



中期報告 **2021**  
INTERIM REPORT

**ZJ** 中基長壽科學  
ZHONG JI LONGEVITY SCIENCE

**Zhong Ji Longevity Science Group Limited**  
**中基長壽科學集團有限公司**

(Incorporated in Bermuda with limited liability 於百慕達註冊成立之有限公司)  
Stock Code 股份代號: 767



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# Corporate Information

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors<sup>1</sup>

Mr. YAN Li (*Chairman*)  
Mr. WANG Hongxin (*Chief Executive Officer*)  
Ms. CAO XIE Qiong

#### Non-executive Directors<sup>2</sup>

Dr. HE Yiwu  
Ms. CHOI Ngai Wah

#### Independent Non-executive Directors<sup>3</sup>

Mr. TAM Ho Leung Simon  
Ms. WANG Weixia  
Mr. CHAI Nan

### AUDIT COMMITTEE MEMBERS<sup>3</sup>

Mr. TAM Ho Leung Simon (*Chairman*)  
Ms. WANG Weixia  
Mr. CHAI Nan

### NOMINATION COMMITTEE MEMBERS<sup>3</sup>

Mr. YAN Li (*Chairman*)  
Mr. TAM Ho Leung Simon  
Ms. WANG Weixia  
Mr. CHAI Nan

### REMUNERATION COMMITTEE MEMBERS<sup>3</sup>

Ms. WANG Weixia (*Chairman*)  
Mr. TAM Ho Leung Simon  
Mr. CHAI Nan

### SHARE AWARD COMMITTEE MEMBERS<sup>4</sup>

Mr. YAN Li (*Chairman*)  
Mr. TAM Ho Leung Simon  
Ms. WANG Weixia  
Mr. CHAI Nan

### COMPANY SECRETARY

Mr. LIU Wai Kin

### AUTHORISED REPRESENTATIVES<sup>5</sup>

Mr. YAN Li  
Mr. LIU Wai Kin

### AUDITOR

Zenith CPA Limited  
Registered Public Interest Entity Auditor  
16/F., Pico Tower  
64-66 Gloucester Road  
Wanchai  
Hong Kong

### PRINCIPAL BANKERS

CMB Wing Lung Bank Limited  
DBS Bank (Hong Kong) Limited

### 董事會

#### 執行董事<sup>1</sup>

閻立先生(*主席*)  
王洪信先生(*首席執行官*)  
曹衆女士

#### 非執行董事<sup>2</sup>

何亦武博士  
蔡藝華女士

#### 獨立非執行董事<sup>3</sup>

譚浩亮先生  
王偉霞女士  
柴楠先生

#### 審核委員會成員<sup>3</sup>

譚浩亮先生(*主席*)  
王偉霞女士  
柴楠先生

#### 提名委員會成員<sup>3</sup>

閻立先生(*主席*)  
譚浩亮先生  
王偉霞女士  
柴楠先生

#### 薪酬委員會成員<sup>3</sup>

王偉霞女士(*主席*)  
譚浩亮先生  
柴楠先生

#### 股份獎勵委員會成員<sup>4</sup>

閻立先生(*主席*)  
譚浩亮先生  
王偉霞女士  
柴楠先生

### 公司秘書

廖偉健先生

### 授權代表<sup>5</sup>

閻立先生  
廖偉健先生

### 核數師

誠豐會計師事務所有限公司  
註冊公眾利益實體核數師  
香港  
灣仔  
告士打道64-66號  
筆克大廈16樓

### 主要往來銀行

招商永隆銀行有限公司  
星展銀行(香港)有限公司

**PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE**

MUFG Fund Services (Bermuda) Limited  
4th Floor, North Cedar House  
41 Cedar Avenue  
Hamilton, HM12  
Bermuda

**HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE**

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

**REGISTERED OFFICE**

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

**PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

Suite Nos. 01-03, 19/F., Sino Plaza  
255-257 Gloucester Road  
Causeway Bay  
Hong Kong

**COMPANY'S WEBSITE**

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

**STOCK CODE**

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*Notes:*

- Mr. WANG Hongxin was appointed as an executive Director and the chief executive officer on 1 May 2021.  
  
Mr. YEUNG Siu Keung resigned as an executive Director on 21 May 2021.
- Ms. YU Yang resigned as a non-executive Director on 1 May 2021.  
  
Dr. HE Yiwu was appointed as a non-executive Director on 13 August 2021.

**主要股份過戶登記處**

MUFG Fund Services (Bermuda) Limited  
4th Floor, North Cedar House  
41 Cedar Avenue  
Hamilton, HM12  
Bermuda

**香港股份過戶登記分處**

香港中央證券登記有限公司  
香港  
灣仔  
皇后大道東183號  
合和中心17樓  
1712-1716號舖

**註冊辦事處**

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

**香港主要營業地點**

香港  
銅鑼灣  
告士打道255-257號  
信和廣場19樓01-03室

**公司網站**

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

**股份代號**

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*附註:*

- 王洪信先生獲委任為執行董事兼首席執行官，自二零二一年五月一日起生效。  
  
楊少強先生於二零二一年五月二十一日辭任執行董事。
- 余楊女士於二零二一年五月一日辭任非執行董事。  
  
何亦武博士於二零二一年八月十三日獲委任為非執行董事。

## Corporate Information

### 公司資料

3. Ms. WANG Weixia was appointed as an independent non-executive Director, the chairman of the remuneration committee and a member of each of the audit committee and the nomination committee of the Board on 16 March 2021.

Mr. TAM Ho Leung Simon was appointed as an independent non-executive Director, the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee of the Board on 1 May 2021.

Mr. CHAI Nan was appointed as an independent non-executive Director, a member of each of the audit committee, the remuneration committee and the nomination committee of the Board on 1 May 2021.

Mr. MAK Ping Leung and Mr. TO Langa Samuelson resigned as independent non-executive Directors and ceased to act as members of each of the audit committee, the remuneration committee and the nomination committee of the Board on 1 May 2021.

Ms. HO Man Wai was appointed as an independent non-executive Director, the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee of the Board on 16 March 2021 and resigned all the positions on 1 May 2021.

Mr. CHAN Wai Dune resigned as an independent non-executive Director and ceased to act as the chairman of each of the audit committee and the remuneration committee and a member of the nomination committee of the Board on 16 March 2021.

4. The Board established a share award committee on 20 May 2021. Mr. YAN Li was appointed as the chairman of the share award committee and Mr. TAM Ho Leung Simon, Ms. WANG Weixia and Mr. CHAI Nan were appointed as members of the share award committee.

5. Mr. YAN Li was appointed as an authorised representative in place of Mr. YEUNG Siu Keung on 1 May 2021.

3. 王偉霞女士於二零二一年三月十六日獲委任為獨立非執行董事、董事會轄下薪酬委員會主席及審核委員會及提名委員會各自之成員。

譚浩亮先生於二零二一年五月一日獲委任為獨立非執行董事、董事會轄下審核委員會主席及薪酬委員會及提名委員會各自之成員。

柴楠先生於二零二一年五月一日獲委任為獨立非執行董事、董事會轄下審核委員會、薪酬委員會及提名委員會各自之成員。

麥炳良先生及杜朗加先生於二零二一年五月一日辭任獨立非執行董事，並不再為董事會轄下各自的審核委員會、薪酬委員會及提名委員會之成員。

何文慧女士於二零二一年三月十六日獲委任為獨立非執行董事，並為董事會轄下的審核委員會之主席，以及薪酬委員會和提名委員會各自之成員，並於二零二一年五月一日辭去所有職位。

陳維端先生於二零二一年三月十六日辭任獨立非執行董事，並不再為董事會轄下審核委員會及薪酬委員會各自之主席，以及提名委員會之成員。

4. 董事會於二零二一年五月二十日成立股份獎勵計劃委員會。閻立先生獲委任為股份獎勵委員會之主席，譚浩亮先生、王偉霞女士及柴楠先生獲委任為股份獎勵委員會成員。

5. 閻立先生於二零二一年五月一日獲委任為授權代表，以代替楊少強先生。

# Management Discussion and Analysis

## 管理層討論及分析

### INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

### INTRODUCTION

Since the change of company name in March 2021, Zhong Ji Longevity Science Group Limited (the “**Company**”) and its subsidiaries (collectively the “**Group**”) have been focusing on expanding its longevity science business. In addition to operating and managing its existing businesses of money lending, securities and other investment, financial and investment advisory and property investment, the Group is expediting the development of its longevity science business and determined to capture the immense growth potential of the industry by accomplishing such business diversification.

During the six months ended 30 June 2021 (the “**Period under Review**”), riding on its existing finance-related businesses, the Group strives to venture into the field of longevity science in an exhaustive and diversified manner to continuously improve its industry and product chains. Leveraging the expertise and extensive experience of its management and operation teams in the biotechnology industry, the Group has deployed its operations in the five key divisions, namely, longevity science research, longevity medical testing, longevity biological products, longevity management services and member division. Through our innovative longevity healthcare solutions, we are committed to realising our vision of “helping people live longer and healthier lives”, thereby building a world’s leading ecosystem platform in longevity science.

The report is presented in Hong Kong dollars (“**HK\$**”), which is the same as the functional currency of the Group.

### 中期股息

董事會議決不宣派截至二零二一年六月三十日止六個月之任何中期股息(截至二零二零年六月三十日止六個月：無)。

### 緒言

自二零二一年三月更名以來，中基長壽科學集團有限公司(「**本公司**」)及其附屬公司(統稱「**本集團**」)一直專注拓展長壽科學業務。除經營及管理現有借貸業務、證券及其他投資業務、金融及投資諮詢業務以及物業投資業務外，本集團正全面加快長壽科學業務之發展步伐，致力實現業務多元化，抓緊行業廣闊的增長空間。

截至二零二一年六月三十日止六個月(「**回顧期內**」)，本集團在原有金融相關業務的基礎上，全面佈局長壽科學領域，積極以全方位、多元化的模式擴展長壽科學的領域，不斷完善產業鏈和產品鏈。憑藉管理層及團隊在生物科技行業之專業知識和豐富經驗，本集團在五大範疇進行營運部署，包括長壽科學研究、長壽醫學檢測、長壽生物製品、長壽管理服務及會員分部，旨在以嶄新的長壽保健解決方案實現「讓人類健康長壽」之願景，矢志打造世界領先的長壽科學生態系統平台。

本報告以港元(「**港元**」)呈列，港元亦即本集團之功能貨幣。



### FINANCIAL RESULTS

The adverse impact of coronavirus disease 2019 (“COVID-19”) against the global economy continued to post uncertainties in the first half of 2021. Despite the global launch of vaccination in different countries around the world, the recovery pace remained sluggish as a result of the new virus variant that forced countries to implement lock down measures to combat the spread of the pandemic. In addition, the global expansionary fiscal policy and monetary policy had triggered the inflationary and debt default risk, hence, increasing the volatility in the financial market and caused adverse impact on the financial performance of the Group.

During the Period Under Review, the Group was principally engaged in the business of money lending, securities and other investments and financial and investment advisory. Given the unstable market environment and sentiment, and to mitigate the volatility risk, the management of the Group took a rather prudent approach in operating the above businesses. This has directly caused the slow down of the existing money lending, security and other investment as well as the financial and investment advisory businesses. In addition, the Group’s grant of share options to the relevant consultants further deteriorated the performance of the Group on the overall basis. Nevertheless, the newly ventured longevity science business recorded a pretty impressive set of results for the Group in the first half of 2021.

During the six months ended 30 June 2021, the Group recorded a total revenue of HK\$16,112,000 (six months ended 30 June 2020: HK\$20,956,000). The Group recorded loss for the period of HK\$20,851,000 (six months ended 30 June 2020: profit for the period of HK\$16,039,000). The additional share options grant amounting to HK\$13.1 million contributed to the overall loss of HK\$20.9 million during the Period Under Review. Nevertheless, the longevity science business contributed revenue of HK\$7.2 million and net profit of HK\$2.84 million which served as a cushion to alleviate the overall losses incurred.

The basic and diluted loss per share were HK\$0.54 cents (30 June 2020: basic and diluted earnings per share were HK\$0.41 cents and HK\$0.11 cents respectively).

For the six months ended 30 June 2021, the Group’s consolidated net assets was HK\$466,923,000 (31 December 2020: HK\$454,886,000).

### 財務業績

二零二一年上半年，二零一九冠狀病毒病(「新冠肺炎」)之不利影響對世界經濟的不確定性依然存在。雖然全球各國陸續開展疫苗接種計劃，惟部分國家出現變種病毒，使各國繼續實施封鎖措施以遏止疫情擴散，影響經濟復甦步伐。此外，全球持續寬鬆的財政和貨幣政策亦引發通脹和債務風險壓力，增加金融市場帶的波動，為本集團財務表現帶來負面影響。

於回顧期內，本集團主要從事借貸、證券及其他投資，以及金融及投資諮詢業務。受不穩定的市場環境及氣氛影響，本集團管理層對經營該等業務採取審慎態度，以降低波動風險。此舉直接令到現有借貸、證券及其他投資，以及金融及投資諮詢業務放緩。此外，本集團向相關顧問授出購股權，進一步拖累本集團的整體表現。然而，新開闢的長壽科學業務於二零二一年上半年為本集團帶來極之良好的業績。

截至二零二一年六月三十日止六個月，本集團錄得總收益16,112,000港元(截至二零二零年六月三十日止六個月：20,956,000港元)。期內，本集團錄得期內虧損20,851,000港元(截至二零二零年六月三十日止六個月：期內溢利16,039,000港元)。額外授出的購股權為數13.1百萬港元，令回顧期內蒙受整體虧損20.9百萬港元。然而，長壽科學業務貢獻收益7.2百萬港元及淨溢利2.84百萬港元，為所蒙受整體虧損提供緩衝作用。

每股基本及攤薄虧損均為0.54港仙(二零二零年六月三十日：每股基本及攤薄盈利分別為0.41港仙及0.11港仙)。

截至二零二一年六月三十日止六個月，本集團之綜合資產淨值為466,923,000港元(二零二零年十二月三十一日：454,886,000港元)。

## BUSINESS REVIEW

### Money Lending Business

Since obtaining the money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) in 2011, Joy Wealth Finance Limited (“**Joy Wealth**”), a wholly-owned subsidiary of the Company, has provided a wide variety of loans with an accumulated amount of approximately HK\$2,536,000 (30 June 2020: HK\$2,536,000). Interest rates ranged from 10%–15% per annum during the period under review (six months ended 30 June 2020: 10%–15%). For the six months ended 30 June 2021, Joy Wealth did not derive any interest income (six months ended 30 June 2020: HK\$536,000) on the loan and interest receivables. Money lenders licence was renewed and granted to Joy Wealth on 23 July 2020 to carry on business as a money lender to 6 April 2021. Joy Wealth is in the midst of renewing its money lenders licence subsequent to 30 June 2021. Details on the loan and interest receivables are set out in note 15 to the condensed consolidated financial statements.

During the six months ended 30 June 2021, a segmental revenue of approximately HK\$6,258,000 (six months ended 30 June 2020: HK\$10,386,000) and a segmental profit of approximately HK\$4,220,000 (six months ended 30 June 2020: HK\$19,102,000) were recorded. The decrease in segmental results was due to a decrease in loan and interest receivables balances during the period under review. The Group monitored closely the repayment progress and assess the recoverability of the loan receivable from time to time. The Group is of the view that majority of the existing loan has been active and only small amount of new loan being lent out in the first half of 2021, the loss allowance was assessed to be minimal therefore no provision of impairment was required for the six month ended 30 June 2021 (six months ended 30 June 2020: HK\$120,000).

The Group has sent numerous demand letters to the borrowers and guarantors but the loan and interest receivables were still outstanding and in default position, the Group will continue to demand repayment from the borrowers and guarantors. The Group has engaged the legal advisor to issue legal letters to the borrowers and guarantors demanding for immediate payment of outstanding loan and interest.

The Group had instructed the legal advisor to commence legal proceedings to various borrowers and filed relevant legal documents to the court. The writ of summons were issued from the Registry of the High Court against the borrowers in respect of the outstanding loan and interest.

