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DAIDO GROUP LIMITED

大同集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 00544)

UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 30TH JUNE, 2019

The Board of Directors (the “Board”) of Daido Group Limited (the “Company”) would like to report the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30th June, 2019, together with the comparative figures for the corresponding period in 2018. The interim financial results have been reviewed by the Audit Committee of the Company but have not been reviewed by the auditor of the Company.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30TH JUNE, 2019

	<i>Notes</i>	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Revenue			
- Cold storage and related services		104,339	105,283
- Trading of food and beverage		42,238	33,931
- Money lending services		2,333	4,590
Total revenue	3	148,910	143,804
Direct costs		(119,993)	(128,114)
Gross profit		28,917	15,690
Other income	4	3,151	884
Selling and distribution expenses		(9,300)	(7,427)
Administrative expenses		(24,316)	(22,769)
Other gains and losses	5	(716)	(440)
Share of loss of an associate		(11,767)	-
Finance costs	6	(11,562)	(3,012)
Loss before tax		(25,593)	(17,074)
Taxation	7	-	-
Loss for the period	8	(25,593)	(17,074)

*For identification purpose only

	<i>Notes</i>	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Other comprehensive income/(expense) for the period			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of foreign operations		<u>117</u>	<u>(330)</u>
Total comprehensive expense for the period		<u>(25,476)</u>	<u>(17,404)</u>
Loss for the period attributable to:			
Owners of the Company		(25,593)	(17,074)
Non-controlling interests		<u>-</u>	<u>-</u>
		<u>(25,593)</u>	<u>(17,074)</u>
Total comprehensive expense for the period attributable to:			
Owners of the Company		(25,476)	(17,404)
Non-controlling interests		<u>-</u>	<u>-</u>
		<u>(25,476)</u>	<u>(17,404)</u>
Loss per share – basic	<i>10</i>	<u>HK(1.05) cent</u>	<u>HK(0.70) cent</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30TH JUNE, 2019

	<i>Notes</i>	30.6.2019 HK\$'000 (unaudited)	31.12.2018 HK\$'000 (audited)
NON-CURRENT ASSETS			
Property, plant and equipment		8,871	4,876
Right-of-use assets		295,388	-
Goodwill		68	68
Interest in an associate		1,754	10,998
Loan to an associate		57,303	47,525
Financial assets at fair value through profit or loss (“FVTPL”)		731	731
Equity instrument at fair value through other comprehensive income (“FVTOCI”)		-	-
Rental deposits paid		14,595	25,488
Pledged bank deposits		65,568	105,353
Loan receivables	<i>11</i>	<u>-</u>	<u>28,000</u>
		<u>444,278</u>	<u>223,039</u>

	<i>Notes</i>	30.6.2019 HK\$'000 (unaudited)	31.12.2018 <i>HK\$'000</i> (audited)
CURRENT ASSETS			
Inventories		1,316	1,207
Trade and other receivables, deposits and prepayments	<i>12</i>	75,462	74,873
Loan receivables	<i>11</i>	24,741	40,464
Bank balances and cash		<u>120,445</u>	<u>55,898</u>
		<u>221,964</u>	<u>172,442</u>
CURRENT LIABILITIES			
Trade and other payables	<i>13</i>	35,183	29,365
Contract liabilities		4,863	7,530
Bank borrowing		65,000	65,000
Lease liabilities		60,339	-
Obligations under finance leases		<u>-</u>	<u>203</u>
		<u>165,385</u>	<u>102,098</u>
NET CURRENT ASSETS		<u>56,579</u>	<u>70,344</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>500,857</u>	<u>293,383</u>
CAPITAL AND RESERVES			
Share capital		24,323	24,323
Share premium and reserves		<u>131,347</u>	<u>157,331</u>
Equity attributable to owners of the Company		155,670	181,654
Non-controlling interests		<u>3,163</u>	<u>5,163</u>
		<u>158,833</u>	<u>186,817</u>
NON-CURRENT LIABILITIES			
Lease liabilities		234,477	-
Derivative financial instruments		7,547	6,478
Obligations under finance leases		-	88
Bonds		<u>100,000</u>	<u>100,000</u>
		<u>342,024</u>	<u>106,566</u>
		<u>500,857</u>	<u>293,383</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED 30TH JUNE, 2019

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (“HKAS 34”) *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30th June, 2019 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31st December, 2018.

Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs and an interpretation issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1st January, 2019 for the preparation of the Group’s condensed consolidated financial statements:

HKFRS 16	Leases
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments
Amendments to HKFRS 9	Prepayment Features with Negative Compensation
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015-2017 Cycle

The new HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards which result in changes in accounting policies and amount reported as described below.

