

e Lighting Group Holdings Limited 壹照明集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock Code 股份代號：**8222**



INTERIM REPORT
中期報告

2018

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香港聯合交易所有限公司(「聯交所」) GEM的特色

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

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

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MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW AND FUTURE OUTLOOK

Business Review

Retail chain business in lighting and designer label furniture

Retail chain business in lighting and designer label furniture is the core business of the Company and its subsidiaries (collectively referred to as the "Group"). Being one of the most established retail chain group of lighting products in Hong Kong, E Lighting possesses rich experience in the sale of quality lighting and designer label furniture products from all over the world. During the six months ended 30 September 2018 (the "Reporting Period"), E Lighting was cautious in its retail network development due to the sluggish retail environment of Hong Kong and has concentrated on the consolidation of its retail network and optimisation of the product mix.

During the Reporting Period, revenue of the retail chain business in lighting and designer label furniture was approximately HK\$37,966,000, accounted for approximately 91.3% of the Group's revenue.

Tableware, giftware and other business

Tableware, giftware and other business is mainly for wholesale of tableware, giftware and other trading worldwide, which has expanded the Group's business portfolio, and broadened its source of income and generated additional cash flows. During the Reporting Period, revenue of the tableware, giftware and other business was approximately HK\$3,605,000, accounted for approximately 8.7% of the Group's revenue.

業務回顧及未來展望

業務回顧

燈飾及設計師品牌家具的零售連鎖業務

燈飾及設計師品牌家具的零售連鎖業務為本公司及其附屬公司(統稱為「本集團」)的核心業務。壹照明作為全港最具規模的燈飾零售連鎖集團之一，於銷售來自世界各地的優質品牌燈飾及設計師家具方面擁有豐富經驗。於截至二零一八年九月三十日止六個月(「報告期」)內，壹照明因應香港疲弱的零售環境，在零售網絡計劃方面採取審慎的態度，專注於零售網絡整合及產品組合優化。

於報告期內，來自經營燈飾及設計師品牌家具的零售連鎖業務的營業額約37,966,000港元，佔本集團營業額約91.3%。

餐具禮品及其他業務

餐具禮品及其他業務主要為批發餐具禮品及其他貿易至世界各地，令本集團業務組合得以擴大，並產生多元收入及額外現金流。於報告期內，來自經營餐具禮品及其他業務的營業額約3,605,000港元，佔本集團營業額約8.7%。

Future Outlook

With reference to the monthly figures released by the Census and Statistics Department of the Government of the Hong Kong Special Administrative Region (the "Government"), the value of total retail sales stopped decreasing in March 2017, after decreasing for 24 consecutive months. It continued to grow for 19 consecutive months from March 2017 to September 2018 over the previous year, reflecting the local consumption demand stayed firm.

The underlying demand for residential properties is strong and measures have been announced in the 2018 Policy Address of the Government to expedite and increase housing supply to meet with demands. However, the trade conflicts between the P.R.C. and the United States heightened the external uncertainties in macro business environment, which might affect consumption sentiment going forward. Therefore, the Directors foresee that the Hong Kong retail market remains challenging, the Group will closely monitor the trend of the global environment and maintain pragmatic approach for its business. The Group will continue to concentrate on the consolidation of its retail network, optimisation of product-mix and intensification of cost control, and will also continue to seize opportunities to stabilise growth through cautious strategic planning.

Looking forward, the Group expects the Government's effort to step up supply of residential units in Hong Kong will drive demand for lighting and household products. Therefore, E Lighting is afforded with new opportunities in its various lines of business. The Group will strive to maintain a streamlined business operation, while catering for consumers' specific needs and being responsive to market changes. Leveraging the support of the capital market, its own strengths, and the global trends of saving energy, protecting the environment and pursuing a higher quality of life, the Group is cautiously confident of its development in the future. The Group will strive to maintain steady growth and to maximise returns for the investors.

未來展望

參考香港特別行政區政府(「政府」)統計處每月發佈之數據，零售業銷貨額總值於連跌二十四個月後，於二零一七年三月份止跌。而且在二零一七年三月份至二零一八年九月份連續十九個月較去年增長，此反映本地消費需求維持堅穩。

住宅物業潛在需求依然強勁，而二零一八年政府施政報告亦公佈若干相關舉措加快及加大房屋供應以滿足需求。然而，中國與美國之間的貿易衝突令外圍大營商環境的不明朗加劇，往後對消費意欲可能帶來的影響。故此，董事預計香港零售市場依然充滿挑戰，本集團將會密切監察全球環境趨勢以及在進行業務時保持務實。本集團除了繼續專注於其零售網絡整合、產品組合優化及加強成本控制外，透過審慎的策略規劃，繼續把握機會穩定增長。

展望未來，本集團預期政府繼續增加香港房屋單位供應將帶動燈飾及家居用品需求。故此，壹照明的業務範疇亦迎來不斷湧現的機遇。本集團將一如既往地用心經營，貼心照顧消費者需要，靈活對應市場變化。此外，本集團亦採取多元化政策，透過展開海外批發餐具及禮品業務以增加收益來源。憑藉資本市場的支持、本集團自身的優勢，以及全球環保節能、追求品味生活的大勢所趨，本集團對未來發展保持審慎樂觀。本集團將不斷把握市場機會，努力保持穩定發展，為投資者爭取更大的回報。

FINANCIAL REVIEW

Revenue

During the Reporting Period, the Group's revenue was approximately HK\$41,571,000, representing an increase of approximately 1.0% from approximately HK\$41,159,000 as compared with that of the corresponding period in last year, which was mainly due to improvement of Hong Kong retail environment.

During the Reporting Period, revenue of the retail chain business in lighting and designer label furniture was approximately HK\$37,966,000, representing an increase of approximately 3.5% from approximately HK\$36,676,000 as compared with that of the corresponding period in last year.

During the Reporting Period, revenue of the tableware, giftware and other business was approximately HK\$3,605,000, representing a decrease of approximately 19.6% from approximately HK\$4,483,000 as compared with that of the corresponding period in last year.

Gross Profit and Gross Profit Margin

During the Reporting Period, the Group's gross profit was approximately HK\$23,055,000, representing an increase of approximately 7.3% from approximately HK\$21,491,000 as compared with that of the corresponding period in last year. The increase was primarily due to increase in sales and gross profit margin. During the Reporting Period, the Group's overall gross profit margin was approximately 55.5%.

