



**Huge China Holdings Limited**  
**匯嘉中國控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

*(於開曼群島註冊成立之有限公司)*

(Stock Code 股份代號 : 428)

INTERIM REPORT 中期報告

This interim report 2016, in both English and Chinese versions, is available on the Company's website at [www.huge-china.com.hk](http://www.huge-china.com.hk) (the "Company Website").

Shareholders who have chosen or have been deemed consented to receive the corporate communications of the Company (the "Corporate Communications") via the Company Website and who for any reason have difficulty in receiving or gaining access to the interim report 2016 posted on the Company Website will promptly upon request be sent the interim report 2016 in printed form free of charge.

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Shareholders who have chosen to receive printed copy of the Corporate Communications in either English or Chinese version will receive both English and Chinese versions of this interim report 2016 since both languages are bound together into one booklet.

本2016中期報告的中、英文版已登載於本公司網站 [www.huge-china.com.hk](http://www.huge-china.com.hk) (「本公司網站」)。

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# FINANCIAL HIGHLIGHTS

## 財務摘要

The financial highlights of Huge China Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30th June, 2016 are summarised as follows:

- Revenue of the Group for the six months ended 30th June, 2016 was HK\$4,254,000 as compared to HK\$1,771,000 in the same period last year.
- Loss attributable to owners of the Company for the six months ended 30th June, 2016 was HK\$125,665,000 as compared to the profit of HK\$156,357,000 in the same period last year.
- Basic loss per share of the Group was HK\$3.22 for the six months ended 30th June, 2016 as compared to the basic earnings of HK\$4.00 per share in the same period last year.

### INTERIM RESULTS

The Board of Directors (the “Board”) of the Company presents the interim report and the unaudited condensed consolidated interim financial statements (“Interim Financial Statements”) of the Group for the six months ended 30th June, 2016. The consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows of the Group for the six months ended 30th June, 2016, and the consolidated statement of financial position of the Group as at 30th June, 2016, all of which are unaudited and condensed, along with selected explanatory notes, are set out on pages 13 to 32 of this interim report.

### INTERIM DIVIDEND

The Board resolved not to declare an interim dividend for the six months ended 30th June, 2016 (six months ended 30th June, 2015: nil).

Huge China Holdings Limited 匯嘉中國控股有限公司 (「本公司」) 及其附屬公司 (統稱為「本集團」) 於截至二零一六年六月三十日止六個月的財務摘要概述如下：

- 於截至二零一六年六月三十日止六個月內，本集團之收入為4,254,000港元，而去年同期則為1,771,000港元。
- 於截至二零一六年六月三十日止六個月內，本公司擁有人應佔虧損為125,665,000港元，而去年同期則為溢利156,357,000港元。
- 於截至二零一六年六月三十日止六個月內，本集團之每股基本虧損為3.22港元，而去年同期則為每股基本盈利4.00港元。

### 中期業績

本公司董事會 (「董事會」) 謹此提呈本集團截至二零一六年六月三十日止六個月之中期報告及未經審核簡明綜合中期財務報表 (「中期財務報表」)。本集團截至二零一六年六月三十日止六個月之綜合損益及其他全面收益表、綜合股本變動表及綜合現金流量表，以及本集團於二零一六年六月三十日結算之綜合財務狀況表及隨附之選定說明附註，均以未經審核及簡明方式載列，載於本中期報告第13至32頁。

### 中期股息

董事會議決不宣派截至二零一六年六月三十日止六個月之中期股息 (截至二零一五年六月三十日止六個月：無)。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Business review

For the six months ended 30th June, 2016, the Group recorded a revenue of HK\$4,254,000 as compared to HK\$1,771,000 in the same period last year representing approximately 140.2% increase.

For the six months ended 30th June, 2016, the Group recorded other gains and losses in a net loss of HK\$122,545,000 as compared to a net gain of HK\$160,998,000 in the same period last year.

For the six months ended 30th June, 2016, the loss before income tax expense was HK\$125,665,000 as compared to the profit of HK\$156,357,000 in the same period last year. The loss attributable to owners of the Company was HK\$125,665,000 as compared to the profit of HK\$156,357,000 in the same period last year. The loss for the six months ended 30th June, 2016 was mainly due to fair value loss on trading securities.

### Prospects and future plan

The last six months were a trying period, after the Mainland stock market crash in September 2015 and economic slowdown in China in last year, China's economy growth further decreased to an annual rate of 6.7% in the first and second quarter of 2016. It was the slowest quarterly growth in the Chinese economy in last seven years.

In June 2016, the result of the United Kingdom voted to leave European Union ("EU") was to increase the uncertainty of global financial market. As markets woke up on 24th June, 2016 to news of the vote to leave the EU, the pound fell to a 31-year low against the U.S. dollar. In Hong Kong, Hang Seng Composite Index plummeted as Britain voted to leave EU in referendum result. The Hang Seng Composite Index had the immediate effect that tumbled 609 points with a decrease of 2.92 percent as the result of the vote on 24th June, 2016. An expected slowdown of China's economic growth, further impact from United Kingdom decided to quit EU and uncertainty of global economy, these factors made a strong influence on the stock market of Hong Kong as well as stock market of China.

### 業務回顧

於截至二零一六年六月三十日止六個月內，本集團錄得收入4,254,000港元，而去年同期則為1,771,000港元，增加約140.2%。

於截至二零一六年六月三十日止六個月內，本集團錄得其他收益及虧損為虧損淨額122,545,000港元，去年同期則為收益淨額160,998,000港元。

於截至二零一六年六月三十日止六個月內，扣除所得稅開支前虧損為125,665,000港元，去年同期則為溢利156,357,000港元。本公司擁有人應佔虧損為125,665,000港元，去年同期則為溢利156,357,000港元。截至二零一六年六月三十日止六個月之虧損乃主要由於交易證券的公平價值虧損所致。

### 前景及未來計劃

過去六個月為難熬的時期，大陸股票市場於二零一五年九月崩盤，加上去年中國經濟放緩，中國之經濟增長進一步下跌至二零一六年第一及第二季度之每年6.7%。其為過去七年以來中國經濟增長最慢的季度。

於二零一六年六月，英國表決脫離歐洲聯盟（「歐盟」）之結果增加了環球金融市場之不明朗因素。市場於二零一六年六月二十四日得悉表決脫離歐盟之消息，英鎊兌美元下跌至31年低位。在香港，恒生綜合指數因英國公投表決脫離歐盟之結果而下滑。恒生綜合指數因於二零一六年六月二十四日之表決結果而應聲急挫609點，跌幅為2.92%。預期中國經濟增長放緩、英國決定脫離歐盟之進一步影響以及環球經濟存在不明朗因素，此等因素均對香港股票市場及中國股票市場構成重大影響。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

Looking ahead to second half of 2016, the Company will stay in focus to invest in listed securities, private equity funds, financial industry, electronic payment development and private enterprises with potential prospect. Our approach will keep timely and appropriate investment strategies in response to the volatile market, in order to enhance our investment portfolio and achieve net asset appreciation. The Board will pay close attention to the macro trends and seek opportunities to invest in China, Hong Kong and overseas. The Company will continue to implement its risk management policy with an aim to achieve stable returns on investments for our shareholders.

### Financial review

#### Liquidity and financial resources

The Group had available bank balances and cash of HK\$4,093,000 (31st December, 2015: HK\$53,749,000) which were mainly placed in banks as general working capital. Bank balances and cash held by the Group are mainly denominated in Hong Kong dollars.

The Group had shareholders' funds of HK\$361,516,000 as at 30th June, 2016 compared to HK\$487,181,000 at 31st December, 2015, representing approximately 25.8% decrease.

At present, the Group does not have any banking facilities (six months ended 30th June, 2015: nil).

As at 30th June, 2016, the Group had no borrowing.

The Group did not have any capital expenditure commitment as at 30th June, 2016.

#### Capital Structure

At the extraordinary general meeting held on 10th June, 2016, the ordinary resolution approving the rights issue was duly passed by independent shareholders by way of poll. 39,058,614 rights shares at the subscription price of HK\$2.00 per rights share on the basis of one (1) rights share for every one (1) existing share held on the record date were allotted and issued pursuant to the rights issue (the "Rights Issue"). The allotment of rights shares had been completed on 19th July, 2016.

There was no other significant change in the Group's capital structure for the six months ended 30th June, 2016.