Except as described below, application of the new and amendments to HKFRSs and the interpretation in the current period has had no material impact on the Group’s financial performance and positions for the current and prior years and/or disclosures set out in these condensed financial statements.

HKFRS 16

HKFRS 16 supersedes HKAS 17 Leases, HK(IFRIC)-Int 4 Determining whether an Arrangement contains a Lease, HK(SIC)-Int 15 Operating Leases-Incentives and HK(SIC)-Int 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single lessee accounting model.

Lessor accounting under HKFRS 16 is substantially unchanged from HKAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in HKAS 17. Therefore, HKFRS 16 did not have an impact for leases where the Group is the lessor.

The Group adopted HKFRS 16 using the modified retrospective method of adoption with the date of initial application of 1st January, 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 at the date of initial application.

The transition effects arising from the adoption of HKFRS 16 are presented below.

STATEMENT OF FINANCIAL POSITION (extract)	31.12.2018 (as previously reported) HK\$'000 (audited)	Effects of adopting HKFRS 16 "Lease" HK\$'000 (unaudited)	1.1.2019 HK\$'000 (unaudited)
NON-CURRENT ASSETS			
Property, plant and equipment	4,876	(507)	4,369
Right-of-use assets	-	310,825	310,825
Rental deposits paid	25,488	(3,321)	22,167
Interest in an associate	10,998	(532)	10,466
CURRENT ASSETS			
Trade and other receivables, deposits and prepayments	74,873	(19)	74,854
CURRENT LIABILITIES			
Obligation under finance leases	203	(203)	-
Lease liabilities	-	65,959	65,959
CAPITAL AND RESERVES			
Share premium and reserves	157,331	(8,508)	148,823
NON-CURRENT LIABILITIES			
Obligation under finance leases	88	(88)	-
Lease liabilities	-	249,286	249,286

Nature of the effect of adoption of HKFRS 16

The Group has lease contracts for various items of land and buildings and motor vehicles. Before the adoption of HKFRS 16, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. A lease was classified as a finance lease if it transferred substantially all of the risks and rewards incidental to ownership of the leased asset to the Group; otherwise it was classified as an operating lease. Finance leases were capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments were apportioned between interest (recognised as finance costs) and reduction of the lease liability. In an operating lease, the leased property was not capitalised and the lease payments were recognised as rent expense in profit or loss on a straight-line basis over the lease term. Any prepaid rent and accrued rent were recognised under other assets and other liabilities, respectively.

Upon adoption of HKFRS 16, the Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The standard provides specific transition requirements and practical expedients, which have been applied by the Group.

Leases previously classified as finance leases

The Group did not change the initial carrying amounts of recognised assets and liabilities at the date of initial application for leases previously classified as finance leases (i.e. the right-of-use assets and lease liabilities equal to the lease assets and liabilities recognised under HKAS 17). The requirements of HKFRS 16 were applied to these leases from 1st January, 2019.

Leases previously classified as operating leases

The Group recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The right-of-use assets for most leases were recognised based on the carrying amount as if the standard had always been applied, apart from the use of incremental borrowing rate at the date of initial application. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate at the date of initial application. The weighted average lessee's incremental borrowing rate applied to the lease liabilities on 1st January, 2019 was 4.64%.

The Group also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics.
- Relied on its assessment of whether leases are onerous immediately before the date of initial application.
- Excluded the initial direct costs from the measurement of the right-of-use assets at the date of initial application.
- Used hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

The lease liabilities as at 1st January, 2019 can be reconciled to the operating lease commitments as of 31st December, 2018 as follows:

	<i>HK\$'000</i>
Operating lease commitments as at 31st December, 2018	344,053
Weighted average incremental borrowing rate as at 1st January, 2019	4.63%
Discounted operating lease commitments as at 1st January, 2019	314,954
Add:	
Obligation under finance leases reclassified as lease liabilities	<u>291</u>
Lease liabilities as at 1st January, 2019	<u>315,245</u>

Summary of new accounting policies

Set out below are the new accounting policies of the Group upon adoption of HKFRS 16, which have been applied from the date of initial application:

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e. the date which the underlying asset is available for use).

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be payable under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expense in the period during which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification (i.e. a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset).

The impact of the adoption of HKFRS 16 “Leases” to the financial statements for six months ended and as at 30th June, 2019 is disclosed below which includes the full statement of profit or loss and other comprehensive income and those affected line items on the statement of financial position and statement of cash flows.