Selling and Distribution Expenses

During the Reporting Period, the Group's selling and distribution expenses was approximately HK\$14,717,000, representing a decrease of approximately 16.8% from approximately HK\$17,688,000 as compared with that of the corresponding period in last year. Selling and distribution expenses primarily consists of rentals for retail outlets and related expenses, staff costs (including salaries and sales commission to salespersons), electronic payment charges and depreciation. The decrease was primarily due to decrease in rental expenses for retail outlets and staff costs arising from reduction of headcount.

財務回顧

營業額

於報告期內，本集團的營業額約41,571,000港元，較去年同期約41,159,000港元增加約1.0%，主要由於香港零售環境改善。

於報告期內，來自經營燈飾及設計師品牌家具的零售連鎖業務的營業額約37,966,000港元，較去年同期約36,676,000港元增加約3.5%。

於報告期內，來自經營餐具禮品及其他業務的營業額約3,605,000港元，較去年同期約4,483,000港元減少約19.6%。

毛利及毛利率

於報告期內，本集團的毛利約23,055,000港元，較去年同期約21,491,000港元增加約7.3%。增加主要由於銷售及毛利率增加所致。於報告期內，本集團的整體毛利率約55.5%。

銷售及分銷開支

於報告期內，本集團的銷售及分銷開支約14,717,000港元，較去年同期約17,688,000港元減少約16.8%。銷售及分銷開支主要包括零售店舖的租金及相關開支、員工成本(包括薪金及售貨員佣金)、電子付款費用及折舊。減少主要由於零售店舖租金開支減少及由於僱員人數減少令員工成本減少所致。

Administrative and Other Expenses

During the Reporting Period, the Group's administrative and other expenses was approximately HK\$7,983,000, representing a decrease of approximately 2.3% from approximately HK\$8,172,000 as compared with that of the corresponding period in last year. Administrative and other expenses primarily consists of rentals for office premises and warehousing facilities, staff costs (including salaries to administrative staff and emoluments to Directors) and professional expenses. The decrease was primarily due to decrease in professional expenses.

Loss for the Period

The Group recorded a loss of approximately HK\$17,822,000 during the Reporting Period (six months ended 30 September 2017: loss of approximately HK\$3,643,000). Excluding the non-recurring impairment loss on the goodwill of approximately HK\$18,112,000, the Group recorded a profit of approximately HK\$290,000 during the Reporting Period.

DIVIDEND

The Board does not recommend the payment of any dividend for the six months ended 30 September 2018 (six months ended 30 September 2017: Nil).

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as otherwise disclosed, there were neither significant investments held as at 30 September 2018 nor material acquisitions and disposals of subsidiaries during the Reporting Period.

Save as otherwise disclosed, there is no plan for material investments or capital assets as at the date of this report.

行政及其他開支

於報告期內，本集團的行政及其他開支約7,983,000港元，較去年同期約8,172,000港元減少約2.3%。行政及其他開支主要包括辦公室物業及倉庫設施租金，員工成本(包括行政人員的薪金及董事薪酬)及專業費用。減少主要由於專業費用減少所致。

期內虧損

於報告期內，本集團錄得虧損約17,822,000港元(截至二零一七年九月三十日止六個月：虧損約3,643,000港元)。撇除非經常性商譽減值虧損約18,112,000港元，本集團於報告期內錄得利潤約290,000港元。

股息

董事會不建議就截至二零一八年九月三十日止六個月派付任何股息(截至二零一七年九月三十日止六個月：無)。

持有的重大投資、附屬公司的重大收購及出售，以及未來作重大投資或購入資本資產的計劃

除有所披露外，於二零一八年九月三十日概無持有任何重大投資，於報告期內亦無附屬公司的重大收購及出售事項。

除有所披露外，於本報告日，概無其他重大投資或購入資本資產的計劃。

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2018, the Group had cash and bank balances of approximately HK\$8,768,000 (31 March 2018: approximately HK\$4,936,000). The gearing ratio of the Group, calculated as total bank borrowings over total equity, was nil as at 30 September 2018 (31 March 2018: Nil), as the Group financed the operations from internally generated funds and had no bank borrowings as at 30 September 2018 (31 March 2018: Nil).

The Group closely monitors the cash flow position to ensure that the Group has sufficient working capital available to fulfill its operational requirement. The Group takes into account the trade receivables, trade payables, cash and bank balances, administrative and capital expenditures to prepare cash flow forecast to forecast the Group's future liquidity.

CAPITAL STRUCTURE

The capital of the Group comprises only ordinary shares. As at 30 September 2018, there were 451,035,713 ordinary shares in issue.

Total equity attributable to the owners of the Company amounted to approximately HK\$27,961,000 as at 30 September 2018 (31 March 2018: approximately HK\$45,783,000).

CONTINGENT LIABILITIES

As at 30 September 2018, save as otherwise disclosed, the Group did not have any material contingent liabilities (31 March 2018: Nil).

流動性及財務資源

於二零一八年九月三十日，本集團的銀行及現金結餘約8,768,000港元(二零一八年三月三十一日：約4,936,000港元)。本集團的槓桿比率，以銀行借貸總額除以總權益計算，於二零一八年九月三十日為無(二零一八年三月三十一日：無)，原因為本集團主要以內部產生的資金作為本集團的營運資金，且於二零一八年九月三十日並無銀行借貸(二零一八年三月三十一日：無)。

本集團密切監察現金流量狀況，確保本集團擁有充足的可動用營運資金，可以符合營運需要。本集團計及應收款項、應付款項、現金及銀行結餘、行政及資本開支，以編製本集團的現金流量預測，預測本集團未來的流動性。

資本結構

本集團之資本僅包括普通股。於二零一八年九月三十日，已發行普通股為451,035,713股。

於二零一八年九月三十日，本公司擁有人應佔權益總額約27,961,000港元(二零一八年三月三十一日：約45,783,000港元)。

或然負債

於二零一八年九月三十日，除有所披露外，本集團並無任何重大或然負債(二零一八年三月三十一日：無)。

FOREIGN CURRENCY RISK

The Group undertakes certain purchase transactions denominated in Hong Kong dollar, Euro, United States dollar and Renminbi, hence exposure to exchange rate fluctuations arises. We are mainly exposed to foreign exchange fluctuation of the Euro and Renminbi against Hong Kong dollar, as Hong Kong dollar is pegged to United States dollar. The Group currently does not have a foreign currency hedging policy. However, the management of the Group monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises. The Directors are of the view that the transactional exposure of the Group in currencies other than the functional currencies is maintained at an acceptable level.

CHARGES ON GROUP ASSETS

As at 30 September 2018, there was no charges on the Group's assets (31 March 2018: Nil).

