

# FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：8018



Interim Report  
中期報告

# 2019

## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (“STOCK EXCHANGE”)

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.**

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*This report, for which the directors (“Directors”, each a “Director”) of Finsoft Financial Investment Holdings Limited (“Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

## 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聯交所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**上市的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的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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本報告之資料乃遵照《聯交所**GEM**證券上市規則》（「**GEM**上市規則」）而刊載，旨在提供有關匯財金融投資控股有限公司（「本公司」）之資料。本公司之董事（「董事」，各為一名「董事」）願就本報告之資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確及完備，並無誤導或欺詐成分，且並無遺漏其他事項，足以令致本報告或其所載任何陳述產生誤導。

## INTERIM RESULTS

The board of Directors (“Board”) announces the unaudited condensed consolidated results of Finsoft Financial Investment Holdings Limited (“Company”, together with its subsidiaries, referred to as “Group”) for the three months and six months ended 30 June 2019, together with the unaudited comparative figures for the corresponding periods in 2018, as follows:

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

For the three months and six months ended 30 June 2019

## 中期業績

董事會（「董事會」）公佈，匯財金融投資控股有限公司（「本公司」，連同其附屬公司統稱「本集團」）截至二零一九年六月三十日止三個月及六個月之未經審核簡明綜合業績，連同二零一八年同期之未經審核比較數字載列如下：

### 未經審核簡明綜合損益及其他全面收入表

截至二零一九年六月三十日止三個月及六個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	4	16,208	16,065	37,320	30,051
Cost of sales	銷售成本		(4,751)	(4,186)	(9,757)	(8,436)
Gross profit	毛利		11,457	11,879	27,563	21,615
Other income	其他收入	6	130	74	179	91
Other gains and losses	其他收益及虧損	6	(190)	(62)	(8,338)	(62)
Administrative expenses	行政開支		(7,725)	(8,755)	(15,624)	(16,459)
Finance costs	財務成本	7	(7)	-	(16)	-
Share of loss of an associate	應佔一間聯營公司虧損		(480)	(1,321)	(584)	(1,064)
Share of (loss)/profit of a joint venture	應佔一間合營公司 (虧損)/溢利		(2)	40	(23)	250
Profit before tax	除稅前溢利	8	3,183	1,855	3,157	4,371
Income tax expense	所得稅開支	9	(1,025)	(1,203)	(2,532)	(1,806)
<b>Profit for the period attributable to owners of the Company</b>	<b>本公司擁有人應佔期內溢利</b>		<b>2,158</b>	<b>652</b>	<b>625</b>	<b>2,565</b>
<b>Other comprehensive loss</b>	<b>其他全面虧損</b>					
Item that will not be reclassified to profit or loss:	將不會重新分類至損益的項目：					
Fair value changes on equity investments	股本投資的公平價值變動		(1,157)	(1,654)	(496)	(4,300)
<b>Other comprehensive loss for the period</b>	<b>期內其他全面虧損</b>		<b>(1,157)</b>	<b>(1,654)</b>	<b>(496)</b>	<b>(4,300)</b>
<b>Total comprehensive income/(loss) for the period attributable to owners of the Company</b>	<b>本公司擁有人應佔期內全面收入/(虧損)總額</b>		<b>1,001</b>	<b>(1,002)</b>	<b>129</b>	<b>(1,735)</b>

		Note 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2019 二零一九年 (Unaudited) (未經審核)	2018 二零一八年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)	2018 二零一八年 (Unaudited) (未經審核)
<b>Earnings per share</b> Basic and diluted (HK cents per share)	<b>每股盈利</b> 基本及攤薄 (每股港仙)	11	<b>0.171</b>	0.052	<b>0.050</b>	0.203

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2019

## 簡明綜合財務狀況表

於二零一九年六月三十日

			<b>30 June 2019</b> 二零一九年 六月三十日 <b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	<b>1,832</b>	2,629
Right-of-use assets	使用權資產		<b>798</b>	–
Goodwill	商譽		<b>10,295</b>	10,295
Intangible assets	無形資產		–	152
Investment in an associate	於一間聯營公司之投資		<b>272</b>	856
Investment in a joint venture	於一間合營公司之投資		<b>149</b>	172
Equity investments	股本投資	13	<b>7,366</b>	7,862
Deposit paid for purchase of property, plant and equipment	就購買物業、廠房及設備 支付之按金		<b>3,650</b>	–
<b>TOTAL NON-CURRENT ASSETS</b>	<b>非流動資產總額</b>		<b>24,362</b>	21,966
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Inventories	存貨		<b>470</b>	487
Trade and other receivables, prepayments and other assets	貿易及其他應收款項、 預付款項及其他資產	14	<b>14,846</b>	15,832
Loans receivable	應收貸款	15	<b>91,781</b>	99,590
Financial assets at fair value through profit or loss	按公平價值計入損益的 金融資產		<b>7,408</b>	9,579
Cash and cash equivalents	現金及現金等價物		<b>88,725</b>	89,004
<b>TOTAL CURRENT ASSETS</b>	<b>流動資產總額</b>		<b>203,230</b>	214,492

			30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
		<i>Notes</i> <i>附註</i>		
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Other payables and accruals	其他應付款項及應計費用	16	<b>32,982</b>	45,337
Current tax liabilities	即期稅項負債		<b>2,958</b>	397
<b>TOTAL CURRENT LIABILITIES</b>	<b>流動負債總額</b>		<b>35,940</b>	45,734
<b>NET CURRENT ASSETS</b>	<b>流動資產淨額</b>		<b>167,290</b>	168,758
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>資產總額減流動負債</b>		<b>191,652</b>	190,724
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>			
Other payables and accruals	其他應付款項及應計費用	16	<b>874</b>	–
Deferred tax liabilities	遞延稅項負債		<b>4</b>	29
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>非流動負債總額</b>		<b>878</b>	29
<b>NET ASSETS</b>	<b>資產淨額</b>		<b>190,774</b>	190,695
<b>CAPTIAL AND RESERVES</b>	<b>股本及儲備</b>			
Share capital	股本	17	<b>6,303</b>	6,303
Reserves	儲備		<b>184,471</b>	184,392
<b>TOTAL EQUITY</b>	<b>權益總額</b>		<b>190,774</b>	190,695



# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2019

# 未經審核簡明綜合權益變動表

截至二零一九年六月三十日止六個月

Attributable to owners of the Company  
本公司擁有人應佔

		Share capital	Share premium	Share options reserve	Merger reserve	Investment revaluation reserve	Financial assets measured at fair value through other comprehensive income reserve	Retained earnings/(accumulated losses)	Total equity
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	購股權儲備 HK\$'000 千港元	合併儲備 HK\$'000 千港元	投資重估儲備 HK\$'000 千港元	按公平價值計入其他全面收入的金融資產之儲備 HK\$'000 千港元	保留盈利/(累計虧損) HK\$'000 千港元	權益總額 HK\$'000 千港元
At 31 December 2017 (Audited)	於二零一七年十二月三十一日(經審核)	6,303	229,281	8,278	78	(1,654)	-	(34,512)	207,774
Effect of adoption of HKFRS 9	採納香港財務報告準則第9號的影響	-	-	-	-	1,654	(30,291)	28,637	-
At 1 January 2018 (After adjustment) (Unaudited)	於二零一八年一月一日(調整後)(未經審核)	6,303	229,281	8,278	78	-	(30,291)	(5,875)	207,774
Profit for the period	期內溢利	-	-	-	-	-	-	2,565	2,565
Other comprehensive loss for the period:	期內其他全面虧損:								
Fair value changes on equity investments	股本投資的公平價值變動	-	-	-	-	-	(4,300)	-	(4,300)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收入總額	-	-	-	-	-	(4,300)	2,565	(1,735)
Transfer of share options reserve upon the expiry of share options	購股權屆滿時轉撥購股權儲備	-	-	(8,278)	-	-	-	8,278	-
Share-based payments	以股份支付款項	-	-	1,435	-	-	-	-	1,435
At 30 June 2018 (Unaudited)	於二零一八年六月三十日(未經審核)	6,303	229,281	1,435	78	-	(34,591)	4,968	207,474
At 31 December 2018 (Audited)	於二零一八年十二月三十一日(經審核)	6,303	229,281	1,435	78	-	(33,602)	(12,800)	190,695
Effect of adoption of HKFRS 16	採納香港財務報告準則第16號的影響	-	-	-	-	-	-	(50)	(50)
At 1 January 2019 (After adjustment) (Unaudited)	於二零一九年一月一日(調整後)(未經審核)	6,303	229,281	1,435	78	-	(33,602)	(12,850)	190,645
Profit for the period	期內溢利	-	-	-	-	-	-	625	625
Other comprehensive loss for the period:	期內其他全面虧損:								
Fair value changes on equity investments	股本投資的公平價值變動	-	-	-	-	-	(496)	-	(496)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收入總額	-	-	-	-	-	(496)	625	129
Transfer of share options reserve upon the expiry of share options	購股權屆滿時轉撥購股權儲備	-	-	(1,435)	-	-	-	1,435	-
At 30 June 2019 (Unaudited)	於二零一九年六月三十日(未經審核)	6,303	229,281	-	78	-	(34,098)	(10,790)	190,774

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2019

## 未經審核簡明綜合現金流量表

截至二零一九年六月三十日止六個月

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2019</b> 二零一九年 <b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash flows from/(used in) operating activities	經營活動所得／(所用)的 現金流量淨額	<b>3,589</b>	(61,321)
Net cash flows used in investing activities	投資活動所用的現金流量淨額	<b>(3,663)</b>	(685)
Net cash flows used in financing activities	融資活動所用的現金流量淨額	<b>(205)</b>	-
<b>Net decrease in cash and cash equivalents</b>	<b>現金及現金等價物減少淨額</b>	<b>(279)</b>	(62,006)
<b>Cash and cash equivalents at 1 January</b>	<b>於一月一日之現金及 現金等價物</b>	<b>89,004</b>	148,616
<b>Cash and cash equivalents at 30 June</b>	<b>於六月三十日之現金及 現金等價物</b>	<b>88,725</b>	86,610



## NOTES:

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 18 December 2012 as an exempted company with limited liability under the Companies Law of the Cayman Islands and its shares have been listed on GEM of the Stock Exchange since 26 September 2013. The address of the Company's registered office is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The address of the Company's head office and principal place of business in Hong Kong is Unit Nos. 1209-10, 12/F., Prosperity Millennia Plaza, No. 663 King's Road, North Point, Hong Kong.

The Group is principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, provision of referral services, money lending business and assets investments in Hong Kong. One of the subsidiaries of the Company holds the license in respect of type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) ("SFO").

The unaudited condensed consolidated interim financial information of the Group is presented in Hong Kong dollars ("HK\$"), which is the same as the functional currency of the Company, and all values are presented in thousands of units of Hong Kong dollars (HK\$'000), unless otherwise stated.