<i>STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME</i>	Before adopting HKFRS 16 “Lease” HK\$’000 (unaudited)	Effects of adopting HKFRS 16 “Lease” HK\$’000 (unaudited)	As reported for six months ended 30.6.2019 HK\$’000 (unaudited)
Total revenue	148,910	-	148,910
Direct costs	<u>(131,695)</u>	<u>11,702</u>	<u>(119,993)</u>
Gross profit	17,215	11,702	28,917
Other income	2,753	398	3,151
Selling and distribution expenses	(9,300)	-	(9,300)
Administrative expenses	(24,358)	42	(24,316)
Other gains and losses	(716)	-	(716)
Share of loss of an associate	(11,072)	(695)	(11,767)
Finance costs	<u>(5,387)</u>	<u>(6,175)</u>	<u>(11,562)</u>
Loss before tax	(30,865)	5,272	(25,593)
Taxation	<u>-</u>	<u>-</u>	<u>-</u>
Loss for the period			
Other comprehensive income for the period			
Exchange differences arising on translation of foreign operations	<u>117</u>	<u>-</u>	<u>117</u>
Total comprehensive expense for the period	<u>(30,748)</u>	<u>5,272</u>	<u>(25,476)</u>

STATEMENT OF FINANCIAL POSITION (extract)	Before adopting HKFRS 16 “Lease” HK\$’000 (unaudited)	Effects of adopting HKFRS 16 “Lease” HK\$’000 (unaudited)	As reported at 30.6.2019 HK\$’000 (unaudited)
NON-CURRENT ASSETS			
Property, plant and equipment	9,459	(588)	8,871
Right-of-use assets	-	295,388	295,388
Rental deposits paid	17,836	(3,241)	14,595
Interest in an associate	2,981	(1,227)	1,754
	<hr/>	<hr/>	<hr/>
CURRENT ASSETS			
Trade and other receivables, deposits and prepayments	75,506	(44)	75,462
	<hr/>	<hr/>	<hr/>
CURRENT LIABILITIES			
Trade and other payables	36,285	(1,102)	35,183
Obligation under finance leases	180	(180)	-
Lease liabilities	-	60,339	60,339
	<hr/>	<hr/>	<hr/>
CAPITAL AND RESERVES			
Share premium and reserves	134,574	(3,236)	131,338
	<hr/>	<hr/>	<hr/>
NON-CURRENT LIABILITIES			
Obligation under finance leases	10	(10)	-
Lease liabilities	-	234,477	234,477
	<hr/>	<hr/>	<hr/>
STATEMENT OF CASH FLOW (extract)			
	Before adopting HKFRS16 “Lease” HK\$’000 (unaudited)	Effects of adopting HKFRS 16 “Lease” HK\$’000 (unaudited)	As reported at 30.6.2019 HK\$’000 (unaudited)
Net cash from operating activities	34,088	48,366	82,454
Net cash from investing activities	28,778	-	28,778
Net cash from (used in) financing activities	1,564	(48,366)	(46,802)
	<hr/>	<hr/>	<hr/>
Net increase in cash and cash equivalents	64,430	-	64,430
	<hr/>	<hr/>	<hr/>

3A. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision makers, for the purposes of resource allocation or assessment of segment performance focuses on types of services delivered or provided. No operating segment identified by the chief operating decision makers have been aggregated in arriving at the reportable segments of the Group.

Specifically, the Group's reportable and operating segments under HKFRS 8 *Operating Segments* are as follows:

1. Cold storage and related services in Hong Kong ("Cold storage and related services")
2. Trading of food and beverage in the mainland China ("Trading of food and beverage")
3. Money lending services in Hong Kong ("Money lending services")

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

Six months ended 30.6.2019 (unaudited)

	Cold storage and related services <i>HK\$'000</i>	Trading of food and beverage <i>HK\$'000</i>	Money lending services <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue	<u>104,339</u>	<u>42,238</u>	<u>2,333</u>	<u>148,910</u>
Segment (loss) profit	<u>(11,622)</u>	<u>(4,621)</u>	<u>1,170</u>	(15,073)
Unallocated income				533
Unallocated expenses				(8,118)
Change in fair value of derivative financial instruments				(1,069)
Finance costs				<u>(1,866)</u>
Loss before tax				<u>(25,593)</u>

Six months ended 30.6.2018 (unaudited)

	Cold storage and related services <i>HK\$'000</i>	Trading of food and beverage <i>HK\$'000</i>	Money lending services <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue	<u>105,283</u>	<u>33,931</u>	<u>4,590</u>	<u>143,804</u>
Segment (loss) profit	<u>(5,266)</u>	<u>(6,947)</u>	<u>1,588</u>	(10,625)
Unallocated income				502
Unallocated expenses				(6,150)
Change in fair value of financial assets at FVTPL				(72)
Finance costs				<u>(729)</u>
Loss before tax				<u>(17,074)</u>

Segment profit (loss) represents the profit earned by (loss from) each segment without allocation of other income, central administration costs including partly auditor's remuneration and directors' remuneration, change in fair value of derivative financial instruments, change in fair value of financial assets at FVTPL and finance costs. This is the measure reported to the chief operating decision makers and the executive directors, for the purposes of resource allocation and performance assessment.

