



**BEST LINKING GROUP HOLDINGS LIMITED**

**永聯豐集團控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 8617

# 2020 INTERIM REPORT

## 中期報告



## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.**

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*This report, for which the directors (collectively the “Directors” and each the “Director”) of Best Linking Group Holdings Limited (the “Company”, and together with its subsidiaries, the “Group”, “we”, “our” or “us”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this report is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or this report misleading.*

## 香港聯合交易所有限公司(「聯交所」) GEM 的特色

GEM 的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於 GEM 上市公司普遍為中小型公司，在 GEM 買賣的證券可能會較於聯交所主板買賣之證券承受較大的市場波動風險，同時無法保證在 GEM 買賣的證券會有高流通量的市場。

香港交易及結算所有限公司及聯交所對本季度報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

永聯豐集團控股有限公司(「本公司」，連同其附屬公司為「本集團」或「我們」)之董事(統稱「董事」及各為一名「董事」)願共同及個別對此報告承擔全部責任，包括遵照聯交所 GEM 證券上市規則(「GEM 上市規則」)之規定提供有關本集團之資料。董事經作出一切合理查詢後確認，就彼等所深知及確信，(i) 本報告所載之資料在所有重要方面均屬準確及完整，並無誤導或欺騙成分；及(ii) 並無遺漏其他事宜以致本報告內任何聲明或本報告產生誤導。

# Corporate Information

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Chan Yuk Pan (*Chairman and Chief Executive Officer*)

Mr. Chan Lung Pan

#### Independent Non-Executive Directors

Mr. Chan Wan Tsun Adrian Alan

Ms. Tsang Hau Lam

Ms. Tam Ho Ting

### AUDIT COMMITTEE

Mr. Chan Wan Tsun Adrian Alan (*Chairman*)

Ms. Tam Ho Ting

Ms. Tsang Hau Lam

### REMUNERATION COMMITTEE

Ms. Tam Ho Ting (*Chairman*)

Mr. Chan Lung Pan

Ms. Tsang Hau Lam

### NOMINATION COMMITTEE

Mr. Chan Yuk Pan (*Chairman*)

Mr. Chan Wan Tsun Adrian Alan

Ms. Tam Ho Ting

### REGISTERED OFFICE

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

### COMPANY SECRETARY

Mr. Chan Ho Chee Gilbert (CPAA)

### AUTHORISED REPRESENTATIVES

Mr. Chan Yuk Pan

Mr. Chan Ho Chee Gilbert

### 董事會

#### 執行董事

陳煜彬先生 (*主席兼行政總裁*)

陳龍彬先生

#### 獨立非執行董事

陳弘俊先生

曾巧臨女士

譚可婷女士

### 審計委員會

陳弘俊先生 (*主席*)

譚可婷女士

曾巧臨女士

### 薪酬委員會

譚可婷女士 (*主席*)

陳龍彬先生

曾巧臨女士

### 提名委員會

陳煜彬先生 (*主席*)

陳弘俊先生

譚可婷女士

### 註冊辦事處

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

### 公司秘書

陳浩賜先生 (CPAA)

### 授權代表

陳煜彬先生

陳浩賜先生

### COMPLIANCE OFFICER

Mr. Chan Yuk Pan

### COMPLIANCE ADVISER

LY Capital Limited  
Rooms 1901-02, China Insurance Group Building  
141 Des Voeux Road Central  
Hong Kong

### LEGAL ADVISER AS TO HONG KONG LAW

Robertsons  
57th Floor, The Center  
99 Queen's Road Central  
Hong Kong

### AUDITOR

PricewaterhouseCoopers  
Certified Public Accountants  
22nd Floor, Prince's Building  
Central  
Hong Kong

### HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 1226B, 12/F  
Star House  
No. 3 Salisbury Road  
Kowloon  
Hong Kong

### HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

No. 6 Gongye 2nd Cross Road  
Tutang 2nd Industrial Zone  
Changping  
Dongguan  
Guangdong  
China

### 合規主任

陳煜彬先生

### 合規顧問

絡繹資本有限公司  
香港  
德輔道中 141 號  
中保集團大廈 1901-02 室

### 法律顧問(有關香港法律)

羅拔臣律師事務所  
香港  
皇后大道中 99 號  
中環中心 57 樓

### 核數師

羅兵咸永道會計師事務所  
執業會計師  
香港  
中環  
太子大廈 22 樓

### 香港總部及主要營業地點

香港  
九龍  
梳士巴利道 3 號  
星光行  
12 樓 1226B 室

### 中國總部及主要營業地點

中國  
廣東省  
東莞市  
常平鎮  
土塘工業二區  
工業二橫路 6 號

# Corporate Information

## 公司資料

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

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

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

### PRINCIPAL BANKERS

Hang Seng Bank Limited  
DBS Bank (Hong Kong) Ltd  
China Construction Bank, Dongguan Branch, Changping Sub-branch

### COMPANY WEBSITE

[www.blg.hk](http://www.blg.hk)

### STOCK CODE

08617

### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心54樓

### 開曼群島股份過戶登記總處

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

### 主要往來銀行

恒生銀行有限公司  
星展銀行(香港)有限公司  
中國建設銀行東莞市分行常平支行

### 公司網站

[www.blg.hk](http://www.blg.hk)

### 股份代號

08617

# Unaudited Interim Condensed Consolidated Statement of Comprehensive Income

## 未經審核中期簡明綜合全面收益表

For the three months and six months ended 30 June 2020 截至二零二零年六月三十日止三個月及六個月

The board of Directors (the "Board") is pleased to announce the unaudited condensed consolidated interim results of the Group for the three months and six months ended 30 June 2020 (the "Reporting Period"), which has been reviewed by the audit committee of the Company, together with the comparative unaudited figures for the corresponding periods in 2019 as follows:

董事會(「董事會」)欣然公佈本集團截至二零二零年六月三十日止三個月及六個月(「報告期間」)之未經審核簡明綜合中期業績(經本公司審核委員會審閱)，連同二零一九年同期的未經審核比較數字如下：

			Three months ended		Six months ended	
			30 June		30 June	
			截至六月三十日止三個月		截至六月三十日止六個月	
			2020	2019	2020	2019
			二零二零年	二零一九年	二零二零年	二零一九年
		Note	HK\$' 000	HK\$' 000	HK\$' 000	HK\$' 000
		附註	千港元	千港元	千港元	千港元
			(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
			(未經審核)	(未經審核)	(未經審核)	(未經審核)
Revenue	收益	3	<b>15,296</b>	21,565	<b>22,634</b>	32,860
Cost of sales	銷售成本		<b>(10,234)</b>	(10,938)	<b>(14,321)</b>	(16,840)
<b>Gross profit</b>	<b>毛利</b>		<b>5,062</b>	10,627	<b>8,313</b>	16,020
Other income	其他收入		<b>347</b>	326	<b>384</b>	372
Other gains/(losses), net	其他收益/(虧損)淨額		<b>(2)</b>	(170)	<b>(82)</b>	(144)
Selling and distribution expenses	銷售及分銷開支		<b>(129)</b>	(198)	<b>(173)</b>	(358)
Administrative expenses	行政開支		<b>(2,577)</b>	(9,395)	<b>(3,913)</b>	(13,767)
<b>Operating profit</b>	<b>經營溢利</b>		<b>2,701</b>	1,190	<b>4,529</b>	2,123
Finance income	融資收入		<b>11</b>	2	<b>12</b>	3
Finance expenses	融資成本		<b>(31)</b>	(31)	<b>(66)</b>	(135)
Finance income, net	融資收入淨額		<b>(20)</b>	(29)	<b>(54)</b>	(132)
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>	4	<b>2,681</b>	1,161	<b>4,475</b>	1,991
Income tax expense	所得稅開支	5	<b>(562)</b>	(947)	<b>(820)</b>	(1,569)
<b>Profit for the period</b>	<b>期內溢利</b>		<b>2,119</b>	214	<b>3,655</b>	422

# Unaudited Interim Condensed Consolidated Statement of Comprehensive Income 未經審核中期簡明綜合全面收益表

For the three months and six months ended 30 June 2020 截至二零二零年六月三十日止三個月及六個月

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
Note		HK\$'000	HK\$'000	HK\$'000	HK\$'000
附註		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>Other comprehensive loss: Items that may be subsequently reclassified to profit or loss</b>	<b>其他全面虧損： 其後可能重新分類至 損益的項目</b>				
Currency translation differences	貨幣換算差額	12	(1,088)	(781)	(278)
<b>Total comprehensive income for the period</b>	<b>期內全面收益總額</b>	<b>2,131</b>	(874)	<b>2,874</b>	144
<b>Attributable to:</b>	<b>以下人士應佔：</b>				
Shareholders of the Company	本公司股東	2,131	(874)	2,874	144
Earnings per share for profit attributable to shareholders of the Company for the period	本公司股東應佔 期內溢利的每股盈利				
Basic and diluted earnings per share (HK cents per share)	每股基本及攤薄盈利 (每股港仙)	6	0.53	0.07	0.91