展望二零一六年下半年，本公司將會保持專注投資於具潛力及前景的上市證券、私募基金、金融業、電子付款開發及私營企業。我們的策略為因應市場波動採取適時及恰當的投資策略，從而提升投資組合及實現淨資產增值。董事會將會密切注視宏觀趨勢，並尋找於中國、香港及海外投資的機會。本公司將繼續實施其風險管理政策，務求為股東取得穩定的投資回報。

### 財務回顧

#### 流動資金及財政資源

本集團有可供動用銀行結餘及現金4,093,000港元(二零一五年十二月三十一日：53,749,000港元)，主要存放在銀行作一般營運資金。本集團所持有之銀行結餘及現金主要乃以港元計價。

本集團之股東資金於二零一六年六月三十日為361,516,000港元，而於二零一五年十二月三十一日則為487,181,000港元，減少約25.8%。

目前，本集團並無任何銀行信貸(截至二零一五年六月三十日止六個月：無)。

於二零一六年六月三十日，本集團並無任何借貸。

於二零一六年六月三十日，本集團並無任何資本開支承擔。

#### 資本架構

於二零一六年六月十日舉行之股東特別大會上，批准供股之普通決議案已獲獨立股東以投票表決方式正式通過。本公司根據按於記錄日期每持有一(1)股現有股份可獲發一(1)股供股股份之基準以認購價每股供股股份2.00港元進行之供股配發及發行39,058,614股供股股份(「供股」)。配發供股股份已於二零一六年七月十九日完成。

截至二零一六年六月三十日止六個月，本集團之資本架構並無任何其他重大轉變。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Significant investments held and their performance

For the six months ended 30th June, 2016, the Group recognised interest income in the aggregate amount of HK\$4,254,000 as compared to HK\$1,734,000 in the same period last year, representing approximately 145.3% increase. The interest income comprises HK\$2,000 earned from bank deposits and HK\$4,252,000 earned from convertible bonds. Dividend income generated from listed securities was HK\$nil (six months ended 30th June, 2015: HK\$37,000). Revenue was HK\$4,254,000 as compared to HK\$1,771,000 in the same period last year, representing approximately 140.2% increase.

For the six months ended 30th June, 2016, the Group disposed of certain publicly traded securities and realised net gain of HK\$37,000 as compared to HK\$6,913,000 in the same period last year, representing approximately 99.5% decrease. With the inferior performance of Hong Kong stock market in the first half of 2016, the Group recorded a significant unrealised loss of HK\$122,582,000 (six months ended 30th June, 2015: unrealised gain of HK\$146,590,000) on publicly trading securities and the derivative financial instruments.

Gain on disposals of available-for-sale financial assets (“AFS”) was HK\$nil (six months ended 30th June, 2015: HK\$3,913,000). Recovery of impairment loss on loans and receivables was HK\$nil (six months ended 30th June, 2015: HK\$500,000). Net exchange loss was HK\$nil (six months ended 30th June, 2015: Net exchange loss was HK\$191,000). No provision of impairment losses was made on loans and receivables (six months ended 30th June, 2015: HK\$nil). Gain on disposal of subsidiary of HK\$nil was received from sale proceeds of that subsidiary (six months ended 30th June, 2015: HK\$3,273,000).

As at 30th June, 2016, the Group’s unlisted investments (comprised of convertible bonds) were HK\$111,893,000 as compared to HK\$107,641,000 as at 31st December, 2015, representing approximately 3.95% increase. Such increase was mainly due to increase interest receivable for convertible bonds.

As at 30th June, 2016, accounts receivable and prepayments was HK\$18,396,000 as compared to HK\$11,580,000 as at 31st December, 2015, representing approximately 58.9% increase. Such increase was primarily the result of net increase in other receivables, deposits and prepayment of HK\$7,000,000.

### 所持重要投資及表現

於截至二零一六年六月三十日止六個月內，本集團確認之利息收入合共為4,254,000港元，而去年同期則為1,734,000港元，增加約145.3%。利息收入包括2,000港元由銀行存款賺取以及4,252,000港元由可轉換債券賺取。上市證券產生的股息收入為零港元（截至二零一五年六月三十日止六個月：37,000港元）。收入為4,254,000港元，而去年同期則為1,771,000港元，增加約140.2%。

於截至二零一六年六月三十日止六個月內，本集團出售了若干公開交易證券，導致出現已變現收益淨額37,000港元，而去年同期則為6,913,000港元，減少約99.5%。由於二零一六年上半年香港股票市場表現欠佳，本集團持有之公開交易證券及衍生金融工具錄得重大未變現虧損122,582,000港元（截至二零一五年六月三十日止六個月：未變現收益146,590,000港元）。

出售可供出售的金融資產（「可供出售的金融資產」）的收益為零港元（截至二零一五年六月三十日止六個月：3,913,000港元）。本期間收回就貸款和應收款項確認的減值虧損為零港元（截至二零一五年六月三十日止六個月：500,000港元）。匯兌虧損淨額為零港元（截至二零一五年六月三十日止六個月：匯兌虧損淨額191,000港元）。本期間並無就貸款和應收款項計提減值虧損（截至二零一五年六月三十日止六個月：零港元）。本期間因收取出售附屬公司所得款項而錄得出售附屬公司的收益為零港元（截至二零一五年六月三十日止六個月：3,273,000港元）。

於二零一六年六月三十日，本集團的非上市投資（為可轉換債券）為111,893,000港元，而於二零一五年十二月三十一日則為107,641,000港元，增加約3.95%。非上市投資增加乃主要由於可轉換債券應收利息增加所致。

於二零一六年六月三十日，應收賬項及預付款項為18,396,000港元，而於二零一五年十二月三十一日則為11,580,000港元，增加約58.9%。增加乃主要由於其他應收款項、按金及預付款項淨增加7,000,000港元所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

As at 30th June, 2016, the Group held trading securities and convertible bonds designated as at fair value through profit or loss in an aggregate amount of HK\$367,903,000, as compared to HK\$444,710,000 as at 31st December, 2015, representing approximately 17.3% decrease. The decrease was primarily due to: (1) purchases of securities during the six months ended 30th June, 2016 for an aggregate amount of HK\$48,293,000; (2) disposals of certain securities which had a cost of HK\$6,770,000; and (3) net decrease in market value in the amount of HK\$122,582,000 of the listed securities.

### Employees and remuneration policies

As at 30th June, 2016, the Group employed a total of 4 full-time employees, including the executive directors of the Company. Employees' remuneration are fixed and determined with reference to the market remuneration.

### Segment information

The directors consider that the Group has only one operating segment, i.e. investment holding. Accordingly, the Group's revenue, other revenue, other gains and losses, (loss) profit for the period, and total assets are attributable to the segment of investment holding.

### Seasonality/cyclicality of interim operation

The directors are not aware of any significant seasonal and cyclical factors which affect the Group's operations and interim results.

### Exposures to fluctuations in exchange rates and related hedges

The Group has no significant exposures to fluctuations in foreign exchange rates and, therefore, did not use any financial instruments to hedge such exposures.

### Contingent liabilities

As at 30th June, 2016, the Group had no significant contingent liabilities.

於二零一六年六月三十日，本集團持有交易證券及指定為按公平價值於損益賬列賬的可轉換債券合共367,903,000港元，而於二零一五年十二月三十一日則為444,710,000港元，減少約17.3%。減少乃主要由於：(1)在截至二零一六年六月三十日止六個月內購買證券，其總額為48,293,000港元；(2)出售若干證券，其成本為6,770,000港元；及(3)上市證券之市場價值下降淨額為122,582,000港元。

### 僱員及薪酬政策

於二零一六年六月三十日，本集團合共僱用4名全職僱員（包括本公司執行董事）。本集團按市場薪酬釐定僱員薪酬。

### 分部資料

董事認為，本集團只有一個經營分部，即投資控股。因此，本集團的收入、其他收入、其他收益及虧損、期間（虧損）溢利及總資產均歸屬於投資控股分部。

### 中期業務之季節性／週期性

董事並不知悉任何影響本集團之業務及中期業績之重大季節性及週期性因素。

### 匯率波動之風險及相關對沖

本集團並無匯率波動之重大風險，故此並無使用任何金融工具對沖該等風險。

### 或然負債

於二零一六年六月三十日，本集團並無任何重大或然負債。



## OTHER INFORMATION

### 其他資料

#### **PURCHASE, SALE OR REDEMPTION OF LISTED SHARES**

The Company did not redeem any of its listed shares during the six months ended 30th June, 2016. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's listed shares during the period.

#### **DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES**

At no time during the period was the Company or any of its subsidiaries a party to any arrangements to enable the directors or chief executives of the Company (including their spouse and children under 18 years of age) to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or its associated corporations.

