

CHINA CASTSON 81 FINANCE COMPANY LIMITED
中國鑄晨81金融有限公司

Stock Code 股份代號:810

中國
鑄晨
81

INTERIM REPORT
2023
中期報告

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CHAIRMAN'S STATEMENT

主席報告

On behalf of the Board of Directors (the "Board"), I am pleased to present the interim report of China Castson 81 Finance Company Limited (the "Company") and its subsidiaries (collectively the "Group") for the six months ended 30 June 2023. The Company is an investment company pursuant to Chapter 21 of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited (the "Listing Rules").

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the period ended 30 June 2023 (1H 2022: Nil).

KEY PERFORMANCE INDICATOR

The key performance indicator for an investment company is typically its net asset value (NAV), and our NAV as at 30 June 2023 increased to about HK\$63.2 million (31 December 2022: HK\$55.6 million). The increase was mainly attributable to the operating profit for the period of about HK\$7.6 million. The net asset value per share was HK\$0.45 (31 December 2022: HK\$0.39).

INVESTMENT PORTFOLIO REVIEW

As at 30 June 2023, the Group's portfolio financial assets at fair value through profit or loss were listed Hong Kong equities and amounted to about HK\$45.7 million (31 December 2022: about HK\$48.6 million).

The current and the non-current portion of the listed equities portfolio amounted to about HK\$35.1 million and HK\$10.6 million (31 December 2022: HK\$36.8 million and HK\$11.8 million) respectively.

本人謹代表董事會(「董事會」)欣然提呈中國鑄晨81金融有限公司(「本公司」)及其附屬公司(統稱「本集團」)截至二零二三年六月三十日止六個月之中期報告。本公司為一間根據香港聯合交易所有限公司證券上市規則(「上市規則」)第21章之投資公司。

中期股息

董事會不建議就截至二零二三年六月三十日止期間派付中期股息(二零二二年上半年:無)。

關鍵績效指標

與投資公司有關之關鍵績效指標一般為資產淨值，而本公司之資產淨值於二零二三年六月三十日增加至約63,200,000港元(二零二二年十二月三十一日:55,600,000港元)。增加主要可歸因於期內錄得經營溢利約7,600,000港元。每股資產淨值為0.45港元(二零二二年十二月三十一日:0.39港元)。

投資組合回顧

於二零二三年六月三十日，按公允值計入損益之金融資產投資組合包括上市香港股本，價值約為45,700,000港元(二零二二年十二月三十一日:約48,600,000港元)。

上市股本組合之即期及非即期部分之價值分別約為35,100,000港元及10,600,000港元(二零二二年十二月三十一日:36,800,000港元及11,800,000港元)。

REVIEW OF OPERATIONS

During the period, global inflationary pressures eased but major central banks continued to tighten monetary policy as labour markets remained tight. In Mainland China, private consumption was supportive to growth, and exports of services improved following the relaxation of the compulsory quarantine requirements for overseas visitors since late 2022. The reopening of Mainland China and Hong Kong also greatly benefitted Hong Kong's inbound tourism and other exports of services, as well as local business sentiment and capital spending. Major overseas markets advanced during the first half of 2023. In the US, the Dow, Nasdaq and S&P rose 3.8%, 31.7% and 15.9% respectively.

However, the Hong Kong stock market underperformed other major stock markets mainly because of higher political risk mainly arising from the tension between China and US. At the beginning of the interim period, investors had been optimistic of the economic recovery in China and Hong Kong immediately after the borders were re-opened. Subsequently, the fall in yuan, higher Hong Kong Interbank Offered Rates and the expectation of further interest rate hikes in the US weighed on the market sentiment.

In Hong Kong, the Hang Seng Index ("HSI") and the Hang Seng TECH Index fell 4.4% and 5.3% respectively. The HSI rose to a 10-month high in January 2023, but then fluctuated downwards to a six-month low in June 2023. Hong Kong's market performance was largely affected by external macro factors, including worries over interest rate hikes in the US, a slowing global economy and uncertainties about geopolitical tensions in Ukraine. Technology stocks were much affected by the cautions about policy developments in the sector. Given their substantial market shares and heavy weighting in major benchmark indices, this dragged on the local market. Stock market turnover declined during the first half of 2023, partly attributable to a price effect. Under the circumstances, instead of focusing on the index constituents of major Hang Seng indices, we shifted a greater portion of our investment portfolio to non-constituent stocks together with a greater frequency of re-balancing and trading of the portfolio.

營運回顧

期內，全球通脹壓力有所緩和，但勞動力市場依然緊張，促使主要央行繼續收緊貨幣政策。在中國內地，私人消費對經濟增長起到支持作用，而服務出口亦隨著二零二二年底放寬對海外旅客之強制檢疫要求後有所改善。中港兩地重新通關，亦大大有利香港入境旅遊及其他服務出口之發展，以至本地營商氣氛及資本開支。於二零二三年上半年，各大主要海外市場均有進步。美國道指、納指及標普分別增長3.8%、31.7%及15.9%。

然而，香港股市表現遜於其他主要股市，主要原因是中美關係緊張導致政治風險上升。於中期末初，投資者緊隨重新通關後對中國及香港經濟復甦持樂觀態度。其後，人民幣貶值、香港銀行同業拆息上升、以及美國預期進一步加息，均對市場氣氛造成打擊。

在香港，恒生指數（「恒生指數」）及恒生科技指數分別下跌4.4%及5.3%。恒生指數於二零二三年一月升至10個月高位，但隨即向下波動，於二零二三年六月跌至6個月低位。香港市場表現主要受周邊宏觀因素影響，包括對美國加息之憂慮、全球經濟放緩以及圍繞烏克蘭地緣政治緊張局勢之不確定性。科技股則受行業政策發展警號之影響較大。鑑於科技股市場份額巨大，且在主要基準指數中權重較高，其對本地市場造成拖累。二零二三年上半年股市成交量下降，部分原因是價格效應。在此局勢下，我們不再集中投資於主要恒生指數成份股，而是把投資組合比重轉移至更多非成份股上，並更頻繁地重新平衡及買賣投資組合中之資產。

CHAIRMAN'S STATEMENT

主席報告

During the period, there also emerged banking stress in the US and Europe, and the collapse of Silicon Valley Bank in the U.S. adversely affected confidence in the banking sector. However, the timely rescue of Credit Suisse by UBS could restore necessary confidence in the stability of the Swiss economy and banking system. Meanwhile, turmoil in the US and European banking sectors has had limited impact on the Hong Kong market. Moreover, there was also increasing risk of recession in the US because of its high interest rate environment.

Gross proceeds from operations

The external environment remained complicated and interest rates in advanced economies are expected to remain high for some time. The tightened financial conditions, conflict between US and China and the global and Mainland economic situations have put Hong Kong stock market performance under pressure. The average daily turnover of the Hong Kong stock market was much lower in the second quarter of 2023 than in the first quarter. Under the circumstances, instead of merely focusing on the index constituents of major Hang Seng indices, we shifted more our portfolio to non-constituent stocks together with a greater frequency of re-balancing of the portfolio. We have also increased the trading activities. Consequently, the gross proceeds from the disposal of investments and investment income for the period increased to about HK\$55.8 million (1H 2022: about HK\$9.1 million).

Revenue

For the interim period, our revenue mainly comprised dividend income from listed securities and decreased to about HK\$197,000 (1H 2022: HK\$348,000). Such decrease was partly caused by a lower payout by certain investee companies, and in prior period, a special dividend in specie of its shares in JD.com from Tencent Holdings Limited was received in the amounts of about HK\$134,000.

期內，歐美銀行體系亦出現壓力，美國矽谷銀行倒閉，對銀行業信心造成負面影響，但瑞銀集團及時拯救了瑞士信貸，可有助恢復市場對瑞士經濟及銀行體系穩定性之必要信心。與此同時，美國及歐洲銀行業動盪對香港市場影響有限。另一方面，美國高息環境增加了經濟衰退之風險。

營運所得款項總額

外圍環境依然複雜，預期先進經濟體之利率仍會高企一段時間。金融環境轉趨緊張、中美衝突、環球及內地經濟形勢等因素，均令港股表現受壓。二零二三年第二季度，香港股市日均成交額較第一季度大幅下降。在此局勢下，我們不再集中投資於主要恒生指數成份股，而是把投資組合比重轉移至更多非成份股上，並更頻繁地重新平衡投資組合。我們亦已增加交易買賣活動。因此，期內出售投資之所得款項總額及投資收入增加至約55,800,000元（二零二二年上半年：約9,100,000元）。

收益

中期收益主要來自上市證券之股息收入，其於期內減少至約197,000港元（二零二二年上半年：348,000港元）。收益減少部分是由於若干投資對象公司之派息減少，而上期則獲得騰訊控股有限公司以實物分派其所持京東集團股份之方式派付之特別股息約134,000港元。

Profit/(loss) from operations

Profit from operations for the interim period was about HK\$7.6 million (1H 2022: operating loss of HK\$16.5 million). The turnaround from net loss to net profit for the period was mainly attributable to the net fair value change on financial assets at fair value through profit and loss.

Net gains/(losses) on financial assets at fair value through profit or loss

During the period, we achieved net fair value gains from our listed equity investment portfolio of approximately HK\$19.5 million while there were net fair value losses of about HK\$8.1 million in prior period. As mentioned above, we conducted more short-term trading and increased the re-balancing in non-constituent stocks and the above gains included about HK\$19.9 million net realized gains, mainly arising from the disposal of certain non-constituent stock. Offsetting such gains, there were about net fair value losses, totaling to about HK\$0.9 million in relation to the constituent stocks of HSI/HSTI and that was consistent with the market performance of such indices.

Other income

Other income in the current period was insignificant. While, in prior period, government grant of about HK\$0.2 million was received from the 2022 Employment Support Scheme provided by the Hong Kong Government.

Other gains and losses

Other gains and losses for the period was insignificant. In the prior period, translation of USD-denominated assets generated a net exchange gain of about HK\$40,000.

營運溢利／（虧損）

中期營運溢利約為7,600,000港元（二零二二年上半年：營運虧損16,500,000港元）。期內營運淨額由虧轉盈主要可歸因於按公允值計入損益之金融資產公允值變動淨額。

按公允值計入損益之金融資產收益／（虧損）淨額

期內，我們的上市股本投資組合實現約19,500,000港元之公允值收益淨額，而上期則為公允值虧損淨額約8,100,000港元。誠如上文所述，我們進行了更多短期交易，並針對非成份股進行了更多重新平衡，而上述收益包含約19,900,000港元之已變現收益淨額，主要源於出售若干非成份股。撇除上述收益，恒生指數／恒生科技指數成份股產生公允值虧損淨額共約900,000港元，與該等指數之市場表現相符。

其他收入

本期之其他收入微不足道，而上期則自香港政府提供之2022保就業計劃獲得政府補助約200,000港元。

其他收益及虧損

期內之其他收益及虧損微不足道。上期因換算以美元計值之資產而獲得匯兌收益淨額約40,000港元。

CHAIRMAN'S STATEMENT

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Administrative expenses and other operating expenses

Administrative expenses of about HK\$11.5 million (1H 2022: HK\$8.3 million) mainly comprised employment benefit expenses of about HK\$7.2 million (1H 2022: HK\$6.4 million). The employment benefit expenses remained stable. Professional fees increased to HK\$2.0 million (1H 2022: HK\$0.2 million), and they were mainly related to the change of Company's name and the possible cash offer received by the Company in early January 2023. Other operating expenses decreased to the level of HK\$0.6 million (1H 2022: HK\$0.7 million), mainly because of the reduction in investment management fees.

Interest in associates

The interest in associates represented our interests in the 30% shareholdings of Superb Kingdom Limited and its subsidiaries and it had no carrying value at the reporting date.

PROSPECTS

The conflict between China and US has been ongoing and United States recently imposed investment curbs that will restrict US companies, private equity and venture capital funds from investing in China's microchips, artificial intelligence, quantum computing, biotechnology and clean energy projects. With effective from 31 March 2023, the Hong Kong Stock Exchange announced the addition of a new Chapter 18C "Specialist Technology Companies" to the Main Board Listing Rules with a view to elevating Hong Kong's position as the listing venue of choice for innovative and progressive companies. The acceptable sectors under the special technology industries will become the new focus for PE and VC investments. We will actively consider investment opportunities in these sectors, such as fintech, artificial intelligence, clean energy, new food technologies and biotechnology.

