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PPS INTERNATIONAL (HOLDINGS) LIMITED

寶聯控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code: 8201)

(股份代號：8201)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 31 DECEMBER 2019

截至二零一九年十二月三十一日止六個月的
中期業績公告

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

香港聯合交易所有限公司(「聯交所」)
GEM之特色

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.

GEM之定位，乃為中小型公司提供一個上市之市場，此等公司相比起其他在聯交所上市之公司帶有較高投資風險。有意投資之人士應瞭解投資於該等公司之潛在風險，並應經過審慎周詳之考慮後方作出投資決定。

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 of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

鑑於在GEM上市的公司一般為中小型公司，故在GEM買賣之證券可能會較在聯交所主板買賣之證券承受較大之市場波動風險，同時無法保證在GEM買賣之證券會有高流通量之市場。

This announcement, for which the directors (the "Directors") of PPS International (Holdings) Limited (the "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 for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.

本公告之資料乃遵照聯交所GEM證券上市規則而刊載，旨在提供有關寶聯控股有限公司(「本公司」)之資料。各董事(「董事」)願就本公告共同及個別承擔全部責任，並在作出一切合理查詢後確認，就彼等所深知及確信本公告所載資料在各重大方面均屬準確完整，且無誤導或欺詐成分及本公告並無遺漏任何其他事項，致使本公告所載任何陳述或本公告產生誤導。

FINANCIAL HIGHLIGHTS

Summary of the results of the Group for the six months ended 31 December 2019 is as follows:

- During the six months ended 31 December 2019, the Group generated revenue of approximately HK\$179.5 million, which represented an increase of approximately 1.3% over the revenue of approximately HK\$155.3 million for the six months ended 31 December 2018.
- The Group recorded a net loss of approximately HK\$2.4 million for the six months ended 31 December 2019 as compared to the net profit of approximately HK\$10.1 million for the six months ended 31 December 2018.
- The Board does not recommend the payment of a final dividend for the six months ended 31 December 2019 (2018: Nil).

財務摘要

本集團截至二零一九年十二月三十一日止六個月之業績概述如下：

- 於截至二零一九年十二月三十一日止六個月，本集團錄得收益約179,500,000港元，較截至二零一八年十二月三十一日止六個月的收益約155,300,000港元增加約1.3%。
- 截至二零一九年十二月三十一日止六個月，本集團錄得淨虧損約2,400,000港元，而截至二零一八年十二月三十一日止六個月則錄得純利約10,100,000港元。
- 董事會並不建議派付截至二零一九年十二月三十一日止六個月之末期股息(二零一八年：無)。

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

未經審核簡明綜合損益及其他全面收益表

For the six months ended 31 December 2019

截至二零一九年十二月三十一日止六個月

The board of Directors (the “Board”) is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 31 December 2019, together with the unaudited comparative figures for the corresponding period in 2018 as follows:

董事會(「董事會」)欣然宣佈本公司及其附屬公司(統稱「本集團」)截至二零一九年十二月三十一日止六個月的未經審核簡明綜合業績，連同二零一八年同期的未經審核比較數字如下：

		Notes 附註	Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
			2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Revenue	收益	4	179,506	155,331	91,419	78,060
Cost of services	服務成本		(158,192)	(127,669)	(81,873)	(65,110)
Gross profit	毛利		21,314	27,662	9,546	12,950
Other income, gain and impairment	其他收入、收益及減值	5	(8,705)	112	(6,031)	34
Selling and marketing expenses	銷售及市場推廣開支		(1,266)	(1,883)	(637)	(1,282)
Administrative expenses	行政開支		(11,269)	(11,530)	(4,700)	(5,156)
Finance costs	融資成本	6	(724)	(1,466)	(381)	(208)
(Loss)/profit before taxation	除稅前(虧損)/溢利	7	(650)	12,895	(2,203)	6,338
Income tax expenses	所得稅開支	8	(1,783)	(2,747)	(980)	(1,287)
(Loss)/profit for the period	期內(虧損)/溢利		(2,433)	10,148	(3,183)	5,048

		Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
		2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Other comprehensive (loss)/income	其他全面(虧損)/收益				
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可能重新分類至損益之項目：</i>				
Exchange differences arising on translating foreign operations	換算海外業務產生之匯兌差額	(140)	(269)	143	(2)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收益總額	(2,573)	9,879	(3,040)	5,046
(Loss)/profit for the period attributable to:	應佔期內(虧損)/溢利：				
Owners of the Company	本公司擁有人	(2,858)	10,083	(3,421)	5,026
Non-controlling interests	非控股權益	(425)	65	238	22
		(2,433)	10,148	(3,183)	5,048
Total comprehensive (loss)/income for the period attributable to:	應佔期內全面(虧損)/收益總額：				
Owners of the Company	本公司擁有人	(2,998)	9,814	(3,278)	5,044
Non-controlling interests	非控股權益	425	65	238	22
		(2,573)	9,879	(3,040)	5,046
(Loss)/earnings per share	每股(虧損)/盈利				
- Basic and diluted (HK cents)	- 基本及攤薄(港仙)	10	1.91	(0.63)	0.93

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

As at 31 December 2019

於二零一九年十二月三十一日

			As at 31 December 2019 於二零一九年 十二月三十一日 (Unaudited) (未經審核) HK\$'000 千港元	As at 30 June 2019 於二零一九年 六月三十日 (Audited) (經審核) HK\$'000 千港元
		Notes 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	73,531	4,774
Intangible assets	無形資產		–	–
Goodwill	商譽		2,932	2,932
Restricted bank deposits	受限制銀行存款		2,044	8,634
Deposits paid for purchase of property, plant and equipment	購買物業、廠房及設備已付按金		–	16,310
Right-of-use assets	使用權資產		2,250	–
			80,757	32,650
Current assets	流動資產			
Inventories	存貨		579	670
Trade receivables	貿易應收款項	13	67,632	57,364
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項		4,306	4,399
Loans and interest receivables	應收貸款及利息	14	108,692	124,557
Restricted bank deposits	受限制銀行存款		7,384	6,235
Cash and cash equivalents	現金及現金等價物		37,957	53,809
Current tax recoverable	可收回即期稅項		–	740
			226,550	247,774
Current liabilities	流動負債			
Trade payables	貿易應付款項	15	18,231	14,198
Accruals, deposits received and other payables	應計費用、已收按金及其他應付款項	16	30,373	32,174
Bank borrowings	銀行借款		23,894	–
Obligations under finance leases	融資租賃承擔		17	51
Current tax payable	即期應付稅項		8,030	7,129
Lease liabilities	租賃負債		1,394	–
			81,939	53,552
Net current assets	流動資產淨值		144,611	194,222
Total assets less current liabilities	總資產減流動負債		225,638	226,872
Non-current liabilities	非流動負債			
Bond	債券	17	9,732	9,669
Obligations under finance leases	融資租賃承擔		–	–
Deferred tax liabilities	遞延稅項負債		984	873
Lease liabilities	租賃負債		885	–
			11,611	10,542
NET ASSETS	資產淨值		213,757	216,330
Capital and reserves	資本及儲備			
Share capital	股本	18	5,400	5,400
Reserves	儲備		206,921	209,919
Total equity attributable to owners of the Company	本公司擁有人應佔權益總額		212,321	215,319
Non-controlling interests	非控股權益		1,436	1,011
TOTAL EQUITY	權益總額		213,757	216,330

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 未經審核簡明綜合權益變動表

For the six months ended 31 December 2019

截至二零一九年十二月三十一日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						Non-controlling interests		Total
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元 (note (a)) (附註(a))	Contribution surplus 繳入盈餘 HK\$'000 千港元 (note (b)) (附註(b))	Exchange reserve 匯兌儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total 總計 HK\$'000 千港元	Non-controlling interests 非控股權益 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 July 2019 (audited)	於二零一九年七月一日 (經審核)	5,400	198,524	1,000	21,400	(505)	(10,500)	215,319	1,011	216,330
Changes in equity for the period:	期內權益變動：									
(Loss)/profit for the period	期內(虧損)/溢利	-	-	-	-	-	(2,858)	(2,858)	425	(2,433)
Exchange differences on translation of financial statements of foreign operations	匯兌差額－換算海外業務之財務報表	-	-	-	-	(140)	-	(140)	-	(140)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收益總額	-	-	-	-	(140)	(2,858)	(2,998)	425	(2,573)
At 31 December 2019 (unaudited)	於二零一九年十二月三十一日 (未經審核)	5,400	198,524	1,000	21,400	(645)	(13,358)	212,321	1,436	213,757

For the six months ended 31 December 2018

截至二零一八年十二月三十一日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						Non-controlling interests		Total	
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元 (note (a)) (附註(a))	Contribution surplus 繳入盈餘 HK\$'000 千港元 (note (b)) (附註(b))	Convertible bonds reserve 可換股債券儲備 HK\$'000 千港元 (note (c)) (附註(c))	Exchange reserve 匯兌儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total 總計 HK\$'000 千港元	Non-controlling interests 非控股權益 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 July 2018 (audited)	於二零一八年七月一日 (經審核)	2,700	154,500	1,000	21,400	6,129	(225)	(35,106)	150,398	35	150,433
Changes in equity for 2018:	於二零一八年權益變動：										
Profit for the period	期內溢利	-	-	-	-	-	10,083	10,083	65	10,148	
Exchange differences on translation of financial statements of foreign operations	匯兌差額－換算海外業務之財務報表	-	-	-	-	-	(269)	(269)	-	(269)	
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	(494)	(25,023)	9,814	65	9,879
Issue of shares pursuant to the rights issue	根據供股發行股份	2,700	45,900	-	-	-	-	48,600	-	48,600	
Transaction costs for the rights issue	供股交易成本	-	(1,876)	-	-	-	-	(1,876)	-	(1,876)	
Release upon redemption of the convertible bonds	贖回可換股債券後解除	-	-	-	-	(6,129)	-	6,129	-	-	
		2,700	44,024	-	-	(6,129)	-	6,129	-	46,724	
At 31 December 2018 (unaudited)	於二零一八年十二月三十一日 (未經審核)	5,400	198,524	1,000	21,400	-	(494)	(18,894)	206,936	100	207,036

Notes:

- (a) The amount represents the difference between the nominal amount of shares issued by the Company and the aggregate amount of share capital of subsidiaries acquired under common control pursuant to the group reorganisation (the “Reorganisation”) in preparation of the listing of the Company’s shares on the GEM (“GEM”) of the Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 17 June 2013.
- (b) The amount represents the amounts due to shareholders capitalised before the listing of the Company’s shares on the GEM of the Stock Exchange.
- (c) The amount represented the unexercised equity component of the convertible bonds issued by the Company on 21 August 2017. During the three months ended 30 September 2018, the balance of this reserve was released upon redemption of the convertible bonds by the Company on 20 August 2018.

附註：

- (a) 該金額為本公司已發行股份的面值與根據為籌備本公司股份於二零一三年六月十七日在香港聯合交易所有限公司(「聯交所」)GEM(「GEM」)上市而進行的集團重組(「重組」)收購共同控制附屬公司的股本總額之間的差額。
- (b) 該金額指已於本公司股份在聯交所GEM上市前撥充資本的應付股東款項。
- (c) 該金額指本公司於二零一七年八月二十一日所發行可換股債券尚未行使權益的部分。截至二零一八年九月三十日止三個月，該儲備的結餘於二零一八年八月二十日本公司贖回可換股債券後已解除。

**UNAUDITED CONDENSED CONSOLIDATED
STATEMENT OF CASH FLOWS**

未經審核簡明綜合現金流量表

For the six months ended 31 December 2019

截至二零一九年十二月三十一日止六個月

		Six months ended	
		31 December	
		截至十二月三十一日止六個月	
		2019	2018
		二零一九年	二零一八年
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Net cash generated from/(used in) operating activities	經營活動所產生/(所用)現金淨額	11,019	(40,143)
Net cash used in investing activities	投資活動所用現金淨額	(24,313)	(3,091)
Net cash used in financing activities	融資活動所用現金淨額	(2,415)	(3,448)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(15,709)	(46,682)
Cash and cash equivalents at the beginning of period	於期初的現金及現金等價物	53,809	117,491
Effect of foreign exchange rate changes	外幣匯率變動的影響	(143)	(270)
Cash and cash equivalents at the end of period	於期末的現金及現金等價物	37,957	70,539

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 31 December 2019

1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 31 May 2012. The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business is located at Office A, 12/F, Tower A, Capital Tower, No. 38 Wai Yip Street, Kowloon Bay, Hong Kong.

The Company had its primary listing on the GEM of the Stock Exchange on 17 June 2013. The Company's principal activity is investment holding and the principal activities of its principal subsidiaries are the provision of environmental cleaning services.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosures required by the GEM Listing Rules.

The principal accounting policies used in the unaudited condensed consolidated financial statements are consistent with those adopted in the preparation of the Group's annual financial statements for the year ended 30 June 2019, except for the accounting policy changes that are expected to be reflected in the annual financial statements for the year ended 30 June 2020. Details of such changes in accounting policies are set out in note 3.