### 業務回顧

#### 借貸業務

本公司之全資附屬公司寶欣財務有限公司(「寶欣」)自二零一一年取得《放債人條例》(香港法例第163章)頂下之放債人牌照後，即提供不同類型貸款，累計金額約為2,536,000港元(二零二零年六月三十日：2,536,000港元)。回顧期內之年利率介乎10厘至15厘(截至二零二零年六月三十日止六個月：10厘至15厘)。截至二零二一年六月三十日止六個月，寶欣並無產生來自應收貸款及利息的利息收入(截至二零二零年六月三十日止六個月：536,000港元)。寶欣於二零二零年七月二十三日獲授經續期的放債人牌照，可從事借貸業務直至二零二一年四月六日。寶欣於二零二一年六月三十日後正重續放債人牌照。應收貸款及利息之詳情載於簡明綜合財務報表附註15。

截至二零二一年六月三十日止六個月，本集團錄得分部收益約6,258,000港元(截至二零二零年六月三十日止六個月：10,386,000港元)及分部溢利約4,220,000港元(截至二零二零年六月三十日止六個月：19,102,000港元)。分部業績下滑，乃由於回顧期內的應收貸款及利息結餘減少。本集團緊密監察還款進度，定期評估應收貸款的可收回金額。本集團認為大部分現有貸款均有活躍還款，而二零二一年上半年僅借出少量新貸款，經評估後虧損備抵並不重大，毋須就截至二零二一年六月三十日止六個月計提減值撥備(截至二零二零年六月三十日止六個月：120,000港元)。

本集團多次向借款人及擔保人發出收款單，惟相關應收貸款及利息仍未得到償還並處於違約狀態，本集團將繼續要求借款人及擔保人還款。本集團已委託法律顧問向借款人及擔保人發出律師信，要求立即支付未償還貸款及利息。

本集團已指示法律顧問向多名借款人提起法律訴訟，並已將相關法律文件呈交法庭。高等法院登記處已就未償還貸款及利息向借款人發出傳訊令狀。



## Management Discussion and Analysis

### 管理層討論及分析

Apart from taking legal actions, the Group is actively negotiating with the borrowers to recover the outstanding loan and interest receivables. The Group will continue to put efforts to recover the outstanding loan and interest receivables from overdue borrowers and to seek legal advice from the legal advisor to assess the effectiveness of existing proceeding or potential legal procedures for taking over the ownership of pledged assets from the borrowers and guarantors.

### Securities and Other Investments Business

#### Securities Investment

As at 30 June 2021, the Group was holding several investments which are equity securities listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for long term investment. During the Period under Review, these investments in the listed securities led to a net fair value gain of approximately HK\$23,853,000 (six months ended 30 June 2020: net fair value loss of HK\$371,510,000) recognised in the condensed consolidated statement of comprehensive income. The net fair value loss recognised as other comprehensive income for the same period last year was due to the decrease in the market value of certain listed equity investment during the Period under Review. Significant investments in listed securities are discussed as below.

#### Investment in shares of Imperial Pacific

The major balance of the aforesaid listed securities represented the Group’s investment in 5,426,900,000 shares of Imperial Pacific International Holdings Limited (a company whose shares are listed on the Stock Exchange with Stock Code: 1076) (“**Imperial Pacific**”), representing approximately 3.8% of the issued share capital of Imperial Pacific as at 31 December 2020. Investment costs of the shares of Imperial Pacific were approximately HK\$76,490,000. Imperial Pacific, through its subsidiaries, is mainly engaged in gaming and resort business, including the development and operation of a hotel and casino resort on the Island of Saipan.

As at 30 June 2021, the operation of Imperial Pacific was temporarily ceased since March 2020, to combat against the COVID-19.

除採取法律行動外，本集團亦積極與借款人磋商，冀收回未償還之應收貸款及利息。本集團會繼續努力向逾期借款人追討未償還之應收貸款及利息，並尋求法律顧問的法律意見以評估進行現有或潛在法律程序從借款人及擔保人接管所質押資產之擁有權之成效。

### 證券及其他投資服務

#### 證券投資

於二零二一年六月三十日，本集團持有多項於香港聯合交易所有限公司（「**聯交所**」）上市之股本證券作為長期投資。於回顧期內，該等上市證券投資產生之公平值收益淨額約為23,853,000港元（截至二零二零年六月三十日止六個月：公平值虧損淨額約371,510,000港元），並已於簡明綜合全面收益報表確認。去年同期確認為其他全面收益之公平值虧損淨額源於若干上市股本投資之市值於回顧期內下跌。重大上市證券投資論述如下。

#### 於博華太平洋股份之投資

上述上市證券之主要結餘指本集團於博華太平洋國際控股有限公司（「**博華太平洋**」；股份於聯交所上市之公司，股份代號：1076）之5,426,900,000股股份之投資，佔博華太平洋於二零二零年十二月三十一日已發行股本約3.8%。博華太平洋股份的投資成本約為76,490,000港元。博華太平洋透過其附屬公司主要從事博彩及度假村業務，包括發展及營運塞班島之酒店及博彩度假村。

截止二零二一年六月三十日，為遏制新冠肺炎，博華太平洋之業務已自二零二零年三月開始暫停運作。

### Investment in shares of Capital Environment

The Group also held an investment in 72,500,000 shares of Capital Environment Holdings Limited (“**Capital Environment**”, a company whose shares are listed on the Stock Exchange with stock code: 3989), representing approximately 0.5% of the issued share capital of Capital Environment as at 31 December 2020. Investment cost of the shares of Capital Environment was approximately HK\$25,793,000. Capital Environment is a leading provider of comprehensive waste management solutions and environmental infrastructure services in China.

As at 30 June 2021, the fair value of the shares of Capital Environment held by the Group amounted to approximately HK\$10,005,000 (31 December 2020: approximately HK\$8,700,000), representing approximately 9.5% (31 December 2020: 11.9%) of the Group’s total investment in listed securities and approximately 2.0% (31 December 2020: 1.8%) of the Group’s total assets. There was neither disposal nor addition of shares of Capital Environment during the Period under Review (2020: Nil). The net fair value gain recognised as other comprehensive income for the investment in shares of Capital Environment during the Period under review was approximately HK\$1,305,000 (2020: net fair value loss of HK\$1,668,000). According to the latest interim results announcement of Capital Environment, it recorded revenue of approximately RMB4,004,571,000 and net profit of approximately RMB315,954,000 for the six months period ended 30 June 2021. No dividend income was received from this investment during the six months ended 30 June 2021 (six months ended 30 June 2020: nil).

The Group regularly monitors its investment performance and make appropriate investment decisions regularly. In addition, the Group would allocate part of its resources from time to time to purchase principal-guaranteed wealth management products to increase its overall return.

### 於首創環境股份之投資

本集團另持有首創環境控股有限公司(「**首創環境**」；股份於聯交所上市之公司，股份代號：3989) 72,500,000股股份之投資，佔首創環境於二零二零年十二月三十一日已發行股本約0.5%。首創環境股份的投資成本約為25,793,000港元。首創環境為中國領先的綜合廢物處理方案和環保基礎建設服務之供應商。

於二零二一年六月三十日，本集團所持首創環境股份之公平值約為10,005,000港元(二零二零年十二月三十一日：約8,700,000港元)，佔本集團上市證券投資總額約9.5%(二零二零年十二月三十一日：11.9%)及本集團資產總值約2.0%(二零二零年十二月三十一日：1.8%)。本集團於回顧期內並無出售或增購首創環境股份(二零二零年：無)。於回顧期內，就首創環境股份投資確認為其他全面收益之公平收益約為1,305,000港元(二零二零年：公平值淨虧損1,668,000港元)。根據首創環境之最新中期業績公告，於截至二零二一年六月三十日止六個月，該公司錄得收益約人民幣4,004,571,000元及淨溢利約人民幣315,954,000元。截至二零二一年六月三十日止六個月，本集團於並無從該項投資收取任何股息收入(截至二零二零年六月三十日止六個月：無)。

本集團會定期監察投資表現，以作出適當之投資決定。此外，本集團將不時動用其部分資源購買保本理財產品，以提升整體回報。



### Financial and Investment Advisory Business

Sky State Holdings Limited, through its wholly-owned subsidiary established in the Mainland China, is principally engaged in the provision of short to medium-term financing and related financial management and consulting services since October 2012, with presence across Beijing, Shanghai, Guangzhou, Tianjin, Chongqing and Wuxi. During the six months ended 30 June 2021, a segmental revenue of approximately HK\$2,683,000 (six months ended 30 June 2020: HK\$6,541,000) and a segmental loss of approximately HK\$3,976,000 (six months ended 30 June 2020: HK\$783,000) were recorded. The decrease in segmental revenue and results were due to the quarantine, lockdown and travel restrictions were imposed by the Chinese government to combat the COVID-19 which adversely affected the financial position and operating results of the financial and investment advisory business.

### Property Investment Business

The Group commenced the property investment business at the end of 2020 and the properties held by the Group are held in the location of Mainland China and the Island of Saipan. As all the properties were just acquired during the Period under Review, they were vacant and not yet generated any revenue to the Group. The Group incurred some miscellaneous expenses with regards to the properties during the first half of 2021. The Group will continue to monitor the market condition and will find suitable tenants which can contribute stable rental income to the Group or to dispose the investment properties for capturing profitable capital appreciation.

### Longevity Science Business

COVID-19 and the aging population have aroused public concern for health across the globe, resulting in unprecedented potentials for the development of products and services in the healthcare and medical industry. Recognising the strong growth potential of the longevity science sector, the Group has been stepping up its investment to the sector since last year to capture new business opportunities. During the Period under Review, the Group's longevity science business delivered encouraging performance despite the impact of the pandemic. The revenue of this segment amounted to approximately HK\$7,171,000 (six months ended 30 June 2020: Nil), of which, approximately HK\$3,136,000 was generated from diagnostic consultation and medical testing, and approximately HK\$4,035,000 was contributed by the sales of longevity biological products, with segmental profit of approximately HK\$2,839,000 (six months ended 30 June 2020: nil).

### 金融及投資諮詢業務

自二零一二年十月以來，天邦控股有限公司透過其於中國內地成立之全資附屬公司主要從事提供中短期融資和相關金融管理及諮詢服務，業務遍及北京、上海、廣州、天津、重慶及無錫。截至二零二一年六月三十日止六個月，本集團錄得分部收益約2,683,000港元（截至二零二零年六月三十日止六個月：6,541,000港元）及分部虧損約3,976,000港元（截至二零二零年六月三十日止六個月：783,000港元）。分部收益及業績下滑，乃由於中國政府為遏止新冠肺炎而實施隔離、封鎖及旅遊限制，對金融及投資諮詢業務的財務狀況及經營業績造成打擊所致。

### 物業投資業務

本集團於二零二零年底開始物業投資業務，而本集團持有之物業位於中國內地及塞班島。由於所有物業均於回顧期內購置及仍屬空置，故未為本集團帶來任何收益。於二零二一年上半年，本集團就物業產生少量雜項開支。本集團將繼續監察市況，並將物色能為本集團貢獻穩定租金收入之租戶，或出售投資物業以獲取有盈利之資本增值。

### 長壽科學業務

新冠肺炎及人口老化令全球民眾對自身健康越加重視，令相關健康及醫療產業的產品及服務擁有前所未見的發展空間。本集團洞悉長壽科學板塊之潛在趨勢，自去年起不斷對該板塊加大投資力度抓緊新的商機。於回顧期內，本集團的長壽科學業務在疫情影響下仍錄得不俗的表現，分部收益為約7,171,000港元（截至二零二零年六月三十日止六個月：無）。當中，來自診斷及醫學檢測的收益約為3,136,000港元，而來自長壽生物製品銷售的收益約為4,035,000港元；分部溢利約為2,839,000港元（截至二零二零年六月三十日止六個月：無）。

### *Strengthening in-house R&D and production capabilities*

During the Period under Review, Zhong Ji Longevity Science advanced its diversification into the longevity science business from all fronts, with a focus on strengthening the Group's hard and soft capabilities. The Group recruited a seasoned team of biotechnology and management talents, including the appointment of Academician Randy Wayne Schekman, a Nobel laureate in Physiology or Medicine, as the Honorary Chairman and Chief Scientist of the Group, to immensely enhance the Group's research and development ("R&D") capability, thereby enabling the Group to achieve its strategic goals. In addition, the Group resolved in May to adopt a share award scheme, which aims to recognise employees and individuals who have contributed to the Group's development and business growth as well as to attract talents in the industry.

Perpetual Master Limited ("**Perpetual Master**"), a wholly-owned subsidiary of the Group, has leased a 36,000-square-foot production plant in California, the United States for the production of longevity biological products such as Nicotinamide Mononucleotide (NMN) and VC sustained-release tablets. With certifications of Current Good Manufacture Practices of the United States ("**cGMP**"), the Food and Drug Administration of the United States ("**FDA**") and the National Sanitation Foundation of the United States ("**NSF**"), the production plant is also certified for drug manufacturing, healthcare product and organic food processing in California, thereby ensuring stable support to the production and technology of the Group's flagship products. Through our commitment to building world-class R&D teams and facilities, the Group aims to accelerate its R&D innovation and consolidate its capacity to produce longevity biological products. With our ever-expanding production capacity, the Group is well positioned to take a big stride forward to develop a world's leading ecosystem platform in longevity science.

Given its high start-up cost compounded with the effect of COVID-19 in California, the management of the Group has decided to subcontract the operation to an independent third party to manufacture the longevity biological products on the Group's behalf. The decision made was in line with the management's goal of operational efficiency and effectiveness.

### *致力增強內部研發及生產實力*

於回顧期內，中基長壽科學促進多元化發展，從多方面推進長壽科學業務，同時重點增強本集團的硬實力及軟實力。本集團招攬多位國際生物科技權威專家及管理人才加盟並出任要職，當中包括委任諾貝爾生理學或醫學獎得獎者Randy Wayne Schekman院士出任榮譽主席兼首席科學家，強化本集團的研發(「**研發**」)實力，大力推動本集團實現下一階段的戰略目標。此外，本集團於五月議決採納股份獎勵計劃，旨在表揚對本集團的發展及業務增長作出貢獻的員工及人士，同時吸納行業人才。

本集團之全資附屬公司Perpetual Master Limited (「**Perpetual Master**」)於美國加州租用3.6萬平方英尺的生產廠房，用於長壽生物製品如Nicotinamide Mononucleotide(NMN)及VC緩釋片之生產。該廠房之生產線已通過美國動態藥品生產管理規範(「**cGMP**」)、美國食品藥品監督管理局(「**FDA**」)及美國國家衛生基金會(「**NSF**」)認證，同時擁有美國加州製藥、保健品加工、有機食品加工三重證書，確保本集團旗艦產品的生產及技術得到穩定的支持。透過致力打造世界一流的研發團隊及設施，本集團冀加快創新研發，同時鞏固生產長壽生物製品的能力，不斷擴充產能，向全球領先的長壽科學生態系統平台邁進。

鑒於初始成本高昂，再加受加州的新冠肺炎影響，本集團管理層決定將營運外判予獨立第三方，以代替本集團生產長壽生物製品，此決定與管理層對運營效率及效益的目標相符。



## Management Discussion and Analysis

### 管理層討論及分析

#### *Proactively identifying suitable acquisition opportunities to perfect industry chain*

In order to expand the business scope of different divisions, the Group has been proactively identifying suitable acquisition targets that enable the Group to enhance and enrich its existing business during the Period under Review. In January 2021, Blooming Faith Development Limited, a wholly-owned subsidiary of the Group, acquired two examination centres with world's leading platforms, namely Irving Weissman International Advanced Medical Testing Centre which focuses on cancer prevention and early screening, and Asian Advanced Medical Testing Centre which is engaged in longevity medical testing. The two testing centres boast a combined of 19 categories of cell, health index and disease testing platforms, ranging from circulating tumor cell blood test, cell culture, biological age detection, automatic blood testing, and auto-immune testing. The acquisitions are believed to lay a solid foundation for the Group's longevity medical testing and longevity healthcare operations to generate stable revenue in the long run. The two testing centres commenced their operations in May this year in Shenzhen and their services have been well received by individuals with high net worth in China. In addition, the patents of the Group's two inventions of early cancer screening have been approved by and registered with the Patents Registry of the Intellectual Property Department of the Government of the Hong Kong Special and Administrative Region. With its significant enhancement on the effectiveness and accuracy of early cancer screening, the relevant technologies can help people prevent and treat cancer effectively, which will promote the Group's international position in cancer prevention and early screening.

In terms of longevity science R&D and longevity management services, Perpetual Master entered into a non-legally binding memorandum of understanding ("**MOU**") with China International Osteoarticular Medical Group earlier this year to acquire one of the world's largest FDA-registered international auto-immune cell banks, Asian Integrated Cell Laboratory Limited, which is an international dual-type full-system clinical cell bank for immune cell and stem cell recognised by American Association of Blood Banks ("**AABB**") and International Society for Blood Transfusion (ISBT128). It is primarily engaged in the development and transformation of cell therapies and cell pharmaceuticals, and possesses a number of important patents for inventions in relation to immune cells, stem cells and chondrocyte, as well as several FDA clinical phase II technologies in the fields of lung cancer, hepatocirrhosis, diabetes mellitus, osteoarthritis and aging debility. The Group has been working on the development and transformation of its technologies.