行政開支及其他經營開支


行政開支約為11,500,000港元(二零二二年上半年: 8,300,000港元), 主要包括僱員福利開支約7,200,000港元(二零二二年上半年: 6,400,000港元)。僱員福利開支維持穩定。專業費用增加至2,000,000港元(二零二二年上半年: 200,000港元), 主要涉及更改本公司名稱及本公司於二零二三年一月初收到之可能現金要約。其他經營開支減少至600,000港元(二零二二年上半年: 700,000港元), 主要由於投資管理費減少。

於聯營公司之權益

於聯營公司之權益相當於我們於超君有限公司及其附屬公司之30%股權權益, 該等權益於報告日期並無賬面價值。

前景

目前, 中美糾紛持續不斷, 而美國近日實施投資管制, 限制美國公司、私募股權及風險投資基金投資於中國微晶片、人工智能、量子計算、生物科技及清潔能源等項目。香港聯交所宣佈, 自二零二三年三月三十一日起, 在主板上市規則中新增第十八C章「特專科技公司」, 以提升香港作為創新先進公司首選上市地之地位。特專科技行業下之可接納領域將成為私募股權投資及風險投資之新焦點。我們將積極考慮該等領域(如金融科技、人工智能、清潔能源、新食品技術及生物科技)之投資機遇。



In July 2023, the U.S. inflation data showed a slowdown in the rise of consumer prices and hopes for a pause in rate hikes lifted the markets at one point. Whilst the US government debt ceiling was suspended, the outlook for the US credit rating remained uncertain. Worries about the global economic outlook also persisted.

Going forward, external macro factors remain the major risks. The monetary stance of major central banks and the financial health of the US and European banking sectors will continue to affect global market performance. In Mainland China, the pace of economic recovery, the extent of policy stimulus and Sino-US relations are the key focuses. Moreover, the new wave of troubled real estate sector also weighs on the market sentiment.

The Company will continue its investing in a prudent but proactive manner. Diversification of risks is crucial and emphasised. We will also consider various ways to enhance our financial strength with an aim to improve our overall performance for the whole year.

於二零二三年七月，美國通脹數據顯示消費價格上漲放緩，對暫停加息之憧憬一度提振市場。雖然美國政府暫緩債務上限，但美國信用評級前景仍不明朗，而對全球經濟前景之憂慮亦持續存在。

展望未來，外圍宏觀因素仍屬主要風險。主要央行之貨幣政策立場以及美國及歐洲銀行業之財務健康狀況將繼續影響全球市場表現。在中國內地，市場焦點落於經濟復甦步伐、政策刺激力度及中美關係。此外，房地產業之新一波危機，亦對市場情緒造成打擊。

本公司將繼續以審慎而積極之方式進行投資。分散風險是關鍵，亦是重點。我們亦將考慮各種方法來增強我們的財務實力，以提高我們全年整體表現。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論與分析

FINANCIAL RESOURCES AND LIQUIDITY

As at 30 June 2023, the bank and cash balances amounted to approximately HK\$13.6 million (31 December 2022: HK\$1.8 million) and the net current assets amounted to approximately HK\$44.0 million (31 December 2022: HK\$35.0 million). The increase in bank and cash balances was mainly attributable to the net cash generated from operating activities. As at 30 June 2023, the Group did not have any capital commitment (31 December 2022: Nil).

GEARING RATIO (TOTAL BORROWINGS DIVIDED BY TOTAL EQUITY)

As at 30 June 2023, the Group maintained a low level of gearing ratio of about 1.4% (31 December 2022: 2.0%).

PROPERTY, PLANT AND EQUIPMENT

As at 30 June 2023, property, plant and equipment amounted to approximately HK\$8.6 million (31 December 2022: HK\$8.8 million) and the capital expenditure for the period was approximately HK\$25,000 (1H 2022: HK\$6,000).

MATERIAL ACQUISITION AND DISPOSAL

During the period, for the purpose of cost-saving, we have continued the deregistration or strike-off of certain inactive subsidiaries. Other than the above, there were no significant acquisitions or disposals of principal subsidiaries.

CAPITAL STRUCTURE

The Company's total number of issued shares remained unchanged and was 141,423,187 at par value of HK\$0.01 each, as at the balance sheet date.

SHARE OPTION SCHEME

In the current period, no share options lapsed, granted, exercised and cancelled and there were no shares options outstanding as at 30 June 2023.

財務資源與流動資金

於二零二三年六月三十日，銀行及現金結餘約為13,600,000港元（二零二二年十二月三十一日：1,800,000港元），而流動資產淨值約為44,000,000港元（二零二二年十二月三十一日：35,000,000港元）。銀行及現金結餘增加主要可歸因於經營業務產生之現金淨額。於二零二三年六月三十日，本集團並無任何資本承擔（二零二二年十二月三十一日：無）。

資本負債比率（借貸總額除以總權益）

於二零二三年六月三十日，本集團資本負債比率約為1.4%（二零二二年十二月三十一日：2.0%），繼續保持於低水平。

物業、廠房及設備

於二零二三年六月三十日，物業、廠房及設備之價值約為8,600,000港元（二零二二年十二月三十一日：8,800,000港元），期內之資本開支約為25,000港元（二零二二年上半年：6,000港元）。

重大收購及出售

期內，為節約成本，我們繼續把若干不營運公司撤銷註冊或剔除註冊。除上述者外，本集團並無進行任何涉及主要附屬公司之重大收購或出售。

資本架構

於資產負債表日期，本公司之已發行股份總數維持於141,423,187股，每股面值0.01港元。

購股權計劃

於本期間，並無購股權失效、獲授出、行使及被註銷，而於二零二三年六月三十日並無尚未行使之購股權。

EXPOSURE TO FOREIGN EXCHANGE

The investment portfolio primarily comprised listed equities in Hong Kong stock market and other funds were usually maintained in the banks. Majority of them were denominated in Hong Kong dollars. The Board considered that the Group had no significant exposure to foreign exchange fluctuation at the balance sheet date.

BORROWING AND PLEDGE OF THE GROUP'S ASSETS

The Group pledged its leasehold land and building with a carrying amount of about HK\$8.5 million (31 December 2022: HK\$8.8 million) as security for its bank loan in the outstanding amount of HK\$0.86 million (31 December 2022: HK\$1.1 million). The bank loan bears interest at 2.5% below prime rate per annum and its whole amount was stated in the current portion borrowing.

HUMAN RESOURCES

As at 30 June 2023, the number of employees of the Company was 16 (31 December 2022: 16). The remuneration packages for the employees and the directors were in line with the prevailing market practice and were determined on the basis of performance and experience.

外匯風險

投資組合主要由香港股市之上市股本組成，其他資金一般存於銀行，主要以港元計值。董事會認為，本集團於結算日並無面對顯著外匯波動風險。

借貸及集團資產抵押

本集團為其未償還金額為860,000港元(二零二二年十二月三十一日：1,100,000港元)之銀行貸款而抵押其賬面值約8,500,000港元(二零二二年十二月三十一日：8,800,000港元)之租賃土地及樓宇作為擔保。該筆銀行貸款按現行港元最優惠年利率減2.5厘計息，其全數於借貸即期部分列賬。

人力資源

於二零二三年六月三十日，本公司僱員數目為16人(二零二二年十二月三十一日：16人)。僱員及董事之薪酬待遇與現行市場慣例一致，並按表現及經驗釐定。

PARTICULARS OF MAJOR INVESTMENTS HELD BY THE GROUP

本集團持有之主要投資之詳情

Particulars of ten major investments held by the Group as at 30 June 2023, in terms of carrying value of the respective investments, are set out as follows:

按各投資之賬面值計算，本集團於二零二三年六月三十日所持十大主要投資之詳情載列如下：

Name of investment	Nature of business	Interest held	Net assets attributable to the Group	Invested amount	Carrying amount	Fair value gains/(losses)	Dividend received	Dividend cover	Percentage of investment attributable to the Group's total assets
投資名稱	業務性質 Note 附註	所持權益 %	本集團應佔 資產淨值 HK\$'000 千港元	投資額 HK\$'000 千港元	賬面值 HK\$'000 千港元	公允價值 收益/(虧損) HK\$'000 千港元	已收股息 HK\$'000 千港元	股息比率 %	本集團總資產 應佔投資之 百分比 %
Financial assets at FVTPL									
按公允價值計入損益之金融資產									
Listed equity investments									
上市股本證券									
China Oriented International Holdings Limited 向中國國際控股有限公司	1	10.5	23,193	12,700	10,332	(2,368)	-	N/A 不適用	15.03
Okura Holdings Limited	2	1.67	1,912	5,201	5,900	699	-	N/A 不適用	8.58
Kingkey Financial International (Holdings) Limited 京基金融國際(控股)有限公司	3	0.045	167	5,952	5,600	(352)	-	N/A 不適用	8.14
JTF International Holdings Limited 金泰豐國際控股有限公司	4	0.765	3,569	4,880	5,121	241	-	N/A 不適用	7.45
KNT Holdings Limited 嘉藝控股有限公司	5	1.282	930	5,021	4,914	(107)	-	N/A 不適用	7.15
Kingkey Intelligence Culture Holdings Limited 京基智慧文化控股有限公司	6	3.494	6,852	4,495	4,774	279	-	N/A 不適用	6.94
Tencent Holdings Limited 騰訊控股有限公司	7	0.0001	637	5,285	2,321	(2,964)	142	6.02	3.38
Hong Kong Exchanges and Clearing Limited 香港交易及結算所有限公司	8	0.0004	217	1,910	1,624	(286)	30	2.16	2.36
PT International Development Corporation Limited 保德國際發展企業有限公司	9	0.5	1,586	2,936	1,450	(1,486)	-	N/A 不適用	2.11
JD.com, Inc. 京東集團股份有限公司	10	0.0003	1,012	1,948	1,387	(561)	25	0.65	2.02
				50,328	43,423	(6,905)	197		

The above major investments represented investments in equity securities of issuers listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The performance of such listed issuers during their respective latest financial period/year, material factors underlying their respective results and financial position, significant events, if any, during their respective financial periods under review, and their respective future prospect are disclosed in their respective announcements/reports made available on the website of HKEX. To facilitate a review on the performance of the significant investments held by the Group, relevant information is extracted from such announcements/reports and provided below for easy reference. The Company has not independently verified the information published by such listed issuers. All monetary and percentage figures cited below are approximate figures only.

These significant investments are held for achieving capital appreciation or generating interest or dividend income. To meet our investment objective, listed securities are managed and reviewed on a portfolio basis. Regarding listed equities, the buy-and hold strategy and short-term trading tactics are used to enhance the investment returns. Investments in unlisted equities is reviewed on an investment-by-investment basis and can typically provide a high return if there is a successful exit.

Notes:

1. CHINA ORIENTED INTERNATIONAL HOLDINGS LIMITED (“CHINA ORIENTED”) (STOCK CODE: 1871. HK)

- 1.1 China Oriented and its subsidiaries are principally engaged in the provision of driving training services in the PRC. China Oriented operated two driving schools located in Zhumadian City, Henan Province, the PRC, namely Tong Tai School and Shun Da School. Its revenues are mostly depending on the demand for the driving training services in Henan Province and particularly Zhumadian City. The key factors which drive the demand for driving training services include population growth, expansion of logistics industry and increase in household income and living standard in Zhumadian City.

上述主要投資反映我們於香港聯合交易所有限公司（「聯交所」）上市之發行人所作之股本證券投資。該等上市發行人於彼等各自最近財政期間／年度之表現、影響彼等各自之業績及財務狀況之重大因素、於彼等各自財務回顧期間發生之重大事件（如有）以及彼等各自之未來前景，均於彼等各自之公告／報告內披露，其可於香港聯交所網站查閱。為便於檢討本集團所持重大投資之表現，已自上述公告／報告摘錄相關資料並載於下文，以供參考。本公司並未單獨驗證該等上市發行人所刊發之資料。下文所引用之貨幣及百分比數字均為概約數字。

該等重大投資乃為資本增值或賺取利息或股息收入而持有。為實現我們的投資目標，上市證券乃按組合基準管理及檢討。就上市股票而言，採取了買入持有策略及短期交易策略以提升投資回報。而非上市股票之投資乃按逐項投資基準進行檢討，倘平倉成功，一般可帶來高回報。

附註：

1. 向中國國際控股有限公司（「向中」）（股份代號：1871.HK）

- 1.1 向中及其附屬公司主要在中國從事提供駕駛培訓服務。向中經營兩所位於中國河南省駐馬店市之駕駛學校，即通泰駕校及順達駕校。其收益主要取決於河南省尤其是駐馬店市之駕駛培訓服務需求。驅動駕駛培訓服務需求之主要因素包括駐馬店市之人口增長、物流行業擴張以及家庭收入和生活水平之提高。