The Group has not applied the new and revised HKFRSs which have been issued but are not yet effective. The Group is currently in the process of making an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether they would have a material impact on the Group's results and financial position.

The unaudited condensed consolidated financial statements have not been audited by the Company's auditors, but have been reviewed by the Company's audit committee.

未經審核簡明綜合財務報表附註

截至二零一九年十二月三十一日止六個月

1. 一般資料

本公司於二零一二年五月三十一日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Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司的主要營業地點位於香港九龍灣偉業街38號富臨中心A座12樓A室。

本公司於二零一三年六月十七日首次在聯交所GEM上市。本公司的主要業務為投資控股，旗下主要附屬公司的主要業務為提供環境清潔服務。

2. 編製基準

未經審核簡明綜合財務報表已根據香港會計師公會（「香港會計師公會」）頒佈之香港會計準則第34號「中期財務報告」及GEM上市規則所規定之適用披露而編製。

未經審核簡明綜合財務報表所用之主要會計政策與編製本集團截至二零一九年六月三十日止年度之年度財務報表所採納者一致，惟預計截至二零二零年六月三十日止年度之年度財務報表反映的會計政策變動除外。會計政策變動之詳情載於附註3。

本集團並無應用已頒佈但尚未生效之新訂及經修訂香港財務報告準則。本集團現正評估該等新訂及經修訂香港財務報告準則之影響，惟尚未能說明該等新訂及經修訂香港財務報告準則會否對本集團業績及財務狀況造成重大影響。

未經審核簡明綜合財務報表並未由本公司核數師審核，但已由本公司審核委員會審閱。

3. CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a number of new or amendments to HKFRSs that are first effective for the current accounting period of the Group:

- HKFRS 16, Leases (“HKFRS 16”)
- HK(IFRIC)-Int 23, Uncertainty over Income Tax Treatments
- Amendments to HKAS 28, Long-term Interests in Associates and Joint Ventures
- Amendments to HKFRS 9, Prepayment Features with Negative Compensation
- Annual Improvements to HKFRSs 2015–2017 Cycle, Amendments to HKFRS 3, Business Combinations
- Annual Improvements to HKFRSs 2015–2017 Cycle, Amendments to HKAS 12, Income Taxes
- Annual Improvements to HKFRSs 2015–2017 Cycle, Amendments to HKAS 23, Borrowing Costs

The adoption of these new or amendments to HKFRSs does not have any significant financial effect on the Group’s unaudited condensed consolidated financial statements except for the adoption of HKFRS 16.

HKFRS 16 Leases

From 1 July 2019, the Group has initially adopted HKFRS 16 which replaces HKAS 17 Lease and introduces a single, on-balance sheet accounting model for lessees. As a result, the Group, as a lessee, has recognised right-of-use assets representing its right to use the underlying asset and lease liabilities representing its obligation to make lease payments. Lessor accounting under HKFRS 16 remains similar to the accounting under the HKAS 17 Lease.

3. 會計政策變動

香港會計師公會已頒佈多項於本集團當前會計期間首次生效的新訂香港財務報告準則或香港財務報告準則之修訂本：

- 香港財務報告準則第16號，租賃（「香港財務報告準則第16號」）
- 香港（國際財務報告詮釋委員會）—詮釋第23號，所得稅處理之不確定性
- 香港會計準則第28號（修訂本），於聯營公司及合營企業之長期權益
- 香港財務報告準則第9號（修訂本），具負補償之預付款項特點
- 香港財務報告準則之年度改進（二零一五年至二零一七年週期）、香港財務報告準則第3號（修訂本），業務合併
- 香港財務報告準則之年度改進（二零一五年至二零一七年週期）、香港會計準則第12號（修訂本），所得稅
- 香港財務報告準則之年度改進（二零一五年至二零一七年週期）、香港會計準則第23號（修訂本），借款成本

採納該等新訂香港財務報告準則或香港財務報告準則之修訂本對本集團未經審核簡明綜合財務報表並無任何重大財務影響，惟採納香港財務報告準則第16號除外。

香港財務報告準則第16號租賃

本集團自二零一九年七月一日起首次採納香港財務報告準則第16號，而香港財務報告準則第16號取代香港會計準則第17號租賃並就承租人引入單一資產負債表內會計模式。因此，本集團作為承租人確認使用權資產（相當於其使用相關資產之權利）及租賃負債（相當於其作出租賃付款之義務）。香港財務報告準則第16號項下之出租人會計法仍與香港會計準則第17號租賃項下之會計法類似。

Definition of a lease

Previously, the Group determined at contract inception whether an arrangement was or contained a lease under HK(IFRIC)-Int 4 Determining Whether an Arrangement contains a Lease. The Group now assesses whether a contract is or contains a lease based on the new definition of a lease. Under HKFRS 16, a contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration.

On transition to HKFRS 16, the Group elected to apply the practical expedient to grandfather the assessment of the transactions and contracts that were previously identified as leases under HKAS 17 Lease. Therefore, the definition of a lease under HKFRS 16 has been applied only to contracts entered into or changed on or after 1 July 2019.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.

As a lessee

As a lessee, the Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred substantially all of the risks and rewards of ownership. Under HKFRS 16, the Group recognises right-of-use assets and lease liabilities for their leases, i.e. these leases are on-balance sheet.

However, the Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases (i.e. where the lease term is 12 months or less). The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Significant accounting policies

The right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

租賃定義

先前，本集團於合約開始時根據香港（國際財務報告詮釋委員會）—詮釋第4號釐定安排是否包含租賃釐定安排是否為租賃或包含租賃。根據租賃新定義，本集團現評估合約是否為租賃或包含租賃。根據香港財務報告準則第16號，倘合約為換取代價授予在某一時期內控制使用已識別資產的權利，則該合約為租賃或包含租賃。

於過渡至香港財務報告準則第16號時，本集團選擇應用實際權宜方法豁免對交易及先前根據香港會計準則第17號租賃識別為租賃之合約的評估。因此，香港財務報告準則第16號項下租賃的定義僅適用於於二零一九年七月一日或之後訂立或變更的合約。

在包含租賃部分的合約開始時或獲重新評估時，本集團根據其相關獨立價格將該合約的代價分配至各租賃及非租賃部分。

作為承租人

作為承租人，本集團先前根據評估租賃是否已轉讓所有權的絕大部分風險及回報，將租賃分類為經營或融資租賃。根據香港財務報告準則第16號，本集團就其租賃（即於資產負債表之該等租賃）確認使用權資產及租賃負債。

然而，本集團已選擇不就低價值資產及短期租賃（即租期為12個月或以下之租賃）確認使用權資產及租賃負債。本集團於租期內按直線基準將與此等租賃相關之租賃付款確認為開支。

主要會計政策

使用權資產初步按成本計量，其後按成本減任何累計折舊及減值虧損計量，並就若干租賃負債的重新計量作出調整。

租賃負債初步按並非於開始日期支付之租賃付款之現值計量，並以隱含在租賃中之利率或（如該利率不能即時釐定）本集團的增量借款利率貼現。一般而言，本集團使用其增量借款利率作為貼現率。

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

The Group has applied judgement to determine the lease term for some lease contracts in which it is a lessee that include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and right-of-use assets recognised.

Transition

At transition, for leases classified as operating leases under HKAS 17, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Group's incremental borrowing rate as at 1 July 2019. Right-of-use assets are measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments – the Group applied this approach to all other leases.

The Group used the following practical expedients when applying HKFRS 16 to leases previously classified as operating leases under HKAS 17.

- Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term, from the date of initial application of HKFRS 16;
- Excluded initial direct costs from measuring the right-of-use asset at the date of initial application;
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease; and
- Measured the lease liabilities at the date of initial application of HKFRS 16 by using a single discount rate to a portfolio of leases with reasonably similar characteristics.

租賃負債其後加上租賃負債的利息成本，並扣除已作出的租賃付款。當指數或利率變動、剩餘價值擔保下預期應付金額估計變動或(如適用)購買或延期選擇權是否合理確定行使或終止選擇權是否合理確定不予行使的評估變更導致未來租賃付款變動時，則重新計量租賃負債。

本集團在釐定其為承租人的若干租賃合約(包含續期選擇權)的租期時已應用判斷。對本集團是否合理確定行使該等選擇權的評估會影響租期，從而對已確認的租賃負債及使用權資產之金額產生重大影響。

過渡

過渡時，就根據香港會計準則第17號分類為經營租賃之租賃而言，租賃負債按餘下租賃付款之現值計量，並按本集團於二零一九年七月一日的增量借款利率貼現。使用權資產按等於租賃負債之金額計量，經任何預付或應計租賃付款金額調整—本集團將此方法應用於所有其他租賃。

當香港財務報告準則第16號應用於先前根據香港會計準則第17號分類為經營租賃之租賃時，本集團使用以下實際權宜方法。

- 自首次應用香港財務報告準則第16號日期起，採用豁免，不就租期少於12個月的租賃確認使用權資產及負債；
- 於首次應用日期計量使用權資產時撇除初始直接成本；
- 倘合約載有延長或終止租賃的選擇權，則於事後釐定租期；及
- 於首次應用香港財務報告準則第16號日期，透過對具有合理類似特徵的租賃組合採用單一貼現率計量租賃負債。

Impacts on condensed consolidated interim financial information

對簡明綜合中期財務資料的影響

i. Impacts on transition

On adoption of HKFRS 16, the Group recognised the lease liabilities in relation to lease which had previously been classified as 'operating lease' under the principles of HKAS 17 Leases. This liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1 July 2019. The incremental borrowing rate applied to the lease liabilities on 1 July 2019 was 5.13%.

i. 過渡影響

於採納香港財務報告準則第16號後，本集團已就先前根據香港會計準則第17號租賃的原則分類為「經營租賃」的租賃確認租賃負債。該負債按餘下租賃付款的現值計量，並使用承租人於截至二零一九年七月一日的增量借款利率貼現。於二零一九年七月一日適用於租賃負債的增量借款利率為5.13%。

		HK\$'000 千港元
Operating lease commitment disclosed as at 30 June 2019	於二零一九年六月三十日披露的經營租賃承擔	4,320
Lease liabilities recognised as at 1 July 2019, discounted using the incremental borrowing rate	於二零一九年七月一日確認的租賃負債，使用增量借款利率貼現	3,273
Of which are:	其中：	
Current lease liabilities	即期租賃負債	2,015
Non-current lease liabilities	非即期租賃負債	1,258
		3,273

The associated right-of-use assets were measured at an amount equal to the lease liabilities, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the unaudited condensed consolidated statement of financial position immediately before the date of initial application of HKFRS 16.

相關使用權資產乃按相等於租賃負債的金額計量，並經緊接首次應用香港財務報告準則第16號日期前之未經審核簡明綜合財務狀況表確認之租賃有關的任何預付或應計租賃付款的款項調整。

ii. Impacts for the period

As a result of initially applying HKFRS 16, in relation to the leases that were previously classified as operating leases, the Group recognised a right-of-use assets of approximately HK\$2,250,000 and lease liabilities of approximately HK\$2,279,000 respectively as at 31 December 2019.

ii. 期內影響

因首次應用香港財務報告準則第16號，就先前分類為經營租賃的租賃而言，本集團於二零一九年十二月三十一日分別確認使用權資產約2,250,000港元及租賃負債約2,279,000港元。

Also in relation to those leases under HKFRS 16, the Group has recognised depreciation charges and finance costs, instead of operating lease payments. During the six months ended 31 December 2019, the Group recognised depreciation charges of approximately HK\$1,023,000 and finance costs of approximately HK\$73,000 respectively from these leases.

此外，就香港財務報告準則第16號項下的該等租賃而言，本集團已確認折舊費用及融資成本，而非經營租賃付款。於截至二零一九年十二月三十一日止六個月內，本集團分別就該等租賃確認折舊費用約1,023,000港元及融資成本約73,000港元。

4. SEGMENT INFORMATION

The Group determines its operating segments based on the reports reviewed by the chief operating decision maker, which are used to make strategic decisions including resources allocation and assessment of segment performance.

The segments are managed separately as each business offers different products and services and requires different business strategies. No operating segments identified by the chief operating decision-maker have been aggregated in arriving at the reportable segments of the Group. The following summary describes the operations in each of the Group's reportable segments:

Environmental and cleaning	Provision of environmental and cleaning services in Hong Kong, Shanghai, Shenzhen, the People's Republic of China (the "PRC")
Money lending	Provision of money lending business in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong)
Investments	Investments in financial assets

The chief operating decision maker assess the performance of the operating segments based on a measure of reportable segment results. This measurement basis excludes central administrative and other costs including directors' emolument, impairment loss on other receivables, other operating expenses and finance costs.