Segment assets and liabilities

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

	30.6.2019 <i>HK\$'000</i> (unaudited)	31.12.2018 <i>HK\$'000</i> (audited)
SEGMENT ASSETS		
Cold storage and related services	424,201	146,447
Trading of food and beverage	28,106	16,075
Money lending services	24,821	<u>68,546</u>
Total segment assets	477,128	231,068
Unallocated assets	189,114	<u>164,413</u>
Consolidated assets	<u>666,242</u>	<u>395,481</u>
SEGMENT LIABILITIES		
Cold storage and related services	381,231	91,408
Trading of food and beverage	21,522	10,851
Money lending services	27,569	<u>71,309</u>
Total segment liabilities	430,322	173,568
Unallocated liabilities	77,087	<u>35,096</u>
Consolidated liabilities	<u>507,409</u>	<u>208,664</u>

3B. REVENUE FROM GOODS AND SERVICES

Disaggregation of revenue

	For the six months ended 30.6.2019	
	Cold storage and related services <i>HK\$'000</i>	Trading of food and beverage <i>HK\$'000</i>
Types of goods or services		
Revenue from cold storage and related services		
Cold storage	76,481	-
Loading and handling services	2,179	-
Logistic and packing services	25,679	-
	<u>104,339</u>	<u>-</u>
Revenue from trading of food and beverage	-	-
Total	<u>104,339</u>	<u>-</u>
Geographical markets		
Mainland China	-	42,238
Hong Kong	104,339	-
Total	<u>104,339</u>	<u>42,238</u>
Timing of revenue recognition		
A point in time	-	42,238
Over time	104,339	-
Total	<u>104,339</u>	<u>42,238</u>

4. OTHER INCOME

	Six months ended 30.6.2019 <i>HK\$'000</i> (unaudited)	Six months ended 30.6.2018 <i>HK\$'000</i> (unaudited)
Bank interest income	535	511
Interest income on loan to an associate	1,877	-
Interest income on right-of-use assets	398	-
Sundry income	341	373
	<u>3,151</u>	<u>884</u>

5. OTHER GAINS AND LOSSES

	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Change in fair value of financial assets at FVTPL and held for trading investments	-	(72)
Change in fair value of derivative financial instruments	(1,069)	-
Gain (loss) on disposals of property, plant and equipment	(177)	52
Reversal of Impairment loss on trade receivable	28	-
Reversal of Impairment loss on loan receivable	502	-
Impairment loss on property, plant and equipment	-	(420)
	<u>(716)</u>	<u>(440)</u>

6. FINANCE COSTS

	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Interest expenses on lease liabilities	6,179	-
Interest expenses on unsecured bank loan	2,383	-
Interest on obligations under finance leases	-	12
Interest on bonds	3,000	3,000
	<u>11,562</u>	<u>3,012</u>

7. TAXATION

On 21st March, 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28th March, 2018 and was gazette on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of qualifying corporations will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%.

PRC Enterprise Income Tax ("EIT") is calculated at the applicable tax rate of 25%.

No provision for Hong Kong Profits Tax and EIT is required as the individual companies comprising the Group either incurred a loss or had tax losses offset the assessable profits.

8. LOSS FOR THE PERIOD

	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Loss for the period has been arrived at after charging the following items:		
Depreciation of property, plant and equipment		
- owned property, plant and equipment	1,581	2,408
- right-of-use assets	37,943	-
Net foreign exchange gain	30	124
	<u>30</u>	<u>124</u>

9. DIVIDEND

No dividends were paid, declared or proposed during the interim period. The directors of the Company have determined that no dividend will be paid in respect of the interim period.

10. LOSS PER SHARE

The calculation of the basic loss per share attributable to the owners of the Company is based on the following data:

	Six months ended 30.6.2019 HK\$'000 (unaudited)	Six months ended 30.6.2018 HK\$'000 (unaudited)
Loss for the purpose of basic loss per share, attributable to owners of the Company	<u>(25,593)</u>	<u>(17,074)</u>
	'000	'000
Weighted average number of ordinary shares for the purpose of basic loss per share	<u>2,432,304</u>	<u>2,432,304</u>

The effect of the application of HKFRS 16 on the loss per share attributable to the owners of the Company is as follows:-

The loss per share attributable to the owners of the Company	
Before the adoption of HKFRS 16	HK1.27 cents
After the adoption of HKFRS 16	<u>HK1.05 cents</u>
Decrease in loss per share	<u>HK0.22 cents</u>