#### *積極物色合適併購機會全面完善產業鏈*

為擴展各分部之業務版圖，本集團於回顧期內致力物色合適的收購對象，旨在提升及豐富現有業務。本集團之全資附屬公司宏烽發展有限公司於二零二一年一月收購世界領先的國際防癌早篩平台－衛斯曼院士國際先進醫療檢測中心，以及世界領先的長壽醫學檢測平台－亞洲先進醫療檢測中心兩間檢測中心。上述兩間檢測中心擁有循環腫瘤細胞血液檢測、細胞培養、生物年齡檢測、全自動血液檢測、自體免疫檢測等19項細胞、健康指數及疾病檢測平台，為本集團在長壽醫學檢測及長壽保健營運奠定堅實基礎，長遠帶來穩定收入。兩個檢測中心的檢測項目已於本年五月於深圳開始投入服務，深受國內高淨值人群歡迎。此外，本集團旗下兩項癌症早篩發明專利於獲香港特別行政區政府知識產權署專利註冊處審批註冊，相關技術能顯著提升癌症早篩的有效性和準確性，有助人類有效預防和治療癌症，提升本集團在世界癌症早篩領域的地位。

在長壽科學研發和長壽管理服務方面，Perpetual Master於本年初與中國國際骨關節醫療集團訂立不具法律約束力諒解備忘錄（「**諒解備忘錄**」），收購旗下目前世界上其中一個最大FDA註冊的國際自體免疫細胞庫－亞洲綜合細胞庫有限公司。此為得到美國血庫協會（「**AABB**」）、國際輸血學會核准編碼標準（ISBT128）認可的免疫細胞、幹細胞雙種類全體系國際臨床細胞庫，主要從事細胞療法、細胞藥品的研發及轉化，並擁有免疫細胞、幹細胞、軟骨細胞多項重要發明專利，在肺癌、肝硬化、糖尿病、骨關節炎、老化衰弱症等領域擁有多項FDA臨床二期的技術，而本集團正不斷研發及轉化旗下技術。

In August this year, the Group acquired the entire equity interest of Banderland Development Investment Holdings Limited (“**Banderland Development**”) at a consideration of RMB154 million. Banderland Development indirectly holds 55% equity interest in Hangzhou Chenghui\* (杭州城慧), which in turns directly holds the entire interest of Hangzhou Chengnan Hospital\* (杭州城南醫院), a second-tier comprehensive hospital specialising in telemedicine, high-end health check, rehabilitation from severe illnesses and comprehensive medical care. Upon completion of the acquisition, the Group will, under the collaboration with Hangzhou Chengnan Hospital, establish Zhejiang Zhongji Longevity Medical Testing Centre and Zhejiang Zhongji Longevity Cloud Centre, to focus on the development of world’s leading longevity medical testing projects, cancer prevention and early screening projects and internet-based international longevity medical testing projects.

#### *Striving to expand and enhance longevity biological products*

In respect of sales and production of longevity biological products, by fully leveraging the Group’s expertise in the cell industry and ongoing enhancement of R&D and production level, the Group has commenced the development and production of its flagship NMN product “ZJ1” and VC sustained-release tablets, as well as other longevity biological products in California, United States since last year. In terms of R&D, the Group’s NMN products are all made from raw materials from the United States, which have passed the toxicity study, obtained certification from FDA and Physicians’ Desk Reference (“**PDR**”) and acquired safety certification for heavy metal and sterility test of the United States. Currently, the Company’s NMN products and VC sustained-release tablets are sold worldwide and well received by high-net-worth individuals. During the period under review, the Group’s scientific research team boosted the R&D progress of “ZJ1” to the seventh generation with the introduction of the longevity functional beverages, safeguarding the health and longevity of people around the world who strive for the quality of life. In terms of marketing and sales strategy, the Group will capitalise the existing customer base, marketing network and sales channels of ZJ1 International Medical Group (Hong Kong) to gradually set up the “Internet + Healthcare” longevity system platform – Zhong Ji Longevity Cloud\* (中基長壽雲).

本年八月，本集團以代價人民幣1.54億元收購 Banderland Development Investment Holdings Limited (「**Banderland Development**」) 全部股權，其間接持有杭州城慧55%的股權，而杭州城慧直接全資擁有杭州城南醫院。杭州城南醫院是一家以二級標準建立的綜合性醫院，以遠距醫療、高端體檢、重症康復、綜合醫療為特色。收購完成後，本集團將與杭州城南醫院共同成立浙江中基長壽醫學檢測中心和浙江中基長壽雲中心，重點發展世界領先的長壽醫學檢測項目、防癌早篩項目和互聯網國際長壽醫學檢測項目。

#### *努力拓展及提升長壽生物製品*

長壽生物製品的銷售及生產方面，自去年起本集團在美國加州開始研發和生產旗艦NMN產品「中基1號」以及VC緩釋片等長壽生物製品，充分利用本集團在細胞領域專業優勢，並不斷提升研發及生產水平。研發上，本集團NMN產品全部採用美國原材料，通過毒理實驗、FDA及美國藥典(「**PDR**」)、美國重金屬及無菌測試安全認證。目前，本集團的NMN產品、VC緩釋片已在全球進行銷售，深受高淨值人士喜愛。於回顧期內，本集團旗下科研團隊將「中基1號」之研發進程推進至第七代，將推出長壽功能飲料，為全球追求生命高品質人士提供健康長壽的保障。在市場銷售方面，本集團將好好利用香港中基1號國際醫療集團現有客戶群、市場網絡及銷售渠道，逐步建立「互聯網+醫療健康」的長壽系統平台 – 中基長壽雲。



## Management Discussion and Analysis

### 管理層討論及分析

#### *Establishing partnerships with world-class companies*

The Group entered into a MOU in relation to forming a strategic partnership with Thermo Fisher Scientific (Hong Kong) Limited (“**Thermo Fisher**”), a forerunner in the field of life sciences. Thermo Fisher will prioritise the Group in the provision of its latest life science technology, software and solution, so as to propel the Group’s development in longevity science and medical diagnosis, enhancing the productivity and R&D capability of the Group’s laboratory.

The Group has also entered into an investment cooperation framework agreement with Hubei Mailyard Share Co., Ltd.\* (湖北美爾雅股份有限公司) (“**Mailyard**”), a company listed on the Shanghai Stock Exchange (Stock Code: 600107.SH). A joint venture, Mailyard Health Group (Hubei) Company Limited (“**Mailyard Health Technology**”), was incorporated in April to focus on the development of advanced medical services such as cancer prevention and early screening, longevity medical testing and cell management, as well as the distribution of longevity biological products, provision of longevity management services and longevity solutions to further extend the Group’s business network.

The management of the Group is confident about the business performance in the second half of the year, and believes that the longevity science business will gradually support the Group’s revenue growth and become a growth driver for Zhong Ji Longevity Science in the future.

#### **Prospect**

As the world is adapting to the new normal due to the COVID-19 pandemic, people become more aware of the importance of maintaining a long and healthy life, which opens up a promising future for the longevity science industry. Reports from BofA Securities, Inc. stated that companies dedicated to staving off death are among the best to invest in for the coming decade, indicating that the development of the longevity science industry is expected to flourish in future. With its unwavering investment over the years, Zhong Ji Longevity Science has begun to bear fruit. The management believes that the Group will gradually strengthen the capability for its long-term development.

#### *與世界級企業建立合作關係*

本集團與生命科學領域的先行者賽默飛世爾科技(香港)有限公司(「**賽默飛世爾**」)就建立戰略合作夥伴關係簽訂諒解備忘錄。賽默飛世爾將為本集團優先提供其最新生命科學技術、軟件及解決方案，以促進本集團於長壽科學及醫療診斷方面之發展，提升本集團實驗室之產能及研發能力。

本集團亦與於上海證券交易所上市之湖北美爾雅股份有限公司(「**美爾雅**」；股份代號：600107.SH)訂立投資合作框架協議，並於四月註冊成立合資公司美爾雅健康集團(湖北)有限公司(「**美爾雅健康科技**」)，重點開展防癌早篩、長壽醫學檢測、細胞管理等先進醫療服務，並經銷長壽生物製品、提供長壽管理服務及長壽解決方案等，進一步延伸集團的業務網絡。

本集團管理層對下半年的業務表現充滿信心，相信長壽科學業務將逐步支撐本集團收益增長，成為中基長壽科學日後之增長引擎。

#### **展望未來**

隨著新冠肺炎逐漸步入常態化，人們更加意識到保持健康長壽的重要性，長壽科學產業發展前景亮麗。美銀證券曾發表報告指未來十年最值得投資的公司之一是致力延遲人類死亡的公司，足證長壽科學領域的未來發展可望更加蓬勃。中基長壽科學在過去堅定不移的投入已經開始取得成果，管理層相信本集團的長遠發展實力得以逐步鞏固。

At present, the Group already possessed world-class longevity medical testing systems and longevity R&D platforms, as well as high-quality and innovative product pipelines. Zhong Ji Longevity Science will keep building up its top R&D team and strengthening strategic cooperation with other companies, so as to constantly enhance its R&D capability and operational efficiency, as well as to offer highly competitive longevity products and services to meet the strong longevity healthcare needs of China's high-net-worth population, thereby driving and supporting the Group's future revenue and earnings growth.

In view of China's steady industrialisation of cancer prevention and early screening, the Group will continue to establish longevity medical testing centres in 18 first and second-tier cities of China through mergers and acquisitions and strategic cooperation in the coming three years, aiming at providing customers with world's leading services of cancer prevention and early screening, longevity medical testing and longevity management. It is expected that our early screening services will reduce the incidence and mortality rates of cancer by benefiting more people at high risk of cancer and other critical illnesses, and thus expediting the national "Healthy China Strategy".

In terms of longevity biological products, the sales of health supplements saw a rising trend year on year thanks to the increasing spending in the health supplement industry. iiMedia Research predicts that the scale of the NMN-containing health supplement industry in China will reach RMB27 billion at a growth rate of nearly 70% by 2023. The Group will fully leverage its expertise in the cellular field and continuously enhance its R&D and production level to introduce higher quality and more effective longevity biological products, with a focus on catering public's desire for longevity and ultimately further increase the Group's market share of global healthcare products. In terms of R&D in longevity science and longevity management services, the Group will focus on the development and related applications of cell and gene therapy, and the provision of cell testing, cell banking and storage, optimisation as well as cell therapy services. The Group plans to provide longevity healthcare solutions for its members in the long run. The Group will also continuously enhance the coordination and operation of its longevity system platform "Zhong Ji Longevity Cloud" and gradually improve its "Internet + Healthcare" longevity system platform, integrating the quality network channels in the offline market on the one hand and providing its customers with the most suitable longevity products and services on the other.

目前，本集團經已具備世界級長壽醫學檢測和長壽科研平台，以及優質創新的產品管線。中基長壽科學將繼續建立行內頂級的科研團隊並加強跨企業之戰略合作，不斷提升自身的研發能力及營運效率，打造極具競爭力的長壽產品和服務，以滿足中國高淨值人群強大的長壽保健需求，同時也為本集團未來的收入和盈利增長帶來重要的動力和支持。

鑑於中國癌症早期篩查領域正在逐步產業化，未來三年，本集團將繼續以併購及戰略合作的模式在全國18個一、二線城市設立長壽醫學檢測中心，為客戶提供世界領先的防癌早篩、長壽醫學檢測以及長壽管理服務，讓早期篩查惠及更多癌症及其他嚴重疾病的高危人群，可望降低癌症發病率和死亡率，加快推進實現國家「健康中國戰略」。

在長壽生物製品方面，鑑於中國保健品行業消費規模逐步擴大，保健品銷售額呈現逐年上漲的趨勢。艾媒諮詢預計二零二三年中國NMN成分保健品市場規模將以近70%的增速攀升達人民幣270億元。本集團將充分利用其在細胞領域的專業優勢，不斷提升研發及生產水平，推出更高品質及效果的長壽生物製品重點解決大眾長壽需求的問題，進一步提升本集團在全球醫療保健產品的市場份額。在長壽科學研發和長壽管理服務方面，本集團將著力發展細胞療法、基因療法研發及相關應用，同時提供細胞檢測、儲存、優化及細胞療法服務，長遠而言為會員提供長壽保健解決方案。本集團亦將不斷加強對旗下長壽系統平台「中基長壽雲」的統籌和營運，逐步完善其「互聯網+醫療健康」長壽系統平台，一方面整合線下優質的市場網路管道，另一方面為客戶提供最合適的長壽產品和服務。



## Management Discussion and Analysis

### 管理層討論及分析

As a pioneer in the field of longevity science, Zhong Ji Longevity Science will invest more resources to build its technology platform in the field of longevity science, striving for enlarging its scope and deepening its foothold, so as to continuously enhance the industry and product chains, as well as to further enhance our brand awareness. Under our organisation structure, the United States branch will be responsible for R&D and production, while the Hong Kong branch for conversion and application and the domestic branch for marketing, services and clinical research. Through such diversified operations, we will be able to realise our development blueprint. The Group will grasp every opportunity in longevity science sector and explore more potential projects and harness national strategies, so as to realise our vision of “helping people live longer and healthier lives” and create long-term returns for its shareholders.

### PRINCIPAL RISKS AND UNCERTAINTIES

The operation of the money lending business is one of the principal activities of the Group and it exposes to a number of risks and uncertainties including exchange rate risk, policy risk, credit risk and liquidity risk.

Besides, the slowdown of the PRC's economic growth, tightening financial regulations as well as challenges from the COVID-19 pandemic may adversely affect the operation of the money lending business and financial and investment advisory business. The volatile and unpredictable stock market in Hong Kong also raises uncertainty on the Group's returns from the securities investment business.

### FINANCIAL REVIEW

#### Liquidity and Financial Resources

As at 30 June 2021, the Group had recorded net current assets of approximately HK\$120,516,000 (31 December 2020: HK\$156,120,000); and cash and bank balances of approximately HK\$20,300,000 (31 December 2020: HK\$40,797,000). The Group did not enter into any financial instruments for hedging purpose.

#### Capital Structure

As at 30 June 2021, the total number of the issued ordinary shares with the par value of HK\$0.001 each was 3,870,102,650 (31 December 2020: 3,870,102,650).

作為長壽科學領域的先行者，中基長壽科學將投放更多資源，持續打造長壽科學領域最廣、最深、最闊的技術平台，不斷完善產業鏈和產品鏈，同時進一步推廣和提升品牌知名度，形成美國分部負責研發及生產；香港分部負責轉化及應用；國內分部負責市場、服務和臨床研究的佈局，以多元化業務逐步實現發展藍圖。本集團將適時捕捉在長壽科學領域的機遇，發掘更多潛質優厚的項目，並乘國家戰略之東風，矢志實現「讓人類健康長壽」的願景，為股東創造長遠的回報。

### 主要風險及不明朗因素

本集團主要活動之一為借貸業務，該業務面對多種風險及不明朗因素，包括匯率風險、政策風險、信貸風險及流動資金風險。

此外，中國經濟增長放緩、金融法規持續收緊及新冠肺炎之挑戰或會對經營借貸業務以及金融及投資諮詢業務造成不利影響。香港股市波動及不可預測亦增加本集團證券投資業務回報之不確定性。

### 財務回顧

#### 流動資金及財務資源

於二零二一年六月三十日，本集團錄得流動資產淨值約120,516,000港元(二零二零年十二月三十一日：156,120,000港元)；以及現金及銀行結餘約20,300,000港元(二零二零年十二月三十一日：40,797,000港元)。本集團並無訂立任何金融工具作對沖用途。

#### 資本結構

於二零二一年六月三十日，每股面值0.001港元之已發行普通股總數為3,870,102,650股(二零二零年十二月三十一日：3,870,102,650股)。

### Significant Investment, Acquisition and Disposal

Save for disclosed elsewhere in this report, there was no significant investment, acquisition or disposal of subsidiaries and associated companies that should be notified to the shareholders of the Company (the “Shareholders”) for the six months ended 30 June 2021 incurred.

### Segment Information

Details of segment information of the Group for the six months ended 30 June 2021 are set out in note 5 to the condensed consolidated financial statements.

### Employees and Remuneration Policy

As at 30 June 2021, the Group had 33 employees which were mainly stationed in Hong Kong and the PRC. In-house training programs were provided for its employees to enhance their skills and job knowledge. The management of the Company would continue to foster close co-operation among the employees.

The remuneration policies of the Company aim at ensuring that remuneration levels are appropriate and in line with the Company’s target, mission and business performance. To do so, the Company considers various relevant factors such as the remuneration levels of its market competitors, market practices, job duties, responsibilities and scope, financial and non-financial performance, as well as the suitability of performance-based remuneration arrangements.