4. 分部資料

本集團根據主要經營決策者用作制定決策(包括資源分配及分部表現評估)之審閱報告釐定其營運分部。

由於各業務提供不同產品及服務，所需業務策略有所差別，故分部乃個別管理。在設定本集團的可報告分部時，主要營運決策者並無將所識別的營運分部彙合。本集團各可報告分部之業務概述如下：

環境及清潔	於中華人民共和國(「中國」)香港、上海及深圳提供環境及清潔服務
放債	根據香港法例第163章放債人條例於香港從事放債業務
投資	投資金融資產

主要經營決策者基於可報告分部業績的計量評估經營分部的表現。該計量基準不包括中央行政及其他成本(包括董事酬金、其他應收款項減值虧損、其他經營開支及融資成本)。

Revenue

Turnover represents the aggregate of service income from Environmental and Cleaning and Money Lending.

An analysis of the Group's turnover is as follows:

收益

營業額為環境及清潔及放債的服務收入總和。

本集團營業額分析如下：

	Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月		
	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	
Service income from Environmental and Cleaning	環境及清潔服務收入	169,414	144,057	87,069	72,448
Interest income from Money Lending	放債利息收入	10,092	11,274	4,350	5,612
		179,506	155,331	91,419	78,060

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

本集團按可報告分部劃分的收益及業績分析如下：

Six months ended 31 December 2019

截至二零一九年十二月三十一日止六個月

		Environmental and cleaning 環境及清潔 (Unaudited) (未經審核) HK\$'000 千港元	Money lending 放債 (Unaudited) (未經審核) HK\$'000 千港元	Total 總計 (Unaudited) (未經審核) HK\$'000 千港元
Reportable segment revenue from external customers	來自外部客戶的可報告分部收益	169,414	10,092	179,506
Reportable segment profit/(loss)	可報告分部溢利/(虧損)	5,907	(3,573)	2,334
Unallocated corporate income/(expense)	未分配企業收入/(開支)			
Other income	其他收入			10
Central administrative costs	中央行政成本			(2,344)
Finance costs	融資成本			(650)
Loss before taxation	除稅前虧損			(650)

		Environmental and cleaning 環境及清潔 (Unaudited) (未經審核) HK\$'000 千港元	Money lending 放債 (Unaudited) (未經審核) HK\$'000 千港元	Total 總計 (Unaudited) (未經審核) HK\$'000 千港元
Reportable segment revenue from external customers	來自外部客戶的可報告 分部收益	144,057	11,274	155,331
Reportable segment profit	可報告分部溢利	9,941	5,870	15,811
Unallocated corporate income/(expense)	未分配企業收入/(開支)			
Other income	其他收入			1
Central administrative costs	中央行政成本			(1,460)
Finance costs	融資成本			(1,457)
Profit before taxation	除稅前溢利			12,895

Segment assets and liabilities**分部資產及負債**

		As at 31 December 2019 於二零一九年十二月三十一日			As at 30 June 2019 於二零一九年六月三十日			
		Environmental and cleaning 環境及清潔 (Unaudited) (未經審核) HK\$'000 千港元	Money lending 放債 (Unaudited) (未經審核) HK\$'000 千港元	Total 總計 (Unaudited) (未經審核) HK\$'000 千港元	Environmental and cleaning 環境及清潔 (Audited) (經審核) HK\$'000 千港元	Investments 投資 (Audited) (經審核) HK\$'000 千港元	Money lending 放債 (Audited) (經審核) HK\$'000 千港元	Total 總計 (Audited) (經審核) HK\$'000 千港元
Assets	資產							
Segment assets	分部資產	117,754	116,367	234,121	111,672	-	125,337	237,009
Unallocated corporate assets	未分配企業資產			73,186				42,675
				307,307				279,684
Liabilities	負債							
Segment liabilities	分部負債	(53,774)	(4,799)	(58,573)	(48,801)	(9)	(3,356)	(52,166)
Unallocated corporate liabilities	未分配企業負債			(34,977)				(11,188)
				(93,550)				(63,354)

For the purpose of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than corporate assets. Goodwill and intangible assets are allocated to reportable segments; and
- all liabilities are allocated to reportable segments other than corporate liabilities and bond.

為監察分部表現及於各分部間分配資源：

- 所有資產已分配至可報告分部(企業資產除外)。商譽及無形資產分配至可報告分部；及
- 所有負債已分配至可報告分部(企業負債及債券除外)。

5. OTHER INCOME, GAIN AND IMPAIRMENT

5. 其他收入、收益及減值

		Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
		2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Other income:	其他收入：				
Interest income	利息收入	112	57	88	34
Gain on disposal of property, plant and equipment	出售物業、廠房及設 備收益	50	–	50	–
Sundry income	雜項收入	13	55	11	–
		175	112	149	34
Other gain:	其他收益：				
Reversal of impairment allowance for loan receivables	撥回應收貸款 減值撥備	2,700	–	2,700	–
		2,700	–	2,700	–
Other impairment:	其他減值：				
Impairment allowance for loan receivables	應收貸款 減值撥備	(11,580)	–	(8,880)	–
		(11,580)	–	(8,880)	–
		(8,705)	112	(6,031)	34

6. FINANCE COSTS

6. 融資成本

		Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
		2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Interest on bank borrowings	銀行借款之利息	237	-	141	-
Interest on lease liabilities	租賃負債之利息	73	-	33	-
Effective interest on the bond (Note 17)	債券之實際利息 (附註17)	413	408	207	204
Effective interest on the convertible bonds	可換股債券之實際 利息	-	1,050	-	-
Finance charges on obligations under finance leases	融資租賃承擔項下 之融資費用	1	8	-	4
		724	1,466	381	208

7. (LOSS)/PROFIT BEFORE TAXATION

7. 除稅前(虧損)/溢利

(Loss)/profit before taxation has been arrived at after charging:

除稅前(虧損)/溢利已扣除下列各項：

		Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
		2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Amortisation of intangible assets	無形資產攤銷	-	56	-	28
Depreciation of property, plant and equipment	物業、廠房及 設備折舊	1,571	736	817	370
Depreciation of right-of-use assets	使用權資產折舊	1,023	-	512	-
Cost of consumable goods	消耗品成本	2,767	1,961	1,303	975
Staff costs including Directors' emoluments:	員工成本(包括董事 薪酬)：				
Salaries and wages	薪金及工資	87,430	73,195	44,642	36,331
Allowances and others	津貼及其他	870	1,534	250	497
Contributions to defined contribution retirement plans	定額供款退休計劃 的供款	2,894	2,421	1,494	1,226
		91,194	77,150	46,386	38,054
Minimum lease payments under operating leases	經營租賃項下最低 租賃付款	2,832	2,044	1,829	1,038

8. INCOME TAX EXPENSES

8. 所得稅開支

		Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月	
		2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元
Current tax:	即期稅項：				
Hong Kong Profits Tax	香港利得稅				
– Current period provision	– 本期間撥備	1,264	2,512	572	1,185
– Under-provision in previous years	– 過往年度撥備不足	84	–	84	–
Current tax:	即期稅項：				
PRC EIT	中國企業所得稅				
– Current period provision	– 本期間撥備	304	310	201	310
		1,652	2,822	857	1,495
Deferred tax	遞延稅項	131	(75)	123	(208)
Income tax expenses	所得稅開支	1,783	2,747	980	1,287

Hong Kong profits tax for the six months ended 31 December 2019 and the three months ended 31 December 2019 has been provided for at the rate of 8.25% for the first HK\$2,000,000 estimated assessable profits and 16.5% for estimated assessable profits above HK\$2,000,000 for the group entity qualified for the two-tiered profits tax rates regime introduced pursuant to the Inland Revenue (Amendment) (No. 7) Bill 2017. For group entities not qualifying for the two-tiered profits tax rates regime, the provision for Hong Kong profits tax for the six months ended 31 December 2019 and the three months ended 31 December 2019 was provided for at the rate of 16.5%.

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits of the Hong Kong subsidiaries of the Group for the six months ended 31 December 2018 and three months ended 31 December 2018.

PRC Enterprise Income Tax (“EIT”) is calculated at 25% of the estimated assessable profits of PRC subsidiaries of the Group for the six months ended 31 December 2019 and 2018 and the three months ended 31 December 2019 and 2018.

根據二零一七年稅務(修訂)(第7號)條例草案引入利得稅兩級制，截至二零一九年十二月三十一日止六個月及截至二零一九年十二月三十一日止三個月，合資格集團實體的首2,000,000港元估計應課稅溢利按稅率8.25%作出香港利得稅撥備，2,000,000港元以上的估計應課稅溢利按稅率16.5%作出香港利得稅撥備。就未符合利得稅兩級制資格的集團實體而言，截至二零一九年十二月三十一日止六個月及截至二零一九年十二月三十一日止三個月，香港利得稅以稅率16.5%作出撥備。

截至二零一八年十二月三十一日止六個月及截至二零一八年十二月三十一日止三個月內的香港利得稅乃就本集團香港附屬公司的估計應課稅溢利按16.5%計稅。

截至二零一九年及二零一八年十二月三十一日止六個月及截至二零一九年及二零一八年十二月三十一日止三個月，中國企業所得稅(「企業所得稅」)乃就本集團中國附屬公司的估計應課稅溢利按25%計稅。

Under the PRC tax law, profits of the Group's subsidiaries in the PRC (the "PRC subsidiaries") derived since 1 January 2008 is subject to withholding income tax at rates of 5% or 10% upon the distribution of such profits to foreign investors or companies incorporated in Hong Kong or for other foreign investors, respectively.

At 31 December 2019 and 30 June 2019, no deferred tax liabilities have been recognised in respect of tax that would be payable on the unremitted profits of the PRC subsidiaries derived since 1 January 2008 as the directors of the Company is in a position to control the dividend policies of the PRC subsidiaries and no distribution of such profits is expected to be declared from the PRC subsidiaries in the foreseeable future.

9. DIVIDENDS

The Board does not recommend the payment of any dividend for the six months ended 31 December 2019 (six months ended 31 December 2018: HK\$Nil).

10. (LOSS)/EARNINGS PER SHARE

The calculation of basic and diluted (loss)/earnings per share is based on the following:

根據中國稅法，本集團中國附屬公司（「中國附屬公司」）自二零零八年一月一日產生的溢利須於分派有關溢利予外國投資者或於香港註冊成立的公司或其他海外投資者時分別按稅率5%或10%預扣所得稅。

於二零一九年十二月三十一日及二零一九年六月三十日，並無就自二零零八年一月一日產生的中國附屬公司未匯出溢利應付稅項確認遞延稅項負債，原因為本公司董事可控制中國附屬公司的股息政策及預期中國附屬公司不會於可見未來宣派分配有關溢利。

9. 股息

董事會不建議就截至二零一九年十二月三十一日止六個月派付任何股息（截至二零一八年十二月三十一日止六個月：零港元）。

10. 每股（虧損）／盈利

計算每股基本及攤薄（虧損）／盈利時乃以下列數據為基礎：

	Six months ended 31 December 截至十二月三十一日 止六個月		Three months ended 31 December 截至十二月三十一日 止三個月		
	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2019 二零一九年 (Unaudited) (未經審核) HK\$'000 千港元	2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	
(Loss)/earnings	(虧損)／盈利				
(Loss)/profit for the period attributable to owners of the Company for the purposes of basic and diluted (loss)/earnings per share	計算每股基本及攤薄（虧損）／盈利所使用的本公司擁有人應佔期內（虧損）／溢利	(2,858)	10,083	(3,421)	5,026
		'000 千股	'000 千股	'000 千股	'000 千股
Number of shares	股份數目				
Weighted average number of ordinary shares for the purpose of basic and diluted (loss)/earnings per share	計算每股基本及攤薄（虧損）／盈利所使用之普通股加權平均數	540,000	529,274	540,000	540,000

On 9 July 2018, the Company completed the rights issue (the "Rights Issue") for issuing 270,000,000 ordinary shares of the Company at a subscription price of HK\$0.18 per ordinary share on the basis of one rights share for one share of the Company held. Immediately after the completion of the Rights Issue, the total number of shares of the Company in issue was raised from 270,000,000 shares to 540,000,000 shares.

The weighted average number of ordinary shares for the purpose of basic and diluted loss per share for the six months ended 31 December 2018 has been adjusted for the issuance of shares upon the Rights Issue.

The convertible bonds are not included in the calculation of the diluted earnings and loss per share as they have anti-dilutive effect on the basic earnings and loss per share for the six months ended 31 December 2018 and the three months ended 31 December 2018.

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 31 December 2019, the Group acquired items of property, plant and equipment with aggregate cost of approximately HK\$70,335,000 (six months ended 31 December 2018: approximately HK\$302,000) and items of property, plant and equipment which were fully depreciated were disposed of (six months ended 31 December 2018: Nil).

12. GOODWILL

Impairment tests for CGUs containing goodwill

Note: As at 30 June 2019, the recoverable amount of the PPS Shanghai CGU is determined based on the value-in-use calculation under the income approach, which includes the discounted cash flows sourced from the financial budgets approved by the management covering a five-year period, and the post-tax discount rate of approximately 15.1% that reflects current market assessment of the time value of money and the risks specific to the PPS Shanghai CGU. As there have been no material adverse changes in the key assumptions used in the value-in-use calculation of the PPS Shanghai CGU since 30 June 2019 that would cause the carrying amount of the PPS Shanghai CGU to exceed its recoverable amount, the Group would test the goodwill allocated to the PPS Shanghai CGU annually for impairment, or when if there are any indications that the goodwill allocated to the PPS Shanghai CGU might be impaired.