# Unaudited Interim Condensed Consolidated Statement of Financial Position

## 未經審核中期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

			As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 (Unaudited) (未經審核)	As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 (Audited) (經審核)
	Note 附註			
<b>ASSETS</b>		<b>資產</b>		
<b>Non-current assets</b>		<b>非流動資產</b>		
Property, plant and equipment	8	物業、廠房及設備	6,712	7,425
Intangible asset		無形資產	47	75
Prepayments and deposits		預付款項及按金	2,192	2,235
Deferred tax assets		遞延稅項資產	62	64
			<b>9,013</b>	9,799
<b>Current assets</b>		<b>流動資產</b>		
Inventories		存貨	24,498	23,194
Trade receivables	9	貿易應收款項	14,116	16,884
Prepayments, deposits and other receivables		預付款項、按金及 其他應收款項	7,505	2,129
Cash and cash equivalents		現金及現金等價物	39,182	49,040
			<b>85,301</b>	91,247
<b>Total assets</b>		<b>資產總值</b>	<b>94,314</b>	101,046
<b>EQUITY AND LIABILITIES</b>		<b>權益及負債</b>		
Equity attributable to shareholders of the Company		本公司股東應佔權益		
Share capital		股本	4,000	4,000
Reserves		儲備	83,272	88,398
<b>Total equity</b>		<b>權益總額</b>	<b>87,272</b>	92,398

# Unaudited Interim Condensed Consolidated Statement of Financial Position 未經審核中期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

			As at 30 June 2020 於二零二零年 六月三十日 HK\$'000 (Unaudited) (未經審核)	As at 31 December 2019 於二零一九年 十二月三十一日 HK\$'000 (Audited) (經審核)
		Note 附註		
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-current liability</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		<b>2,370</b>	2,338
			<b>2,370</b>	2,338
<b>Current liabilities</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	10	<b>1,233</b>	1,503
Accruals and other payables	應計費用及其他應付款項		<b>1,805</b>	2,306
Current income tax liabilities	即期所得稅負債		<b>1,355</b>	2,124
Lease liabilities	租賃負債		<b>279</b>	377
			<b>4,672</b>	6,310
<b>Total liabilities</b>	<b>負債總額</b>		<b>7,042</b>	8,648
<b>Total equity and liabilities</b>	<b>權益及負債總額</b>		<b>94,314</b>	101,046

# Unaudited Interim Condensed Consolidated Statement of Changes in Equity

## 未經審核中期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

		Attributable to owners of the Company							Total 總計
		Share capital 股本 HK\$'000 千港元	Combined capital 合併股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元 Note a 附註 a	Statutory reserve 法定儲備 HK\$'000 千港元 Note b 附註 b	Exchange reserve 匯兌儲備 HK\$'000 千港元 Note c 附註 c	Retained earnings 保留盈利 HK\$'000 千港元	
<b>Balance at 1 January 2019</b> <b>(audited)</b>	於二零一九年 一月一日的結餘 (經審核)	-	-	-	13,000	1,222	55	25,338	39,615
Profit for the period	期內溢利	-	-	-	-	-	-	422	422
<b>Other comprehensive income</b>	<b>其他全面收益</b>								
Currency translation differences	貨幣換算差額	-	-	-	-	-	(278)	-	(278)
Total comprehensive (loss)/ income for the period	期內全面(虧損)/ 收益總額	-	-	-	13,000	1,222	(223)	25,760	39,759
<b>Transactions with equity holders:</b>	<b>與權益持有人的 交易:</b>								
Issuance of ordinary shares pursuant to the capitalisation	根據資本化發行 普通股	-	-	-	-	-	-	-	-
Issuance of ordinary shares pursuant to the listing	根據上市發行 普通股	-	-	-	-	-	-	-	-
Listing related expenses charged to share premium	於股份溢價扣除的 上市相關開支	-	-	-	-	-	-	-	-
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	562	-	(562)	-
		-	-	-	-	562	-	(562)	-
<b>Balance at 30 June 2019</b> <b>(unaudited)</b>	於二零一九年 六月三十日的結餘 (未經審核)	-	-	-	13,000	1,784	(223)	25,198	39,759

# Unaudited Interim Condensed Consolidated Statement of Changes in Equity 未經審核中期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

		Attributable to owners of the Company 本公司擁有人應佔							
		Share capital 股本	Combined capital 合併股本	Share premium 股份溢價	Capital reserve 資本儲備	Statutory reserve 法定儲備	Exchange reserve 匯兌儲備	Retained earnings 保留盈利	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
					Note a 附註 a	Note b 附註 b	Note c 附註 c		
<b>Balance at 1 January 2020 (audited)</b>	於二零二零年 一月一日的結餘 (經審核)	<b>4,000</b>	-	<b>42,511</b>	<b>13,000</b>	<b>2,170</b>	<b>(636)</b>	<b>31,353</b>	<b>92,398</b>
Profit for the period	期內溢利	-	-	-	-	-	-	<b>3,655</b>	<b>3,655</b>
<b>Other comprehensive income</b>	其他全面收益								
Currency translation differences	貨幣換算差額	-	-	-	-	-	<b>(781)</b>	<b>(165)</b>	<b>(946)</b>
Total comprehensive (loss)/ income for the period	期內全面(虧損)/ 收益總額	<b>4,000</b>	-	<b>42,511</b>	<b>13,000</b>	<b>2,170</b>	<b>(1,417)</b>	<b>34,843</b>	<b>95,107</b>
<b>Transactions with equity holders:</b>	與權益持有人的 交易:								
Issuance of ordinary shares pursuant to the capitalisation	根據資本化發行 普通股	-	-	-	-	-	-	-	-
Issuance of ordinary shares pursuant to the listing	根據上市發行 普通股	-	-	-	-	-	-	-	-
Listing related expenses charged to share premium	於股份溢價扣除的 上市相關開支	-	-	-	-	-	-	-	-
Dividend paid	已付股息	-	-	<b>(8,000)</b>	-	-	-	-	<b>(8,000)</b>
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	<b>165</b>	-	-	<b>165</b>
		-	-	<b>(8,000)</b>	-	<b>165</b>	-	-	<b>(7,835)</b>
<b>Balance at 30 June 2020 (unaudited)</b>	於二零二零年 六月三十日的結餘 (未經審核)	<b>4,000</b>	-	<b>34,511</b>	<b>13,000</b>	<b>2,335</b>	<b>(1,417)</b>	<b>34,843</b>	<b>87,272</b>

# Unaudited Interim Condensed Consolidated Statement of Changes in Equity

## 未經審核中期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

### Notes

#### (a) Capital reserve

Capital reserve of the Group represents the difference between the share capital of the subsidiaries acquired pursuant to the reorganisation over the nominal value of the share capital of the Company issued in exchange thereof.

#### (b) Statutory reserve

The PRC laws and regulations require companies registered in the PRC to provide for certain statutory reserves, which are to be appropriated from the profit after Income tax (after offsetting accumulated losses from prior years) as reported in their respective statutory financial statements, before profit distributions to equity holders. All statutory reserves are created for specific purposes. A PRC company is required to appropriate an amount of not less than 10% of statutory profit after income tax to statutory surplus reserves, prior to distribution of its post-tax profits of the current year. A company may discontinue the contribution when the aggregate sum of the statutory surplus reserve is more than 50% of its registered capital. The statutory surplus reserves shall only be used to make up losses of the company, to expand the company's operation or to increase the capital of the company. In addition, a company may make further contribution to the discretionary surplus reserve using its post-tax profits in accordance with resolutions of the board of directors.

#### (c) Exchange reserve

Exchange reserve of the Group comprises all currency translation differences arising from translation difference of the financial statements of the Group's subsidiary in the PRC.