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

As at 30th June, 2016, none of the directors or chief executives of the Company had, nor were they taken to or deemed to have under Part XV of the Securities and Futures Ordinance ("SFO"), any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) or any interests which are required to be entered into the register kept by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of the Listed Issuers (the "Model Code") in the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

#### **購買、出售或贖回上市股份**

本公司於截至二零一六年六月三十日止六個月內並無贖回其任何上市股份。本公司或其任何附屬公司於本期間亦無購買或出售本公司任何上市股份。

#### **董事購買股份或債券的權利**

本公司或其任何附屬公司概無於期內任何時間參與作出任何安排，使本公司董事或最高行政人員（包括其配偶及十八歲以下子女）可藉購入本公司或其聯營公司之股份或債券而從中得益。

#### **董事及最高行政人員於本公司或任何聯營公司之股份、相關股份及債券之權益及淡倉**

於二零一六年六月三十日，概無本公司董事或最高行政人員於本公司或其任何聯營公司（具證券及期貨條例（「證券及期貨條例」）第XV部之涵義）之股份、相關股份或債券中擁有或根據證券及期貨條例第XV部被當作或視為擁有，或本公司根據證券及期貨條例第352條置存之股東名冊所記錄，或根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）之上市發行人董事進行證券交易之標準守則（「標準守則」）而須另行知會本公司及聯交所之任何權益或淡倉。

# OTHER INFORMATION

## 其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

At 30th June, 2016, the Company had been notified of the following substantial shareholders' interests and short position, being 5% or more of the Company's shares and underlying shares which are required to be recorded in the register of interests in shares and short positions maintained under Section 336 of the SFO:

### 主要股東於本公司之股份及相關股份之權益及淡倉

於二零一六年六月三十日，按證券及期貨條例第336條須置存之股份權益及淡倉登記冊顯示，本公司獲知會以下主要股東擁有本公司股份及相關股份佔5%或以上之權益及淡倉：

| Name of shareholders                        | Capacity/Nature of Interests  | Number of ordinary shares held     | Number of underlying ordinary shares held | Percentage of the total issued shares of the Company as at 30th June, 2016 | Percentage of the total issued shares of the Company upon completion of Rights Issue |
|---|---|------------------------------------|---|--|--|
| 股東姓名／名稱                                     | 身份／權益性質   | 所持有普通股數目                           | 所持有相關普通股數目                                | 佔本公司於二零一六年六月三十日之已發行股份總數百分比<br>(Note 1)<br>(附註1)                            | 佔本公司於供股完成後之已發行股份總數百分比<br>(Note 1)<br>(附註1)   |
| Seize Minute Limited                        | Beneficial owner/<br>Beneficial interest<br>實益擁有人／實益權益                    | 8,517,465 (L)<br>(Note 2)<br>(附註2) | —   | 21.81%   | 10.90%   |
| MK Investments Limited                      | Interest in controlled corporation/<br>Corporate interest<br>受控制法團權益／法團權益 | 8,517,465 (L)<br>(Note 2)<br>(附註2) | —   | 21.81%   | 10.90%   |
| Kor Sing Mung Michael                       | Beneficial owner/<br>Beneficial interest<br>實益擁有人／實益權益                    | 664,000 (L)                        | —   | 1.70%  | 0.85%  |
|   | Interest in controlled corporation/<br>Corporate interest<br>受控制法團權益／法團權益 | 8,517,465 (L)<br>(Note 2)<br>(附註2) | —   | 21.81%   | 10.90%   |
| Gransing Securities Co. Limited<br>鼎成證券有限公司 | Beneficial owner/<br>Beneficial interest<br>實益擁有人／實益權益                    | —                                  | 39,058,614 (L)<br>(Note 3)<br>(附註3)       | 100%   | 50%  |

# OTHER INFORMATION

## 其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (CONTINUED)

主要股東於本公司之股份及相關股份之權益及淡倉(續)

| Name of shareholders                | Capacity/Nature of Interests  | Number of ordinary shares held | Number of underlying ordinary shares      | Percentage of the total issued shares of the Company as at 30th June, 2016 | Percentage of the total issued shares of the Company upon completion of Rights Issue |
|-------------------------------------|---|--------------------------------|---|--|--|
| 股東姓名／名稱                             | 身份／權益性質   | 所持有普通股數目                       | 所持有相關普通股數目                                | 佔本公司於二零一六年六月三十日之已發行股份總數百分比<br>(Note 1)<br>(附註1)                            | 佔本公司於供股完成後之已發行股份總數百分比<br>(Note 1)<br>(附註1)   |
| Gransing Financial Holdings Limited | Interest in controlled corporation/<br>Corporate interest<br>受控制法團權益/<br>法團權益 | —                              | 39,058,614 (L)<br>(Note 3)<br>(附註3)       | 100%   | 50%  |
| Kwok Shun Tim<br>郭純恬                | Interest in controlled corporation/<br>Corporate interest<br>受控制法團權益/<br>法團權益 | —                              | 39,058,614 (L)<br>(Note 3 & 4)<br>(附註3及4) | 100%   | 50%  |
| Yip Nga Wan<br>葉雅雲                  | Interest of spouse/<br>Family interest<br>配偶權益／家屬權益                           | —                              | 39,058,614 (L)<br>(Note 4)<br>(附註4)       | 100%   | 50%  |

(L) – Long Position  
(S) – Short Position

(L) – 好倉  
(S) – 淡倉

# OTHER INFORMATION

## 其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (CONTINUED)

Notes:

1. The total number of issued shares as at 30th June, 2016 is 39,058,614 shares and the total number of issued shares upon completion of Rights Issue is 78,117,228 shares.
2. Seize Minute Limited ("Seize Minute") is a wholly owned subsidiary of MK Investments Limited ("MK Investments"). MK Investments is wholly-owned by Mr. Kor Sing Mung Michael ("Mr. Kor"). Accordingly, each of Mr. Kor and MK Investments is deemed to have interest in 8,517,465 shares of the Company held by Seize Minute under the SFO.
3. Gransing Securities Co. Limited ("Gransing Securities") is a wholly owned subsidiary of Gransing Financial Holdings Limited ("Gransing Financial") which in turn is 95.24% controlled by Mr. Kwok Shun Tim ("Mr. Kwok"). Accordingly, each of Gransing Financial and Mr. Kwok is deemed to have interest in 39,058,614 rights shares of the Company held by Gransing Securities under the SFO. Pursuant to the underwriting agreement dated 21st April, 2016 entered into between the Company and Gransing Securities in relation to the underwriting arrangement in respect of the 39,058,614 rights shares to be allotted and issued under the Rights Issue. The Rights Issue had been completed on 19th July, 2016 and each of Gransing Securities, Gransing Financial and Mr. Kwok ceased to have interest in the said 39,058,614 rights shares accordingly. Details of which are set out in the announcements of the Company dated 21st April, 2016 and 18th July, 2016.
4. Mr. Kwok and Ms. Yip Nga Wan ("Ms. Yip") are a couple and Ms. Yip is deemed to be interested in such rights shares of those Mr. Kwok's interest as mentioned in note 3 above.

Save as disclosed above, at 30th June, 2016, the Company had not been notified of any other substantial shareholders' interests and short position, being 5% or more of the Company's shares and underlying shares which are required to be recorded in the register of interests in shares and short positions maintained under Section 336 of the SFO.

### 主要股東於本公司之股份及相關股份之權益及淡倉(續)

附註：

1. 於二零一六年六月三十日之已發行股份總數為39,058,614股；於供股完成後之已發行股份總數為78,117,228股。
2. Seize Minute Limited (「Seize Minute」) 為MK Investments Limited (「MK Investments」) 一家全資附屬公司。MK Investments由Kor Sing Mung Michael先生(「Kor先生」)全資擁有。因此，根據《證券及期貨條例》，Kor先生及MK Investments各自被視為於Seize Minute所持有之8,517,465股本公司股份中擁有權益。
3. 鼎成證券有限公司(「鼎成證券」)為Gransing Financial Holdings Limited (「Gransing Financial」) 之全資附屬公司，而Gransing Financial則由郭純恬先生(「郭先生」)控制95.24%權益。因此，根據《證券及期貨條例》，Gransing Financial及郭先生各自被視為於鼎成證券所持有之39,058,614股本公司股份中擁有權益。根據本公司與鼎成證券於二零一六年四月二十一日訂立之包銷協議，其載有關於供股配發及發行39,058,614股供股股份之包銷安排。供股已經於二零一六年七月十九日完成，因此，鼎成證券、Gransing Financial及郭先生各自不再於上述39,058,614股供股股份中擁有權益。有關詳情載於本公司日期分別為二零一六年四月二十一日及二零一六年七月十八日之公告內。
4. 郭先生與葉雅雲女士(「葉女士」)為配偶，葉女士被視為於上文附註3內所述郭先生擁有權益之該等供股股份中擁有權益。

除上文所披露者外，於二零一六年六月三十日，按證券及期貨條例第336條置存之股份權益及淡倉登記冊顯示，本公司並無獲知會任何其他主要股東擁有本公司股份及相關股份佔5%或以上之權益及淡倉。

# OTHER INFORMATION

## 其他資料

### CORPORATE GOVERNANCE

The Company adopted all code provisions set out in the Corporate Governance Code (the “Code”) contained in Appendix 14 to the Listing Rules as its own code on corporate governance practices.

