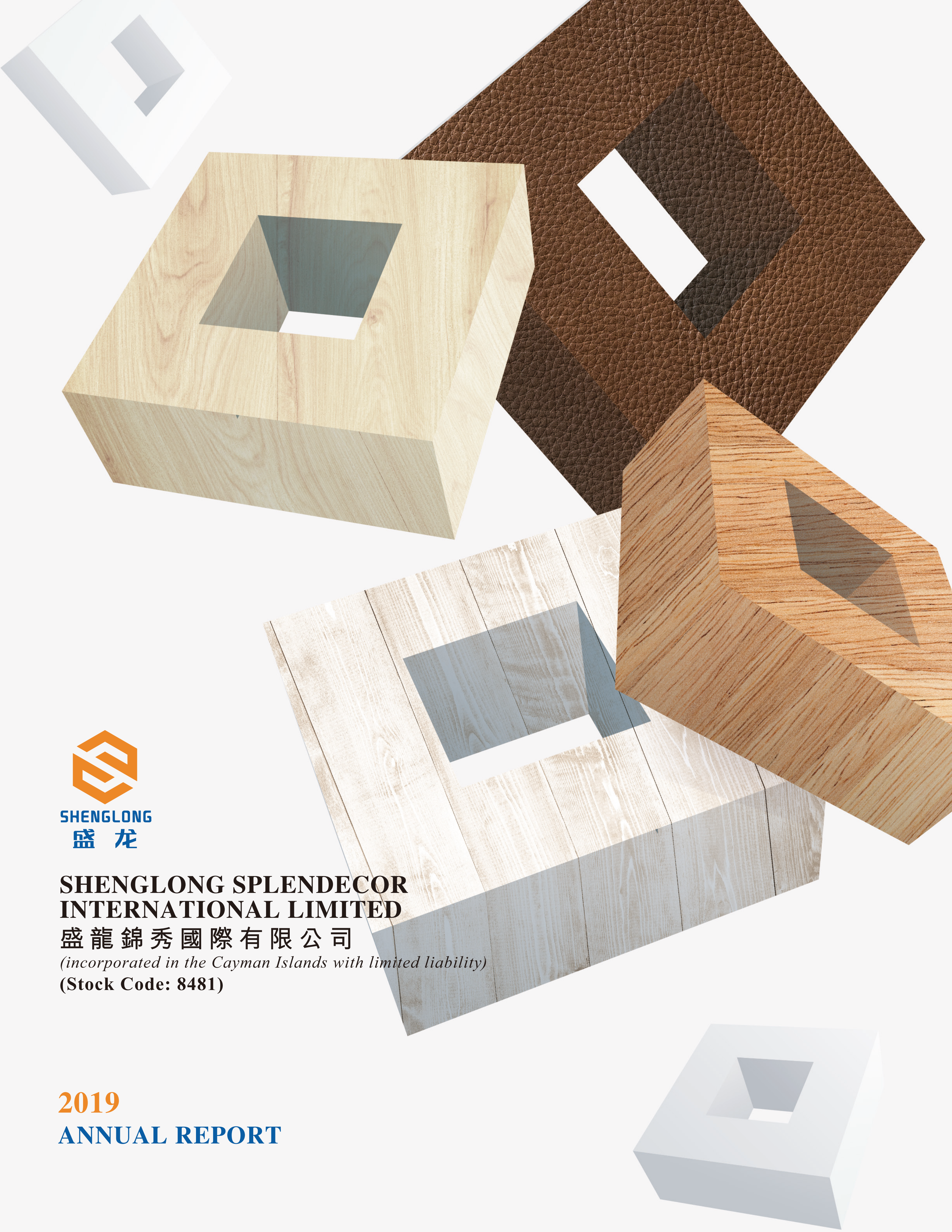

SHENGLONG
盛 龙

SHENGLONG SPLENDECOR INTERNATIONAL LIMITED
盛龍錦秀國際有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8481)

2019
ANNUAL REPORT

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

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This report, for which the directors (the "Directors") of Shenglong Splendecor International 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 (the "GEM Listing Rules") 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 report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

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CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Sheng Yingming
Ms. Sheng Sainan
Mr. Fang Xu
Mr. Tan Chee Kiang (appointed on 20 December 2019)
Mr. Yu Zemin (retired on 20 December 2019)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Tso Ping Cheong Brian
Mr. Ma Lingfei
Ms. Huang Yueyuan

AUTHORISED REPRESENTATIVES

Mr. Sheng Yingming
Mr. Tam Chun Wai Edwin

COMPLIANCE OFFICER

Mr. Tan Chee Kiang (appointed on 20 December 2019)
Mr. Yu Zemin (retired on 20 December 2019)

COMPANY SECRETARY

Mr. Tam Chun Wai Edwin *(CPA Practising)*

AUDIT COMMITTEE

Mr. Tso Ping Cheong Brian *(Chairman)*
Mr. Ma Lingfei
Ms. Huang Yueyuan

REMUNERATION COMMITTEE

Ms. Huang Yueyuan *(Chairman)*
Mr. Ma Lingfei
Mr. Tso Ping Cheong Brian

NOMINATION COMMITTEE

Mr. Ma Lingfei *(Chairman)*
Mr. Tso Ping Cheong Brian
Ms. Huang Yueyuan

LEGAL ADVISER AS TO HONG KONG LAWS

Dennis Fong & Co.
in association with Llinks Law Offices

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
*Registered Public Interest Entity Auditor**

COMPLIANCE ADVISER

Messis Capital Limited

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Shanghai Pudong Development Bank Corporation

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PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA

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PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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WEBSITE

www.splendecor.com

STOCK CODE

8481.HK

FINANCIAL HIGHLIGHTS

	Notes	2019	2018	Changes
Results				
Revenue *(RMB'000)*		**347,267**	349,411	-0.6%
Profit before income tax *(RMB'000)*		**22,356**	15,001	49.0%
Profit attributable to owners of the Company *(RMB'000)*		**19,241**	13,733	40.1%
Earnings per share (Basic and diluted) *(RMB cents)*		**3.85**	2.75	1.10 cents
Financial Position				
Non-current assets *(RMB'000)*		**263,167**	234,910	12.0%
Current assets *(RMB'000)*		**191,470**	188,959	1.3%
Non-current liabilities *(RMB'000)*		**14,770**	3,418	332.1%
Current liabilities *(RMB'000)*		**247,976**	247,915	0.0%
Total equity *(RMB'000)*		**191,891**	172,536	11.2%
Key financial ratios				
Gross profit margin	1	**24.6%**	20.2%	4.4%
Net profit margin	2	**5.5%**	3.9%	1.6%
Interest coverage	3	**10.94 times**	7.04 times	55.4%
Gearing ratio	4	**0.62**	0.64	-3.1%
Inventory turnover days	5	**63.5 days**	57.4 days	6.1 days
Trade receivables turnover days	6	**94.2 days**	90.7 days	3.5 days
Trade payables turnover days	7	**75.6 days**	71.3 days	4.3 days

Notes:

(1) Gross profit margin is calculated by the gross profit divided by the revenue and multiplied by 100.0%.

(2) Net profit margin is calculated by the net profit attributable to owner of the Company divided by the revenue and multiplied by 100.0%.

(3) Interest coverage is calculated by the profit before interest and tax divided by the finance costs (interest).

(4) Gearing ratio is calculated based on the interest-bearing liabilities divided by the total equity.

(5) Inventory turnover days are calculated as the average of the beginning and ending balance of inventories divided by cost of sales and multiplied by the number of days in the year.

(6) Trade receivables turnover days are calculated as the average of the beginning and ending trade receivables balance divided by revenue and multiplied by the number of days in the year.

(7) Trade payables turnover days are calculated as the average of the beginning and ending trade payables balance divided by cost of sales and multiplied by the number of days in the year.

CHAIRMAN'S STATEMENT

Dear Shareholders

On behalf of the board of Directors of the Company (the "Board"), I am pleased to present the annual report of the Company and its subsidiaries (collectively, the "Group") for the year ended 31 December 2019 (the "Year").

FINANCIAL PERFORMANCE

Notwithstanding to the challenging global macroeconomic and geopolitical environment in 2019, the growth of the Group's business remains sound and healthy, with total revenue maintained stable at RMB347.3 million for the Year (2018: RMB349.4 million). Meanwhile, the net profit of the Group significantly increased from approximately RMB13.7 million for the year ended 31 December 2018 ("FY2018") to approximately RMB19.2 million for the Year, increased by approximately RMB5.5 million or 40.1%. Such increase was primarily attributable to the increase in gross profit as a result of the decrease in production costs, of which mainly consisting of printing material costs and chemical costs.

CORPORATE EVENT

On 12 September 2019, an indirect wholly-owned subsidiary of the Company, entered into the site formation contract (the "Site Formation Contract") in relation to the site formation and retaining wall works at the total consideration of RMB6,503,345 (equivalent to approximately HK$7,238,223). The site formation and retaining wall works under the Site Formation Contract was fully completed.

On 20 December 2019, an indirect wholly-owned subsidiary of the Company, entered into the construction contract in relation to the construction of the new factory premises, office building and staff quarters at the aggregate consideration of RMB54,000,000. The construction is expected to be completed by the end of 2020 and upon completion, the Group will relocate its current production site in Shangguafan, Lin'an District, Hangzhou City to the new sites. The relocation would enable the Group to centralise the management and production process at one site, which will allow us to save the costs and time in relation to management, transportation, and maintenance and repairs accordingly. The construction is consistent with the Group's strategy and would create enhanced value to the Group and pursue long-term sustainable growth and improve the competitiveness of the Group.

OUTLOOK

Global trade frictions remain a concern and the recent outbreak of the coronavirus has also impacted the Group's sales activities, particularly in Asia. In addition, there has already been a delay in the Group's manufacturing operation after the Chinese New Year where the Group is taking stringent precautionary measures to ensure the health and safety of its employees, and supporting the steps taken by the Chinese government to control the further spread of the virus. The epidemic should not cause a long-term damage to our business but there will inevitably be a short term impact to performance and prospects in the first half of 2020.

Going forward, the Group continues to put focus on expanding our business operations despite the external uncertainties. The team has stayed on track to deliver a solid performance and while external conditions are likely to be more challenging in the near-term, we remain excited by the opportunities that lie ahead.

APPRECIATION

First, on behalf of the Board, I would like to thank our retired executive director, Mr. Yu Zemin, for his valuable contributions to the Board throughout his tenure of services. Following the retirement of Mr. Yu from the Board, Mr. Tan Chee Kiang, our general manager of the Group, was appointed as an executive director of the Company and I warmly welcome Mr. Tan to join the Board.

Last but not least, I would also like to take this opportunity to express my sincere appreciation to my fellow directors, management and staff as well as to our shareholders, suppliers, customers, bankers and business partners for their continued support over the year.