SEGMENT INFORMATION

The Group's segmental information is set out in note 3 to the condensed consolidated financial statements.

CAPITAL COMMITMENTS

As at 30 September 2018, the Group did not have any significant capital commitments (31 March 2018: Nil).

EMPLOYEE INFORMATION

Total remuneration of the Group for the Reporting Period (including (i) Directors' emoluments, (ii) salaries to staff and (iii) MPF contributions) was approximately HK\$8,437,000 (six months ended 30 September 2017: approximately HK\$8,443,000).

As at 30 September 2018, the Group had 45 employees (31 March 2018: 50 employees).

外幣風險

本集團主要以港元、歐元、美元及人民幣進行採購，因此面對匯率波動帶來的風險。由於港元與美元掛鈎，我們主要面對歐元及人民幣兌港元的外匯波動風險。本集團現時並無外匯對沖政策。然而，本集團管理層會監察外匯風險及將於有需要時考慮對沖重大外匯風險。董事認為本集團就功能貨幣以外貨幣的交易風險保持在可接受的水平。

集團資產抵押

於二零一八年九月三十日，本集團資產並無抵押(二零一八年三月三十一日：無)。

分部資料

本集團的分部資料載於簡明綜合財務報表附註3。

資本承擔

於二零一八年九月三十日，本集團並無任何重大資本承擔(二零一八年三月三十一日：無)。

僱員資料

於報告期內，本集團的總薪酬開支(包括(i)董事薪酬、(ii)員工薪金及(iii)強積金供款)約8,437,000港元(截至二零一七年九月三十日止六個月：約8,443,000港元)。

於二零一八年九月三十日，本集團共僱用45名僱員(二零一八年三月三十一日：50名)。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

CORPORATE GOVERNANCE PRACTICES

The Company is committed to achieving high standards of corporate governance to safeguard the interests of the shareholders of the Company and enhance its corporate value. The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code and Corporate Governance Report in Appendix 15 to the GEM Listing Rules (the "CG Code"). To the best knowledge of the Board, the Company has complied with the code provisions in the CG Code during the Reporting Period.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct for dealing in securities of the Company by the Directors in accordance with the required standard of dealings as set out in the Rules 5.48 to 5.67 of the GEM Listing Rules (the "Required Standard of Dealings"). The Company has made specific enquiries with all Directors and the Directors confirmed that they have complied with the Required Standard of Dealings and the code of conduct for dealing in securities of the Company during the Reporting Period.

RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Reporting Period was the Company, or any of its holding companies or any of its subsidiaries a party to any arrangement to enable the Directors and the chief executives of the Company (the "Chief Executives") (including their spouses and children under 18 years of age) to hold any interests or short positions in the shares, or underlying shares, or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")).

COMPETING INTERESTS

As at 30 September 2018, none of the Directors, the substantial shareholders of the Company and their respective close associates (as defined in the GEM Listing Rules) has any interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the Reporting Period.

企業管治常規

本公司致力推行高標準的企業管治，以保障股東利益及加強企業價值。本公司之企業管治常規乃以GEM上市規則附錄15所載企業管治守則及企業管治報告(「企業管治守則」)載列之原則及守則條文為基準。據董事會所知，於報告期內，本公司已遵守企業管治守則內之守則條文。

董事進行證券交易

本公司已採納GEM上市規則第5.48至5.67條所載之交易必守標準(「交易必守標準」)，作為董事買賣本公司證券之操守守則。本公司已對各董事作出特定查詢，董事已確認彼等於報告期內已遵守交易必守標準及買賣本公司證券之操守守則。

收購股份或債權證之權利

於報告期內，本公司、其任何控股公司或其任何附屬公司概無參與達成任何安排，使董事及本公司主要行政人員(「主要行政人員」)(包括其配偶及十八歲以下子女)於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)擁有任何股份、相關股份及債權證之權益或淡倉。

競爭權益

於二零一八年九月三十日，概無董事、主要股東或彼等各自之緊密聯繫人士(定義見GEM上市規則)於與或有可能與本集團業務直接或間接競爭之業務中擁有任何權益。

購買、出售或贖回上市證券

於報告期內，本公司或其任何附屬公司概無購買、出售或贖回本公司之任何上市證券。

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

As at 30 September 2018, the interests and short positions of the Directors and the Chief Executives in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Required Standard of Dealings were as follows:

董事及主要行政人員於本公司或任何相聯法團的股份、相關股份及債權證中的權益及淡倉

於二零一八年九月三十日，董事及主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債權證中擁有須根據證券及期貨條例第352條規定而備存之登記冊的記錄，或根據交易必守標準須知會本公司及聯交所的權益及淡倉如下：

Long positions in ordinary shares of the Company

於本公司普通股的好倉

Name	Capacity/Nature of interests	Number of securities	Approximate percentage of the total number of issued shares 佔已發行股份總數的概約百分比
姓名	身分及權益性質	證券數目	
Mr. Hui Kwok Keung Raymond (Note 1) 許國強先生(附註1)	Interest in controlling corporation 受控法團權益	210,000,000	46.56%
Mr. Hue Kwok Chiu 許國釗先生	Beneficial Owner 實益擁有人	45,000,000	9.98%

Note:

(1) These shares are held by Time Prestige Ventures Limited, a company wholly-owned by Mr. Hui Kwok Keung Raymond.

附註：

(1) 該等股份由Time Prestige Ventures Limited (一間由許國強先生全資擁有的公司)持有。

Save as disclosed above, as at 30 September 2018, none of the Directors or the Chief Executives had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Required Standard of Dealings.

除上文所披露以外，於二零一八年九月三十日，概無董事或主要行政人員於本公司或其任何相聯法團的任何股份、相關股份及債權證中擁有須根據證券及期貨條例第352條規定而備存之登記冊的記錄，或根據交易必守標準須知會本公司及聯交所的權益及淡倉。

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

As at 30 September 2018, to the best of the knowledge of the Directors and the Chief Executives and based on the public records filed on the website of the Stock Exchange and records kept by the Company, the interests and short positions of the persons or corporations (other than the Directors and the Chief Executives) in the shares or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO were as follows:

Long positions in ordinary shares of the Company

主要股東及其他人士於本公司股份及相關股份的權益及淡倉

於二零一八年九月三十日，據董事及主要行政人員所知，按聯交所網頁所列公開資料及本公司所存置記錄，下列人士或法團（董事及主要行政人員除外）於本公司股份或相關股份擁有須根據證券及期貨條例第336條規定而備存之登記冊的記錄之權益及淡倉如下：

於本公司普通股的好倉

Name	Capacity/Nature of interests	Number of securities	Approximate percentage of the total number of issued shares 佔已發行股份總數的概約百分比
姓名	身分及權益性質	證券數目	
Time Prestige Ventures Limited	Beneficial Owner 實益擁有人	210,000,000	46.56%
Ms. Ng Hiu Ying (Note 1) 吳曉瑛女士(附註1)	Interest of spouse 配偶權益	45,000,000	9.98%

Note:

(1) Ms. Ng Hiu Ying is the spouse of Mr. Hue Kwok Chiu. Under the SFO, Ms. Ng Hiu Ying is deemed to be interested in the same number of shares in which Mr. Hue Kwok Chiu is interested.