### 附註

#### (a) 資本儲備

本集團的資本儲備指根據重組所收購附屬公司的股本與有關交換中所發行本公司股本的面值的差異。

#### (b) 法定儲備

中國法律法規要求在中國註冊的公司從各自法定財務報表所呈報的除所得稅後溢利(抵銷以往年度的累計虧損後)中,於分派溢利予權益擁有人前,劃撥款項以提撥若干法定儲備金。所有法定儲備金均為特別用途而設立。中國公司於分派當年度的除稅後溢利前,須向法定盈餘儲備劃撥不少於除所得稅後法定溢利10%的金額。當公司法定盈餘儲備的總和超過其註冊資本的50%時,公司可停止劃撥。法定盈餘儲備只可用作彌補公司的虧損、擴大公司的營運或增加公司的資本。此外,按照董事會的決議案,公司可使用其除稅後溢利酌情向盈餘儲備作出進一步供款。

#### (c) 外匯儲備

本集團的外匯儲備包括因本集團於中國的附屬公司的財務報表換算差額所產生的全部貨幣換算差額。

# Unaudited Interim Condensed Consolidated Statement of Cash Flows 未經審核中期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

		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
<b>Cash flows from operating activities</b>	<b>經營活動現金流量</b>		
Cash generated from/(used in) operations	經營所得/(所用)現金	<b>224</b>	(3,404)
Income tax paid	已付所得稅	<b>(1,595)</b>	(709)
Interest received	已收利息	<b>12</b>	3
<b>Net cash used in operating activities</b>	<b>經營活動所用現金淨額</b>	<b>(1,359)</b>	(4,110)
<b>Cash flows from investing activities</b>	<b>投資活動現金流量</b>		
Purchases of property, plant and equipment	購買物業、廠房及設備	<b>(261)</b>	(89)
<b>Net cash used in investing activities</b>	<b>投資活動所用現金淨額</b>	<b>(261)</b>	(89)
<b>Cash flows from financing activities</b>	<b>融資活動現金流量</b>		
Payment of lease liabilities	支付租賃負債	<b>(151)</b>	(75)
Dividends paid	已付股息	<b>(8,000)</b>	-
<b>Net cash used in financing activities</b>	<b>融資活動所用現金淨額</b>	<b>(8,151)</b>	(75)
Decrease in cash and cash equivalents	現金及現金等價物減少	<b>(9,771)</b>	(4,274)
Cash and cash equivalents at beginning of the Reporting Period	報告期初現金及現金等價物	<b>49,040</b>	6,562
Currency translation differences	貨幣換算差額	<b>(87)</b>	41
<b>Cash and cash equivalents at end of the Reporting Period</b>	<b>報告期末現金及現金等價物</b>	<b>39,182</b>	2,329

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements

## 未經審核簡明綜合中期財務報表附註

### 1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 26 October 2018 as an exempted company with limited liability under the Companies Law (Cap. 22, Law 3 of 1961 as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company is an investment holding company and its subsidiaries are principally engaged in the manufacturing and trading of slewing rings and machinery products. The ultimate holding company of the Company is C Centrum Holdings Limited ("**C Centrum**"). The ultimate shareholder of the Group is Mr. Chan Yuk Pan ("**Mr. YP Chan**").

The unaudited condensed consolidated interim financial statements are presented in Hong Kong dollars ("**HK\$**") unless otherwise stated.

### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of the unaudited condensed consolidated interim financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 2.1 Basis of preparation

The unaudited condensed consolidated interim financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("**HKFRSs**") and requirements of the Hong Kong Companies Ordinance (Cap. 622). The condensed consolidated interim financial statements have been prepared under historical cost convention.

The preparation of unaudited condensed consolidated interim financial statements in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies.

### 1 一般資料

本公司於二零一八年十月二十六日根據開曼群島法例第22章公司法(一九六一年第3號法例，經綜合及修訂)在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。

本公司為投資控股公司，其附屬公司主要從事製造及買賣迴轉支承和機械產品。本公司的最終控股公司為C Centrum Holdings Limited ("**C Centrum**")。本集團的最終股東為陳煜彬先生 ("**陳煜彬先生**")。

除另有說明外，未經審核簡明綜合中期財務報表以港元 ("**港元**") 呈列。

### 2 重大會計政策概要

編製未經審核簡明綜合中期財務報表時應用的主要會計政策載列於下文。除非另外指明，該等政策於所有呈列年度貫徹使用。

#### 2.1 編製基準

未經審核簡明綜合中期財務報表乃根據所有適用香港財務報告準則 ("**香港財務報告準則**") 及香港法例第622章香港公司條例的規定編製。簡明綜合中期財務報表乃根據歷史成本慣例編製。

編製符合香港財務報告準則的未經審核簡明綜合中期財務報表需要使用若干關鍵會計估計。在應用本集團會計政策的過程中亦需要管理層行使其判斷。

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

### 2.1 Basis of preparation (Continued)

#### 2.1.1 New and amended standards and interpretations

- (a) *New and amended standards and interpretations adopted by the company*

The Group has applied the following standards and amendments for the first time for their annual reporting period commencing 1 January 2020:

HKFRS 3 (Amendment) 香港財務報告準則第3號(修訂本)	Definition of a Business 業務的定義	1 January 2020 二零二零年一月一日
HKAS 1 and HKAS 8 (Amendment) 香港會計準則第1號及香港會計 準則第8號(修訂本)	Definition of Material 重大性的定義	1 January 2020 二零二零年一月一日
Conceptual Framework for Financial Reporting 2018 二零一八年財務報告概念框架	Revised Conceptual Framework for Financial Reporting 經修訂財務報告概念框架	1 January 2020 二零二零年一月一日

## 2 重大會計政策概要(續)

### 2.1 編製基準(續)

#### 2.1.1 新訂及經修訂準則及詮釋

- (a) 本公司採納的新訂及經修訂準則及詮釋

本集團於二零二零年一月一日開始的年度報告期間首次應用以下準則及修訂：

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements

## 未經審核簡明綜合中期財務報表附註

### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### 2.1 Basis of preparation (Continued)

##### 2.1.1 New and amended standards and interpretations (Continued)

- (b) *New and amended standards and interpretations which have been issued but are not yet effective and have not been early adopted by the Group:*

		Effective for accounting periods beginning on or after 於下列日期或之後開始的會計期間生效
HKFRS 17 香港財務報告準則第17號	Insurance Contracts 保險合同	1 January 2021 二零二一年一月一日
HKFRS 10 and HKAS 28 (Amendments) 香港財務報告準則第10號及香港會計準則第28號(修訂本)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture 投資者與其聯營公司或合營公司之間的資產出售或注資	To be determined 待定

### 3 REVENUE AND SEGMENT INFORMATION

The chief operating decision-maker has been identified as the executive Directors.

Management has determined the operating segments based on the information reviewed by the executive Directors for the purpose of allocating resources and assessing performance. The only component in internal reporting to the executive Directors is the Group's manufacturing of slewing rings and machinery products for both period. In this regard, management considers there is only one operating segment under the requirements of HKFRS 8 "Operating Segments".

The executive Directors assess the performance of the operating segment based on a measure of revenue and gross profit.

### 2 重大會計政策概要(續)

#### 2.1 編製基準(續)

##### 2.1.1 新訂及經修訂準則及詮釋(續)

- (b) *已經頒佈但尚未生效且未獲本集團提早採納的新訂及經修訂準則及詮釋：*

### 3 收益及分部資料

主要營運決策人識別為執行董事。

為分配資源及評估表現，管理層已按執行董事審閱的資料釐定經營分部。於兩個期間，向執行董事內部呈報的唯一部分為本集團的製造迴轉支承和機械產品。就此而言，根據香港財務報告準則第8號經營分部的規定，管理層認為僅有一個經營分部。

執行董事根據收益及毛利計量評估經營分部的表現。

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

## 4 PROFIT BEFORE INCOME TAX

Profit before income tax has been arrived at the following figures:

## 4 除所得稅前溢利

除所得稅前溢利得出如下數字：

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Cost of inventories and consumable	存貨及消耗品成本	<b>9,064</b>	5,675	<b>11,606</b>	9,456
Wages, salaries, bonuses and other benefits	工資、薪金、花紅及其他福利	<b>1,925</b>	2,260	<b>3,541</b>	3,597
Pension costs — defined contribution plans	退休金成本 一定額供款計劃	<b>139</b>	178	<b>246</b>	356
Mandatory provident fund scheme	強制性公積金計劃	<b>16</b>	16	<b>29</b>	28
Employee benefit expenses, including directors' emoluments	僱員福利開支，包括董事酬金	<b>2,080</b>	2,454	<b>3,816</b>	3,981
Amortisation	攤銷	<b>23</b>	–	<b>27</b>	1
Depreciation	折舊	<b>411</b>	524	<b>820</b>	1,071
Legal and professional fees	法律及專業費用	<b>1,169</b>	10	<b>1,261</b>	34
Listing related expenses	上市相關開支	<b>–</b>	7,317	<b>–</b>	10,066
		<b>12,747</b>	15,980	<b>17,530</b>	24,609

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements

## 未經審核簡明綜合中期財務報表附註

### 5 INCOME TAX EXPENSE

The amount of income tax expense charged to the consolidated statement of comprehensive income represents:

### 5 所得稅開支

於綜合全面收益表內扣除的所得稅開支金額指：

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current income tax	即期所得稅				
— PRC enterprise income tax	— 中國企業所得稅	89	181	124	561
— Hong Kong profits tax	— 香港利得稅	473	766	698	1,008
Total current income tax	即期所得稅總額	562	947	822	1,569
Deferred income tax	遞延所得稅	—	—	(2)	—
Income tax expense	所得稅開支	562	947	820	1,569

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

## 6 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue. The weighted average number of ordinary shares for such purpose has been retrospectively adjusted for the effects of the issue of shares in connection with the capitalisation of shares.