Sheng Yingming
Chairman and Chief Executive Officer
Hong Kong, 29 April 2020

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is principally engaged in the manufacturing and sales of decorative printing materials products which mainly comprise of (i) decorative paper; (ii) melamine impregnated paper; (iii) finish foil paper; (iv) PVC furniture film; and (v) PVC flooring film. The Group served over 500 customers in both domestic and overseas markets for the Year. The overseas sales reached over 30 countries in Asia, North America, South America, Europe, Oceania and Africa.

FINANCIAL REVIEW

Revenue

The Group's revenue for the Year was approximately RMB347.3 million (2018: RMB349.4 million), representing a slight decrease of approximately 0.6% on a year-on-year basis. The decrease in the Group's revenue was mainly driven by the decrease in revenue from the Pakistan market, in particular the sales of decorative paper and finish foil paper, which was partially offset by the increase in revenue from the sales of melamine impregnated paper and PVC flooring film, as a result of the continued strong demand from our customers in the PRC. The following table sets forth the revenues by products:

	For the year ended 31 December			
	2019		2018	
	RMB'000	**%**	RMB'000	%
Decorative paper	**152,482**	**43.9**	161,597	46.2
Melamine impregnated paper	**134,539**	**38.7**	123,787	35.4
Finish foil paper	**11,338**	**3.3**	17,348	5.0
PVC furniture film	**8,208**	**2.4**	10,817	3.1
PVC flooring film	**40,188**	**11.6**	33,791	9.7
Others *(Note)*	**512**	**0.1**	2,071	0.6
	347,267	**100.0**	349,411	100.0

Note: Others mainly include laminated board and plate rollers.

Revenue from sales of decorative paper and finish foil paper decreased by approximately 5.6% and 34.6%, respectively, on a year-to-year basis, as a result of the decrease in sales in Pakistan market. The decrease in the Group's revenue was partially offset by the increase in sales of melamine impregnated paper and PVC flooring film driven by the continued strong demand from our customers in the PRC.

MANAGEMENT DISCUSSION AND ANALYSIS

Cost of Sales

Cost of sales decreased by approximately RMB17.1 million or 6.1% from approximately RMB278.9 million for the year ended 31 December 2018 to approximately RMB261.8 million for the Year, primarily due to the decrease in production costs, of which mainly consisting of printing material costs and chemical costs.

Gross profit and gross profit margin

The Group's gross profit increased by approximately RMB14.9 million, from approximately RMB70.5 million for the year ended 31 December 2018 to approximately RMB85.4 million for the Year. The increase in gross profit was principally due to (i) increase in sales to certain overseas market, especially in India and the United Arab Emirates, which the sales increased by approximately 15.9% and 112.2%, respectively, on a year-to-year basis, which generally have higher gross profit margins than other markets; (ii) the decrease in business transactions with certain trading entities with generally lower profit margin; and (iii) the decrease in average cost of chemicals used for our production as the Group utilised higher portion of self-produced printing ink for the printing of its products.

As a result of the above, the Group's gross profit margin increased to approximately 24.6% for the Year (2018: 20.2%).

Selling expenses

Selling expenses were mainly comprised of (i) transportation expenses; (ii) wages, salaries and welfare of our sales staff; (iii) travelling and entertainment expenses; (iv) marketing and exhibition expenses; (v) sales commission; and (vi) other selling expenses. The Group's selling expenses increased by approximately RMB0.8 million or 3.6% from approximately RMB22.2 million for the year ended 31 December 2018 to approximately RMB23.0 million for the Year. The increase was primarily attributable to the increase in the transportation expenses with the increase in transactions with PRC customers.

Administrative expenses

The administrative expenses increased by approximately RMB5.8 million or 17.7% from approximately RMB32.8 million for the year ended 31 December 2018 to approximately RMB38.6 million for the Year. The increase was mainly attributable to (i) the increase in staff costs and (ii) the increase in travelling expenses and entertainment expenses.

Net impairment losses on financial assets

Net impairment losses on financial assets increased by approximately RMB0.7 million, from approximately RMB1.3 million for the year ended 31 December 2018 to approximately RMB2.0 million for the Year, mainly arising from the expected credit loss of trade and other receivables at amortised cost. The expected credit loss was derived with reference to the payment profiles of the sales record and the corresponding historical credit losses experienced within the period. The historical loss rates were then adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Other income and other gains – net

The Group's other income and other gains – net decrease by approximately RMB1.0 million, to approximately RMB2.6 million for the Year from approximately RMB3.6 million for the year ended 31 December 2018, primarily resulting from the decrease in foreign exchange gain to approximately RMB0.7 million (2018: RMB1.6 million) due to the depreciation of US dollars against RMB.

Finance costs – net

The finance costs – net decreased by approximately 27.6% to approximately RMB2.1 million (2018: RMB2.9 million) for the Year on a year-to-year basis. This was primarily due to the increase in interest income and the capitalised amount of borrowings during the Year, resulted in the decrease in interest expenses recorded.

Income tax expense

The income tax expense increased from approximately RMB1.3 million for the year ended 31 December 2018 to approximately RMB3.1 million for the Year, which was in line with the increase in profit.

Profit attributable to owners of the Company

The profit attributable to owners of the Company for the Year amounted to approximately RMB19.2 million (2018: RMB13.7 million), representing an increase of approximately 40.1% on a year-to-year basis.

PROSPECTS AND FUTURE PLAN

With the phase-one trade deal between the U.S. and China had been concluded in January 2020, the global economy remained uncertain as the coronavirus outbreak poses more challenges and risks clouding around to the global economy. Although the adverse effect of which have not been yet fully emerged, all these have already eroded confidence in the business sectors, threatening the global economic expansion and hence will further cloud the market outlook.

Despite the aforementioned risks and challenges, the growth of the Group's business remains sound and healthy. The Group's product and brand are in growing popularity and we continued to receive strong purchase orders, particularly from mainland China. During the year ended 31 December 2019, we have continued our pace in capacity expansion and with the construction of a new factory premises, which is expected to be completed by end of 2020, apart from enhancing our production capacity and provision of a better production flexibility to cater for the need of special production requirements, the relocation would also enable the Group to centralise the management and production process at one site, which will allow us to save the costs and time in relation to management, transportation, and maintenance and repairs accordingly. It will provide a solid foundation for the Group to align the need for the business expansion in the future.

In face of the rising cost of raw materials, the Group would continue to manage costs and risks. The Group will enhance the profit margins by lowering the costs and increasing the production efficiency. The Group is committed to enhancing our research and development capabilities to optimise our product mix and to improve our production efficiency. The Group would continue to improve our manufacturing technology including plate roller engraving, ink development and impregnation technology. Taking advantages of our well-recognised reputation in the market, the Directors are optimistic to capture the market share of the decorative printing materials industry. The Group would continue to explore new markets and capture the emerging business opportunities.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group had current assets of approximately RMB191.5 million (2018: RMB189.0 million) which were comprised of cash and cash equivalents of approximately RMB15.9 million as at 31 December 2019 (2018: RMB16.9 million). The Group had current liabilities amounted to approximately RMB248.0 million as at 31 December 2019 (2018: RMB247.9 million). Accordingly, the current ratio, being the ratio of current assets to current liabilities, was around 0.77 times as at 31 December 2019 (2018: 0.76 times).

Notwithstanding the Group's current liabilities exceeded its current assets by approximately RMB56.5 million (2018: approximately RMB59.0 million) as at 31 December 2019, after taking into account the continuous availability of bank facilities, the successful renewal of bank facilities upon expiry, and other measures as mentioned in note 2.1.1 to these financial statements, the Directors are of the view that the Group will have sufficient working capital to meet its financial obligations as and when they fall due in the coming twelve months from 31 December 2019.

As at 31 December 2019, total bank borrowings of the Group amounted to approximately RMB118.3 million (2018: RMB110.8 million), representing an increase of approximately 6.8% as compared to that of 31 December 2018. Accordingly, the gearing ratio of the Group, calculated as based on the interest-bearing liabilities divided by the total equity, was approximately 0.62 (2018: 0.64).

FINANCIAL RATIOS

During the Year, the inventory turnover days of the Group increased to approximately 63.5 days (2018: 57.4 days). Such increase was mainly attributable to the scheduled increase in raw materials as at 31 December 2019 in preparation for the production requirements in the first quarter of year 2020, in view of the Chinese New Year falls early in January 2020. The Group's inventories increased by approximately 7.0% to approximately RMB47.1 million as at 31 December 2019 from approximately RMB44.0 million as at 31 December 2018.

Trade receivables turnover days of the Group during the Year increased to approximately 94.2 days (2018: 90.7 days), which was attributable to the increase in trade receivables aged over 3 months. Trade receivables as at 31 December 2019 increased by approximately RMB7.3 million to approximately RMB93.3 million (31 December 2018: RMB86.0 million).

Trade payables turnover days of the Group for the year increased to approximately 75.6 days (2018: 71.3 days). The trade payables of the Group increased to approximately RMB59.8 million as at 31 December 2019 (31 December 2018: RMB48.7 million). The Group would continue to maintain solid relationships with its suppliers.

FOREIGN EXCHANGE EXPOSURE

The Group mainly operates in the PRC, but a significant portion of its sales is made to foreign countries, and thus the Group is exposed to foreign currency risks arising from various currency exposures, mainly with respect to US Dollars, Euro and Hong Kong dollars. The Group regularly and closely monitors the level of the foreign exchange risk exposures and will make necessary hedging arrangements to minimise its foreign currency exposure arising from the change in foreign exchange in the future.

As a result of depreciation of RMB, the Group recorded a net foreign exchange gain of approximately RMB0.7 million during the Year, compared to a net foreign exchange gain of approximately RMB1.6 million for the year ended 31 December 2018.

During the Year, the Group did not engage in any derivatives activities and did not commit to any financial instruments to hedge its exposure to foreign currency risk.

INFORMATION ON EMPLOYEES

As at 31 December 2019, the Group had 360 employees (2018: 316 employees), including the executive Directors. The Group recorded staff costs (including Directors' remuneration) of approximately RMB42.3 million (2018: RMB38.3 million). Remuneration is determined with reference to market norms and individual employees' performance, qualification and experience.

On top of basic salaries, bonuses may be paid by reference to the Group's performance as well as individual's performance. The Group also operates a defined contributions to Mandatory Provident Fund scheme for its employees in Hong Kong and provides its PRC employees with welfare schemes as required by the applicable laws and regulations of the PRC.

MATERIAL ACQUISITIONS OR DISPOSALS

On 12 September 2019, an indirect wholly-owned subsidiary of the Company, entered into the site formation contract (the "Site Formation Contract") in relation to the site formation and retaining wall works at the total consideration of RMB6,503,345 (equivalent to approximately HK$7,238,223). The site formation and retaining wall works under the Site Formation Contract was fully completed.

On 20 December 2019, an indirect wholly-owned subsidiary of the Company, entered into the construction contract (the "Construction Contract") in relation to the construction of the new factory premises, office building and staff quarters at the aggregate consideration of RMB54,000,000 (equivalent to approximately HK$60,102,000), subject to adjustments in connection with changes (if any) in the relevant construction works.