PARTICULARS OF MAJOR INVESTMENTS HELD BY THE GROUP

本集團持有之主要投資之詳情

- 1.2 For the financial year 2022, its total revenue decreased from RMB67.2 million to RMB47.7 million, down by 28.9% on a year-on-year basis. The decrease in revenue was mainly caused by the annual decrease in the number of trainees from about 15,183 to 12,509 on a year-on-year basis. Its gross profit decreased from RMB22.7 million to RMB11.3 million for the financial year 2022. Net loss was approximately RMB8.7 million for the financial year 2022 (2021: RMB3.5 million).
- 1.2 於二零二二年財政年度，其總收益由人民幣67,200,000元減少至人民幣47,700,000元，按年下跌28.9%。收益減少之主要原因是學員人數由每年約15,183人下跌至12,509人。其毛利由人民幣22,700,000元減少至二零二二年財政年度人民幣11,300,000元。二零二二年財政年度之虧損淨額約為人民幣8,700,000元（二零二一年：人民幣3,500,000元）。
- 1.3 The net asset value as at 31 December 2022 was approximately RMB198.0 million (31 December 2021: RMB206.7 million).
- 1.3 於二零二二年十二月三十一日之資產淨值約為人民幣198,000,000元（二零二一年十二月三十一日：人民幣206,700,000元）。
- 1.4 The share price of China Oriented on the Stock Exchange at the end of June 2023 rose to HK\$0.246 (31 December 2022: HK\$0.227), up about 8.4%. The highest and lowest trading prices of China Oriented's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.315 and HK\$0.15, respectively.
- 1.4 向中於聯交所所報之股價於二零二三年六月底升至0.246港元（二零二二年十二月三十一日：0.227港元），升幅約8.4%。截至二零二三年六月三十日止六個月，向中股份於聯交所所報之最高及最低交易價分別為0.315港元及0.15港元。
- 1.5 In August 2023, China Oriented made a profit warning announcement that a net loss ranging from approximately RMB3.0 million to approximately RMB3.4 million for the six months ended 30 June 2023 was expected as comparing to a net profit of approximately RMB59,000 for the six months ended 30 June 2022. The change was mainly attributable to (i) the decrease in revenue from its driving training service business for both Large Vehicles and Small Vehicles and (ii) the overall decrease in gross profit and gross profit margin from its driving training service business. The decrease in net profit was offset by the decrease in selling and marketing expenses and administrative expenses for the six months ended 30 June 2023 as compared to that of the six months ended 30 June 2022.
- 1.5 於二零二三年八月，向中發出盈利警告，表示相比截至二零二二年六月三十日止六個月錄得純利約人民幣59,000元，其預期截至二零二三年六月三十日止六個月將錄得淨虧損介乎約人民幣3,000,000元至約人民幣3,400,000元。有此轉變之主要原因為：(i)其來自大型車輛及小型車輛的駕駛培訓服務業務之收益均有所減少；及(ii)其駕駛培訓服務業務之毛利及毛利率整體下跌。此純利倒退被截至二零二三年六月三十日止六個月之銷售及營銷費用及行政費用較截至二零二二年六月三十日止六個月減少所抵銷。
- 2. OKURA HOLDINGS LIMITED ("OKURA HOLDINGS") (STOCK CODE: 1655.HK)**
- 2. OKURA HOLDINGS LIMITED (「OKURA HOLDINGS」) (股份代號：1655.HK)**
- 2.1 Okura Holdings and its subsidiaries are principally engaged in the business of operating pachinko halls in Japan. Its shares were listed on the Main Board of the Hong Kong Stock Exchange since March 2017.
- 2.1 Okura Holdings及其附屬公司主要在日本從事日式彈珠機遊戲館業務。其股份自二零一七年三月起在香港聯合交易所有限公司主板上市。
- 2.2 The net asset value as at 30 June 2022 was approximately ¥2,160.0 million (30 June 2021: ¥3,477 million).
- 2.2 於二零二二年六月三十日之資產淨值約為2,160,000,000日圓（二零二一年六月三十日：3,477,000,000日圓）。
- 2.3 In the first half of financial year 2023, pachinko and pachislot hall business remained the majority source of income for the Group, accounting for approximately 92.6% of the Group's total revenue. Its revenue increased 13.6% on a year-on-year basis to approximately ¥3,106 million for the first half of financial year 2023. This was mainly caused by the recovery of customer traffic at the its pachinko halls.
- 2.3 於二零二三年財政年度首六個月，日式彈珠機及日式角子機遊戲館業務之收益仍然是Okura Holdings集團之主要收入來源，佔Okura Holdings集團總收益約92.6%。其收益按年增加13.6%至二零二三年財政年度首六個月約3,106,000,000日圓。其主要原因是日式彈珠機遊戲館之顧客人流復甦。

2.4 The share price of Okura Holdings on the Stock Exchange at the end of June 2023 rose to HK\$0.59 (31 December 2022: HK\$0.3), up about 96.7%. The highest and lowest trading prices of Okura Holdings' shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.86 and HK\$0.206 respectively.

2.5 Subsequent to the reporting date, the entire investments in Okura Holdings were disposed of because of its high volatility in share prices.

3. KINGKEY FINANCIAL INTERNATIONAL (HOLDINGS) LIMITED ("KINGKEY FINANCIAL") (STOCK CODE: 1468.HK)

3.1 Kingkey Financial and its subsidiaries are principally engaged in the provision of securities brokerage, insurance brokerage, assets management services, money lending services in Hong Kong, fur skin brokerage and mink farming in Denmark, network and licensing business, membership and event business and insurance technology business in the People's Republic of China.

3.2 Its revenue for financial year 2023 increased to approximately HK\$331.3 million (FY2022: approximately HK\$127.0 million). Such increase was mainly attributable to the revenue generated from the start-up multi-channel network and licensing business (which contributed about HK\$85.6 million), insurance technology business (which contributed about HK\$70.1 million) and the new acquired membership and events business.

However, Kingkey Financial suffered from a substantial loss for financial year 2023 of approximately HK\$1,163.0 million (2022: approximately HK\$73.1 million). If the non-cash goodwill impairment of the securities business and fair value loss of contingent consideration payable for acquisition of 70% equity interest in Forbes Global Alliance Holdings Limited (FGA Holdings) were not taken place, the net loss would have been narrowed down to approximately HK\$46.3 million.

The management of Kingkey Financial was optimistic of its newly acquired subsidiary, FGA Holdings which operates the membership and event segment. FGA Holdings leverages the Forbes brand to congregate and promote exchange among professionals, entrepreneurs, and high net worth individuals through paid membership programs. The FGA Holdings also organises events together with Forbes China Group, in which FGA Holdings is responsible for seeking out sponsorships and ticket sales in return for a share of the event profit. These events are aimed to provide opportunities for FGA members to connect, network and exchange ideas amongst each other, other attendees and guest speakers of the events. This new segment of membership and event segment recorded revenue of approximately HK\$56.2 million and earnings before interest, taxes, depreciation and amortization of HK\$27.8 million in the financial year 2023.

2.4 Okura Holdings於聯交所所報之股價於二零二三年六月底升至0.59港元(二零二二年十二月三十一日:0.3港元),升幅約96.7%。截至二零二三年六月三十日止六個月,Okura Holdings股份於聯交所所報之最高及最低交易價分別為0.86港元及0.206港元。

2.5 於報告日期後,由於其股價波動極大,於Okura Holdings之全部投資均被出售。

3. 京基金融國際(控股)有限公司(「京基金融」)(股份代號:1468.HK)

3.1 京基金融及其附屬公司主要於香港從事提供證券經紀、保險經紀、資產管理服務、放債服務,以及於丹麥提供毛皮經紀及水貂養殖業務,亦在中華人民共和國提供網絡及許可業務、會籍及活動業務及保險科技業務。

3.2 其於二零二三年財政年度之收益增加至約331,300,000港元(二零二二年財政年度:約127,000,000港元)。有關增加主要可歸因於新成立之多管道網絡及授權業務(貢獻約85,600,000港元)、保險科技業務(貢獻約70,100,000港元)及新收購之會籍及活動業務所產生之收益。

然而,京基金融於二零二三年財政年度錄得巨額虧損約1,163,000,000港元(二零二二年:約73,100,000港元)。倘並無發生證券業務之非現金商譽減值以及收購Forbes Global Alliance Holdings Limited(福布斯環球聯盟/FGA Holdings)之70%股權所應付或然代價之公允值虧損,淨虧損應收窄至約46,300,000港元。

京基金融管理層對其新收購並經營會籍及活動分部之附屬公司FGA Holdings持樂觀態度。FGA Holdings借助福布斯品牌,透過付費會籍計劃,匯聚及推動專業人士、企業家及高淨值人士彼此之間進行交流。FGA Holdings亦聯同福布斯中國集團舉辦活動,當中FGA Holdings負責尋找贊助及售票,以換取活動利潤分成。該等活動旨在讓福布斯環球聯盟之會員有機會在彼此之間,與活動之其他出席者及演講嘉賓建立聯繫、網絡及交流意見。於二零二三年財政年度,此會籍及活動之新分部錄得收益約56,200,000港元及除息稅折舊及攤銷前盈利27,800,000港元。

PARTICULARS OF MAJOR INVESTMENTS HELD BY THE GROUP

本集團持有之主要投資之詳情

3.3 The shareholders' equity of Kingkey Financial as at 31 March 2023 amounted to approximately HK\$373.8 million (31 March 2022: HK\$790.3 million).

3.4 The share price of Kingkey Financial on the Stock Exchange at the end of June 2023 rose to HK\$1.75 (31 December 2022: HK\$0.92), up about 90.2%. The highest and lowest trading prices of Kingkey Financial's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$1.99 and HK\$0.84 respectively.

4. JTF INTERNATIONAL HOLDINGS LIMITED ("JTF INTERNATIONAL") (STOCK CODE: 9689.HK)

4.1 JTF International and its subsidiaries are principally engaged in the wholesale of oil products based in Guangdong Province, the PRC. The oil products that we trade can be broadly categorised into refined oil; fuel oil; and other petrochemical products. It was transferred its listing from GEM Board to Main Board in May 2023.

4.2 Its revenue for the financial year 2022 decreased by 24.9% on a year-on-year basis to RMB1,534.5 million.. The drop in the number of sales orders was caused by the outbreak of the COVID-19 Omicron variant in China since late 2021 and the strict and widespread lockdown measures imposed by the PRC government in a number of major Chinese cities since late March. Moreover, oil market participants became more conservative and prudent in the trading of oils after the drastic inflation in international oil price caused by the political crisis between Russia and Ukraine.

In the second half of financial year 2022, the revenue was improved by 183.5% comparing with the first half, because JTF International could resume in-person negotiations of sales contracts and could deliver its oil products and services to customers since July 2022.

The overall gross profit margin (excluding for service income) decreased slightly from approximately 4.2% for the financial year 2021 to approximately 4.0% for the financial year 2022. The profit for the financial year 2022 decreased by approximately RMB5,341,000 to approximately RMB31,745,000 from approximately RMB37,086,000 in last corresponding year primarily due to the decrease in revenue and gross profit.

4.3 The net asset value as at 31 December 2022 was approximately RMB418.4 million (31 December 2021: RMB386.6 million).

4.4 The share price of JTF International on the Stock Exchange at the end of June 2023 rose to HK\$0.72 (31 December 2022: HK\$0.57), up about 26.3%. The highest and lowest trading prices of JTF International's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.83 and HK\$0.52 respectively.

3.3 京基金融於二零二三年三月三十一日之股東應佔權益約為373,800,000港元(二零二二年三月三十一日: 790,300,000港元)。

3.4 京基金融於聯交所所報之股價於二零二三年六月底升至1.75港元(二零二二年十二月三十一日: 0.92港元), 升幅約90.2%。截至二零二三年六月三十日止六個月, 京基金融股份於聯交所所報之最高及最低交易價分別為1.99港元及0.84港元。

4. 金泰豐國際控股有限公司(「金泰豐國際」)(股份代號: 9689.HK)

4.1 金泰豐國際及其附屬公司主要在中國廣東省從事油品批發。其交易之油品大致可分為成品油; 燃料油; 及其他石化產品。其於二零二三年五月由創業板轉往主板上市。

4.2 其二零二二年財政年度收益按年下跌24.9%至人民幣1,534,500,000元。銷售訂單數量下跌之原因是中國自二零二一年年底爆發新型冠狀病毒Omicron變種疫情, 而中國政府自三月底對多個主要城市實施嚴厲而廣泛之封城措施。此外, 自俄羅斯與烏克蘭之間爆發政治危機而導致國際油價飆升以來, 石油市場參與者在石油貿易方面變得更為保守及謹慎。

於二零二二年財政年度下半年, 收益較上半年回升183.5%, 原因是金泰豐國際可恢復面對面銷售合約磋商, 並自二零二二年七月起可交付油品及服務予客戶。

整體毛利率(不包括服務收入)由二零二一年財政年度約4.2%輕微減少至二零二二年財政年度約4.0%。二零二二年財政年度之溢利由去年同期約人民幣37,086,000元減少約人民幣5,341,000元至約人民幣31,745,000元, 主要由於收益及毛利減少。

4.3 於二零二二年十二月三十一日之資產淨值約為人民幣418,400,000元(二零二一年十二月三十一日: 人民幣386,600,000元)。

4.4 金泰豐國際於聯交所所報之股價於二零二三年六月底升至0.72港元(二零二二年十二月三十一日: 0.57港元), 升幅約26.3%。截至二零二三年六月三十日止六個月, 金泰豐國際股份於聯交所所報之最高及最低交易價分別為0.83港元及0.52港元。

4.5 For the six months ended 30 June 2023, the JTF International's total revenue amounted to approximately RMB749,480,000, representing an increase of approximately 87.3% over the six months ended 30 June 2022. Its loss for the period changed from a profit of approximately RMB2,489,000 for last corresponding period to a loss of approximately RMB8,499,000 for the six months ended 30 June 2023 primarily due to the loss provision of RMB12.3 million made for the Litigation regarding a judgement from Nansha Court for its creditor with JTF International's subsidiary, and the increase in professional fees and other expenses associated with the application of transfer of listing from GEM to Main Board of the Stock Exchange, partially offset by the increase in revenue and gross profit in current period.