於二零一八年七月九日，本公司以每持有一股本公司股份獲發一股供股股份為基準按每股普通股0.18港元的認購價發行270,000,000股本公司普通股，完成供股（「供股」）。緊隨供股完成後，本公司已發行股份總數由270,000,000股股份增至540,000,000股股份。

計算截至二零一八年十二月三十一日止六個月每股基本及攤薄虧損所使用的普通股加權平均數已就供股後所發行的股份而予以調整。

截至二零一八年十二月三十一日止六個月及截至二零一八年十二月三十一日止三個月，計算每股攤薄盈利及虧損並無計及可換股債券，原因為該等債券對每股基本盈利及虧損具有反攤薄影響。

11. 物業、廠房及設備

於截至二零一九年十二月三十一日止六個月，本集團以總成本約70,335,000港元（截至二零一八年十二月三十一日止六個月：約302,000港元）購入了若干物業、廠房及設備項目，並已出售悉數折舊的物業、廠房及設備項目（截至二零一八年十二月三十一日止六個月：無）。

12. 商譽

包含商譽的現金產生單位減值測試

PPS Shanghai
寶聯上海
HK\$'000
千港元

Carrying amount	賬面值	
As at 1 July 2019 (Audited) and	於二零一九年七月一日(經審核)及	
31 December 2019 (Unaudited)	二零一九年十二月三十一日(未經審核)	2,932

附註：於二零一九年六月三十日，寶聯上海現金產生單位之可收回金額乃根據收入法中的使用價值計算方式釐定，為包括根據管理層批准之涵蓋五年期間之財政預算的貼現後現金流，而稅後貼現率約15.1%反映現時市場對貨幣時間價值及對寶聯上海現金產生單位特有風險之評估。由於自二零一九年六月三十日起，寶聯上海現金產生單位使用價值計算所使用的主要估算並無出現重大不利變動而導致寶聯上海現金產生單位的賬面值超出其可收回金額，本集團會每年就分配予寶聯上海現金產生單位的商譽或倘有任何跡象顯示分配予寶聯上海現金產生單位的商譽出現減值時進行減值測試。

13. TRADE RECEIVABLES

The following is an ageing analysis of trade receivables, presented based on the invoice date:

		As at 31 December 2019 於二零一九年 十二月三十一日 (Unaudited) (未經審核) HK\$'000 千港元	As at 30 June 2019 於二零一九年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元
0–30 days	0至30日	45,969	43,965
31–60 days	31至60日	13,461	9,097
61–90 days	61至90日	6,501	2,833
Over 90 days	超過90日	1,701	1,469
		67,632	57,364

Generally no credit period is granted to the Group's customers. Service fee from Environmental and Cleaning are due upon the presentation of the invoices. The above is an ageing analysis of trade receivables presented based on the invoice date.

The Group's policy for impairment loss on trade receivables is based on an evaluation of collectability and ageing analysis of the receivables which requires the use of judgement and estimates. Provisions are applied to the receivables when there are events or changes in circumstances indicate that the balances may not be collectible. The management closely reviews the trade receivable balances and any overdue balances on an ongoing basis and assessments are made by management on the collectability of overdue balances. As at 31 December 2018 and 30 June 2018, no allowances for bad and doubtful debts in respect of the trade receivables had been made.

The amount of trade receivables that are past due but not impaired is the same as above ageing analysis of trade receivables.

Receivables that were past due but not impaired relate to a number of independent customers that have a good track record with the Group. The management believes that no impairment allowance is necessary in respect of these balances as there have not been a significant change in credit risk and the balances are still considered fully recoverable. The Group does not hold any collateral over those balances.

13. 貿易應收款項

按發票日期呈列的貿易應收款項賬齡分析如下：

		As at 31 December 2019 於二零一九年 十二月三十一日 (Unaudited) (未經審核) HK\$'000 千港元	As at 30 June 2019 於二零一九年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元
0–30 days	0至30日	45,969	43,965
31–60 days	31至60日	13,461	9,097
61–90 days	61至90日	6,501	2,833
Over 90 days	超過90日	1,701	1,469
		67,632	57,364

本集團一般不會給予客戶信貸期。環境及清潔服務費於提呈發票時到期。按發票日期呈列的貿易應收款項賬齡分析如上。

本集團有關貿易應收款項減值虧損的政策乃基於應收款項的可收回性評估及賬齡分析，有關評估及分析需要運用判斷及估計。當有事件發生或情況有變顯示餘額可能未能收回時，便會就應收款項作出撥備。管理層會持續密切檢討貿易應收款項結餘及任何逾期餘額，並就能否收回逾期餘額作出評估。於二零一八年十二月三十一日及二零一八年六月三十日，並無就貿易應收款項作出呆壞賬撥備。

已逾期但並未減值的貿易應收款項金額與上文貿易應收款項的賬齡分析相同。

已逾期但並未減值的應收款項涉及多名與本集團保持良好往績記錄的獨立客戶。管理層相信，由於信貸風險並無重大變動，且結餘仍被視為可悉數收回，故毋須就該等結餘作出減值撥備。本集團並無就該等結餘持有任何抵押品。

14. LOANS AND INTEREST RECEIVABLES

The Group's loans and interest receivables arise from the money lending business.

14. 應收貸款及利息

本集團的應收貸款及利息乃放債業務所產生。

		As at 31 December 2019 於二零一九年十二月三十一日 (Unaudited) (未經審核)			As at 30 June 2019 於二零一九年六月三十日 (Audited) (經審核)		
		Loan portion 貸款部分 HK\$'000 千港元	Interest portion 利息部分 HK\$'000 千港元	Total 總計 HK\$'000 千港元	Loan portion 貸款部分 HK\$'000 千港元	Interest portion 利息部分 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Secured loans by:	以下列各項作抵押之 抵押貸款：						
- mortgage	-按揭	10,902	-	10,902	6,902	64	6,966
- personal and corporate guarantees	-個人及公司擔保	67,578	1,092	68,670	88,778	1,755	90,533
- personal guarantees and shares charge	-個人擔保及股份 抵押	27,200	-	27,200	-	-	-
Unsecured loans	無抵押貸款	10,800	-	10,800	26,800	258	27,058
		116,480	1,092	117,572	122,480	2,077	124,557
Impairment allowances	減值撥備	(8,880)	-	(8,880)	-	-	-
		107,600	1,092	108,692	122,480	2,077	124,557

Loans receivable are interest-bearing at rates ranging from 10.0% to 24.0% (30 June 2019: 10.2% to 24.0%) per annum and repayable on maturity date under the terms in contractual agreements or on demand in writing by the Group or the borrowers.

應收貸款按年利率介乎10.0%至24.0%(二零一九年六月三十日：10.2%至24.0%)計息，並由本集團或借款人於合約協議條款項下的到期日或按書面要求償還。

Ageing analysis

賬齡分析

Ageing analysis is prepared based on contractual due dates:

賬齡分析根據合約到期日編製：

		As at 31 December 2019 於二零一九年十二月三十一日 (Unaudited) (未經審核)			As at 30 June 2019 於二零一九年六月三十日 (Audited) (經審核)		
		Loan portion 貸款部分 HK\$'000 千港元	Interest portion 利息部分 HK\$'000 千港元	Total 總計 HK\$'000 千港元	Loan portion 貸款部分 HK\$'000 千港元	Interest portion 利息部分 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Carrying value:	賬面值：						
- Current (not past due)	- 即期(未逾期)	79,702	500	80,202	102,480	1,213	103,693
- Less than 1 month past due	- 逾期少於一個月	-	9	9	20,000	504	20,504
- 1 to 3 months past due	- 逾期一至三個月	36,778	583	37,361	-	360	360
		116,480	1,092	117,572	122,480	2,077	124,557
Impairment allowances:	減值撥備：						
- Current (not past due)	- 即期(未逾期)	-	-	-	-	-	-
- Less than 1 month past due	- 逾期少於一個月	(8,880)	-	(8,880)	-	-	-
- 1 to 3 months past due	- 逾期一至三個月	-	-	-	-	-	-
		(8,880)	-	(8,880)	-	-	-
		107,600	-	108,692	122,480	2,077	124,557

The Group seeks to maintain strict control over its outstanding loans and interest receivables to minimise credit risk. Overdue balances are reviewed regularly by the directors of the Company.

本集團力求對其未償還應收貸款及利息維持嚴格控制，以盡量減少信貸風險。逾期餘額由本公司董事定期審查。

Receivables that were past due but not impaired relate to a number of individual borrowers that have a good track record with the Group. Based on past experience, the directors of the Company were of the opinion that no provision for impairment on these loan and interest receivables was necessary as there had not been a significant change in credit quality that these loan and interest receivables were still considered fully recoverable.

已逾期但並未減值的應收款項涉及多名與本集團保持良好往績記錄的個人借款人。根據過往經驗，本公司董事認為，毋須就該等應收貸款及利息作出減值撥備，乃因信貸質素並無重大變動以致該等應收貸款及利息仍被視為可全數收回。

The individually impaired loans and interest receivables which are secured by personal guarantees and/or a shares charge over shares in the borrower related to the borrower and guarantors that are in financial difficulties and only a portion of the loan and interest receivables is expected to be recovered.

以個人擔保及／或借款人股份的股份抵押作抵押的個別已減值應收貸款及利息涉及出現財務困難的借款人及擔保人，且預期僅有部分應收貸款及利息可收回。

15. TRADE PAYABLES

The following is an ageing analysis of trade payables:

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日 (Unaudited) (未經審核)	於二零一九年 六月三十日 (Unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
0–30 days	0至30日	17,214	13,918
31–60 days	31至60日	772	151
61–90 days	61至90日	114	40
Over 90 days	超過90日	131	89
		18,231	14,198

16. BANK BORROWINGS

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日 (Unaudited) (未經審核)	於二零一九年 六月三十日 (Audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Secured bank instalment loans	有抵押銀行分期貸款	23,894	–

- (a) The secured bank instalment loans are denominated in HK\$, carried at variable interest rates with reference to the prime rate of the bank minus 2.25% to 2.65% and repayable on demand.
- (b) The secured bank instalment loans are secured by the first legal charges of the properties of the Group with carrying values of approximately HK\$66,342,000 as at 31 December 2019 and the corporate guarantees from the Company and a subsidiary of the Group.

15. 貿易應付款項

貿易應付款項賬齡分析如下：

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日 (Unaudited) (未經審核)	於二零一九年 六月三十日 (Unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
0–30 days	0至30日	17,214	13,918
31–60 days	31至60日	772	151
61–90 days	61至90日	114	40
Over 90 days	超過90日	131	89
		18,231	14,198

16. 銀行借款

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日 (Unaudited) (未經審核)	於二零一九年 六月三十日 (Audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Secured bank instalment loans	有抵押銀行分期貸款	23,894	–

- (a) 有抵押銀行分期貸款以港元計值，參考銀行最優惠利率減2.25%至2.65%按浮動利率計息及須按要求償還。
- (b) 有抵押銀行分期貸款乃以本集團於二零一九年十二月三十一日賬面值約為66,342,000港元的物業的第一法定押記以及本公司及本集團一間附屬公司的公司擔保作抵押。

17. BOND

17. 債券

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日	於二零一九年 六月三十日
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Unlisted corporate bond	非上市公司債券	9,732	9,669

On 20 November 2014, the Company issued an unlisted corporate bond at a principal amount of HK\$10,000,000 which is unsecured, bears a fixed interest rate of 7% per annum and is fully redeemable by the Company after 7 years from the issue date at its principal amount of HK\$10,000,000.

於二零一四年十一月二十日，本公司發行本金金額為10,000,000港元的非上市公司債券，該債券為無抵押，按固定利率每年7%計息並自發行日期起七年後由本公司可按其本金金額10,000,000港元悉數贖回。

The effective interest rate of the unlisted corporate bond is approximately 8.52%.