Further details of the Site Formation Contract and the Construction Contract are set out in the circular of the Company dated 14 February 2020.

Save as disclosed above, there was no material acquisitions or disposals of the Group during the Year.

CHARGES OF ASSETS

As at 31 December 2019, the Group's bank borrowings are secured by its assets as below:

Land use rights with a total net book value of approximately RMB40.7 million (2018: RMB42.2 million) were pledged as collateral for the Group's borrowings.

Property, plant and equipment with a total net book value of approximately RMB55.7 million (2018: RMB61.9 million) were pledged as collateral for the Group's borrowings.

CAPITAL COMMITMENT

As at 31 December 2019, the capital commitments which the Group had contracted for but were not provided for in the financial information in respect of the acquisition of property, plant and equipment amounted to approximately RMB51.9 million (2018: RMB6.1 million).

CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 31 December 2018 and 2019.

USE OF PROCEEDS

As at 31 December 2019, the net proceeds from the listing (the "Listing") of the shares of the Company on GEM of the Stock Exchange have been utilised in the following manner:

	Use of proceeds as allocated in accordance with the Prospectus *(Note 1)*	Use of proceeds from the Listing Date up to 31 December 2019	Unutilised proceeds as at 31 December 2019 *(Note 2)*
	RMB' million	*RMB' million*	*RMB' million*
Enhancement of production capacity	32.0	26.6	5.4
Repayment of bank loans	8.6	8.6	–
General working capital	4.0	4.0	–
Total	44.6	39.2	5.4

Notes:

(1) The actual amounts allocated have been adjusted to reflect the percentage of the net proceeds actually received pursuant to the Listing.

(2) The unutilised proceeds of approximately RMB5.4 million have been placed in licensed banks in Hong Kong and PRC. The unutilised proceeds are intended to be used as follows: (i) approximately RMB0.4 million is to be used for the final payment of the solvent recovery equipment, (ii) approximately RMB4.7 million is to be used for building a new production line for lamination of PVC furniture film, and (iii) approximately RMB0.3 million is to be used for final payment of the replacement of existing production lines for the production of decorative paper. For the year ended 31 December 2019, the Company delayed the building of a new production line for lamination of PVC furniture film, due to the unexpectedly slow development and growth in the sales of PVC decorative film products. In view of the current market conditions, it is expected that the Company will build a new production line for lamination of PVC furniture film by no later than 31 December 2020.

EVENT AFTER THE REPORTING PERIOD

The coronavirus outbreak in early 2020 casted certain degree of uncertainties to the global economy. The overall operations of the manufacturing industry were inevitably affected by the quarantine measures and emergency health policies imposed by the PRC government. As of the date of this annual report, the Group's manufacturing facilities had been closed from 1 February 2020 to 14 February 2020. As a result, the performance of the Group may be impacted during the first half of 2020. Given the rapid development of the coronavirus outbreak, the Directors consider it is impractical to estimate the financial impact to the Group. The management of the Group will remain vigilant to the development of coronavirus outbreak and maintain close communication with different stakeholders of the Group.

Save as disclosed above, there is no other material event affecting the Group that occurred after the reporting period.

RISK FACTORS FACED BY THE GROUP

The Group's key risk exposures are summarised as follows:

(i) The Group's business, financial condition and results of operation may be affected by the decrease or loss of overseas markets.

(ii) The Group relies on sales agents for reaching new customers and liaising with existing customers. The failure to effectively manage the sales agents and maintaining a good relationship with them may materially and adversely affect the Group's revenue and brand recognition.

(iii) Fluctuations in prices of raw materials or unstable supply of raw materials could negatively impact the Group's operations and may affect the profitability.

(iv) The Group do not enter into long-term supply contracts with our suppliers and the production cost and schedule may be adversely affected if the Group fails to secure supply.

(v) If the Group is unable to maintain existing level of utilisation rates at the production facilities, the Group's margin and profitability may be materially and adversely affected.

Further details of the principal risks and uncertainties faced by the Company are set out in the section headed "Risk Factors" in the prospectus of the Company dated 30 June 2017 (the "Prospectus").

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

EXECUTIVE DIRECTORS

Mr. Sheng Yingming (盛英明), aged 56, is the chief executive officer and the chairman of the Board. He founded the Group in July 1993 and has over 20 years of experience in the decorative printing materials industry. Mr. Sheng is responsible for overall management, strategic development and major decision-making of the Group.

Prior to joining the Group, Mr. Sheng worked at Lin'an Ling Long Silk Factory (臨安玲瓏絲廠) from September 1980 to July 1986, which was primarily engaged in manufacturing of bedding, as the chief of supply and marketing section, and was primarily responsible for procurement of raw materials, sales of products and maintaining customer relationship. During the period August 1986 to August 1993, he was the chief of supply and marketing section at Lin'an No.2 Paper Mill (臨安第二造紙廠), which was primarily engaged in manufacturing base papers, decorative papers and plates, and was primarily responsible for the procurement of raw materials, sales of products and updating the latest market trend.

He is the father of Ms. Sheng Sainan and the father-in-law of Mr. Fang Xu, both of whom are executive Directors of the Company.

Ms. Sheng Sainan (盛賽男), aged 32, is responsible for overall management of financial of the Group. She joined the Group in October 2012 as a director of Zhejiang Shenglong Decoration Material Co., Ltd.* ("Shenglong Decoration") and is responsible for overseeing the financial management of Shenglong Decoration and she has been a deputy manager of the financial department, who was primarily responsible for financial management and the financial accounting, since October 2013. She completed courses in financial management professional accounting option and obtained a diploma of technology from British Columbia Institute of Technology in Canada in July 2013.

She is the spouse of Mr. Fang Xu and the daughter of Mr. Sheng Yingming, both of whom are executive Directors of the Company.

Mr. Fang Xu (方旭), aged 33, is responsible for overseeing the sales and marketing activities and participating in the day-to-day management of the Group's operation. He joined the Group in June 2012 as a production assistant, who was primarily responsible for assisting the head of production department in the management of production and has been the vice general manager of Shenglong Decoration since June 2015.

Prior to joining the Group, Mr. Fang worked at Hangzhou Shenzhou Digital Co., Ltd.* (杭州神州數碼有限公司), which was an integrated IT services provider, as a technician, and was primarily responsible for design and development of audio and video application systems, from August 2010 to May 2012. Mr. Fang graduated from Hangzhou Dianzi University (杭州電子科技大學) in the PRC with a degree of bachelor in integrated circuit design and integration system in June 2009.

He is the spouse of Ms. Sheng Sainan and the son in law of Mr. Sheng Yingming, both of whom are executive Directors of the Company.

Mr. Tan Chee Kiang (陳志賢), aged 63, has been appointed as an executive Director and compliance officer of the Company, with effect from 20 December 2019. Mr. Tan is responsible for overseeing the production and participating in the day-to-day management of the Group's operation. He joined the Group in March 2019 and currently also serves as the general manager of the Group.

Mr. Tan holds a master's degree in business administration from the University of Portsmouth in the United Kingdom. He has over 38 years of experience in manufacturing operational management. Before joining the Group, he has successively served as the vice president of Bosch Power Tools Manufacturing Operations and Logistics, the regional president of Bosch Car Multimedia Division for ASEAN, and the technical director of Bosch Car Multimedia Division.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Tso Ping Cheong Brian (曹炳昌), aged 40, was appointed as an independent non-executive Director on 1 June 2018. He is responsible for providing independent advice to the Board. He is the chairman of the Audit Committee, and a member of the Nomination Committee and Remuneration Committee of the Company.

Mr. Tso has over 15 years of experience in accounting and financial management. From September 2003 to November 2008, he worked in Ernst & Young with last position as manager. From December 2008 to May 2010, he was the financial controller of Greenheart Group Limited (formerly known as Omnicorp Limited) (Stock code: 94). From May 2010 to August 2012, He was the senior vice president of Maxdo Project Management Company Limited. From January 2013 to present, he has been the sole proprietor of Teton CPA Company, an accounting firm.

Mr. Tso obtained his bachelor's degree in accountancy from the Hong Kong Polytechnic University in November 2003. He obtained his master degree in corporate governance from the Hong Kong Polytechnic University in October 2013. Mr. Tso is currently a practising and fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Association of Chartered Certified Accountants, the Institute of Chartered Secretaries and Administrators and the Hong Kong Institute of Chartered Secretaries.

Mr. Tso served as an independent non-executive director of Greater China Professional Services Limited (Stock code: 8193) from July 2014 to January 2018. He served as an independent non-executive director of Larry Jewelry International Company Limited (Stock code: 8351) from October 2014 to September 2019. He is currently an independent non-executive director of Guru Online (Holdings) Limited (Stock code: 8121) since May 2014, Newtree Group Holdings Limited (Stock code: 1323) since February 2015, EFT Solutions Holdings Limited (Stock code: 8062) since September 2019 and Maxicity Holdings Limited (Stock code: 8216) since November 2019.

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Mr. Ma Lingfei (馬靈飛), aged 61, was appointed as an independent non-executive Director on 22 June 2017. He is responsible for providing independent advice to the Board. He is the chairman of the nomination committee, and a member of the audit committee and remuneration committee of the Company.

Mr. Ma who is engaged in wood science and technology research, is currently a professor at School of Engineering, Zhejiang A & F University (浙江農林大學), and a deputy director of National Engineering Research Center for Comprehensive Utilisation of Wood Resources (國家木質資源綜合利用工程技術研究中心) and is primarily engaged in the research of the processing plate. Mr. Ma graduated from Zhejiang A & F University majoring in forestry in January 1982. He obtained a doctorate degree in agriculture from Kyoto University in Japan in November 1998. Since January 1982, Mr. Ma worked at Zhejiang A & F University as a lecturer and researcher of wood science and technology research. During the period April 1999 to May 2002, Mr. Ma joined the Institute of Wood Technology, Akita Prefectural University in Japan as a temporary research scientist. From September 2007 to March 2008, he was a foreign visiting scholar (招聘外國人學者) of Research Institute for Sustainable Humanosphere, Kyoto University in Japan.

Ms. Huang Yueyuan (黃月圓), aged 38, was appointed as an independent non-executive Director on 22 June 2017. She is responsible for providing independent advice to the Board. She is the chairman of the Remuneration Committee, and a member of the Audit Committee and Nomination Committee of the Company.

She is currently working at the development and liaison office of Zhejiang University (浙江大學發展聯絡辦公室) as a Zhejiang University (浙江大學上市公司協會副秘書長) and she is primarily responsible for resource development and manager of development department (Division II) and a deputy secretary of the association of listed companies of donator relationship maintenance. Ms. Huang obtained her bachelor's degree in horticulture from Zhejiang University (浙江大學) in the PRC in June 2004 and graduated from Zhejiang University in the PRC with a master's degree of Zhejiang University EMBA project, at EMBA education center, school of management, Zhejiang University (浙江大學 horticulture in June 2006. Since May 2006, she joined as a head tutor primarily responsible for the operation of the 管理學院EMBA教育中心), and from June 2010 to August 2015, she worked as a deputy director of EMBA education center, school of management, Zhejiang University and was primarily responsible for the promotion of the brand and marketing for Zhejiang University EMBA.