### Details of Charges on Assets

As at 30 June 2021, the Group did not pledge any assets to banks or other financial institutions (31 December 2020: Nil).

### 重大投資、收購及出售

除本報告其他部分所披露者外，截至二零二一年六月三十日止六個月概無進行應知會本公司股東（「股東」）之重大投資以及關於附屬公司及聯營公司之收購或出售。

### 分部資料

本集團截至二零二一年六月三十日止六個月之分部資料詳情載於簡明綜合財務報表附註5。

### 僱員及薪酬政策

於二零二一年六月三十日，本集團聘有33名僱員，主要駐於香港及中國。本集團為僱員提供內部培訓計劃，以增進彼等之技能及工作知識。本公司管理層將繼續與僱員維持緊密合作關係。

本公司之薪酬政策旨在確保薪酬水平恰當，並與本公司制定之目標、使命及業務表現一致。為此，本公司考慮多項相關因素，例如市場競爭對手之薪酬水平、市場慣例、工作職務、職責及範圍、財務及非財務表現，以及與工作表現掛鈎之薪酬安排之可取性。

### 資產押記詳情

於二零二一年六月三十日，本集團並無向銀行或其他財務機構質押任何資產（二零二零年十二月三十一日：無）。



#### Future Plans for Material Investment or Capital Assets

It is the Group's corporate mission to continue to explore ways to improve its financial performance, to diversify its operations into new and more profitable businesses and to broaden the sources of revenue within acceptable risk level. Hence, the Company does not rule out the possibility of investing in or changing to other profitable business as long as it is in the interest of the Company and the Shareholders as a whole. Also, as part of its routine exercise, the Company reviews the performance of its existing investment portfolio and evaluates the investment potentials of other investment opportunities available to the Company from time to time. Subject to the results of such reviews, the Company may make suitable investment decisions according to the then circumstance and information available which may involve the disposal of the whole or part of its existing investment portfolio and/or change of the asset allocation of its investment portfolio and/or expanding its investment portfolio with a view of realising and/or optimising the expected return and minimising the risks. Meanwhile, the Company does not preclude the possibility that the Company may implement debt and/or equity fund raising plan(s) to satisfy the financing needs arising out of any business development of the Group as well as to improve its financial position in the event that suitable fund raising opportunities arise, as the Company has from time to time been approached by investors for potential investment projects.

Save as disclosed elsewhere in this report, as at the date of this report, the Company had not entered into any agreement, arrangement, understanding, intention or negotiation that should be disclosed pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO").

#### Treasury Policy

The Group has adopted a treasury policy on 24 May 2011 in relation to the Group's investment in securities of other listed companies on the Stock Exchange. The objective of the policy is to enable the Group to control and govern the possible future securities investments (if any, which may or may not occur).

#### 重大投資或資本資產之未來計劃

本集團之企業使命為繼續尋求方法提升財務表現，多元化發展業務至盈利能力更高之新行業，並在可承受風險水平下擴闊收益來源。因此，在符合本公司及股東整體利益之情況下，本公司不排除可能投資於或改為從事其他有利可圖之業務。此外，作為日常操作一部分，本公司不時檢討現有投資組合之表現及評估本公司所發掘其他投資機會之投資潛力。基於有關檢討結果，本公司可能因應當時情況及可取得之資料作出適當投資決定，當中可能涉及全部或局部出售現有投資組合及／或更改投資組合之資產分配及／或擴闊投資組合，以變現及／或改善預期回報及盡量減低風險。與此同時，由於投資者不時就潛在投資項目與本公司接洽，故本公司不排除於合適集資機會出現時落實進行債務及／或股本集資計劃，以應付本集團任何業務發展所產生之融資需要及改善財務狀況。

除本報告其他部分所披露者外，於本報告日期，本公司並無訂立任何根據聯交所證券上市規則（「上市規則」）及香港法例第571章證券及期貨條例（「證券及期貨條例」）應披露之協議、安排、諒解、意向或商談。

#### 理財政策

本集團於二零一一年五月二十四日採納一項有關本集團投資於其他聯交所上市公司證券之理財政策，旨在讓本集團得以控制及規管可能於未來進行之證券投資（如有，可能會亦可能不會發生）。

### Working Capital and Gearing Ratio

The gearing ratio of the Group as at 30 June 2021 (defined as the Group's total interest-bearing liabilities divided by the Group's total equity) was approximately 1.6% (31 December 2020: 1.6%).

### Foreign Exchange Exposures

Business transactions of the Group are mainly denominated in Hong Kong dollars and Renminbi. The Group has not implemented any foreign currency hedging policy at the moment. However, in view of the fluctuation of Renminbi in recent years, continuous monitoring on the foreign exchange exposure is carried out and the management will consider hedging the foreign exchange exposure if it has material impact on the Group.

### Capital Commitment

As at 30 June 2021, the Group did not have any capital commitment (31 December 2020: Nil).

### Contingent Liability

As at 30 June 2021, the Group had no material contingent liability (31 December 2020: Nil).

### EVENTS AFTER THE REPORTING PERIOD

Please refer to Notes to the accounts 25, Events After The Reporting Period.

\* For identification only

### 營運資金及資產負債比率

於二零二一年六月三十日，本集團的資產負債比率(界定為本集團計息負債總額除以本集團權益總額)約為1.6%(二零二零年十二月三十一日：1.6%)。

### 外匯風險

本集團之業務交易主要以港元及人民幣計值。本集團現時並無實行任何外幣對沖政策。然而，鑑於人民幣近年波動，管理層會持續監察外匯風險，並於有關風險對本集團造成重大影響之情況下考慮進行對沖。

### 資本承擔

於二零二一年六月三十日，本集團並無任何資本承擔(二零二零年十二月三十一日：無)。

### 或然負債

於二零二一年六月三十日，本集團並無重大或然負債(二零二零年十二月三十一日：無)。

### 報告期後事項

請參閱會計附註25報告期後事項。



# Other Information

## 其他資料

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 30 June 2021, the interests and short positions of the Directors, the chief executive of the Company nor their close associates (as defined in the Listing Rules) had any interests or short positions in the shares of the Company, underlying shares and debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which any such Directors or the chief executive of the Company is taken or deemed to have under such provisions of the SFO); or (b) were required to be recorded in the register required to be kept by the Company, pursuant to Section 352 of the SFO; or (c) were required to be notified to the Company or the Stock Exchange, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing rules, were as follows:

### 董事及最高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

於二零二一年六月三十日，董事、本公司最高行政人員或彼等之緊密聯繫人(定義見上市規則)於本公司股份、本公司或任何相聯法團(定義見證券及期貨條例第XV部)相關股份及債券中擁有(a)須根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所之權益及淡倉(包括任何該等本公司董事或最高行政人員根據證券及期貨條例有關條文視為或當作擁有之權益或淡倉)；或(b)須根據證券及期貨條例第352條記入本公司須存置之登記冊內之權益及淡倉；或(c)須根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則通知本公司或聯交所之權益及淡倉如下：

Name of Director	Capacity	Number of Shares held in long position (L)/short position (S)	Number of underlying Shares held in long position (L)/short position (S)	Total number of Shares in long position (L)/short position (S)	Percentage (Note 2)
董事姓名	身份	所持股份屬長倉(L)/短倉(S)數目	所持相關股份屬長倉(L)/短倉(S)數目	屬長倉(L)/短倉(S)的股份總數	百分比(附註2)
Mr. Yan Li	Interest of controlled corporation	-	9,200,000,000 (L) 9,200,000,000 (S)	9,200,000,000 (L) 9,200,000,000 (S)	237.72% (L) 237.72% (S)
閻立先生	受控制企業權益				
	Beneficial owner	184,030,000 (L)	-	184,030,000 (L)	4.76% (L)
	實益擁有人				
Ms. Cao Xie Qiong	Interest of spouse	41,540,000 (L)	-	41,540,000 (L)	1.07% (L)
曹衆女士	配偶權益				

#### Notes:

- Mr. Yan Li holds, through his wholly and beneficially owned company, 90.76% shareholding interest in Zhong Ji 1 International Medical Group (Hong Kong) Limited, which in turn holds convertible notes issued by the Company in a principal amount of HK\$1,840,000,000, the conversion rights of which, if exercised in full, are convertible into 9,200,000,000 shares of the Company.
- This represented the approximate percentage of the total number of issued Shares as at 30 June 2021.

#### 附註：

- 閻立先生透過其全資實益擁有之公司持有香港中基1號國際醫療集團有限公司90.76%股權權益，而香港中基1號國際醫療集團有限公司持有本公司所發行本金額為1,840,000,000港元之可換股票據，倘全面行使相關兌換權，則可兌換為9,200,000,000股本公司股份。
- 此相當於二零二一年六月三十日之已發行股份總數之概約百分比。

Save as disclosed above, as at 30 June 2021, none of the Directors or chief executive of the Company and/or their respective close associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

除上文所披露者外，於二零二一年六月三十日，概無本公司董事或最高行政人員及/或彼等各自之緊密聯繫人於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之任何股份、相關股份及債券中擁有任何權益或淡倉。

## SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2021, so far as being known to the Directors or chief executive of the Company, the interests and short positions of the substantial Shareholders or other persons (other than the Directors or chief executive of the Company) in the Shares and underlying Shares which have been disclosed to the Company pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO and have been recorded in the register required to be kept by the Company pursuant to section 336 of the SFO were as follows:

### Long/short position in ordinary shares of the Company:

### 主要股東於股份、相關股份及債券之權益

於二零二一年六月三十日，就本公司董事或最高行政人員所知，主要股東或其他人士（本公司董事或最高行政人員除外）於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部之條文已向本公司披露及已記入根據證券及期貨條例第336條本公司須存置之登記冊之權益及淡倉如下：

### 於本公司普通股之好倉／淡倉：

Name	Capacity	Number of Shares held in long position (L)/short position (S)	Number of underlying Shares		Total number of Shares in long position (L)/short position (S)	Approximate percentage of issued share capital of the Company (Note 1) 佔本公司已發行股本之概約百分比 (附註1)
			entitled in long position (L)/short position (S)	entitled in long position (L)/short position (S)		
名稱／姓名	身份	所持好倉(L)／淡倉(S)股份數目	所享有好倉(L)／淡倉(S)相關股份數目	好倉(L)／淡倉(S)股份總數		
<b>(I) Substantial Shareholders</b>						
<b>(I) 主要股東</b>						
Harmony Delight Holdings Limited ("Harmony Delight") (Notes 2 and 3) 愉和控股有限公司(「愉和」)(附註2及3)	Beneficial owner 實益擁有人	-	10,912,000,000 (L)		10,912,000,000 (L)	281.96% (L)
Ma Hongyi (Note 4) 馬宏義(附註4)	Interest of controlled corporation 受控制公司權益	100,000,000 (L)	10,912,000,000 (L)		11,012,000,000 (L)	284.54% (L)
Zhong Ji 1 International Medical Group (Hong Kong) Limited ("Zhong Ji 1") (Notes 3 and 5) 香港中基1號國際醫療集團有限公司 (「中基1號」)(附註3及5)	Beneficial owner 實益擁有人	-	9,200,000,000 (L)		9,200,000,000 (L)	237.72% (L)
		-	9,200,000,000 (S)		9,200,000,000 (S)	237.72% (S)
China International Osteoarticular Medical Group Limited (Note 6)	Interest of controlled corporation 受控制公司權益	-	9,200,000,000 (L)		9,200,000,000 (L)	237.72% (L)
China International Osteoarticular Medical Group Limited (附註6)		-	9,200,000,000 (S)		9,200,000,000 (S)	237.72% (S)

## Other Information

### 其他資料

Name	Capacity	Number of Shares	Number of	Total number of	Approximate
		held in long position (L)/short position (S)	underlying Shares entitled in long position (L)/short position (S)	Shares in long position (L)/short position (S)	percentage of issued share capital of the Company
名稱/姓名	身份	所持好倉(L)/淡倉(S)股份數目	所享有好倉(L)/淡倉(S)相關股份數目	好倉(L)/淡倉(S)股份總數	(Note 1) 佔本公司已發行股本之概約百分比 (附註1)
Jia Rutong 賈茹桐	Beneficial owner 實益擁有人	761,136,145 (L)	-	761,136,145 (L)	19.67% (L)
Allied Summit Inc. (Note 7) Allied Summit Inc. (附註7)	Beneficial owner 實益擁有人	580,659,755 (L) 580,659,755 (S)	- -	580,659,755 (L) 580,659,755 (S)	15% (L) 15% (S)
Su Weibiao (Note 8) 蘇維標 (附註8)	Interest of controlled corporation 受控制公司權益	580,659,755 (L) 580,659,755 (S)	- -	580,659,755 (L) 580,659,755 (S)	15% (L) 15% (S)
<b>(II) Other Persons</b>					
<b>(II) 其他人士</b>					
DeTai Finance Limited 德泰財務有限公司	Person having a security interest in shares 擁有股份抵押權益之人士	580,659,755 (L)	-	580,659,755 (L)	15% (L)
Treasure Champion Limited (Note 9) Treasure Champion Limited (附註9)	Interest of controlled corporation 受控制公司權益	580,659,755 (L)	-	580,659,755 (L)	15% (L)
DeTai New Energy Group Limited (Note 10) 德泰新能源集團有限公司 (附註10)	Interest of controlled corporation 受控制公司權益	580,659,755 (L)	-	580,659,755 (L)	15% (L)



## Notes:

1. Based on a total of 3,870,102,650 Shares in issue as at 30 June 2021.
2. Harmony Delight held convertible notes with conversion price of HK\$0.2 per Share issued by the Company (the “Convertible Notes”) in the principal amount of HK\$342,400,000.
3. On 5 November 2020, a mortgage was entered into between Zhong Ji 1 as mortgagor and Harmony Delight as mortgagee in respect of the Convertible Notes in the principal amount of HK\$1,840,000,000.
4. Harmony Delight was wholly owned by Mr. Ma Hongyi.
5. Zhong Ji 1 held the Convertible Notes in the principal amount of HK\$1,840,000,000.
6. Zhong Ji 1 was 90.76% owned by China International Osteoarticular Medical Group Limited, which in turn wholly owned by Mr. Yan Li.
7. On 8 October 2019, Allied Summit Inc. charged 580,659,755 Shares in favour to DeTai Finance Limited.
8. Allied Summit Inc. was wholly owned by Mr. Su Weibiao.
9. DeTai Finance Limited was wholly owned by Treasure Champion Limited.
10. Treasure Champion Limited was wholly owned by DeTai New Energy Group Limited.

Save as disclosed above, as at 30 June 2021, the Company had not been notified of any other interests or short positions in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or recorded in the register kept by the Company pursuant to Section 336 of the SFO.

## 附註：

1. 以於二零二一年六月三十日之合共3,870,102,650股已發行股份為基礎。
2. 愉和持有本公司所發行本金額為342,400,000港元之可換股票據，兌換價為每股股份0.2港元（「可換股票據」）。
3. 於二零二零年十一月五日，中基1號（作為按揭人）與愉和（作為承按人）就本金額為1,840,000,000港元之可換股票據訂立一項按揭。
4. 愉和由馬宏義先生全資擁有。
5. 中基1號持有本金額為1,840,000,000港元之可換股票據。
6. 中基1號由China International Osteoarticular Medical Group Limited擁有90.76%權益，而China International Osteoarticular Medical Group Limited由閔立先生全資擁有。
7. 於二零一九年十月八日，Allied Summit Inc.以德泰財務有限公司為受益人抵押580,659,755股股份。
8. Allied Summit Inc.由蘇維標先生全資擁有。
9. 德泰財務有限公司由Treasure Champion Limited全資擁有。
10. Treasure Champion Limited由德泰新能源集團有限公司全資擁有。

除上文所披露者外，於二零二一年六月三十日，本公司並無獲任何人士知會於本公司股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部向本公司披露，或本公司根據證券及期貨條例第336條規定存置之登記冊所記錄之任何其他權益或淡倉。

#### SHARE OPTIONS

The Company adopted the share option scheme (the “**Share Option Scheme**”) pursuant to an ordinary resolution passed on 12 June 2012 (the “**Adoption Date**”). The purpose of the Share Option Scheme is to provide incentives to the grantee, including employee, officer, agent, consultant or representative of the Group (including any executive or non-executive director of any member of the Group), to contribute to the Group and to enable the Group to recruit high-calibre employees and attract resources that are valuable to the Group. The Share Option Scheme shall be valid and effective for a period of ten years commencing from the Adoption Date and will expire on 11 June 2022.