附註：

(1) 吳曉瑛女士為許國釗先生的配偶。根據證券及期貨條例，吳曉瑛女士被視為於許國釗先生擁有權益的相同數目股份中擁有權益。

Save as disclosed above, as at 30 September 2018, there was no person or corporation (other than the Directors and the Chief Executives) who had any interests or short positions in the shares or underlying shares of the Company were recorded in the register required to be kept by the Company under section 336 of the SFO.

除上文所披露以外，於二零一八年九月三十日，概無人士或法團（董事及主要行政人員除外）於本公司股份或相關股份中擁有任何權益或淡倉紀錄在本公司根據證券及期貨條例第336條規定而備存之登記冊內。

SHARE OPTION SCHEME

The purpose of the share option scheme is to attract and retain the best available personnel, to provide additional incentive to employees (full-time and part-time), directors, consultants, advisers, distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group (the “Eligible Participants”) and to promote the success of the business of the Group.

The Company conditionally adopted a share option scheme (the “Share Option Scheme”) on 11 September 2014 whereby the Board is authorised, at its absolute discretion and subject to the terms of the Share Option Scheme, to grant options to the Eligible Participants to subscribe for the shares of the Company. The Share Option Scheme will be valid and effective for a period of ten years commencing from the date of adoption of the Share Option Scheme.

As at 30 September 2018, the total number of shares available for issue under the Share Option Scheme is 40,000,000 shares, representing approximately 8.87% of the total number of issued shares of the Company. Since the adoption of the Share Option Scheme, no share option has been granted by the Company.

COMPLIANCE ADVISER’S INTERESTS

After the completion of the engagement of Ample Capital Limited as the compliance adviser of the Company in compliance with Rule 6A.19 of the GEM Listing Rules on 30 June 2017, the Company did not have compliance adviser.

AUDIT COMMITTEE

The audit committee of the Company (the “Audit Committee”) was established with written terms of reference in compliance with Rules 5.28 and 5.29 of the GEM Listing Rules and code provision C.3.3 of the CG Code. The Audit Committee currently comprises three independent non-executive Directors and is chaired by Mr. Leung Wai Chuen. The other members are Mr. Chung Wai Man and Ms. Yeung Mo Sheung Ann. The primary duties of the Audit Committee are mainly to oversee the relationship with the Company’s external auditor, review the Company’s financial information and oversee the Company’s financial reporting system, risk management and internal control systems.

購股權計劃

購股權計劃旨在吸引及挽留最優秀的人員、向本集團僱員(全職及兼職)、董事、諮詢人、顧問、分銷商、承包商、供應商、代理、客戶、商業夥伴或服務供應商(「合資格參與者」)提供額外獎勵以及推動本集團業務創出佳績。

本公司於二零一四年九月十一日有條件採納購股權計劃(「購股權計劃」)，據此，董事會獲授權按其全權酌情，依照購股權計劃之條款授出可認購本公司股份之購股權予合資格參與者。購股權計劃由購股權計劃採納之日起十年期間一直有效及生效。

於二零一八年九月三十日，根據購股權計劃可供發行之股份總數為40,000,000股，佔本公司已發行股份總數約8.87%。自購股權計劃獲採納以來，本公司概無授出購股權。

合規顧問權益

於二零一七年六月三十日完成本公司根據GEM上市規則第6A.19條委聘豐盛融資有限公司為合規顧問之後，本公司並無合規顧問。

審核委員會

本公司已成立審核委員會(「審核委員會」)，並遵照GEM上市規則第5.28條及5.29條規定及企業管治守則第C.3.3條守則條文制定書面職權範圍。審核委員會現時由三名獨立非執行董事組成，並由梁偉泉先生擔任主席，其餘成員為鍾偉文先生及楊慕嫦女士。審核委員會的主要職務為監察與本公司核數師的關係、審閱本公司的財務資料及監管本公司財務申報制度、風險管理及內部監控系統。

The Audit Committee had reviewed the unaudited consolidated results of the Group for the six months ended 30 September 2018 with the management and is of the view that such results complied with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures had been made.

CHANGES IN INFORMATION OF DIRECTORS

Subsequent to the date of the annual report of the Company for the year ended 31 March 2018, the shares of MOS House Group Limited (Stock Code: 1653), which Mr. Leung Wai Chuen acted as a non-executive director, have been listed on the Main Board of the Stock Exchange on 19 October 2018.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained a sufficient public float as at the date of this report.

By Order of the Board

E Lighting Group Holdings Limited

Hue Kwok Chiu

Chairman

Hong Kong, 9 November 2018

As at the date of this report, the executive Directors are Mr. Hue Kwok Chiu, Mr. Hui Kwok Keung Raymond and Mr. Hui Kwok Wing; the independent non-executive Directors are Mr. Chung Wai Man, Mr. Leung Wai Chuen and Ms. Yeung Mo Sheung Ann.

審核委員會與管理層已審閱本集團截至二零一八年九月三十日止六個月之未經審核綜合業績，並認為有關業績已符合適用會計政策、GEM上市規則之規定及其他適用法律要求，亦已作出恰當披露。

董事資料變動

於本公司截至二零一八年三月三十一日止年度報告日後，梁偉泉先生擔任非執行董事的 MOS House Group Limited (股份代號：1653) 的股份已於二零一八年十月十九日於聯交所主板上市。

公眾持股量的充足性

根據本公司公開可得的資料及據董事所知，本公司於本報告日已維持充足公眾持股量。

承董事會命

壹照明集團控股有限公司

主席

許國釗

香港，二零一八年十一月九日

於本報告日，執行董事為許國釗先生、許國強先生及許國榮先生；獨立非執行董事為鍾偉文先生、梁偉泉先生及楊慕嫦女士。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 September 2018 截至二零一八年九月三十日止六個月