SENIOR MANAGEMENT

Mr. Yu Zemin (俞澤民), aged 60, is responsible for overseeing the production and participating in the day-to-day management of the Group's operation. Mr. Yu retired from his position as executive Director and compliance officer of the Company with effect from 20 December 2019 and will continue to serve the Company in the capacity of vice general manager.

Mr. Yu graduated from Zhejiang Radio & Television University (浙江廣播電視大學) in the PRC with a diploma of party and politics cadre management foundation (黨政管理幹部基礎) in December 1988. Prior to joining the Group, Mr. Yu worked as a ticket staff primarily responsible for management and distribution of food stamps at Lin'n City Chengguan Staple Food Control Office (臨安市城關糧管所) from December 1976 to March 1978. During the period from April 1978 to October 1981, he served in the armed forces of the PRC. From October 1981 to August 2001,he was a section chief primarily responsible for management of the local transactions for certain types of the food at Lin'an City Grain Bureau (臨安市糧食局). He joined the Lin'an City Development and Reform Bureau the Surveillance of the Commodity Price Substation (臨安市發展和改革局物價檢查分局) as the chief primarily responsible for supervision and administration of local prices for education and health sectors in September 2001 and retired in January 2007.

Ms. Lu Miaoling (呂妙玲), aged 40, is primarily responsible for supervision of the research and development department and the development of technical projects of the Group. She joined the Group in January 1998 and she is currently the manager of the research and development department. Ms. Lu has more than 15 years of experience in research and development in the decorative printing materials industry. Ms. Lu attended part-time adult higher education (成人高等教育) top-up degree course (專升本課程) majoring in accounting at Zhejiang A & F University (浙江農林大學) in the PRC and graduated in June 2016.

COMPANY SECRETARY

Mr. Tam Chun Wai Edwin (談俊緯), aged 38, is the company secretary of the Group. Mr. Tam is responsible for secretarial work of the Group. He was appointed on 4 July 2018. Mr. Tam holds a bachelor degree in accounting and finance from The Manchester Metropolitan University in United Kingdom and has over 15 years of experience in financial and accounting management, corporate governance and compliance affairs. Mr. Tam is a practising fellow member of the Hong Kong Institute of Certified Public Accountants and fellow of the Association of Chartered Certified Accountants.

* *for identification purposes only*

REPORT OF THE DIRECTORS

The Directors are pleased to present this report and the audited financial statements for the Year.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the subsidiaries comprise the manufacturing and sales of decorative printing materials products which mainly comprise of (i) decorative paper; (ii) melamine impregnated paper, (iii) finish foil paper; (iv) PVC furniture film; and (v) PVC flooring film. There were no significant changes in the nature of the Group's principal activities during the Year.

SUBSIDIARIES

Detail of the Company's subsidiaries as at 31 December 2019 are set out in Note 11 to the consolidated financial statements.

BUSINESS REVIEW

General

Further discussion and analysis of these activities as required by Schedule 5 to the Companies Ordinance (Chapter 622, the Laws of Hong Kong), including a description of the principal risks and uncertainties facing the Group and an indication of likely future development in the Group's business, can be found in the Management Discussion and Analysis set out on pages 7 to 14 of this annual report. This discussion forms part of this directors' report.

Environmental Policies and Compliance with Law and Regulations

The Group is committed to supporting the environmental sustainability. Being manufacturing companies in the PRC, the Group is subject to various environmental laws and regulations set by the PRC national, provincial and municipal governments. Compliance procedures are in place to ensure adherence to applicable laws, rules and regulations. During the Year, the Group has complied with relevant laws and regulations that have significant impact on the operations of the Group.

A report on the environmental, social and governance aspects is prepared in accordance with Appendix 20 to the GEM Listing Rules are set out in pages 38 to 50 of this annual report.

Relationship with Stakeholders

The Group recognises that employees, customers and business partners are keys to its sustainable development. The Group is committed to establishing a close and caring relationship with its employees, providing quality services to its customers and enhancing cooperation with its business partners.

SEGMENT INFORMATION

Detail of segment information are set out in Note 6 to the consolidated financial statements.

RESULTS AND DIVIDENDS

The Group's profit for the Year and the Group's financial position at that date are set out in the financial statements on pages 57 to 117.

The Board does not recommend the distribution of a final dividend for the year ended 31 December 2019.

CLOSURE OF REGISTER OF MEMBERS

The annual general meeting of the Company will be held on Thursday, 11 June 2020. For determining the shareholders' entitlement to attend and vote at the annual general meeting, the register of members of the Company will be closed from Monday, 8 June 2020 to Thursday, 11 June 2020 (both dates inclusive), during which period no transfer of shares will be effected. In order to qualify for attending and voting at the annual general meeting, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration not later than 4:30 p.m. on Friday, 5 June 2020.

FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out on page 118 of this annual report.

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

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

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group during the Year are set out in Note 14 to the consolidated financial statements.

SHARE CAPITAL

Details of the movements in the share capital of the Company during the Year are set out in Note 21 to the consolidated financial statements.

RESERVES

Details of the movements in the reserves of the Group and the Company during the Year are set out in Note 22 and note 34(b) to the consolidated financial statements. As at 31 December 2019, the reserves of the Company available for distribution, as calculated in accordance with statutory provisions applicable in the Cayman Islands was approximately RMB109.9 million (2018: RMB111.2 million).

REPORT OF THE DIRECTORS

CORPORATE GOVERNANCE

The principal corporate governance practices as adopted by the Company are set out in the section headed "CORPORATE GOVERNANCE REPORT" from pages 27 to 37 of this report.

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

To the best of knowledge of the Directors, the Group has complied with all relevant laws, rules and regulations during the Year.

DISCLOSURES UNDER RULES 17.22 TO 17.24 OF THE GEM LISTING RULES

As at 31 December 2019, the Group had no circumstances which would give rise to a disclosure obligation under Rules 17.22 to 17.24 of the GEM Listing Rules.

MAJOR CUSTOMERS AND SUPPLIERS

During the Year, sales to the Group's five largest customers accounted for less than 30% of the total sales for the Year. Purchases from the Group's five largest suppliers accounted for approximately 63.3% of the total purchases for the Year and purchases from the largest supplier included therein amounted to approximately 30%.

None of the Directors of the Company or any of their associates or any shareholders (which, to the best knowledge of the Directors, own more than 5% of the Company's share capital) had any beneficial interest in the Group's five largest suppliers.

DIRECTORS

The Directors during the Year and up to the date of this report were:

Executive Directors
Mr. Sheng Yingming *(Chairman and Chief Executive Officer)*
Ms. Sheng Sainan
Mr. Fang Xu
Mr. Tan Chee Kiang (appointed on 20 December 2019)
Mr. Yu Zemin (retired on 20 December 2019)

Independent non-executive Directors
Mr. Ma Lingfei
Ms. Huang Yueyuan
Mr. Tso Ping Cheong Brian

The biographical details of the Directors are set out in "Biographical Details of Directors and Senior Management" in this report.

In accordance with Articles of Association of the Company (the "Articles"), Ms. Sheng Sainan, Mr. Tan Chee Kiang and Mr. Ma Lingfei will retire and, being eligible, offer themselves for re-election at the forthcoming annual general meeting.

Each Director is subject to retirement by rotation in accordance with the Articles.

The Company has received annual confirmation of independence from each of the independent non-executive Directors. As at the date of this annual report, they are considered to be independent.

EMOLUMENT POLICY

In order to attract and retain high quality staff and to enable smooth operation within the Group, the Group offered competitive remuneration packages (with reference to market conditions and individual qualifications and experience). The remuneration packages are subject to review on a regular basis.

The emoluments of the Directors are recommended by the Remuneration Committee of the Company, having regard to the Group's operating results, market competitiveness, individual performance and achievement, to the Board for determination.

REMUNERATION OF DIRECTORS AND FIVE INDIVIDUALS WITH HIGHEST EMOLUMENTS

Details of the emoluments of the Directors and the five individuals with the highest emoluments are set out in Note 9 to the consolidated financial statements.

DIRECTORS' SERVICE CONTRACTS

Save and except Mr. Tan Chee Kiang was appointed for a term of five years, each of the other executive Directors has entered into a service contract with the Company for a term of three years which is subject to termination by either party giving not less than three month's written notice. Each of the independent non-executive Directors has entered into a service contract with the Company for a term of one year, renewable automatically for successive terms of one year each commencing from the day after the expiry of the then current term of the service contract and until terminated by either party giving not less than three months' written notice.

No Director proposed for re-election at the forthcoming annual general meeting has a service contract with the Company which is not determinable within one year without payment of compensation, other than statutory compensation.

PERMITTED INDEMNITY PROVISION

The Company has arranged for appropriate insurance covering the liabilities of its Directors and officers in respect of legal actions that may brought against them. The Company has maintained appropriate insurance cover for the Directors and officers throughout the Year and are currently in force.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as disclosed in this report, no Director nor a connected entity of a Director had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance to the business of the Group to which the holding company of the Company, or any of the Company's subsidiaries was a party during the Year.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Year.

DIRECTORS' AND THE CHIEF EXECUTIVE'S INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 December 2019, the interests and short positions in the shares, underlying shares and debentures of the Company or any associated corporation (with the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "SFO")) held by the Directors and chief executives of the Company which have been 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 were taken or deemed to have under such provisions of the SFO) or have been entered in the registered maintained by the Company pursuant to section 352 of the SFO, or as otherwise have been notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules are as follows:

Long position in ordinary shares of the Company

Name of Director	Capacity/Nature of interest	Number of ordinary shares held	Percentage of shareholding *(Note 2)*
Mr. Sheng Yingming ("Mr. Sheng") *(Note 1)*	Beneficial owner and interest in controlled corporation	249,940,000 shares	49.99%
Mr. Tan Chee Kiang	Beneficial owner	15,000,000 shares	3.00%

Notes:

(1) There are 239,950,000 shares held by Bright Commerce Investment Limited ("Bright Commerce") which is wholly owned by Mr. Sheng and hence, Mr. Sheng is deemed or taken to be interested in all the shares held by Bright Commerce for the purpose of SFO.

(2) The percentage is calculated on the basis of 500,000,000 shares in issue at the date of this report.