## 6 每股盈利

每股盈利按本公司股東應佔溢利除以已發行普通股加權平均數計算得出。就此而言的普通股加權平均數已因應就股份資本化而發行股份的影響作追溯調整。

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Profit attributable to shareholders of the Company (HK\$'000)	本公司股東應佔溢利(千港元)	<b>2,119</b>	214	<b>3,655</b>	422
Weighted average number of shares in issue (thousand)	已發行股份加權平均數(千股)	<b>400,000</b>	300,000	<b>400,000</b>	300,000
Basic earnings per share (HK cents per share)	每股基本盈利(每股港仙)	<b>0.53</b>	0.07	<b>0.91</b>	0.14

Diluted earnings per share for the Reporting Period were the same as the basic earnings per share as there was no potential dilutive ordinary shares outstanding during the periods.

報告期間的每股攤薄盈利與每股基本盈利相同，因為兩個期間均無具潛在攤薄效應的已發行普通股。

## 7 DIVIDENDS

The Board does not recommend the payment of dividend for the Reporting Period.

## 7 股息

董事會不建議支付報告期間的股息。

The Board declared and a final dividend out of the share premium account of the Company amounted to HK\$8,000,000 at HK\$0.02 per share in respect of the financial year ended 31 December 2019 and was approved at the annual general meeting held on 29 May 2020 (the "Annual General Meeting"). The final dividend was despatched to shareholders on 30 June 2020.

董事會就截至二零一九年十二月三十一日止財政年度宣佈自本公司股份溢價賬派付末期股息每股0.02港元，總額為8,000,000港元，並於二零二零年五月二十九日舉行的股東週年大會（「股東週年大會」）上獲批准。末期股息已於二零二零年六月三十日派付股東。

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements

## 未經審核簡明綜合中期財務報表附註

### 8 PROPERTY PLANT AND EQUIPMENT

During the Reporting Period, the Group acquired property, plant and equipment of approximately HK\$261,000 (six months ended 30 June 2019: Nil).

### 9 TRADE RECEIVABLES

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

### 8 物業、廠房及設備

於報告期間，本集團收購物業、廠房及設備約261,000港元(截至二零一九年六月三十日止六個月：零)。

### 9 貿易應收款項

根據發票日期，貿易應收款項的賬齡分析如下：

		30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Up to 30 days	30日以內	<b>9,386</b>	4,628
31–60 days	31至60日	<b>1,016</b>	4,171
61–90 days	61至90日	<b>955</b>	4,881
91–120 days	91至120日	–	3,204
120–240 days	120至240日	<b>2,759</b>	–
		<b>14,116</b>	16,884

The Group's sales are on credit terms primarily from 30 days to 120 days.

本集團的銷售乃按信貸期進行，主要介乎30日至120日。

# Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

## 10 TRADE PAYABLES

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

		30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (audited) (經審核)
Up to 30 days	不多於 30 日	957	965
31–60 days	31 至 60 日	277	209
61–90 days	61 至 90 日	–	329
Over 3 months	超過 3 個月	–	–
		<b>1,233</b>	1,503

The average credit period taken for trade purchase is generally from 0–90 days.

## 11 RELATED PARTY TRANSACTIONS

- a) Save as disclosed elsewhere in the condensed consolidated financial statements, the Group had no transaction with any related party during the Reporting Period.
- b) **Key management compensation**  
Key management include executive Directors and the senior management of the Group. The compensation paid or payable to key management for employee services is shown below:

		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 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	978	552
Retirement benefit costs — defined contribution plans	退休福利成本 — 一定額供款計劃	32	27
		<b>1,010</b>	579

## 10 貿易應付款項

貿易應付款項基於發票日期的賬齡分析如下：

貿易採購的平均信貸期一般為0至90日。

## 11 關聯方交易

- a) 除簡明綜合財務報表其他章節所披露者外，本集團於報告期間並無任何關聯方交易。
- b) **主要管理層薪酬**  
主要管理層包括本集團的執行董事以及高級管理層。就僱員服務已付或應付主要管理層的薪酬呈示如下：

# Management Discussion and Analysis

## 管理層討論及分析

### BUSINESS REVIEW

The Group is a premium manufacturer of slewing rings and also a “one-stop service” provider as it is able to source other slewing rings, machineries and other mechanical parts and components of machineries for customers. A slewing ring is a necessary transmission part for some large-size machineries and equipment, which can ensure the relative rotational motion between objects, as well as bearing the axial force, radial force and tilting moment simultaneously. In order to cope with the Group’s business expansion, the shares of the Company were successfully listed on GEM of the Stock Exchange on 15 November 2019 (the “**Listing Date**”).

The outbreak of the novel coronavirus (COVID-19) pandemic (the “**COVID-19 outbreak**”) in 2020 and the resulting mandatory extension of holidays in China and quarantine measures taken by multiple countries led to the temporary suspension of operation of the Group’s manufacturing plant. This suspension of operation and the continually challenging local and global market condition had a material impact on the Group’s overall performance and financial results for the Reporting Period. Nevertheless, its production activities resumed in late March 2020. Given the current development of the COVID-19 outbreak, the Group anticipates a challenging year ahead.

Globally, the Group’s customers and suppliers may also face challenges during the COVID-19 outbreak. The challenges caused by the pandemic have affected the operation and business performance of many industries in many countries in the short run. The resulting uncertainties may also bring deeper impact in the long run. The crisis has prompted many industry players and management to re-examine and refine their business development plans.

Nevertheless, the Group has been developing new products and services by manufacturing other mechanical parts and components for machineries in addition to slewing rings. These new products enable the Group to broaden the scope of its business with existing customers. Those mechanical parts and components are some fundamental parts of machineries that the Group has also sourced for its customers in the past. Furthermore, the Group will continue its efforts to promote its brand as well as to provide quality products and seize business opportunities in various regions.

### 業務回顧

本集團為優質迴轉支承製造商及「一站式服務」供應商，因為我們亦能夠為客戶採購其他迴轉支承、機械及機械的其他機件及組件。迴轉支承乃部分大型機械及設備必備的傳動部件，可確保物件之間的相對旋轉運動，同時承受軸向力、徑向力及傾斜扭矩。為應對本集團業務擴張，本公司股份成功於二零一九年十一月十五日（「**上市日期**」）在聯交所GEM上市。

二零二零年爆發的新型冠狀病毒（COVID-19）疫情（「**COVID-19 疫情**」）造成的中國國內假期強制延長及多個國家採取的隔離措施，導致本集團的製造廠房暫時停工。營運暫停加上地區及全球市況仍挑戰重重，對本集團於報告期間的整體表現及財務業績造成重大影響。然而，我們的生產活動已於二零二零年三月底恢復。鑑於COVID-19疫情現時的发展，本集團預期未來一年將充滿挑戰。

在全球層面上，本集團的客戶及供應商亦可能於COVID-19疫情中遇上困難。疫情帶來的挑戰已於短期內對多國各行各業的營運及業務表現造成影響。所造成的不確定因素亦可能帶來長期深遠影響。這次危機促使不少業界公司及管理層重新審視及改善業務發展規劃。

不過，本集團已透過製造迴轉支承以外的其他機械機件及組件，開發新產品及服務。該等新產品擴闊了本集團與現有客戶進行的業務範疇。該等機件及組件為本集團過往亦曾為客戶採購的若干基本機械部件。此外，本集團將繼續致力宣傳其品牌並於各地提供高品質產品及把握業務機遇。

# Management Discussion and Analysis

## 管理層討論及分析

### FINANCIAL REVIEW

#### Revenue

The Group's revenue decreased by 31.1% or HK\$10.3 million from HK\$32.9 million for the six months ended 30 June 2019 to HK\$22.6 million for the Reporting Period.

The following table sets forth the breakdown of the revenue by product category for the Reporting Period and the six months ended 30 June 2019:

### 財務回顧

#### 收益

本集團的收益由截至二零一九年六月三十日止六個月的32.9百萬港元減少31.1%或10.3百萬港元至報告期間的22.6百萬港元。

下表列載報告期間及截至二零一九年六月三十日止六個月按產品類別劃分的收益明細：

		For the six months ended 30 June					
		截至六月三十日止六個月					
		2020		2019		+ / (-)	
		二零二零年		二零一九年		+ / (-)	
		HK\$'000	(%)	HK\$'000	(%)	HK\$'000	(%)
		千港元	(%)	千港元	(%)	千港元	(%)
		(unaudited)		(unaudited)			
		(未經審核)		(未經審核)			
<b>Revenue</b>	<b>收益</b>						
Slewing rings	迴轉支承	<b>11,678</b>	<b>51.6</b>	30,674	93.3	(18,996)	(61.9)
Other machineries and parts	其他機械及部件	<b>10,956</b>	<b>48.4</b>	2,186	6.7	8,770	401.2
Total	總計	<b>22,634</b>	<b>100.0</b>	32,860	100.0	(10,226)	(31.1)
<b>Quantities sold</b>	<b>已售數量</b>	<b>Sets</b>	<b>(%)</b>	Sets	(%)		
		<b>套</b>	<b>(%)</b>	套	(%)		
Slewing rings	迴轉支承	<b>1,182</b>	<b>57.3</b>	2,475	46.4	(1,293)	(52.2)
Other machineries and parts	其他機械及部件	<b>880</b>	<b>42.7</b>	2,860	53.6	(1,980)	(69.2)
Total	總計	<b>2,062</b>	<b>100.0</b>	5,335	100.0	(3,273)	(61.3)

# Management Discussion and Analysis

## 管理層討論及分析

### Slewing rings

The Group manufactures slewing rings for local and overseas customers. Revenue from slewing rings dropped by HK\$19.0 million to HK\$11.7 million, representing a decrease of 61.9%. The decrease was mainly attributed to the mandatory extension of holidays in China and temporary suspension of operation of the Group's manufacturing plant during the COVID-19 outbreak in Q1 2020 and the crisis continued to have an impact in Q2 2020. Globally, the Group's customers may also face challenges during the COVID-19 outbreak. The challenges caused by the pandemic have affected the operation and business performance of many industries and in many countries in the short run such as Singapore, Malaysia, Japan, the U.S. and other European countries where most of the Group's customers are located.

