海華信金融服務有限公司	Interest in controlled corporation (Note 6) 受控法團權益 (附註6)	860,120,000	50.89%
Shanghai CEFC International Group Co. Ltd.* 上海華信國際集團有限公司	Interest in controlled corporation (Note 7) 受控法團權益 (附註7)	860,120,000	50.89%
Shanghai CEFC Financial Holding Co., Ltd.* 上海市華信金融控股有限公司	Interest in controlled corporation (Note 8) 受控法團權益 (附註8)	860,120,000	50.89%
CEFC China Energy Company Limited* 中國華信能源有限公司	Interest in controlled corporation (Note 9) 受控法團權益 (附註9)	860,120,000	50.89%
CEFC China Energy Investment Fund Co., Ltd.* 上海能源基金投資有限公司	Interest in controlled corporation (Note 10) 受控法團權益 (附註10)	860,120,000	50.89%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉 (續)

Long positions in Shares of the Company (Continued)

於本公司股份的好倉 (續)

Name 姓名／名稱	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
China CEFC International Equity Investment Co., Ltd.* 中國華信國際股權投資有限公司	Interest in controlled corporation (Note 11) 受控法團權益 (附註 11)	860,120,000	50.89%
Shanghai Zhong'an United Investment Fund Co., Ltd.* 上海中安聯合投資基金股份有限公司	Interest in controlled corporation (Note 12) 受控法團權益 (附註 12)	860,120,000	50.89%
Wisely Inc Limited 永事利有限公司	Interest in controlled corporation (Note 13) 受控法團權益 (附註 13)	860,120,000	50.89%
Shanghai Huaxin Group (Hongkong) Limited 上海華信集團(香港)有限公司	Interest in controlled corporation (Note 14) 受控法團權益 (附註 14)	860,120,000	50.89%
Mr. Su Weizhong 蘇衛忠先生	Interest in controlled corporation (Note 15) 受控法團權益 (附註 15)	860,120,000	50.89%
Ms. Yi Qianru Yi Qianru 女士	Deemed interest of spouse and interest in controlled corporation (Note 16) 被視作為配偶的權益及受控法團權益 (附註 16)	860,120,000	50.89%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉 (續)

Long positions in Shares of the Company

於本公司股份的好倉 (續)

(Continued)

Name 姓名／名稱	Capacity/nature of interest 身份／權益性質	Number of ordinary shares held 所持普通股數目	Approximate percentage of interests 概約權益百分比
Ms. Han Wenjing 韓雯靜女士	Deemed interest of spouse and interest in controlled corporation (Note 17) 被視作為配偶的權益及受控法團權益 (附註 17)	860,120,000	50.89%
Mr. Li Yong 李勇先生	Interest in controlled corporation (Note 18) 受控法團權益 (附註 18)	860,120,000	50.89%
Ms. Feng Qiuling 馮秋菱女士	Deemed interest of spouse and interest in controlled corporation (Note 19) 被視作為配偶的權益及受控法團權益 (附註 19)	860,120,000	50.89%
Favor Way Investments Limited	Beneficial owner (Note 20) 實益擁有人 (附註 20)	110,000,000	6.51%
Hua Zhen 華珍	Beneficial owner 實益擁有人	87,000,000	5.15%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

Long positions in Shares of the Company (Continued)

Notes:

1. New Seres CEFC Investment Fund LP is an exempted limited liability partnership registered in the Cayman Islands on 20 January 2017.
2. New Seres International Asset Management (Cayman) Limited is the general partner of New Seres CEFC Investment Fund LP, and is owned as to 50% by Aurora Capital Co., LTD.* (上海至輝投資有限公司), formerly known as New Seres Investment Co., Ltd* (新絲綢之路投資有限公司) and 50% by CEFC Shanghai Financial Services Co. Ltd.* (上海華信金融服務有限公司).
3. Aurora Capital Co., LTD.* (上海至輝投資有限公司), formerly known as New Seres Investment Co., Ltd* (新絲綢之路投資有限公司) is owned as to 40% by Mr. Guo and 60% by Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承羿企業管理合夥企業 (有限合夥)).
4. Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承羿企業管理合夥企業 (有限合夥)) is owned, amongst others, as to 1% by Shanghai Chengyi Business Consulting Company Limited* (上海承羿商務諮詢有限公司), 45% by Mr. Guo and 22% by Mr. Jiang TQ.
5. Shanghai Chengyi Business Consulting Company Limited* (上海承羿商務諮詢有限公司) is owned as to 80% by Mr. Guo and 20% by Mr. Jiang TQ, and is the general partner of Shanghai Chengyi Corporate Management Partnership (Limited Partnership)* (上海承羿企業管理合夥企業 (有限合夥)).
6. After making specific enquiries and conducting public searches by reasonable effort of the Company, it has come to the Company's attention that CEFC Shanghai Financial Services Co., Ltd* (上海華信金融服務有限公司) is owned as to 100% by Shanghai CEFC International Group Co. Ltd.* (上海華信國際集團有限公司).