Save as disclosed above, as at 31 December 2019, none of the Directors or the chief executive of the Company had any other interests or short positions in any shares, underlying shares or debentures of the Company, any of its Group members or its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, or pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

INTEREST AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS OF THE COMPANY AND IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as was known to the Directors and the chief executives of the Company, the following persons/entities (not being the Director or chief executive of the Company) had, or deemed to have, interests or short positions in the shares or underlying shares of the Company, its Group members and/or associated corporations which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name of Shareholder	Capacity/Nature of interest	Number of ordinary shares held *(Note 1)*	Percentage of shareholding
Bright Commerce	Beneficial interest	239,950,000 shares (L)	47.99%
Mr. Sheng	Beneficial interest and interest in controlled corporation	249,940,000 shares (L)	49.99%
Ms. Chen Deqin *(Note 2)*	Interest of spouse	249,940,000 shares (L)	49.99%
Mr. Ren Yunan	Beneficial interest	58,800,000 shares (L)	11.76%
Ms. Lin Ying *(Note 3)*	Interest of spouse	58,800,000 shares (L)	11.76%

Notes:

(1) All interests stated are long positions.

(2) Ms. Chen Deqin is the spouse of Mr. Sheng. She is deemed, or taken to be, interested in all shares in which Mr. Sheng is interested for the purposes of SFO.

(3) Ms. Lin Ying is the spouse of Mr. Ren Yunan. She is deemed, or taken to be, interested in all shares in which Mr. Ren Yunan is interested for the purposes of SFO.

Save as disclosed above, as at 31 December 2019, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no person or corporation (other than the Director and chief executive of the Company) who had any interests or short position in the shares and/or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 or Part XV of the SFO.

SHARE OPTION SCHEME

The Company has adopted a share option scheme on 22 June 2017 (the "Share Option Scheme").

The purpose of the Share Option Scheme is to recognise and acknowledge the contributions made by the eligible participants, to attract skilled and experienced personnel, to incentivise them to remain with the Company and to motivate them to strive for the future development and expansion of the Group, by providing them with the opportunity to acquire equity interests in the Company.

No option has been granted since the adoption of the Share Option Scheme.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Articles of Association of the Company or the laws of Cayman Islands.

EQUITY-LINKED AGREEMENTS

During the Year, save for the Share Option Scheme, the Company did not enter into any equity-linked agreements in respect of shares of the Company.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total number of issued shares were held by the public as at the latest practicable date prior to the date of this annual report.

DIRECTORS' INTERESTS IN A COMPETING BUSINESS

None of the Directors or substantial shareholders of the Company or any of their respective associates has engaged in any business that competes or may compete with the business of the Group.

NON-COMPETITION UNDERTAKING BY CONTROLLING SHAREHOLDERS

In order to avoid potential conflicts of interests with our Company, each of our controlling shareholders, namely Bright Commerce and Mr. Sheng, have entered into a Deed of Non-Competition in favour of our Company (for itself and for the benefits of other members of our Group) on 22 June 2017, pursuant to which they (individually or with their close associates) have undertaken, among others, not to compete with the business of the Group. Each of the controlling shareholders furthers that if he/it/she or his/its/her close associates is offered or becomes aware of any business opportunity which may compete with the business of the Group, he/it/she shall promptly notify the Group in writing and the Group shall have a right of first refusal to take up such opportunities. Details of the Deed are set out in the section headed "Deed of Non-Competition" in the prospectus of the Company dated 30 June 2017.

Each of the controlling shareholders has made a written confirmation to the Board in respect of their compliance with the undertakings in the Deed since the entering of the Deed on 22 June 2017 to 31 December 2019. Upon receiving the confirmations from the controlling shareholders, the independent non-executive Directors had reviewed the same as part of the annual review process and confirmed that the controlling shareholders had complied with the Deed during the period.

RELATED PARTY TRANSACTIONS

Details of the related party transactions undertaken by the Group during the Year are set out in Note 31 to the consolidated financial statements in this report. None of such related party transactions constitutes connected transaction or continuing connected transaction, which is subject to the reporting, annual review, announcement and/or shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

CONNECTED TRANSACTIONS

During the Year, the Group has not conducted any "connected transaction" or "continuing connected transaction" (as defined under Chapter 20 of the GEM Listing Rules) which is subject to reporting and annual review requirements under the GEM Listing Rules.

COMPLIANCE ADVISER'S INTERESTS

As at 31 December 2019, save and except for the compliance adviser's agreement entered into between the Company and Messis Capital Limited (the "Compliance Adviser") dated 29 June 2017, neither the Compliance Adviser nor its directors, employees or close associates had any interests in relation to the Company which is required to be notified to the Group pursuant to Rule 6A.32 of the GEM Listing Rules.

AUDITOR

The financial statements have been audited by PricewaterhouseCoopers who will retire and, being eligible, offer themselves for re-appointment at the forthcoming annual general meeting. There have been no change of auditors in the past three years.

On behalf of the Board

Sheng Yingming
Chairman, Executive Director and Chief Executive Officer
29 April 2020

CORPORATE GOVERNANCE REPORT

The Board is pleased to present this corporate governance report in the Company's annual report for the Year.

The Board is committed itself to enhance the standard of corporate governance practices and business ethics with the firm belief that they are essential for maintaining and promoting investors' confidence and maximising shareholders' returns. The Board reviews its corporate governance practices from time to time in order to meet the rising expectations of stakeholders and comply with increasingly stringent regulatory requirements, and to fulfill its commitment to excellent corporate governance.

CORPORATE GOVERNANCE

Subject to the deviation as disclosed in this report, the Company has complied with all the code provisions on Corporate Governance Code as set out in Appendix 15 to the GEM Listing Rules throughout the Year.

BOARD OF DIRECTORS

The Board currently consists of four executive Directors and three independent non-executive Directors:

Executive Directors
Mr. Sheng Yingming
Ms. Sheng Sainan
Mr. Fang Xu
Mr. Tan Chee Kiang (appointed on 20 December 2019)
Mr. Yu Zemin (retired on 20 December 2019)

Independent non-executive Directors
Mr. Tso Ping Cheong Brian
Mr. Ma Lingfei
Ms. Huang Yueyuan

The Board is responsible for the Company's corporate policy formulation, business strategies planning, business development, risk management, major acquisitions, disposals and capital transactions, and other significant operational and financial matters. Major corporate matters that are specifically delegated by the Board to the management include the preparation of annual, quarterly and interim accounts for Board approval before public reporting, execution of business strategies and initiatives adopted by the Board, implementation of adequate systems of internal controls and risk management procedures, and compliance with relevant statutory requirements and rules and regulations.

Pursuant to Article 108 of the Articles, at each annual general meeting one-third of the Directors shall retire from office by rotation and every Director shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election.

No corporate governance committee has been established and the Board is also delegated with the corporate governance functions under code provision D.3.1 of the Corporate Governance Code.

Details of the backgrounds and qualifications of the chairman of the Company and the other Directors are set out on pages 15 to 18 of this Annual Report. All Directors have given sufficient time and attention to the affairs of the Group. Each executive Director has sufficient experience to hold the position so as to carry out his duties effectively and efficiently. The family relationships among the Board members, if any, are disclosed under "Biographical Details of Directors and Senior Management" section in this annual report.

The Company has three independent non-executive Directors who have appropriate and sufficient experience and qualification to carry out their duties so as to protect the interests of shareholders. Mr. Tso Ping Cheong Brian, Mr. Ma Lingfei and Ms. Huang Yueyuan are the independent non-executive Directors. All of them were appointed for a term of one year, renewable automatically for successive terms of one year commencing from the day after the expiry of the then current term of service contract and are subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company's Articles.

The Company has received from each independent non-executive Director an annual confirmation of his/her independence, and the Company considers such Directors to be independent in accordance with Rule 5.09 of the GEM Listing Rules. All independent non-executive Directors are identified as such in all corporate communications containing the names of the Directors.

The Company has arranged Directors' and officers' liability insurance for the Directors and officers of the Company.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Mr. Sheng acted as both the chairman and the chief executive officer who would provide a strong and consistent leadership to the Group and allow for more effective planning and management of the Group. Pursuant to Appendix 15 of the GEM Listing Rules, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, in view of Mr. Sheng's extensive experience in the industry, personal profile and critical role in the Group and the Group's historical development, the Group considered that it would be beneficial to the business prospects of the Group that Mr. Sheng is acting as both our chairman and our executive officer. The Board further believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by current Board which comprises of experienced and high caliber individuals with sufficient number thereof being independent non-executive Directors.

Training and Support for Directors

All Directors, including executive Directors and independent non-executive Directors, should keep abreast of their collective responsibilities as Directors and of the businesses and activities of the Group. Each newly appointed Director would receive an induction package covering the Group's businesses and the statutory and regulatory obligations of a director of a listed company. The Group also provides briefings and other training to develop and refresh the Directors' knowledge and skills, and updates all Directors on the latest developments regarding the GEM Listing Rules and other applicable regulatory requirements to ensure compliance and to enhance their awareness of good corporate governance code.

BOARD MEETINGS

The Board held a full board meeting for each quarter. During the Year, the number of Board meetings and general meetings attended by each Director is set out in the following table.

	Number of Board meetings attended	Number of general meetings attended
Mr. Sheng	6/6	1/1
Ms. Sheng Sainan	6/6	0/1
Mr. Fang Xu	6/6	0/1
Mr. Tan Chee Kiang (appointed on 20 December 2019)	1/1	0/1
Mr. Yu Zemin (retired on 20 December 2019)	5/5	0/1
Mr. Ma Lingfei	6/6	0/1
Ms. Huang Yueyuan	6/6	0/1
Mr. Tso Ping Cheong Brian	5/6	1/1

Apart from the above regular Board meetings of the year, the Board will meet on other occasions when a Board-level decision on a particular matter is required. The Directors will receive details of agenda items for decision in advance of each Board meeting.

Board minutes are kept by the Company Secretary and are open for inspection by the Directors. Every Board member is entitled to have access to Board papers and related materials, and has unrestricted access to the advice and services of the Company Secretary, and has the liberty to seek external professional advice if so required. The Board is responsible for maintaining an on-going dialogue with shareholders and in particular, uses annual general meetings or other general meetings to communicate with them and encourage their participation. The Board notes that the Chairman of the Board and the chairmen or, in their absence, other members of the audit committee ("Audit Committee"), nomination committee ("Nomination Committee") and remuneration committee ("Remuneration Committee") of the Company should attend the annual general meeting to answer questions and collect views of shareholders.

REMUNERATION COMMITTEE

The Remuneration Committee was established on 22 June 2017. The current chairman of the committee is Ms. Huang Yueyuan, an independent non-executive Director, and other members are Mr. Ma Lingfei and Mr. Tso Ping Cheong Brian (independent non-executive Directors).

Under Rule 5.34 of the GEM Listing Rules, a listed issuer should establish a Remuneration Committee with specific written terms of reference which deal clearly with its authority and duties, the Company established a Remuneration Committee as required under Rule 5.34 of the GEM Listing Rules.

The role and function of the Remuneration Committee included, among others, making recommendations to the Board on the remuneration packages of individual executive Directors and senior management, including benefits in kind, pension rights and compensation payments (including any compensation payable for loss or termination of their office or appointment) and making recommendations to the Board for the remuneration of Directors. The Remuneration Committee should consider factors such as salaries paid by comparable companies, time commitment and responsibilities of the Directors, employment conditions elsewhere in the Group and desirability of performance-based remuneration.