11. LOAN RECEIVABLES

	30.6.2019 HK\$'000 (unaudited)	31.12.2018 HK\$'000 (audited)
Loan receivables	25,086	69,313
Less: Allowance for credit loss	<u>(345)</u>	<u>(849)</u>
	<u>24,741</u>	<u>68,464</u>
Secured loans	21,736	65,973
Unsecured loans	<u>3,005</u>	<u>2,491</u>
	24,741	68,464
Less: Amount due within one year and classified under current assets	<u>(24,741)</u>	<u>(40,464)</u>
Amount due after one year	<u>-</u>	<u>28,000</u>

The Group holds collateral of some property interests located in Hong Kong over secured loan receivables of HK\$21,736,000 (31.12.2018: HK\$47,269,000) The directors of the Company consider the exposure of credit risk of the secured receivables, after taking into account the value of the collateral, is insignificant, as the fair value of the collateral (property interests) is higher than the outstanding amount of these receivables at the end of the reporting period. The remaining loan receivables are unsecured.

Secured loan receivables carry fixed-rate interests ranging from 11% to 12% (31.12.2018: at 11% to 15%) per annum and with maturity ranging from 6 months to 1 years (31.12.2018: 1 year to 3 years). Unsecured loan receivables carry fixed-rate interests ranging from 11% to 12% (31.12.2018: 11% to 12%) per annum and with maturity ranging from 6 months to 3 years (31.12.2018: 6 months to 3 years). All amounts of principal will be receivable on respective maturity dates.

12. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

Except for certain customers who are allowed 30 to 60 days credit period, no credit period is allowed by the Group in respect of provision of cold storage and logistics services. No interest is charged on any outstanding trade receivables.

Included in trade and other receivables are trade receivables, net of allowance for doubtful debts, of HK\$67,390,000 (31.12.2018: HK\$67,423,000).

The following is an analysis of trade receivables (net of allowance for doubtful debts) presented based on the invoice dates, which approximate the respective revenue recognition dates.

	30.6.2019 <i>HK\$'000</i> (unaudited)	31.12.2018 <i>HK\$'000</i> (audited)
0 – 30 days	18,040	24,926
31 – 60 days	23,072	20,010
61 – 90 days	11,386	10,446
91 – 120 days	7,166	6,168
More than 120 days	7,726	5,873
	<u>67,390</u>	<u>67,423</u>

13. TRADE AND OTHER PAYABLES

Included in trade and other payables are trade payables of HK\$18,735,000 (31.12.2018: HK\$13,484,000).

The following is an aged analysis of trade payables presented based on the invoice dates.

	30.6.2019 <i>HK\$'000</i> (unaudited)	31.12.2018 <i>HK\$'000</i> (audited)
0 – 30 days	5,717	7,626
31 – 60 days	1,301	2,479
61 – 90 days	3,314	629
91 – 120 days	7,230	2,103
More than 120 days	1,173	647
	<u>18,735</u>	<u>13,484</u>

MANAGEMENT DISCUSSION AND ANALYSIS

OVERALL RESULTS

For the six months ended 30th June, 2019, the Group's total revenue amounted to approximately HK\$149 million, representing an increase of about 3.47%, compared to approximately HK\$144 million from the same period last year.

During the current interim period, the Group recorded a loss of approximately HK\$25.6 million compared to a loss of HK\$17.1 million incurred in 2018. The losses during this period are primarily attributable to the losses from an associate of the Group and the relevant operating loss as the new warehouse has not yet fully operational.

Expanding the capacity of its warehousing facilities is one of the key measures taken by the Group to facilitate the segment's recovery. The Group believes that the investment in an associate would improve its cold storage business as well as its management efficiency and productivity in a long run. The profit margin of this segment is expected to improve when its new warehouse becomes fully operational. The Group has also sought to increase its profit margin for its cold storage business by different ways of expanding its clients portfolio.

REVIEW OF OPERATING SEGMENTS

The Group is principally engaged in cold storage and related business in Hong Kong; trading of food and beverage business in the mainland China; provision of money lending services in Hong Kong and investment holding.

Cold storage & logistics

Cold storage is a core business of the Group and its principal income contributor. Apart from warehousing and cold storage, the Group also provides transportation and distribution, container hauling and devanning, packaging and other related logistics services for customers.

During the interim period, the Group continued to see a stable performance of this core business. To foster a higher level of operational stability, the Group has extended the lease of its existing warehousing facility in Kwai Hei Street for an eight-year period since February 2019. As its cold storage facilities in this area have reached a full capacity, the Group has entered into a Joint Venture ("JV") Agreement and Management Service Agreement to operate a new warehouse in the Tsing Yi district. Since April 2019, this new facility has commenced operation on a trial basis.

The Group's logistics arm, established to serve customers of its cold storage segment, experienced a stable business performance during the period under review. But its operation has been providing only minimal services because of the high operation cost for delivering goods to scattered locations all over Hong Kong.