5. KNT HOLDINGS LIMITED ("KNT") (STOCK CODE: 1025.HK)

- 5.1 KNT and its subsidiaries are mainly engaged in the manufacturing and trading of garment products.
- 5.2 KNT is an one-stop solutions provider of bridesmaid dresses, bridal gowns and special occasion dresses. KNT principally sells its products to brand apparel companies based in the United States. KNT is the sole supplier of certain largest customers for bridesmaid dresses whom had maintained long years of relationship.

For the financial year 2023, KNT recorded revenue of approximately HK\$71.7 million, representing a decrease of approximately 10.4% on a year-on-year basis. Loss increased from HK\$25.1 million to HK\$31.3 million on a year-on-year basis because of (i) the increase in administrative expenses of KNT; (ii) the increase in impairment loss recognised in respect of property, plant and equipment; and (iii) the increase in share of losses of its associates.

KNT would negotiate with a reputable outlet operator in developing possible procurement and distribution business for new retailing in the PRC. The management of KNT believed that this new outlet operator enables it to commence procurement and distribution business for branded fashion, garments, and accessories in the PRC.

- 5.3 The net asset value as at 31 March 2023 was approximately HK\$72.6 million (31 March 2022: HK\$104.1 million).
- 5.4 The share price of KNT on the Stock Exchange at the end of June 2023 rose to HK\$0.455 (31 December 2022: HK\$0.43), up about 5.8%. The highest and lowest trading prices of KNT's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.56 and HK\$0.37 respectively.

4.5 截至二零二三年六月三十日止六個月，金泰豐國際之收益總額約為人民幣749,480,000元，較截至二零二二年六月三十日止六個月增加約87.3%。其於期內轉盈為虧，由截至二零二二年六月三十日止六個月之溢利約人民幣2,489,000元，轉為截至二零二三年六月三十日止六個月之虧損約人民幣8,499,000元，乃主要由於就有關南沙法院對金泰豐國際附屬公司債權人所作判決計提訴訟虧損撥備約人民幣12,300,000元，以及與申請由聯交所GEM轉往主板上市有關之專業及其他費用增加，惟部分被本期收益及毛利增加所抵銷。

5. 嘉藝控股有限公司 (「嘉藝」) (股份代號：1025.HK)

- 5.1 嘉藝及其附屬公司主要從事成衣產品製造及貿易。
- 5.2 嘉藝為伴娘裙、婚紗及特別場合服的一站式解決方案供應商，主要向美國品牌服裝公司銷售產品。嘉藝與若干最大伴娘裙客戶已建立多年關係，成為彼等的獨家供應商。

於二零二三年財政年度，嘉藝錄得收益約71,700,000港元，按年下跌約10.4%。虧損由25,100,000港元按年增加至31,000,000港元，其主要由於(i)嘉藝之行政開支增加；(ii)就物業、廠房及設備確認之減值虧損增加；及(iii)應佔聯營公司虧損增加。

嘉藝將與知名特賣場營運商磋商就中國新零售行業開拓潛在之採購及分銷業務。嘉藝管理層相信，此新引入之特賣場營運商可讓其於中國開展品牌時裝、成衣及配飾之採購及分銷業務。

- 5.3 於二零二三年三月三十一日之資產淨值約為72,600,000港元(二零二二年三月三十一日：104,100,000港元)。
- 5.4 嘉藝於聯交所所報之股價於二零二三年六月底升至0.455港元(二零二二年十二月三十一日：0.43港元)，升幅約5.8%。截至二零二三年六月三十日止六個月，嘉藝股份於聯交所所報之最高及最低交易價分別為0.56港元及0.37港元。

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6. KINGKEY INTELLIGENCE CULTURE HOLDINGS LIMITED (“KINGKEY INTELLIGENCE”) (STOCK CODE: 0550.HK)

- 6.1 Kingkey Intelligence and its subsidiaries are principally engaged in the recruitment advertising businesses.
- 6.2 Turnover for the financial year 2022 (“FY2022”) was approximately HK\$54.2 million (2021: HK\$34.9 million), an increase of 55.2% on a year-on-year basis. It was mainly due to the recovery of labour market and increase in demand on COVID-19 testing kits in the first quarter of 2022. The gross profit margin decreased from 72.8% to 57.4% for the FY 2022 as a result of the change in sales mix. It suffered from a loss of approximately HK\$8.7 million (2021: HK\$7.0 million).

In view of the lifting of counter-pandemic measures and the Hong Kong government’s activities in attracting overseas companies to invest in Hong Kong, the labour market is likely to be stimulated which benefits its Recruit magazine business. However, its medical and health service business was faded when the anti-pandemic arrangements had come to an end.

- 6.3 The net asset value as at 31 December 2022 was approximately HK\$196.1 million (31 December 2021: HK\$177.0 million).
- 6.4 The share price of Kingkey Intelligence on the Stock Exchange at the end of June 2023 dropped to HK\$0.3 (31 December 2022: HK\$0.35), down about 14.3%. The highest and lowest trading prices of Kingkey Intelligence’s shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.67 and HK\$0.244 respectively.

7. TENCENT HOLDINGS LIMITED (“TENCENT”) (STOCK CODE: 0700.HK)

- 7.1 Tencent and its subsidiaries are principally engaged in the provision of value-added services (“VAS”), online advertising and fintech and business services. Tencent is one of the market leader in the PRC internet market.
- 7.2 Its revenues decreased by 1% to RMB554.6 billion for the year ended 31 December 2022 on a year-on-year basis. Profit attributable to equity holders of Tencent decreased by 16% year-on-year to RMB188.2 billion for the financial year 2022. Non-IFRS profit attributable to equity holders of Tencent decreased by 7% to RMB115.6 billion for the year ended 31 December 2022. While industry conditions were challenging in the first half of the year, Tencent streamlined its cost structure, rationalized non-core businesses, and initiated new revenue-generating services, which enabled Tencent to resume earnings growth in the second half of the financial year.

6. 京基智慧文化控股有限公司(「京基智慧」)(股份代號：0550.HK)

- 6.1 京基智慧及其附屬公司主要從事招聘廣告業務。
- 6.2 二零二二年財政年度(「二零二二年財政年度」)之營業額約為54,200,000港元(二零二一年：34,900,000港元)，按年增加55.2%。此乃主要由於勞動市場復甦以及二零二二年第一季度對2019冠狀病毒病之測試劑盒需求增加。毛利率由72.8%減少至二零二二年財政年度之57.4%，此乃銷售組合改變所引致。其錄得虧損約8,700,000港元(二零二一年：7,000,000港元)。

鑒於抗疫措施已告取消，以及香港政府執行吸引海外公司來港投資之活動，勞工市場或會受到刺激，這對其Recruit雜誌業務有利。然而，隨著抗疫安排之結束，其醫療及保健服務業務正逐步衰落。

- 6.3 於二零二二年十二月三十一日之資產淨值約為196,100,000港元(二零二一年十二月三十一日：177,000,000港元)。
- 6.4 京基智慧於聯交所所報之股價於二零二三年六月底跌至0.3港元(二零二二年十二月三十一日：0.35港元)，跌幅約14.3%。截至二零二三年六月三十日止六個月，京基智慧股份於聯交所所報之最高及最低交易價分別為0.67港元及0.244港元。

7. 騰訊控股有限公司(「騰訊」)(股份代號：0700.HK)

- 7.1 騰訊及其附屬公司主要從事提供增值服務、網絡廣告以及金融科技及企業服務。騰訊為中國互聯網市場之市場領導者之一。
- 7.2 截至二零二二年十二月三十一日止年度，其收益按年減少1%至人民幣554,600,000,000元。於二零二二年財政年度，騰訊權益持有人應佔溢利按年減少16%至人民幣188,200,000,000元。截至二零二二年十二月三十一日止年度騰訊權益持有人之非國際財務報告準則應佔溢利下降7%至人民幣115,600,000,000元。儘管上半年行業充滿挑戰，但騰訊精簡其成本結構，理順非核心業務，並啟動新的創收服務，使其在財政年度下半年恢復盈利增長。

7.3 The net asset value as at 31 December 2022 was approximately RMB782.9 billion (31 December 2021: RMB876.7 billion). The drop of net asset value was mainly attributable to the net losses from changes in fair value of financial assets at fair value through other comprehensive income of about RMB148.7 billion and the payment of cash dividend of about RMB130.2 billion.

7.4 The share price of Tencent on the Stock Exchange at the end of June 2023 slightly dropped to HK\$331.6 (31 December 2022: HK\$334.0), down about 0.7%. The highest and lowest trading prices of Tencent's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$416.6 and HK\$306.0 respectively.

7.5 Revenues increased by 11% year-on-year to RMB149.2 billion for the second quarter of financial year 2023. It was mainly because revenues from Online Advertising increased by 34% to RMB25 billion for the second quarter of 2023 on a year-on-year basis, reflecting robust demand for Video Accounts advertisements and on-going improvements in machine learning on its advertising platform.

Its net profit attributable to equity holders of Tencent increased by 41% to RMB 26.2 billion for the second quarter of 2023 on a year-on-year basis. Non-IFRS profit attributable to equity holders of Tencent increased by 33% to RMB37.5 billion for the second quarter of financial year 2023.

During the second quarter of the financial year 2023, Tencent sustained a solid revenue growth rate, along with a gravitation toward high quality revenue streams with better margins. This transition, combined with careful cost discipline developed in the previous year, resulted in profit growth exceeding revenue growth. It achieved notably rapid growth in advertising business, benefitting from deploying machine learning on our advertising platform and from Video Accounts monetisation. Looking forward, Tencent will continue to drive innovation, including through generative AI, where a library of models will be provided to its partners via the Tencent Cloud Model-as-a-Service (MaaS) offering, as well as refining its proprietary foundation model.

7.3 於二零二二年十二月三十一日錄得之資產淨值約為人民幣782,900,000,000元(二零二一年十二月三十一日：人民幣876,700,000,000元)。資產淨值下降主要由於以公允價值計量且其變動計入其他全面收益的金融資產的公允價值變動所產生之虧損淨額約為人民幣148,700,000,000元，以及支付現金股息約為人民幣130,200,000,000元。

7.4 騰訊於聯交所所報之股價於二零二三年六月底跌至331.6港元(二零二二年十二月三十一日：334.0港元)，跌幅約0.7%。截至二零二三年六月三十日止六個月，騰訊股份於聯交所所報之最高及最低交易價分別為416.6港元及306.0港元。

7.5 二零二三年財政年度第二季度收益按年增長11%至人民幣149,200,000,000元。其主要由於網絡廣告業務二零二三年第二季之收益按年增長34%至人民幣25,000,000,000元，反映視頻廣告之強勁需求以及其機器學習廣告平台之不斷優化。

其二零二三年第二季之騰訊權益持有人應佔盈利按年增長41%至人民幣26,200,000,000元。二零二三年財政年度第二季之非國際財務報告準則騰訊權益持有人應佔盈利增長33%至人民幣37,500,000,000元。

於二零二三年財政年度第二季度，騰訊保持了穩健的收入增長，並向更高利潤率之優質收入來源傾斜。這一轉變，結合自去年形成之嚴謹成本紀律，讓利潤增速超過了收入增速。其廣告業務實現了顯著的快速增長，此乃得益於其在廣告平台上應用了機器學習能力以及視頻號之商業化。展望未來，騰訊將繼續推動創新，包括通過生成式人工智能，在此方面騰訊將以騰訊雲模型即服務(MaaS)為合作夥伴提供模型庫，並正打磨其專有基礎模型。

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8. HONG KONG EXCHANGES AND CLEARING LIMITED (“HKEX”) (STOCK CODE: 0388.HK)

- 8.1 HKEX and its subsidiaries own and operate the only stock exchange and futures exchange in Hong Kong and their related clearing houses, a clearing house for clearing over-the-counter derivatives contracts in Hong Kong, an exchange and a clearing house for the trading and clearing of base and ferrous metals futures and options contracts operating in the United Kingdom, and a commodity trading platform in the Mainland.
- 8.2 For the year ended 31 December 2022, total revenue and other income of HK\$18,456 million was 12% lower than the record 2021. Core business revenue was down 9% against 2021, reflecting reduced trading and clearing fees from lower Headline ADT and Stock Connect Northbound ADT, and lower depository fees and listing fees. Profit attributable to shareholders was HK\$10,078 million, 20% lower than the record 2021.
- 8.3 The net asset value as at 31 December 2022 was approximately HK\$50.1 billion (31 December 2021: HK\$49.9 billion).
- 8.4 The share price of HKEX at the end of June 2023 dropped to HK\$295.2 (31 December 2022: HK\$337.2), down about 12.5%. The highest and lowest trading prices of HKEX’s shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$382.0 and HK\$282.2 respectively.
- 8.5 For the six months ended 30 June 2023, HKEX recorded total revenue and other income of HK\$10,575 million and profit attributable to shareholders of HK\$6,312 million, 18% and 31% higher than that in last corresponding period, respectively.