At the annual general meeting held on 2 June 2017, the Shareholders duly approved the existing scheme mandate limit under the Share Option Scheme be refreshed and renewed provided that the total number of shares of the Company which may be allotted and issued pursuant to the grant or exercises of the options under the Share Option Scheme (excluding options previously granted, outstanding, cancelled, lapsed or exercised under the Share Option Scheme) shall not exceed 10% of the shares of the Company in issue as at 2 June 2017, that is 387,010,265 shares of the Company. The Directors are authorised, subject to compliance with the Listing Rules, to grant options under the Share Option Scheme up to the refreshed limit and to exercise all the powers of the Company to allot, issue and deal with shares of the Company pursuant to the exercise of such options granted under the Share Option Scheme. Share options granted should be accepted within 28 days after the date of grant, upon payment of HK\$1 per each grant of the share options. The subscription price will be a price determined by the Board and at least the highest of: (a) the closing price of the shares as stated in the Stock Exchange’s daily quotations sheets on the date of grant of the option, which must be a business day; (b) the average closing price of the shares as stated in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the date of grant of the option; and (c) the nominal value of the shares. The total number of shares which may be issued upon exercise of options must not exceed 30% of the number of shares in issue from time to time. No options may be granted if such grant would result in the 30% limit being exceeded. Details were shown in the circular of the Company dated 28 April 2017.

#### 購股權

本公司根據於二零一二年六月十二日(「**採納日期**」)通過之普通決議案採納購股權計劃(「**購股權計劃**」)。購股權計劃旨在向承授人(包括本集團之僱員、高級職員、代理、顧問或代表(包括本集團任何成員公司之執行或非執行董事))提供貢獻本集團之獎勵，並讓本集團可招募對本集團有價值之高質素僱員及吸納資源。購股權計劃於自採納日期起計十年內有效及生效，並將於二零二二年六月十一日屆滿。

於二零一七年六月二日舉行之股東周年大會上，股東正式批准更新及重訂有關購股權計劃之現有計劃授權上限，惟因根據購股權計劃授出購股權或因購股權獲行使(不包括根據購股權計劃先前已授出、未行使、已註銷、已失效或已行使之購股權)而可能配發及發行之本公司股份總數不得超過二零一七年六月二日本公司已發行股份之10%(即387,010,265股本公司股份)。董事獲授權在遵守上市規則之前提下，根據購股權計劃授出數目最高達更新上限之購股權，並行使本公司一切權力以因根據購股權計劃所授出之購股權獲行使而配發、發行及處理本公司股份。所授出之購股權應於授出日期後28天內，就每次授出購股權支付1港元而予以接納。認購價將為董事會釐定之價格，並最少為下列三者中之最高者：(a)於購股權授出日期(必須為營業日)聯交所每日報價表所列股份之收市價；(b)於緊接購股權授出日期前五個營業日聯交所每日報價表所列股份之平均收市價；及(c)股份面值。因購股權獲行使而可能發行之股份總數，不得超過不時已發行股份數目之30%。倘授出購股權將導致超過該30%限額，則不得授出任何購股權。詳情載於本公司日期為二零一七年四月二十八日之通函內。

The maximum number of shares of the Company (issued and to be issued) upon exercise of the share options granted under the Share Option Scheme and any other share option schemes of the Company (including options exercised, cancelled or outstanding) to each eligible person in any 12-month period shall not exceed 1% of the total number of shares of the Company in issue unless approval of the Shareholders is obtained. Any grant of share options to a Director, the chief executive of the Company, substantial Shareholder, or Controlling Shareholder or any of their respective associates (as defined in the Listing Rules), is subject to approval by the independent non-executive Directors (excluding independent non-executive Director who is the grantee of the share options). In addition, where the Board proposes to grant any share options to a substantial Shareholder or an independent non-executive Director or any of their respective associates, and such share options, if exercised in full, would result in the total number of shares of the Company issued and to be issued upon exercise of all the share options already granted and to be granted (including options exercised, cancelled and outstanding) to such person in the past 12-month period up to and including the date of grant in excess of 0.1% of the total number of shares of the Company in issue on the date of grant and with an aggregate value (based on the closing price of the shares of the Company on the date of grant) in excess of HK\$5,000,000, such further grant of share options is subject to the Shareholders' approval in general meeting.

On 31 December 2020, the Company granted an aggregate of 386,800,000 share options to 10 eligible grantees (none of the grantees nor any of their respective associates (as defined in the Listing Rules) are Directors, chief executives or substantial shareholders (as defined in the Listing Rules) of the Company) with an exercise price of HK\$0.400 per new share. The grantees are consultants of the Company, whom are from various backgrounds including industry participants, strategic business consultants and financial advisers who had introduced clients, investors and potential business opportunities to the Company or provided financial advice or strategic business strategies to the Company. The Company granted the share options in order to provide incentives to the grantees maximize the revenues and the sustainable growth of the Group and as a reward for the grantees' contributions to the continual operation and development of the Company. The period during which these share options can be exercised is from 31 December 2023 to 30 December 2030.

除非已取得股東批准，否則因於任何12個月期間根據購股權計劃或本公司任何其他購股權計劃授予任何一名合資格人士之購股權(包括已行使、已註銷或未行使之購股權)獲行使而已發行及將予發行之本公司股份最高數目不得超過本公司已發行股份總數之1%。向本公司之董事、最高行政人員、主要股東、控股股東或彼等各自任何聯繫人(定義見上市規則)授出任何購股權均須經獨立非執行董事(不包括身為購股權承授人之獨立非執行董事)批准。此外，倘董事會建議向主要股東、獨立非執行董事或彼等各自任何聯繫人授出任何購股權，而有關購股權(如全數獲行使)將導致因於截至(並包括)授出日期止過去12個月期間已經及將會授予有關人士之所有購股權(包括已行使、已註銷及未行使之購股權)獲行使而已發行及將予發行之本公司股份總數超過本公司於授出日期已發行股份總數之0.1%，且總值(按本公司股份於授出日期之收市價計算)超過5,000,000港元，則進一步授出有關購股權須經股東於股東大會上批准。

於二零二零年十二月三十一日，本公司向十名合資格的承授人(概無彼等及其各自聯繫人(定義見上市規則)為本公司董事、最高行政人員或主要股東(定義見上市規則))授出合共386,800,000份購股權，行使價為每股新股份0.400港元。承授人為本公司顧問，彼等來自不同的背景，包括同業人員、策略業務顧問及財務顧問，曾向本公司轉介客戶、投資者及潛在商業機會，或向本公司提供財務建議或戰略業務策略。本公司授予購股權旨在激勵承授人促進本集團的收入和持續增長的最大化，並作為獎勵承授人對本公司持續經營及發展所作貢獻。可行使該等購股權的期間為二零二三年十二月三十一日至二零三零年十二月三十日。



## Other Information

### 其他資料

Movements of the aforesaid share options during the period were as follows: 上述購股權於期內的變動如下：

Category	Number of share options 購股權數量				Outstanding as at 30 June 2021 於二零二一年 六月三十日 尚未行使
	Outstanding as at 1 January 2021 於二零二一年 一月一日 尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Cancelled/lapsed during the period 期內註銷/失效	
Other participants – consultants 其他參與者 – 顧問	386,800,000	-	-	-	386,800,000

Save as disclosed above, there were no share options granted, exercised, cancelled or lapsed under the Share Option Scheme during six months ended 30 June 2021.

除上文所披露者外，截至二零二一年六月三十日止六個月，購股權計劃下的購股權並無授出、註銷或失效。

### SHARE AWARD SCHEME

The Company adopted the share award scheme (the “Share Award Scheme”) on 18 May 2021. The purpose and the objective of the scheme are to recognise the contributions of certain participants to the development and growth of the Group and to provide them with incentives in order to retain them for the continual operation and development and to attract suitable personnel for further development of the Group.

### 股份獎勵計劃

本公司於二零二一年五月十八日採納股份獎勵計劃（「股份獎勵計劃」）。該計劃的目的及目標旨在表揚若干參與者對本集團的發展及增長所作出的貢獻，並向彼等提供獎勵，以挽留彼等繼續營運及發展，並吸納合適的人員促進本集團的進一步發展。

The Company may from time to time, allot and issue new shares in the share capital of the Company to the trustee as directed by the Board and/or share award committee, which shall constitute part of the trust fund, for the grant of restricted shares to selected participant(s) as set out in the rules of the Share Award Scheme and the trust deed. The Board shall not make any further award which will result in the aggregated number of restricted shares granted pursuant to the Share Award Scheme (excluding restricted shares that have been forfeited in accordance with the Share Award Scheme) exceeding 10% of the issued share capital of the Company as at 18 May 2021, that is 387,010,265 shares of the Company.

本公司可不時配發及發行本公司股本中的新股份予董事會及／或股份獎勵委員會指示的受托人，其構成信託基金的一部分，以授出受限制股份予股份獎勵計劃及信託契據規則所載的經選定參與者。董事會不得授出任何進一步獎勵，導致根據股份獎勵計劃授予的受限制股份的總數（不包括根據股份獎勵計劃被沒收的受限制股份）超過本公司於二零二一年五月十八日的已發行股本的10%（即387,010,265股本公司股份）。

No shares were awarded under the Share Award Scheme of the Company during the six months ended 30 June 2021.

截至二零二一年六月三十日止六個月，概無根據本公司的股份獎勵計劃授出任何股份。

## PURCHASE, SALE OR REDEMPTION OF SHARES

During the six months ended 30 June 2021, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

## CORPORATE GOVERNANCE

The Company has complied with the code provisions (the "Code Provision(s)") set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 to the Listing Rules during the six months ended 30 June 2021 except the following deviations:

### Code Provision A.2.1

Code provision A.2.1 of the CG Code stipulates that the roles of the chairman and the chief executive should be separate and should not be performed by the same person. The role of the chief executive of the Company was vacant since 10 January 2020. The vacancy of chief executive was filled following the appointment of Mr. Wang Hongxin as the chief executive officer on 1 May 2021.

### Code Provision A.6.7

Code Provision A.6.7 of the CG Code stipulates that independent non-executive directors and other non-executive directors should attend general meetings to gain and develop a balanced understanding of the views of shareholders. A special general meeting was held by the Company on 29 January 2021 ("SGM"), Ms. Yu Yang, a non-executive Director at that time and Mr. Chan Wai Dunuan, an independent non-executive Director at that time, were absent from the SGM as they were required to attend other business meeting at that time.

### Code Provision C.1.2

Code provision C.1.2 of the CG Code stipulates that management should provide all members of the board with monthly updates giving a balanced and understandable assessment of the issuer's performance, position and prospects in sufficient detail to enable the board as a whole and each director to discharge their duties under Rule 3.08 and Chapter 13. During the six months ended 30 June 2021, the management of the Company did not provide the Directors with monthly updates on the Company's financial position and performance as required under the Code provision C.1.2 due to the change of the management and negligence of the former assistant chief financial officer of the Company. This deviation from the Code had been rectified after the appointment of the new financial controller of the Company in May 2021, and the Company will ensure that monthly updates shall be provided to the Directors in the future.

## 購買、出售或贖回股份

於截至二零二一年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回任何本公司上市股份。

## 企業管治

於截至二零二一年六月三十日止六個月，本公司已遵守上市規則附錄十四所載企業管治守則(「企業管治守則」)之守則條文(「守則條文」)，惟以下偏離事項除外：

### 守則條文A.2.1

企業管治守則之守則條文A.2.1規定，主席與首席執行官的角色應有區分，並不應由一人同時兼任。本公司首席執行官一職自二零二零年一月十日懸空。自王洪信先生於二零二一年五月一日獲委任為首席執行官後，首席執行官的職位才得以填補。

### 守則條文A.6.7

企業管治守則之守則條文A.6.7規定，獨立非執行董事及其他非執行董事應出席股東大會，以對股東的意見有全面、公正的了解。本公司於二零二一年一月二十九日舉行股東特別大會(「股東特別大會」)，其時的非執行董事余楊女士及其時的獨立非執行董事陳維端先生因當時須出席其他業務會議，在股東特別大會上缺席。

### 守則條文C.1.2

企業管治守則之守則條文C.1.2規定，管理層應每月向董事會全體成員提供更新資料，詳細載列有關上市發行人的表現、財務狀況及前景的公正及易於理解的評估，讓董事會全體成員及每位董事履行上市規則第3.08條及第十三章所規定的職責。截至二零二一年六月三十日止六個月期間，由於管理層出現變動及本公司前任副首席財務官疏忽職守，本公司管理層未能按守則條文C.1.2規定，每月向董事提供本公司財務狀況及表現的最新資料。自本公司於二零二一年五月委任新財務總監以後，此守則偏離得以修正，且本公司會確保日後向董事提交每月最新資料。

## Other Information

### 其他資料

#### Code Provision E.1.2

Code provision E.1.2 of the CG Code stipulates that the chairman of the board should attend the annual general meeting. Mr. Yan Li was unable to attend the annual general meeting held on 30 June 2021 due to illness. In his absence, he had assigned Ms. Choi Ngai Wah, a non-executive Director, to chair the annual general meeting in place of Mr. Yan to answer any queries from shareholders of the Company.

#### CODE OF CONDUCT REGARDING DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the terms contained in the Model Code for Security Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules as the Company's code of conduct for security transactions and dealing (the "Model Code"). All existing Directors, upon specific enquiry, have confirmed that they have complied with the Model Code during the six months ended 30 June 2021.

#### UPDATE ON DIRECTORS' INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, changes in information of the Director since the last published 2020 annual report of the Company and up to date of this report are set out below:

1. Ms. Ho Man Wai ceased to act as the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee of the Board on 1 May 2021.
2. Mr. Mak Ping Leung and Mr. To Langa Samuelson ceased to act as members of each of the audit committee, the remuneration committee and the nomination committee of the Board on 1 May 2021.
3. Mr. Tam Ho Leung Simon was appointed as the chairman of the audit committee and a member of each of the remuneration committee and the nomination committee of the Board on 1 May 2021.
4. Mr. Chai Nan was appointed as a member of each of the audit committee, the remuneration committee and the nomination committee of the Board on 1 May 2021.

#### 守則條文E.1.2

企業管治守則的守則條文E.1.2規定，董事會主席應出席股東周年大會。閻立先生因病未能出席於二零二一年六月三十日舉行的股東周年大會。在彼缺席時，已指派非執行董事蔡藝華女士替代閻先生主持股東周年大會，以回答本公司股東的任何提問。

#### 董事進行證券交易之操守守則

本公司已採納上市規則附錄十中之上市發行人董事進行證券交易的標準守則所載之條款，作為本公司進行證券交易及買賣之操守守則（「標準守則」）。全體現任董事均於接受具體查詢後確認，彼等於截至二零二一年六月三十日止六個月已遵守標準守則。

#### 董事資料更新

根據上市規則第13.51B(1)條，自本公司上一次刊發二零二零年年報以來直至本報告日期為止，董事資料變動載列如下：

1. 何文慧女士於二零二一年五月一日不再出任董事會轄下審核委員會之主席，薪酬委員會及提名委員會各自之成員。
2. 麥炳良先生及杜朗加先生於二零二一年五月一日不再出任董事會轄下審核委員會、薪酬委員及提名委員會各自之成員。
3. 譚浩亮先生於二零二一年五月一日獲委任為董事會轄下審核委員會之主席，薪酬委員會及提名委員會各自之成員。
4. 柴楠先生於二零二一年五月一日獲委任為董事會轄下審核委員會、薪酬委員會及提名委員會各自之成員。



5. Mr. Yan Li was appointed as an authorised representative in place of Mr. Yeung Siu Keung on 1 May 2021.
6. Mr. Yan Li was appointed as the chairman of the share award committee, and Mr. Tam Ho Leung Simon, Ms. Wang Weixia, Mr. Chai Nan were appointed as members of the share award committee on 20 May 2021.
5. 閻立先生於二零二一年五月一日獲委任替代楊少強先生為授權代表。
6. 閻立先生獲委任為股份獎勵委員會之主席，以及譚浩亮先生、王偉霞女士、柴楠先生於二零二一年五月二十日獲委任為股份獎勵委員會之成員。

### AUDIT COMMITTEE REVIEW

The audit committee of the Company (the “**Audit Committee**”) currently comprises of three independent non-executive Directors, Mr. Tam Ho Leung Simon (the chairman of this committee), Ms. Wang Weixia and Mr. Chai Nan. The Audit Committee has adopted terms of reference which are in line with the CG Code.

The unaudited condensed consolidated results for the six months ended 30 June 2021 have been reviewed by the Audit Committee.