Money lending

The Group's money lending segment was formed to support those of its cold storage & logistics customers in need of credit facilities. Though currently available, the service will be slowed down in the next six months. With this arrangement, more resources can be freed up and channeled into the further development of the Group's more promising segments including cold storage & logistics and trading of food and beverage products.

Trading of food and beverage products

The Group distributes food and beverage products through a network of supermarkets and convenience stores in the mainland China. In the first half of 2019, the segment recorded growing revenues and higher margin, but because of the fast-rising operation cost, the business results recorded are still below expectation.

Despite this, the Group has invested more resources, combined with a greater focus, to ensure the healthy growth of this segment, with the ambition of capturing a greater share of the mainland's food and beverage market in the long term.

In the first half of 2019, the Group had revamped the segment's business structure and streamlined its operation to facilitate improvements in efficiency and profitability. Furthermore, the Group has broadened and deepened its product offerings, including Australian-made fresh milk products and local branded fresh juices, in capturing the changing consumer preferences in the mainland.

PROSPECTS

Hong Kong's economic outlook has deteriorated rapidly since the end of the first half. Facing its slowest growth in two years, the local economy has been plagued with a weak retail volume and its merchandise exports dropped 9% in June over the same month a year earlier. The ongoing anti-extradition bill protests will further deepen its economic troubles and tarnish its business environment. The HKSAR government has also warned against the likelihood of rising unemployment should the uncertainties continue. The city's dependence on the mainland economy has also put it at risk of a financial crisis. China's 2019 economic growth is expected to slow to a 30-year low of 6.2 percent, on the back of downside risks and uncertainties from its trade standoff with the United States.

Given the economic pessimism facing Hong Kong and mainland China, the Group has adopted a highly cautious approach to conducting business. Correspondingly, all non-performing segments of the Group have been eliminated to devote more resources, attention and a singular focus to growing its most promising businesses. Following an internal review, it was found that the Group's business endeavours in cold storage & logistics and the trading of food and beverage products are the most stable with optimal chances for continual expansion.

Cold storage & logistics

The Group's cold storage business is recession-proof as the majority of products stored in its temperature-controlled warehouses are daily necessities, including meat, vegetables and other perishable edibles, which will be in constant demand regardless of how the local economy fares. Despite the gloomy market environment. It is believed that Hong Kong's cold storage sector will remain more resilient than others and be less exposed to potential economic fallout.

An associate has been established by the Group to oversee the operation and management of its new warehousing facility in Tsing Yi district with greater professionalism, efficiency and profitability. This business model will be fine-tuned from time to time and when the conditions are ripe, it will be implemented to spearhead the Group's business reach into mainland China.

In addition to its existing cold storage endeavours, the Group has begun operating a 50,000 sq. ft bonded warehouse in Tsuen Wan district to enable alcohol and tobacco distributors store their merchandise prior to full duty payment. By adopting this new strategy, the Group seeks to tap its core business segment for a new source of revenue and higher profitability.

Trading of food and beverage products

As a growth strategy, the Group is constantly diversifying and expanding the portfolio of food and beverage products distributed through its network of supermarkets and convenience stores on the mainland, catering to shifting customer tastes in this huge market.

Recently, it has started the distribution of beverage items of reputable brands from different countries and regions in the hope of gaining a larger market share. In the second half of 2019, the Group will continue to find some reputable branded beverage for mainland China's market.

In a move to internationalise its product range, the Group has been distributing fresh milk beverage products to a popular reception among mainland consumers, while representing a lineup of Korean dairy items.

Although the business performance of this segment was less than satisfactory in the period of review, the Group is optimistic that the continual diversification and broadening of its product range will contribute to profit margin improvements later in the year.

EMPLOYMENT AND REMUNERATION POLICY

As at 30th June, 2019, the total number of full time employees of the Group in Hong Kong and mainland China were approximately 200 and 110 respectively (31st December, 2018: approximately 230 Hong Kong employees; 80 mainland China employees). Remuneration is reviewed annually and in addition to the basic salaries, the Group also provides staff benefits including discretionary bonuses, Mandatory Provident Fund, staff quarter, lunch box/lunch subsidy and professional tuition/training subsidy for employees' benefit.

FINANCIAL REVIEW

Liquidity and financial resources

As at 30th June, 2019, the Group had cash and bank balances of approximately HK\$120.4 million (31st December, 2018: approximately HK\$55.9 million), which was denominated in Hong Kong dollars ("HK\$") and Renminbi ("RMB") as to 94.89% and 5.11%, respectively. The increase was mainly due to decrease in loan receivables, release of one pledged bank deposit and the net cash from operating activities.