During the Year under review, two meetings of the Remuneration Committee were held. Details of the attendance of the meetings of the Remuneration Committee are as follows:

	Members Attendance Times
Ms. Huang Yueyuan	2/2
Mr. Ma Lingfei	2/2
Mr. Tso Ping Cheong Brian	2/2

The Remuneration Committee of the Company has considered and reviewed the existing terms of employment contracts of the executive Directors and appointment letters of the independent non-executive Directors. The Remuneration Committee of the Company considers that the existing terms of employment contracts of the executive Directors and appointment letters of the independent non-executive Directors are fair and reasonable. Details of the emoluments of the Directors are set out in Note 9 to the consolidated financial statements.

NOMINATION COMMITTEE

The Nomination Committee was established on 22 June 2017. The current chairman of the committee is Mr. Ma Lingfei, an independent non-executive Director, and other members are Mr. Tso Ping Cheong Brian and Ms. Huang Yueyuan, both of them are independent non-executive Directors. The duties of the nomination committee include, among others, formulating nomination policies and making recommendation to the Board regarding nomination, appointment and replacement of directors. The committee will also establish recruitment procedures, review the structure, number of members and composition of the Board and assess the independence of the independent non-executive directors. The committee held two meetings during the Year.

	Members Attendance Times
Mr. Ma Lingfei	2/2
Mr. Tso Ping Cheong Brian	2/2
Ms. Huang Yueyuan	2/2

The committee considers the past performance, qualification, general market conditions and the Company's Articles in selecting and recommending candidates for directorship during the Year.

NOMINATION POLICY

The Board has adopted a nomination policy (the "Nomination Policy") which sets out the selection criteria and nomination procedures to identify, select and recommend candidates for Directors.

Selection Criteria

When evaluating and selecting candidates for directorships, the members of the Nomination Committee or the Board shall consider the following criteria:

- Character and integrity;
- Qualifications including professional qualifications, skills, knowledge and experience that are relevant to the Company's business and corporate strategies;
- Willingness to devote adequate time to discharge duties as a Board member and other directorships and significant commitments;
- In case of independent non-executive Directors, whether the candidates would be considered independent in accordance with the Listing Rules;
- The Board Diversity Policy and any measurable objectives adopted by the Nomination Committee for achieving diversity on the Board; and
- Such other perspectives appropriate to the Company's business.

These factors are for reference only, and not meant to be exhaustive and decisive. The Nomination Committee has the discretion to nominate any person, as it considers appropriate.

Nomination Procedures

Appointment of New Director

- The Nomination Committee shall, upon receipt of the proposal on appointment of new director and the personal information (or relevant details) of the proposed candidate(s), evaluate such candidate(s) based on the criteria as set out above to determine whether such candidate(s) is qualified for directorship;
- If there is more than one desirable candidate, the Nomination Committee shall rank them by order of preference based on the needs of the Company and reference check of each candidate (where applicable);
- The Nomination Committee shall then recommend to the Board to appoint the appropriate candidate for directorship; and
- For any person that is nominated by a shareholder for election as a director at the general meeting of the Company, the Nomination Committee shall evaluate such candidate based on the criteria as set out above to determine whether such candidate is qualified for directorship.

Re-election of Director at General Meeting

- The Nomination Committee shall review the overall contribution and service to the Company of the retiring director including his/her attendance of Board meetings and, where applicable, general meetings, and his/her level of participation and performance on the Board and the Company's business;

- The Nomination Committee shall also review and determine whether the retiring director continues to meet the selection criteria as set out above; and

- The Board, with the recommendation from Nomination Committee, shall then make recommendation to shareholders in respect of the proposed re-election of director at the general meeting.

The Nomination Committee will monitor the implementation of the Nomination Policy and report to the Board when necessary. Also, the Nomination Committee will review the Nomination Policy, as appropriate, to ensure the effectiveness of the Nomination Policy and will discuss any revisions that may be required, and recommend any such revisions to the Board for consideration and approval.

BOARD DIVERSITY POLICY

The Board adopted the board diversity policy ("Board Diversity Policy") in accordance with the requirement set out in the Codes. Such policy aims to set out the approach to achieve diversity on the Board.

The Nomination Committee is responsible for the review of the Board's diversity policy, considering factors including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service of Board members, and review the measurable objectives that the Board has set for implementing the Board's diversity policy, and monitor the progress on achieving the measurable objectives.

The Nomination Committee monitors, from time to time, the implementation of the policy, and reviews, as appropriate, the policy to ensure the effectiveness of the policy. The Nomination Committee will continue to give adequate consideration to these measurable objectives when making recommendations of candidates for appointment to the Board.

DIVIDEND POLICY

The Board adopted the dividend policy ("Dividend Policy") in accordance with the requirement set out in the Codes. Such policy aims to set out the approach to maintain a balance between meeting shareholders' expectations and prudent capital management with a sustainable dividend policy. In view of this, the dividend payout ratio shall be determined by the Board from time to time. Such declaration and payment of dividends shall remain to be recommended by the Board. In addition, any final dividend for a financial year will be subject to shareholders' approval. The remaining net profit will be used for the Group's operations and development.

The Company's ability to pay dividends will depend upon, among other things, the Company's current and future operations, corporate development plans, liquidity position, capital requirements and future expected capital needs, as well as dividends received from the Company's subsidiaries and associates. The payment of dividend is also subject to any restrictions under the relevant laws, rules and regulations and subject to the articles of association of the Company.

The Dividend Policy reflects the Company's current views on the financial and cash-flow position of the Group prevailing at the time of its adoption. The Board will continue to review the Dividend Policy from time to time and may adopt changes as appropriate at the relevant time as part of its commitment to maximizing shareholder value, taking into consideration the financial performance of the Company and market conditions. There is no guarantee that any particular amount of dividends will be distributed for any specific periods.

AUDIT COMMITTEE

On 22 June 2017, the Company established an Audit Committee with written terms of reference in compliance with Rules 5.28 and 5.33 of the GEM Listing Rules and paragraphs C.3.3 and C.3.7 of the Corporate Governance Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process, financial controls, internal control and risk management systems of the Group and provide advice and comments on the Group's draft annual reports and accounts, half year reports and quarterly reports to Directors. The Audit Committee comprises of three members, the current chairman of the committee is Mr. Tso Ping Cheong Brian an independent non-executive Director and other members are Mr. Ma Lingfei and Ms. Huang Yueyuan, both of them are independent non-executive Directors.

The Audit Committee held four meetings during the Year under review. Details of the attendance of the Audit Committee meetings are as follows:

	Members Attendance Times
Mr. Tso Ping Cheong Brian	3/4
Mr. Ma Lingfei	4/4
Ms. Huang Yueyuan	4/4

The Group's unaudited quarterly and interim results and annual audited results for the Year have been reviewed by the Audit Committee during the Year, which was of the opinion that the preparation of such results complied with the applicable accounting standards and requirements and that adequate disclosure have been made.

COMPANY SECRETARY

The Company engages an external service provider to provide company secretarial services and has appointed Mr. Tam Chun Wai Edwin as its Company Secretary on 4 July 2018. The biographical details of Mr. Tam are set out under the section headed "Biographical Details of Directors and Senior Management" in the annual report.

According to the requirements of Rule 3.29 of the Listing Rules, Mr. Tam has confirmed that for the Year under review, he has taken no less than 15 hours of relevant professional training. Mr. Tam is not an employee of our Group and he is responsible for advisory to the Group on corporate governance matters. Mr. Fang Xu, our executive director, is the person who Mr. Tam can contact for the purpose of code provision F.1.1 of the Code.

SENIOR MANAGEMENT'S REMUNERATION

The senior management's remuneration payment of the Group for the Year falls within the following band:

	Number of Individuals
Nil – HK$1,000,000	2

AUDITORS' REMUNERATION

The Audit Committee of the Company is responsible for considering the appointment of the external auditor and reviewing any non-audit functions performed by the external auditor, including whether such non-audit functions could lead to any potential material adverse effect on the Group.

During the Year, the fees charged by PricewaterhouseCoopers for audit services of the Group amounted to approximately RMB1,130,000.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities for the preparation of the consolidated financial statements of the Group and ensure that the consolidated financial statements are in accordance with statutory requirements and applicable accounting standards. The Directors also ensure the timely publication of the consolidated financial statements of the Group. The statements of the external auditors of the Group, PricewaterhouseCoopers, about their reporting responsibilities on the consolidated financial statements of the Group is set out in the Report of Auditor on pages 51 to 56 of this annual report.

The Group had net current liabilities of approximately RMB56.5 million as at 31 December 2019, of which approximately RMB108.3 million and RMB46.0 million represented current bank borrowings and bank acceptance notes payable, respectively, to be repayable in the coming twelve months. Based on the Group's cash flow forecast which has taken into account the continuous availability of bank facilities, the successful renewal of bank facilities upon expiry, and other measures as mentioned in note 2.1.1 to these consolidated financial statements, the Directors confirm that, to the best of their knowledge, information and belief, having made all reasonable enquiries, they are not aware of any other material uncertainties relating to events or conditions that may cast significant doubt upon the Group's ability to continue as a going concern.

INTERNAL CONTROL AND RISK MANAGEMENT

The Board acknowledges its responsibility for the effectiveness of the Group's internal control and risk management systems. Such internal control and risk management systems are designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable but not absolute assurance against material misstatement or loss. The Board had conducted a review on the effectiveness of the Group's internal control and risk management systems once during the Year which covered financial, operational, compliance procedural and risk management functions and had considered the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting and financial reporting function. The Group does not have an internal audit function. The Board currently takes the view that there is no immediate need to set up an internal audit function in light of the size, nature and complexity of the Group's business. The need for an internal audit function will be reviewed from time to time.

The Company believes that good corporate governance practices are very important for maintaining and promoting investor confidence and for the sustainable growth of the Company. The Company has therefore made continued efforts to uplift its quality of corporate governance. It has established a highly effective system of internal controls and adopted a series of measures to ensure its safety and effectiveness. As a result, the Company is able to safeguard its assets and protect the interests of its shareholders.

The Board is of the view that the systems of internal control and risk management are effective and there are no irregularities, improprieties, fraud or other deficiencies that suggest material deficiency in the effectiveness of the Group's internal control system.

BUSINESS ACTIVITIES IN SANCTIONED COUNTRIES

The US government and other jurisdictions, including the European Union, the United Nations and the Australia government, have comprehensive or broad economic sanctions targeting the Sanctioned Countries (note 1) and Sanctioned Persons (note 2).

Note 1 – Sanctioned Countries are those countries which are the targets of economic sanctions as administered by the U.S., the EU, the United Nations and Australia.

Note 2 – Sanctioned Persons are certain person(s) and entity(ies) listed on the United States Department of Treasury's Office of Foreign Assets Control Specially Designated Nationals and Blocked Persons List or other restricted parties lists maintained by the EU, the United Nations or Australia.