As at the date of this report, the Directors are:

<i>Executive Directors</i>	<i>Independent Non-executive Directors</i>
Mr. Yan Li ( <i>Chairman</i> )	Mr. Tam Ho Leung Simon
Mr. Wang Hongxin ( <i>Chief Executive Officer</i> )	Ms. Wang Weixia
Ms. Cao Xie Qiong	Mr. Chai Nan
 <i>Non-executive Directors</i>	
Dr. He Yiwu	
Ms. Choi Ngai Wah	

By order of the Board  
**Zhong Ji Longevity Science Group Limited**  
**Yan Li**  
*Chairman*

Hong Kong, 30 August 2021

### 審核委員會審閱

本公司審核委員會(「**審核委員會**」)目前由三名獨立非執行董事譚浩亮先生(委員會主席)、王偉霞女士及柴楠先生組成。審核委員會已採納符合企業管治守則之職權範圍。

截至二零二一年六月三十日止六個月之未經審核簡明綜合業績已經由審核委員會審閱。

於本報告日期，董事如下：

<i>執行董事</i>	<i>獨立非執行董事</i>
閻立先生(主席)	譚浩亮先生
王洪信先生(首席執行官)	王偉霞女士
曹衆女士	柴楠先生
 <i>非執行董事</i>	
何亦武博士	
蔡藝華女士	

承董事會命  
**中基長壽科學集團有限公司**  
**閻立**

香港，二零二一年八月三十日

# Condensed Consolidated Statement of Profit or Loss

## 簡明綜合損益表

Six months ended 30 June 2021  
截至二零二一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	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
		Notes 附註	
Revenue	收益	5	20,956
Cost of goods sold	已售商品成本		-
Gross profit	毛利		14,141
Other income and gains	其他收入及收益	6	851
Selling and distribution expenses	銷售及分銷開支		(2,820)
Administrative expenses	行政開支		(29,779)
Finance costs	財務成本	7	(43)
Other expenses	其他開支		-
Share of results of joint ventures	應佔合營企業業績		(3,201)
<b>(LOSS)/PROFIT BEFORE TAX</b>	<b>除稅前(虧損)/溢利</b>	9	<b>(20,851)</b>
Income tax expense	所得稅開支	8	-
<b>(LOSS)/PROFIT FOR THE PERIOD</b>	<b>期內(虧損)/溢利</b>		<b>(20,851)</b>
Attributable to:	歸屬於:		
Owners of the Company	本公司擁有人		(20,801)
Non-controlling interests	非控股權益		(50)
			<b>(20,851)</b>
<b>(LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY</b>	<b>歸屬於本公司普通權益 持有人之每股(虧損)/ 盈利</b>	10	
Basic	基本		HK(0.54) cents (0.54)港仙
Diluted	攤薄		HK(0.54) cents (0.54)港仙

# Condensed Consolidated Statement of Comprehensive Income

## 簡明綜合全面收益報表

Six months ended 30 June 2021  
截至二零二一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	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
<b>(LOSS)/PROFIT FOR THE PERIOD</b>	期內(虧損)/溢利	<b>(20,851)</b>	16,039
<b>OTHER COMPREHENSIVE INCOME/(LOSS)</b>	其他全面收益/(虧損)		
Items that may be reclassified to profit or loss:	可重新分類至損益之項目：		
Exchange differences on translation of foreign operations	換算海外業務時產生之匯兌差額	<b>(4,031)</b>	(10,131)
		<b>(4,031)</b>	(10,131)
Items that may not be reclassified to profit or loss:	不會重新分類至損益之項目：		
Changes in fair value of equity investments designated at fair value through other comprehensive income	指定為按公平值透過其他全面收益入賬之股本投資之公平值變動	<b>23,853</b>	(371,510)
		<b>23,853</b>	(371,510)
<b>OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF TAX</b>	期內其他全面收益/(虧損)，經扣除稅項	<b>19,822</b>	(381,641)
<b>TOTAL COMPREHENSIVE LOSS FOR THE PERIOD</b>	期內全面虧損總額	<b>(1,029)</b>	(365,602)
Total comprehensive loss for the period attributable to:	歸屬於以下人士的期內全面虧損總額：		
Owners of the Company	本公司擁有人	<b>(130)</b>	(365,425)
Non-controlling interests	非控股權益	<b>(899)</b>	(177)
		<b>(1,029)</b>	(365,602)



# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況報表

30 June 2021  
二零二一年六月三十日

			<b>30 June 2021</b>	31 December 2020
			二零二一年 六月三十日	二零二零年 十二月三十一日
			<b>(Unaudited)</b>	(Audited)
			(未經審核)	(經審核)
		Notes 附註	<b>HK\$'000</b>	HK\$'000
			千港元	千港元
<b>NON-CURRENT ASSETS</b>				
<b>非流動資產</b>				
Property, plant and equipment	物業、廠房及設備	12	<b>1,351</b>	1,370
Investment properties	投資物業		<b>30,720</b>	30,523
Right-of-use assets	使用權資產	13	<b>758</b>	1,156
Interests in joint ventures	於合營企業之權益		<b>347</b>	3,504
Interests in an associate	於聯營公司之權益		<b>3,642</b>	–
Equity investments designated at fair value through other comprehensive income	指定為按公平值透過其他全面收益入賬之股本投資	14		
			<b>105,611</b>	73,345
Loan and interest receivables	應收貸款及利息	15	<b>148,925</b>	127,779
Deposits and prepayments	按金及預付款項	16	<b>56,275</b>	62,691
<b>Total non-current assets</b>	<b>非流動資產總值</b>		<b>347,629</b>	300,368
<b>CURRENT ASSETS</b>				
<b>流動資產</b>				
Inventories	存貨		<b>1,196</b>	–
Loan and interest receivables	應收貸款及利息	15	<b>42,374</b>	39,661
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	16	<b>79,932</b>	94,221
Tax recoverable	可收回稅項		<b>3,078</b>	3,193
Cash and cash equivalents	現金及現金等價物		<b>20,300</b>	40,797
<b>Total current assets</b>	<b>流動資產總值</b>		<b>146,880</b>	177,872
<b>CURRENT LIABILITIES</b>				
<b>流動負債</b>				
Trade payables	應付賬款	17	<b>1,819</b>	–
Other payables and accruals	其他應付款項及應計費用	18	<b>13,160</b>	5,542
Interest-bearing other borrowing	計息其他借貸	19	<b>7,582</b>	7,487
Lease liabilities	租賃負債		<b>824</b>	822
Amounts due to related companies	應付關聯公司款項	20	–	2,540
Tax payable	應付稅項		<b>2,979</b>	5,361
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>26,364</b>	21,752

# Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況報表

30 June 2021  
二零二一年六月三十日

			<b>30 June 2021</b> 二零二一年 六月三十日 <b>(Unaudited)</b> (未經審核) <b>HK\$'000</b> 千港元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
		Notes 附註		
<b>NET CURRENT ASSETS</b>	流動資產淨值		<b>120,516</b>	156,120
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	資產總值減流動負債		<b>468,145</b>	456,488
<b>NON-CURRENT LIABILITIES</b>	非流動負債			
Deferred tax liabilities	遞延稅項負債		<b>1,222</b>	1,207
Lease liabilities	租賃負債		-	395
Total non-current liabilities	非流動負債總額		<b>1,222</b>	1,602
<b>NET ASSETS</b>	資產淨值		<b>466,923</b>	454,886
<b>EQUITY</b>	權益			
Share capital	股本	21	<b>3,870</b>	3,870
Reserves	儲備		<b>437,898</b>	424,962
			<b>441,768</b>	428,832
<b>Equity attributable to owners of the Company</b>	歸屬於本公司擁有人之權益			
Non-controlling interests	非控股權益		<b>25,155</b>	26,054
<b>Total equity</b>	權益總額		<b>466,923</b>	454,886

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔											
		Share capital	Share premium account	Fair value reserve	Contributed surplus	PRC statutory reserve	Exchange fluctuation reserve	Share option reserve	Equity component of convertible notes	Accumulated losses	Total	Non-controlling interests	Total equity
		股本 HK\$'000 千港元	股份溢價賬 HK\$'000 千港元	公平值儲備 HK\$'000 千港元	實繳盈餘 HK\$'000 千港元	中國法定儲備 HK\$'000 千港元	匯兌波動儲備 HK\$'000 千港元	購股權備用 HK\$'000 千港元	可換股票據之權益部分 HK\$'000 千港元	累計虧損 HK\$'000 千港元	總計 HK\$'000 千港元	非控股權益 HK\$'000 千港元	權益總額 HK\$'000 千港元
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	3,870	932,470	(138,506)	277,102	25,045	(14,468)	72	1,755,856	(2,412,609)	428,832	26,054	454,886
Loss for the period (unaudited)	期內虧損(未經審核)	-	-	-	-	-	-	-	-	(20,801)	(20,801)	(50)	(20,851)
Other comprehensive income for the period (unaudited)	期內其他全面收益(未經審核)	-	-	23,853	-	-	(3,182)	-	-	-	20,671	(849)	19,822
Total comprehensive loss for the period (unaudited)	期內全面虧損總額(未經審核)	-	-	23,853	-	-	(3,182)	-	-	(20,801)	(130)	(899)	(1,029)
Equity-settled share option arrangements (unaudited)	以權益結算的購股權安排(未經審核)	-	-	-	-	-	-	13,066	-	-	13,066	-	13,066
At 30 June 2021 (unaudited)	於二零二一年六月三十日 (未經審核)	3,870	932,470*	(114,653)*	277,102*	25,045*	(17,650)*	13,138*	1,755,856*	(2,433,410)*	441,768	25,155	466,923

		Attributable to owners of the Company 本公司擁有人應佔											
		Share capital	Share premium account	Fair value reserve	Contributed surplus	PRC statutory reserve	Exchange fluctuation reserve	Share option reserve	Equity component of convertible notes	Accumulated losses	Total	Non-controlling interests	Total equity
		股本 HK\$'000 千港元	股份溢價賬 HK\$'000 千港元	公平值儲備 HK\$'000 千港元	實繳盈餘 HK\$'000 千港元	中國法定儲備 HK\$'000 千港元	匯兌波動儲備 HK\$'000 千港元	購股權備用 HK\$'000 千港元	可換股票據之權益部分 HK\$'000 千港元	累計虧損 HK\$'000 千港元	總計 HK\$'000 千港元	非控股權益 HK\$'000 千港元	權益總額 HK\$'000 千港元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	3,870	932,470	349,810	277,102	25,966	(22,908)	-	1,228,455	(1,852,208)	942,557	24,812	967,369
Profit for the period (unaudited)	期內溢利(未經審核)	-	-	-	-	-	-	-	-	15,797	15,797	242	16,039
Other comprehensive loss for the period (unaudited)	期內其他全面虧損(未經審核)	-	-	(371,510)	-	-	(9,712)	-	-	-	(381,222)	(419)	(381,641)
Total comprehensive loss for the period (unaudited)	期內全面虧損總額(未經審核)	-	-	(371,510)	-	-	(9,712)	-	-	15,797	(365,425)	(177)	(365,602)
Deregistration of subsidiaries (unaudited)	附屬公司撤銷註冊(未經審核)	-	-	-	-	(1,138)	-	-	-	1,138	-	-	-
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	3,870	932,470	(21,700)	277,102	24,828	(32,620)	-	1,228,455	(1,835,273)	577,132	24,635	601,767

\* These reserve accounts comprise the consolidated other reserves of HK\$437,898,000 (31 December 2020: HK\$424,962,000) in the condensed consolidated statement of financial position.

\* 該等儲備賬包含簡明綜合財務狀況報表內之綜合其他儲備437,898,000港元(二零二零年十二月三十一日: 424,962,000港元)。



# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

		<b>Six months ended 30 June</b>	
		<b>截至六月三十日止六個月</b>	
		<b>2021</b>	2020
		<b>二零二一年</b>	二零二零年
		<b>(Unaudited)</b>	(Unaudited)
		<b>(未經審核)</b>	(未經審核)
		<b>HK\$'000</b>	HK\$'000
		<b>千港元</b>	千港元
<b>Net cash used in operating activities</b>	經營活動動用之現金淨額	<b>(4,086)</b>	(83,614)
<b>Cash flows from investing activities</b>	投資活動之現金流量		
Bank interest received	已收銀行利息	<b>576</b>	550
Capital injection to joint ventures	向合營企業注資	-	(2,815)
Purchases of items of property, plant and equipment	購置物業、廠房及設備項目	<b>(348)</b>	(5,976)
Dividends received from financial assets at fair value through profit or loss	按公平值透過損益入賬之金融資產之已收股息	-	41
Dividends received from financial assets at amortised costs	按攤銷成本入賬之金融資產之已收股息	-	4,262
Purchase of equity investments designated at fair value through other comprehensive income	購買指定為按公平值透過其他全面收益入賬之股權投資	<b>(8,413)</b>	-
Capital injection of an associate	向一間聯營公司注資	<b>(3,642)</b>	-
Purchases of financial assets at amortised costs	購買按攤銷成本入賬之金融資產	-	(11,038)
Redemption of financial assets at amortised costs	贖回按攤銷成本入賬之金融資產	-	34,351
<b>Net cash (used in)/generated from investing activities</b>	投資活動(動用)/產生之現金淨額	<b>(11,827)</b>	19,375

## Condensed Consolidated Statement of Cash Flows

### 簡明綜合現金流量表

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

		<b>Six months ended 30 June</b>	
		截至六月三十日止六個月	
		<b>2021</b>	2020
		二零二一年	二零二零年
		<b>(Unaudited)</b>	(Unaudited)
		(未經審核)	(未經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
<b>Cash flows from financing activities</b>	<b>融資活動之現金流量</b>		
Principal and interest element of lease payments	租賃付款之本金及利息部分	<b>(450)</b>	(961)
<b>Net cash used in financing activities</b>	<b>融資活動動用之現金淨額</b>	<b>(450)</b>	(961)
<b>Net decrease in cash and cash equivalents</b>	<b>現金及現金等價物減少淨額</b>	<b>16,363</b>	(65,200)
Effect of foreign exchange rate changes	外幣匯率變動之影響	<b>(4,134)</b>	(8,873)
Cash and cash equivalents at beginning of period	期初之現金及現金等價物	<b>40,797</b>	154,958
<b>Cash and cash equivalents at end of period</b>	<b>期末之現金及現金等價物</b>	<b>20,300</b>	80,885
<b>Analysis of cash and cash equivalents</b>	<b>現金及現金等價物分析</b>		
Bank and cash balances	現金及銀行結餘	<b>20,300</b>	80,885

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 1. GENERAL INFORMATION

With effect from 3 March 2021, the English name of the Company was changed from Asia Pacific Silk Road Investment Company Limited to Zhong Ji Longevity Science Group Limited and the Chinese name 中基長壽科學集團有限公司 was adopted as the secondary name of the Company to replace the previous Chinese name 亞太絲路投資有限公司.

The Company is a limited liability company incorporated in Bermuda and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered address of the Company is located at Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM10, Bermuda. The principal place of business of the Company was located at Office A, 3/F, Man Lok Building, 93 Bonham Strand, Sheung Wan, Hong Kong and has been changed to Suites 1901-03, 19/F, Sino Plaza, 255-257 Gloucester Road, Causeway Bay, Hong Kong with effect from 8 February 2021.

During the period, the Group was involved in the following principal activities:

- Longevity science business
- Money lending
- Securities and other investments
- Financial and investment advisory
- Property investment

### 1. 一般資料

本公司之英文名稱已由「Asia Pacific Silk Road Investment Company Limited」更改為「Zhong Ji Longevity Science Group Limited」，而中文名稱「中基長壽科學集團有限公司」已獲採納作為本公司第二名稱，以取代過往之中文名稱「亞太絲路投資有限公司」，由二零二一年三月三日起生效。

本公司為於百慕達註冊成立之有限責任公司，其股份於香港聯合交易所有限公司（「聯交所」）上市。本公司之註冊地址為 Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM10, Bermuda。本公司之主要營業地點原位於香港上環文咸東街93號文樂商業大廈3樓A室，並已更改為香港銅鑼灣告士打道255-257號信和廣場19樓1901-03室，自二零二一年二月八日起生效。

本集團於期內從事以下主要業務：

- 長壽科學業務
- 借貸
- 證券及其他投資
- 金融及投資諮詢
- 物業投資



# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 2. 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.

These condensed consolidated financial statements should be read in conjunction with the 2020 annual financial statements. The accounting policies and methods of computation used in the preparation of these condensed financial statements are consistent with those used in the annual financial statements for the year ended 31 December 2020 except as stated below.

#### Associate

Associate is entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of an entity but is not control or joint control over those policies. The existence and effect of potential voting rights that are currently exercisable or convertible, including potential voting rights held by other entities, are considered when assessing whether the Group has significant influence. In assessing whether a potential voting right contributes to significant influence, the holder’s intention and financial ability to exercise or convert that right is not considered.