非上市公司債券實際利率約為8.52%。

The movement of the unlisted corporate bond is set out as below:

非上市公司債券變動載列如下：

		HK\$'000 千港元
Amortised cost as at 30 June 2019 (Audited)	於二零一九年六月三十日攤餘成本(經審核)	9,669
Interest charged	利息支出	413
Interest included in other payables	計入其他應付款項的利息	(350)
Amortised cost as at 31 December 2019 (Unaudited)	於二零一九年十二月三十一日的攤餘成本(未經審核)	9,732

18. SHARE CAPITAL

18. 股本

Authorised and issued share capital

法定及已發行股本

		Number of shares	Amount
		股份數目	金額
		'000	HK\$'000
		千股	千港元
Authorised:	法定：		
Ordinary shares	普通股		
At 1 July 2019 of HK\$0.01 each	於二零一九年七月一日		
(Audited) and 31 December 2019 of	每股面值0.01港元(經審核)及		
HK\$0.01 each (Unaudited)	於二零一九年十二月三十一日		
	每股面值0.01港元(未經審核)	10,000,000	100,000
Issued and fully paid:	已發行及繳足：		
Ordinary shares	普通股		
At 1 July 2019 of HK\$0.01 each	於二零一九年七月一日每股面		
(Audited) and 31 December 2019 of	值0.01港元(經審核)及		
HK\$0.01 each (Unaudited)	於二零一九年十二月三十一日		
	每股面值0.01港元(未經審核)	540,000	5,400

19. OPERATING LEASE COMMITMENTS

19. 經營租賃承擔

The Group as lessee

本集團作為承租人

At the end of each reporting period, the Group had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

於各報告期末，本集團在不可撤銷經營租賃項下的日後最低租賃款項承擔到期情況如下：

		As at 31 December 2019	As at 30 June 2019
		於二零一九年 十二月三十一日 (Unaudited)	於二零一九年 六月三十日 (Audited)
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Within one year	一年內	686	3,238
Within two to five years	二至五年內	59	1,082
		745	4,320

The Group is the lessee in respect of a number of office premises, warehouse and staff quarter which were previously classified as operating leases under HKAS 17 Lease. The Group has initially applied HKFRS 16 using the modified retrospective approach. Under this approach, the Group adjusted the opening balances at 1 July 2019 to recognise lease liabilities relating to these leases (see note 3). From 1 July 2019 onwards, future lease payments, except for leases of low-value assets and short-term leases, are recognised as lease liabilities in the statement of financial position in accordance with the policies as set out in note 3.

20. SHARE OPTION SCHEME

The Company conditionally operates a share option scheme (“Share Option Scheme”) for the purpose of attract, retain and reward the eligible persons and to provide the eligible persons an incentive or reward for their contribution to the Group and by enabling such persons’ contribution to further advance the interests of the Group. The Share Option Scheme was adopted on 28 May 2013 and shall be valid and effective for a period of ten years commencing from the date of adoption, after which period no further options will be offered or granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects with respect to options granted during the life of the Share Option Scheme.

The eligible persons of the Share Option Scheme include directors, consultants or advisers and any other person who has contributed to the Group (the “Eligible Persons”).

The subscription price of the share options shall be a price determined by the board of directors and shall be at least the highest of (i) the closing price per share as stated in the Stock Exchange’s daily quotation sheet on the offer date; (ii) the average of the closing prices per share as stated in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the offer date; or (iii) the nominal value of the share.

An offer shall remain open for acceptance by the Eligible Person concerned for such period as determined by the board of directors, being a date not later than ten business days after the offer date by which the Eligible Person must accept the offer or be deemed to have declined it, provided that no such offer shall be open for acceptance after the tenth anniversary of the date of adoption of the Share Option Scheme or after the Share Option Scheme has been terminated in accordance with the provisions of the Share Option Scheme.

A share option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period to be notified by the Board to the grantee which the Board may in its absolute discretion determine, save that such period shall not be more than ten years from the date of acceptance of the offer (subject to the provisions for early termination in accordance with the Share Option Scheme).

本集團為先前根據香港會計準則第17號租賃分類為經營租賃的若干辦公室物業、倉庫及員工宿舍的承租人。本集團已使用經修訂追溯法首次應用香港財務報告準則第16號。根據該方法，本集團調整二零一九年七月一日的期初結餘以確認有關該等租賃的租賃負債(見附註3)。自二零一九年七月一日起，根據附註3載列的政策，未來租賃付款(低價值資產的租賃及短期租賃除外)於財務狀況表中確認為租賃負債。

20. 購股權計劃

本公司有條件設立一項購股權計劃(「購股權計劃」)，旨在吸引、留聘及獎勵合資格人士及向曾對本集團作出貢獻的合資格人士提供獎勵或獎賞以及藉著該等人士的貢獻進一步提升本集團的利益。購股權計劃於二零一三年五月二十八日採納，並由採納日期起計十年內有效，其後再不得建議授出或授出購股權，但就購股權計劃有效期內授出的購股權而言，購股權計劃的條文在所有其他方面將維持十足效力及生效。

購股權計劃的合資格人士包括董事、諮詢人或顧問及曾對本集團作出貢獻的任何其他人士(「合資格人士」)。

購股權的認購價乃由董事會釐定的價格，並至少須為以下各項中的最高者：(i)股份於要約日期在聯交所每日報價表所報的每股收市價；(ii)股份於緊接要約日期前五個營業日在聯交所每日報價表所報的每股平均收市價；或(iii)股份面值。

有關合資格人士接納要約的期限由董事會決定，即不得超過要約日期後起計十個營業日，而合資格人士須於該日期或之前接納建議，否則視作放棄論；惟要約不得於購股權計劃採納日期十週年之後或購股權計劃已根據購股權計劃條文終止之後可供接納。

購股權於由董事會可全權酌情決定通知承授人的期限內隨時根據購股權計劃的條款可獲行使，而該期間不得超過接納要約日期起計十年(須受到購股權計劃的提早終止條文所規限)。

The amount payable by the grantee to the Company on acceptance of the offer shall be a nominal amount to be determined by the Board.

The maximum number of shares of the Company (the "Shares") in respect of which the share options may be granted under the Share Option Scheme is not permitted to exceed 10% of the Shares in issue at the date of the annual general meeting of the Company on 27 November 2019 at which the Company passed an ordinary resolution to refresh the maximum number of the Shares which may be issued upon exercise of all the share options to be granted under the Share Option Scheme.

The maximum number of the Shares in respect of which share options may be granted under the Share Option Scheme together with any options outstanding and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company in issue shall not exceed 30% (or such higher percentage as may be allowed under the GEM Listing Rules) of the total number of the Shares in issue from time to time.

The total number of shares issued and to be issued upon exercise of the share options granted to each Eligible Person (including both exercised and outstanding options under the Share Option Scheme) in any twelve-month period must not exceed 1% of the issued share capital of the Company. Where any further grant of the share options to an Eligible Person would result in excess of such limit shall be subject to the approval of the shareholders at general meeting with such Eligible Person and his associates abstaining from voting.

As at 31 December 2019, the total number of shares of the Company available for issue under the Share Option Scheme was 54,000,000 shares, representing approximately 10% and 10% of the Shares in issue as at 31 December 2019 and 14 February 2020, being the date of this Interim results announcement, respectively.

During the six months ended 31 December 2019 and up to the date of this interim results announcement, the Company had not granted any share options under the Share Option Scheme.

承授人接納要約時須向本公司支付象徵式金額，有關金額將會由董事會釐定。

本公司已於二零一九年十一月二十七日之股東週年大會上通過普通決議案更新根據購股權計劃將予授出之所有購股權獲行使後可能發行之股份最高數目，根據購股權計劃可能授出的購股權所涉及之本公司股份（「股份」）最高數目不得超過本公司於股東週年大會日期已發行股份之10%。

根據購股權計劃可能授出的購股權，連同根據購股權計劃及本公司任何其他購股權計劃的任何發行在外及有待行使的購股權所涉及的已發行股份數目，最高不得超過不時已發行股份總數的30%（或根據GEM上市規則可能允許的較高百分比）。

各合資格人士於任何十二個月期間內因行使其獲授購股權（包括購股權計劃下已行使及尚未行使的購股權）而已發行及將發行的股份總數，不得超過本公司已發行股本的1%。倘進一步向合資格人士授予購股權將超出該限額，則須在股東大會上獲得股東批准，而有關合資格人士及其聯繫人士須放棄投票。

於二零一九年十二月三十一日，本公司根據購股權計劃可予發行之股份總數為54,000,000股股份，相當於二零一九年十二月三十一日及二零二零年二月十四日（即本中期業績公告日期）已發行股份分別約10%及10%。

於截至二零一九年十二月三十一日止六個月及直至本中期業績公告日期，本公司概無根據購股權計劃授出任何購股權。

21. CONTINGENT LIABILITIES

(a) Performance bond

Guarantees on performance bonds in respect of environmental and cleaning service contracts	就環境及清潔服務合約履約保證的擔保
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**As at
31 December
2019**
於二零一九年
十二月三十一日
(Unaudited)
(未經審核)
HK\$'000
千港元

**As at
30 June
2019**
於二零一九年
六月三十日
(Audited)
(經審核)
HK\$'000
千港元

14,034

14,810

The Group had bankers' guarantees on performance bonds issued for due performance under several environmental and cleaning service contracts of the Group's environmental and cleaning services business in Hong Kong.

As at 31 December 2019, the restricted bank fixed deposits of approximately HK\$9,428,000 (30 June 2019: approximately HK\$14,869,000), the properties with carrying values of approximately HK\$66,342,000 (30 June 2018: HK\$Nil) and the corporate guarantee from the Company and a subsidiary of the Group were pledged to banks as security for (i) bank facilities of approximately HK\$24,372,000 (30 June 2019: HK\$14,810,000) granted to the Group; and (ii) bankers' guarantees on performance bonds issued.

The effective period of performance bonds is based on the service period and the contract terms as specified in these environmental and cleaning service contracts. The performance bonds may be claimed by customers if services rendered by the Group fail to meet the standards as specified in these environmental and cleaning service contracts.

21. 或然負債

(a) 履約保證

本集團就妥為履行本集團於香港的環境及清潔服務業務的若干環境及清潔服務合約所發出的履約保證提供銀行擔保。

於二零一九年十二月三十一日，受限制銀行定期存款約9,428,000港元(二零一九年六月三十日：約14,869,000港元)、賬面值約為66,342,000港元(二零一八年六月三十日：零港元)的物業以及本公司及本集團一間附屬公司的公司擔保已抵押予銀行，作為(i)授予本集團的銀行融資約24,372,000港元(二零一九年六月三十日：14,810,000港元)；及(ii)發出履約保證之銀行擔保的抵押。

履約保證之有效期限乃根據服務期間及該等環境及清潔服務合約訂明的合約條款而定。倘本集團提供的服務未能達至該等環境及清潔服務合約訂明的標準，則客戶可申索履約保證。

(b) Litigations – Employees personal injuries

During the reporting period, the Group may from time to time be involved in litigations concerning personal injuries by its employees or third party claimants. In the opinion of the directors, the Group had no any significant contingent liabilities arising from these litigations as all potential claims made by these employees and third party claimants are accounted for in the unaudited condensed consolidated financial statements and covered by insurance protection.

22. RELATED PARTY TRANSACTIONS

Except as disclosed elsewhere in the unaudited condensed consolidated financial statements, the Group had the following material transactions with its related parties during the reporting periods.

- (a) The total emoluments payable to key management personnel during the six months ended 31 December 2019 and 2018 and the three months ended 31 December 2019 and 2018 were approximately HK\$2,046,000, HK\$1,462,000, HK\$1,023,000 and HK\$495,000 respectively.

(b) 訴訟－僱員個人受傷

於報告期內，本集團可能不時牽涉入由其僱員或第三方申索人作出有關個人受傷的訴訟。董事認為，由於該等僱員及第三方申索人所提出的所有潛在申索均於未經審核簡明綜合財務報表入賬及受保單保障，故本集團並無自該等訴訟中產生任何重大或然負債。

22. 關聯方交易

除未經審核簡明綜合財務報表其他部分所披露者外，於報告期間，本集團曾與關聯方訂立以下重大交易。

- (a) 截至二零一九年及二零一八年十二月三十一日止六個月及截至二零一九年及二零一八年十二月三十一日止三個月應付主要管理層人員薪酬總額分別約為2,046,000港元、1,462,000港元、1,023,000港元及495,000港元。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS OVERVIEW

業務概覽

Environmental and Cleaning Services

環境及清潔服務

The Group is principally engaged in the provision of environmental services in Hong Kong and the PRC, which include the provision of cleaning and related services for (i) public area and office cleaning services which involve cleaning of public areas, carpets, floors, toilets, changing rooms, lifts and escalators and emptying of garbage bins at commercial buildings and their tenants, residential complexes, shopping arcades, hotels and public transport facilities such as airport, ferries, ferry terminal, cargo and logistics centre and depots; (ii) overnight kitchen cleaning services mainly at private club and hotels; (iii) external wall and window cleaning services; (iv) stone floor maintenance and restoration services; (v) pest control and fumigation services; (vi) waste management and disposal solutions which mainly involve collection, transportation and disposal of household waste, construction waste and trade waste and sales of recyclable waste such as paper, metal and plastic waste collected during our operations; (vii) housekeeping services where we provide housekeeping services to carry out professional daily housekeeping and cleaning services at local boutique hotels, hostels and serviced apartments; (viii) secure and confidential waste destruction for commercial clients; (ix) sanitation solution for yacht; (x) cleaning and waste management solution for renovated apartment; and (xi) airline catering support services.