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉 (續)

於本公司股份的好倉 (續)

附註：

1. New Seres CEFC Investment Fund LP 為一家於二零一七年一月二十日在開曼群島註冊的獲豁免有限責任合夥。
2. New Seres International Asset Management (Cayman) Limited 為 New Seres CEFC Investment Fund LP 的普通合夥人，並分別由上海至輝投資有限公司 (前稱「新絲綢之路投資有限公司」) 及上海華信金融服務有限公司擁有 50% 權益。
3. 上海至輝投資有限公司 (前稱「新絲綢之路投資有限公司」) 由郭先生擁有 40% 權益，由上海承羿企業管理合夥企業 (有限合夥) 擁有 60% 權益。
4. 上海承羿企業管理合夥企業 (有限合夥) 由 (其中包括) 上海承羿商務諮詢有限公司擁有 1% 權益，由郭先生擁有 45% 權益，由及蔣先生擁有 22% 權益。
5. 上海承羿商務諮詢有限公司分別由郭先生擁有 80% 權益及蔣先生擁有 20% 權益，及為上海承羿企業管理合夥企業 (有限合夥) 的普通合夥人。
6. 經本公司作出特定的查詢和通過合理的努力進行公眾查冊，本公司留意到上海華信金融服務有限公司由上海華信國際集團有限公司擁有 100% 權益。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

Long positions in Shares of the Company (Continued)

Notes: (Continued)

7. Shanghai CEFC International Group Co. Ltd.* (上海華信國際集團有限公司) is owned as to 54.14% by CEFC China Energy Company Limited* (中國華信能源有限公司), as to 32.41% by Shanghai CEFC Financial Holding Co., Ltd.* (上海市華信金融控股有限公司) and as to 13.45% by China CEFC International Equity Investment Co., Ltd.* (中國華信國際股權投資有限公司).
8. Shanghai CEFC Financial Holdings Co., Ltd* (上海市華信金融控股有限公司) is owned as to approximately 87.67% by CEFC China Energy Company Limited* (中國華信能源有限公司), approximately 6.17% by Mr. Su Weizhong, approximately 4.93% by Mr. Zheng Xiongbin and approximately 1.23% by Shanghai Zhong'an United Investment Fund Co., Ltd.* (上海中安聯合投資基金股份有限公司).
9. CEFC China Energy Company Limited* (中國華信能源有限公司) is owned as to 99.05% by CEFC China Energy Investment Fund Co., Ltd* (上海能源基金投資有限公司).
10. CEFC China Energy Investment Fund Co., Ltd* (上海能源基金投資有限公司) is owned as to 100% by China CEFC International Equity Investment Co., Ltd.* (中國華信國際股權投資有限公司).
11. China CEFC International Equity Investment Co., Ltd.* (中國華信國際股權投資有限公司) is owned as to 80% by Shanghai Zhong'an United Investment Fund Co., Ltd.* (上海中安聯合投資基金股份有限公司).
12. The beneficial shareholders of Shanghai Zhong'an United Investment Fund Co., Ltd.* (上海中安聯合投資基金股份有限公司) are Mr. Su Weizhong (owned as to approximately 50%), Mr. Li Yong (owned as to approximately 49%) and Mr. Zheng Xiongbin (owned as to approximately 1%).

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉 (續)

於本公司股份的好倉 (續)

附註：(續)

7. 上海華信國際集團有限公司由中國華信能源有限公司擁有54.14%權益，由上海市華信金融控股有限公司擁有32.41%權益，及由中國華信國際股權投資有限公司擁有13.45%權益。
8. 上海市華信金融控股有限公司由中國華信能源有限公司擁有約87.67%權益，由蘇衛忠先生擁有約6.17%權益，由鄭雄斌先生擁有約4.93%權益，及由上海中安聯合投資基金股份有限公司擁有約1.23%權益。
9. 中國華信能源有限公司由上海能源基金投資有限公司擁有99.05%權益。
10. 上海能源基金投資有限公司由中國華信國際股權投資有限公司擁有100%權益。
11. 中國華信國際股權投資有限公司由上海中安聯合投資基金股份有限公司擁有80%權益。
12. 上海中安聯合投資基金股份有限公司的實益股東為蘇衛忠先生(擁有約50%)、李勇先生(擁有約49%)及鄭雄斌先生(擁有約1%)。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

Long positions in Shares of the Company

(Continued)

Notes: (Continued)