The overall quantities of the slewing rings sold decreased by 1,293 sets, representing a decrease of 52.2%.

### Other machineries and parts

The Group also sources other slewing rings, machineries and mechanical parts and components for its customers. Such mechanical parts and components included but not limited to undercarriage parts such as track chains, rollers and track shoes. Revenue from the other machineries and parts increased by 401.2% period-on-period or HK\$8.8 million to HK\$11.0 million.

Starting the late Q2 2020, the Group has also been developing new products and services by manufacturing other mechanical parts and components of machineries besides slewing rings. New products enable the Group to broaden the scope of its business with existing customers. Those mechanical parts and components are some fundamental parts of machineries that the Group has also sourced for its customers in the past.

The increase of revenue was mainly due to the difference in product mix of other machineries and parts and the expansion of product categories for the Reporting Period while the sourcing function in Hong Kong had a comparatively minor impact during the COVID-19 outbreak.

### 迴轉支承

本集團為本地及海外客戶製造迴轉支承。來自迴轉支承的收益減少19.0百萬港元至11.7百萬港元，減幅為61.9%。減少乃主要由於二零二零年第一季度COVID-19疫情期間，中國強制延長休假及本集團製造廠房暫停營運，而該危機的影響於二零二零年第二季持續。在全球層面上，本集團的客戶亦於COVID-19疫情期間遇到困難。疫情造成的困境於短期內影響各行各業及許多國家的營運及業務表現，例如本集團大部份客戶所在的新加坡、馬來西亞、日本、美國及其他歐洲國家。

已售迴轉支承整體數量減少1,293套，減幅為52.2%。

### 其他機械及部件

本集團亦為客戶採購其他迴轉支承、機械及機械零部件。該等機械零部件包括但不限於底盤部件，如履帶鏈、滾軸及履帶板。來自其他機械及部件的收益按期增加401.2%或8.8百萬港元至11.0百萬港元。

自二零二零年第二季末起，本集團亦透過製造迴轉支承以外的其他機械機件及組件以開發新產品及服務。新產品擴闊了本集團與現有客戶的業務範疇。該等機件及組件為本集團過往曾為客戶採購的若干基本機械部件。

收益增加乃主要由於報告期間其他機械及部件產品組合的差異以及產品類別擴充，而香港採購部於COVID-19疫情期間的影響相對較小。

# Management Discussion and Analysis

## 管理層討論及分析

### Cost of sales

The cost of sales primarily consists of cost of inventories and consumables, depreciation on plant and machinery, overheads and direct labour costs relating to the Group's production. The Group's cost of sales decreased from HK\$16.8 million for the six months ended 30 June 2019 by 15% or HK\$2.5 million to HK\$14.3 million for the Reporting Period, which was primarily due to the decrease in revenue and the increase direct labour costs during the Reporting Period. The rate of decrease in cost of sales was lower than the rate of decrease in revenue was mainly due to the difference in product mix of other machineries and parts for both periods while the gross profit margin for other machineries and parts were comparatively lower than that for slewing rings.

### Administrative expenses

The administrative expenses of the Group for the Reporting Period amounted to approximately HK\$3.9 million, decreased from HK\$13.8 million for the six months ended 30 June 2019 by 72% or HK\$9.9 million. Such decrease was mainly due to the decrease in non-recurring listing related expenses of approximately HK\$10.1 million, the decrease in staff cost by approximately HK\$0.1 million, and the net increase in other administrative expenses by approximately HK\$0.2 million. Other administrative expenses mainly represent the depreciation and the legal and professional fees, which assisted the Group to enhance its corporate governance and compliance aspects after its listing on GEM of the Stock Exchange on 15 November 2019 (the "Listing").

### Profit attributable to shareholders of the Company

Profit attributable to shareholders of the Company was approximately HK\$3.7 million for the Reporting Period, as compared to approximately HK\$0.4 million for the six months ended 30 June 2019. Excluding the non-recurring listing related expenses of approximately HK\$10.1 million, being charged to the unaudited interim condensed consolidated statement of comprehensive income for the six months ended 30 June 2019, profit attributable to shareholders of the Company would have been approximately HK\$10.5 million for the corresponding period in 2019.

### 銷售成本

銷售成本主要包括存貨及消耗品成本、廠房及機械折舊、與本集團生產有關的間接成本及直接勞工成本。本集團的銷售成本由截至二零一九年六月三十日止六個月的16.8百萬港元減少15%或2.5百萬港元至報告期間的14.3百萬港元，主要由於報告期間收益減少及直接勞工成本增加。銷售成本的減幅低於收益的減幅，乃主要由於兩個期間其他機械及部件產品組合的差異，而其他機械及部件的毛利率相較迴轉支承為低。

### 行政開支

本集團於報告期間的行政開支為約3.9百萬港元，較截至二零一九年六月三十日止六個月的13.8百萬港元減少72%或9.9百萬港元。該減少乃主要由於非經常性上市開支減少約10.1百萬港元；員工成本減少約0.1百萬港元；及其他行政開支淨增加約0.2百萬港元。其他行政開支主要指折舊及法律及專業費用，其協助本集團於二零一九年十一月十五日在聯交所GEM上市（「上市」）後加強企業管治及合規層面。

### 本公司股東應佔溢利

於報告期間，本公司股東應佔溢利約為3.7百萬港元，而截至二零一九年六月三十日止六個月則為約0.4百萬港元。倘除去已計入截至二零一九年六月三十日止六個月未經審核中期簡明綜合全面收益表的非經常性上市相關開支約10.1百萬港元，於二零一九年同期本公司股東應佔溢利將為約10.5百萬港元。

# Management Discussion and Analysis

## 管理層討論及分析

### LIQUIDITY AND FINANCIAL RESOURCES

The Group has financed its business with internally generated cash flows and proceeds received from the Listing. As at 30 June 2020, the Group's cash and cash equivalents were HK\$39.2 million, decreased by 20% or HK\$9.8 million, as compared with HK\$49.0 million as at 31 December 2019. The decrease was mainly attributable to payment of a final dividend out of the share premium account of the Company amounted to HK\$8,000,000 at HK\$0.02 per share in respect of the financial year ended 31 December 2019 and was approved at the Annual General Meeting. The final dividend was despatched to shareholders on 30 June 2020. Bank deposits and cash were principally denominated in Hong Kong dollar, United States dollar and Renminbi. The Group will continue to use the internally generated cash flows and proceeds received from the Listing as a source of funding for future developments.

As at 30 June 2020, the Group's total current assets and current liabilities were HK\$85.3 million (as at 31 December 2019: HK\$91.2 million) and HK\$4.7 million (as at 31 December 2019: HK\$6.3 million) respectively, representing a current ratio of 18.1 times (as at 31 December 2019: 14.5 times). As at 30 June 2020, the Group did not have any bank borrowings (as at 31 December 2019: Nil). As at 30 June 2020, the gearing ratio of the Group was not applicable as it had no outstanding debt (as at 31 December 2019: Nil). The gearing ratio equals total interest-bearing borrowings divided by total equity and multiplied by 100%.

### CAPITAL STRUCTURE

As at 30 June 2020, the share capital of the Group comprised only ordinary shares. The capital structure of the Group mainly consists of obligations under finance leases and equity attributable to owners of the Group, comprising issued share capital, share premium, retained profits and other reserves.