9. PT INTERNATIONAL DEVELOPMENT CORPORATION LIMITED (“PT INTERNATIONAL”) (STOCK CODE: 0372.HK)

- 9.1 PT International and its subsidiaries are principally engaged in a variety of business activities, including trading of commodities, petrochemical storage business, metal recycling, port and port-related services, provision of management services, financial institute business and loan financing services.

8. 香港交易及結算所有限公司(「港交所」)(股份代號：0388.HK)

- 8.1 港交所及其附屬公司擁有並經營香港唯一一家股票及期貨交易所及其關聯結算所，亦在香港經營一家結算場外衍生產品合約之結算所，在英國經營一家交易所及一家結算所買賣及結算基本金屬及黑色金屬期貨及期權合約，以及在內地經營一個商品交易平台。
- 8.2 截至二零二二年十二月三十一日止年度，收益總額及其他收入為18,456,000,000港元，較二零二一年所錄得之紀錄下跌12%。主要業務收入較二零二一年下跌9%，反映了平均每日成交金額及滬深港通北向交易平均每日成交金額下跌令交易及結算費減少，以及存管費用及上市費用減少。港交所股東應佔溢利為10,078,000,000港元，較二零二一年所錄得之紀錄下跌20%。
- 8.3 於二零二二年十二月三十一日之資產淨值約為50,100,000,000港元（二零二一年十二月三十一日：49,900,000,000港元）。
- 8.4 港交所於聯交所所報之股價於二零二三年六月底跌至295.2港元（二零二二年十二月三十一日：337.2港元），跌幅約12.5%。截至二零二三年六月三十日止六個月，港交所股份於聯交所所報之最高及最低交易價分別為382.0港元及282.2港元。
- 8.5 截至二零二三年六月三十日止六個月，港交所錄得收益總額及其他收入10,575,000,000港元，以及股東應佔溢利6,312,000,000港元，分別較去年同期上升18%及31%。

9. 保德國際發展企業有限公司(「保德國際」)(股份代號：0372.HK)

- 9.1 保德國際及其附屬公司主要從事各種商業活動，包括商品貿易、石油化工品倉儲業務、金屬回收、港口及港口相關服務、提供管理服務、金融機構業務及貸款融資服務。

9.2 For the financial year 2023, there was a loss of HK\$201,962,000 (2022: HK\$158,417,000). Such loss was mainly due to an impairment loss on goodwill, property, plant and equipment and right-of-use assets related to the provision of port and port-related services in the petrochemical segment, partly offset by the fair value gain of financial instruments, in particular, the Group's investment in AFC Mercury Fund.

As at 31 March 2023, its total assets was HK\$1,029,144,000 (2022: HK\$1,600,250,000), decreased by HK\$571,106,000 or 35.7% on a year-on-year basis. Such decrease was mainly due to the impairment of a cash-generating unit under a subsidiary, Thousand Vantage, during the year.

9.3 The net asset value as at 31 March 2023 was approximately HK\$318.0 million (31 March 2022: HK\$716.2 million).

9.4 The share price of PT International on the Stock Exchange at the end of June 2023 dropped to HK\$0.096 (31 December 2022: HK\$0.175), down about 45.1%. The highest and lowest trading prices of PT International's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$0.19 and HK\$0.041 respectively.

10. JD.COM, INC. ("JD.COM") (STOCK CODE: 9618.HK)

10.1 JD.com is a leading technology-driven e-commerce company transforming to become a leading supply chain-based technology and service provider.

10.2 Net revenues for the financial year 2022 ("FY 2022") were RMB1,046.2 billion, an increase of 9.9% from the full year of 2021. Income from operations for the FY 2022 increased from RMB4.1 billion to RMB19.7 billion.

10.3 Net income attributable to ordinary shareholders of JD.com for the full year of 2022 was RMB10.4 billion, compared to a net loss of RMB3.6 billion for the full year of 2021.

10.4 The share price of JD.com on the Stock Exchange at the end of June 2023 dropped to HK\$132.4 (31 December 2022: HK\$220.2), down about 39.9%. The highest and lowest trading prices of JD.com's shares on the Stock Exchange during the six months ended 30 June 2023 were HK\$258.6 and HK\$122.7 respectively.

9.2 於二零二三年財政年度，其應佔虧損為201,962,000港元（二零二二年：158,417,000港元）。此虧損主要歸因於與石油化工品分部中提供港口及港口相關服務相關之商譽、物業、廠房及設備以及使用權資產之減值虧損，部分被金融工具之公允價值收益，尤其是保德國際於AFC Mercury Fund之投資所抵銷。

於二零二三年三月三十一日，其資產總值為1,029,144,000港元（二零二二年：1,600,250,000港元），按年減少571,106,000港元或35.7%。該減少乃主要由於年內附屬公司千洋旗下之一個現金產生單位減值所致。

9.3 於二零二三年三月三十一日之資產淨值約為318,000,000港元（二零二二年三月三十一日：716,200,000港元）。

9.4 保德國際於聯交所所報之股價於二零二三年六月底跌至0.096港元（二零二二年十二月三十一日：0.175港元），跌幅約45.1%。截至二零二三年六月三十日止六個月，保德國際股份於聯交所所報之最高及最低交易價分別為0.19港元及0.041港元。

10. 京東集團股份有限公司（「京東集團」）（股份代號：9618.HK）

10.1 京東集團為一間領先的技術驅動電商公司，並正轉型為領先的以供應鏈為基礎之技術與服務企業。

10.2 二零二二年財政年度（「二零二二年財政年度」）淨收益為人民幣1,046,200,000,000元，較二零二一年全年增加9.9%。二零二二年財政年度經營利潤由人民幣4,100,000,000元上升至人民幣19,700,000,000元。

10.3 二零二二年全年京東集團普通股股東應佔淨收入為人民幣10,400,000,000元，而二零二一年全年虧損淨額為人民幣3,600,000,000元。

10.4 京東集團於聯交所之股價於二零二三年六月底跌至132.4港元（二零二二年十二月三十一日：220.2港元），跌幅約39.9%。截至二零二三年六月三十日止六個月，京東集團股份於聯交所所報之最高及最低交易價分別為258.6港元及122.7港元。

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10.5 The net asset value as at 31 December 2022 was approximately RMB274.1 billion (31 December 2021: RMB246.8 billion).

10.6 Net revenues for the second quarter of financial year 2023 ("FY2023") were RMB287.9 billion, an increase of 7.6% from the second quarter of 2022. Net service revenues for the second quarter of FY2023 were RMB54.1 billion, an increase of 30.1% from the second quarter of 2022.

Income from operations for the second quarter of 2023 was RMB8.3 billion, compared to RMB3.8 billion for the same period last year. Non-GAAP2 income from operations was RMB8.7 billion for the second quarter of FY2023, as compared to RMB5.8 billion for the second quarter of FY2022. Operating margin of JD Retail before unallocated items for the second quarter of 2023 was 3.2%, compared to 3.4% for the second quarter of 2022.

10.7 Net income attributable to the ordinary shareholders of JD.com for the second quarter of FY2023 was RMB6.6 billion, compared to RMB4.4 billion for the same period last year. Non-GAAP net income attributable to the ordinary shareholders of JD.com for the second quarter of 2023 was RMB8.6 billion, as compared to RMB6.5 billion for the same period last year.

10.5 於二零二二年十二月三十一日之資產淨值約為人民幣274,100,000,000元(二零二一年十二月三十一日:人民幣246,800,000,000元)。

10.6 二零二三年財政年度(「二零二三年財政年度」)第二季度淨收益為人民幣287,900,000,000元,較二零二二年第二季度增加7.6%。二零二三年財政年度第二季度服務收益為人民幣54,100,000,000元,較二零二二年第二季度增加30.1%。

二零二三年第二季度經營利潤為人民幣8,300,000,000元,去年同期為人民幣3,800,000,000元。二零二三年財政年度第二季度非美國通用會計準則下經營利潤為人民幣8,700,000,000元,二零二二年財政年度第二季度為人民幣5,800,000,000元。二零二三年第二季度京東零售不含未分配項目之經營利潤率為3.2%,二零二二年第二季度為3.4%。

10.7 二零二三年財政年度第二季度歸屬於京東集團普通股股東之淨利潤為人民幣6,600,000,000元,去年同期為人民幣4,400,000,000元。二零二三年第二季度非美國通用會計準則下歸屬於京東集團普通股股東之淨利潤為人民幣8,600,000,000元,去年同期為人民幣6,500,000,000元。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

簡明綜合損益表

For the six months ended 30 June 2023 截至二零二三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		
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	
		Note 附註		
Gross proceeds from operations	營運所得款項總額	5	55,951	9,428
Revenue	收益			
Dividend income from financial assets at fair value through profit or loss ("FVTPL")	按公允值計入損益 (「按公允值計入損益」) 之金融資產之股息收入		197	348
Net gains/(losses) on financial assets at FVTPL	按公允值計入損益之金融資產之收益/(虧損)淨額		19,537	(8,069)
Other income	其他收入	6	-	208
Other gains and losses	其他收益及虧損	7	(1)	40
Administrative expenses	行政開支		(11,534)	(8,279)
Other operating expenses	其他經營開支		(603)	(700)
			7,399	(16,800)
Profit/(loss) from operations	營運溢利/(虧損)		7,596	(16,452)
Finance costs	融資成本	8	(16)	(19)
Profit/(loss) before tax	除稅前溢利/(虧損)		7,580	(16,471)
Income tax expense	所得稅開支	10	-	-
Profit/(loss) for the period attributable to owners of the Company	本公司擁有人應佔期內溢利/(虧損)	9	7,580	(16,471)
Earnings/(loss) per share attributable to owners of the Company	本公司擁有人應佔每股盈利/(虧損)			
Basic (HK cents per share)	基本 (每股港仙)	12	5.36	(11.65)
Diluted (HK cents per share)	攤薄 (每股港仙)		5.36	(11.65)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2023 截至二零二三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	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Profit/(loss) for the period	期內溢利／(虧損)	7,580	(16,471)
Other comprehensive income:	其他全面收益：		
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可重新分類至損益之項目：</i>		
Exchange differences on translating foreign operations	換算海外業務產生之匯兌差額	—	5
Other comprehensive income for the period, net of tax	期內其他全面收益 (已扣除稅項)	—	5
Total comprehensive income/(loss) for the period attributable to owners of the Company	本公司擁有人應佔期內全面 收益／(虧損)總額	7,580	(16,466)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況報表

As at 30 June 2023 於二零二三年六月三十日

			As at 30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2022 二零二二年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
	Note 附註			
ASSETS		資產		
Non-current assets		非流動資產		
Property, plant and equipment	13	物業、廠房及設備	8,582	8,838
Financial assets at FVTPL		按公允值計入損益之 金融資產	10,584	11,774
Interest in associates	14	於聯營公司之權益	-	-
			19,166	20,612
Current assets		流動資產		
Financial assets at FVTPL		按公允值計入損益之 金融資產	35,105	36,775
Other receivables, prepayments and deposits	14	其他應收款項、預付 款項及按金	870	874
Bank and cash balances		銀行及現金結餘	13,622	1,828
			49,597	39,477
Total assets		資產總值	68,763	60,089
EQUITY AND LIABILITIES		權益及負債		
Equity attributable to owners of the Company		本公司擁有人應佔權益		
Share capital	15	股本	1,414	1,414
Reserves	16	儲備	61,781	54,201
Total equity		權益總額	63,195	55,615
LIABILITIES		負債		
Current liabilities		流動負債		
Accruals		應計開支	4,702	3,344
Secured bank loan		有抵押銀行貸款	866	1,130
Total liabilities		負債總額	5,568	4,474
Total equity and liabilities		權益及負債總額	68,763	60,089
Net current assets		流動資產淨值	44,029	35,003
Net assets		資產淨值	63,195	55,615
Net asset value per share (HK\$)	17	每股資產淨值 (港元)	0.45	0.39