## 附註：

### 1. 一般資料

本公司於二零一二年十二月十八日根據開曼群島公司法在開曼群島註冊成立為獲豁免有限公司及其股份已於二零一三年九月二十六日起於聯交所GEM上市。本公司之註冊辦事處地址為Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司的總辦事處及香港主要營業地點位於香港北角英皇道663號泓富產業千禧廣場12樓1209-10室。

本集團主要在香港從事提供金融交易軟件解決方案、提供其他資訊科技及互聯網金融平台服務、提供轉介服務、借貸業務及資產投資。本公司其中一間附屬公司持有關於香港法例第571章證券及期貨條例（「證券及期貨條例」）項下第6類（就機構融資提供意見）受規管活動的牌照。

本集團之未經審核簡明綜合中期財務資料以港元（「港元」）呈列，港元亦為本公司之功能貨幣，而除另有註明外，所有數值均以千港元（千港元）呈列。

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2019 (“Financial Statements”) have been prepared in accordance with the Hong Kong Accounting Standards (“HKASs”) 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), the accounting principles generally accepted in Hong Kong, the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622 of the Laws of Hong Kong) and the applicable disclosure provisions of the GEM Listing Rules. The Financial Statements should be read in conjunction with the Company’s annual consolidated financial statements for the year ended 31 December 2018.

The Financial Statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period.

The accounting policies adopted in preparing the Financial Statements are consistent with those applied in the annual consolidated financial statements of the Group for the year ended 31 December 2018, with addition for the new Hong Kong Financial Reporting Standards (“HKFRSs”, which include all Hong Kong Financial Reporting Standards, HKASs and Interpretations issued by the HKICPA) and amendments to HKFRSs, that have become effective for the Group’s financial year beginning on 1 January 2019. Except as described below, the adoption of other new HKFRSs and amendments to HKFRSs has no material impact on the Financial Statements for the current accounting period:

### Adoption of HKFRS 16 *Lease* (“HKFRS 16”)

The Group has elected to use the modified retrospective approach for the adoption of HKFRS 16. Therefore, the cumulative effect of initial application has been recognised as an adjustment to the opening balance of equity as at 1 January 2019, with no restatement of comparative information. Upon the initial adoption of HKFRS 16, the opening balances of lease liabilities and the corresponding right-of-use assets were adjusted, after taking into account the effects of discounting, as at 1 January 2019. The Group elected to present the right-of-use assets separately in the consolidated statement of financial position.

Based on the allowed practical expedients under HKFRS 16, the Group has elected not to apply the requirements of HKFRS 16 in respect of recognition of right-of-use assets and lease liabilities to (i) leases with the lease term that ends within twelve months of the date of initial application; and (ii) leases of low-value assets.

The Group’s right-of-use assets are depreciated on a straight-line basis over the lease term. When recognising the lease liabilities, the Group has applied incremental borrowing rates of the relevant group entities at the date of initial application, and the weighted average lessees’s incremental borrowing rate applied is 4.125%.

## 2. 編製基準

本集團於截至二零一九年六月三十日止六個月之未經審核簡明綜合財務報表（「財務報表」）乃根據由香港會計師公會（「香港會計師公會」）頒佈之香港會計準則（「香港會計準則」）第34號中期財務報告、香港公認會計原則、香港公司條例（香港法例第622章）之披露規定以及GEM上市規則之適用披露條文而編製。財務報表應與本公司截至二零一八年十二月三十一日止年度的年度綜合財務報表一併閱讀。

財務報表已根據歷史成本基準編製，惟於各報告期末按公平價值計量的若干金融工具除外。

編製財務報表時採納之會計政策，與本集團截至二零一八年十二月三十一日止年度之年度綜合財務報表所採用的會計政策一致，並已加入於二零一九年一月一日開始之本集團財政年度生效之新訂香港財務報告準則（「香港財務報告準則」，其包括由香港會計師公會頒佈之所有香港財務報告準則、香港會計準則及詮釋）及香港財務報告準則修訂本。除以下所述外，採納其他新訂及經修訂香港財務報告準則對於本會計期間之財務報表並無重大影響：

### 採納香港財務報告準則第16號租賃（「香港財務報告準則第16號」）

本集團已選擇採用經修訂追溯法採納香港財務報告準則第16號。因此，首次應用的累計影響已於二零一九年一月一日確認為對權益期初結餘的調整，並不會重列比較資料。於首次採納香港財務報告準則第16號後，經計及折現之影響後，租賃負債及相應使用權資產之期初結餘已於二零一九年一月一日獲調整。本集團選擇於綜合財務狀況表內單獨呈列使用權資產。

根據香港財務報告準則第16號准許的實務操作方法，本集團已選擇並不就(i)首次應用日期起十二個月內屆滿的租賃；及(ii)低價值資產租賃應用香港財務報告準則第16號以確認使用權資產及租賃負債之規定。

本集團之使用權資產乃於租期內按直線法進行折舊。於確認租賃負債時，本集團已應用於首次應用日期相關集團實體的增量借款利率，而所應用的加權平均承租人增量借款利率為4.125%。

(a) The impacts arising from the adoption of HKFRS 16 as at 1 January 2019 are as follows:

(a) 於二零一九年一月一日採納香港財務報告準則第16號產生的影響如下：

		As previously stated at 31 December 2018 於二零一八年 十二月三十一日 過往載列 HK\$'000 千港元 (Audited) (經審核)	Adjustments under HKFRS 16 根據香港 財務報告準則 第16號之調整 HK\$'000 千港元	Restated carrying amount as at 1 January 2019 於二零一九年 一月一日經重列 的賬面值 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Assets</b>				
	<b>資產</b>			
Property, plant and equipment under non-current assets	非流動資產項下的物業、廠房及設備	2,629	(154)	2,475
Right-of-use assets under non-current assets	非流動資產項下的使用權資產	—	1,016	1,016
		<u>2,629</u>	<u>862</u>	<u>3,491</u>
<b>Liabilities</b>				
	<b>負債</b>			
Lease liabilities included in other payables and accruals	計入其他應付款項及應計費用之租賃負債			
– Under non-current liabilities	– 非流動負債項下	—	532	532
– Under current liabilities	– 流動負債項下	45,337	380	45,717
		<u>45,337</u>	<u>912</u>	<u>46,249</u>
<b>Equity</b>				
	<b>權益</b>			
Accumulated losses	累計虧損	12,800	50	12,850

(b) The impacts arising from the adoption of HKFRS 16 for the six months ended 30 June 2019 are as follows:

(b) 截至二零一九年六月三十日止六個月採納香港財務報告準則第16號產生的影響如下：

		<b>Right-of-use assets</b>	<b>Lease liabilities included in other payables and accruals</b>
		計入其他 應付款項及 應計費用之 租賃負債	
		<b>使用權資產</b>	<b>租賃負債</b>
		<b>HK\$'000</b>	<b>HK\$'000</b>
		千港元	千港元
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
		(未經審核)	(未經審核)
Carrying amount at 1 January 2019 (after adjustment of HKFRS 16)	於二零一九年一月一日之 賬面值(香港財務 報告準則第16號調整後)	1,016	912
Depreciation	折舊	(218)	-
Interest expense	利息開支	-	16
Payments	付款	-	(204)
		<b>798</b>	<b>724</b>
<b>Carrying amount at 30 June 2019</b>	<b>於二零一九年六月三十日之 賬面值</b>	<b>798</b>	<b>724</b>

The Group has not early applied the new HKFRSs and amendments to HKFRSs that have been issued but are not yet effective. The Group is in the process of making an assessment of their impact on the Group's results of operations and financial position.

本集團並無提早採用已頒佈惟尚未生效之新訂香港財務報告準則及香港財務報告準則修訂本。本集團現正評估其對本集團之營運業績及財務狀況之影響。

It should be noted that accounting estimates and assumptions are used in the preparation of the Financial Statements. Although these estimates are based on the management's best knowledge and judgement to current events and actions, actual results may ultimately differ from those estimates.

謹請注意編製財務報表時使用之會計估算及假設。雖然此等估算乃基於管理層對目前事件及行動之全悉及判斷，惟實際結果最終或會與該等估算有差別。

### 3. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

The following tables present the Group's financial instruments that are measured at fair value as at 30 June 2019 and 31 December 2018:

### 3. 金融工具公平價值計量

下表呈列本集團於二零一九年六月三十日及二零一八年十二月三十一日按公平價值計量的金融工具：

		Level 1 第一級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 2 第二級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 3 第三級 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
<b>As at 30 June 2019</b>	<b>於二零一九年六月三十日</b>				
<b>Financial assets</b>	<b>金融資產</b>				
Equity investments at fair value through other comprehensive income	按公平價值計入其他全面收入之股本投資				
– Listed shares	– 上市股份	4,135	–	–	4,135
– Unlisted investments	– 非上市投資	–	–	3,231	3,231
Financial assets at fair value through profit or loss	按公平價值計入損益的金融資產				
– Listed equity investments	– 上市股本投資	7,408	–	–	7,408
		<b>11,543</b>	<b>–</b>	<b>3,231</b>	<b>14,774</b>

		Level 1 第一級 HK\$'000 千港元 (Audited) (經審核)	Level 2 第二級 HK\$'000 千港元 (Audited) (經審核)	Level 3 第三級 HK\$'000 千港元 (Audited) (經審核)	Total 總計 HK\$'000 千港元 (Audited) (經審核)
<b>As at 31 December 2018</b>	<b>於二零一八年十二月三十一日</b>				
<b>Financial assets</b>	<b>金融資產</b>				
Equity investments at fair value through other comprehensive income	按公平價值計入其他全面收入之股本投資				
– Listed shares	– 上市股份	4,631	–	–	4,631
– Unlisted investments	– 非上市投資	–	–	3,231	3,231
Financial assets at fair value through profit or loss	按公平價值計入損益的金融資產				
– Listed equity investments	– 上市股本投資	8,154	–	–	8,154
– Convertible bond	– 可換股債券	–	–	1,425	1,425
		<b>12,785</b>	<b>–</b>	<b>4,656</b>	<b>17,441</b>



The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the quoted market bid price. These instruments are included in Level 1.

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The following table presents the changes in Level 3 of financial instruments for the six months ended 30 June 2019:

於活躍市場買賣之金融工具之公平價值根據報告期末之市場報價計算。當報價可即時和定期從證券交易所、交易商、經紀、行業集團、定價服務者或監管機構獲得，而該等報價代表按公平交易基準進行的實際和常規市場交易時，該市場被視為活躍。本集團持有的金融資產的市場報價為當時市場買入價。此等工具列入第一級。

並無在活躍市場買賣的金融工具（例如場外衍生工具）的公平價值利用估值技術釐定。該等估值技術盡量利用可觀察市場數據（如有），盡量少依賴實體的特定估計。倘計算一工具的公平價值所需的所有重大輸入數據均為可觀察數據，則該工具列入第二級。

倘一項或多項重大輸入數據並非根據可觀察市場數據，則該工具列入第三級。

下表呈列截至二零一九年六月三十日止六個月金融工具於第三級之變動：

		<b>Financial assets at fair value through profit or loss – Convertible bond</b>	<b>Equity investments at fair value through other comprehensive income – Unlisted investments</b>
		按公平價值計入 損益的金融資產 – 可換股債券	按公平價值計入 其他全面收入的 股本投資 – 非上市投資
		<b>HK\$'000</b>	<b>HK\$'000</b>
		千港元	千港元
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
		(未經審核)	(未經審核)
At 31 December 2018	於二零一八年十二月三十一日	1,425	3,231
Fair value gain recognised in profit or loss	計入損益的公平價值收益	75	–
Redemption	贖回	(1,500)	–
<b>At 30 June 2019</b>	<b>於二零一九年六月三十日</b>	<b>–</b>	<b>3,231</b>



At 30 June 2019 and 31 December 2018, there were no investments classified under Level 2 and there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 during the six months ended 30 June 2019 and the year ended 31 December 2018.