Investment in an associate is accounted for in the consolidated financial statements by the equity method and is initially recognised at cost. Identifiable assets and liabilities of the associate in an acquisition are measured at their fair values at the acquisition date. The excess of the cost of acquisition over the Group’s share of the net fair value of the associate’s identifiable assets and liabilities is recorded as goodwill. The goodwill is included in the carrying amount of the investment and is tested for impairment together with the investment at the end of each reporting period when there is objective evidence that the investment is impaired. Any excess of the Group’s share of the net fair value of the identifiable assets and liabilities over the cost of acquisition is recognised in consolidated profit or loss.

### 2. 編製基準

本簡明綜合財務報表乃按照香港會計師公會（「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的適用披露規定編製。

該等簡明綜合財務報表應與二零二零年年度財務報表一併閱覽。用於編製該等簡明財務報表的會計政策及計算方法與截至二零二零年十二月三十一日止年度的年度財務報表內所用者一致，惟下文所載各項除外。

#### 聯營公司

聯營公司為本集團對其有重大影響力之實體。重大影響力指有權參與實體財務及經營政策之決策，但不控制或共同控制該等政策。於評估本集團是否擁有重大影響力時，會考慮現時是否存在可行使或可轉換之潛在投票權（包括其他實體持有之潛在投票權）及其影響。於評估潛在投票權是否具重大影響力時，並未計及持有人行使或轉換該投票權之意向及財務能力。

於一家聯營公司之投資以權益法於綜合財務報表列賬，且初步按成本確認。於收購中，聯營公司之可識別資產及負債於收購日期按公平值計量。收購成本超出本集團應佔聯營公司可識別資產及負債之公平淨值之差額列為商譽。商譽計入投資之賬面值，且倘有客觀證據顯示投資已減值，則於各報告期末與投資一併進行減值測試。本集團應佔可識別資產及負債公平淨值超出收購成本之任何差額於綜合損益中確認。

## 2. BASIS OF PREPARATION (Continued)

### Associate (Continued)

The Group's share of an associate's post-acquisition profits or losses is recognised in consolidated profit or loss, and its share of the post-acquisition movements in reserves is recognised in the consolidated reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The gain or loss on the disposal of an associate that results in a loss of significant influence represents the difference between (i) the fair value of the consideration of the sale plus the fair value of any investment retained in that associate and (ii) the Group's share of the net assets of that associate plus any remaining goodwill relating to that associate and any related accumulated foreign currency translation reserve. If an investment in an associate becomes an investment in a joint venture, the Group continues to apply the equity method and does not remeasure the retained interest.

### Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average basis. The cost of finished goods comprises raw materials, direct labour and an appropriate proportion of all production overhead expenditure, and where appropriate, subcontracting charges. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

## 2. 編製基準(續)

### 聯營公司(續)

本集團應佔聯營公司之收購後溢利或虧損於綜合損益確認，而其應佔收購後儲備變動於綜合儲備內確認。累計收購後變動就投資賬面值作出調整。當本集團應佔聯營公司之虧損相當於或超逾其於聯營公司之權益時(包括任何其他無抵押應收款項)，本集團不會確認進一步虧損，惟其須代表聯營公司承擔責任或付款除外。倘聯營公司其後錄得溢利，則本集團僅於其應佔溢利與未確認之應佔虧損相等後，方會繼續確認其應佔溢利。

出售一家聯營公司導致失去重大影響力之收益或虧損指 (i)出售代價之公平值，加該聯營公司保留任何投資之公平值與 (ii)本集團應佔該聯營公司之資產淨值加與該聯營公司有關的任何餘下商譽及任何有關累計外幣換算儲備間之差額。倘於聯營公司之投資成為於合營企業之投資，則本集團繼續應用權益法，且不會重新計量保留權益。

### 存貨

存貨按成本及可變現淨值的較低者列賬。成本是使用加權平均法釐定。成品的成本包括原材料、直接勞工及所有生產管理費用的使用比例，以及(如適用)分包費用。可變現淨值是在正常業務過程中的估計售價，減去估計完成成本及進行銷售所需的估計成本。

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 3. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant to its operations and effective for its accounting period beginning on 1 January 2021. HKFRSs comprise Hong Kong Financial Reporting Standards; Hong Kong Accounting Standards; and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group’s accounting policies, presentation of the Group’s financial statements and amounts reported for the current period and prior year.

The Group has not applied the new HKFRSs that have been issued but are not yet effective. The application of these new HKFRSs will not have material impact on the financial statements of the Group.

### 4. 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.

### 3. 應用新訂及經修訂香港財務報告準則

於本期間，本集團已採納由香港會計師公會頒佈且與其業務營運有關並自二零二一年一月一日開始之會計期間生效之所有新訂及經修訂香港財務報告準則（「香港財務報告準則」）。香港財務報告準則包括香港財務報告準則、香港會計準則及詮釋。採納該等新訂及經修訂香港財務報告準則並無對於本期間及過往年度之本集團會計政策、本集團財務報表之呈列及所呈報金額造成重大變動。

本集團尚未應用已發行但尚未生效的新香港財務報告準則。應用該等新香港財務報告準則不會對本集團財務報表產生重大影響。

### 4. 公平值計量

簡明綜合財務狀況表所反映之本集團之金融資產及金融負債之賬面值與其各自之公平值相若。

公平值是於計量日期市場參與者於有秩序交易中出售資產可收取或轉讓負債須支付的價格。以下公平值計量披露乃採用將用於計量公平值之估值方法輸入數據劃分為三級之公平值等級作出：

第1級輸入數據：本集團可於計量日期取得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：除第1級所包括之報價以外，資產或負債之直接或間接可觀察輸入數據。

第3級輸入數據：資產或負債之不可觀察輸入數據。



**4. FAIR VALUE MEASUREMENTS** (Continued)

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.

**4. 公平值計量**(續)

本集團之政策為於事件或情況變動導致轉撥當日確認任何三個等級之轉入及轉出。

Description	描述	Fair value measurements as at 30 June 2021 using Level 1 於二零二一年六月三十日使用第1級之公平值計量 (unaudited) (未經審核) HK\$'000 千港元
Recurring fair value measurements: Equity investments designated at fair value through other comprehensive income: Listed equity investments	經常性公平值計量： 指定為按公平值透過其他全面收益入賬之股本投資： 上市股本投資	<b>105,611</b>

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 4. FAIR VALUE MEASUREMENTS (Continued)

### 4. 公平值計量(續)

Description	描述	Fair value measurements as at 31 December 2020 using Level 1 於二零二零年十二月三十一日使用第1級之公平值計量 (audited) (經審核) HK\$'000 千港元
Recurring fair value measurements:	經常性公平值計量：	
Equity investments designated at fair value through other comprehensive income:	指定為按公平值透過其他全面收益入賬之股本投資：	
Listed equity investments	上市股本投資	73,345

**5. REVENUE AND SEGMENT INFORMATION**

For management purposes, the Group is organised into business units based on their services and has five (30 June 2020: four) reportable operating segments as follows:

- (a) Longevity science business: provision of diagnostic consultation, health and medical testing and checking as well as distribution of healthcare supplements;
- (b) Money lending: provision of loan financing for interest income;
- (c) Securities and other investments: holding of equity investments and investment in short to long-term financial assets for dividend income;
- (d) Financial and investment advisory: provision of financial and investment consulting services; and
- (e) Property investment: investment in properties for rental income and/or for potential capital appreciation.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit or loss, which is a measure of adjusted profit or loss before tax. The adjusted profit or loss before tax is measured consistently with the Group's profit before tax except that bank interest income, share of results of joint ventures, finance costs as well as head office and corporate income and expenses are excluded from such measurement.

Segment assets exclude tax recoverable and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude tax payable, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

As at 30 June 2021, majority of the Group's non-current assets were located in the PRC (31 December 2020: same).

**5. 收益及分部資料**

為便於管理，本集團基於業務單位之服務籌組該等單位，現時擁有下列五個(二零二零年六月三十日：四個)可呈報經營分部：

- (a) 長壽科學業務：提供診斷諮詢、健康醫療測試及檢測以及保健品分銷；
- (b) 借貸：提供貸款融資以賺取利息收入；
- (c) 證券及其他投資：持有股本投資及短期至長期金融資產投資以賺取股息收入；
- (d) 金融及投資諮詢：提供金融及投資顧問服務；及
- (e) 物業投資：投資於物業以賺取租金收入及／或作潛在資本增值。

為作出有關資源分配之決策及評估表現，管理層分開監察本集團各經營分部之業績。分部表現乃基於可呈報分部損益評估，即以經調整除稅前損益計量。經調整除稅前損益之計量方法與本集團除稅前溢利之計量方法貫徹一致，惟計量前者時會撇除銀行利息收入、應佔合營企業業績、財務成本以及總辦事處及公司收入及開支。

由於可收回稅項及其他未分配總辦事處及公司資產乃按集團基準管理，故分部資產不包括該等資產。

由於應付稅項、遞延稅項負債以及其他未分配總辦事處及公司負債乃按集團基準管理，故分部負債不包括該等負債。

於二零二一年六月三十日，本集團大部分非流動資產位於中國(二零二零年十二月三十一日：相同)。



# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 5. REVENUE AND SEGMENT INFORMATION

(Continued)

### 5. 收益及分部資料(續)

		Longevity science business 長壽科學 業務 (unaudited) (未經審核) HK\$'000 千港元	Money lending 借貸 (unaudited) (未經審核) HK\$'000 千港元	Securities and other investments 證券及 其他投資 (unaudited) (未經審核) HK\$'000 千港元	Financial and investment advisory 金融及 投資諮詢 (unaudited) (未經審核) HK\$'000 千港元	Property investment 物業投資 (unaudited) (未經審核) HK\$'000 千港元	Total (unaudited) (未經審核) HK\$'000 千港元
<b>6 months ended 30 June 2021</b>	<b>截至二零二一年六月三十日 止六個月</b>						
Revenue from external customers	來自外界客戶之收益	7,171	6,258	-	2,683	-	16,112
Segment (loss)/profit	分部(虧損)/溢利	2,839	4,220	-	(3,976)	(24)	3,059
<b>As at 30 June 2021</b>	<b>於二零二一年六月三十日</b>						
Segment assets	分部資產	13,013	204,581	103,218	132,604	30,719	484,135
Segment liabilities	分部負債	-	8,855	-	8,405	-	17,260
<b>6 months ended 30 June 2020</b>	<b>截至二零二零年六月三十日 止六個月</b>						
Revenue from external customers	來自外界客戶之收益	-	10,386	4,029	6,541	-	20,956
Segment profit	分部溢利	-	19,102	3,489	783	-	23,374
<b>As at 31 December 2020 (audited)</b>	<b>於二零二零年十二月 三十一日(經審核)</b>						
Segment assets	分部資產	-	179,492	103,706	156,368	30,547	470,113
Segment liabilities	分部負債	-	533	-	12,559	-	13,092

## Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

## 5. REVENUE AND SEGMENT INFORMATION

(Continued)

## Reconciliations of segment profit or loss, assets and liabilities:

## 5. 收益及分部資料(續)

分部損益、資產及負債對賬：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
<b>Profit or loss</b>	<b>損益</b>		
Total profit or loss of reportable segments	可呈報分部損益總額	<b>3,059</b>	23,374
Bank interest income	銀行利息收入	<b>576</b>	550
Share of results of joint ventures	應佔合營企業業績	<b>(3,201)</b>	248
Finance costs	財務成本	<b>(43)</b>	(184)
Corporate and other unallocated expenses, net	公司及其他未分配開支淨額	<b>(21,242)</b>	(7,245)
(Loss)/profit before tax	除稅前(虧損)/溢利	<b>(20,851)</b>	16,743

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 5. REVENUE AND SEGMENT INFORMATION

(Continued)

#### Reconciliations of segment profit or loss, assets and liabilities: (Continued)

### 5. 收益及分部資料(續)

分部損益、資產及負債對賬：(續)

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>(unaudited)</b>	(audited)
		(未經審核)	(經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
<b>Assets</b>	<b>資產</b>		
Total assets of reportable segments	可呈報分部總資產	<b>484,135</b>	470,113
Tax recoverable	可收回稅項	<b>3,078</b>	3,193
Corporate and other unallocated assets	公司及其他未分配開支淨額	<b>7,296</b>	4,934
Consolidated total assets	綜合總資產	<b>494,509</b>	478,240
<b>Liabilities</b>	<b>負債</b>		
Total liabilities of reportable segments	可呈報分部總負債	<b>17,260</b>	13,092
Tax payable	應付稅項	<b>2,979</b>	5,361
Deferred tax liabilities	遞延稅項負債	<b>1,222</b>	1,207
Corporate and other unallocated liabilities	公司及其他未分配負債	<b>6,125</b>	3,694
Consolidated total liabilities	綜合總負債	<b>27,586</b>	23,354



## Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

## 5. REVENUE AND SEGMENT INFORMATION

(Continued)

## Disaggregation revenue information

## 5. 收益及分部資料(續)

## 收益拆分資料

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
<b>Revenue from contract customers</b>	<b>來自客戶合約之收益</b>		
Rendering diagnostic consultation, health and medical testing and checking with external customers	向外界客戶提供診斷諮詢、健康及醫療測試和檢查	7,171	-
Rendering of financial and investment consulting services with external customers	向外界客戶提供金融及投資諮詢服務	2,683	6,541
		<b>9,854</b>	6,541
<b>Revenue from other sources</b>	<b>其他來源收益</b>		
Provision of money lending services	提供借貸服務	6,258	10,386
Dividend income	股息收入	-	4,029
		<b>6,258</b>	14,415
		<b>16,112</b>	20,956

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 5. REVENUE AND SEGMENT INFORMATION

(Continued)

#### Disaggregation revenue information (Continued)

Disaggregation of revenue from contracts with customers:

### 5. 收益及分部資料(續)

#### 收益拆分資料(續)

來自客戶合約之收益拆分：

Segments	分部	Six months ended 30 June 2021 截至二零二一年六月三十日止六個月		
		Longevity science business 長壽科學業務 (unaudited) (未經審核) HK\$'000 千港元	Financial and investment advisory 金融及投資諮詢 (unaudited) (未經審核) HK\$'000 千港元	Total 總計 (unaudited) (未經審核) HK\$'000 千港元
<b>Geographical markets</b>	<b>地域市場</b>			
Hong Kong	香港	6,564	–	6,564
Mainland China	中國內地	607	2,683	3,290
		<b>7,171</b>	<b>2,683</b>	<b>9,854</b>
<b>Timing of revenue recognition</b>	<b>收益確認時間</b>			
At a point in time	於某個時間點	<b>7,171</b>	<b>2,683</b>	<b>9,854</b>
		Six months ended 30 June 2020 截至二零二零年六月三十日止六個月		
Segments	分部	Longevity science business 長壽科學業務 (unaudited) (未經審核) HK\$'000 千港元	Financial and investment advisory 金融及投資諮詢 (unaudited) (未經審核) HK\$'000 千港元	Total 總計 (unaudited) (未經審核) HK\$'000 千港元
<b>Geographical markets</b>	<b>地域市場</b>			
Mainland China	中國內地	–	6,541	6,541
<b>Timing of revenue recognition</b>	<b>收益確認時間</b>			
At a point in time	於某個時間點	–	6,541	6,541

## Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

## 6. OTHER INCOME AND GAINS

## 6. 其他收入及收益

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (unaudited) (未經審核) HK\$'000 千港元
Bank interest income	銀行利息收入	576	550
Reversal of impairment of loan and interest receivables	撥回應收貸款及 利息減值	250	15,000
Others	其他	25	259
		<b>851</b>	15,809

## 7. FINANCE COSTS

## 7. 財務成本

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (unaudited) (未經審核) HK\$'000 千港元
Interest on other borrowing	其他借貸利息	-	166
Interest on lease liabilities	租賃負債利息	43	18
		<b>43</b>	184



# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 8. INCOME TAX EXPENSE

### 8. 所得稅開支

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Current tax – PRC Enterprise Income Tax	即期稅項 – 中國企業所得稅		
– Provision for the period	– 期內撥備	–	527
– Under-provision in prior periods	– 過往期間撥備不足	–	177
		–	704

Hong Kong profits tax has been provided at the rate of 16.5% (30 June 2020: 16.5%) on the estimated assessable profits arising in Hong Kong during the period, except for the Company which is a qualifying entity under the two tiered profits tax rates regime effective from the year of assessment 2018/2019. The first HK\$2,000,000 (30 June 2020: HK\$2,000,000) of assessable profits of the Company is taxed at 8.25% (30 June 2020: 8.25%) and the remaining assessable profits are taxed at 16.5% (30 June 2020: 16.5%).

Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

香港利得稅乃就期內於香港產生之估計應課稅溢利按16.5% (二零二零年六月三十日：16.5%) 之稅率計提撥備，惟本公司自二零一八/二零一九評稅年度起為利得稅兩級制合資格企業。本公司首2,000,000港元 (二零二零年六月三十日：2,000,000港元) 之應課稅溢利按8.25% (二零二零年六月三十日：8.25%) 計稅，其餘應課稅溢利按16.5% (二零二零年六月三十日：16.5%) 計稅。

其他地區應課稅溢利之稅項開支根據本集團經營所在國家的現行法例、詮釋及常規按其現行稅率計算。

## Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月**9. (LOSS)/PROFIT BEFORE TAX**

The Group's (loss)/profit before tax is arrived at after charging/(crediting):

**9. 除稅前(虧損)/溢利**

本集團之除稅前(虧損)/溢利於扣除/(計入)以下各項後達致：

		<b>Six months ended 30 June</b>	
		<b>截至六月三十日止六個月</b>	
		<b>2021</b>	<b>2020</b>
		<b>二零二一年</b>	<b>二零二零年</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
		<b>(未經審核)</b>	<b>(未經審核)</b>
		<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>千港元</b>	<b>千港元</b>
Cost of inventories sold	已售存貨成本	<b>1,971</b>	-
Depreciation of right-of-use assets	使用權資產折舊	<b>413</b>	1,139
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>367</b>	276
Impairment of loan and interest receivables	應收貸款及利息減值	-	120
Reversal of impairment of loan and interest receivables	撥回應收貸款及利息減值	<b>(250)</b>	(15,000)
Share-based payments	以股份為基礎的付款	<b>13,066</b>	-
Staff costs (including directors' emoluments)	員工成本(包括董事酬金)	<b>10,877</b>	9,458

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 10. (LOSS)/EARNINGS PER SHARE

### 10. 每股(虧損)/盈利

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元	2020 二零二零年 (Unaudited) (未經審核) HK\$'000 千港元
<b>(Loss)/earnings:</b>	<b>(虧損)/盈利：</b>		
(Loss)/profit attributable to owners of the Company, used in the basic and diluted (loss)/earnings per share calculations	用於計算每股基本及攤薄(虧損)/盈利之歸屬於本公司擁有人之(虧損)/溢利	<b>(20,801)</b>	15,797
		<b>Number of shares</b> <b>Six months ended 30 June</b> <b>股份數目</b> <b>截至六月三十日止六個月</b>	
		2021 二零二一年 (Unaudited) (未經審核) '000 千股	2020 二零二零年 (Unaudited) (未經審核) '000 千股
<b>Shares:</b>	<b>股份：</b>		
Weighted average number of ordinary shares in issue during the period used in the basic (loss)/earnings per share calculation	用於計算每股基本(虧損)/盈利之期內已發行普通股加權平均數	<b>3,870,102</b>	3,870,102
Effect of dilutive potential ordinary shares arising from: Mandatory convertible notes	以下各項對普通股之潛在攤薄影響： 強制性可換股票據	-	10,912,000
Weighted average number of ordinary shares used in the diluted (loss)/earnings per share calculation	用於計算每股攤薄(虧損)/盈利之普通股加權平均數	<b>3,870,102</b>	14,782,102



Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月**11. DIVIDENDS**

The Directors do not recommend the payment of any dividend for the six months ended 30 June 2021 (30 June 2020: Nil).

**12. PROPERTY, PLANT AND EQUIPMENT**

During the six months ended 30 June 2021, property, plant and equipment approximately of HK\$348,000 (30 June 2020: HK\$10,061,000) was acquired by the Group.

**13. RIGHT-OF-USE ASSETS**

During the six months ended 30 June 2021, the Group has no addition of lease contracts for various items of leasehold land and buildings (30 June 2020: additions of HK\$16,518,000).

**14. EQUITY INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME****11. 股息**

董事不建議就截至二零二一年六月三十日止六個月支付任何股息(二零二零年六月三十日：無)。

**12. 物業、廠房及設備**

截至二零二一年六月三十日止六個月，本集團收購物業、廠房及設備約348,000港元(二零二零年六月三十日：10,061,000港元)。

**13. 使用權資產**

截至二零二一年六月三十日止六個月，本集團並無添置租賃土地及樓宇之用於多個項目的租賃合約(二零二零年六月三十日：添置16,518,000港元)。

**14. 指定為按公平值透過其他全面收益入賬之股本投資**

	<b>30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元</b>	<b>31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元</b>
<b>Equity securities, fair value</b>		
Listed equity investments, at fair value	<b>105,611</b>	73,345

The Group's equity investments are investments in companies listed on the Stock Exchange and were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

由於本集團視上述於聯交所上市公司之股本投資為策略性投資，故該等投資已不可撤回地指定為按公平值透過其他全面收益入賬。

# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 15. LOAN AND INTEREST RECEIVABLES

### 15. 應收貸款及利息

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Loan and interest receivables	應收貸款及利息	<b>847,168</b>	823,559
Less: provision for impairment	減：減值撥備	<b>(655,869)</b>	(656,119)
		<b>191,299</b>	167,440
<b>Analysed as:</b>	<b>分析為：</b>		
Current assets	流動資產	<b>42,374</b>	39,661
Non-current assets	非流動資產	<b>148,925</b>	127,779
		<b>191,299</b>	167,440

The term of loans entered with its customers are on credit. The credit period is generally within two years, extension can be made after monitoring assessment and further creditworthiness analysis on the debtors reviewed by senior management. The loan receivables carried fixed interest rate ranging from 6% to 18% (31 December 2020: 6% to 18%) per annum. The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's loan and interest receivables are related to a large number of diversified customers, there is no significant concentration risk. The Group held collateral or other credit enhancements over its certain of its loan and interest receivable balances.

本集團與客戶訂立之貸款條款為記賬。貸款期限通常為兩年，經高級管理層對債務人進行監察評估及進一步信用分析後可延長。應收貸款之固定年利率介乎6厘至18厘（二零二零年十二月三十一日：6厘至18厘）。本集團致力對其未收回之應收款項維持嚴格監控，而高級管理層會定期審閱逾期結餘。由於上文所述以及本集團之應收貸款及利息涉及大量不同客戶，故不存在風險高度集中之情況。本集團就若干應收貸款及利息結餘持有抵押品或其他信貸加強措施。

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月**15. LOAN AND INTEREST RECEIVABLES (Continued)**

Included in the Group's loan and interest receivables are amounts due from the Group's joint ventures of HK\$31,909,000 (31 December 2020: HK\$32,836,000), which are unsecured, bearing interest at 12% (31 December 2020: 12%) per annum and repayable in between 2024 to 2025. As at 30 June 2021, the loss allowance was assessed to be minimal.

An ageing analysis of the loan and interest receivables as at the end of the reporting period, based on commencement of loan agreement entered and the date of interest income accrued, and net of loss allowance, is as follows:

**15. 應收貸款及利息(續)**

本集團應收貸款及利息中包括應收本集團合營企業款項31,909,000港元(二零二零年十二月三十一日: 32,836,000港元), 為無抵押、按年利率12厘(二零二零年十二月三十一日: 12厘)計息, 並須於二零二四年至二零二五年償還。於二零二一年六月三十日, 本集團評定虧損備抵屬微不足道。

基於所訂立貸款協議之開始日期及應計利息收入產生日期及於扣除虧損備抵後, 應收貸款及利息於報告期末之賬齡分析如下:

		<b>30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元</b>	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Within 30 days	30天內	<b>4,114</b>	95,424
31-90 days	31至90天	<b>22,665</b>	34,696
91-180 days	91至180天	-	1,318
181-365 days	181至365天	<b>132,448</b>	5,474
Over 1 year	1年以上	<b>32,072</b>	30,528
		<b>191,299</b>	167,440



# Notes to Condensed Consolidated Interim Financial Information

## 簡明綜合中期財務資料附註

Six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 15. LOAN AND INTEREST RECEIVABLES (Continued)

As at 30 June 2021, the balances included:

Notes:

- (i) Loan and interest receivables amounting to HK\$108,337,000 (31 December 2020: HK\$95,112,000), which are secured by share charge of borrowers, carried at fixed interest rate at 6% (31 December 2020: 6%) per annum;
- (ii) Loan and interest receivables amounting to HK\$447,000 (31 December 2020: HK\$442,000), which are secured by financial assets, carried at fixed interest rate at 15.6% (31 December 2020: 15.6%) per annum;
- (iii) Loan and interest receivables amounting to HK\$760,000 (31 December 2020: HK\$750,000), which are secured by dividend right of a company registered in the PRC, carried at fixed interest rate at 15% (31 December 2020: 15%) per annum. The borrower is the shareholder of the joint venture held by the Group;
- (iv) Loan and interest receivables amounting to HK\$2,079,000 (31 December 2020: HK\$2,079,000), which are secured by consumable goods of a borrower, carried at fixed interest rate at 12% (31 December 2020: 12%) per annum; and
- (v) Loan and interest receivables amounting to HK\$79,676,000 (31 December 2020: HK\$69,057,000), which are unsecured, carried at fixed interest rate ranging from 6% to 15% (31 December 2020: 6% to 15%) per annum.

### 15. 應收貸款及利息(續)

於二零二一年六月三十日，結餘包括：

附註：

- (i) 應收貸款及利息108,337,000港元(二零二零年十二月三十一日：95,112,000港元)，以借款人之股份押記作抵押，固定年利率為6厘(二零二零年十二月三十一日：6厘)；
- (ii) 應收貸款及利息447,000港元(二零二零年十二月三十一日：442,000港元)，以金融資產作抵押，固定年利率為15.6厘(二零二零年十二月三十一日：15.6厘)；
- (iii) 應收貸款及利息760,000港元(二零二零年十二月三十一日：750,000港元)，以一間於中國登記之公司之股息權作抵押，固定年利率為15厘(二零二零年十二月三十一日：15厘)。借款人為本集團所持合營企業之股東；
- (iv) 應收貸款及利息2,079,000港元(二零二零年十二月三十一日：2,079,000港元)，以借款人之消耗品作抵押，固定年利率為12厘(二零二零年十二月三十一日：12厘)；及
- (v) 應收貸款及利息79,676,000港元(二零二零年十二月三十一日：69,057,000港元)，為無抵押，固定年利率介乎6厘至15厘(二零二零年十二月三十一日：6厘至15厘)。

**16. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES****16. 按金、預付款項及其他應收款項**

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>(unaudited)</b>	(audited)
		(未經審核)	(經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Prepayments	預付款項	<b>3,757</b>	837
Deposits	按金	<b>3,220</b>	8,732
Other receivables	其他應收款項	<b>167,999</b>	186,112
Less: provision for impairment	減：減值撥備	<b>(38,769)</b>	(38,769)
		<b>136,207</b>	156,912
Less: non-current portion	減：非流動部分		
Deposits and other receivables	按金及其他應收款項	<b>(56,275)</b>	(62,691)
		<b>79,932</b>	94,221

**17. TRADE PAYABLES**

The aging analysis of the trade payables as at the balance sheet date, based on the date of receipt of consumables or goods purchased, is as follows:

**17. 應付賬款**

於資產負債表日期之應付賬款按接收消耗品或收購商品日期列示之賬齡分析如下：

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>(unaudited)</b>	(audited)
		(未經審核)	(經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Within 30 days	30天內	<b>1,819</b>	-

## Notes to Condensed Consolidated Interim Financial Information

### 簡明綜合中期財務資料附註

Six months ended 30 June 2021

截至二零二一年六月三十日止六個月

#### 18. OTHER PAYABLES AND ACCRUALS

#### 18. 其他應付款項及應計費用

		<b>30 June 2021</b>	31 December 2020
		二零二一年 六月三十日	二零二零年 十二月三十一日
		<b>(unaudited)</b>	(audited)
		(未經審核)	(經審核)
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Other payables	其他應付款項	<b>9,360</b>	2,097
Accruals	應計費用	<b>3,800</b>	3,445
		<b>13,160</b>	5,542

#### 19. INTEREST-BEARING OTHER BORROWING

The loan was obtained from independent third party to the Group and the amount was unsecured, bearing interest at 5% per annum and repayable on 20 December 2021. The loan is denominated in RMB.

#### 19. 計息其他借貸

貸款來自本集團一名獨立第三方，該款項為無抵押、按年利率5厘計息，並須於二零二一年十二月二十日償還。貸款以人民幣計值。

#### 20. AMOUNTS DUE TO RELATED COMPANIES

The amounts due to related companies were unsecured, interest-free and had no fixed term of repayment.

#### 20. 應付關聯公司款項

應付關聯公司款項為無抵押、免息及無固定還款期。



## Notes to Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註

Six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

## 21. SHARE CAPITAL

## 21. 股本

		<b>30 June 2021</b> 二零二一年六 月三十日 <b>(unaudited)</b> (未經審核) <b>HK\$'000</b> 千港元	31 December 2020 二零二零年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
<b>Authorised:</b> 400,000,000,000 ordinary shares of HK\$0.001 each	法定： 400,000,000,000股每股 面值0.001港元之普通股	<b>400,000</b>	400,000
<b>Issued and fully paid:</b> 3,870,102,650 ordinary shares of HK\$0.001 each	已發行及繳足： 3,870,102,650股每股 面值0.001港元之普通股	<b>3,870</b>	3,870

## 22. CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities at 30 June 2021 (31 December 2020: Nil).

## 22. 或然負債

於二零二一年六月三十日，本集團並無重大或然負債(二零二零年十二月三十一日：無)。

## 23. CAPITAL COMMITMENT

The Group did not have any capital commitment as at 30 June 2021 (31 December 2020: Nil).

## 23. 資本承擔

於二零二一年六月三十日，本集團並無任何資本開支(二零二零年十二月三十一日：無)。

## Notes to Condensed Consolidated Interim Financial Information

### 簡明綜合中期財務資料附註

Six months ended 30 June 2021

截至二零二一年六月三十日止六個月

#### 24. RELATED PARTY TRANSACTIONS

- (a) During the six months ended 30 June 2021, a loan interest income of approximately HK\$1,254,000 (six months ended 30 June 2020: HK\$1,364,000) was received from a joint venture, Chongqing Juquan.
- (b) During the six months ended 30 June 2021, a loan interest income of approximately HK\$509,000 (six months ended 30 June 2020: HK\$453,000) was received from a joint venture, Wuxi Juquan.
- (c) During the six months ended 30 June 2021, a loan interest income of approximately HK\$89,000 (six months ended 30 June 2020: HK\$26,000) was received from a joint venture, Tian Xing Tianjin.
- (d) During the six months ended 30 June 2021, a loan interest income of approximately HK\$36,000 (six months ended 30 June 2020: HK\$110,000) was received from a related company, Wuxi Jiucui Corporate Governance Consulting Services Co. Limited (無錫糾材企業管理諮詢服務有限公司), a partner of joint venture in Chongqing Juquan.

#### 25. EVENT AFTER THE REPORTING PERIOD

On 9 August 2021, the Group entered into an agreement to acquire 100% of the issued share capital of Banderland Development Investment Holdings Limited and its subsidiaries for a consideration of RMB154,000,000 (equivalent to approximately HK\$184,800,000) which shall be paid by installments in cash and by allotting and issuing of the shares of the Company.

#### 24. 關聯方交易

- (a) 於截至二零二一年六月三十日止六個月，已收一間合營企業重慶鉅泉貸款利息收入約1,254,000港元(截至二零二零年六月三十日止六個月：1,364,000港元)。
- (b) 於截至二零二一年六月三十日止六個月，已收一間合營企業無錫鉅泉貸款利息收入約509,000港元(截至二零二零年六月三十日止六個月：453,000港元)。
- (c) 於截至二零二一年六月三十日止六個月，已收一間合營企業天行天津貸款利息收入約89,000港元(截至二零二零年六月三十日止六個月：26,000港元)。
- (d) 於截至二零二一年六月三十日止六個月，已收一間關聯公司無錫糾材企業管理諮詢服務有限公司(合營企業重慶鉅泉之夥伴)貸款利息收入約36,000港元(截至二零二零年六月三十日止六個月：110,000港元)。

#### 25. 報告期後事項

於二零二一年八月九日，本集團訂立協議，以收購Banderland Development Investment Holdings Limited及其附屬公司之全部已發行股本，代價為人民幣154,000,000元(相當於約184,800,000港元)，代價將分階段以現金及本公司配發及發行股份支付。





**ZJ** 中基長壽科學  
ZHONG JI LONGEVITY SCIENCE

**Zhong Ji Longevity Science Group Limited**  
**中基長壽科學集團有限公司**