		Three months ended 30 September 截至九月三十日止三個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)		Six months ended 30 September 截至九月三十日止六個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)		
		2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	
	Notes 附註					
Revenue	營業額	4	21,530	22,763	41,571	41,159
Cost of sales	銷售成本		(9,642)	(11,679)	(18,516)	(19,668)
Gross Profit	毛利		11,888	11,084	23,055	21,491
Other income, gains and losses	其他收入、收益及虧損	5	(18,110)	2	(18,107)	5
Selling and distribution expenses	銷售及分銷開支		(7,583)	(9,131)	(14,717)	(17,688)
Administrative and other expenses	行政及其他開支		(4,092)	(4,077)	(7,983)	(8,172)
Loss before tax	除稅前虧損	6	(17,897)	(2,122)	(17,752)	(4,364)
Income tax credit/(expenses)	所得稅抵免/(開支)	8	(46)	350	(70)	721
Loss and total comprehensive income for the period attributable to the owners of the Company	本公司擁有人應佔期內虧損及其他全面收益總額		(17,943)	(1,772)	(17,822)	(3,643)
Loss per share	每股虧損	10				
- Basic and diluted (HK cents)	- 基本及攤薄 (港仙)		(3.98)	(0.39)	(3.95)	(0.81)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

As at 30 September 2018 於二零一八年九月三十日

			As at 30 September 2018 於二零一八年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2018 於二零一八年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
	Notes 附註			
Non-current assets		非流動資產		
Property, plant and equipment	11	物業、廠房及設備	961	1,255
Intangible assets		無形資產	2,681	3,485
Goodwill	12	商譽	1,705	19,817
Rental deposits	13	租賃按金	3,165	3,769
Deferred tax assets		遞延稅項資產	346	346
Total non-current assets		非流動資產總值	8,858	28,672
Current assets		流動資產		
Inventories		存貨	12,080	12,433
Trade and other receivables	13	應收賬款及其他應收款項	7,275	7,153
Tax recoverable		可收回稅項	367	267
Cash and bank balances		現金及銀行結餘	8,768	4,936
Total current assets		流動資產總值	28,490	24,889
Current liabilities		流動負債		
Trade and other payables	14	應付賬款及其他應付款項	8,608	7,069
Current tax liabilities		即期稅項負債	327	124
Total current liabilities		流動負債總額	8,935	7,193
Net current assets		流動資產淨值	19,555	17,696
Total assets less current liabilities		資產總值減流動負債	28,413	46,368
Non-current liabilities		非流動負債		
Deferred tax liabilities		遞延稅項負債	452	585
NET ASSETS		資產淨值	27,961	45,783
EQUITY		權益		
Share capital	15	股本	4,510	4,510
Reserves		儲備	23,451	41,273
TOTAL EQUITY		權益總額	27,961	45,783

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 30 September 2018 截至二零一八年九月三十日止六個月

		Share capital	Share premium	Other reserve	Retained earnings/ (Accumulated losses) 保留溢利/ (累計虧損)	Total equity
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	其他儲備 HK\$'000 千港元	HK\$'000 千港元	權益總額 HK\$'000 千港元
As at 1 April 2017 (audited)	於二零一七年四月一日 (經審核)	4,510	67,066	2	1,618	73,196
Loss and total comprehensive income for the period	期內虧損及全面收益總額	-	-	-	(3,643)	(3,643)
As at 30 September 2017 (unaudited)	於二零一七年九月三十日 (未經審核)	4,510	67,066	2	(2,025)	(69,553)
As at 1 April 2018 (audited)	於二零一八年四月一日 (經審核)	4,510	67,066	2	(25,795)	45,783
Loss and total comprehensive income for the period	期內虧損及全面收益總額	-	-	-	(17,822)	(17,822)
As at 30 September 2018 (unaudited)	於二零一八年九月三十日 (未經審核)	4,510	67,066	2	(43,617)	27,961

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 September 2018 截至二零一八年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash generated from/(used in) operating activities	經營活動所得／(所用)現金淨額	3,833	(3,251)
Net cash used in investing activities	投資活動所用現金淨額	(3)	(655)
Net cash generated from financing activities	融資活動所得現金淨額	2	5
Net increase/(decrease) in cash and cash equivalents	現金及現金等值物增加／(減少)淨額	3,832	(3,901)
Cash and cash equivalents at beginning of the period	期初現金及現金等值物	4,936	13,042
Cash and cash equivalents at the end of the period	期末現金及現金等值物	8,768	9,141
Analysis of balances of cash and cash equivalents	現金及現金等值物分析		
Cash and bank balances	銀行及現金結餘	8,768	9,141

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

1. CORPORATE INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 29 November 2013 under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is 4th Floor, Harbour Place, 103 South Church Street, George Town, P.O. Box 10240, Grand Cayman KY1-1002, Cayman Islands and its principal place of business in Hong Kong is 26/F, Tiffan Tower, 199 Wanchai Road, Wanchai, Hong Kong. The Company's issued shares have been listed on GEM of The Stock Exchange of Hong Kong Limited ("Stock Exchange") since 29 September 2014 (the "Listing").

The Company's principal activity is investment holding while the Group is principally engaged in retail chain business in lighting, designer label furniture and household products in Hong Kong and wholesale of tableware and giftware worldwide.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the Reporting Period 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 disclosure requirements of the GEM Listing Rules.

The unaudited condensed consolidated financial statements have been prepared under the historical cost convention. The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated financial statements are consistent with those used in the annual financial statements of the Group for the year ended 31 March 2018 as set out in the 2018 Annual Report of the Company, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"). The unaudited condensed consolidated financial statements should be read in conjunction with the annual financial statements of the Group for the year ended 31 March 2018.

1. 公司資料

本公司於二零一三年十一月二十九日根據開曼群島公司法第22章(一九六一年第三號法例，經綜合及修訂)在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處位於4th Floor, Harbour Place, 103 South Church Street, George Town, P.O. Box 10240, Grand Cayman KY1-1002, Cayman Islands，其於香港的主要營業地點為香港灣仔灣仔道199號天輝中心26樓。本公司的已發行股份自二零一四年九月二十九日起於香港聯合交易所有限公司(「聯交所」) GEM上市(「上市」)。

本公司的主要業務為投資控股，而本集團則主要於香港經營燈飾及設計師品牌家具及家居產品的零售連鎖業務及批發餐具及禮品至世界各地。

2. 編製基準

本集團於報告期的未經審核簡明綜合財務報表已按照香港會計師公會(「香港會計師公會」)頒佈的香港會計準則第34號「中期財務報告」及GEM上市規則之適用披露要求編製。

未經審核簡明綜合財務報表已按歷史成本法編製。編製未經審核簡明綜合財務報表所用會計政策及計算方法與本公司二零一八年年報所載本集團截至二零一八年三月三十一日止年度的全年財務報表所用者貫徹一致。此未經審核簡明綜合財務報表應與本集團截至二零一八年三月三十一日止年度的全年財務報表(根據香港財務報告準則(「香港財務報告準則」)編製)一併閱覽。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

2. BASIS OF PREPARATION (continued)

In the current period, the HKICPA has issued a number of new and revised HKFRSs and interpretations that are first effective for the current accounting period of the Group. The Group has adopted all these new and revised HKFRSs and interpretations that are relevant to its operation. The adoption of these new and revised HKFRSs had no significant effects on the results of the Group for the current and prior periods.