本集團的主要業務為於香港及中國提供環境服務，包括提供下列各項清潔及相關服務：(i)公眾地方及辦公室清潔服務，其涉及清潔公眾地方、地氈、地板、廁所、更衣室、升降機及自動梯，以及在商業大廈(及其租戶)、住宅屋苑、購物商場、酒店及公共運輸設施(如機場、渡輪、渡輪碼頭、貨物及物流中心及車廠)等地方掏空垃圾箱；(ii)通宵廚房清潔服務，有關服務主要提供予私人會所及酒店；(iii)外牆及玻璃清潔服務；(iv)石材地板保養及翻新服務；(v)滅蟲及焗霧處理服務；(vi)廢物管理及處置解決方案，其主要涉及收集、運輸及處置住戶廢物、建築廢物及商貿廢物及出售在本公司業務過程中收集所得的可循環再用廢物，例如：廢紙、金屬及塑膠廢料；(vii)房務服務，我們為本地精品酒店、賓館及服務式公寓提供房務服務，每日進行專業的房務及清潔服務；(viii)為商業客戶提供敏感及保密文件銷毀服務；(ix)為遊艇提供衛生解決方案；(x)為翻新公寓提供清潔及廢物管理解決方案；及(xi)航空餐飲支持服務。

Money Lending Business

放債業務

The Group conducted its money lending business in Hong Kong and in the PRC.

本集團於香港及中國開展放債業務。

BUSINESS REVIEW

業務回顧

Environmental and Cleaning Services in Hong Kong

香港環境及清潔服務

Compared to the revenue of approximately HK\$129.4 million for the six months ended 31 December 2018, the Group's revenue from the environmental and cleaning services in Hong Kong increased by approximately HK\$25.9 million to approximately HK\$155.3 million for the six months ended 31 December 2019 mainly due to several new service contracts in the commercial sector awarded by the Group.

與截至二零一八年十二月三十一日止六個月的收益約129,400,000港元相比，本集團的香港環境及清潔服務截至二零一九年十二月三十一日止六個月之收益增加約25,900,000港元至約155,300,000港元，主要由於本集團取得若干新的商業分部服務合約。

Results

Nevertheless, our environmental and cleaning business in Hong Kong is facing a challenging and difficult market due to the fierce competition in the pricing and the intense labor supply upon the implementation of the Statutory Minimum Wage (the “SMW”) in Hong Kong which was adjusted upward by 8% in May 2019. The operating profit from the environmental and cleaning services in Hong Kong decreased by approximately HK\$4.2 million from approximately HK\$9.0 million for the six months ended 31 December 2018 to approximately HK\$4.8 million for the six months ended 31 December 2019.

Environmental and Cleaning Services in Shanghai, the PRC

Due to loss of several small service contracts during the three months ended 30 September 2019, the revenue from the Shanghai Operations decreased by approximately HK\$0.6 million to approximately HK\$14.1 million. Nevertheless, the Shanghai Operations has implemented more efficient working flows and stringent cost control procedures, the operating profit from the Shanghai Operations increased by approximately HK\$0.2 million to approximately HK\$1.1 million for the six months ended 31 December 2019.

Money Lending Business

As at 31 December 2019, the Group granted several loans in the aggregate principal amount of approximately HK\$116.5 million (30 June 2019: approximately HK\$122.5 million) to independent third party borrowers with interest bearing at rates ranging from 10%–24% (30 June 2019: 10.2%–22%) per annum. The interest income from the money lending business for the six months ended 31 December 2019 amounted to approximately HK\$10.1 million (2018: approximately HK\$11.3 million).

The net operating loss of approximately HK\$3.6 million from the money lending business for the six months ended 31 December 2019 as compared to the net profit of approximately HK\$5.9 million for the six months ended 31 December 2018 is primarily due to (i) recognition of impairment allowance for a loan receivable based on the Group’s assessment of the latest repayment history and the financial information of the corresponding debtor; and (ii) decline in the interest income during the period.

OUTLOOK

Environmental and Cleaning Services in Hong Kong

The Group was successful in renewing and securing a number of new material environmental services contracts in the commercial sector. We believe that these contracts shall be used as the backbone to support our Group’s business growth. As such, we have demonstrated our ability to provide large scale environmental and cleaning services, and we have also strengthen our reputation as one of the largest environmental services providers in Hong Kong.

業績

然而，由於價格競爭激烈及在香港實行法定最低工資（「法定最低工資」，於二零一九年五月上調8%）令勞動力供應緊張，香港環境及清潔業務市場面臨挑戰及困難重重。香港環境及清潔服務的經營溢利由截至二零一八年十二月三十一日止六個月的約9,000,000港元減少約4,200,000港元至截至二零一九年十二月三十一日止六個月的約4,800,000港元。

中國上海環境及清潔服務

截至二零一九年九月三十日止三個月，由於若干小型服務合約錄得虧損，上海業務的收益減少約600,000港元至約14,100,000港元。然而，上海業務已實施更有效的工作流程及嚴格的成本控制程序，截至二零一九年十二月三十一日止六個月，上海業務的經營溢利增加約200,000港元至約1,100,000港元。

放債業務

於二零一九年十二月三十一日，本集團授出若干本金總額約116,500,000港元（二零一九年六月三十日：約122,500,000港元）按年利率介乎10%至24%（二零一九年六月三十日：介乎10.2%至22%）計息的貸款予獨立第三方借款人。截至二零一九年十二月三十一日止六個月，放債業務的利息收入為約10,100,000港元（二零一八年：約11,300,000港元）。

放債業務於截至二零一九年十二月三十一日止六個月錄得經營虧損淨額約3,600,000港元，而於截至二零一八年十二月三十一日止六個月錄得純利約5,900,000港元，乃主要由於(i)根據本集團對相關債務人之近期還款記錄及財務資料之評估而確認應收貸款之減值撥備；及(ii)期內利息收入減少。

前景

香港環境及清潔服務

本集團成功重續及取得多份新的商業分部重大環保服務合約。我們相信，該等合約將為本集團業務增長的重要支柱。因此，我們已展示提供大規模環境及清潔服務的能力，亦提升我們作為香港最大環境服務供應商之一的聲譽。

Labor market competition Hong Kong has intensified with the upward adjustment in May 2019. The Group is also facing higher labor turnover rate in the environmental services industry as more labor tend to work in other less laborious industries such as the security guard service industry under the same SMW rate. To offset the increase in labor costs, the Group is striving to transfer most of the increased labor costs to our customers and implement more efficient working flows and stringent cost control procedures. The Group is closely monitoring the labor turnover rate and regularly reviews our remuneration package in order to maintain sufficient labor force and cope with the changing environment. We would continue to enhance the quality of services by providing training to our front line staff.

Looking forward, we would strengthen our marketing effort in hope to expand our market shares in the commercial, transportation and residential sectors and continue to consolidate our resources to focus on high value customers to bring in additional revenue by cross-selling other cleaning and waste management services to our existing customers. We believe this strategy may not only improve our revenue per customer but also increase our profit margin as we could leverage our existing manpower to perform services at location where we already have presence. We would explore other new environmental and cleaning services to expand our service scope to enable customers to use the Group as a one-stop cleaning contractor. We would continue to streamline our operations in order to simplify and improve our operation efficiency. We believe that our success in serving different sectors will further build up the confidence for new clients to select our cleaning services in the coming future.

Environmental and Cleaning Services in the PRC

Together with the extensive business network and operating experience possessed by the existing management of the Shanghai Operations, the additional capital injection made by the Group and the management and operating skills provided by our Group, the Shanghai Operations is expanding as expected. The Shanghai Operations has been implementing the same quality control and training program as the same in Hong Kong. The management of the Shanghai Operations will also refine its marketing strategies in order to attract more new customers to utilize our cleaning services in Shanghai, PRC. The Shanghai Operations is believed to be another major source of income and profit of the Group in the coming financial years. Through the experience of the Shanghai Operations, it is believed that the Group would accelerate its expansion of the environmental and cleaning services into the PRC.

Money Lending Business

The global operating and economic environment is expected to be challenging and unstable due to the fierce international trading disputes as well as the downward pressure on the global economic growth. In view of the uncertain economic outlook, the Group will pursue opportunities and growth in a cautious manner with a high standard of risk and credit management which ensures that the existing loans portfolio and new loans granted by the Group are carefully assessed and controlled in accordance with the Group's stringent credit policies.

由於二零一九年五月上調，香港勞動力市場的競爭加劇。本集團亦正面對環保服務業的高勞工流失率，乃由於更多勞工在相同法定最低工資比率下傾向於其他較輕鬆的行業工作，例如保安護衛服務業。為抵銷勞工成本的增加，本集團力求將大部分已增加勞工成本轉嫁予客戶並實施更有效的工作流程及嚴格的成本控制程序。本集團密切監控勞工流失率及定期檢討我們的薪酬計劃，以維持充足的勞動力並應對不斷變化的環境。我們將繼續通過向前線員工提供培訓提高服務質量。

展望未來，我們將增強營銷工作以擴大於商業、運輸業及住宅領域的市場份額，並繼續整合資源專注高價值客戶，透過向現有客戶交叉銷售其他清潔及廢物管理服務，帶來額外收益。由於我們可以發揮現有人力優勢在我們已進駐的地點開展服務，故此我們相信，這項策略不單可提高來自每位客戶的收益，亦可提升我們的利潤率。我們將探索其他新的環境及清潔服務，以擴大我們的服務範圍，使客戶將本集團作為一站式清潔承包商。我們將繼續精簡我們的業務，以簡化及有效提升經營效率。我們深信，我們在服務於各行業方面的成功，將進一步為新客戶日後選用我們的清潔服務建立信心。

中國環境及清潔服務

連同上海業務現有管理層的廣泛業務網絡及經營經驗、本集團所作的額外注資及本集團提供的管理及經營技術，上海業務現正如預期擴展。上海業務一直實行與香港相同的質量監控及培訓計劃。上海業務的管理層亦將完善其營銷策略，以吸引更多新客戶於中國上海使用我們的清潔服務。我們深信，於未來數個財政年度，上海業務將成為本集團的另一主要收入及溢利來源。憑藉經營上海業務的經驗，相信本集團可加快將其環境及清潔服務拓展至中國。

放債業務

由於出現激烈國際貿易爭端及全球經濟增長面臨下行壓力，預期全球營商及經濟環境將面臨挑戰及不穩定因素。鑑於經濟前景不明朗，本集團將以風險及信貸管理高標準的謹慎方式尋求商機及增長，確保按照本集團嚴格的信貸政策對本集團的現有貸款組合及新授出的貸款進行仔細評估及控制。

FINANCIAL REVIEW

Revenue

For the six months ended 31 December 2019, the Group reported a total revenue of approximately HK\$179.5 million (six months ended 30 September 2019: approximately HK\$155.3 million), representing an increase of approximately 15.6% mainly attributable to (i) the net effect of increase in the revenue from the environmental and cleaning services business in Hong Kong by approximately HK\$25.9 million to approximately HK\$155.3 million for the six months ended 31 December 2019 (three months ended 30 September 2019: approximately HK\$129.4 million) as several new service contracts in the commercial sector awarded by the Group; (ii) decrease in the revenue for the Shanghai Operations by approximately HK\$0.6 million for loss of several small service contracts; and (iii) decrease in the interest income from the money lending business by approximately HK\$1.2 million for decline in the loans granted to the borrowers during the period.

Finance Costs

The finance costs of the Group for the six months ended 31 December 2019 decrease by approximately HK\$0.8 million to approximately HK\$0.7 million (2018: approximately HK\$1.5 million) was mainly due to the net effect of: (i) the decrease in the interest expense of approximately HK\$1.0 million on the convertible bonds which were redeemed in August 2018; and (ii) recognition of interest expenses on the bank borrowings of approximately HK\$0.2 million during the period.

財務回顧

收益

截至二零一九年十二月三十一日止六個月，本集團錄得總收益約179,500,000港元(截至二零一九年九月三十日止六個月：約155,300,000港元)，增加約15.6%，主要由於(i)本集團取得若干新的商業分部服務合約令香港環境及清潔服務業務的收益增加約25,900,000港元至截至二零一九年十二月三十一日止六個月的約155,300,000港元(截至二零一九年九月三十日止三個月：約129,400,000港元)的淨影響；(ii)若干小型服務合約錄得虧損導致上海業務的收益減少約600,000港元；及(iii)期內向借款人授出的貸款減少導致放債業務的利息收入減少約1,200,000港元。

融資成本

截至二零一九年十二月三十一日止六個月，本集團的融資成本減少約800,000港元至約700,000港元(二零一八年：約1,500,000港元)乃主要由於(i)二零一八年八月贖回的可換股債券的利息開支減少約1,000,000港元；及(ii)期內確認銀行借款的利息開支約200,000港元的淨影響。

DISCLOSURE OF ADVANCE TO ENTITIES UNDER RULE 17.22 OF THE GEM LISTING RULES

根據GEM上市規則第17.22條披露向實體墊款

Included in the Group's loans receivables of HK\$116.5 million as at 31 December 2019 are a loan of HK\$29,000,000 granted to the below independent third party under the ordinary course of the Group's money lending services which exceed 8% of the assets ratio as defined under rule 19.07(1) of the GEM Listing Rules as at 31 December 2019.