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動報表

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Contributed surplus 繳入盈餘 HK\$'000 千港元	Share-based payments reserve 股份付款儲備 HK\$'000 千港元	Translation reserve 匯兌儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 1 January 2022 (Audited)	於二零二二年一月一日(經審核)	1,414	7,725	394,561	414	(77)	(320,508)	83,529
Loss for the period	期內虧損	-	-	-	-	-	(16,471)	(16,471)
Other comprehensive income	其他全面收益	-	-	-	-	5	-	5
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	5	(16,471)	(16,466)
Lapse of share options	購股權失效	-	-	-	(52)	-	52	-
Changes in equity for the period	期內權益變動	-	-	-	(52)	5	(16,419)	(16,466)
As at 30 June 2022 (Unaudited)	於二零二二年六月三十日(未經審核)	1,414	7,725	394,561	362	(72)	(336,927)	67,063
As at 1 January 2023 (Audited)	於二零二三年一月一日(經審核)	1,414	7,725	394,561	-	-	(348,085)	55,615
Profit for the period	期內溢利	-	-	-	-	-	7,580	7,580
Changes in equity for the period	期內權益變動	-	-	-	-	-	7,580	7,580
As at 30 June 2023 (Unaudited)	於二零二三年六月三十日(未經審核)	1,414	7,725	394,561	-	-	(340,505)	63,195

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 June 2023 截至二零二三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	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
OPERATING ACTIVITIES	經營業務		
Profit/(loss) before tax	除稅前溢利／(虧損)	7,580	(16,471)
Net (gains)/losses on financial assets at FVTPL	按公允值計入損益之金融資產之(收益)／虧損淨額	(19,537)	8,069
Proceeds from disposal of financial assets at FVTPL	出售按公允值計入損益之金融資產之所得款項	55,754	9,080
Payments for purchases of financial assets at FVTPL	購買按公允值計入損益之金融資產之付款	(33,357)	(21,624)
Other operating cash flows (net)	其他經營現金流量(淨額)	1,658	2,239
NET CASH GENERATED FROM/(USED IN) OPERATING ACTIVITIES	經營業務產生／(所用)之現金淨額	12,098	(18,707)
INVESTING ACTIVITIES	投資業務		
Other investing cash flows	其他投資現金流量	(24)	(6)
NET CASH USED IN INVESTING ACTIVITIES	投資業務所用之現金淨額	(24)	(6)
FINANCING ACTIVITIES	融資業務		
Other financing cash flows	其他融資現金流量	(280)	(278)
NET CASH USED IN FINANCING ACTIVITIES	融資業務所用之現金淨額	(280)	(278)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等值物增加／(減少)淨額	11,794	(18,991)
CASH AND CASH EQUIVALENTS AS AT 1 JANUARY	於一月一日之現金及現金等值物	1,828	35,273
CASH AND CASH EQUIVALENTS AS AT 30 JUNE, represented by bank and cash balances	於六月三十日之現金及現金等值物 指銀行及現金結餘	13,622	16,282

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

1. BASIS OF PREPARATION

These condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

These condensed consolidated financial statements should be read in conjunction with the 2022 annual financial statements. Except as described below, the accounting policies (including the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty) and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual financial statements for the year ended 31 December 2022.

2. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The Group has adopted all new and revised Hong Kong Financial Reporting Standards issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2023. They do not have a material effect on the Group’s condensed consolidated financial statements.

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2023 and earlier application is permitted. The Group has not early adopted any of the forthcoming new or amended standards in preparing these condensed consolidated financial statements.

1. 編製基準

此等簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈之香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則（「上市規則」）之適用披露規定而編製。

此等簡明綜合財務報表應與二零二二年之全年財務報表一併閱讀。除下述者外，會計政策（包括管理層於應用本集團會計政策時所作出之重大判斷及估計不確定因素之主要來源）與編製此等簡明綜合財務報表所使用之計算方法與截至二零二二年十二月三十一日止年度之全年財務報表所使用者一致。

2. 採納新訂及經修訂香港財務報告準則

本集團已採納所有與其經營業務相關及由香港會計師公會所頒佈並於二零二三年一月一日開始之會計年度生效之新訂及經修訂香港財務報告準則。其對本集團簡明綜合財務報表並無重大影響。

多項新訂及經修訂準則於二零二三年一月一日之後開始之年度期間生效，且可提前採用。本集團於編製該等簡明綜合財務報表時並無提前採納任何將頒佈之新訂或經修訂準則。

3. FAIR VALUE MEASUREMENTS

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the condensed consolidated statement of financial position approximate their respective fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

The following table shows the carrying amounts and fair value of financial assets, including their levels in the fair value hierarchy. It does not include fair value information for financial assets not measured at fair value if the carrying amount is a reasonable approximation of fair value.

3. 公允價值計量

簡明綜合財務狀況表內所載本集團金融資產及金融負債的賬面值與其各自的公允價值相若。

公允價值為市場參與者之間於有序交易中出售資產所收取或轉讓負債所支付之計量日價格。以下公允價值計量採用公允價值層級進行披露，該公允價值層級將計量公允價值所用估值方法之輸入數據分為三個層級：

第1級輸入數據：於計量日可供本集團查閱之相同資產或負債於活躍市場之報價（未經調整）。

第2級輸入數據：第1級包含之報價以外之資產或負債之可直接或間接觀察輸入數據。

第3級輸入數據：資產或負債之不可觀察輸入數據。

本集團之政策為確認於截至導致有關轉移發生之事件或情況改變之日所有於三個層級中進行之轉入及轉出。

下表顯示金融資產之賬面值及公允價值，包括該等金融資產於公允價值層級之等級。此並不包括金融資產並無按公允價值計量（倘賬面值為公允價值的合理約數）之公允價值資料。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

3. FAIR VALUE MEASUREMENTS (CONTINUED)

Disclosures of level in fair value hierarchy as at 30 June 2023:

3. 公允值計量(續)

於二零二三年六月三十日之公允值層級披露：

Description	描述	Fair value measurements as at 30 June 2023 (unaudited)			Total 2023
		Level 1 第1級	Level 2 第2級	Level 3 第3級	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Recurring fair value measurements:					
Financial assets at FVTPL	按公允值計入損益之 金融資產				
– Listed equity securities	– 上市股本證券	45,689	–	–	45,689

Description	描述	Fair value measurements as at 31 December 2022 (audited)			Total 2022
		Level 1 第1級	Level 2 第2級	Level 3 第3級	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Recurring fair value measurements:					
Financial assets at FVTPL	按公允值計入損益之 金融資產				
– Listed equity securities	– 上市股本證券	48,549	–	–	48,549

During the six months ended 30 June 2023, there were no transfers between Level 1, Level 2 and Level 3 of the fair value hierarchy.

於截至二零二三年六月三十日止六個月，公允值層級之第1級、第2級及第3級之間並無轉撥。

4. SEGMENT INFORMATION

The Group's principal activity is investment in equity and debt instruments. For the purpose of resources allocation and assessment of performance, the management regularly reviews and manages the Group's investments on a portfolio basis. Information is regularly provided to the management and mainly includes fair value of respective investees and the related investment income. Therefore, no segment information is presented other than entity-wide disclosures.

The Group's revenue is generated from operations in Hong Kong. The Group's non-current assets (excluding financial assets at FVTPL) are located in Hong Kong.

5. GROSS PROCEEDS FROM OPERATIONS

Gross proceeds from disposal of financial assets at FVTPL	出售按公允值計入損益之金融資產之所得款項總額
Dividend income from financial assets at FVTPL	按公允值計入損益之金融資產之股息收入

4. 分部資料

本集團之主要業務活動為投資於股本及債務工具。就資源分配及評估表現而言，管理層按組合基準定期審視及管理本集團之投資。定期向管理層提供之資料主要包括相關投資對象公司之公允值及相關投資收入。因此，除以整個實體為基礎進行披露外，並無呈列分部資料。

本集團之收益源自香港之營運。本集團之非流動資產(按公允值計入損益之金融資產除外)均位於香港。

5. 營運所得款項總額

Six months ended 30 June
截至六月三十日止六個月

		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Gross proceeds from disposal of financial assets at FVTPL	出售按公允值計入損益之金融資產之所得款項總額	55,754	9,080
Dividend income from financial assets at FVTPL	按公允值計入損益之金融資產之股息收入	197	348
		55,951	9,428

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

6. OTHER INCOME

6. 其他收入

Six months ended 30 June
截至六月三十日止六個月

		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Government grants received (Note)	已收政府補助(附註)	—	208

Note: During the six months ended 30 June 2022, the Group recognised government grants of approximately HK\$208,000 related to Employment Support Scheme provided by the Hong Kong Special Administrative Region Government ("2022 Employment Support Scheme"). The Group has complied with all attached conditions under 2022 Employment Support Scheme before 30 June 2022.

附註：於截至二零二二年六月三十日止六個月，本集團就香港特別行政區政府提供之「保就業」計劃（「2022保就業計劃」）確認政府補助約208,000港元。本集團已於二零二二年六月三十日前符合2022保就業計劃所有附帶條件。

7. OTHER GAINS AND LOSSES

7. 其他收益及虧損

Six months ended 30 June
截至六月三十日止六個月

		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Exchange gain	匯兌收益	3	40
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	(4)	—
		(1)	40

8. FINANCE COSTS

8. 融資成本

		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on secured bank loan	有抵押銀行貸款之利息	(16)	(19)

9. PROFIT/(LOSS) FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY

The Group's profit/(loss) for the period attributable to owners of the Company is stated at after charging the following:

9. 本公司擁有人應佔期內溢利／(虧損)

本公司擁有人應佔本集團期內溢利／(虧損)乃經扣除下列項目而得出：

		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Depreciation	折舊	277	338
Donation	捐款	45	45
Employee benefits expense:	僱員福利開支：		
Directors' emoluments	董事酬金	1,326	1,380
Salaries, allowances and other benefits	薪金、津貼及其他福利	5,776	4,877
Mandatory provident fund contributions	強制性公積金供款	95	100
		7,197	6,357
Custody service fees (Note)	託管服務費(附註)	9	39
Investment management fees (Note)	投資管理費(附註)	152	270

Note: They were de minimis continuing connected transactions of the Company under Rule 14A.73(1) of the Listing Rules.

附註：此項為上市規則第14A.73(1)條下符合最低豁免水平之本公司持續關連交易。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

10. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax has been made in the condensed consolidated financial statements since the Group has sufficient tax losses brought forward to set off against current period's assessable profits.

No provision for Hong Kong Profits Tax was required for the six months ended 30 June 2022 since the Group had no assessable profit for that period.

11. DIVIDEND

No dividends was paid, declared or proposed during the six months ended 30 June 2023 (six months ended 30 June 2022: Nil), nor has any dividend been proposed since the end of the reporting period.

12. EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

Basic earnings/(loss) per share

The calculation of the basic earnings (six months ended 30 June 2022: loss) per share is based on the profit (six months ended 30 June 2022: loss) for the period attributable to owners of the Company of approximately HK\$7,580,000 (six months ended 30 June 2022: HK\$16,471,000) and the weighted average number of ordinary shares of 141,423,187 (six months ended 30 June 2022: 141,423,187) in issue during the period.

Diluted earnings/(loss) per share

For the six months ended 30 June 2023, there were no dilutive potential ordinary shares, and therefore diluted earnings per share is the same as the basic earnings per share.

For the six months ended 30 June 2022, the potential ordinary shares that might arise from the outstanding share options issued had not been included in the calculation of diluted loss per share because they were anti-dilutive. Diluted loss per share was the same as the basic loss per share for the six months ended 30 June 2022.

10. 所得稅開支

由於本集團有承前稅項虧損足以抵銷本期間之應課稅溢利，故並無於簡明綜合財務報表作出香港利得稅撥備。

由於本集團於截至二零二二年六月三十日止六個月並無應課稅溢利，故毋須就該期間作出香港利得稅撥備。

11. 股息

於截至二零二三年六月三十日止六個月並無派付、宣派或建議派付股息（截至二零二二年六月三十日止六個月：無），亦無任何股息建議於報告期末後派付。

12. 本公司擁有人應佔每股盈利／（虧損）

每股基本盈利／（虧損）

每股基本盈利（截至二零二二年六月三十日止六個月：虧損）乃根據本公司擁有人應佔期內溢利（截至二零二二年六月三十日止六個月：虧損）約7,580,000港元（截至二零二二年六月三十日止六個月：16,471,000港元）及期內已發行普通股加權平均數141,423,187股（截至二零二二年六月三十日止六個月：141,423,187股）計算。

每股攤薄盈利／（虧損）

截至二零二三年六月三十日止六個月，由於並無具攤薄作用之潛在普通股，因此每股攤薄盈利與每股基本盈利相同。

截至二零二二年六月三十日止六個月，已發行之未行使購股權可能產生之潛在普通股因具有反攤薄作用而未計入每股攤薄虧損之計算中。截至二零二二年六月三十日止六個月之每股攤薄虧損與每股基本虧損相同。

13. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2023, the capital expenditure was approximately HK\$25,000 (six months ended 30 June 2022: HK\$6,000).