The Group has not early adopted the new and revised HKFRSs that have been issued, but are not yet effective for the current period. The Group's current intention is to apply these changes on the date they become effective.

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

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("HK\$"), which is the same as the functional currency of the Company.

The unaudited condensed consolidated financial statements have been reviewed by the Company's audit committee.

3. SEGMENT INFORMATION

Operating segments are reported in a manner consistent with the internal reporting, in accordance with the Group's internal organisation and reporting structure, provided to the chief operating decision-maker to make strategic decisions.

The Group has two reportable segments. The segments are managed separately as each business offers different products and requires different business strategies. The following summary describes the operations in each of the Group's reportable segments:

Lighting and furniture business	– retail of lighting products and household furniture in Hong Kong
Tableware, giftware and other business	– retail and wholesale of tableware and giftware and other trading worldwide

2. 編製基準(續)

於本期間，香港會計師公會已頒佈多項於本集團目前會計期間首次生效的新訂及經修訂香港財務報告準則及詮釋。本集團已採納所有與其營運相關的此等新訂及經修訂香港財務報告準則及詮釋。應用此等新訂及經修訂香港財務報告準則對本集團目前及以往期間的業績並無造成重大影響。

本集團尚未提早採納已頒佈但尚未於本期間生效的新訂及經修訂香港財務報告準則。本集團目前擬於有關準則生效當日應用該等變動。

編製符合香港財務報告準則之未經審核簡明綜合財務報表時須採用若干關鍵會計估計。管理層於應用本集團之會計政策過程中亦須作出判斷。

未經審核簡明綜合財務報表乃以港元(「港元」)呈列，與本公司的功能貨幣一致。

未經審核簡明綜合財務報表已經本公司審核委員會審閱。

3. 分部資料

本集團按主要營運決策者用以作出策略性決定而審閱之報告(根據本集團的內部組織及報告架構)確定其經營分部。

本集團擁有兩個呈報分部。由於各業務提供不同產品及需要不同業務策略，因此各分部之管理工作乃獨立進行。本集團各呈報分部之業務概述如下：

燈飾及家具業務	– 於香港零售燈飾及家具產品
餐具禮品及其他業務	– 零售及批發餐具禮品及其他貿易至世界各地

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

3. SEGMENT INFORMATION (continued)

Inter-segment transactions are priced with reference to prices charged to external parties for similar order. Central revenue and expenses are not allocated to the operating segments as they are not included in the measure of the segments' profit that is used by the chief operating decision-maker for assessment of segment performance.

(a) Business segment

For the six months ended 30 September 2018

3. 分部資料(續)

分部間交易之價格乃參考就類似訂單向外部人士收取之價格釐定。中央收入及開支並不分配至經營分部，原因為在主要經營決策者在評估分部表現時並不包括所用的分部溢利計量中。

(a) 業務分部

截至二零一八年九月三十日止六個月

		Lighting and furniture business 燈飾及 家具業務 HK\$'000 千港元	Tableware, giftware and other business 餐具禮品及 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue to external customers	來自外部客戶收入	37,966	3,605	41,571
Reportable segment result	呈報分部業績	8,124	219	8,343
Other gains or losses — impairment loss on goodwill	其他收益及虧損 — 商譽減值虧損			(18,112)
Unallocated corporate expenses (note)	其他未分配企業開支 (附註)			(7,983)
Consolidated loss before tax	除稅前綜合虧損			(17,752)

Note: The unallocated corporate expenses mainly consist of rentals for office premises and warehousing facilities, employee costs (including salaries to administrative staff and emoluments to directors) and professional expenses.

附註：未分配企業開支主要包括辦公室物業及倉庫設施租金、僱員成本(包括行政人員的薪金及董事薪酬)及專業費用。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

3. SEGMENT INFORMATION (continued)

(a) Business segment (continued)

For the six months ended 30 September 2017

3. 分部資料(續)

(a) 業務分部(續)

截至二零一七年九月三十日止六個月

		Lighting and furniture business 燈飾及 家具業務 HK\$'000 千港元	Tableware, giftware and other business 餐具禮品及 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue to external customers	來自外部客戶收入	36,676	4,483	41,159
Reportable segment result	呈報分部業績	3,407	401	3,808
Unallocated corporate expenses (note)	其他未分配企業開支 (附註)			(8,172)
Consolidated loss before tax	除稅前綜合虧損			(4,364)

Note: The unallocated corporate expenses mainly consist of rentals for office premises and warehousing facilities, employee costs (including salaries to administrative staff and emoluments to directors) and professional expenses.

附註：未分配企業開支主要包括辦公室物業及倉庫設施租金、僱員成本(包括行政人員的薪金及董事薪酬)及專業費用。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

3. SEGMENT INFORMATION (continued) (b) Segment assets and liabilities

3. 分部資料^(續) (b) 分部資產及負債

		As at 30 September 2018 於二零一八年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2018 於二零一八年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Assets	資產		
Lighting and furniture business	燈飾及家具業務	29,311	26,362
Tableware, giftware and other business	餐具禮品及其他業務	3,651	3,897
Segment assets	分部資產	32,962	30,259
Intangible assets	無形資產	2,681	3,485
Goodwill	商譽	1,705	19,817
Consolidated total assets	綜合總資產	37,348	53,561
Liabilities	負債		
Lighting and furniture business	燈飾及家具業務	8,791	6,876
Tableware, giftware and other business	餐具禮品及其他業務	144	327
Segment liabilities	分部負債	8,935	7,203
Unallocated deferred tax liabilities	未分配遞延稅項負債	452	575
Consolidated total liabilities	綜合總負債	9,387	7,778

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

4. REVENUE

4. 營業額

		Three months ended 30 September		Six months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止六個月	
		2018	2017	2018	2017
		二零一八年	二零一七年	二零一八年	二零一七年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Sales of goods	銷售貨品	21,530	22,763	41,571	41,159