### 流動資金及財務資源

本集團以內部產生現金流及從上市收取的所得款項為其業務提供資金。於二零二零年六月三十日，本集團的現金及現金等價物為39.2百萬港元，較二零一九年十二月三十一日的49.0百萬港元減少20%或9.8百萬港元。減幅乃主要由於就截至二零一九年十二月三十一日止財政年度自本公司股份溢價賬按每股股份0.02港元派付末期股息8,000,000港元，並已於股東週年大會獲批准。末期股息已於二零二零年六月三十日派發予股東。銀行存款及現金主要以港元、美元及人民幣計值。本集團將繼續以內部產生現金流及從上市收取的所得款項作為未來發展的資金來源。

於二零二零年六月三十日，本集團的流動資產及流動負債總額分別為85.3百萬港元（於二零一九年十二月三十一日：91.2百萬港元）及4.7百萬港元（於二零一九年十二月三十一日：6.3百萬港元），流動比率為18.1倍（於二零一九年十二月三十一日：14.5倍）。於二零二零年六月三十日，本集團並無任何銀行借款（於二零一九年十二月三十一日：零）。於二零二零年六月三十日，本集團的資產負債比率並不適用，因為其概無未償還債務（於二零一九年十二月三十一日：零）。資本負債比率等如計息借貸總額除以總權益及乘100%。

### 資本架構

於二零二零年六月三十日，本集團股本僅包括普通股股份。本集團的資本架構主要包括融資租賃項責任以及本集團擁有人應佔權益，由已發行股本、股份溢價、保留溢利及其他儲備構成。

# Management Discussion and Analysis

## 管理層討論及分析

### USE OF NET PROCEEDS FROM THE LISTING

On 15 November 2019, the Company issued a total of 100,000,000 shares by way of Hong Kong public offering and placing at a price of HK\$0.55 per share, and successfully listed its shares on the GEM of the Stock Exchange. The net proceeds of the share offer received by the Company in relation to the Listing after the deduction of underwriting fees and commissions and all related expenses were approximately HK\$28.4 million. As at the report date, the Directors consider that these proceeds have been applied in accordance with the proposed application set out in the section headed "Future Plans and Proposed Use of Proceeds" in the prospectus of the Company dated 31 October 2019 (the "Prospectus").

### Comparison of business objectives and actual business progress

The following is a comparison between the Group's business plans as set out in the Prospectus and the Group's actual business progress for the period from the Listing Date to 30 June 2020:

### 上市所得款項淨額用途

於二零一九年十一月十五日，本公司透過香港公開發售及配售方式以每股0.55港元發行合共100,000,000股股份，並成功於聯交所GEM上市。本公司就上市取得的股份發售所得款項淨額約為28.4百萬港元，已扣除包銷費用及佣金以及所有相關開支。於報告日期，董事認為該等所得款項已按照本公司日期為二零一九年十月三十一日的招股章程（「招股章程」）「未來計劃及所得款項擬定用途」一節所載的計劃應用。

### 業務目標與實際業務進展之比較

以下為載於招股章程的本集團業務計劃及本集團於上市日期至二零二零年六月三十日期間的實際業務進展之比較：

Use of proceeds	Percentage of net proceeds	Net proceeds	2019 Q4	2020 Q1	2020 Q2	Amount remaining
			Amount utilized	Amount utilized	Amount utilized	
所得款項用途	佔所得款項之淨額百分比	所得款項淨額	二零一九年第四季所用金額	二零二零年第一季所用金額	二零二零年第二季所用金額	餘下金額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元
1 To acquire and replace machineries and equipment with an aim to enhance and expand its production capacity at its production facilities in Dongguan, the PRC 就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能	60.6%	17,210	(3,360)	-	-	13,850
2 To enlarge its market share and strengthen its marketing efforts 擴大市場份額及加強營銷力度	14.6%	4,146	(25)	(28)	(25)	4,068
3 To increase its level of automation 提高自動化水平	7.6%	2,158	-	-	-	2,158
4 To establish its ERP system 設立企業資源規劃系統	6.0%	1,704	-	-	-	1,704
5 To expand its finance department 擴充財務部門	5.0%	1,420	-	-	-	1,420
6 To enhance staff training 加強員工培訓	0.8%	227	(1)	-	(6)	220
7 To maintain sound working capital for operation 為經營維持穩健的營運資金	5.4%	1,535	(282)	(261)	(677)	315
<b>Total 總計</b>	<b>100.0%</b>	<b>28,400</b>	<b>(3,668)</b>	<b>(289)</b>	<b>(708)</b>	<b>23,735</b>

# Management Discussion and Analysis

## 管理層討論及分析

### Business plan as set out in the Prospectus

載於招股章程的業務計劃

To acquire and replace machineries and equipment with an aim to enhance and expand its production capacity at its production facilities in Dongguan, the PRC

就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能

To enlarge its market share and strengthening its marketing efforts

擴大市場份額及加強營銷力度

### Actual business progress as at 30 June 2020

於二零二零年六月三十日的實際業務進展

The Group was in the process of purchasing 3 units of machines and had committed and paid deposits amounted to approximately HK\$3.4 million for the machineries.

本集團正採購3座機械，並為機械已承諾和支付約3.4百萬港元的按金。

During the Reporting Period, the Group had taken action including enrolment in various exhibitions. However, due to the COVID-19 outbreak and quarantine measures taken by multiple countries and travel restrictions, the Group had withdrawn their enrolment and will refine its marketing plans.

於報告期間，本集團亦採取報名參與不同展覽等行動。然而，基於COVID-19疫情及多個國家所採取的檢疫措施及旅遊限制，本集團已撤回報名並將修改有關營銷計劃。

On the other hand, the Group expanded the sales department by employing 1 staff during the Reporting Period. In addition, the Group increased its marketing efforts by appointing marketing agent for preparing marketing tools such as website and brochures.

另一方面，本集團透過於報告期間聘請一名員工擴展銷售部。此外，本集團已透過委任營銷代理，編製網頁及小冊子等營銷工具，藉以加強營銷力度。

# Management Discussion and Analysis

## 管理層討論及分析

Business plan as set out in the Prospectus 載於招股章程的業務計劃	Actual business progress as at 30 June 2020 於二零二零年六月三十日的實際業務進展
To increase its level of automation 提高自動化水平	The Group is in the process of identifying and appointing the consultant company for such purpose. 本集團正就該目的物色和委聘顧問公司。
To establish its enterprise resource planning (ERP) system 於設立企業資源規劃(ERP)系統	The Group is in the process of identifying and appointing the system service provider. 本集團正物色和委聘服務供應商。
To expand its finance department 擴充財務部門	The Group is in the process of identifying suitable and quality candidates for the purpose of filling its open positions. 本集團正遴選合適的優秀人選填補空缺。
To enhance staff training 加強員工培訓	The Group had taken action by providing several training courses to staff and preparing other training courses for staff enrolment. 本集團已採取行動，向員工提供多項培訓課程，並籌備註冊其他培訓課程以供員工參與。
To maintain sound working capital for operation 為經營維持穩健的營運資金	The Group had utilised approximately HK\$1.2 million as working capital for on-going operation. 本集團已動用約1.2百萬港元作為持續經營的營運資金。

# Management Discussion and Analysis

## 管理層討論及分析

### SIGNIFICANT INVESTMENTS

As at 30 June 2020, the Group did not hold any significant investment.

### MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the Reporting Period, the Group had no material acquisition or disposal of subsidiaries, associates or joint ventures.

### EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2020, the Group had 78 employees (as at 31 December 2019: 83 employees). Remuneration is determined by reference to prevailing market terms and in accordance with the performance, qualification and experience of each individual employee. The emoluments of the Directors are recommended by the remuneration committee of the Company, with reference to their respective contribution of time, efforts and expertise on the Company's matters. In addition, employees are entitled to performance and discretionary year-end bonuses.

### CHARGES ON ASSETS

As at 30 June 2020, the Group did not have any mortgage or charge over its assets.

### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in the Prospectus, the Group did not have other plans for material investments and capital assets.

### 重大投資

於二零二零年六月三十日，本集團並無持有任何重大投資。

### 重大收購及出售附屬公司、聯營公司及合營公司

於報告期間，本集團概無重大收購或出售附屬公司、聯營公司或合營公司。

### 僱員及薪酬政策

於二零二零年六月三十日，本集團擁有78名僱員（於二零一九年十二月三十一日：83名僱員）。薪酬乃經參考現行市場條款並根據各僱員的個人表現、資歷及經驗釐定。董事之酬金乃經參考彼等各自對本公司事宜所投入時間、精力及專長根據本公司薪酬委員會之推薦意見釐定。此外，僱員有權享有表現及酌情年終花紅。

### 資產質押

於二零二零年六月三十日，本集團並無任何資產按揭或質押。

### 重大投資及資本資產的未來計劃

除招股章程所披露者外，本集團並無其他重大投資及資本資產計劃。

# Management Discussion and Analysis

## 管理層討論及分析

### FOREIGN EXCHANGE RISK

Foreign exchange risk is the risk of loss due to changes in foreign exchange rates. The Group operates in Hong Kong and the PRC and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to USD and RMB. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities, which are denominated in these currencies. Currently, the Group has not entered into agreements or purchased instruments to hedge the Group's exchange rate risks. Any material fluctuation in the exchange rates of HKD or RMB may have an impact on the operating results of the Group.

The management considers that the foreign exchange risk with respect to USD is not significant as HKD is pegged to USD and transactions denominated in USD are mainly carried out by entities with the same functional currency. The exchange rate of RMB to HKD is subject to the rules and regulations of foreign exchange control promulgated by the PRC government. The Group manages foreign currency risk by closely monitoring the movement of the foreign currency rates.

### CONTINGENT LIABILITIES

As at 30 June 2020, the Group did not have any material contingent liability.