14. FINANCIAL ASSETS AT FVTPL

13. 物業、廠房及設備

截至二零二三年六月三十日止六個月，資本開支約為25,000港元（截至二零二二年六月三十日止六個月：6,000港元）。

14. 按公允值計入損益之金融資產

		As at 30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2022 二零二二年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Equity securities listed in Hong Kong, at fair value	香港上市股本證券， 按公允值入賬	45,689	48,549
Analysed as:	分析為：		
Current assets	流動資產	35,105	36,775
Non-current assets	非流動資產	10,584	11,774
		45,689	48,549

Fair values of equity securities listed in Hong Kong are primarily based on quoted market prices.

香港上市股本證券之公允值主要基於市場報價。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

15. SHARE CAPITAL

15. 股本

	Number of ordinary shares 普通股數目 '000 千股	Amount 金額 HK\$'000 千港元
Authorised:		
Ordinary shares of HK\$0.01 each		
As at 1 January 2022, 31 December 2022 (audited), 1 January 2023 and 30 June 2023		
法定：		
每股面值0.01港元之普通股		
於二零二二年一月一日、 二零二二年十二月三十一日 (經審核)、二零二三年 一月一日及二零二三年 六月三十日	20,000,000	200,000
Issued and fully paid:		
Ordinary shares of HK\$0.01 each		
As at 1 January 2022, 31 December 2022 (audited), 1 January 2023 and 30 June 2023		
已發行及繳足：		
每股面值0.01港元之普通股		
於二零二二年一月一日、 二零二二年十二月三十一日 (經審核)、二零二三年 一月一日及二零二三年 六月三十日	141,423	1,414

16. RESERVES

(a) Group

The amounts of the Group's reserves and movements therein are presented in the condensed consolidated statement of profit or loss and other comprehensive income and condensed consolidated statement of changes in equity.

(b) Nature and purpose of reserves

(i) Share premium

Share premium represents premium arising from the issue of shares at a price in excess of their par value per share. The application of share premium account is governed by Section 40 of the Companies Act of Bermuda.

(ii) Contributed surplus

The contributed surplus mainly represents (1) accumulated amounts transferred from share premium account in previous years and (2) the total amounts of credit transfer after capital reorganisation.

(iii) Share-based payments reserve

The share-based payment reserve represents the fair value of the actual or estimated number of unexercised share options granted recognised.

(iv) Translation reserve

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations.

17. NET ASSET VALUE PER SHARE

The calculation of the net asset value per share at the end of the reporting period is based on the Group's net assets of approximately HK\$63,195,000 (31 December 2022: HK\$55,615,000) and the number of ordinary shares of 141,423,187 (31 December 2022: 141,423,187) in issue as at that date.

16. 儲備

(a) 本集團

本集團之儲備金額及其變動呈列於簡明綜合損益及其他全面收益表及簡明綜合權益變動報表。

(b) 儲備之性質及目的

(i) 股份溢價

股份溢價指以超出股份每股面值之價格發行股份所產生之溢價。股份溢價賬之應用受百慕達《公司法》第40條管轄。

(ii) 繳入盈餘

繳入盈餘主要為(1)過往年度自股份溢價賬累計轉入之金額及(2)股本重組後轉撥之進賬總額。

(iii) 股份付款儲備

股份付款儲備指已確認之實際或估計已授出但尚未行使購股權之公允值。

(iv) 匯兌儲備

匯兌儲備包括換算海外業務財務報表所產生之所有外匯差額。

17. 每股資產淨值

於報告期末之每股資產淨值乃根據本集團截至該日之資產淨值約63,195,000港元(二零二二年十二月三十一日: 55,615,000港元)及已發行普通股數目141,423,187股(二零二二年十二月三十一日: 141,423,187股)計算。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

18. SIGNIFICANT RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS

(a) Transactions with related parties and connected persons

In addition to those related party transactions and balances disclosed elsewhere in the condensed consolidated financial statements, the Group had the following transactions with its related parties and connected persons during the period:

18. 重大關連人士交易及關連交易

(a) 關連人士交易及關連交易

除於簡明綜合財務報表其他章節所披露之關連人士交易及交易結餘外，本集團於期內曾與關連人士進行下列交易：

		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Investment management fee paid and payable to Success Advance Investments Limited ("Success Advance") (Note (i))	已付及應付駿程投資有限公司(「駿程」)之投資管理費(附註(i))	152	270
Brokerage commission expenses paid to Topper Dragon Securities Limited ("Topper Dragon") (Note (ii))	已付龍匯證券有限公司(「龍匯」)之經紀佣金開支(附註(ii))	-	-#
Employee benefit expenses paid and payable to Ting Lai Ling (Note (iii))	已付及應付丁麗玲之僱員福利開支(附註(iii))	964	973

The balance represented an amount less than HK\$1,000.

此金額少於1,000港元。

18. SIGNIFICANT RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS (CONTINUED)

(b) Compensation of key management personnel

The key management personnel of the Group comprise all directors and the chief executive officer. Details of their emoluments are disclosed below:

18. 重大關連人士交易及關連交易 (續)

(b) 主要管理層成員報酬

本集團主要管理層成員包括所有董事及行政總裁。彼等之酬金詳情披露如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Fee	袍金	1,030	1,030
Salaries and allowances	薪金及津貼	1,773	1,799
Contributions to retirement benefit schemes	退休福利計劃供款	18	18
		2,821	2,847

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 30 June 2023 截至二零二三年六月三十日止六個月

18. SIGNIFICANT RELATED PARTY TRANSACTIONS AND CONNECTED TRANSACTIONS (CONTINUED)

(b) Compensation of key management personnel (continued)

Notes:

- (i) Pursuant to Rule 14A.08 of the Listing Rules, any investment manager, investment adviser or custodian (or any connected person thereof) is regarded as a connected person. Mr. Lee Kwok Leung ("Mr. Lee"), Executive Director of the Company is the responsible officer of Success Advance, and his son, Mr. Lee Wang Ho, was the responsible officer of Success Advance until 18 August 2022. In August 2022, Dr. Yeung Cheuk Kwong Chief Executive of the Company was also appointed as one of the responsible officers of Success Advance.
- (ii) In February 2022, Dr. Lam Man Chan ("Dr. Lam"), Chairman and Non-executive director of the Company and Ms. Lam Mee Yee, daughter of Dr. Lam disposed of the entire indirect beneficial interests in Topper Dragon.
- (iii) Ms. Ting Lai Ling, wife of Dr. Lam, acted as the Project and Administration General Manager of the Company and received employee benefits in exchange for services rendered to the Company.

19. APPROVAL OF THE FINANCIAL STATEMENTS

The condensed consolidated financial statements were approved and authorised for issue by the Board of Directors on 25 August 2023.

18. 重大關連人士交易及關連交易 (續)

(b) 主要管理層成員報酬 (續)

附註：

- (i) 根據上市規則第14A.08條，任何投資經理、投資顧問或託管人(或彼等之任何關連人士)均被視為關連人士。本公司執行董事李國樑先生(「李先生」)為駿程之負責人員，其子李泓浩先生亦曾為駿程之負責人員，直至二零二二年八月十八日止。於二零二二年八月，本公司之行政總裁楊卓光博士亦獲委任為駿程之其中一名負責人員。
- (ii) 於二零二二年二月，本公司主席兼非執行董事林文燦博士(「林博士」)及其女兒林美儀女士已出售彼等持有之龍匯全部間接實益權益。
- (iii) 林博士之妻丁麗玲女士擔任本公司之項目及行政總經理，並就彼向本公司提供之服務收取僱員福利。

19. 批准財務報表

簡明綜合財務報表由董事會於二零二三年八月二十五日批准及授權刊發。

INDEPENDENT REVIEW REPORT

獨立審閱報告



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**TO THE BOARD OF DIRECTORS OF
CHINA CASTSON 81 FINANCE COMPANY LIMITED
(Continued into Bermuda with limited liability)**

**致中國鑄晨81金融有限公司
董事會
(於百慕達存續之有限公司)**

INTRODUCTION

We have reviewed the interim financial information set out on pages 21 to 38 which comprises the condensed consolidated statement of financial position of China Castson 81 Finance Company Limited (the "Company") and its subsidiaries (the "Group") as at 30 June 2023 and the related condensed consolidated statement of profit or loss, condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). The directors are responsible for the preparation and presentation of this interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

引言

我們已審閱載於第21至38頁之中期財務資料。此中期財務資料包括中國鑄晨81金融有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於二零二三年六月三十日之簡明綜合財務狀況表與截至該日止六個月期間之相關簡明綜合損益表、簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表以及重要會計政策概要及其他解釋附註。香港聯合交易所有限公司證券上市規則規定，須按照其相關條文及香港會計師公會（「香港會計師公會」）頒佈之香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）編製中期財務資料之報告。董事須負責根據香港會計準則第34號編製及呈報本中期財務資料。我們之責任是根據我們之審閱對本中期財務資料作出結論，並按照我們雙方所協定應聘條款，僅向閣下（作為整體）報告我們的結論，而不作其他用途。我們概不就本報告之內容，對任何其他人士負責或承擔責任。

INDEPENDENT REVIEW REPORT

獨立審閱報告

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with HKAS 34.

RSM Hong Kong

Certified Public Accountants

25 August 2023

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務之人員作出查詢，及應用分析和其他審閱程序。審閱之範圍遠較根據香港審計準則進行審核之範圍為小，故不能令我們保證我們將知悉在審核中可能發現之所有重大事項。因此，我們不會發表審核意見。

結論

按照我們之審閱，我們並無發現任何事項，令我們相信中期財務資料在各重大方面未有根據香港會計準則第34號編製。

羅申美會計師事務所

執業會計師

二零二三年八月二十五日

OTHER INFORMATION 其他資料

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

As at 30 June 2023, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules, below were the interest and short positions of the directors and chief executives of the Company in the shares, underlying shares or debentures of the company or any of its associated corporations (within the meaning of the Securities and Futures Ordinance) as recorded in the register required to be kept by the Company pursuant to section 352 of part XV of the SFO, or as otherwise notified to the Company and the Stock Exchange of Hong Kong Limited:

董事及主要行政人員於本公司或任何相聯法團之股份、相關股份及債券之權益及淡倉

於二零二三年六月三十日，根據上市規則所載上市發行人董事進行證券交易的標準守則，以下為本公司之董事及主要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）之股份、相關股份或債券中，擁有根據證券及期貨條例第XV部第352條本公司規定須存置之登記冊所記錄，或須另行知會本公司及香港聯合交易所有限公司之權益及淡倉：

Name of Directors and Chief Executive Officer	Position	Note	Nature of interest	Number of Shares held		Number of share options held	Percentage of Issued share capital
				Long position	Short position		
董事及行政總裁姓名	職位	附註	權益性質	好倉	淡倉	購股權數目	佔已發行股本百分比
Lam Man Chan ("Dr. Lam") 林文燦(「林博士」)	Chairman and Non-executive Director 主席兼非執行董事	1	Beneficial owner 實益擁有人	38,305,770	-	-	27.09

Notes:

- Dr. Lam is the sole shareholder of Goodchamp Holdings Limited. He thus has the beneficial interest in the 38,305,770 shares of the Company and his wife, Ms. Ting Lai Ling, who is one of the management team members of the Company, is deemed to have an interest on such shares of the Company.

附註：

- 林博士為Goodchamp Holdings Limited之唯一股東。彼因此於38,305,770股本公司股份中擁有實益權益，而其妻丁麗玲女士（本公司管理團隊成員之一）被視作於上述本公司股份中擁有權益。

OTHER INFORMATION

其他資料

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the share option scheme disclosures, at no time during the six months ended 30 June 2023 were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

As at 30 June 2023, so far as was known to the directors or chief executive of the Company, the following persons (other than the interests disclosed above in respect of certain directors and chief executive of the Company) has, or is deemed to have, interests or short positions in the Shares or underlying Shares of the Company as recorded in the register to be kept under Section 336 of the SFO are set out below:

Name of shareholders 股東名稱	Note 附註	Capacity/ Nature of interest 身份／權益性質	Long position 好倉	Short position 淡倉	Percentage of holding 持股百分比
Goodchamp Holdings Limited	1	Beneficial owner 實益擁有人	38,305,770	–	27.09
Lam Man Chan 林文燦	1	Beneficial owner 實益擁有人	38,305,770	–	27.09
Ting Lai Ling 丁麗玲	1	Beneficial owner 實益擁有人	38,305,770	–	27.09

董事購買股份或債券之權利

除購股權計劃披露所披露者外，於截至二零二三年六月三十日止六個月內任何時間，概無任何董事或彼等各自之配偶或未成年子女獲授或行使任何可藉購入本公司股份或債券而獲益之權利；本公司亦無訂立任何安排，致使董事可於任何其他法人團體獲取該等權利。

主要股東及其他人士於股份及相關股份之權益

於二零二三年六月三十日，就本公司董事或主要行政人員所知，以下人士（不包括上文就本公司若干董事及主要行政人員所披露之權益）於本公司之股份或相關股份中，擁有或被視為擁有須記錄於根據證券及期貨條例第336條存置之登記冊之下列權益或淡倉：

Note:

1. Dr. Lam is the sole shareholder of Goodchamp Holdings Limited. He also has the beneficial interest in the 38,305,770 shares of the Company and his wife, Ms. Ting Lai Ling, who is one of the management team members of the Company, is deemed to have an interest on such shares of the Company.