5. OTHER INCOME, GAINS AND LOSSES

5. 其他收入、收益及虧損

		Three months ended 30 September		Six months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止六個月	
		2018	2017	2018	2017
		二零一八年	二零一七年	二零一八年	二零一七年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Bank interest income	銀行利息收入	2	2	5	5
Impairment loss on goodwill	商譽減值虧損	(18,112)	-	(18,112)	-
		(18,110)	2	(18,107)	5

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

6. LOSS BEFORE TAX

Loss before tax is arrived at after charging:

6. 除稅前虧損

除稅前虧損已扣除：

		Three months ended 30 September		Six months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止六個月	
		2018	2017	2018	2017
		二零一八年	二零一七年	二零一八年	二零一七年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Auditor's remuneration	核數師酬金	180	200	360	400
Costs of inventories recognised as expenses	確認為開支的存貨成本	8,598	10,799	16,530	17,846
Depreciation of property, plant and equipment	物業、廠房及設備折舊	141	319	297	674
Amortisation of intangible assets	無形資產攤銷	402	402	402	804
Lease payments under operating leases:	經營租賃項下之租賃付款：				
Minimum lease payments	最低租賃付款	4,231	5,241	8,607	10,700
Contingent rent	或然租金	8	36	20	57
		4,239	5,277	8,627	10,757
Employee costs (note 7)	僱員成本(附註7)	4,211	4,338	8,437	8,443

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

7. EMPLOYEE COSTS

7. 僱員成本

	Three months ended 30 September		Six months ended 30 September	
	截至九月三十日止三個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	截至九月三十日止六個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)
Employee costs (including directors) comprise:				
Salaries and other benefits	4,055	4,172	8,123	8,115
Contributions to defined contribution retirement plans	156	166	314	328
	4,211	4,338	8,437	8,443

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

8. INCOME TAX CREDIT/(EXPENSES)

The amount of income tax credit/(expenses) represents:

8. 所得稅抵免／(開支)

所得稅抵免／(開支)額為：

		Three months ended 30 September		Six months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止六個月	
		2018	2017	2018	2017
		二零一八年	二零一七年	二零一八年	二零一七年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current tax:	即期稅項：				
Hong Kong Profits Tax	香港利得稅	(113)	8	(203)	(4)
Deferred tax	遞延稅項	67	342	133	725
Income tax credit	所得稅抵免	(46)	350	(70)	721

Hong Kong Profits Tax has been provided at the rate of 16.5% based on the estimated assessable profits for each reporting period.

香港利得稅已根據各報告期間的估計應課稅溢利按16.5%之稅率計提。

9. DIVIDEND

The Board does not recommend payment of any dividend for the six months ended 30 September 2018 (for the six months ended 30 September 2017: Nil).

9. 股息

董事會不建議就截至二零一八年九月三十日止六個月派付任何股息(截至二零一七年九月三十日止六個月：無)。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

10. LOSS PER SHARE

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

10. 每股虧損

本公司擁有人應佔之每股基本及攤薄虧損乃基於以下數據計算：

	Three months ended 30 September		Six months ended 30 September	
	截至九月三十日止三個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	截至九月三十日止六個月 2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)
Loss:	虧損：			
Loss for the period for the purpose of calculating basic and diluted loss per share	(17,943)	(1,772)	(17,822)	(3,643)
	'000 shares 千股	'000 shares 千股	'000 shares 千股	'000 shares 千股
Weighted average number of shares for the purpose of calculating basic and diluted loss per share	451,036	451,036	451,036	451,036

Basic loss per share was calculated by dividing the loss attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the period.

每股基本虧損根據擁有人應佔虧損，除以期內已發行普通股的加權平均數目計算。

For the six months ended 30 September 2018 and 2017, diluted loss per share was the same as basic loss per share as there were no dilutive potential ordinary shares outstanding during the six months ended 30 September 2018 and 2017.

截至二零一八年及二零一七年九月三十日止六個月，由於截至二零一八年及二零一七年九月三十日止六個月並無潛在攤薄普通股，因此每股攤薄虧損與每股基本虧損相同。

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2018, the Group acquired property, plant and equipment of approximately HK\$3,000 (six months ended 30 September 2017: approximately HK\$655,000).

11. 物業、廠房及設備

截至二零一八年九月三十日止六個月，本集團已收購約3,000港元的物業、廠房及設備(截至二零一七年九月三十日止六個月：約655,000港元)。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

12. GOODWILL

12. 商譽

		HK\$'000 千港元
Cost	成本	
As at 1 April 2018 and 30 September 2018	於二零一八年四月一日及 二零一八年九月三十日	36,906
Accumulated impairment losses	累計減值虧損	
As at 1 April 2018	於二零一八年四月一日	17,089
Impairment loss recognised in the period	期內確認減值虧損	18,112
As at 30 September 2018	於二零一八年九月三十日	35,201
Net book value	賬面淨值	
As at 31 March 2018	於二零一八年三月三十一日	19,817
As at 30 September 2018	於二零一八年九月三十日	1,705

Impairment of goodwill

For the purpose of impairment testing, goodwill is allocated to cash generating unit ("CGU") of sales of tableware and giftware products. The recoverable amounts of the CGU have been determined from value in use calculations based on cash flow projections from formally approved budgets covering a five-year period and adopted pre-tax discount rate of 21.1% (31 March 2018: 21.6%). Cash flow beyond the five-year period is extrapolated using an estimated weighted average growth rate of 3% (31 March 2018: 3%), which does not exceed the long-term growth rate for the industry. The key assumptions for the value in use calculations are budgeted gross margin of 25% to 28% (31 March 2018: 26% to 28%) and growth rate of 3% to 11% (31 March 2018: 3% to 32%), which are determined based on the unit's past performance and management's expectations regarding market development. The discount rate is determined based on the Hong Kong risk-free interest rate adjusted by the specific risk associated with the CGU.

Goodwill impairment of HK\$1,705,000 was made due to the recently intensively competitive environment within which the CGU operates, as a result of business environment uncertainty caused by the trade conflicts between the P.R.C. and the United States. Management have therefore adjusted their expected profit forecast for the CGU to allow for the impact of material competitiveness in the market.