The Company has complied with the code provisions as set out in the Code during the six months ended 30th June, 2016, except the following deviation:

Code provision A.2.1 of the Code provides that the roles and responsibilities of chairman and chief executive officer should be divided.

The chief executive officer of the Company has been vacant following the resignation of Dr. Chow Pok Yu Augustine on 26th May, 2015. Until the appointment of new chief executive officer, the executive directors of the Company continue to oversee the day-to-day management of the business and operations of the Group.

The Board will continue to monitor and review the Company’s corporate governance practices to ensure compliance with the Code.

### CHANGES IN DIRECTORS’ INFORMATION UNDER RULE 13.51B(1) OF THE LISTING RULES

Pursuant to the disclosure requirement under Rule 13.51B(1) of the Listing Rules, the changes in information of the Directors for the six months ended 30th June, 2016 and up to the date of this report are set out as below:

| Name of Director<br>董事姓名    | Details of changes<br>變動詳情   |
|-----------------------------|--|
| Mr. Chau Wai Hing<br>周偉興先生  | Appointed as chairman of investment committee, one of the authorised representatives and the process agent of the Company on 1st June, 2016<br>獲委任為本公司投資委員會主席、其中一名授權代表及法律程序代理人，由二零一六年六月一日起生效       |
| Mr. Wong Ching Wan<br>王青雲先生 | Appointed as independent non-executive director of On Real International Holdings Limited (stock code: 8245) with effect from 31st March, 2016<br>獲委任為安悅國際控股有限公司(股份代號：8245)獨立非執行董事，由二零一六年三月三十一日起生效 |

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

### 企業管治

本公司已採納《上市規則》附錄十四所載《企業管治守則》(「該守則」)內所載的所有守則條文，作為其本身之企業管治常規守則。

於截至二零一六年六月三十日止六個月內，本公司已遵守該守則內所載的守則條文，惟以下偏離事項除外：

該守則之守則條文第A.2.1條規定，主席與行政總裁的角色及責任應有區分。

在周博裕博士於二零一五年五月二十六日辭任後，本公司行政總裁之職位一直懸空。在委任新行政總裁前，本公司之執行董事將繼續監督本集團業務及營運的日常管理。

董事會將會繼續監察及檢討本公司之企業管治常規，以確保符合該守則之規定。

### 根據《上市規則》第13.51B(1)條有關董事資料之變更

根據《上市規則》第13.51B(1)條之披露規定，於截至二零一六年六月三十日止六個月內及截至本報告日期為止，董事資料變動載列如下：

除上文所披露者外，並無任何其他須根據《上市規則》第13.51B(1)條作出披露的資料。



# OTHER INFORMATION

## 其他資料

### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that in respect of the six months ended 30th June, 2016, all Directors have complied with the required standard set out in the Model Code.

### AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed financial reporting matters including a review of the Interim Financial Statements for the six months ended 30th June, 2016 and this interim report with the directors.

### MEMBERS OF THE BOARD

As at the date of this interim report, the Board comprises 2 executive directors, namely, Mr. Chau Wai Hing (Chairman) and Mr. Wu Ming Gai; 2 non-executive directors, namely, Mr. Mak Hing Keung Thomas and Mr. William Keith Jacobsen; and 3 independent non-executive directors, namely, Mr. Sio Chan In Devin, Mr. Law Siu Hung Paul and Mr. Wong Ching Wan.

By Order of the Board  
**Huge China Holdings Limited**  
**Chau Wai Hing**  
*Chairman*

Hong Kong, 26th August, 2016

### 董事進行證券交易之標準守則

本公司已採納《上市規則》附錄十所載之標準守則，作為董事進行證券交易之操守指引。經向所有董事作出特定查詢後，本公司確認，截至二零一六年六月三十日止六個月內，所有董事均符合標準守則所載之規定標準。

### 審核委員會

審核委員會已與管理層一同審閱本集團採用之會計原則及慣例，並曾就財務申報等事宜進行討論，當中包括與董事一同審閱截至二零一六年六月三十日止六個月之中期財務報表及本中期報告。

### 董事會成員

於本中期報告日期，董事會包括兩名執行董事，分別為周偉興先生(主席)及胡銘佳先生；兩名非執行董事，分別為麥興強先生及葉偉其先生；以及三名獨立非執行董事，分別為蕭震然先生、羅少雄先生及王青雲先生。

承董事會命  
**匯嘉中國控股有限公司**  
*主席*  
**周偉興**

香港，二零一六年八月二十六日

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

## 簡明綜合損益及其他全面收益表

For the six months ended 30th June, 2016 截至二零一六年六月三十日止六個月

The management of Huge China Holdings Limited (the “Company”) is responsible for the preparation of the accompanying condensed consolidated interim financial statements. The interim financial statements have been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” and are considered by the management to present fairly the financial position, operating results and cash flows of the Company and its subsidiaries (collectively referred to as the “Group”). These interim financial statements have not been audited, reviewed or otherwise verified for accuracy and completeness of information by the auditor of the Company.

Huge China Holdings Limited 匯嘉中國控股有限公司(「本公司」)的管理層負責編製隨附的簡明綜合中期財務報表。中期財務報表乃根據國際會計準則第34號「中期財務報告」而編製，而管理層認為能公平地列報本公司及其附屬公司(統稱為「本集團」)的財務狀況、經營業績及現金流量。中期財務報表並無經過本公司的核數師審核、審閱或另行核實有關資料的準確性及完整性。

|  |  | Six months ended 30th June,<br>截至六月三十日止六個月                 |  |
|--|--|--|--|
|  |  | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
|  |  | Notes<br>附註  |  |
| Gross proceeds from disposal of trading securities   | 出售交易證券的所得款項總額                            |  | 6,825 77,778   |
| Revenue  | 收入                                       | 2  | 4,254 1,771  |
| Other revenue  | 其他收入                                     | 2  | 5 –  |
| Other gains and (losses)   | 其他收益及(虧損)                                | 2  | (122,545) 160,998  |
| Employee benefits expenses   | 僱員福利開支                                   |  | (118,286) 162,769  |
| Depreciation of property, plant and equipment  | 物業、廠房及設備折舊                               |  | (1,303) (1,879)  |
| Finance costs  | 財務費用                                     | 3  | (89) (79)  |
| Other operating expenses   | 其他經營開支                                   |  | (747) –  |
| (Loss) profit before income tax expense  | 扣除所得稅開支前(虧損)溢利                           | 4  | (5,240) (4,454)  |
| Income tax expense   | 所得稅開支                                    | 5  | (125,665) 156,357  |
| (Loss) profit for the period attributable to owners of the Company   | 本公司擁有人應佔期間(虧損)溢利                         |  | – –  |
| Other comprehensive income: Items that may be reclassified subsequently to profit or loss:   | 其他全面收益：<br>以後可重新分類進損益的項目：                |  |  |
| Losses on fair value changes on available-for-sale financial assets  | 可供出售的金融資產的公平價值變動虧損                       |  | – (3)  |
| Items reclassified to profit or loss: Transfer of fair value losses to profit or loss upon disposal of available-for-sale financial assets | 將重新分類進損益的項目：<br>於出售可供出售的金融資產時將公平價值虧損轉往損益 |  | – (2,192)  |
| Other comprehensive income for the period  | 本期間其他全面收益                                |  | – (2,195)  |
| Total comprehensive income for the period attributable to owners of the Company  | 本公司擁有人應佔期間全面收益總額                         |  | (125,665) 154,162  |
| (Loss) earnings per share  | 每股(虧損)盈利                                 | 7  | HK\$ HK\$<br>港元 港元   |
| Basic  | 基本                                       |  | (3.22) 4.00  |
| Diluted  | 攤薄                                       |  | (3.22) 4.00  |

The notes on pages 19 to 32 form part of these interim financial statements.