13. Wisely Inc Limited 永事利有限公司 is the limited partner of New Seres CEFC Investment Fund LP and is owned as to 100% by Shanghai Huaxin Group (Hongkong) Limited (上海華信集團(香港)有限公司).
14. Shanghai Huaxin Group (Hongkong) Limited 上海華信集團(香港)有限公司 is owned as to 85.74% by Shanghai CEFC International Group Co. Ltd.* (上海華信國際集團有限公司) and as to 14.26% by Gain Sun Ventures Limited.
15. Mr. Su Weizhong holds 50% shares in Shanghai Zhong'an United Investment Fund Co., Ltd.* (上海中安聯合投資基金股份有限公司).
16. Ms. Yi Qianru is the spouse of Mr. Guo, the Chairman of the Board and an executive director of the Company and is therefore deemed to be interested in the shares of the Company held by Mr. Guo.
17. Ms. Han Wenjing is the spouse of Mr. Jiang TQ and is therefore deemed to be interested in the shares of the Company held by Mr. Jiang TQ.
18. Mr. Li Yong holds 49% shares in Shanghai Zhong'an United Investment Fund Co., Ltd.* (上海中安聯合投資基金股份有限公司).
19. Ms. Feng Qiuling is the spouse of Mr. Li Yong and is therefore deemed to be interested in the shares of the Company held by Mr. Li Yong.
20. Favor Way Investments Limited is wholly-owned by Ms. Tin.

* For identification purpose only

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉(續)

於本公司股份的好倉(續)

附註:(續)

13. 永事利有限公司為New Seres CEFC Investment Fund LP的有限合夥人，並由上海華信集團(香港)有限公司擁有100%權益。
14. 上海華信集團(香港)有限公司由上海華信國際集團有限公司擁有85.74%權益及Gain Sun Ventures Limited擁有14.26%。
15. 蘇衛忠先生持有上海中安聯合投資基金股份有限公司50%的股份。
16. Yi Qianru女士為本公司董事會主席兼執行董事郭先生的配偶，因而被視為於郭先生所持有的本公司股份中擁有權益。
17. 韓雯靜女士為蔣先生的配偶，因而被視為於蔣先生所持有的本公司股份中擁有權益。
18. 李勇先生持有上海中安聯合投資基金股份有限公司49%的股份。
19. 馮秋菱女士為李勇先生的配偶，因而被視為於李勇先生所持有的本公司股份中擁有權益。
20. Favor Way Investments Limited由田女士全資擁有。

* 僅供識別用途

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

Save as disclosed above, as at 30 June 2020, the directors of the Company were not aware of any other persons/entities (other than the directors and chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company, its Group members or associated corporations which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under Section 336 of the SFO; or as otherwise notified to the Company and the Stock Exchange.

SHARE OPTION SCHEME

The share option scheme enables the Company to grant options to any full-time or part-time employee of the Company or any member of the Group (the "Eligible Participant") as incentives or rewards for their contributions to the Group, the Company conditionally adopted a share option scheme (the "Scheme") on 22 November 2013 whereby the Board was authorised, at its absolute discretion and subject to the terms of the Scheme, to grant options to subscribe for the shares of the Company to the Eligible Participant. The Scheme will be valid and effective for a period of ten years commencing from the listing date of the Company.

主要股東及其他人士於股 份、相關股份及債權證的權 益及淡倉 (續)

除上文所披露者外，於二零二零年六月三十日，本公司董事並不知悉有任何其他人士／實體（本公司董事及主要行政人員除外）於本公司、其集團成員公司或相聯法團的股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部條文向本公司披露、或記錄於須根據證券及期貨條例第336條所存置的登記冊或另行知會本公司及聯交所的權益或淡倉。

購股權計劃

購股權計劃使本公司可向本公司或本集團任何成員公司之任何全職或兼職僱員（「合資格參與者」）授出購股權，作為彼等對本集團所作貢獻之獎勵或回報。本公司於二零一三年十一月二十二日有條件採納購股權計劃（「該計劃」），據此，董事會獲授權可全權酌情依照該計劃之條款授出可認購本公司股份之購股權予合資格參與者。該計劃由本公司上市日期起十年期內一直有效及生效。

SHARE OPTION SCHEME (Continued)

As at the date of this report, the total number of shares available for issue under the Scheme is 60,000,000 shares, representing 3.55% of the enlarged issued share capital of the Company.

Since the adoption of the Scheme and during the six months ended 30 June 2020, no share option has been granted, exercised, lapsed or cancelled, and as at 30 June 2020, no share options under the Scheme were outstanding.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2020.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company is committed to achieving high standards of corporate governance to safeguard the interests of its shareholders and to enhance corporate value. The Company's corporate governance practices are based on the principles and code provision as set out in the Code on Corporate Governance Practices ("CG code") in Appendix 14 to the Listing Rules.