### 外匯風險

外匯風險為源於匯率變動的虧損風險。本集團於香港及中國營運及承受各類貨幣產生的外匯風險，主要涉及美元及人民幣。外匯風險產生自未來商業交易、已確認資產及負債，其以該等貨幣計值。目前，本集團並無訂立協議或購買工具以對沖本集團的匯率風險。港元或人民幣匯率的任何重大波動會影響本集團的經營業績。

管理層認為有關美元的外匯風險並不重大，因為港元與美元掛勾及以美元計值的交易主要由功能貨幣相同的實體進行。人民幣兌美元的匯率須受中國政府頒佈的外匯管制規例及法規所限。本集團密切監察匯率變動以管理外匯風險。

### 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。

# Management Discussion and Analysis

## 管理層討論及分析

### PROSPECTS

Notwithstanding the current development of the COVID-19 outbreak, the Group's production activities already resumed in late March 2020. The Group anticipates a challenging year ahead. However, the Group will continue its efforts to promote its brand as well as to provide quality products and seize business opportunities in various regions.

The Group's goal is to strengthen its position as a premium slewing ring manufacturer, and to leverage on its competitive advantages to expand the scale of its operation and increase its profit margin. The Group also aim to increase its competitiveness in this fragmented slewing rings manufacturing industry by (i) increasing its efficiency and productivity; (ii) raising the quality of its products; and (iii) reducing its costs of production and its reliance on manpower. To achieve such objective, the Group will continue to implement the following strategies:

- acquiring and replacing machineries and equipment with an aim to enhance and expand its production capacity at its production facilities in Dongguan, the PRC;
- enlarging its market share and strengthening its marketing efforts;
- increasing its level of automation;
- establishing its enterprise resource planning (ERP) system;
- expanding its finance department; and
- enhancing staff training.

### 前景

儘管現時 COVID-19 疫情蔓延，本集團的生產活動已於二零二零年三月底恢復。本集團預期未來一年將充滿挑戰。然而，本集團將繼續致力宣傳其品牌並於各地提供高品質產品及把握業務機遇。

本集團的目標是鞏固作為迴轉支承優質製造商的地位，同時利用競爭優勢擴大業務規模及提高利潤率。本集團亦有意於分散的迴轉支承製造行業中提升競爭力，方法為 (i) 提高效率及生產力；(ii) 提高產品質素；及 (iii) 減低生產成本及人力依賴。為達成該等目標，本集團將繼續實施以下策略：

- 就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能；
- 擴大市場份額及加大營銷力度；
- 提高自動化水平；
- 設立企業資源規劃 (ERP) 系統；
- 擴充財務部門；及
- 加強員工培訓。

# Other Information

## 其他資料

### DISCLOSURE OF INTERESTS

#### Directors' and Chief Executive Interests in Shares and Share Options

As at 30 June 2020, the interests or short positions of the Directors and the chief executives 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 of Hong Kong (the "SFO")) which are required: (a) 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 are taken or deemed to have under such provisions of the SFO); (b) pursuant to section 352 of the SFO, to be recorded in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

### 權益披露

#### 董事及最高行政人員於股份及購股權中擁有的權益

於二零二零年六月三十日，董事及最高行政人員於本公司及其相聯法團（定義見香港證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有：(a) 根據證券及期貨條例第XV部第7及8分部規定須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文當作或視為擁有的權益及淡倉）；(b) 根據證券及期貨條例第352條須記錄於該條所指登記冊的權益或淡倉；或(c) 根據GEM上市規則第5.46至5.67條所述的董事交易規定標準須知會本公司及聯交所的權益或淡倉如下：

Long position in shares and underlying shares of Company 於本公司股份及相關股份的好倉		
Name of substantial shareholder capacity/nature of interest 主要股東的姓名／身分／權益性質	Total number of share(s) held 所持股份總數	Percentage of interest in the Company's issued capital 於本公司已發行股本權益的百分比
Mr. Chan Yuk Pan's interest in controlled corporation <sup>(Note 1)</sup> 陳煜彬先生於受控法團的權益 <sup>(附註1)</sup>	300,000,000 share (L) <sup>(Note 2)</sup> 300,000,000 股股份 (L) <sup>(附註2)</sup>	75% 75%

Notes:

- (1) Mr. YP Chan legally and beneficially owns the entire issued share of C Centrum Holdings Limited ("C Centrum") and is its sole director. Accordingly, Mr. YP Chan is deemed to be interested in the Shares held by C Centrum by virtue of the SFO.
- (2) The letter "L" denotes "Long position" in such shares.

附註：

- (1) 陳煜彬先生合法及實益擁有C Centrum Holdings Limited（「C Centrum」）的全部已發行股份，並為其唯一董事。因此，根據證券及期貨條例，陳煜彬先生被視為於C Centrum所持有的股份內擁有權益。
- (2) 字母「L」指於相關股份的好倉。

## Other Information 其他資料

Save as disclosed above, as at 30 June 2020, none of the Directors or chief executives has any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company or Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest and short positions which he was taken or deemed to have under provision of the SFO) or as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules.

### Substantial Shareholder's Interests in Shares and Share Options

As at 30 June 2020, so far as known by the Directors, the following persons/entities (not being a Director or chief executive of the Company) have an interest or a short position in shares or underlying shares and debentures of the Company and its associated corporation which would be required to be disclosed to the Company and the Stock Exchange under the provision of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO, were as follows:

除上述披露者外，於二零二零年六月三十日，概無董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司或聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文當作或視為擁有的權益及淡倉），或登記於根據證券及期貨條例第352條須存置的登記冊的權益或淡倉，或根據GEM上市規則第5.46至5.67條所述的董事交易規定標準須另行知會本公司及聯交所的權益或淡倉。

### 主要股東於股份及購股權中擁有的權益

於二零二零年六月三十日，就董事所知，下列人士／實體（並非本公司董事或主要行政人員）於本公司及其相聯法團的股份或相關股份及債權證中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露或根據證券及期貨條例第336條須在本公司存置的登記冊登記的權益或淡倉，載列如下：

Name of substantial shareholder capacity	Nature of Interest	Total number of share(s) held	Percentage of interest in the Company's issued capital 於本公司已發行股本權益的百分比
主要股東的姓名／身分	權益性質	所持股份總數	
C Centrum <sup>(Note 1)</sup>	Beneficial owner	300,000,000 share (L) <sup>(Note 3)</sup>	75%
C Centrum <sup>(附註1)</sup>	實益擁有人	300,000,000 股股份 (L) <sup>(附註3)</sup>	75%
Ms. Leung Tak Yee <sup>(Note 2)</sup>	Interest of spouse	300,000,000 share (L) <sup>(Note 3)</sup>	75%
梁德儀女士 <sup>(附註2)</sup>	配偶權益	300,000,000 股股份 (L) <sup>(附註3)</sup>	75%

Notes:

- (1) The entire issued shares of C Centrum is legally beneficially owned by Mr. Chan Yuk Pan. Accordingly, Mr. Chan Yuk Pan is deemed to be interested in the 300,000,000 Shares held by C Centrum by virtue of the SFO.
- (2) Ms. Leung Tak Yee is the spouse of Mr. Chan Yuk Pan and is deemed to be interested in all the underlying Shares that Mr. Chan Yuk Pan is interested through C Centrum by virtue of the SFO.
- (3) The letter "L" denotes "Long position" in such shares.

附註：

- (1) C Centrum 的全部已發行股份由陳煜彬先生合法實益擁有。因此，根據證券及期貨條例，陳煜彬先生被視為於C Centrum 所持有的300,000,000股股份內擁有權益。
- (2) 梁德儀女士為陳煜彬先生的配偶及根據證券及期貨條例被視為於陳煜彬先生透過C Centrum 擁有權益的所有相關股份內擁有權益。
- (3) 字母「L」指於相關股份的好倉。

# Other Information

## 其他資料

Save as disclosed above, as at 30 June 2020, no other person (other than Director or chief executive of the Company) had any interest or short position in the Shares or underlying shares of the Company which would fall under the provisions of Divisions 2 and 3 of Part XV of the SFO to be disclosed to the Company, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

### PURCHASE, SALES AND REDEMPTION OF SHARES

Save as disclosed in the section headed “History, Reorganisation and Group Structure” in the Prospectus, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the Reporting Period.

### SHARE OPTION SCHEME

The Company has conditionally adopted a share option scheme (the “**Share Option Scheme**”), which was approved by written resolutions passed by the sole shareholder on 21 October 2019 and became unconditional on 15 November 2019. The Directors consider the purpose of the Share Option Scheme is to reward the participants defined under the Share Option Scheme for their past contribution to the success of the Group and to provide incentive to them to further contribute to the Group. The principal terms of the Share Option Scheme are summarized under the paragraph headed “13. Share Option Scheme” in Appendix IV to the Prospectus and in accordance with the provisions of Chapter 21 of the GEM Listing Rules. No share option has been granted under Share Option Scheme since its adoption.