第19至第32頁之附註構成本中期財務報表之一部份。

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

As at 30th June, 2016 二零一六年六月三十日結算

|   |                           |    | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|---|---------------------------|----|---|--|
|   | <i>Notes</i><br><i>附註</i> |    |   |  |
| <b>Non-current assets</b>                             | <b>非流動資產</b>              |    |   |  |
| Property, plant and equipment                         | 物業、廠房及設備                  | 8  | 93  | 157  |
| <b>Current assets</b>                                 | <b>流動資產</b>               |    |   |  |
| Accounts receivable and prepayments                   | 應收賬項及預付款項                 | 9  | 18,396  | 11,580   |
| Financial assets at fair value through profit or loss | 按公平價值於損益賬列賬之金融資產          | 10 | 367,903   | 444,710  |
| Bank balances and cash                                | 銀行結餘及現金                   |    | 4,093   | 53,749   |
|   |                           |    | <b>390,392</b>  | 510,039  |
| <b>Current liabilities</b>                            | <b>流動負債</b>               |    |   |  |
| Accounts payable and accruals                         | 應付賬項及應計費用                 | 11 | 9,864   | 5,334  |
| <b>Net current assets</b>                             | <b>流動資產淨值</b>             |    | <b>380,528</b>  | 504,705  |
| <b>Total assets less current liabilities</b>          | <b>總資產減流動負債</b>           |    | <b>380,621</b>  | 504,862  |
| <b>Non-current liabilities</b>                        | <b>非流動負債</b>              |    |   |  |
| Convertible bonds                                     | 可轉換債券                     | 12 | 18,340  | 17,681   |
| Promissory notes                                      | 承付票                       | 13 | 765   | —  |
|   |                           |    | <b>19,105</b>   | 17,681   |
| <b>Net assets</b>                                     | <b>資產淨值</b>               |    | <b>361,516</b>  | 487,181  |
| <b>Capital and reserves</b>                           | <b>資本及儲備</b>              |    |   |  |
| Share capital   | 股本                        | 14 | 39,059  | 39,059   |
| Reserves  | 儲備                        |    | 322,457   | 448,122  |
| <b>Total equity</b>                                   | <b>總權益</b>                |    | <b>361,516</b>  | 487,181  |
| <b>Net asset value per share</b>                      | <b>每股資產淨值</b>             |    | <b>HK\$9.26</b> 港元  | HK\$12.47港元  |

The notes on pages 19 to 32 form part of these interim financial statements.

第19至第32頁之附註構成本中期財務報表之一部份。

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合股本變動表

For the six months ended 30th June, 2016 截至二零一六年六月三十日止六個月

|  |                          | Share capital    | Share premium    | Convertible Bonds equity reserve | Retained profits | Total            |
|--|--------------------------|------------------|------------------|----------------------------------|------------------|------------------|
|  |                          | 股本               | 股份溢價             | 可轉換債券權益儲備                        | 保留溢利             | 總額               |
| For the six months ended 30th June, 2016 (unaudited)   | 截至二零一六年六月三十日止六個月 (未經審核)  | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 | HK\$' 000<br>千港元                 | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 |
| At 1st January, 2016   | 於二零一六年一月一日               | 39,059           | 162,768          | 240                              | 285,114          | 487,181          |
| Loss for the period  | 本期間虧損                    | -                | -                | -                                | (125,665)        | (125,665)        |
| Losses on fair value changes on available-for-sale financial assets                                  | 可供出售的金融資產的公平價值變動虧損       | -                | -                | -                                | -                | -                |
| Transfer of fair value losses to profit or loss upon disposal of available-for-sale financial assets | 於出售可供出售的金融資產時將公平價值虧損轉往損益 | -                | -                | -                                | -                | -                |
| Other comprehensive income for the period  | 本期間其他全面收益                | -                | -                | -                                | -                | -                |
| Total comprehensive income for the period  | 本期間全面收益總額                | -                | -                | -                                | (125,665)        | (125,665)        |
| At 30th June, 2016   | 於二零一六年六月三十日              | 39,059           | 162,768          | 240                              | 159,449          | 361,516          |

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合股本變動表

For the six months ended 30th June, 2016 截至二零一六年六月三十日止六個月

|   |   | Share<br>capital | Share<br>premium | Fair value<br>reserve | Retained<br>profits<br>(accumulated<br>losses) | Total           |
|---|---|------------------|------------------|-----------------------|--|-----------------|
|   |   | 股本               | 股份溢價             | 公平價值<br>儲備            | 保留溢利<br>(累計虧損)                                 | 總額              |
| <b>For the six months<br/>ended 30th June, 2015<br/>(unaudited)</b>   | <b>截至二零一五年<br/>六月三十日止六個月<br/>(未經審核)</b> | HK\$'000<br>千港元  | HK\$'000<br>千港元  | HK\$'000<br>千港元       | HK\$'000<br>千港元                                | HK\$'000<br>千港元 |
| At 1st January, 2015  | 於二零一五年一月一日                              | 39,059           | 162,768          | 2,194                 | (31,172)                                       | 172,849         |
| Profit for the period   | 本期間溢利                                   | -                | -                | -                     | 156,357  | 156,357         |
| Losses on fair value changes<br>on available-for-sale<br>financial assets                                     | 可供出售的金融資產的<br>公平價值變動虧損                  | -                | -                | (3)                   | -  | (3)             |
| Transfer of fair value losses to<br>profit or loss upon disposal of<br>available-for-sale<br>financial assets | 於出售可供出售的金融<br>資產時將公平價值<br>虧損轉往損益        | -                | -                | (2,192)               | -  | (2,192)         |
| 16 Other comprehensive income<br>for the period   | 本期間其他全面收益                               | -                | -                | (2,195)               | -  | (2,195)         |
| Total comprehensive income<br>for the period  | 本期間全面收益總額                               | -                | -                | (2,195)               | 156,357  | 154,162         |
| At 30th June, 2015  | 於二零一五年六月三十日                             | 39,059           | 162,768          | (1)                   | 125,185  | 327,011         |

The notes on pages 19 to 32 form part of these interim financial statements.

第19至第32頁之附註構成本中期財務報表之一部份。



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the six months ended 30th June, 2016 截至二零一六年六月三十日止六個月

|  |                        | Six months ended 30th June,<br>截至六月三十日止六個月                 |  |
|--|------------------------|--|--|
|  |                        | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
| <b>Cash flows from operating activities</b>                                | <b>經營活動產生的現金流量</b>     |  |  |
| (Loss) profit before income tax expense                                    | 扣除所得稅開支前(虧損)溢利         | (125,665)  | 156,357  |
| Interest income  | 利息收入                   | (4,254)  | (1,774)  |
| Interest expense   | 利息開支                   | 747  | —  |
| Depreciation of property, plant and equipment                              | 物業、廠房及設備折舊             | 89   | 79   |
| Fair value loss (gain) on trading securities                               | 交易證券的公平價值虧損(收益)        | 122,582  | (146,590)  |
| Gain on disposal of available-for-sale financial assets                    | 出售可供出售的金融資產的收益         | —  | (3,913)  |
| Gain on disposal of subsidiaries   | 出售附屬公司的收益              | —  | (3,273)  |
| Recovery of impairment loss on loans and receivables previously recognised | 轉回先前就貸款和應收款項確認的減值虧損    | —  | (500)  |
| (Loss) profit before working capital changes                               | 營運資金變動前之(虧損)溢利         | (6,501)  | 386  |
| Increase in trading securities   | 交易證券增加                 | (41,523)   | (26,824)   |
| (Increase)/Decrease in accounts receivable and prepayments                 | 應收賬項及預付款項(增加)/減少       | (6,816)  | 78,820   |
| Increase/(Decrease) in accounts payable and accruals                       | 應付賬項及應計費用增加/(減少)       | 4,457  | (1,315)  |
| <b>Cash (used in)/from operations</b>                                      | <b>經營(所用)/產生之現金</b>    | <b>(50,383)</b>  | 51,067   |
| Hong Kong Profits Tax refunded   | 退回香港利得稅                | —  | —  |
| <b>Net cash (used in)/from operating activities</b>                        | <b>經營活動(所用)/產生現金淨額</b> | <b>(50,383)</b>  | 51,067   |

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the six months ended 30th June, 2016 截至二零一六年六月三十日止六個月

|   |                       | Six months ended 30th June,<br>截至六月三十日止六個月                 |  |
|---|-----------------------|--|--|
|   |                       | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
| <b>Cash flows from investing activities</b>                   | <b>投資活動產生的現金流量</b>    |  |  |
| Interest received   | 已收利息                  | 2  | 124  |
| Repayments from investees                                     | 被投資方之還款               | -  | 500  |
| Purchase of property, plant and equipment                     | 購買物業、廠房及設備            | (25)   | (4)  |
| Purchase of convertible bonds                                 | 購買可轉換債券               | -  | (95,000)   |
| Net cash flow from disposal of subsidiaries                   | 出售附屬公司產生的淨現金流量        | -  | 8,478  |
| Proceeds from disposal of available-for-sale financial assets | 出售可供出售的金融資產的所得款項      | -  | 5,142  |
| <b>Net cash used in investing activities</b>                  | <b>投資活動所用現金淨額</b>     | <b>(23)</b>  | <b>(80,760)</b>  |
| <b>Cash flows from financing activities</b>                   | <b>融資活動產生的現金流量</b>    |  |  |
| Proceeds from issuing promissory notes                        | 發行承付票的所得款項            | 750  | -  |
| <b>Net decrease in cash and cash equivalents</b>              | <b>現金及現金等額減少淨額</b>    | <b>(49,656)</b>  | <b>(29,693)</b>  |
| <b>Cash and cash equivalents at 1st January</b>               | <b>於一月一日之現金及現金等額</b>  | <b>53,749</b>  | 54,143   |
| <b>Cash and cash equivalents at 30th June</b>                 | <b>於六月三十日之現金及現金等額</b> | <b>4,093</b>   | 24,450   |
| <b>Analysis of the balances of cash and cash equivalents</b>  | <b>現金及現金等額結餘分析</b>    |  |  |
| Bank balances and cash  | 銀行結餘及現金               | 4,093  | 24,450   |

The notes on pages 19 to 32 form part of these interim financial statements.