The gearing ratio, measured as non-current borrowings over equity attributable to owners of the Company was approximately 64.2% as at 30th June, 2019 (31st December, 2018: approximately 55.1%). The increase of the gearing ratio was due to the decrease in the equity attributable to owners of the Company.

In 2014, the Group announced for the placement of bonds in an aggregated principal amount of up to HK\$500 million within the placing period commencing from 13th November, 2014 and ending on 12th November, 2015. The net proceeds from the issue of the bonds will be utilised as the general working capital of the Group. For further details, please refer to the announcements of the Company dated 13th November, 2014, 26th January and 23rd April, 2015. As at 30th June, 2019, it is noted that the bonds in an aggregate principal amount of HK\$100 million have been subscribed by the places and issued by the Company, which is the same as those as at 31st December, 2018.

As at 30th June, 2019, the Group had a bank loan of HK\$65 million (31st December, 2018: HK\$65 million) denominated in HK\$. The Group's bank borrowing interest rate is at 7% per annum and the maturity of borrowing is up to April 2020. The banking facility was fully utilised, which is the same as those as at 31st December, 2018.

During the current interim period, the Group's capital expenditure was mainly financed by finance leases, internal resources and bank borrowing.

Treasury policies

The Group adopts conservative treasury policies and has tight controls over its cash management. The Group's cash and bank balances are held mainly in HK\$.

Exposure to fluctuations in exchange rates and related hedges

Monetary assets and liabilities of the Group are principally denominated in HK\$. The directors consider the Group's exposure to exchange rate risks to be low. The Group may have relatively high exposure to exchange rate risk when more trading of food and beverage business to be operated in

mainland China. The directors will review the exchange rate risks faced by the Group periodically.

During the current interim period, the Group did not have any material foreign exchange exposure and had not used any financial instruments for hedging purpose.

Share capital structure

As at 30th June, 2019, the total issued share capital of the Company was HK\$24,323,040 divided into 2,432,304,000 ordinary shares with a par value of HK\$0.01 each, which is the same as those as at 31st December, 2018.

Material acquisitions and disposals of subsidiaries, associates and joint ventures

During the current interim period, the Group did not have any material acquisitions or disposals of subsidiaries, associates or joint ventures. Completion of the JV Agreement has taken place during the year ended 31st December, 2018 in accordance with the terms thereof.

Charges on assets

As at 30th June, 2019, banking facilities for providing guarantees by a bank for the Group's operation of cold storage service, to the extent of HK\$3.5 million (31st December, 2018: HK\$3.5 million) of the Group were secured by bank deposits amounting to HK\$3.5 million (31st December, 2018: HK\$3.5 million). The amount utilised at 30th June, 2019 was approximately HK\$3.5 million (31st December, 2018: approximately HK\$3.5 million).

As at 30th June, 2019, bank deposits of approximately HK\$65.6 million (31st December, 2018: approximately HK\$105.4 million) are pledged to a bank, which provides bank guarantee in favour of one landlord for a sum equivalent to 12 months' rent payable by the Group under tenancy agreements.

In addition, the Group's lease liabilities of approximately HK\$0.19 million (31st December, 2018: approximately HK\$0.29 million) were secured by the lessors' charge over the leased assets with carrying value of approximately HK\$0.27 million (31st December, 2018: approximately HK\$0.6 million).

Future plans for material investments or capital assets

During the current interim period, the Group did not have any concrete future plans for material investments or capital assets save for the JV, which is the same as those as at 31st December, 2018.

Contingent liabilities

During the current interim period, the Group did not have any contingent liabilities (31st December, 2018: Nil).

INTERIM DIVIDEND

The Board has resolved not to declare the payment of an interim dividend for the six months ended 30th June, 2019 (2018: Nil).

PURCHASE, SALE OR REDEMPTION OF 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 30th June, 2019.

CORPORATE GOVERNANCE

Code on Corporate Governance Practices

For the first half of 2019, the Board of the Directors is of the view that the Company has complied with the principles and the code provisions set out in the Corporate Governance Code and Corporate Governance Report in Appendix 14 (the “CG Code”) of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”), save for the exceptions specified and explained below:

According to the code provision A.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. During the period, there have been no Chairman in the Company. Mr. Au Tat Wai (“Mr. Au”) and Mr. Choy Kai Sing (“Mr. Choy”) acted as the Chief Executive Officer and Chief Financial Officer of the Company respectively. Mr. Au is responsible for all day-to-day corporate management matters and Mr. Choy is responsible for corporate financial matters. In June 2019, Mr. Au was resigned as the Chief Executive Officer and Mr. Ho Ho Chung Ivan, currently, is an Executive Director of the Company, has been appointed as Acting Chief Executive Officer and is responsible for all day-to-day corporate management matters in place of Mr. Au.