Throughout the reporting period, the Company has complied with the CG Code.

購股權計劃 (續)

於本報告日期，根據該計劃可供發行之股份總數為60,000,000股，佔本公司經擴大已發行股本之3.55%。

自採納該計劃起及於截至二零二零年六月三十日止六個月，概無購股權授出、行使、失效或註銷，及於二零二零年六月三十日，概無根據該計劃未行使之購股權。

購買、出售或贖回本公司的上市證券

本公司或其任何附屬公司於截至二零二零年六月三十日止六個月內並無購買、出售或贖回本公司任何上市證券。

企業管治常規守則

本公司一向致力於維持高水準之企業管治，以保障其股東權益並提高企業價值。本公司的企業管治常規乃基於上市規則附錄14企業管治常規守則（「企業管治守則」）載列的原則及守則條文。

報告期內，本公司已遵守企業管治守則。

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules as its own code of conduct for securities transactions (the "Required Standard of Dealings"). The Company has confirmed, having made specific enquiry of the directors, all the directors have complied with the Required Standard of Dealings throughout the six months ended 30 June 2020.

AUDIT COMMITTEE

The Company's audit committee has reviewed the accounting principles and practices adopted by the Company and discussed auditing, internal control and financial reporting matters. The unaudited consolidated financial statements of the Group for the six months ended 30 June 2020 have been reviewed by the audit committee members who have provided advice and comments thereon.

CHANGE OF DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information of the Company's directors subsequent to the date of the Annual Report 2019 are set out below:

董事之證券交易

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則作為其自身的證券交易操守準則（「交易規定標準」）。本公司經向董事作出特定查詢後確認，所有董事於截至二零二零年六月三十日止六個月期間一直遵守交易規定標準。

審核委員會

本公司的審核委員會已審閱本公司採納的會計原則及慣例，並已討論審核、內部控制及財務申報事宜。本集團截至二零二零年六月三十日止六個月之未經審核綜合財務報表已由審核委員會成員審閱且彼等就此提供意見及建議。

董事及主要行政人員資料變動

根據上市規則第13.51B(1)條，二零一九年年報日期後本公司的董事資料變動載列如下：

CHANGE OF DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION (Continued)

On 5 May 2020, Ms. Tin Yat Yu Carol has been appointed as an executive director of Finsoft Financial Investment Holdings Limited, a company whose shares are listed on the GEM of the Stock Exchange (stock code: 8018), and she has become the chairperson of that company since 19 May 2020.

On 24 June 2020, Mr. Hon Ming Sang has been appointed as an independent non-executive director of Finsoft Financial Investment Holdings Limited, a company whose shares are listed on the GEM of the Stock Exchange (stock code: 8018).

* For identification purpose only

董事及主要行政人員資料變動 (續)

於二零二零年五月五日，田一妤女士獲委任為Finsoft Financial Investment Holdings Limited (匯財金融投資控股有限公司*) 的執行董事，該公司股份於聯交所GEM上市 (股份代號：8018)；及彼自二零二零年五月十九日起獲委任為該公司主席。

於二零二零年六月二十四日，韓銘生先生獲委任為Finsoft Financial Investment Holdings Limited (匯財金融投資控股有限公司*) 的獨立非執行董事，該公司股份於聯交所GEM上市 (股份代號：8018)。

* 僅供識別用途

CHANGE OF DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION (Continued)

Save as disclosed above, the Company is not aware of other changes in the directors' information which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

By order of the Board

CEFC Hong Kong Financial Investment Company Limited

Guo Lin

Chairman

Hong Kong, 27 August 2020

As at the date of this Report, the Board is comprised of 9 directors:

Executive directors:

Mr. Guo Lin
Mr. Jiang Mingsheng
Mr. Jiang Tianqing
Ms. Tin Yat Yu Carol
Mr. Cheung Ka Lung

Independent non-executive directors: Mr. Lyu Hongbing
Mr. Tang Shu Pui Simon
Mr. Hon Ming Sang
Professor Wu Fei

董事及主要行政人員資料變動 (續)

除上文所披露者外，本公司並不知悉根據上市規則第13.51B(1)條須予披露的其他董事資料變動。

承董事會命

香港華信金融投資有限公司

郭林

主席

香港，二零二零年八月二十七日

於本報告日期，董事會包括9名董事：

執行董事：

郭林先生
姜明生先生
蔣恬青先生
田一好女士
張家龍先生

獨立非執行董事：

呂紅兵先生
鄧澍培先生
韓銘生先生
吳飛教授



香港華信金融投資有限公司
CEFC HONG KONG FINANCIAL
INVESTMENT COMPANY LIMITED

股份代號 Stock Code : 1520