第19至第32頁之附註構成本中期財務報表之一部份。

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 1. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial statements of the Group (“interim financial statements”) are prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” issued by the International Accounting Standards Board. In addition, the interim financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The interim financial statements do not include all the information and disclosures required in the annual financial statements of the Group and should be read in conjunction with the annual financial statements of the Group for the year ended 31st December, 2015. Except as described below, the accounting policies and methods of computation used in the preparation of these interim financial statements are consistent with those used in the annual financial statements of the Group for the year ended 31st December, 2015.

Adoption of new or revised International Financial Reporting Standards (“IFRSs”) – effective 1st January, 2016:

|                                    |   |
|------------------------------------|---|
| IFRSs (Amendments)                 | Annual Improvements<br>2012-2014 Cycle                                  |
| Amendments to IAS 1                | Disclosure Initiative   |
| Amendments to IAS 16<br>and IAS 38 | Clarification of Acceptable<br>Methods Depreciation and<br>Amortisation |
| Amendments to IAS 27               | Equity Method in Separate<br>Financial Statements                       |

The adoption of these new or revised IFRSs has no significant impact on the Group’s interim financial statements.

The Group has not early adopted any new or revised IFRSs that have been issued but are not yet effective.

### 1. 編製基準

本集團的未經審核簡明綜合中期財務報表（「中期財務報表」）已遵照國際會計準則委員會頒佈之國際會計準則第34號「中期財務報告」之規定編製。此外，中期財務報表包括香港聯合交易所有限公司《證券上市規則》所規定的適用披露。

中期財務報表並無包括本集團全年財務報表所需的所有資料及披露，應連同本集團截至二零一五年十二月三十一日止年度的全年財務報表一併閱讀。除下文所述者外，於編製中期財務報表時所採用的會計政策及計算方法與編製本集團截至二零一五年十二月三十一日止年度之全年財務報表時所採用者互相一致。

採用新制訂或經修訂的國際財務匯報準則（「國際財務匯報準則」）—由二零一六年一月一日起生效：

|                                   |                                     |
|-----------------------------------|-------------------------------------|
| 國際財務匯報準則<br>（修訂）                  | 國際財務匯報準則年度<br>改善（二零一二年至<br>二零一四年循環） |
| 國際會計準則第1號<br>（修訂）                 | 主動披露                                |
| 國際會計準則第16號<br>及國際會計準則<br>第38號（修訂） | 對可接受的折舊和攤銷<br>方法的澄清                 |
| 國際會計準則第27號<br>（修訂）                | 單獨財務報表中的權益法                         |

採用此等新制訂或經修訂的國際財務匯報準則對本集團的中期財務報表並無重大影響。

本集團並無提前採用任何已發出但尚未生效的新制訂或經修訂的國際財務匯報準則。

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 2. REVENUE, OTHER REVENUE AND OTHER GAINS AND (LOSSES)

The Group principally invests in securities listed on recognised stock exchanges and unlisted securities, including equity securities and convertible bonds issued by corporate entities. Revenue, other revenue and other gains and losses recognised during the period are as follows:

### 2. 收入、其他收入及其他收益及(虧損)

本集團主要投資於在認可證券交易所上市之證券及包括由企業實體發行之權益證券及可轉換債券等非上市證券。在期內確認之收入、其他收入及其他收益及虧損如下：

|   |                              | Six months ended 30th June,<br>截至六月三十日止六個月                 |  |
|---|------------------------------|--|--|
|   |                              | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
| <b>Revenue:</b>   | <b>收入：</b>                   |  |  |
| Interest income from  | 利息收入                         |  |  |
| – bank deposits   | – 銀行存款                       | 2  | 19   |
| – loans receivable & convertible bond   | – 應收貸款及可轉換債券                 | 4,252  | 1,715  |
| Dividend income from  | 股息收入                         |  |  |
| – listed investments  | – 上市投資                       | –  | 37   |
|   |                              | <b>4,254</b>   | <b>1,771</b>   |
| <b>Other revenue:</b>   | <b>其他收入：</b>                 |  |  |
| Sundry income   | 雜項收入                         | 5  | –  |
| <b>Other gains and (losses):</b>  | <b>其他收益及(虧損)：</b>            |  |  |
| Exchange loss, net  | 匯兌虧損，淨額                      | –  | (191)  |
| Fair value (losses) gains on financial assets at fair value through profit or loss      | 按公平價值於損益賬列賬之金融資產之公平價值(虧損)收益： |  |  |
| – trading securities  | – 交易證券                       | (122,582)  | 146,590  |
| Net realised gain on disposals of financial assets at fair value through profit or loss | 出售按公平價值於損益賬列賬之金融資產的已變現收益淨額：  |  |  |
| – trading securities  | – 交易證券                       | 37   | 6,913  |
| Gain on disposal of available-for-sale financial assets                                 | 出售可供出售的金融資產的收益               | –  | 3,913  |
| Recovery of impairment loss on loans and receivables previously recognised              | 轉回先前就貸款和應收款項確認的減值虧損          | –  | 500  |
| Gain on disposal of subsidiaries  | 出售附屬公司的收益                    | –  | 3,273  |
|   |                              | <b>(122,545)</b>   | <b>160,998</b>   |
|   |                              | <b>(118,286)</b>   | <b>162,769</b>   |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 2. REVENUE, OTHER REVENUE AND OTHER GAINS AND (LOSSES) (CONTINUED)

Management considered the Group has only one operating segment i.e. investment holding. Accordingly, the Group's revenue, other revenue, other gains and losses, (loss) profit for the period, and total assets are attributable to the segment of investment holding.

## 3. FINANCE COSTS

## 2. 收入、其他收入及其他收益及(虧損)(續)

管理層認為，本集團只有一個經營分部，即投資控股。因此，本集團的收入、其他收入、其他收益及虧損、期間(虧損)溢利及總資產均歸屬於投資控股分部。

## 3. 財務費用

Six months ended 30th June,  
截至六月三十日止六個月

|                            |          | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
|----------------------------|----------|--|--|
| Convertible bonds interest | 可轉換債券的利息 | 659  | -  |
| Interest paid              | 已付利息     | 73   | -  |
| Promissory note interest   | 承付票利息    | 15   | -  |
|                            |          | <b>747</b>   | <b>-</b>   |

## 4. (Loss) profit before income tax expense

(Loss) profit before income tax expense has been arrived at after charging the following:

## 4. 扣除所得稅開支前(虧損)溢利

扣除所得稅開支前(虧損)溢利已扣除下列各項：

|  |                  | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
|--|------------------|--|--|
| Management fees  | 管理費              | 1,759  | 1,657  |
| Pension costs – contributions to defined contribution plan | 退休金成本 – 定額供款計劃供款 | 32   | 58   |
| Operating lease in respect of land and buildings           | 土地及樓宇之經營租約       | 1,406  | 977  |



# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 5. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax has been made as the Group did not generate any assessable profit during the period.

### 6. DIVIDEND

The board does not declare any interim dividend for the six months ended 30th June, 2016 (six months ended 30th June, 2015: HK\$nil).

### 7. (LOSS) EARNINGS PER SHARE

The calculation of (loss) earnings per share is as follows:

### 5. 所得稅開支

於本期間內，由於本集團並無產生任何應評稅利潤，因此並無計提香港利得稅準備。

### 6. 股息

董事會並無宣派截至二零一六年六月三十日止六個月之中期股息（截至二零一五年六月三十日止六個月：零港元）。

### 7. 每股（虧損）盈利

每股（虧損）盈利的計算如下：

|   |                                  | Six months ended 30th June,<br>截至六月三十日止六個月                 |  |
|---|----------------------------------|--|--|
|   |                                  | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
| (Loss) earnings for the purposes of basic and diluted (loss) earnings per share                           | 每股基本及攤薄（虧損）盈利計算中<br>所用的（虧損）盈利    | (125,665)  | 156,357  |
|   |                                  | <b>Number of<br/>Shares<br/>股份數目<br/>' 000<br/>千股</b>      | <b>Number of<br/>Shares<br/>股份數目<br/>' 000<br/>千股</b>      |
| Weighted average number of ordinary shares for the purpose of basic and diluted (loss) earnings per share | 每股基本及攤薄（虧損）盈利計算中<br>所用的普通股的加權平均數 | 39,059   | 39,059   |
|   |                                  | <b>HK\$<br/>港元</b>   | <b>HK\$<br/>港元</b>   |
| Basic (loss) earnings per share   | 每股基本（虧損）盈利                       | (3.22)   | 4.00   |
| Diluted (loss) earnings per share   | 每股攤薄（虧損）盈利                       | (3.22)   | 4.00   |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 7. (LOSS) EARNINGS PER SHARE (CONTINUED)

The calculation of basic (loss) earnings per share is based on the Group's (loss) profit attributable to owners of the Company by the weighted average number of the ordinary shares in issue during the period.