The fair value of the unlisted investments is measured using valuation techniques with reference to the net asset value, in which its underlying assets were measured at fair value using the options pricing model. The Directors believe that the change in fair value (which is included in other comprehensive income) derived from valuation techniques is reasonable and is the most appropriate value at the end of the reporting period.

#### 4. REVENUE

An analysis of the Group's revenue from its major products and services is as follows:

於二零一九年六月三十日及二零一八年十二月三十一日，概無投資被分類為第二級，而截至二零一九年六月三十日止六個月及截至二零一八年十二月三十一日止年度，公平價值計量在第一級和第二級之間並無發生轉移，亦無轉入或轉出第三級。

非上市投資之公平價值乃參考資產淨值（其相關資產採用期權定價模型以公平價值計量）採用估值技術計量。董事相信，採用該項估值技術得出之公平價值變動（計入其他全面收入）屬合理，並為於報告期末最適當之價值。

#### 4. 收益

本集團來自其主要產品及服務的收益分析如下：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Sales of hardware	銷售硬件	16	50	36	578
Sales of technology software systems	銷售技術軟件系統	-	1,366	860	1,804
System customisation and network support	系統訂製及網絡支援	1,675	1,400	6,021	2,089
Software licensing fee	軟件特許費	8,411	7,327	17,668	14,514
Software maintenance services	軟件保養服務	2,187	2,527	4,709	5,143
Hosting and related services fee	伺服器寄存及相關服務費	1,799	987	3,714	1,930
Other IT and internet financial platforms services income	其他資訊科技及互聯網金融平台服務收入	16	198	101	209
Interest income on loan financing	貸款融資之利息收入	2,090	2,052	4,170	3,467
Rental income	租金收入	-	158	-	317
Others	其他	14	-	41	-
		<b>16,208</b>	16,065	<b>37,320</b>	30,051

## Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products and services is as follows:

## 分拆收益

按主要產品及服務劃分的來自客戶合約之收益分拆如下：

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue from contracts with customers within the scope of HKFRS 15				
– Sales of hardware	16	50	36	578
– Sales of technology software systems	–	1,366	860	1,804
– System customisation and network support	1,675	1,400	6,021	2,089
– Software licensing fee	8,411	7,327	17,668	14,514
– Software maintenance services	2,187	2,527	4,709	5,143
– Hosting and related services fee	1,799	987	3,714	1,930
– Other IT and internet financial platforms services income	16	198	101	209
– Others	14	–	41	–
Revenue from other sources				
– Interest income on loan financing	2,090	2,052	4,170	3,467
– Rental income	–	158	–	317
	<b>16,208</b>	<b>16,065</b>	<b>37,320</b>	<b>30,051</b>

## 5. SEGMENT INFORMATION

Information reported to the Directors of the Company, being the Group's chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focusing on the types of goods or services delivered or provided. The Group has presented the following reportable segments:

- Financial trading software solutions – development, sale and provision of financial trading software solutions with the principal products being trading and settlement systems of financial products for financial institutions;
- Other IT and internet financial platforms services – provision of e-commerce platforms, other online consultancy services and provision of IT services and other financial information;

## 5. 分部資料

主要有關銷售或提供貨品或服務種類的資料呈交予本公司董事，即本集團主要營運決策人（「主要營運決策人」），以作資源分配及分部表現評估。本集團已呈列以下可呈報分部：

- 金融交易軟件解決方案—開發、銷售及提供金融交易軟件解決方案，主要產品為供金融機構專用的金融產品交易及結算系統；
- 其他資訊科技及互聯網金融平台服務—提供電子商務平台、其他在線諮詢服務及提供資訊科技服務及其他財務資料；

- (c) Money lending – provision of loan financing;
- (d) Assets investments – trading of listed securities and investing in properties for rental income; and
- (e) Others – comprises the Group's referral business (which provides referral services to source, identify and refer prospective deal opportunities to interested parties), corporate finance business (which provides corporate finance advisory services), and trading of gaming products and the provision of related marketing services business.

The Group's referral business and corporate finance business which were presented as separate reportable segments in the prior periods are considered as a single operating segment by the CODM in the current period. During the year ended 31 December 2018, the Group acquired a subsidiary which engaged in the trading of gaming products and the provision of related marketing services business. As the CODM reviewed the Group's internal reporting, assessed the performance and allocated the resources of the Group to these operations as a whole, the CODM considered that the information of these operations should be aggregated into a single reportable segment and reported as "Others" for segment reporting. Certain comparative figures have been reclassified to conform with the current period's presentation.

Segment profit/(loss) represents the profit earned/loss incurred by each segment without allocation of interest income on bank deposits, fair value gain on financial assets at fair value through profit or loss (convertible bond), share of loss of an associate, share of (loss)/profit of a joint venture, central administration costs and finance costs. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

Segment assets exclude investment in an associate, investment in a joint venture, equity investments at fair value through other comprehensive income, convertible bond, cash and cash equivalents and other corporate and unallocated assets as these assets are managed on a group basis.

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

- (c) 借貸－提供貸款融資；
- (d) 資產投資－買賣上市證券及投資物業收取租金收入；及
- (e) 其他－包括本集團的轉介業務（提供獲取、辨識及轉介潛在交易機會予有意方的轉介服務）、企業財務業務（提供企業財務諮詢服務）、及買賣遊戲產品及提供相關推廣服務業務。

本集團於過往期間呈列為獨立可呈報分部的轉介業務及企業財務業務於本期間被主要營運決策人視為單一營運分部。截至二零一八年十二月三十一日止年度，本集團收購一間從事買賣遊戲產品及提供相關推廣服務業務的附屬公司。由於主要營運決策人審閱本集團內部報告、評估本集團的表現及向該等營運整體分配本集團資源，故主要營運決策人認為，有關該等營運的資料應綜合為單一呈報分部並就分部報告按「其他」呈報。若干可比較數字已予以重新分類以與本期間之呈列一致。

分部溢利／（虧損）指各分部賺取之溢利／產生之虧損，當中並無分配銀行存款之利息收入、按公平價值計入損益的金融資產（可換股債券）之公平價值收益、應佔一間聯營公司虧損、應佔一間合營公司（虧損）／溢利、中央行政成本及財務成本。此乃向主要營運決策人匯報之計量，以供分配資源及評估分部表現之用。

由於於一間聯營公司之投資、於一間合營公司之投資、按公平價值計入其他全面收入的股本投資、可換股債券、現金及現金等價物以及其他公司及未分配資產乃按集團形式管理，故分部資產不包括該等資產。

由於即期及遞延稅項負債及其他公司及未分配負債乃按集團形式管理，故分部負債不包括該等負債。

## Segment revenue and results

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

## 分部收益及業績

下文載列按可呈報分部劃分之本集團收益及業績分析：

		Financial trading software solutions	Other IT and internet financial platforms services	Money lending	Assets investments	Others	Elimination	Total
		金融交易軟件解決方案	其他資訊科技及互聯網金融平台服務	借貸	資產投資	其他	抵銷	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>For the six months ended</b>	<b>截至二零一九年</b>							
<b>30 June 2019</b>	<b>六月三十日止六個月</b>							
<b>Segment revenue</b>	<b>分部收益</b>							
Disaggregated by timing of revenue recognition	按確認收益時間分類							
Point in time	在某一點點確認	6,782	1	-	-	41	-	6,824
Over time	在某一段時間內確認	26,226	100	4,170	-	-	-	30,496
<b>Revenue from external customers</b>	<b>源於外部客戶之收益</b>	33,008	101	4,170	-	41	-	37,320
Inter-segment sales*	分部間銷售*	-	-	-	-	-	-	-
		33,008	101	4,170	-	41	-	37,320
<b>Segment profit/(loss)</b>	<b>分部溢利/(虧損)</b>	16,011	(854)	(6,519)	(896)	(1,252)	-	6,490
Interest income	利息收入							178
Unallocated gains and losses	未分配收益及虧損							75
Share of loss of an associate	應佔一間聯營公司虧損							(584)
Share of loss of a joint venture	應佔一間合營公司虧損							(23)
Central administration costs	中央行政成本							(2,963)
Finance costs	財務成本							(16)
Profit before tax	除稅前溢利							3,157

Financial trading software solutions	Other IT and internet financial platforms services	Money lending	Assets investments	Others	Elimination	Total
金融交易軟件解決方案	其他資訊科技及互聯網金融平台服務	借貸	資產投資	其他	抵銷	總計
HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
千港元	千港元	千港元	千港元	千港元	千港元	千港元
(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)

For the six months ended 30 June 2018	截至二零一八年 六月三十日止六個月						
<b>Segment revenue</b>	<b>分部收益</b>						
Disaggregated by timing of revenue recognition	按確認收益時間分類						
Point in time	在某一點點確認	4,279	110	-	-	-	4,389
Over time	在某一段時間內確認	21,779	99	3,467	317	-	25,662
<b>Revenue from external customers</b>	<b>源於外部客戶之收益</b>	26,058	209	3,467	317	-	30,051
Inter-segment sales*	分部間銷售*	-	-	-	-	-	-
		26,058	209	3,467	317	-	30,051
<b>Segment profit/(loss)</b>	<b>分部溢利/(虧損)</b>	9,291	(1,955)	1,484	97	(684)	8,233
Interest income	利息收入						91
Unallocated gains and losses	未分配收益及虧損						-
Share of loss of an associate	應佔一間聯營公司虧損						(1,064)
Share of profit of a joint venture	應佔一間合營公司溢利						250
Central administration costs	中央行政成本						(3,139)
Finance costs	財務成本						-
Profit before tax	除稅前溢利						4,371

\* Inter-segment sales are conducted with reference to the prices charged to third parties.