Save as disclosed above, as at 30 June 2023, the directors and chief executive of the Company are not aware of any persons who had an interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO.

SHARE OPTIONS

2022 Share Option Scheme

Pursuant to an ordinary resolution passed on 27 June 2022, the Company adopted a new share option scheme (the "2022 Scheme") for the primary purpose to recognising and acknowledging the contributions the eligible participants had or may have made to the Group. Eligible participants include the full-time and part-time employees, executives, officers, directors (including executive directors and non-executive directors) of the Company or any of its subsidiaries and other non-employee participants (as defined in the 2022 Scheme). Unless otherwise cancelled or amended, the 2022 Scheme will remain valid for a period of 10 years from the date of its adoption.

The Company was authorised to grant share options under the 2022 Scheme for subscription of up to a total of 14,142,318 shares, representing approximately 10% of the issued share capital of the Company as at the date of adoption.

附註：

1. 林博士為Goodchamp Holdings Limited之唯一股東。彼亦於38,305,770股本公司股份中擁有實益權益，而其妻丁麗玲女士（本公司管理團隊成員之一）被視作於上述本公司股份中擁有權益。

除上文披露者外，於二零二三年六月三十日，本公司董事及主要行政人員概不知悉有任何人士於本公司之股份或相關股份中擁有須記錄於根據證券及期貨條例第336條存置之登記冊之權益或淡倉。

購股權

二零二二年購股權計劃

根據於二零二二年六月二十七日通過的一項普通決議案，本公司採納一項新購股權計劃（「二零二二年計劃」），主要目的是承認及認可合資格參與者已或可能已對本集團作出的貢獻。合資格參與者包括本公司或其任何附屬公司的全職及兼職僱員、行政人員、高級職員、董事（包括執行董事及非執行董事）及其他非僱員參與者（定義見二零二二年計劃）。除非因其他原因註銷或修訂，否則二零二二年計劃將自其採納日期起計十年內有效。

本公司獲准根據二零二二年計劃授出可認購最多合共14,142,318股股份之購股權，相當於本公司於採納日期已發行股本約10%。

OTHER INFORMATION

其他資料

The total number of shares in respect of which options may be granted under the 2022 Scheme is not permitted to exceed 10% of the shares of the Company in issue at any point in time without prior approval from the Company's shareholders. The number of shares in respect of which options may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company in issue at any point in time, without prior approval from the Company's shareholders. Options granted to substantial shareholders or independent non-executive directors in excess of 0.1% of the Company's share capital or with a value in excess of HK\$5 million must be approved in advance by the Company's shareholders.

In the current period, no share options lapsed, granted, exercised and cancelled and there were no shares options outstanding as at 30 June 2023.

CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining and implementing a high standard of corporate governance and recognises that good governance can help the business to deliver its strategies, generate shareholder value and meet its obligations towards shareholder and other stakeholders. The Company has established a governance structure, and embeds governance and principles in the business to ensure accountability, fairness, integrity and transparency.

The Board adheres to corporate governance practices by adopting and complying with the established rules, codes, guidelines under the Corporate Governance Code (the "CG Code") set out in Appendix 14 to the Listing Rules. The Company has followed the CG Code and formulated its own policies and procedures regarding the corporate governance practices. During the period ended 30 June 2023, the Company complied with all of the provisions under the CG Code except for the following:

在未經本公司股東事先批准前，根據二零二二年計劃可能授出之購股權所涉及之股份總數，不得超過本公司於任何時候之已發行股份之10%。在未經本公司股東事先批准前，於任何一年期內向任何個別人士可能授出之購股權所涉及之股份數目，不得超過本公司於任何時候之已發行股份之1%。倘向主要股東或獨立非執行董事授出超過本公司股本0.1%或價值超過5,000,000港元之購股權，須事先獲本公司股東批准。

於本期間，並無購股權失效、獲授出、行使及被註銷，於二零二三年六月三十日沒有尚未行使之購股權。

企業管治常規

本公司致力於恪守並實行高水準的企業管治，並認定良好的管治有助業務實踐其策略、增加股東價值和履行其對股東及其他持份者的責任。本公司已設立管治架構，並將管治及原則融入業務中，確保問責、公平、誠實和透明的精神得以體現。

董事會採納上市規則附錄十四所載之企業管治守則（「企業管治守則」）並遵守其所定之規則、守則及指引，恪守企業管治常規。本公司已遵照企業管治守則，制定本身有關企業管治常規的政策及程序。於截至二零二三年六月三十日止期間，本公司一直遵守企業管治守則項下之所有條文，惟下列情況除外：

Code C.5.8

It is required an agenda and accompanying board papers should be sent, in full, to all directors for regular board meetings and as far as practicable in all other cases. These papers should be sent in a timely manner and at least 3 days before the intended date of a board or board committee meeting (or other agreed period).

Due to the practical reasons, an agenda and related board papers have not been sent, in full, in 3 days in advance to certain meetings of the Board or Board Committee. Save for the disclosure for certain inside information which demanded timely publication of announcements, the Company Secretary has used the best endeavour to fulfil the above practice of three days advance notice.

Code B.2.4

All independent non-executive directors have been in office for more than nine years and a new independent non-executive director was not appointed at the annual general meeting held on 19 June 2023. This deviation is due to the Company's difficulties to identify suitable candidate with appropriate experience and qualification to meet the Company's need.

AUDIT COMMITTEE

The Audit Committee currently consists of three independent non-executive Directors, namely, Mr. Tam Yuk Sang, Sammy, Dr. Ng Chi Yeung, Simon and Ms. Florence Ng. Mr. Tam Yuk Sang, Sammy is the Chairman of the Audit Committee.

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Company and discussed financial reporting matters, including a review of the unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2023, which has also been reviewed by the Company's auditor, RSM Hong Kong, in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. The auditor's independent review report is set out on pages 40 to 41 of this report.

守則第C.5.8條

該條規定董事會定期會議之議程及相關會議文件應全部及時送交全體董事，並至少在計劃舉行董事會或其轄下委員會會議日期之三天前(或協定之其他時間內)送出。董事會其他所有會議在切實可行的情況下亦應採納以上安排。

基於實際理由，若干董事會或其轄下委員會會議未有於三天前收到全部議程及相關會議文件。除若干內幕消息必須及時刊發公告以作披露外，公司秘書已盡最大努力達成上述「三天前通知」之做法。

守則第B.2.4條

所有獨立非執行董事均在任超過九年，而於二零二三年六月十九日舉行之股東週年大會上並無委任新的獨立非執行董事。有此偏離行為乃由於本公司在物色具切合本公司需要之適當經驗及資格之合適人選上遭遇困難。

審核委員會

審核委員會目前由三名獨立非執行董事譚旭生先生、吳志揚博士及吳翠蘭女士組成。譚旭生先生為審核委員會主席。

審核委員會已聯同管理層審閱本公司採納之會計原則及慣例，並討論財務申報事宜，包括審閱本集團截至二零二三年六月三十日止六個月之未經審核簡明綜合財務報表，其亦由本公司核數師羅申美會計師事務所根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」進行審閱。核數師之獨立審閱報告載於本報告第40至41頁。

OTHER INFORMATION

其他資料

REMUNERATION COMMITTEE

The Remuneration Committee currently consists of three Independent Non-executive Directors, namely Mr. Tam Yuk Sang, Sammy, Dr. Ng Chi Yeung, Simon and Ms. Florence Ng. Mr. Tam Yuk Sang, Sammy is the Chairman of the Remuneration Committee.

NOMINATION COMMITTEE

The Nomination Committee currently consists of one Executive Director, namely, Mr. Lee Kwok Leung and three Independent Non-executive Directors, namely, Dr. Ng Chi Yeung, Simon, Mr. Tam Yuk Sang, Sammy and Ms. Florence Ng. Dr. Ng Chi Yeung, Simon is the Chairman of the Nomination Committee.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules as its own code of conduct regarding directors' securities transactions (the "Model Code"). Having made specific enquiry of all directors of the Company, the directors of the Company have confirmed that they have fully complied with the required standard as set out in the Model Code throughout the period ended 30 June 2023.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S SECURITIES

During the six months ended 30 June 2023, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

薪酬委員會

薪酬委員會目前由三名獨立非執行董事譚旭生先生、吳志揚博士及吳翠蘭女士組成。譚旭生先生為薪酬委員會主席。

提名委員會

提名委員會現時由一名執行董事李國樑先生以及三名獨立非執行董事吳志揚博士、譚旭生先生及吳翠蘭女士組成。吳志揚博士為提名委員會主席。

董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易之標準守則（「標準守則」），作為其本身有關董事進行證券交易之操守準則。經向本公司全體董事作出具體查詢後，本公司董事已確認，彼等於截至二零二三年六月三十日止期間內已一直遵守標準守則所載之規定標準。

購買、出售或贖回本公司證券

本公司及其任何附屬公司於截至二零二三年六月三十日止六個月概無購買、出售或贖回任何本公司之上市證券。

CORPORATE INFORMATION

公司資料

BOARD OF DIRECTORS AND CHIEF EXECUTIVE OFFICER

Chairman and Non-executive Director

Dr. Lam Man Chan

Executive Director

Mr. Lee Kwok Leung

Chief Executive Officer

Dr. Yeung Cheuk Kwong

Independent Non-executive Directors

Dr. Ng Chi Yeung, Simon

Mr. Tam Yuk Sang, Sammy

Ms. Florence Ng

AUDIT COMMITTEE

Mr. Tam Yuk Sang, Sammy (Chairman)

Dr. Ng Chi Yeung, Simon

Ms. Florence Ng

REMUNERATION COMMITTEE

Mr. Tam Yuk Sang, Sammy (Chairman)

Dr. Ng Chi Yeung, Simon

Ms. Florence Ng

NOMINATION COMMITTEE

Dr. Ng Chi Yeung, Simon (Chairman)

Mr. Lee Kwok Leung

Mr. Tam Yuk Sang, Sammy

Ms. Florence Ng

JOINT COMPANY SECRETARIES

Mr. Leung Yiu Wah

Ms. Cheng Suk Fun

AUDITOR

RSM Hong Kong

Certified Public Accountants

Registered Public Interest Entity Auditor

INVESTMENT MANAGER

Success Advance Investments Limited

董事會及行政總裁

主席兼非執行董事

林文燦博士

執行董事

李國樑先生

行政總裁

楊卓光博士

獨立非執行董事

吳志揚博士

譚旭生先生

吳翠蘭女士

審核委員會

譚旭生先生 (主席)

吳志揚博士

吳翠蘭女士

薪酬委員會

譚旭生先生 (主席)

吳志揚博士

吳翠蘭女士

提名委員會

吳志揚博士 (主席)

李國樑先生

譚旭生先生

吳翠蘭女士

聯席公司秘書

梁耀華先生

鄭淑芬女士

核數師

羅申美會計師事務所

執業會計師

註冊公眾利益實體核數師

投資經理

駿程投資有限公司

CORPORATE INFORMATION

公司資料

PRINCIPAL BANKERS

Chong Hing Bank Limited
The Hongkong and Shanghai Banking Corporation Limited
Chiyu Banking Corporation Limited
China Construction Bank (Asia) Corporation Limited

CUSTODIAN

Chong Hing Bank Limited

SOLICITORS

As to Hong Kong Law
Sidley Austin

As to Bermuda Law
Appleby

REGISTERED OFFICE

Victoria Place,
5th Floor, 31 Victoria Street,
Hamilton HM 10, Bermuda

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Flat 18, 9/F, Focal Industrial Centre,
Block B, 21 Man Lok street, Hunghom, Kowloon,
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER AGENT IN BERMUDA

Ocorian Management (Bermuda) Limited
Victoria Place,
5th Floor, 31 Victoria Street,
Hamilton HM 10, Bermuda

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

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

WEBSITE

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<http://www.irasia.com/listco/hk/810>

STOCK CODE

810

主要往來銀行

創興銀行有限公司
香港上海滙豐銀行有限公司
集友銀行有限公司
中國建設銀行(亞洲)股份有限公司

託管商

創興銀行有限公司

律師

香港法律方面
盛德國際律師事務所

百慕達法律方面
毅柏律師事務所

註冊辦事處

Victoria Place,
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Hamilton HM 10, Bermuda

香港主要營業地點

香港
九龍紅磡民樂街21號
富高工業中心B座9樓18室

百慕達主要股份過戶登記處

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Victoria Place,
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Hamilton HM 10, Bermuda

香港股份過戶登記分處

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香港
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網址

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股份代號

810

CHINA CASTSON 81 FINANCE COMPANY LIMITED
中國鑄晨 81 金融有限公司

(Continued into Bermuda with limited liability)

(於百慕達存續之有限公司)

Stock Code 股份代號:810

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