The Board had effectively monitored and evaluated our business exposure to sanctions risk, including assigning senior staff to review and approve all relevant business transaction documents from customers or potential customers from Sanctioned Countries and Sanctioned Persons. The designated staff reviewed information relating to the counterparty of the contract (such as identity, nature of business, etc.) along with the draft business transaction documentation. The designated staff checked the counterparty against the various lists of restricted parties and countries maintained by the US, the European Union, Australia or the United Nations, including, without limitation, any government, individual or entity that is the subject of any OFAC-administered sanctions which lists are publicly available, and determine whether the counterparty is, or is owned or controlled by, a person located in any of the Sanctioned Countries or a Sanctioned Person. If any potential sanctions risk is identified, we will seek advice from external legal counsel with necessary expertise.

During the Year, none of our products were sold to any Sanctioned Countries or Sanctioned Persons.

AUDITOR

During the Year under review, the performance of the external auditor of the Company has been reviewed and the Board proposed to put forward a resolution to reappoint PricewaterhouseCoopers as the external auditor in the forthcoming annual general meeting.

INVESTOR RELATIONS AND COMMUNICATION WITH SHAREHOLDERS

The Company has disclosed all necessary information to the shareholders and investors in compliance with GEM Listing Rules and uses a number of formal communications channels to communicate with shareholders and investors of the Company. These include (i) the publication of quarterly, interim and annual reports; (ii) the annual general meeting or extraordinary general meeting providing a forum for shareholders of the Company to raise comments and exchanging views with the Board; (iii) the Company replying to the enquires from shareholders timely; (iv) updated and key information of the Company available on the website of the Company; (v) the Company's website offering communication channel between the Company and its shareholders and investors; and (vi) the Company's share registrar in Hong Kong providing services to the shareholders regarding all share registration matters.

CONVENING OF EXTRAORDINARY GENERAL MEETING ON REQUISITION BY SHAREHOLDERS

Pursuant to article 64 of the Articles, shareholder(s) holding not less than one tenth of the paid up capital of the Company having the right of voting at general meetings may make a request in writing for the convening of an extraordinary general meeting and the Board shall convene an extraordinary general meeting within two months of such requisition.

PUTTING FORWARD ENQUIRIES TO THE BOARD

For putting forward any enquiries to the Board, shareholders may send written enquiries to the Company by addressing them to the principal place of business of the Company in Hong Kong located at 27th Floor, Henley Building, 5 Queen's Road Central, Central, Hong Kong by post or by email to shenglong@noble-cpa.com.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding Directors' securities transactions 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 Directors have complied with such code of conduct and the required standard of dealings regarding securities transactions throughout the Year.

The Company has also adopted a code of conduct governing securities transactions by employees who may possess or have access to the inside information.

DISCLOSURE OF INSIDE INFORMATION

The Group acknowledges its responsibilities under the SFO and the GEM Listing Rules and the overriding principle that inside information should be announced immediately when it is the subject of a decision. The procedures and internal controls for the handling and dissemination of inside information are as follows:

- the Group conducts its affairs with close regard to the disclosure requirement under the GEM Listing Rules as well as the "Guidelines on Disclosure of Inside Information" published by the Securities and Futures Commission of Hong Kong in June 2012;
- the Group has formulated inside information policies and disclosed its policies on fair disclosure by pursuing broad, non-exclusive distribution of information to the public through channels such as financial reporting, public announcements and its website;
- the Group has strictly prohibited unauthorised use of confidential or inside information; and
- the Group regularly reminds the Directors and employees about due compliance with all polices regarding the inside information, as well as keeps them appraised of the latest regulatory updates.

SIGNIFICANT CHANGES IN CONSTITUTIONAL DOCUMENTS

During the Year, there had been no significant changes in the constitutional documents of the Company.

LOOKING FORWARD

The Company will keep on reviewing its corporate governance standards on a timely basis and the Board endeavor to take the necessary actions to ensure compliance with the required practices and standards including the provisions of the Code on Corporate Governance Code introduced by the Stock Exchange.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

ABOUT THIS REPORT

This is our annual Environmental, Social and Governance ("ESG") Report for 2019, which disclose the policies, actions and performance of the Group involved in sustainability in a transparent and open manner, so as to boost the confidence of the stakeholders in the Group and deepen their understanding about the Group.

REPORTING YEAR

All information provided in this report covers the period from 1 January 2019 to 31 December 2019 ("Reporting Period"), which is consistent with the financial year of the Group's 2019 annual report.

BASIS OF PREPARATION

This report is prepared in compliance with Appendix 20 of Rules Governing the Listing of Securities on GEM (the "GEM Listing Rules") of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the "Environmental, Social and Governance Reporting Guide" of the Stock Exchange (hereinafter referred to as the "ESG Guide"), the description of which sets forth the ESG performance of the Group in a simplified form. The Group has complied with the disclosure requirements of the "comply or explain" provisions set out in the ESG Guide.

Information as contained in this report is derived from the statistics and analytical results of the Group. This report is prepared in Chinese and English. In case of any inconsistency or discrepancy between the Chinese version and the English version, the Chinese version shall Prevail.

INTRODUCTION

The Group is principally engaged in the manufacturing and sales of decorative printing materials products. The Group has been active in this industry over 20 years. In addition to its sophisticated equipment and advanced production lines, the Group always persists in following the principle of "Quality First and Customer First" by continuing to transform and introduce high-tech printing equipment to improve its production efficiency and quality.

The Group stresses the importance of technological innovation, research and development, which is validated by the various invention patents and design patents over the years. Operating our business under the brand SPLENDECOR, the Group has successfully developed a series of novel and environmental decor materials, including finish foil paper, decorative paper, melamine impregnated paper and PVC decorative films, with the offering of colour scheme solutions based on customer requirements. The Group's products, which are sold throughout the world, are widely used in various areas, including furniture, cabinets, framework, door panels, fire proof boards, melamine boards, chip boards, density boards and floorboards.

By always adhering to the corporate spirit of "responsibility, honour, innovation and improvement", the Group strives to develop into a green business focusing on environmental decorative materials. With an aim to achieve customer satisfaction and upholding the standards of health, safety and environmental protection, the Group is committed to carrying out its corporate mission of "Creating Customer Values, Development Opportunities for Employees, Providing Better Places to the Communities, and Maintaining the Natural Harmony".

STAKEHOLDERS ENGAGEMENT

Based on the relevant business management personnel's experience and frequency of providing responses to customers, as well as consultations and interactive communications between external bodies and in-house employees, the Group filters and selects six major categories of stakeholders, which are identified government/regulatory bodies, investors/shareholders/media, customers, employees, communities and suppliers.

Major Stakeholders	Communications Channel	Aspects in concern
Government/regulatory bodies	Due submission Inspection of compliance	Compliance with laws and regulation Corporate governance
Investors/shareholders/media	Information disclosed on the websites of the Company and the Stock Exchange General meetings Road shows	Market image Corporate governance Economic performance
Customers	Business visits Liaison through e-mail and telephone Regular meetings	Product quality Product management Environmental management
Employees	Training Employees' opinions and complaints Publications for employees	Safety Employee benefits Labour rights
Communities	Volunteer activities Sponsorship for public welfare events in communities Interviews	Emissions Social responsibility Community activities
Suppliers	Business visits Liaison through e-mail and telephone Regular meetings	Supply management and requirements Operating conditions

ENVIRONMENTAL PROTECTION

Emissions

In accordance with the national laws, including the Environmental Protection Law (《環境保護法》), the Law on the Prevention and Control of Air Pollution (《大氣污染防治法》), the Law on the Prevention and Control of Environmental Pollution by Solid Waste (《固體廢棄物污染環境防治法》), the Law on the Prevention and Control of Water Pollution (《水污染防治法》), as well as local rules and regulations, including Zhejiang Ordinances on the Prevention and Control of Air Pollution (《浙江省大氣污染防治條例》), Zhejiang Ordinances on the Prevention and Control of Water Pollution (《浙江省水污染防治條例》), and Zhejiang Ordinances on the Prevention and Control of Environmental Pollution by Solid Waste (《浙江省固體廢物污染環境防治條例》), the Group has established the "Integrated Management System for Exhaust Gases", "Integrated Management System for Wastewater", and "Management System for Solid Waste", whereby regulating the management of production activities, domestic exhaust gases and wastewater and solid waste, as well as preventing water and soil pollution, for the purposes of minimising environmental impacts on the surroundings and protecting and improving the environment.

To dispose wastewater, the Company adopts measures to separate drainage and sewage, under which, raindrops, production sewage, and domestic sewage at the preliminary stage will be transported in separate pipelines to our self-constructed sewage treatment station for treatment. Wastewater that is in compliance with the emission standard under the Integrated Wastewater Discharge Standard and the corporate standards set by Hangzhou Lin'an Wastewater Discharge Limited* (杭州臨安排水有限公司) will be directed to the municipal sewage pipeline. Hangzhou Lin'an Wastewater Discharge Limited will carry out subsequent treatment processes.

To dispose hazardous waste, electroplating sludge generated each year is delivered to a qualified recycling company for hazard-free treatments. To dispose exhaust gases, the Company installs exhaust collecting devices to our production equipment that will generate exhaust gases. The exhaust gases so collected will be transported to an exhaust gas treatment facility in a pipeline network, the discharge concentration level and speed ratio of which will meet the Integrated Emission Standard of Air Pollutants 《大氣污染物綜合排放標準》).

Every year, the Group appoints the relevant qualified third-party inspection and testing body to conduct inspection and testing over exhaust gases, sewage and noise so that all emission levels are in compliance with the limitation requirements under the Integrated Emission Standard of Air Pollutants (GB16297-1996) and the Integrated Wastewater Discharge Standard (GB8979-1996). During the Reporting Period, the Group's plants reported no non compliant case involving the relevant environmental laws and regulations. During the reporting period, there are no material generation of non-hazardous waste and the total amount of hazardous wastes and its intensity are 2.30 tonne and 0.0000066 tonne/Revenue RMB'000 (2018: the amount of hazardous waste and its intensity are 4.24 tonne and 0.000012 tonne/Revenue RMB'000).

Our greenhouse emissions mainly discharged from our self-owned vehicles and indirect energy consumed by the Group for its daily operations, including electricity, natural gas, petrol and diesel.

* *For identification purposes only*

Major air pollutants emission during the Reporting Period and the corresponding period in 2018 are as follows:

Air Pollutant Emission		
Type of Air Pollutants	**Air Pollutant Emission (kg)**	**Air Pollutant Emission (kg)**
	2019	**2018**
Sulphur dioxide	1,111.49	1,063.27
Nitrogen oxides	1,380.01	1,321.76
Particulate matter	0.94	0.81

The GHG emission from the operation during the Reporting Period and the corresponding period in 2018 are set out below:

GHG Emission		
Type of GHG emissions	**Equivalent CO_2 emission (tonne)**	**Equivalent CO_2 emission (tonne)**
	2019	**2018**
Scope 1 Direct emissions	106.2	91.7
Scope 2 Indirect emissions	4,644.9	4,715.2
Total	4,751.1	4,806.9
Intensity	0.014 tonne/Revenue RMB'000	0.014 tonne/Revenue RMB'000

Note: The calculation of the greenhouse gas is based on the "Corporate Accounting and Reporting Standard" from greenhouse gas protocol.