商譽減值

就減值測試而言，商譽已分配至餐具及禮品產品之現金產生單位（「現金產生單位」）現金產生單位的可收回金額按使用價值釐定，而使用價值乃根據經批准的五年期預算的現金流量預測及21.1%（二零一八年三月三十一日：21.6%）稅前折現率計算得出。超逾五年期間的現金流量乃使用估計平均增長率3%（二零一八年三月三十一日：3%）推算，有關增長率不高於市場的長期增長率。使用價值計算方法的主要假設為預算毛利率為25%至28%（二零一八年三月三十一日：26%至28%）及預算增長率為3%至11%（二零一八年三月三十一日：3%至32%），此兩項乃按有關單位的過往表現及管理層對市場發展的預期釐定。所用貼現率乃根據香港無風險利率而定，並就現金產生單位的相關特定風險調整。

由於中美貿易衝突將構成營商環境不明朗，現金產生單位經營所在之環境於近期面臨激烈競爭，故計提商譽減值1,705,000港元。因此，管理層已調整現金產生單位之預期盈利預測，以計及重大市場競爭力之影響。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

13. TRADE AND OTHER RECEIVABLES

13. 應收款項及其他應收款項

		As at 30 September 2018 於二零一八年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2018 於二零一八年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	應收款項	1,009	770
Deposits and other receivables	按金及其他應收款項	5,537	6,347
Prepayments	預付款項	3,894	3,805
Total	合計	10,440	10,922
Less: non-current – rental deposits	減：非即期–租賃按金	(3,165)	(3,769)
		7,275	7,153

The average credit period on sales of goods is 30 days from invoice date. Aging analysis of the trade receivables at the respective reporting date are as follows:

銷售貨物的平均信貸期為發票日起計30天。於各報告日，應收賬款的賬齡分析如下：

		As at 30 September 2018 於二零一八年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2018 於二零一八年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Within 30 days	30天內	385	323
31 to 90 days	31至90天	201	173
91 to 180 days	91至180天	216	144
Over 180 days	超過180天	207	130
		1,009	770

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

14. TRADE AND OTHER PAYABLES

14. 應付賬款及其他應付款項

		As at 30 September 2018	As at 31 March 2018
		於二零一八年 九月三十日	於二零一八年 三月三十一日
		HK\$'000	HK\$'000
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Trade payables	應付賬款	5,049	4,029
Receipt in advance	預收款項	1,256	768
Accruals and other payables	應計款項及其他應付款項	2,303	2,272
		8,608	7,069

Trade payables are non-interest bearing. The Group is normally granted credit terms ranging from 30 to 180 days. Aging analysis of the trade payables at the respective reporting date are as follows:

應付賬款為不計息。本集團一般獲介乎30至180天之信貸期。於各報告日，應付賬款的賬齡分析如下：

		As at 30 September 2018	As at 31 March 2018
		於二零一八年 九月三十日	於二零一八年 三月三十一日
		HK\$'000	HK\$'000
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Within 30 days	30天內	2,075	1,693
31 to 60 days	31至60天	1,631	334
61 to 90 days	61至90天	802	467
Over 90 days	超過90天	541	1,535
		5,049	4,029

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

15. SHARE CAPITAL

15. 股本

		Number of ordinary shares 普通股數目	Nominal value of ordinary shares 普通股面值 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.01 each as at 31 March 2018 and 30 September 2018	每股面值0.01港元之普通股 於二零一八年三月三十一日 及二零一八年九月三十日	1,000,000,000	10,000
Issued and fully paid:	已發行及繳足：		
As at 31 March 2018 and 30 September 2018	於二零一八年三月三十一日 及二零一八年九月三十日	451,035,713	4,510

All new shares issued rank pari passu in all respects with the then existing shares.

所發行之新股皆與現有股份享有同等待遇。

16. OPERATING LEASE ARRANGEMENTS As lessee

The Group leases various offices, retail shops and warehouses under non-cancellable lease agreements. The lease agreements are between one and three years, and majority of lease arrangements are renewable at the end of the lease period with either pre-set increment rate or market rate to be agreed with landlords.

The operating leases of certain retail shops also call for additional rentals, which will be based on a certain percentage of revenue of the operation being undertaken therein pursuant to the terms and conditions as stipulated in the respective rental agreements. As the future revenue of these retail shops could not be accurately determined as at the end of each reporting period, the relevant contingent rentals have not been included.

16. 經營租賃安排 作為承租人

本集團根據不可撤銷租賃協議租用若干辦公室、零售店舖及倉庫。該等租賃協議為期一至三年，大部份租賃安排可於租期結束後按預定增加比率或與業主協定的市場比率予以重續。

若干零售店舖的經營租賃亦要求額外租金，有關租金將根據各租賃協議訂明的條款及條件按將從業務營業額的一定百分比計算。由於該等零售店舖的未來營業額無法於各報告期末準確釐定，故並無載列計入相關或然租金。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

16. OPERATING LEASE ARRANGEMENTS (continued)

As lessee (continued)

The future aggregate minimum lease payments under non-cancellable operating leases in respect of offices, retail shops and warehouses are as follows:

	As at 30 September 2018	As at 31 March 2018
	於二零一八年 九月三十日	於二零一八年 三月三十一日
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
	(未經審核)	(經審核)
Not later than one year	14,989	13,023
Later than one year and not later than five years	6,993	9,466
	21,982	22,489

17. CONTINGENT LIABILITIES

As at 30 September 2018 and 31 March 2018, the Group did not have any contingent liabilities.

16. 經營租賃安排 (續)

作為承租人 (續)

根據不可撤銷經營租約應就辦公室、零售店舖及貨倉支付的未來最低租金款項總額如下：

	As at 30 September 2018	As at 31 March 2018
	於二零一八年 九月三十日	於二零一八年 三月三十一日
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
	(未經審核)	(經審核)
Not later than one year	14,989	13,023
Later than one year and not later than five years	6,993	9,466
	21,982	22,489

17. 或然負債

於二零一八年九月三十日及二零一八年三月三十一日，本集團並無任何或然負債。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

18. RELATED PARTY TRANSACTIONS

The Group had the following material transactions with its related parties during the Reporting Periods.

Compensation of key management personnel

Key management includes directors and senior managements. The compensation paid or payable to key management personnel for employee services is shown below:

18. 關聯方交易

本集團於報告期內曾與關聯方進行下列重大交易。

主要管理人員之薪酬

主要管理層包括董事及高級管理人員。已支付或應支付主要管理人員的僱員服務薪酬如下：

	Three months ended 30 September		Six months ended 30 September	
	2018	2017	2018	2017
	二零一八年	二零一七年	二零一八年	二零一七年
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)	(未經審核)	(未經審核)
Salaries and other benefits	1,457	1,280	2,914	2,569
Contributions to defined contribution retirement plans	32	35	63	71
	1,489	1,315	2,977	2,640



e Lighting Group Holdings Limited
壹 照 明 集 團 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock Code **8222**
股份代號