According to the code provision E.1.2 of the CG Code, the chairman of the Board should attend the annual general meeting and arrange for the chairmen of the Audit, Nomination and Remuneration Committees to answer the questions at the general meeting. Since there was no Chairman in the Company during the period, the Company did not comply with code provision E.1.2 of the CG Code.

The Board does not have the intention to fill the position of Chairman at present and believes that the absence of a Chairman will not have adverse effect to the Company, as decisions of the Company will be made collectively by the Board. The Board will keep reviewing the current structure of the Board and the need of appointment of a suitable candidate to perform the role of Chairman. Appointment will be made to fill the post to comply with the CG Code if necessary.

Model Code for Securities Transactions by Directors

The Company has adopted a written securities dealing policy which contains a set of code of conduct regarding securities transactions by Directors, the terms of which are on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules (the “Securities Dealing Policy”).

Having made specific enquiry of all Directors of the Company, all Directors have confirmed that they had complied with the required standard set out in the Securities Dealing Policy during the period under review. No incident of non-compliance was noted by the Company during the period under review.

Audit Committee

The Audit Committee has reviewed with the Management the accounting principles and practices adopted by the Group and discussed risk management, internal control and financial reporting matters including a review of the unaudited condensed consolidated results of the Group for the six months ended 30th June, 2019 with the Directors. The Audit Committee is of the opinion that the unaudited condensed consolidated results of the Group for the six months ended 30th June, 2019 comply with the applicable accounting standards, the Listing Rules and legal requirements and that adequate disclosure has been made.

The Audit Committee comprises all of the three Independent Non-executive Directors, namely Mr. Leung Chi Hung, Mr. Fung Siu Kit, Ronny and Mr. Tse Yuen Ming. Mr. Leung Chi Hung is the chairman of the Audit Committee.

Risk Management and Internal Control

The Board has responsibility for maintaining appropriate and effective risk management and internal control systems (the “RM and IC Systems”) of the Group and reviewing its effectiveness through the Audit Committee. The purpose of the RM and IC Systems are designed to manage rather than eliminate risks of failure in operational systems so that the Company’s objective can be achieved, and can only provide reasonable but not absolute assurance against material misstatements or losses.

The Group has adopted a series of internal control measures including the strengthening of reporting lines of senior management. As a routine procedure and part of the RM and IC Systems, Executive Directors and the senior management meet regularly to review the financial and operating performance of the key operating subsidiaries. Senior management of each department is also required to keep Executive Directors informed of material developments of the department’s business as well as implementation of the strategies and policies set by the Board on a regular basis.

To further strengthen the RM and IC systems of the Group, the Company has engaged an independent professional adviser (the “Internal Control Adviser”) to carry out the internal audit functions by performing independent appraisal of the adequacy and effectiveness of certain subsidiaries’ RM and IC systems. The Internal Control Adviser is in the process of carrying out its appraisal for the current fiscal year as of the report date.

During the six months ended 30th June, 2019, the Audit Committee, with the assistance of the Internal Control Adviser, has developed current year’s RM and IC systems appraisal plan. The scope of the current fiscal year’s RM and IC systems appraisal plan focuses on reviewing (i) the operating controls of the cold storage and related services segment in Hong Kong (Revenue, Purchase and Expenditure cycles); (ii) design of the operating controls of the cold storage and related services segment, in Hong Kong (Property, plant and equipment cycle; Inventories cycle; Human resources cycle; and Cash management and Treasury cycle); and (iii) follow up on the recommendations in the 2018 report.

During the six months ended 30th June, 2019, the Board was satisfied that the Group’s risk management and internal control processes are adequate to meet the needs of the Group in its current business environment and that nothing has come to its attention to cause the Board to believe the Group’s RM and IC Systems are inadequate. Moreover, the existing RM and IC Systems are effective and adequate, and will continue to be reviewed, strengthened or updated in response to changes in the operating environment.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

This announcement is published on the HKExnews website at www.hkexnews.hk and the Company’s website at www.irasia.com/listco/hk/daido/index.htm.

The 2019 interim report of the Company containing all the information required by the Listing Rules will be despatched to the shareholders of the Company and made available on the websites of the HKExnews and the Company in due course.

BOARD OF DIRECTORS

As at the date of this announcement, the Board comprises executive directors, namely, Mr. Ho Hon Chung, Ivan, Mr. Fung Pak Kei and Mr. Au Tat Wai; non-executive director, namely, Mr. Fung Wa Ko; and independent non-executive directors, namely, Mr. Fung Siu Kit, Ronny, Mr. Leung Chi Hung and Mr. Tse Yuen Ming.

By order of the Board
Daido Group Limited
Ho Hon Chung, Ivan
Executive Director

Hong Kong, 29th August, 2019