\* 分部間銷售乃參考向第三方所收取之價格進行。



## Segment assets and liabilities

## 分部資產及負債

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元 (Unaudited) (未經審核)	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元 (Unaudited) (未經審核)	Money lending 借貸 HK\$'000 千港元 (Unaudited) (未經審核)	Assets investments 資產投資 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
<b>As at 30 June 2019</b>	<b>於二零一九年六月三十日</b>						
<b>Segment assets</b>	<b>分部資產</b>	<b>8,015</b>	<b>499</b>	<b>98,984</b>	<b>7,408</b>	<b>15,743</b>	<b>130,649</b>
Corporate and unallocated assets	公司及未分配資產						<u>96,943</u>
Consolidated assets	綜合資產						<u>227,592</u>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>31,728</b>	<b>146</b>	<b>1,040</b>	<b>26</b>	<b>227</b>	<b>33,167</b>
Corporate and unallocated liabilities	公司及未分配負債						<u>3,651</u>
Consolidated liabilities	綜合負債						<u>36,818</u>

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元 (Audited) (經審核)	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元 (Audited) (經審核)	Money lending 借貸 HK\$'000 千港元 (Audited) (經審核)	Assets investments 資產投資 HK\$'000 千港元 (Audited) (經審核)	Others 其他 HK\$'000 千港元 (Audited) (經審核)	Total 總計 HK\$'000 千港元 (Audited) (經審核)
<b>As at 31 December 2018</b>	<b>於二零一八年十二月三十一日</b>						
<b>Segment assets</b>	<b>分部資產</b>	<b>10,389</b>	<b>502</b>	<b>103,787</b>	<b>9,154</b>	<b>12,850</b>	<b>136,682</b>
Corporate and unallocated assets	公司及未分配資產						<u>99,776</u>
Consolidated assets	綜合資產						<u>236,458</u>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>39,158</b>	<b>254</b>	<b>459</b>	<b>24</b>	<b>1,035</b>	<b>40,930</b>
Corporate and unallocated liabilities	公司及未分配負債						<u>4,833</u>
Consolidated liabilities	綜合負債						<u>45,763</u>



## 6. OTHER INCOME, AND OTHER GAINS AND LOSSES

An analysis of other income, and other gains and losses is as follows:

## 6. 其他收入，及其他收益及虧損

以下為其他收入，及其他收益及虧損的分析：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Other income:</b>	<b>其他收入：</b>				
Interest income on bank deposits	銀行存款之利息收入	130	74	178	91
Sundry income	雜項收入	-	-	1	-
		<b>130</b>	<b>74</b>	<b>179</b>	<b>91</b>
<b>Other gains and losses:</b>	<b>其他收益及虧損：</b>				
Provision for impairment loss on loan and interest receivables	貸款及應收利息的減值虧損撥備	-	-	(7,703)	-
Reversal of impairment loss on trade receivables	貿易應收款項的減值虧損撥回	54	-	36	-
Foreign exchange differences	外匯差額	-	-	(1)	-
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	-	(62)	-	(62)
Net fair value (loss)/gain on financial assets at fair value through profit or loss	按公平價值計入損益的金融資產之公平價值(虧損)/收益淨額	(244)	-	(745)	-
- listed equity investments	- 上市股本投資	-	-	75	-
- convertible bond	- 可換股債券	-	-	-	-
		<b>(190)</b>	<b>(62)</b>	<b>(8,338)</b>	<b>(62)</b>

## 7. FINANCE COSTS

An analysis of finance costs is as follows:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on lease liabilities	租賃負債利息	7	-	16	-

## 7. 財務成本

以下為財務成本的分析：

## 8. PROFIT BEFORE TAX

Profit before tax has been arrived at after charging:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Amortisation of intangible assets (note (a))	無形資產攤銷 (附註(a))	43	336	152	672
Cost of inventories sold	已售存貨成本	5	-	17	-
Depreciation of property, plant and equipment (note (b))	物業、廠房及設備折舊 (附註(b))	409	406	834	876
Depreciation of right-of-use assets	使用權資產折舊	109	-	218	-
Operating lease payments in respect of rented premises	租用物業的經營租賃款項	554	501	1,108	1,011
Employee benefits expense (note (c)):	僱員福利開支 (附註(c)):				
Salaries and other benefits	薪金及其他福利	7,042	6,789	14,239	13,879
Contributions to retirement benefits scheme	退休福利計劃供款	235	203	456	397
Share-based payments	以股份支付款項	-	1,435	-	1,435
Total employee benefits expense, including directors' emoluments	僱員福利開支總額， 包括董事酬金	7,277	8,427	14,695	15,711

## 8. 除稅前溢利

除稅前溢利乃於扣除下列各項後得出：

Notes:

- (a) The amortisation of intangible assets was included in cost of sales.
- (b) During the six months ended 30 June 2019, depreciation of property, plant and equipment amounting to HK\$93,000 (six months ended 30 June 2018: HK\$17,000) was included in cost of sales and that amounting to HK\$741,000 (six months ended 30 June 2018: HK\$859,000) was included in administrative expenses.
- (c) During the six months ended 30 June 2019, employee benefits expense amounting to HK\$5,947,000 (six months ended 30 June 2018: HK\$4,986,000) was included in cost of sales and that amounting to HK\$8,748,000 (six months ended 30 June 2018: HK\$10,725,000) was included in administrative expenses.

附註：

- (a) 無形資產攤銷計入銷售成本。
- (b) 於截至二零一九年六月三十日止六個月，物業、廠房及設備折舊中有93,000港元（截至二零一八年六月三十日止六個月：17,000港元）計入銷售成本，而有741,000港元（截至二零一八年六月三十日止六個月：859,000港元）計入行政開支。
- (c) 於截至二零一九年六月三十日止六個月，僱員福利開支中有5,947,000港元（截至二零一八年六月三十日止六個月：4,986,000港元）計入銷售成本，而有8,748,000港元（截至二零一八年六月三十日止六個月：10,725,000港元）計入行政開支。

## 9. INCOME TAX EXPENSE

## 9. 所得稅開支

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Current – Hong Kong	即期 – 香港				
– Charge for the period	– 一期內計提	1,032	1,259	2,557	1,917
Deferred	遞延	(7)	(56)	(25)	(111)
Income tax expense	所得稅開支	<u>1,025</u>	<u>1,203</u>	<u>2,532</u>	<u>1,806</u>

Hong Kong Profits Tax has been provided at the rate of 16.5% on the estimated assessable profit arising in or derived from Hong Kong for both periods.

香港利得稅均按各期內在香港產生或賺取的估計應課稅溢利以16.5%稅率計提撥備。

During the six months ended 30 June 2019, no share of tax attributable to an associate (six months ended 30 June 2018: Nil) and a joint venture (six months ended 30 June 2018: Nil) was included in “Share of loss of an associate” and “Share of (loss)/profit of a joint venture” respectively.

於截至二零一九年六月三十日止六個月，並無分別計入「應佔一間聯營公司虧損」及「應佔一間合營公司（虧損）／溢利」的歸屬於一間聯營公司（截至二零一八年六月三十日止六個月：無）及一間合營公司（截至二零一八年六月三十日止六個月：無）的稅項。

## 10. DIVIDEND

## 10. 股息

The Board does not recommend the payment of any interim dividend in respect of the six months ended 30 June 2019 (six months ended 30 June 2018: Nil).

董事會並不建議就截至二零一九年六月三十日止六個月派付任何中期股息（截至二零一八年六月三十日止六個月：無）。

## 11. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share is based on the following data:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Earnings</b>	<b>盈利</b>				
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內溢利	<u>2,158</u>	<u>652</u>	<u>625</u>	<u>2,565</u>

## 11. 每股盈利

每股基本及攤薄盈利乃按以下數據計算：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核)	2018 二零一八年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)	2018 二零一八年 (Unaudited) (未經審核)
<b>Number of shares</b>	<b>股份數目</b>				
Weighted average number of ordinary shares in issue for the purpose of calculation of basic earnings per share	就計算每股基本盈利而言，已發行普通股加權平均數	<u>1,260,582,340</u>	1,260,582,340	<u>1,260,582,340</u>	1,260,582,340
Effect of diluted potential ordinary shares as a result of the share options granted (note (a))	因授出購股權的潛在普通股攤薄影響 (附註(a))	-	-	-	-
Weighted average number of ordinary shares in issue for the purpose of calculation of diluted earnings per share	就計算每股攤薄盈利而言，已發行普通股加權平均數	<u>1,260,582,340</u>	1,260,582,340	<u>1,260,582,340</u>	1,260,582,340

Note:

- (a) The computation of diluted earnings per share for the periods does not assume the conversion of the Company's outstanding share options because the adjusted exercise price of those share options is higher than the average market price of the shares for the periods which is regarded as anti-dilutive.

附註：

- (a) 計算於相關期間之每股攤薄盈利並無假設本公司之尚未行使購股權獲轉換，因為該等購股權之經調整行使價高於股份於該等期間內之平均市價（被視為具反攤薄影響）。

## 12. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2019, additions to property, plant and equipment of the Group amounted to HK\$191,000 (six months ended 30 June 2018: HK\$64,000).

## 12. 物業、廠房及設備

於截至二零一九年六月三十日止六個月，本集團的物業、廠房及設備添置為191,000港元（截至二零一八年六月三十日止六個月：64,000港元）。

### 13. EQUITY INVESTMENTS

### 13. 股本投資

		30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Equity investments at fair value through other comprehensive income</b>	按公平價值計入其他全面收入的股本投資		
- Listed shares in Hong Kong	- 香港之上市股份	4,135	4,631
- Unlisted investments	- 非上市投資	<u>3,231</u>	<u>3,231</u>
		<u>7,366</u>	<u>7,862</u>

The Group's equity investments were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

由於本集團認為該等投資屬於策略性質，故本集團的股本投資不可撤銷地指定為按公平價值計入其他全面收入。

### 14. TRADE AND OTHER RECEIVABLES, PREPAYMENTS AND OTHER ASSETS

### 14. 貿易及其他應收款項、預付款項及其他資產

		30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	5,245	7,358
Interest receivables from money lending business	借貸業務之應收利息	<u>2,252</u>	<u>3,199</u>
		7,497	10,557
Loss allowance	虧損撥備	<u>(326)</u>	<u>(159)</u>
		7,171	10,398
Other receivables	其他應收款項	56	1,070
Deposits and prepayments	按金及預付款項	<u>7,619</u>	<u>4,364</u>
		<u>14,846</u>	<u>15,832</u>

## Trade receivables

The Group generally allows an average credit period of 30 days or not more than 90 days to its trade receivables customers and based on the negotiations between the Group and individual customers. No interest is charged on trade receivables.

An analysis of trade receivables by age, presented based on the invoice date and net of loss allowance, at the end of the reporting period, is as follows:

		<b>30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	<b>2,311</b>	3,406
31 – 60 days	31至60日	<b>786</b>	612
61 – 90 days	61至90日	<b>158</b>	208
91 – 120 days	91至120日	<b>–</b>	462
Over 120 days	超過120日	<b>1,867</b>	2,511
Total	總計	<b>5,122</b>	7,199

## Interest receivables from money lending business

A maturity profile of the interest receivables as at the end of the reporting period, based on the remaining contractual maturity date and net of loss allowance, is as follows:

		<b>30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Overdue	逾期	<b>1,466</b>	2,280
Due within 3 months	於3個月內到期	<b>466</b>	682
Due after 3 months but within 6 months	於3個月後至6個月內到期	<b>117</b>	237
Total	總計	<b>2,049</b>	3,199

## 貿易應收款項

本集團一般就其貿易應收款項給予客戶平均30日或不超過90日的信貸期，由本集團與個別客戶磋商釐定。貿易應收款項並不計息。

按發票日期及扣除虧損撥備後呈列的貿易應收款項於報告期末的賬齡分析如下：

## 借貸業務之應收利息

應收利息根據剩餘合約到期日並扣除虧損撥備於報告期末的到期情況如下：



## 15. LOANS RECEIVABLE

## 15. 應收貸款

		30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Loans receivable from money lending business	借貸業務之應收貸款	99,281	99,590
Loss allowance	虧損撥備	(7,500)	—
		<b>91,781</b>	<b>99,590</b>

The Group seeks to maintain strict control over its outstanding loans receivable so as to minimise credit risk. The granting of loans is subject to approval by the management, whilst overdue balances are reviewed regularly for recoverability.