本集團於二零一九年十二月三十一日的應收貸款116,500,000港元包括於二零一九年十二月三十一日授予本集團放債服務一般過程中以下獨立第三方超逾GEM上市規則第19.07(1)條所界定的資產比率8%的金額為29,000,000港元的貸款。

The details of such loans are disclosed under rule 17.22 of the GEM Listing Rules as below:

有關貸款的詳情根據GEM上市規則第17.22條披露如下：

Date of announcements	Name of the borrower	Loan amount granted	Outstanding principal amount of the loan as at 31 December 2019	Interest rate per annum	Guarantees	Repayment terms
公告日期	借款人名稱/姓名	授出貸款金額 HK\$'000 千港元	於二零一九年十二月三十一日貸款的未償還本金金額 HK\$'000 千港元	年利率	擔保	還款期限
8 November 2017, 8 November 2018 and 31 May 2019	Asian Champion Industrial Limited	30,000	29,000	22%	Personal guarantees executed by the below independent third parties: - Mr. Liao Libo, who owns 40% equity interest of Asian Champion Industrial Limited; and - Mr. Cheung Wing Chuen, who owns 60% equity interest of Asian Champion Industrial Limited. Corporate guarantee executed by 珠海冠亞建材儲運有限公司, which is owned as to 80% by Mr. Liao Libo	The Borrower shall pay interest accrued on the loan on a monthly basis and shall repay the total outstanding principal amount of the Loan together with any outstanding interest accrued thereon on 7 November 2022
二零一七年十一月八日、二零一八年十一月八日及二零一九年五月三十一日	冠亞實業有限公司	30,000	29,000	22%	由以下獨立第三方簽訂的個人擔保： - 擁有冠亞實業有限公司40%股權的廖立波先生；及 - 擁有冠亞實業有限公司60%股權的張泳川先生。 由廖立波先生擁有80%權益的珠海冠亞建材儲運有限公司簽訂的公司擔保	借款人應每月支付貸款的應計利息及應於二零二二年十一月七日償還貸款的未償還本金總額連同任何未償還應計利息

RIGHTS ISSUE

On 11 April 2018, the Company announced its proposal to raise not less than HK\$48.6 million before expenses by way of a rights issue by issuing 270,000,000 rights shares on the basis of one rights share for every one shares held by the qualifying shareholders at a subscription price of HK\$0.18 per rights share (the "Rights Issue"). 173,024,800 rights shares are underwritten by Lamtex Securities Limited and Mr. Yu Shaoheng ("Mr. Yu"), the controlling shareholder of the Company under the GEM Listing Rules, the chief executive officer of the Company and the executive director of the Company, pursuant to the underwriting agreement dated 11 April 2018 (the "Underwriting Agreement") entered into between the Company with each of Lamtex Securities Limited and Mr. Yu subject to the terms and conditions set out in the Underwriting Agreement.

The Rights Issue was completed on 9 July 2018. The Rights Issue raised approximately HK\$46.7 million after deduction of expenses by issuing 270,000,000 rights shares.

The Company intends to apply the net proceeds from the Rights Issue as to (i) approximately HK\$37,700,000 will be utilized for the Group's existing businesses, in particular the money lending business; and (ii) approximately HK\$9,400,000 will be utilized for potential investment opportunities as and when identified by the Group and/or for general working capital of the Group.

Details and results of the Rights Issue are set out in the announcements of the Company dated 11 April 2018 and 5 July 2018, the circular of the Company dated 11 May 2018, the resolution set out in the notice of the extraordinary general meeting dated 11 May 2018 and the prospectus of the Company dated 12 June 2018.

CONVERTIBLE BONDS

Pursuant to the subscription agreement and the supplemental extension letter dated 15 June 2017 and 16 August 2017 respectively, Wui Wo Enterprise Limited (the "Subscriber") has conditionally agreed to subscribe for and the Company has conditionally agreed to issue the zero coupon convertible bonds in the principal amount of HK\$50 million (the "Convertible Bonds"), which entitle the Subscriber to convert the Convertible Bonds into a maximum of 128,205,128 conversion shares at the conversion price of HK\$0.39 per conversion share (as adjusted by the share consolidation completed on 26 July 2017 and the Rights Issue completed on 9 July 2018) during 1 year commencing from the date of the completion of the subscription of the Convertible Bonds (the "Subscription"). The principal amount of the Convertible Bonds of HK\$50 million payable by the Subscriber is satisfied by cash. The Subscription was approved by the shareholders of the Company at the extraordinary general meeting of the Company held on 26 July 2017 and completion of the Subscription took place on 21 August 2017 (the "Issue Date") with the net proceeds of approximately HK\$49.2 million received.

供股

於二零一八年四月十一日，本公司宣佈其建議透過發行270,000,000股供股股份，按合資格股東每持有一股股份獲發一股供股股份之基準以認購價每股供股股份0.18港元進行供股（「供股」），以籌集不少於48,600,000港元（未計算開支）。根據本公司與林達證券有限公司及本公司於GEM上市規則下的控股股東、本公司行政總裁兼本公司執行董事余紹亨先生（「余先生」）各自於二零一八年四月十一日訂立的包銷協議（「包銷協議」）並受包銷協議所載之條款及條件所限，林達證券有限公司及余先生包銷173,024,800股供股股份。

供股已於二零一八年七月九日完成。供股透過發行270,000,000股供股股份，籌得約46,700,000港元（經扣除開支）。

本公司擬按下列方式動用供股所得款項淨額：(i) 約37,700,000港元將用於本集團現有業務，尤其是放債業務；及(ii) 約9,400,000港元將用於本集團所物色潛在投資機會及／或用作本集團一般營運資金。

有關供股的詳情及結果載於本公司日期為二零一八年四月十一日及二零一八年七月五日的公告、本公司日期為二零一八年五月十一日的通函、日期為二零一八年五月十一日的股東特別大會通告所載的決議案及本公司日期為二零一八年六月十二日的招股章程。

可換股債券

根據日期分別為二零一七年六月十五日及二零一七年八月十六日的認購協議及補充延期函，匯和企業有限公司（「認購人」）已有條件同意認購而本公司已有條件同意發行本金額為50,000,000港元的零息可換股債券（「可換股債券」），賦予認購人權利於完成認購可換股債券日期起計一年內按換股價每股換股股份0.39港元（按已於二零一七年七月二十六日完成的股份合併及於二零一八年七月九日完成的供股予以調整）將可換股債券轉換為最多128,205,128股換股股份（「認購事項」）。認購人應付的可換股債券本金額50,000,000港元以現金支付。認購事項已於本公司在二零一七年七月二十六日舉行的股東特別大會上獲本公司股東批准及認購事項於二零一七年八月二十一日（「發行日期」）完成，已收所得款項淨額約為49,200,000港元。

No Convertible Bonds had been converted up to 20 August 2018, being the maturity date of the Convertible Bonds.

The Company fully redeemed the Convertible Bonds on 20 August 2018.

Liquidity, Financial Resources and Capital Structure

The shares of the Company is listed on the GEM of the Stock Exchange. The Company's share capital comprises only ordinary shares.

During the six months ended 31 December 2019, the Group had financed its operations and capital requirements through operating cash flows and bank borrowings.

As at 31 December 2019, the Group had cash and cash equivalents of approximately HK\$38.0 million (30 June 2019: approximately HK\$53.8 million). The decrease is mainly due to the net effect of (i) acquisition of the properties as the new office of the Group in Hong Kong; (ii) repayment of the loans from the borrowers under the money lending business; and (iii) net cash inflows from the Group's operating activities.

As at 31 December 2019, the Group had net current assets of approximately HK\$144.6 million (30 June 2019: approximately HK\$194.1 million) and current ratio of approximately 2.8 times (30 June 2019: approximately 4.62 times) which remain strong and healthy.

As at 31 December 2019, the total debt of the Group were approximately HK\$33.6 million (30 June 2019: approximately HK\$9.7 million) which include obligations under finance leases of approximately HK\$0.02 million (30 June 2019: approximately HK\$0.05 million), the unlisted corporate bond of approximately HK\$9.7 million (30 June 2019: approximately HK\$9.7 million) and bank borrowings of approximately HK\$23.9 million (30 June 2019: Nil). The gearing ratio of the Group (calculated by dividing total debt by total equity) as at 31 December 2019 was approximately 15.8%, representing an increase by 11.3% from 4.5% as at 30 June 2019. The significant increase was mainly due to increase in the bank borrowings for the acquisition of the properties as the new office of the Group in Hong Kong.

The Board is of the opinion that the Group is in a strong and healthy financial position and has sufficient resources to support its operations and meet its foreseeable capital expenditures and expansions.

截至二零一八年八月二十日(即可換股債券到期日),概無轉換可換股債券。

本公司已於二零一八年八月二十日悉數贖回可換股債券。

流動資金、財務資源及資本架構

本公司股份於聯交所GEM上市。本公司股本僅包括普通股。

截至二零一九年十二月三十一日止六個月,本集團透過營運現金流量及銀行借款撥付營運及資本需求。

於二零一九年十二月三十一日,本集團現金及現金等價物約為38,000,000港元(二零一九年六月三十日:約53,800,000港元)。有關減少乃主要由於(i)於香港購置物業作為本集團的新辦事處;(ii)放債業務項下借款人償還貸款;及(iii)本集團經營活動產生的現金流入淨額的淨影響。

於二零一九年十二月三十一日,本集團流動資產淨值約為144,600,000港元(二零一九年六月三十日:約194,100,000港元),流動比率約為2.8倍(二零一九年六月三十日:約4.62倍),仍處於強勁及穩健水平。

於二零一九年十二月三十一日,本集團債務總額約為33,600,000港元(二零一九年六月三十日:約9,700,000港元),包括融資租賃承擔約20,000港元(二零一九年六月三十日:約50,000港元)、非上市公司債券約9,700,000港元(二零一九年六月三十日:約9,700,000港元)及銀行借款約23,900,000港元(二零一九年六月三十日:零)。於二零一九年十二月三十一日,本集團資產負債比率(按債務總額除以權益總額計算)約為15.8%,較二零一九年六月三十日的4.5%增加11.3%。大幅增加乃主要由於購置物業作為本集團的新香港辦事處導致銀行借款增加。

董事會認為,本集團處於雄厚及穩健財務狀況,且擁有充足資源以應付營運所需及滿足可預見之資本開支及擴充。

Charges on the Group's Assets

As at 31 December 2019, the Group had obligations under finance leases of approximately HK\$0.02 million (30 June 2019: approximately HK\$0.05 million), of which approximately HK\$0.02 million (30 June 2019: approximately HK\$0.05 million) was repayable within one year. Such obligations under finance leases were secured by the relevant motor vehicles.

As at 31 December 2019, the Group had bank deposits of approximately HK\$9.4 million (30 June 2019: approximately HK\$14.9 million) pledged to banks as security for bankers' guarantees on performance bonds issued and banking facilities granted to the Group.

As at 31 December 2019, the Group had properties with carrying values of approximately HK\$66.3 million charged to the bank as security for bank borrowings, bankers' guarantees on performance bonds issued and banking facilities granted to the Group.

Foreign Exchange Exposure

During the period, major portion of the Group's operations are located mainly in Hong Kong with most of the Group's transactions, assets and liabilities are denominated in Hong Kong Dollars. The Group is exposed to foreign currency risk due to the exchange rate fluctuation of RMB against HK\$ arising from the our environmental and cleaning services business and money lending business in the PRC. The results of our operations in the PRC are translated from RMB into HK\$ at the exchange rates approximating the rates ruling at the dates of the transactions while their financial items are translated from RMB into HK\$ at the closing rate ruling at the end of the reporting period, the resulted exchange differences are recognised as other comprehensive income and accumulated separately in equity in the translation reserve of the Company and will be reclassified to profit or loss until the disposal of interests in such operations. Fluctuation of RMB against HK\$ is moderate to the Group during the period. The Group will review and monitor its currency exposure from time to time, and when appropriate hedge its currency risk.

Contingent Liabilities

Save as disclosed in the note 21 to the unaudited condensed consolidated financial statements, the Group had no other material contingent liabilities as at 31 December 2019 and 30 June 2019.

本集團的資產抵押

於二零一九年十二月三十一日，本集團的融資租賃承擔約為20,000港元(二零一九年六月三十日：約50,000港元)，當中約20,000港元(二零一九年六月三十日：約50,000港元)須於一年內償還。有關融資租賃承擔以有關車輛作抵押。

於二零一九年十二月三十一日，本集團銀行存款約9,400,000港元(二零一九年六月三十日：約14,900,000港元)已抵押予銀行，作為已發出履約保證之銀行擔保及授予本集團銀行融資的抵押。

於二零一九年十二月三十一日，本集團賬面值約為66,300,000港元的物業已抵押予銀行，作為銀行借款、已發出履約保證之銀行擔保及授予本集團銀行融資的抵押。

外匯風險

期內，本集團大部分業務主要位於香港，而本集團的大部分交易、資產及負債均以港元計值。因中國環境及清潔服務業務及放債業務產生的人民幣兌港元的匯率會出現波動，故本集團面臨外匯風險。我們中國業務的業績乃按與交易日期的適用匯率相若的匯率由人民幣換算為港元，而其財務項目則按報告期末的適用收市匯率由人民幣換算為港元，且所產生的匯兌差額則確認為其他全面收益及於本公司的換算儲備中單獨於權益內累計，並在處置該等業務的權益前重新分類至損益。期內人民幣兌港元的波動對本集團而言乃屬適度。本集團將不時檢討及監察其貨幣風險，並於適當時候對沖其貨幣風險。

或然負債

除未經審核簡明綜合財務報表附註21所披露外，於二零一九年十二月三十一日及二零一九年六月三十日，本集團並無其他重大或然負債。

Information on Employees

The Group had 1,195 employees as at the end of the period. The Group's remuneration practices are in line with the prevailing market practice and are determined on the basis of performance, qualification and experience of individual employee. The Group recognises the importance of a good relationship with the employees by providing competitive remuneration package to the employees including salaries, allowances, insurance, discretionary bonus, and training for human resources upskilling. Total staff costs and related expenses (including Directors' remuneration) for the six months ended 31 December 2018 increased by approximately 18.2% to approximately HK\$91.2 million over that for the same period in previous year. The increase is mainly due to the increase in the number of staff of the Group's environmental and cleaning services business in Hong Kong as a result of several new cleaning services contracts awarded by the Group during the period.