The computation of diluted loss per share does not assume the conversion of the Company's convertible bond since its exercise would result in a decrease in loss per share for the six months ended 30th June, 2016.

Diluted (loss) earnings per share is the same as the basic (loss) earnings per share as there is no potential dilutive share in issue during the six months period ended 30th June, 2015.

## 8. PROPERTY, PLANT AND EQUIPMENT

|                          | 成本：    |              |       |
|--------------------------|--------|--------------|-------|
| <b>Cost:</b>             |        |              |       |
| Furniture and fixtures   | 傢俬及裝置  | 572          | 570   |
| Office equipment         | 辦公室設備  | 530          | 507   |
| Leasehold improvements   | 租賃物業裝修 | 347          | 347   |
|                          |        | <b>1,449</b> | 1,424 |
| Accumulated depreciation | 累計折舊   | <b>1,356</b> | 1,267 |
| Carrying amount          | 賬面值    | <b>93</b>    | 157   |

During the six months ended 30th June, 2016, the Group acquired items of property, plant and equipment with total cost of HK\$25,000 (six months ended 30th June, 2015: HK\$4,000).

## 7. 每股(虧損)盈利(續)

於本期間內，每股基本(虧損)盈利乃按本公司擁有人應佔本集團(虧損)溢利及根據已發行普通股之加權平均數計算。

於截至二零一六年六月三十日止六個月，計算每股攤薄虧損時並無假設本公司的可轉換債券獲轉換，原因為其行使會導致每股虧損減少。

於截至二零一五年六月三十日止六個月期間，每股攤薄(虧損)盈利金額與每股基本(虧損)盈利相同，原因是於該期間內並無已發行潛在攤薄股份。

## 8. 物業、廠房及設備

| As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|---|--|
|   |  |
| 572   | 570  |
| 530   | 507  |
| 347   | 347  |
| <b>1,449</b>  | 1,424  |
| <b>1,356</b>  | 1,267  |
| <b>93</b>   | 157  |

於截至二零一六年六月三十日止六個月內，本集團收購物業、廠房及設備項目，有關成本合共為25,000港元(截至二零一五年六月三十日止六個月：4,000港元)。

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 9. ACCOUNTS RECEIVABLE AND PREPAYMENTS

## 9. 應收賬項及預付款項

|  |                    | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|--------------------|---|--|
| Accounts receivable                                  | 應收賬項               | -   | 240  |
| Other receivables                                    | 其他應收款項             | 221   | 652  |
| Receivables after allowance for<br>impairment losses | 扣除減值虧損撥備後的<br>應收款項 | 221   | 892  |
| Deposits   | 按金                 | 17,786  | 10,350   |
| Prepayments  | 預付款項               | 389   | 338  |
|  |                    | <b>18,396</b>   | <b>11,580</b>  |

24 The ageing analysis of the receivables (after allowance for impairment losses) based on due date is as follows:

根據到期日，應收款項（於扣除減值虧損準備後）之賬齡分析如下：

|  |             | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|-------------|---|--|
| Balances neither past due nor impaired | 並無逾期亦無減值的結餘 | 221   | 892  |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 10. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

## 10. 按公平價值於損益賬列賬之金融資產

|  |                          | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|--------------------------|---|--|
| Trading securities   | 交易證券                     |   |  |
| – Equity securities held for trading at market value listed in Hong Kong | – 為交易而持有的權益證券，按市場價值，香港上市 | 256,010   | 337,069  |
| Convertible bonds designated as at fair value through profit or loss     | 指定為按公平價值於損益賬列賬的可轉換債券     | 111,893   | 107,641  |
|  |                          | <b>367,903</b>  | <b>444,710</b>   |

## 11. ACCOUNTS PAYABLE AND ACCRUALS

## 11. 應付賬項及應計費用

|                             |             | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|-----------------------------|-------------|---|--|
| Accruals and other payables | 應計費用及其他應付賬項 | 9,860   | 5,330  |
| Unclaimed dividend payable  | 尚未領取的應付股息   | 4   | 4  |
|                             |             | <b>9,864</b>  | <b>5,334</b>   |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 11. ACCOUNTS PAYABLE AND ACCRUALS (CONTINUED)

The ageing analysis of the accounts payable and accruals is as follows:

|             |     | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|-------------|-----|---|--|
| Current     | 即期  | 9,860   | 5,330  |
| Over 1 year | 1年後 | 4   | 4  |
|             |     | <b>9,864</b>  | <b>5,334</b>   |

## 11. 應付賬項及應計費用(續)

應付賬項及應計費用之賬齡分析如下：

## 12. CONVERTIBLE BONDS

|  |             | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|-------------|---|--|
| Proceeds from issuing convertible bonds    | 發行可轉換債券所得款項 | 17,500  | 17,500   |
| Equity components                          | 權益部分        | (240)   | (240)  |
| Liability component on initial recognition | 初始確認的負債部分   | 17,260  | 17,260   |
| Effective interest expense                 | 實際利息開支      | 1,080   | 421  |
|  |             | <b>18,340</b>   | <b>17,681</b>  |

## 12. 可轉換債券



# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 13. PROMISSORY NOTES

## 13. 承付票

|  |            | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|------------|---|--|
| Proceeds from issuing promissory notes | 發行承付票的所得款項 | 750   | —  |
| Interest expenses                      | 利息開支       | 15  | —  |
|  |            | <b>765</b>  | <b>—</b>   |

## 14. SHARE CAPITAL

## 14. 股本

|  |  | Number<br>of shares<br>股份數目<br>' 000<br>千股 | Amount<br>金額<br>HK\$' 000<br>千港元 |
|--|--|--|----------------------------------|
| <b>Authorised:</b>   | <b>法定：</b>   |  |                                  |
| Ordinary shares of HK\$1 each at<br>31st December, 2015 (audited) and<br>30th June, 2016 (unaudited) | 於二零一五年十二月三十一日(經審核)<br>及二零一六年六月三十日(未經審核)<br>每股面值1港元的普通股 | 100,000                                    | 100,000                          |
| <b>Issued and fully paid:</b>  | <b>已發行及繳足股本：</b>                                       |  |                                  |
| Ordinary shares of HK\$1 each<br>at 31st December, 2015 (audited)<br>and 30th June, 2016 (unaudited) | 於二零一五年十二月三十一日(經審核)<br>及二零一六年六月三十日(未經審核)<br>每股面值1港元的普通股 | 39,059                                     | 39,059                           |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 15. RELATED PARTY TRANSACTIONS

## 15. 關聯方交易

Six months ended 30th June,  
截至六月三十日止六個月

|   |  | 2016<br>二零一六年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | 2015<br>二零一五年<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 |
|---|--|--|--|
| Harmony Asset Management Limited (“HAML”) 亨亞管理有限公司(「亨亞管理」)                                  |  |  |  |
| – Management fees – 管理費   |  | 1,159  | 1,657  |
| Tiger Securities Asset Management Company Limited (“Tiger Securities”) 泰嘉證券資產管理有限公司(「泰嘉證券」) |  |  |  |
| – Management fees – 管理費   |  | 600  | –  |
|   |  | <b>1,759</b>   | <b>1,657</b>   |

The Company had entered into an investment management agreement with HAML, a company which is wholly-owned by a former director of the Company, Dr. Chow Pok Yu Augustine resigned as executive director of the Company with effect from 26th May, 2015. Under the investment management agreement, HAML had agreed to provide investment management services to the Group for three years until 31st May, 2016. In accordance with the investment management agreement, HAML is entitled to a monthly management fee calculated at 1.5% per annum on the net asset value of the Group of the preceding month and an incentive fee calculated at 10% of the audited net profit of the Group in a financial year (before accrual of the incentive fee) subject to annual caps of HK\$2,770,000 and HK\$1,992,000 for management fee and incentive fee respectively for the period from 1st January, 2016 to 31st May, 2016.

On 29th February, 2016, the Company entered into the termination agreement with HAML to mutually terminate the investment management agreement and release each other from all future and further obligations under the investment management agreement thereafter.