As at 30 June 2019, the loans receivable were unsecured, charging interest rates ranging from 10% to 15% per annum (31 December 2018: 10% to 13% per annum) and were repayable with fixed terms agreed with the contracting parties.

本集團致力對其尚未償還之應收貸款維持嚴格監控，藉以盡量減低信貸風險。授出貸款須獲管理層批准，而逾期結餘須定期對可收回性進行檢討。

於二零一九年六月三十日，應收貸款為無抵押，按介乎年利率10厘至15厘（二零一八年十二月三十一日：年利率10厘至13厘）計息，並須按訂約方協定的固定期限償還。

## 16. OTHER PAYABLES AND ACCRUALS

## 16. 其他應付款項及應計費用

		30 June 2019 二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2018 二零一八年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Lease liabilities	租賃負債	724	-
Contract liabilities	合約負債	17,857	19,356
Customers deposit and receipt in advance	客戶按金及預收款	13,086	13,241
Other payables and accruals	其他應付款項及應計費用	2,189	12,740
		<u>33,856</u>	<u>45,337</u>
Analysed into:	分析為：		
Non-current portion	非流動部分	874	-
Current portion	流動部分	32,982	45,337
		<u>33,856</u>	<u>45,337</u>

## 17. SHARE CAPITAL

## 17. 股本

		Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
<b>Authorised:</b>	法定：		
<b>At 1 January 2018, at 31 December 2018 and at 30 June 2019, ordinary shares of HK\$0.005 each</b>	於二零一八年一月一日、 於二零一八年十二月三十一日 及於二零一九年六月三十日， 每股面值0.005港元之普通股	<u>2,000,000,000</u>	<u>10,000</u>
<b>Issued and fully paid:</b>	已發行及繳足：		
<b>At 1 January 2018, at 31 December 2018 and at 30 June 2019, ordinary shares of HK\$0.005 each</b>	於二零一八年一月一日、 於二零一八年十二月三十一日 及於二零一九年六月三十日， 每股面值0.005港元之普通股	<u>1,260,582,340</u>	<u>6,303</u>

## 18. SHARE OPTION SCHEME

The Company adopted a share option scheme ("Scheme") on 10 September 2013 so as to attract and retain the best available personnel and to provide additional incentive to the eligible participants under the Scheme. Pursuant to the Scheme, the Board is authorised, at its absolute discretion and subject to the terms of the Scheme, to grant options to subscribe for the shares of the Company (in such form then existing and subject to adjustment) to any employees (full-time or part-time), directors, consultants or advisor of the Group, or any substantial shareholders of the Group, or any distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group. The Scheme shall be valid and effective for a period of ten years commencing on 10 September 2013 and expiring on the business day immediately preceding the 10th anniversary thereof, i.e. 8 September 2023, subject to early termination provisions contained in the Scheme.

The movements of the share options granted under the Scheme during the six months ended 30 June 2019 are as follows:

At 1 January 2019	於二零一九年一月一日
Lapsed during the period	期內失效
<b>At 30 June 2019</b>	<b>於二零一九年六月三十日</b>

No share options have been exercised or cancelled for the six months ended 30 June 2019. 25,200,000 share options have lapsed during the six months ended 30 June 2019.

## 18. 購股權計劃

本公司於二零一三年九月十日採納一項購股權計劃（「該計劃」），以吸引及挽留優秀人才，並根據該計劃向合資格參與者提供額外獎勵。根據該計劃，董事會獲授權全權酌情及根據該計劃條款授出購股權予本集團任何僱員（全職或兼職）、董事、顧問或諮詢人、或本集團任何主要股東、或本集團任何經銷商、承包商、供應商、代理、客戶、業務夥伴或服務供應商以認購本公司之股份（以當時之形式及可予調整）。該計劃由二零一三年九月十日起計十年期間有效及生效，並於緊接該計劃第十個週年日的前一個營業日（即二零二三年九月八日）屆滿，惟受限於該計劃所載之提早終止條文。

於截至二零一九年六月三十日止六個月內根據該計劃授出之購股權變動如下：

	<b>Weighted average exercise price 加權平均行使價 HK\$ 港元</b>	<b>Number of share options 購股權數目</b>
	<b>0.197</b>	<b>25,200,000</b>
	<b>0.197</b>	<b>(25,200,000)</b>
	<b>-</b>	<b>-</b>

於截至二零一九年六月三十日止六個月並無購股權獲行使或註銷。於截至二零一九年六月三十日止六個月，25,200,000份購股權已告失效。

## 19. RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in the Financial Statements, the Group had the following related party transactions during the periods:

### Compensation of key management personnel of the Group:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Salaries and short-term employee benefits	薪金及短期僱員福利	594	1,243	1,188	1,746
Post-employment benefits	僱員退休福利	5	5	9	9
		<b>599</b>	<b>1,248</b>	<b>1,197</b>	<b>1,755</b>

The related party transactions above do not constitute connected transactions or continuing connected transactions.

## 19. 關連方交易

除財務報表其他部分所披露者外，本集團於期內有以下關連方交易：

### 本集團主要管理人員酬金：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Salaries and short-term employee benefits	薪金及短期僱員福利	594	1,243	1,188	1,746
Post-employment benefits	僱員退休福利	5	5	9	9
		<b>599</b>	<b>1,248</b>	<b>1,197</b>	<b>1,755</b>

上述關連方交易並不構成關連交易或持續關連交易。

## MANAGEMENT DISCUSSION AND ANALYSIS

During the six months ended 30 June 2019 (“Period”), the Group was principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, provision of referral services, money lending business and assets investments in Hong Kong. During the Period, one of the subsidiaries of the Company held the license in respect of type 6 (advising on corporate finance) regulated activity under the SFO.

### Business Review

#### **Provision of financial trading software solutions**

During the Period, the financial trading software solutions business division remained as the key source of income of the Group. The segment revenue from external customers contributed by the Group’s principal operating subsidiary, iAsia Online Systems Limited (“iAsia”), amounted to approximately HK\$33,008,000 (six months ended 30 June 2018: approximately HK\$26,058,000), representing an increase of approximately HK\$6,950,000 or 26.7%.

Benefiting from the strong and increasing trading volumes attributable to the Stock Connect, iAsia has maintained a stable growth in its revenue from the provision of multi-functional and comprehensive financial trading software solutions. During the Period, iAsia has continuously enhanced its financial trading software solutions to keep pace with the regulatory and new industry requirements. In addition, briefing and training were also provided to iAsia’s customers to ensure they kept up-to-date with the industry’s latest regulations and technology. Apart from the above, iAsia has also provided quality after-sales services to its customers, i.e. regular software licensing and maintenance services, so that iAsia would be able to keep abreast of the latest needs of its customers and maintain on-going relationships with its existing customers.

The Group will continue to keep up with the market trends and the industry requirements. The Group will also explore new business opportunities and expand its income stream from both existing and potential customers.

#### **Provision of other IT and internet financial platforms services**

During the Period, the provision of other IT and internet financial platforms services business division contributed revenue of approximately HK\$101,000 (six months ended 30 June 2018: approximately HK\$209,000), representing a decrease of approximately HK\$108,000 or 51.7%.

In order to improve the sales performance of this business division, the Group will continue to diversify the provision of other IT services, such as providing system migration services to new customers. The Group will seize opportunities to diversify the client base of its provision of other IT and internet financial platforms services business in order to strengthen its competitiveness in the industry.

## 管理層討論及分析

於截至二零一九年六月三十日止六個月（「期內」），本集團主要於香港從事提供金融交易軟件解決方案、提供其他資訊科技及互聯網金融平台服務、提供轉介服務、借貸業務及資產投資。於期內，本公司其中一間附屬公司持有關於證券及期貨條例項下第6類（就機構融資提供意見）受規管活動的牌照。

### 業務回顧

#### **提供金融交易軟件解決方案**

於期內，金融交易軟件解決方案業務分部仍為本集團的主要收入來源。本集團主要營運附屬公司亞洲網上系統有限公司（「亞網」）貢獻的來自外部客戶的分部收益約為33,008,000港元（截至二零一八年六月三十日止六個月：約26,058,000港元），增加約6,950,000港元或26.7%。

受惠於滬深港通所帶來的交易量強勁增長，亞網通過提供多功能及綜合金融交易軟件解決方案維持收益的穩步增長。於期內，亞網不斷加強其金融交易軟件解決方案，以與監管及新行業規定保持同步。此外，亞網亦向其客戶提供簡報及培訓，確保彼等了解行業的最新法規及技術。除上述者外，亞網亦為其客戶提供優質的售後服務，即定期的軟件特許及維護服務以便亞網能夠及時了解客戶的最新需求並維持與現有客戶的持續關係。

本集團將繼續跟上市場趨勢及行業要求。本集團亦將開拓新的商機並擴大來自本集團現有及潛在客戶的收入流。

#### **提供其他資訊科技及互聯網金融平台服務**

於期內，提供其他資訊科技及互聯網金融平台服務業務分部錄得收益約101,000港元（截至二零一八年六月三十日止六個月：約209,000港元），減少約108,000港元或51.7%。

為改善本業務分部的銷售表現，本集團將繼續多元化提供其他資訊科技服務，如向新客戶提供系統遷移服務。本集團將把握機會多元化提供其他資訊科技及互聯網金融平台服務業務的客戶基礎，以提升其行業競爭力。



### **Money lending business**

During the Period, revenue derived from the money lending business division amounted to approximately HK\$4,170,000 (six months ended 30 June 2018: approximately HK\$3,467,000), representing an increase of approximately HK\$703,000 or 20.3%. The interest rate charged to customers during the Period ranged from 10% per annum to 15% per annum (six months ended 30 June 2018: ranged from 8.5% per annum to 13% per annum).

The Group has advanced to an individual who is an independent third party of the Company (“Borrower”) a loan (“Loan”) in the principal amount of HK\$7,500,000, bearing interest ranging from 10% per annum to 11% per annum throughout its term and maturing on 2 July 2019. It came to the notice of the Company that a bankruptcy petition (“Petition”) had been filed with the Hong Kong courts against the Borrower. Taking into consideration the Petition and the facts that (i) the Borrower has defaulted in paying the interests on the Loan; (ii) the Loan is unsecured; and (iii) the Borrower is unable to provide satisfactory evidence to the Group in respect of his ability to repay the Loan and interests accrued thereon, collection of the Loan and interests would not be likely and accordingly, the Group recorded an impairment loss on loan and interest receivables of approximately HK\$7,703,000 for the Period. Notwithstanding that subsequent to the end of the Period, the Petition was withdrawn in July 2019, such impairment loss is still considered necessary given that the Borrower has not repaid the Loan on the maturity date. The Group is in the course of seeking legal advice on the above matter and will continue to pursue repayment of the Loan and the interests accrued thereon from the Borrower. The Company will keep the shareholders (“Shareholders”) of the Company informed of any further material developments in connection with the above matter by way of further announcement(s) as and when appropriate.

The Group reviews its credit control strategy so as to maintain a balance between the growth and risk management of its money lending business.