### DIVIDEND

The Board does not recommend the payment of any dividend for the Reporting Period (for the six months ended 30 June 2019: nil).

The Board declared a final dividend out of the share premium account of the Company amounted to HK\$8,000,000 at HK\$0.02 per share in respect of the financial year ended 31 December 2019 and was approved at the Annual General Meeting. The final dividend was despatched to the shareholders on 30 June 2020.

### DIRECTORS’ INTERESTS IN COMPETING BUSINESS

None of the Directors nor their respective close associates is or was interested in any business apart from the Group’s business that competes or competed or is or was likely to compete, either directly or indirectly, with the Group’s business at any time during the period from the Listing Date up to the date of this report.

除上文所披露者外，於二零二零年六月三十日，概無其他人士（本公司董事或最高行政人員除外）於本公司股份或相關股份中擁有任何根據證券及期貨條例第XV部第2及3分部條文須向本公司披露或根據證券及期貨條例第336條須在本公司存置的登記冊登記的權益或淡倉。

### 購買、出售或贖回股份

除招股章程「歷史、及重組及集團架構」一節所披露者外，於報告期間，本公司及其任何附屬公司均無購買、出售或贖回任何本公司上市證券。

### 購股權計劃

本公司已有條件採納一項購股權計劃（「**購股權計劃**」），其於二零一九年十月二十一日獲唯一股東以書面決議案形式批准，並於二零一九年十一月十五日成為無條件。董事認為購股權計劃旨在獎勵購股權計劃所界定的參與者過往對本集團的成功所作貢獻及激勵彼等繼續為本集團作出貢獻。購股權計劃的主要條款的概要載於招股章程附錄四「13.購股權計劃」一段及符合GEM上市規則第21章的條文。自購股權計劃獲採用以來概無據此授出購股權。

### 股息

董事會不建議就報告期間派付任何股息（截至二零一九年六月三十日止六個月：無）。

董事會就截至二零一九年十二月三十一日止財政年度宣佈自本公司股份溢價賬派付末期股息每股0.02港元，總額為8,000,000港元，並於股東週年大會上獲批准。末期股息已於二零二零年六月三十日派付股東。

### 董事於競爭業務之權益

於自上市日期起至本報告日期止期間任何時間，董事或彼等各自的緊密聯繫人現時或過往概無於除本集團的業務以外與本集團的業務直接或間接構成競爭或在現時或過往可能構成競爭的業務中擁有權益。

### INTEREST OF COMPLIANCE ADVISER

As notified by the Company's compliance adviser, LY Capital Limited (“**LY Capital**”), neither LY Capital nor any of its directors or employees or close associates had any interest in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities) or otherwise in relation to the Company which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules (except for the compliance adviser agreement entered into between the Company and LY Capital on 27 March 2019) as at 30 June 2020.

### CODE OF CONDUCT FOR SECURITIES BY DIRECTORS

The Group has adopted a code of conduct regulating the securities transactions of the Directors, its employees, and the directors and employees of its subsidiaries and holding companies, who may likely possess inside information on the Company or its securities, Directors and executive officers on terms no less exacting than the required standard of dealing as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the “**Model Code**”). Having made specific enquiry with all the Directors, all of them confirmed that they had fully complied with the required standard of dealings as set out in the Model Code during the Reporting Period.

### CODE ON CORPORATE GOVERNANCE

The Company recognizes that good corporate governance is vital to the success of the Group and to sustain the development of the Group. The Company aims at complying with, where appropriate, all code provisions (“**Code Provisions**”) of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 15 to the GEM Listing Rules. The Company's corporate governance practices are based on the principles and the Code Provisions set out in the CG Code of the GEM Listing Rules. Throughout the reporting period, the Company has complied, to the extent applicable and permissible, with all Code Provisions set out in CG Code with the exception of Code A.2.1. Code Provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Chan Yuk Pan currently holds both positions for the Reporting Period and up to the date of this report. As Mr. Chan Yuk Pan has been responsible for the overall management of the Group, including strategic planning as well as sales and business development, the Board considered that Mr. Chan Yuk Pan is the suitable candidate to continue to hold both positions.

### 合規顧問權益

誠如本公司合規顧問絡繹資本有限公司(「**絡繹資本**」)所告知，於二零二零年六月三十日，絡繹資本或其任何董事或僱員或緊密聯繫人概無於本公司或本集團任何成員公司的股本中擁有任何權益(包括認購有關證券的購股權或權利)或與本公司有另外關聯，而須根據GEM上市規則第6A.32條通知本公司(唯本公司與絡繹資本於二零一九年三月二十七日訂立的合規顧問協議除外)。

### 董事進行證券交易的行為守則

本集團已採納規管可能擁有本公司或其證券的內幕消息的董事、其僱員以及其附屬公司及控股公司的董事及僱員進行證券交易的行為守則，其條款不會較GEM上市規則第5.48至5.67條所載的訂明買賣標準(「**標準守則**」)寬鬆。經向全體董事作出具體查詢後，彼等已確認彼等於報告期間一直全面遵守標準守則所載的訂明買賣標準。

### 企業管治守則

本公司明瞭良好企業管治對本集團的成功及維持本集團的發展非常重要。本公司擬遵守(如合適)GEM上市規則附錄15所載企業管治守則(「**企業管治守則**」)的所有守則條文(「**守則條文**」)。本公司的企業管治常規乃以GEM上市規則企業管治守則所載原則及守則條文為基礎。於報告期間，本公司已在適用及可行的情況下遵守所有企業管治守則所載的守則條文，惟守則第A.2.1條的情況除外。企業管治守則之守則條文第A.2.1條規定，主席及行政總裁的職責應予區分，且不應由同一人士擔任。陳煜彬先生目前於報告期間及直至本報告日期兼任兩個職位。由於陳煜彬先生一直負責本集團的整體管理，包括戰略規劃以及銷售及業務發展，董事會認為陳煜彬先生為繼續兼任兩個職位的適當人選。

# Other Information

## 其他資料

### AUDIT COMMITTEE

The Company established an audit committee on 21 October 2019 with written terms of reference in compliance with Rule 5.28 to 5.33 of the GEM Listing Rules and paragraphs C3.3 and C3.7 of the CG Code. The audit committee comprises three independent non-executive Directors, namely Mr. Chan Wan Tsun Adrian Alan, Ms. Tam Ho Ting and Ms. Tsang Hau Lam. Mr. Chan Wan Tsun Adrian Alan is the chairman of the audit committee. The Company's audit committee has reviewed the accounting policies and practices adopted by the Group and has discussed with the management regarding the auditing and financial reporting matters. The audit committee has discussed and reviewed the unaudited condensed consolidated interim financial statements for the Reporting Period.

### CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

The Company does not have any other disclosure obligations under Rules 17.22, 17.23 and 17.24 of the GEM Listing Rules.

### EVENTS AFTER THE REPORTING PERIOD

After the COVID-19 outbreak in early 2020, a series of precautionary and control measures have been and will continue to be implemented across Hong Kong and the PRC. The Board is of the view that the ultimate impact of the virus on the Group's business is uncertain and beyond prediction as it will be highly dependent on the future development. The Board will closely and continuously monitor the situation and assess the COVID-19 outbreak's impact to the Group.

By order of the Board  
**Best Linking Group Holdings Limited**  
**Chan Yuk Pan**  
Chairman

Hong Kong, 7 August 2020

*As at the date of this report, the executive Directors of the Company are Mr. Chan Yuk Pan and Mr. Chan Lung Pan; and the independent non-executive Directors of the Company are Mr. Chan Wan Tsun Adrian Alan, Ms. Tsang Hau Lam and Ms. Tam Ho Ting.*

### 審計委員會

本公司於二零一九年十月二十一日成立審計委員會，並遵照GEM上市規則第5.28至5.33條及企業管治守則第C3.3及C3.7段擬備了書面職權範圍。審計委員會由三位獨立非執行董事：陳弘俊先生、譚可婷女士及曾巧臨女士組成。陳弘俊先生為審計委員會主席。本公司審計委員會已審閱本集團採納的會計政策及常規，並就審核及財務申報事宜與管理層進行討論。審核委員會已討論及審閱報告期間的未經審核簡明綜合中期財務報表。

### 根據上市規則的持續披露責任

本公司並無任何其他須根據GEM上市規則第17.22、17.23及17.24條作出披露的責任。

### 報告期後事項

於二零二零年初出現COVID-19疫情後，一系列防控措施已經並將繼續在香港及中國實施。董事會認為，病毒對本集團業務的最終影響並不確定且無法預測，因為其將主要取決於未來發展。董事會將密切持續監督情況並評估COVID-19疫情對本集團的影響。

承董事會命  
**永聯豐集團控股有限公司**  
主席  
**陳煜彬**

香港，二零二零年八月七日

於本報告日期，本公司執行董事為陳煜彬先生及陳龍彬先生；本公司獨立非執行董事為陳弘俊先生、曾巧臨女士及譚可婷女士。



**BEST LINKING GROUP HOLDINGS LIMITED**  
永聯豐集團控股有限公司