本公司與由本公司前董事周博裕博士(其已經辭任本公司執行董事,由二零一五年五月二十六日起生效)全資擁有之亨亞管理訂立投資管理協議。根據投資管理協議,亨亞管理同意為本集團提供投資管理服務三年,直至二零一六年五月三十一日為止。根據該份投資管理協議,亨亞管理有權就此收取按本集團在對上一個月資產淨值計算每年1.5%之每月管理費及按本集團於財政年度內的經審核溢利淨額(未累計獎金前)的10%計算的獎金。於二零一六年一月一日至二零一六年五月三十一日止期間內,管理費及獎金的全年上限分別為2,770,000港元及1,992,000港元。

於二零一六年二月二十九日,本公司與亨亞管理訂立終止協議,以相互終止投資管理協議,並相互解除其後於投資管理協議之一切未來及進一步責任。

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 15. RELATED PARTY TRANSACTIONS (CONTINUED)

On 29th February, 2016, the Company has entered into investment management agreement (“New Investment Management Agreement”) with Tiger Securities, pursuant to which Tiger Securities has agreed to act as investment manager of the Group and to provide investment management services to the Group for a period of two years commencing from 1st March, 2016 and expiring on 28th February, 2018.

Pursuant to the New Investment Management Agreement, Tiger Securities shall be entitled to a monthly management fee calculated at 0.5% per annum on the net asset value as per the management account of the Group of the preceding month with an annual cap of HK\$1,800,000.

Mr. Wu Ming Gai, an executive director of the Company (re-designated from a non-executive director to an executive director of the Company on 1st March, 2016), is one of the directors and responsible officers of Tiger Securities.

### 16. OPERATING LEASES COMMITMENT

The Group leases offices under operating leases. The leases are negotiated for an average term of two years, with an option to renew the lease after that date at which time all terms are renegotiated.

As at 30th June, 2016, the Group had future aggregate minimum lease payments under non-cancellable operating leases in respect of land and buildings as follows:

|  |                  | As at<br>30th June,<br>2016<br>於二零一六年<br>六月三十日<br>(Unaudited)<br>(未經審核)<br>HK\$' 000<br>千港元 | As at<br>31st December,<br>2015<br>於二零一五年<br>十二月三十一日<br>(Audited)<br>(經審核)<br>HK\$' 000<br>千港元 |
|--|------------------|---|--|
| Within one year                        | 一年內              | 1,427   | 1,710  |
| In the second to fifth years inclusive | 第二至第五年(首尾兩年包括在內) | 429   | -  |

### 15. 關聯方交易(續)

於二零一六年二月二十九日，本公司與泰嘉證券訂立投資管理協議(「新投資管理協議」)，據此，泰嘉證券已經同意擔任本集團之投資管理人以及為本集團提供投資管理服務，由二零一六年三月一日起為期兩年至二零一八年二月二十八日屆滿。

根據新投資管理協議，泰嘉證券可獲得按本集團在對上一個月的管理賬目中的資產淨值計算每年0.5%之每月管理費，全年上限為1,800,000港元。

本公司執行董事胡銘佳先生(於二零一六年三月一日由本公司非執行董事調任為執行董事)為泰嘉證券其中一名董事及其中一名負責人員。

### 16. 經營租賃承諾

本集團根據經營租約租用辦公室。經協商，租賃平均為期兩年，其後可選擇續訂租約，屆時所有條款均重新磋商。

於二零一六年六月三十日，本集團根據土地及樓宇之不可撤銷經營租約須於未來支付之最低租金總額如下：

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 17. FAIR VALUE ESTIMATION

For financial instruments that are measured in the condensed consolidated statement of financial position at fair value, IFRS 7 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

For financial instruments that are recognised in the interim financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The following tables present the Group's financial assets that are measured at fair value at 30th June, 2016 and 31st December, 2015.

### 17. 公平價值估計

有關於簡明綜合財務狀況表內按公平價值計量的金融工具，國際財務匯報準則第7號要求根據以下公平價值計量層次的層次披露公平價值計量：

- 活躍市場上相同資產或負債的標價(不做任何調整)(第1層)。
- 除第1層次所含標價之外的、可直接(即價格)或間接(即由價格得出)觀察的與資產或負債相關的輸入數據(第2層)。
- 以不可觀察市場數據為依據的與資產或負債相關的輸入變量(不可觀察輸入變量)(第3層)。

有關持續在中期財務報表內確認的金融工具，本集團在每個報告期末重新評估組別(由對公平價值計量整體而言具有重要意義的輸入值所屬的最低層次決定)以確定在公平價值層次在各層次之間是否發生任何轉換。

下表列報於二零一六年六月三十日及二零一五年十二月三十一日，本集團按公平價值計量的金融資產。

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

未經審核中期財務報表附註

## 17. FAIR VALUE ESTIMATION (CONTINUED)

## 17. 公平價值估計(續)

|  |                         | As at 30th June, 2016 (unaudited)<br>於二零一六年六月三十日(未經審核) |                  |                  |                  |
|--|-------------------------|--|------------------|------------------|------------------|
|  |                         | Level 1<br>第1層   | Level 2<br>第2層   | Level 3<br>第3層   | Total<br>合計      |
|  |                         | HK\$' 000<br>千港元                                       | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 |
| <b>Financial assets at fair value through profit or loss</b>           | <b>按公平價值於損益賬列賬之金融資產</b> |  |                  |                  |                  |
| Equity securities held for trading at market value listed in Hong Kong | 為交易而持有的權益證券，按市場價值，香港上市  | 256,010  | —                | —                | 256,010          |
| Convertible bonds designated at fair value through profit or loss      | 指定為按公平價值於損益賬列賬的可轉換債券    | —  | —                | 111,893          | 111,893          |
| <b>Total financial assets at fair value</b>                            | <b>按公平價值計量的金融資產合計</b>   | <b>256,010</b>   | <b>—</b>         | <b>111,893</b>   | <b>367,903</b>   |

|  |                         | As at 31st December, 2015 (audited)<br>於二零一五年十二月三十一日(經審核) |                  |                  |                  |
|--|-------------------------|---|------------------|------------------|------------------|
|  |                         | Level 1<br>第1層  | Level 2<br>第2層   | Level 3<br>第3層   | Total<br>合計      |
|  |                         | HK\$' 000<br>千港元  | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 | HK\$' 000<br>千港元 |
| <b>Financial assets at fair value through profit or loss</b>           | <b>按公平價值於損益賬列賬之金融資產</b> |   |                  |                  |                  |
| Equity securities held for trading at market value listed in Hong Kong | 為交易而持有的權益證券，按市場價值，香港上市  | 337,069   | —                | —                | 337,069          |
| Convertible bonds designated at fair value through profit or loss      | 指定為按公平價值於損益賬列賬的可轉換債券    | —   | —                | 107,641          | 107,641          |
| <b>Total financial assets at fair value</b>                            | <b>按公平價值計量的金融資產合計</b>   | <b>337,069</b>  | <b>—</b>         | <b>107,641</b>   | <b>444,710</b>   |

# NOTES TO THE UNAUDITED INTERIM FINANCIAL STATEMENTS

## 未經審核中期財務報表附註

### 18. EVENT AFTER REPORT PERIOD

On 21st April, 2016, the Company proposed to raise approximately HK\$78.12 million, before expenses, by issuing 39,058,614 rights shares at the subscription price of HK\$2.00 per rights share on the basis of one (1) rights share for every one (1) existing share in issue and held on the record date. The share certificates for the rights shares in respect of the valid acceptances of the rights shares and successful applications for excess rights shares were despatched to the allottees on 19th July, 2016. Details of the Rights Issue and the results of Rights Issue are set out in the announcements of the Company dated 21st April, 2016 and 18th July, 2016 and the prospectus of the Company dated 24th June, 2016 respectively.

### 19. APPROVAL OF THE UNAUDITED INTERIM FINANCIAL STATEMENTS

The unaudited interim financial statements were approved and authorised for issue by the Board on 26th August, 2016.

### 18. 報告期後事項

於二零一六年四月二十一日，本公司建議以按於記錄日期每持有一(1)股現有已發行股份可獲發一(1)股供股股份之基準以認購價每股供股股份2.00港元發行39,058,614股供股股份的方式，籌集約78,120,000港元(未扣除有關開支前)。有關有效接納供股股份及成功申請額外供股股份的供股股份股票，已經於二零一六年七月十九日寄發予獲配發者。有關供股及供股結果的詳情，載於本公司日期分別為二零一六年四月二十一日及二零一六年七月十八日的公告以及本公司日期為二零一六年六月二十四日的章程內。

### 19. 批准未經審核中期財務報表

未經審核中期財務報表已經由董事會於二零一六年八月二十六日批准及授權刊發。





**Huge China Holdings Limited**  
匯嘉中國控股有限公司