### **Provision of referral services and provision of corporate finance advisory services**

During the Period, no contract was made under the provision of referral services business division and no revenue was generated as a result (six months ended 30 June 2018: Nil).

During the Period, the Group has been recruiting qualified staff to re-commence its provision of corporate finance advisory services business. No contract was made under the corporate finance advisory services business division and no revenue was generated for the Period as a result (six months ended 30 June 2018: Nil).

### **借貸業務**

於期內，借貸業務分部產生之收益約為4,170,000港元（截至二零一八年六月三十日止六個月：約3,467,000港元），增加約703,000港元或20.3%。於期內向客戶收取之利率介乎每年10%至15%（截至二零一八年六月三十日止六個月：介乎每年8.5%至13%）。

本集團已向一名屬於本公司獨立第三方的個人（「借款人」）授出本金為7,500,000港元的貸款（「貸款」），於貸款期內按年利率介乎10%至11%計息及於二零一九年七月二日到期。本公司得知，一項針對借款人的破產呈請（「呈請」）已提交香港法院。考慮到呈請及(i)借款人在已支付貸款利息方面違約；(ii)貸款為無抵押；及(iii)借款人無法向本集團提供令人信納其有能力償還貸款及其應計利息的憑證之事實，收回貸款及應計利息的可能性不大，因此本集團於期內入賬應收貸款及利息減值虧損約7,703,000港元。儘管於期末後，呈請已於二零一九年七月被撤回，但鑒於借款人於到期日並未償還貸款，有關減值虧損仍被認為屬必要。本集團正就上述事項尋求法律意見並將繼續追繳借款人償還貸款及其應計利息。本公司將適時通過進一步公告知會本公司股東（「股東」）有關上述事項的任何進一步重大進展。

本集團檢討其信貸控制策略，以保持其借貸業務的增長與風險管理之間的平衡。

### **提供轉介服務及提供企業財務諮詢服務**

於期內，提供轉介服務業務分部並無簽訂合約，因此並無產生收益（截至二零一八年六月三十日止六個月：無）。

於期內，本集團一直在招聘合資格人員重新開始其從事提供企業財務諮詢服務業務。企業財務諮詢服務業務分部並無簽訂合約，因此期內並無產生收益（截至二零一八年六月三十日止六個月：無）。

## Assets investments

The portfolio of the Group's assets investments business during the Period consisted of investments in securities that are held for trading. During the Period, no dividend income was received by the Group from its investments in listed securities that are held for trading (six months ended 30 June 2018: Nil). During the Period, no addition or disposal of securities investments by the Group was recorded. Resulting from the volatile conditions of the Hong Kong stock market during the Period, a net fair value loss on financial assets at fair value through profit or loss of approximately HK\$745,000 (six months ended 30 June 2018: Nil) was recognised from the Group's securities investments. The Directors expect that the stock market in Hong Kong will remain volatile which may affect the performance of the Group's securities investments. The Board believes that the performance of the securities investments of the Group will be dependent on the financial and operating performance of the investee companies and market sentiment, which are affected by factors, such as interest rate movements and performance of the macro economy. The Group will continue to adopt a conservative investment approach in its trading of listed securities in the Hong Kong stock market and closely monitor the performance of its securities investment portfolio.

## Other investments – Equity investment (not held for trading) – China Parenting Network Holdings Limited (“CPN”)

As at 30 June 2019, the Group's other investments that are not held for trading included 16,538,000 ordinary shares of CPN (“CPN Shares”), the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1736), being approximately 1.61% of the total issued shares of CPN. CPN, together with its subsidiaries, operate an online platform focusing on the CBM (children, babies, and maternity) market in the People's Republic of China and are mainly engaged in (i) provision of marketing and promotional service; and (ii) e-commerce business. The CPN Shares were measured at fair value at approximately HK\$4,135,000 as at 30 June 2019, based on their last closing price quoted on the Stock Exchange. During the Period, the fair value loss of CPN Shares transferred to the financial assets measured at fair value through other comprehensive income reserve of the Group was approximately HK\$496,000. During the period, no dividend income was received from this investment.

## Financial Review

### Revenue, gross profit and gross profit margin

Revenue of the Group for the Period was approximately HK\$37,320,000 (six months ended 30 June 2018: approximately HK\$30,051,000), representing an increase of approximately HK\$7,269,000 or 24.2% as compared with that of the corresponding period in 2018. The increase in revenue of the Group during the Period was mainly due to the increase in revenue generated from the financial trading software solutions business.

## 資產投資

本集團於期內的資產投資業務組合包括持作買賣的證券投資。於期內，本集團並無收到持作買賣的上市證券投資的股息收入（截至二零一八年六月三十日止六個月：無）。於期內，本集團概無錄得有關證券投資的新增或出售。由於期內香港股市波動，已就本集團的證券投資確認按公平價值計入損益的金融資產的公平價值淨虧損約745,000港元（截至二零一八年六月三十日止六個月：無）。董事預期香港股市將持續波動，其或會影響本集團證券投資的表現。董事會相信，本集團證券投資的表現將取決於被投資公司的財務及營運表現以及市場氣氛，而該等方面受利率變動及宏觀經濟表現等因素影響。本集團將繼續採用謹慎的投資策略買賣香港股市的上市證券，並密切監控其證券投資組合的表現。

## 其他投資：股本投資（並非持作買賣）－中國育兒網絡控股有限公司（「中國育兒網絡」）

於二零一九年六月三十日，本集團並非持作買賣的其他投資包括中國育兒網絡（其已發行股份於聯交所主板上市，股份代號：1736）16,538,000股普通股（「中國育兒網絡股份」），即中國育兒網絡全部已發行股份的約1.61%。中國育兒網絡及其附屬公司經營一個專注於中華人民共和國孕嬰童市場之網絡平台，主要從事(i)提供營銷及推廣服務；及(ii)電子商務業務。於二零一九年六月三十日，基於聯交所的當時所報最近收市價，中國育兒網絡股份按公平價值計量約為4,135,000港元。於期內，轉撥至本集團按公平價值計入其他全面收入的金融資產之儲備的中國育兒網絡股份的公平價值虧損約為496,000港元。於期內，並無從該投資收取股息收入。

## 財務回顧

### 收益、毛利及毛利率

本集團於期內的收益約為37,320,000港元（截至二零一八年六月三十日止六個月：約30,051,000港元），較二零一八年同期的收益增加約7,269,000港元或24.2%。於期內本集團的收益增加主要是由於金融交易軟件解決方案業務所得收益增加。

Gross profit of the Group for the Period was approximately HK\$27,563,000 (six months ended 30 June 2018: approximately HK\$21,615,000), representing an increase of approximately HK\$5,948,000 or 27.5% as compared with that of the corresponding period in 2018, which is in line with the increase in revenue of the Group. Gross profit margin of the Group for the Period was approximately 73.9% (six months ended 30 June 2018: approximately 71.9%), representing an increase of approximately 2.0% as compared with that of the corresponding period in 2018.

### **Administrative expenses**

The Group's administrative expenses for the Period amounted to approximately HK\$15,624,000 (six months ended 30 June 2018: approximately HK\$16,459,000), representing a decrease of approximately HK\$835,000 or 5.1% as compared with that of the corresponding period in 2018.

### **Profit for the Period**

The Group recorded a net profit after tax of approximately HK\$625,000 for the Period (six months ended 30 June 2018: approximately HK\$2,565,000). The decrease in net profit was mainly attributable to the combined effect of (i) the increase in the segment profit for the provision of financial trading software solutions business; and (ii) the provision for the impairment loss on loan and interest receivables of approximately HK\$7,703,000 during the Period (six months ended 30 June 2018: Nil).

### **Liquidity and Financial Resources**

As at 30 June 2019, the Group's cash and bank balances and non-pledged time deposits were, respectively, approximately HK\$58,725,000 (31 December 2018: approximately HK\$69,004,000) and HK\$30,000,000 (31 December 2018: HK\$20,000,000). Net current assets of the Group as at 30 June 2019 amounted to approximately HK\$167,290,000 (31 December 2018: approximately HK\$168,758,000). As at 30 June 2019, approximately 99.9% of the Group's cash and cash equivalents were denominated in Hong Kong dollars, while the remaining balance was denominated in Renminbi and United States dollars. Current ratio of the Group, which was defined as total current assets divided by total current liabilities, was approximately 5.7 times as at 30 June 2019 (31 December 2018: approximately 4.7 times).

As at 30 June 2019, the Group had no outstanding bank and other borrowings (31 December 2018: Nil). As at 30 June 2019, the gearing ratio of the Group, which was defined as total borrowings divided by total assets, was not applicable due to the absence of any borrowing undertaken by the Group as at 30 June 2019 (31 December 2018: Not applicable).

本集團於期內的毛利約為27,563,000港元（截至二零一八年六月三十日止六個月：約21,615,000港元），較二零一八年同期的毛利增加約5,948,000港元或27.5%，這與本集團收益增加一致。本集團於期內的毛利率約為73.9%（截至二零一八年六月三十日止六個月：約71.9%），較二零一八年同期的毛利率上升約2.0%。

### **行政開支**

本集團於期內的行政開支約為15,624,000港元（截至二零一八年六月三十日止六個月：約16,459,000港元），較二零一八年同期的行政開支減少約835,000港元或5.1%。

### **期內溢利**

本集團於期內錄得除稅後淨溢利約625,000港元（截至二零一八年六月三十日止六個月：約2,565,000港元）。淨溢利減少乃主要由於期內以下各項的綜合影響：(i)提供金融交易軟件解決方案業務的分部溢利增加；及(ii)於期內的應收貸款及利息的減值虧損撥備約7,703,000港元（截至二零一八年六月三十日止六個月：無）。

### **流動資金及財務資源**

於二零一九年六月三十日，本集團的現金及銀行結餘以及非抵押定期存款分別約為58,725,000港元（二零一八年十二月三十一日：約69,004,000港元）及30,000,000港元（二零一八年十二月三十一日：20,000,000港元）。於二零一九年六月三十日，本集團的流動資產淨額約為167,290,000港元（二零一八年十二月三十一日：約168,758,000港元）。於二零一九年六月三十日，本集團約99.9%的現金及現金等價物以港元計值，其餘則以人民幣及美元計值。於二零一九年六月三十日，本集團的流動比率（界定為按流動資產總額除以流動負債總額計算）約為5.7倍（二零一八年十二月三十一日：約4.7倍）。

於二零一九年六月三十日，本集團並無任何未償還的銀行及其他借貸（二零一八年十二月三十一日：無）。於二零一九年六月三十日，本集團的資產負債比率（界定為按借款總額除以資產總值計算）並不適用，乃由於本集團於二零一九年六月三十日並無進行任何借款（二零一八年十二月三十一日：不適用）。



## Foreign Exchange Exposure

During the Period, the business activities of the Group were mainly denominated in Hong Kong dollars. The Directors did not consider that the Group was exposed to any significant foreign currency exchange risks.

## Contingent Liabilities

As at 30 June 2019, the Group did not have any contingent liabilities (31 December 2018: Nil).

## Capital Commitment

As at 30 June 2019, the Group did not have any significant capital commitments (31 December 2018: Nil).