Significant Investments Held, Material Acquisitions and Disposals of Subsidiaries, and Future Plans for Material Investments or Capital Assets

There were neither significant investments held by the Group as at 31 December 2019 nor material acquisitions or disposals of subsidiaries made by the Group during the six months ended 31 December 2019.

Capital Expenditure

For the year ended 30 June 2019, our capital expenditures mainly included acquisitions of properties located in Hong Kong, motor vehicles and plant and equipment amount to approximately HK\$70.3 million. These capital expenditures were funded by funds generated from our operating activities and bank borrowings.

SHARE OPTIONS SCHEME

The Share Option Scheme was adopted and approved by shareholders of the Company on 28 May 2013 and shall be valid and effective for a period of ten years commencing from the date of adoption. The summary of the Share Option Scheme is set out in the note 20 to the unaudited condensed consolidated financial statements.

僱員資料

於期末，本集團有1,195名僱員。本集團的薪酬慣例符合現行市場慣例，乃按個別僱員的表現、資歷及經驗而釐定。本集團深知與僱員建立良好關係的重要性，並向僱員提供具競爭力的薪酬計劃，包括薪金、津貼、保險、酌情花紅及人力資源技能提升培訓。截至二零一八年十二月三十一日止六個月，員工成本及相關開支總額(包括董事酬金)較去年同期增加約18.2%至約91,200,000港元。增加乃主要由於期內本集團取得若干新的清潔服務合約導致本集團的香港環境及清潔服務業務員工數目增加。

所持重大投資、重大收購及出售附屬公司事項以及重大投資或資本資產的未來計劃

於二零一九年十二月三十一日，本集團並無持有重大投資，且於截至二零一九年十二月三十一日止六個月本集團並無重大收購或出售附屬公司。

資本開支

截至二零一九年六月三十日止年度，我們的資本開支主要包括購置位於香港的物業、汽車以及廠房及設備，約為70,300,000港元。該等資本開支由經營活動所產生的資金及銀行借款撥付。

購股權計劃

本公司股東於二零一三年五月二十八日採納及批准了購股權計劃。購股權計劃由採納日期起計十年內有效。購股權計劃之概要載列於未經審核簡明綜合財務報表附註20。

DIRECTORS AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

董事及主要行政人員於本公司股份及相關股份的權益及淡倉

Save as disclosed below, as at 31 December 2019, none of the Directors and the chief executive and their respective associates had or was deemed to have any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within of the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); (b) pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules.

除下文所披露者外，於二零一九年十二月三十一日，各董事及主要行政人員及彼等各自的聯繫人士概無於本公司或其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債券中擁有或被視作擁有(a)根據證券及期貨條例第XV部第7及8分部的規定須知會本公司及聯交所的任何權益或淡倉（包括根據證券及期貨條例有關條文彼等被當作或視作擁有的權益及淡倉）；(b)根據證券及期貨條例第352條須記錄於該條所提述的登記冊的任何權益或淡倉；或(c)根據GEM上市規則第5.46條至第5.68條須知會本公司及聯交所的任何權益或淡倉。

Name of Shareholder 股東姓名	Name of the company in which interest is held 於其中持有權益的公司名稱	Capacity 身份	Total number of ordinary shares		Percentage of total issued share capital in the Company 佔本公司全部已發行股本百分比
			Long/short position 好倉/淡倉	Long/short position 好倉	
Mr. Yu Shaoheng 余紹亨先生	The Company 本公司	Beneficial owner (Note) 實益擁有人(附註)	356,536,631	Long 好倉	64.91%

Note: Mr. Yu Shaoheng is the son of Mr. Yu Weiye and the step-son of Ms. Mui Fong.

附註：余紹亨先生為余偉業先生的兒子及梅芳女士的繼子。

SUBSTANTIAL SHAREHOLDERS

Save as disclosed below, as at 31 December 2019, no person other than certain Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company as recorded in the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO, or which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or who were directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group.

Name of Shareholder	Name of the company in which interest is held	Capacity	Total number of ordinary shares	Long/short position	Percentage of total issued share capital in the Company 佔本公司全部已發行股本百分比
股東姓名	於其中持有權益的公司名稱	身份	普通股總數	好倉／淡倉	
Mr. Yu Weiye 余偉業先生	The Company 本公司	Beneficial owner 實益擁有人	54,431,400	Long 好倉	10.08%
Ms. Mui Fong 梅芳女士	The Company 本公司	Interests of spouse (Note 1) 配偶權益(附註1)	54,431,400	Long 好倉	10.08%

Note

- Ms. Mui Fong ("Ms. Mui") is the wife of Mr. Yu Weiye. Ms. Mui is deemed to be interested in 54,431,000 Shares owned by Mr. Yu Weiye in accordance with the Securities and Futures Ordinance.

主要股東

除下文所披露者外，於二零一九年十二月三十一日，概無任何人士(本公司若干董事或主要行政人員除外)於本公司股份、相關股份及債券中擁有記錄於本公司根據證券及期貨條例第336條而存置的主要股東登記冊的任何權益或淡倉，或根據證券及期貨條例第XV部第2及第3分部的規定須向本公司披露的任何權益或淡倉，又或直接或間接擁有任何類別股本(附帶可在任何情況下於本集團任何成員公司的股東大會上投票的權利)面值5%或以上的權益。

Name of Shareholder	Name of the company in which interest is held	Capacity	Total number of ordinary shares	Long/short position	Percentage of total issued share capital in the Company 佔本公司全部已發行股本百分比
股東姓名	於其中持有權益的公司名稱	身份	普通股總數	好倉／淡倉	
Mr. Yu Weiye 余偉業先生	The Company 本公司	Beneficial owner 實益擁有人	54,431,400	Long 好倉	10.08%
Ms. Mui Fong 梅芳女士	The Company 本公司	Interests of spouse (Note 1) 配偶權益(附註1)	54,431,400	Long 好倉	10.08%

附註

- 梅芳女士(「梅女士」)為余偉業先生之妻子。根據證券及期貨條例，梅女士被視為於余偉業先生擁有的54,431,000股股份中擁有權益。

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this announcement, none of the Directors and their respective associates including spouses and children under 18 years of age was granted by the Company or its subsidiaries any right to acquire shares or debentures of the Company or any other body corporate, or had exercised any such right during the reporting period.

PURCHASE, SALE OR REDEMPTION OF THE SHARES

During the reporting period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the shares.

董事購買股份或債券的權利

除本公告所披露者外，於報告期內，各董事及彼等各自的聯繫人士(包括配偶及18歲以下的子女)概無獲得本公司或其附屬公司授予可購買本公司或任何其他法團的股份或債券的任何權利，亦無行使任何有關權利。

購買、出售或贖回股份

於報告期內，本公司或其任何附屬公司概無購買、出售或贖回任何股份。

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all Directors, the Company was not aware of any non-compliance with such required standard of dealings and its code of conduct regarding securities transactions by Directors during the six months ended 31 December 2019.

COMPETING INTERESTS

During the reporting period and up to date of this announcement, none of the Directors, controlling shareholders and their respective associates as defined under the GEM Listing Rules is interested in any business which competes or is likely to compete, directly or indirectly, with the business of the Group.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintaining high standards of corporate governance in order to uphold the transparency of the Group and safeguard interests of the shareholders.

The Company has applied the principles and code provisions in the Corporate Governance Code and Corporate Governance Report (the "Code") as set out in Appendix 15 to the GEM Listing Rules.

In the opinion of the Board, the Company has complied with the Code and the GEM Listing Rules for the six months ended 31 December 2019 and up to the date of this announcement, except for the deviations of the following Codes.

- (i) Under the Code provision A.2.1, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. During the period under review and up to the date of this announcement, the chairman of the Board and the chief executive officer of the Company is performed by the executive Director, Mr. Yu Shaoheng. The Company considered that under the supervision of its Board and its independent non-executive Directors, a balancing mechanism existed so that the interests of the Shareholders were adequately and fairly represented. The Company considered that there was no imminent need to change the arrangement.

董事進行證券交易的操守準則

本公司已採納有關董事進行證券交易的操守準則，有關條款與GEM上市規則第5.48條至第5.67條所載規定交易標準同樣嚴格。經向全體董事作出特定查詢後，據本公司所知，於截至二零一九年十二月三十一日止六個月，並無有關上述規定交易標準或董事進行證券交易的操守準則的任何違規情況。

競爭權益

於報告期內及截至本公告刊發日期，概無董事、控股股東及彼等各自的聯繫人士(定義見GEM上市規則)於與本集團業務直接或間接構成競爭或可能構成競爭的業務中擁有任何權益。

企業管治常規

董事會致力維持高水平的企業管治，務求提升本集團的透明度及維護股東利益。

本公司已應用GEM上市規則附錄15《企業管治守則》及《企業管治報告》(「守則」)所載的原則及守則條文。

董事會認為，截至二零一九年十二月三十一日止六個月及直至本公告日期，本公司已遵守守則及GEM上市規則，惟有關以下守則的偏離情況除外。

- (i) 根據守則條文第A.2.1條的規定，主席與行政總裁的角色應有區分，並不應由一人同時兼任。於回顧期間及截至本公告日期，本公司董事會主席及行政總裁由執行董事余紹亨先生擔任。本公司認為，在董事會及獨立非執行董事的監督下，已存有一套平衡機制，可充足和公平地代表股東的利益。本公司認為並無急切需要改變有關安排。

(ii) The Code provision A.4.1 stipulates that all non-executive Directors should be appointed for a specific term, subject to re-election. Currently, all non-executive Directors, including the independent non-executive Directors are not appointed for a specific term. They are, however, subject to the retirement by rotation and re-election of directors in the articles of association of the Company. Since their appointment will be reviewed when they are due for re-election, the Board considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting than those set out in the Code.

(ii) 守則條文第A.4.1條規定所有非執行董事的委任應有指定任期，並須經重選連任。現時，所有非執行董事(包括獨立非執行董事)並無特定任期，然而，彼等須根據本公司之組織章程細則輪值告退及須經董事重選連任。由於非執行董事之委任在到期重選時將被檢討，董事會認為已採取足夠措施以確保本公司之企業管治常規並無較守則所載者寬鬆。

REVIEW BY THE AUDIT COMMITTEE

The Company's audit committee consists of three members, namely Mr. Kwong Tsz Ching, Jack, (chairman of the audit committee) and Mr. Wong Hiu Fong and Mr. Meng Enhai, all being independent non-executive Directors.

The Company's audit committee has reviewed with the management of the Group the financial and accounting policies and practices adopted by the Group, its internal controls, risks management and financial reporting matters and the above unaudited condensed consolidated financial statements of the Group for the six months ended 31 December 2019; and is of the opinion that the preparation of the unaudited condensed consolidated financial statements complied with the applicable accounting standards and that adequate disclosures have been made.

By order of the Board
PPS International (Holdings) Limited
Yu Shaoheng

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 14 February 2020

As at the date of this announcement, the Board of the Company comprises two executive Directors, Mr. Yu Shaoheng and Mr. Lai Tin Ming and three independent non-executive Directors, Mr. Kwong Tsz Ching, Jack, Mr. Wong Hiu Fong and Mr. Meng Enhai.

經審核委員會審閱

本公司審核委員會由三名成員組成，即鄭子程先生(審核委員會主席)及王曉舫先生及孟恩海先生(均為獨立非執行董事)。

本公司審核委員會與本集團的管理層已審閱本集團所採納的財務及會計政策與慣例、其內部監控、風險管理及財務申報事宜，以及上述本集團截至二零一九年十二月三十一日止六個月的未經審核簡明綜合財務報表，且認為，該未經審核簡明綜合財務報表乃按適用會計準則編製，並已作出充分披露。

承董事會命
寶聯控股有限公司
主席、行政總裁兼執行董事
余紹亨

香港，二零二零年二月十四日

於本公告日期，本公司董事會包括兩名執行董事余紹亨先生及黎天明先生以及三名獨立非執行董事鄭子程先生、王曉舫先生及孟恩海先生。