## Charges on the Group's Assets

As at 30 June 2019, the Group did not have any material charge on assets (31 December 2018: Nil).

## Material Acquisition and Disposal

During the Period, the Group did not have any material acquisition or disposal transaction. As at the date of this report, the Group did not have any concrete plans for material investments or capital assets in the coming future. Nonetheless, if any potential investment opportunity arises and is identified, the Group will conduct a feasibility study and prepare implementation plans to consider whether it is beneficial to the Company and the Shareholders as a whole.

## Capital Structure

As at 30 June 2019, the capital of the Company comprised ordinary shares only.

## Share Option Scheme

The Company adopted a share option scheme ("Scheme") on 10 September 2013 so as to attract and retain the best available personnel and to provide additional incentive to the eligible participants under the Scheme. Pursuant to the Scheme, the Board is authorised, at its absolute discretion and subject to the terms of the Scheme, to grant options to subscribe for the shares of the Company (in such form then existing and subject to adjustment) to any employees (full-time or part-time), directors, consultants or advisor of the Group, or any substantial shareholders of the Group, or any distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group. The Scheme shall be valid and effective for a period of ten years commencing on 10 September 2013 and expiring on the business day immediately preceding the 10th anniversary thereof, i.e. 8 September 2023, subject to early termination provisions contained in the Scheme.

## 外匯風險

於期內，本集團之業務活動主要以港元計值。董事認為本集團並無承受任何重大外匯風險。

## 或然負債

於二零一九年六月三十日，本集團並無任何或然負債（二零一八年十二月三十一日：無）。

## 資本承擔

於二零一九年六月三十日，本集團並無任何重大資本承擔（二零一八年十二月三十一日：無）。

## 本集團之資產抵押

於二零一九年六月三十日，本集團並無任何重大資產抵押（二零一八年十二月三十一日：無）。

## 重大收購及出售

於期內，本集團並無任何重大收購或出售交易。於本報告日期，本集團並無就將來之重大投資或資本資產制定任何其他具體計劃。儘管如此，倘任何潛在投資機會來臨及得以識別時，本集團將進行可行性研究並編製實施計劃，以考慮有關機會是否符合本公司及股東的整體利益。

## 資本架構

於二零一九年六月三十日，本公司的資本僅包括普通股。

## 購股權計劃

本公司於二零一三年九月十日採納購股權計劃（「該計劃」），以吸引及挽留優秀人才，並根據該計劃向合資格參與者提供額外獎勵。根據該計劃，董事會獲授權全權酌情及根據該計劃條款授出購股權予本集團任何僱員（全職或兼職）、董事、顧問、諮詢人、或本集團任何主要股東、或本集團任何經銷商、承包商、供應商、代理、客戶、業務夥伴或服務供應商以認購本公司之股份（以當時之形式及可予調整）。該計劃由二零一三年九月十日起計十年期間有效及生效，並於緊接該計劃第十個週年日的前一個營業日（即二零二三年九月八日）屆滿，惟受限於該計劃所載之提早終止條文。

Details of the movements in the share options of the Company pursuant to the Scheme during the Period are as follows:

於期內，本公司根據該計劃之購股權變動詳情載列如下：

Name or category of participants	Date of grant and vesting date of share options	Exercise period of share options granted	Exercise price of share options	Number of share options			Outstanding as at 30 June 2019
				At 1 January 2019	Granted during the Period	Lapsed during the Period	
參與者姓名或類別	購股權授出日期及歸屬日期	授出購股權之行使期	購股權之行使價 (HK\$ per share) (每股港元)	於二零一九年一月一日	於期內授出	於期內失效	於二零一九年六月三十日尚未行使
<b>Executive Director</b>							
<b>執行董事</b>							
Chan Wai Lung 陳偉龍	8 June 2018 二零一八年六月八日	8 June 2018 – 7 June 2019 二零一八年六月八日至 二零一九年六月七日	0.197	12,600,000	-	(12,600,000)	-
<b>Employee</b>							
<b>僱員</b>							
	8 June 2018 二零一八年六月八日	8 June 2018 – 7 June 2019 二零一八年六月八日至 二零一九年六月七日	0.197	12,600,000	-	(12,600,000)	-
				<u>25,200,000</u>	<u>-</u>	<u>(25,200,000)</u>	<u>-</u>

Note: Consideration of HK\$1 was paid by each of the grantees on their acceptance of the share options granted.

附註：各承授人於彼等接納授出之購股權時支付1港元之代價。

During the Period, no share options were granted, exercised or cancelled, and 25,200,000 share options have lapsed.

於期內，概無購股權獲授出、行使或註銷，以及25,200,000份購股權已失效。

## Dividend

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

## 股息

董事會並不建議期內派付任何中期股息（截至二零一八年六月三十日止六個月：無）。

## Employees and Remuneration Policy

As at 30 June 2019, the Group had 70 employees (31 December 2018: 62). The Group continues to maintain and upgrade the capabilities of its workforce by providing them with adequate and regular training. The Group organises a wide range of internal and external training programmes to enrich the business expertise, competencies and skill sets of its staff to meet the everchanging challenges of the marketplace. The Group also supports and encourages self-initiated personal development of its employees through providing financial sponsorships to them. The Group remunerates its employees mainly based on industry practices and individual performance and experience. On top of regular remuneration, discretionary bonus and share options may be granted to eligible staff by reference to the Group's performance as well as the individual performance. Total employee benefits expense, including directors' emoluments, was approximately HK\$14,695,000 for the Period (six months ended 30 June 2018: approximately HK\$15,711,000).

## 僱員及薪酬政策

於二零一九年六月三十日，本集團有70名僱員（二零一八年十二月三十一日：62名）。本集團繼續透過向彼等提供足夠的定期培訓，以維持及提升僱員的工作能力。本集團組織各類內部與外部培訓課程，使其員工可以豐富所需的業務專業知識、能力及技能，以應付瞬息萬變的市場挑戰。本集團亦透過向僱員提供財務贊助支持及鼓勵彼等自發進修。本集團向僱員提供之薪酬乃主要基於業內慣例以及個人表現及經驗釐定。除一般薪酬外，本集團亦會參考本集團的表現及僱員的個人表現向合資格僱員授出酌情花紅及購股權。期內，僱員福利開支總額（包括董事酬金）約為14,695,000港元（截至二零一八年六月三十日止六個月：約15,711,000港元）。



The remuneration of the Directors are determined by the Board, taking into account the recommendation from the remuneration committee of the Company, with reference to the background, qualification, experience, duties and responsibilities of the respective Directors within the Group and the prevailing market conditions.

The Company adopted a share option scheme pursuant to an ordinary resolution of all the then Shareholders passed on 10 September 2013 and the Board is authorised, at its absolute discretion, to grant options to eligible participants including (a) any full-time or part-time employee of any member of the Group; (b) any consultant or adviser of any member of the Group; (c) any director (including executive, non-executive and independent non-executive directors) of any member of the Group; (d) any substantial shareholder of the Group; or (e) any distributor, contractor, supplier, agent, customer, business partner or service provider of any member of the Group. Details of the movements of share options granted during the Period are set out in note 18 to the Financial Statements.

## Prospect

Fintech or financial technology has already been reshaping the financial services in Hong Kong and enhancing the operational efficiency of enterprises. Following the development of the Guangdong-Hong Kong-Macao Greater Bay Area, Hong Kong will continue to be the best platform for fundraising and creating promising value to the financial services sector in Hong Kong. In view of the above, the Group foresees a prospering advantage of information technology to the provision of financial services. With the auspicious opportunities arising from innovative trading solutions inventions in the market, the Group will strive to further strengthen its business in the provision of financial trading software solutions. The Group's principal operating subsidiary, iAsia, will continue running the core business of the Group. By being financially prepared to enhance iAsia's system, the Group hopes to attract more customers with an enhanced system to seize opportunities for business expansion and create higher returns.

The money lending business has steadily generated income for the Group. In the coming future, the Group will continue to devote financial resources to its money lending business and aim for a better revenue growth, while implementing a prudent credit control policy and paying attention to credit risks in connection with corporate debts to balance the risk management and growth of the Group's money lending business.

The Group believes diversification of its business segments can maintain a healthy financial profile and promote a sustainable growth of the Group. In the future, the Group will actively seize cooperation and acquisition opportunities with more business partners in various fields to expand its business scales and bring sustainable returns to the Shareholders. The Group will continue to strive for excellence in its products and services, in order to maintain its international competitiveness and enhance its growth potential in the fintech industry.

董事薪酬乃由董事會經參考本公司薪酬委員會的推薦建議，參照該等董事的背景、資歷、經驗以及於本集團的職責及責任以及現行市況釐定。

本公司根據當時全體股東於二零一三年九月十日通過的普通決議案採納購股權計劃，董事會獲授權全權酌情將購股權授予合資格參與人士，包括(a)本集團任何成員公司之任何全職或兼職僱員；(b)本集團任何成員公司之任何諮詢人或顧問；(c)本集團任何成員公司之任何董事（包括執行董事、非執行董事及獨立非執行董事）；(d)本集團任何主要股東；或(e)本集團任何成員公司之任何分銷商、承包商、供應商、代理、客戶、業務夥伴或服務供應商。於期內已授出之購股權的變動詳情載於財務報表附註18。

## 展望

金融科技已重塑香港的金融服務並提高企業的營運效率。隨著粵港澳大灣區的發展，香港將繼續成為彼等籌集資金的最佳平台，為香港的金融服務業創造有前途的價值。鑑於上述情況，本集團預見資訊科技對提供金融服務的強大優勢，憑藉創新交易解決方案發明於市場產生的良機，本集團將致力於進一步加強其提供金融交易軟件解決方案的業務。本集團的主要營運附屬公司亞網將持續經營本集團的核心業務。透過在資金方面準備提升亞網系統，本集團希望憑藉升級後的系統吸引更多客戶以抓住業務擴張的機會並創造更高回報。

借貸業務已為本集團產生穩定收入。在不久的將來，本集團將向其借貸業務投入更多財務資源，並謀求更好的收益增長，同時堅持實施審慎的信貸控制政策並關注公司債務的相關信貸風險以平衡本集團借貸業務的風險管理及發展。

本集團認為，業務分部多元化可維持穩健的財務狀況，促進本集團可持續增長。日後，本集團將積極把握與各領域的更多商業夥伴的合作及收購機會，以擴大其業務規模並為股東帶來可持續的回報。本集團將持續追求卓越的產品及服務，以保持國際競爭力，增強其於金融科技行業的增長潛力。

## OTHER INFORMATION

### Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2019, none of the Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were required (i) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (ii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

### Substantial Shareholders' and Other Person's Interests and Short Positions in Shares and Underlying Shares

So far as is known to the Directors, as at 30 June 2019, the following substantial Shareholders and person (not being a Director or the chief executive of the Company) had, or were deemed to have, interests or short positions in the shares and underlying shares of the Company which were recorded in the register required to be kept by the Company under section 336 of the SFO:

#### A. Substantial Shareholders

Name of Shareholders	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2019
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零一九年六月三十日股權概約百分比 (note (b)) (附註(b))
Ever Robust Holdings Limited (note (c)) 連捷控股有限公司 (附註(c))	Beneficial owner 實益擁有人	136,800,000 (L)	10.85
Whole Kind Investments Limited (note (c)) 豪佳投資有限公司 (附註(c))	Interest in a controlled corporation 受控法團權益	136,800,000 (L)	10.85
Hang Tai Yue Group Holdings Limited (note (c)) 恆泰裕集團控股有限公司 (附註(c))	Interest in controlled corporations 受控法團權益	136,800,000 (L)	10.85
Leung Kwok Pong 梁國邦	Beneficial owner 實益擁有人	204,740,000 (L)	16.24
Zhu Liang Hui Hui 朱梁慧慧	Beneficial owner 實益擁有人	183,000,000 (L)	14.52

## 其他資料

### 董事及主要行政人員於股份、相關股份及債權證中之權益及淡倉

於二零一九年六月三十日，董事或本公司主要行政人員概無於本公司或其相聯法團（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(i)根據證券及期貨條例第352條須登記於該條所指的登記冊內的權益或淡倉；或(ii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益或淡倉。

### 主要股東及其他人士於股份及相關股份中之權益及淡倉

據董事所知，於二零一九年六月三十日，下列主要股東及人士（並非董事或本公司主要行政人員）在本公司股份及相關股份中擁有或視為擁有須根據證券及期貨條例第336條記錄於本公司存置的登記冊內的權益或淡倉：

#### A. 主要股東

## B. Other person

Name of Shareholder	Capacity/nature of interest	Number of shares held/interested	Approximate percentage of shareholding as at 30 June 2019
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零一九年六月三十日股權概約百分比 (note (b)) (附註(b))
Zhang Xiongfeng 張雄峰	Beneficial owner 實益擁有人	76,340,000 (L)	6.06

### Notes:

- (a) "L" denotes long position in the ordinary shares of the Company.
- (b) The total number of the issued shares of the Company as at 30 June 2019 (i.e. 1,260,582,340 shares) had been used for the calculation of the approximate percentage shareholdings in the Company.
- (c) These 136,800,000 ordinary shares of the Company are held by Ever Robust Holdings Limited ("Ever Robust"), which is wholly-owned by Whole Kind Investments Limited ("Whole Kind"), which is in turn wholly-owned by Hang Tai Yue Group Holdings Limited ("HTY Group", formerly known as Interactive Entertainment China Cultural Technology Investments Limited). By virtue of the SFO, each of Whole Kind and HTY Group is deemed, or taken to be, interested in all the ordinary shares of the Company held by Ever Robust.

## B. 其他人士

Name of Shareholder	Capacity/nature of interest	Number of shares held/interested	Approximate percentage of shareholding as at 30 June 2019
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零一九年六月三十日股權概約百分比 (note (b)) (附註(b))
Zhang Xiongfeng 張雄峰	Beneficial owner 實益擁有人	76,340,000 (L)	6.06

### 附註:

- (a) 「L」指本公司普通股之好倉。
- (b) 於二零一九年六月三十日的本公司已發行股份總數(即1,260,582,340股股份)用於計算本公司的股權概約百分比。
- (c) 該等136,800,000股本公司普通股由連捷控股有限公司(「連捷」)持有,連捷由豪佳投資有限公司(「豪佳」)全資擁有,而豪佳則由恆泰裕集團控股有限公司(「恆泰裕集團」,前稱互娛中國文化科技投資有限公司)全資擁有。根據證券及期貨條例,豪佳及恆泰裕集團各自被視為或被當作於連捷持有之全部本公司普通股中擁有權益。

Save as disclosed above, as at 30 June 2019, the Directors were not aware of any other persons who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and recorded in the register required to be kept by the Company under section 336 of the SFO.

## Purchase, Sale or Redemption of Listed Securities

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

## Directors' Securities Transactions

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by Directors adopted by the Company during the Period.

除上文披露者外,於二零一九年六月三十日,董事並不知悉任何其他人士在本公司股份或相關股份中擁有須根據證券及期貨條例第336條向本公司披露及記錄於本公司所存置登記冊內的權益或淡倉。

## 購買、出售或贖回上市證券

於期內,本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

## 董事進行證券交易

本公司已就董事進行證券交易採納行為守則,其條款之嚴格程度不遜於GEM上市規則第5.48至5.67條所載之規定交易準則。經向全體董事作出特定查詢後,全體董事已確認彼等於期內一直遵守規定交易準則及本公司所採納之董事進行證券交易行為守則。

## Corporate Governance Practices

During the Period, the Company has complied with all the applicable code provisions contained in the Corporate Governance Code (“CG Code”) set out in Appendix 15 to the GEM Listing Rules, except for the deviation mentioned in the following paragraph.

According to code provision A.2.1 of the CG Code, the roles of the chairman and the chief executive officer should be separate and should not be performed by the same individual. During the Period, the role of the chairman of the Board was performed by Mr. Chan Wai Lung. During the Period, the office of the chief executive officer of the Company remained vacated since the Company has not been able to identify a suitable candidate for the position.

However, the Board will keep reviewing the current structure of the Board from time to time and should any candidate with suitable knowledge, skills and experience be identified, the Company will make appointment to fill the position as appropriate.

## Competing Interests

Ms. Lam Ching Yee, an executive Director, also being an executive director and the chief executive officer of HTY Group (a substantial Shareholder), is a director of a subsidiary of HTY Group, i.e. Mark Profit Finance Limited (which is a company principally engaged in money lending business in Hong Kong) and other subsidiaries of HTY Group which are principally engaged in assets investments business.

Save as disclosed above, none of the Directors or their respective close associates as defined in the GEM Listing Rules had any business or interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group during the Period. As at 30 June 2019, the Company did not have any controlling Shareholder.

## Changes in Information of Directors

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, there were changes in the information required to be disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 17.50(2) of the GEM Listing Rules in the course of the term of office of certain Directors.

With effect from 5 June 2019, Ms. Lam Ching Yee has been appointed as an executive director and the chief executive officer of HTY Group (a company listed on GEM with Stock Code: 8081), whose interest in the shares of the Company falls to be disclosed under the provisions in Divisions 2 and 3 of Part XV of the SFO.

## 企業管治常規

於期內，本公司一直遵守GEM上市規則附錄15所載的企業管治守則（「企業管治守則」）所有適用守則條文，惟下段所述之偏離除外。

根據企業管治守則守則條文第A.2.1條，主席及行政總裁之角色應予區分，並不應由同一人兼任。於期內，董事會主席角色由陳偉龍先生擔任。期內，由於本公司尚未能物色到合適人選擔任該職，故本公司行政總裁一職仍然懸空。

然而，董事會將持續不時檢討董事會現有架構，倘物色到任何擁有適合知識、技能及經驗之人選，本公司將適時委任有關人士擔任行政總裁一職。

## 競爭權益

執行董事林靜儀女士（亦為恆泰裕集團（一名主要股東）的執行董事及行政總裁）為恆泰裕集團一間附屬公司（即百利財務有限公司，主要於香港從事借貸業務的公司）及恆泰裕集團其他附屬公司（主要從事資產投資業務）的董事。

除上文所披露者外，於期內，概無董事或彼等各自之緊密聯繫人（定義見GEM上市規則）擁有與本集團業務直接或間接構成或可能構成競爭的任何業務或於有關業務中擁有權益。於二零一九年六月三十日，本公司並無任何控股股東。

## 董事資料變動

根據GEM上市規則第17.50A(1)條，在若干董事任期內發生根據GEM上市規則第17.50(2)條(a)至(e)及(g)段規定須予披露資料的變動。

自二零一九年六月五日起，林靜儀女士已獲委任為恆泰裕集團（一間於GEM上市之公司，股份代號：8081）的執行董事及行政總裁，彼於本公司股份中擁有根據證券及期貨條例第XV部第2及第3分部之條文須予披露的權益。



Mr. Lam Kai Yeung has resigned as an executive director, the company secretary and an authorised representative of Sunway International Holdings Limited (a company listed on the Main Board of the Stock Exchange with Stock Code: 58) with effect from 6 June 2019 and has resigned as its chief financial officer with effect from 10 June 2019.

Save as disclosed above, there are no other matters required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

### Audit Committee

The Company established the audit committee ("Audit Committee") on 10 September 2013 with written terms of reference posted on the websites of the GEM and of the Company. Such written terms of reference were revised and adopted by the Board on 29 December 2015 in accordance with the revised CG Code taking effect on 1 January 2016. The primary duties of the Audit Committee are, among other matters, to review the Company's financial information and monitor the Company's financial reporting system, risk management and internal control systems.

At the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Lam Kai Yeung (chairman), Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi. Each committee meeting was chaired by an independent non-executive Director.

The unaudited condensed consolidated results of the Group for the Period and this report have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results and report complied with the applicable accounting standards and requirements and that adequate disclosures have been made.

On behalf of the Board  
**Finsoft Financial Investment Holdings Limited**  
**Mr. Chan Wai Lung**  
Chairman

Hong Kong, 9 August 2019

*As at the date of this report, the Board consists of Mr. Chan Wai Lung being an executive Director and the chairman of the Board, Ms. Lam Ching Yee, Ms. Lin Ting and Mr. Shi Shaowu being the executive Directors, Mr. Lo Yu Man being the non-executive Director, and Mr. Lam Kai Yeung, Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi being the independent non-executive Directors.*

林繼陽先生自二零一九年六月六日辭任新威國際控股有限公司(於聯交所主板上市之公司,股份代號:58)之執行董事、公司秘書及授權代表,並自二零一九年六月十日起辭任其財務總監。

除上文披露者外,概無其他事項須根據GEM上市規則第17.50A(1)條予以披露。

### 審核委員會

本公司於二零一三年九月十日成立審核委員會(「審核委員會」),其書面職權範圍刊載於GEM及本公司網站。該等書面職權範圍已由董事會根據自二零一六年一月一日起生效之經修訂企業管治守則於二零一五年十二月二十九日修訂及採納。審核委員會之主要職責為(其中包括)審閱本公司財務資料及監察本公司財務報告系統、風險管理及內部監控系統。

於本報告日期,審核委員會由三名獨立非執行董事組成,即林繼陽先生(主席)、李筠翎女士及鍾實先生。每次委員會會議均由一名獨立非執行董事擔任主席。

本集團於期內之未經審核簡明綜合業績及本報告已經由審核委員會審閱,而審核委員會認為該業績及報告乃遵照適用會計準則及規定而編製,並已作出足夠披露。

代表董事會  
**匯財金融投資控股有限公司**  
主席  
陳偉龍先生

香港,二零一九年八月九日

於本報告日期,董事會成員包括執行董事兼董事會主席陳偉龍先生,執行董事林靜儀女士、林靈女士及史少武先生,非執行董事羅宇聞先生,以及獨立非執行董事林繼陽先生、李筠翎女士及鍾實先生。



The background features a light yellow-to-orange gradient with a grid of small white dots. Scattered throughout are several squares of varying sizes and colors, including white, light yellow, and dark yellow. A large, faint white shape resembling a stylized 'F' or a similar letter is visible in the upper right quadrant. The overall aesthetic is clean and modern.

**FINSOFT FINANCIAL INVESTMENT  
HOLDINGS LIMITED**  
匯財金融投資控股有限公司