Scope 1: Direct emission from vehicles that are owned by the Group

Scope 2: Indirect emissions from the generation of purchased electricity consumed by the Group

Scope 3 is not disclosed as it is an optional disclosure and the corresponding emission is not controlled by the Group

Use of resources

In addition to formulating the "Control Procedures for Energy Conservation and Efficient Consumption", the Group adopts various measures to reduce the level of resources consumed during our business operations.

The Group makes production plans by aligning orders that consume the same paper for centralised production, which will reduce the number of powering on machinery and equipment. As a result, the utilisation rate of energy and raw materials will be increased. For transportation, our plant sites will also align orders in close proximity for transportation in the same vehicle to reduce the number of commutes, which will further reduce fuel consumption.

Furthermore, the Group installs water metres to facilities that require water consumption for the purposes of monitoring water consumption. In case of any consumption anomaly, the environmental protection department shall investigate into the causes with concerned departments, and take corrective and precautionary measures accordingly.

Overview of environmental performance indicators for various natural resources

	Unit	2019 Total Amount	2018 Total Amount
Total water consumption	Tonne	87,732	64,466
Water Intensity	Tonne/Revenue RMB'000	0.25	0.18
Electricity	kWh	5,894,190	5,983,350
Natural gas	m^3	1,598,811	1,531,931
Petrol	L	21,972	19,758
Diesel	L	22,750	18,966

The Group's packaging materials for its products comprise of packaging paper, plastic films, paper core barrels and paper spools, etc. The Company utilises various packaging materials reasonably and effectively to reduce environmental impacts.

Major packaging materials	Unit	2019 Total Amount	2018 Total Amount
Packaging paper	kilogram	72,794	78,274
Plastic films	kilogram	70,459	75,925
Paper core barrels	kilogram	96,911	107,571
Paper spools	kilogram	7,458	8,007

Environmental and natural resources

The Group is committed to minimising the impacts brought by our corporate activities on the environment in a responsible manner, and utilises our resources and efforts in concert with all employees to make contributions to the environmental protection. On the one hand, we enhance environmental promotions among our employees to raise their environmental awareness, and encourage them to adopt environmental practices. On the other hand, we design workplaces for sustainability. Furthermore, we manage our resources in a responsible manner. For example, steam condensate will supplement our fire-fighting water to reduce the discharge of sewage, while exhaust gas processing facilities are installed to reduce waste emissions. For the purposes of reducing the discard of chemical packaging barrels, we entered into the agreement with respect to the recycle of chemical packaging barrels with related suppliers with our best efforts to minimise the environmental impacts.

Green office

The Group actively promotes the environmental practices of low-carbon office operations by encouraging our employees to conserve water, power and use of paper and other office supplies in our daily office activities, as well as encouraging our employees to upload and share documents and materials through the internet, instant messaging software and other electronic communications means to reduce unnecessary printing.

Besides these practices, the Group implements the following measures to reduce waste of resources and carbon emissions:

- To reduce energy consumption used for the standby mode of computers, printers, photocopy machines, and other office equipment;
- To enhance our management of energy consumption of air-conditioners;
- To improve our management of lighting power, such as selective lighting in bigger offices;
- To fully utilise the video-based conference system;
- To promote the recycling of the office paper and other resources and reduce use of disposable paper cups;
- To improve the utilisation rate of our business vehicles by picking up passengers who are in close proximity, and provide regular maintenance to reduce fuel consumption.

ABOUT THE EMPLOYEES

As at 31 December 2019, the Group has a total number of 360 employees (2018: 316 employees). As the plant site in Lin'an is principally engaged in production activities and massive physical labour is generally required in production related positions, male employees outnumbered the female employees.

Below is a detailed breakdown of our employees by gender and age group as at 31 December 2019 and 2018:

	2019		2018	
	Number of staff	% of total	Number of staff	% of total
By gender				
Male	276	77	234	74
Female	84	23	82	26
Total	360	100	316	100
By age group				
Under 30	92	26	76	24
31–50	203	56	182	58
51 or above	65	18	58	18
Total	360	100	316	100

Below is a detailed breakdown of our employees turnover rate by gender and age group as at 31 December 2019 and 2018:

	2019	2018
Turnover rate by gender		
Male	10%	43%
Female	17%	21%
Turnover rate by age group		
Under 30	15%	74%
31–50	10%	26%
51 or above	9%	24%

Our plant sites treat men and women equally by offering the same fringe benefits and remuneration packages for the same position. During the Reporting Period, our plant sites were not involved in any cases involving the laws and regulations governing employment and labour.

Prioritising safety based on precautions

The Group places a high emphasis on the workplace safety of our employees to prevent any physical injury. In particular, we stress the importance of various safety measures implemented in our production workshops and provide effective induction training to our employees along with safety promotions and instructions, risk management, first aid and other related work. Furthermore, we organise regular safety drills, including fire drills. We always emphasise prioritising safety based precautions.

Caring a healthy amateur life

It is important for the Group as a production-driven enterprise to ensure the occupational health and safety of our employees. In compliance with the industry standards and the statutory requirements under the Production Safety Law of the People's Republic of China (《中華人民共和國安全生產法》), the Group is committed to providing our employees with a healthy and safe workplace in the course of its business. On the one hand, the plant sites will provide our employees with personal protective equipment based on their various positions. For example, printer operators will be provided with dust-proof masks and earplugs, while our ink production specialists will be provided with toxic-proof masks and gloves. On the other hand, the plant sites will organise regular safety education programs for our employees to raise their safety awareness over the course of production activities. In addition, the plant sites will organise fire drills and fire safety training each year to enhance the fire safety awareness of our employees.

The Group cares about the physical and mental health of our employees and provides our employees with regular health checks. By providing a full-range health service platform for our employees, the Group maintains the health level of our employees with precautions against the spread of diseases, thus ensuring the healthy conditions of our employees. During the Reporting Period, the Group arranged 343 health checks for our employees (2018: 142 health checks for our employees).

The Group offers our employees an extensive range of fringe benefits, including lucky money or festive gifts to our employees on Chinese New Year, Mid-autumn Festival, Women's Days, and other statutory holidays. Furthermore, the Group extends such benefits package to the family members and relatives of our employees, such as birthday blessing to the parents of our employees.

Overview of health and safety performance indicators

	2019	2018
Number of injuries	15	19
Injury description	Mainly cuts and scratches	Mainly cuts and scratches
Workplace injury rate per 100 employees	4%	6%
Total hours of absence	2,682	1,858
Percentage of workday loss due to workplace injuries	0.20%	0.14%
Corrective measure to prevent reoccurrence of the same accidents	To raise the safety awareness of our employees through enhanced safety training programs	To raise the safety awareness of our employees through enhanced safety training programs

During the Reporting Period, the Group found no material occupational health and safety incident or death accident.

Valuing talents through education and training

The Group pays attention to the career development of our employees by establishing a full-fledge education and training system. Under such system, our employees as a whole are encouraged to persist in on-the-job training. Furthermore, we strive hard to create growth opportunities for our talented employees through our education and training that will boost individual quality, sharpen the workplace skills and enhance the teamwork performance.

Overview of training and development performance indicators for 2019 and 2018

		Managerial staff	General Staff	Total percentage of trained employees
Percentage of trained employees	Male	100%	100%	100%
	Female	100%	100%	

Besides, the Group operates a fresh graduate cultivation scheme that will be conducive to the smooth and effective adaption of fresh graduates to the workplace, enabling them to recognise the shift in their social role and adjust their attitude on their path to career development.

Labour standards

The Group fully recognises that child labour and forced labour violates the basic human rights and the International Labour Convention, which will pose a threat against the sustainability of communities and economic growth.

Therefore, the Group is in strict compliance with the provisions that prohibit use of child labour and safeguards the human rights. In addition, the Group prohibits any form of forced labour or child labour.

Over the course of recruitment, the Group is required to identify the identification of our employees to verify they meet the statutory age of 18 years old. In case of overtime at the plant sites, we are required to ensure the employees are voluntary rather than being forced to take up overtime work. Where any employee is forced to work overtime, our employee representative may collect evidence for communications with our management to seek viable solutions.

Overtime pays are made in accordance with the standards as prescribed by law in case of workday overtime, weekend overtime, and overtime during national and statutory holidays.

During the Reporting Period, the plant sites of the Group in Lin'an found no case involving the violation against the laws and regulations governing the prevention of child labour or forced labour.

Diverse communications channel

The employees and management of the Group may engage in horizontal or vertical communications through our diverse communication channels, including complaint box, e-mail, routine meetings or announcements. Specified staff are designated to handle complaints lodged inside the complaint box on confidential terms.

OPERATING PRACTICE

Supply chain management

Over the course of selecting potential suppliers, our procurement department is required to analyse their competitiveness, and identified suppliers will be further approved by the production department of the plant sites and other related departments following their consensus. In this case, they will qualify as a member on the qualified supplier list of the Group.

In accordance with the requirements under the ISO 9001:2015 quality management system, the Group will establish the selection and assessment standards, and investigate into the operating conditions, the quality management system, production capacities, services, and delivery capabilities of these suppliers, the findings derived from which will serve as bases for selecting strategic suppliers. By introducing a regular assessment scheme, we will conduct regular reviews and inspections over the performance of our suppliers in various aspects. Our regular assessment indicators cover quality, pricing, delivery schedule, services, etc. for the purposes of achieving risk control over the supply chain. Persisting in our stringent approval system for all strategic suppliers, the Group will promote the quality management of our suppliers of raw materials and green management, while timely disqualifying unfit suppliers.

Product responsibility

By continuing to "achieve customer satisfaction, seek improvement and prioritise quality", the Group will provide our customers with premium services that are delivered "on schedule with the quality and quantity". In terms of delivery schedule, quality and pricing, the Group will continue to enhance our service quality and provide timely responses to our customer demands, as a result of which the dependence of our brand customers on the product development and premium services of the Group will be strengthened and deepened. Furthermore, the Group will continue to improve the service system of our plant sites by actively tapping into various channels for collecting customer feedback on our products and services.

Certification in respect of environmental protection

The Group successively passes the certification under the ISO 9001 quality management system, ISO 14001 environmental management system, OHSAS 18001 occupational health and safety management system and FSC Chain-of-Custody certification

Anti-corruption

The Group has always persisted in business operations and productions in good faith in accordance with the laws and regulations. According to our "Incentive and Penalty Management System", the plant sites implement specific rules on improper gains, including prohibitions against personal gains by abusing the office power, acceptance of bribes, gifts, rebates or other improper gains, and bribery through document forgery or dealing with customers under table. All employees at our plant sites are entitled to and obligated to report the misconducts in various forms, including our corporate email, employee interview, open speeches at the meetings or direct reports to our management.

The "Staff Handbook" of the Group also stipulates that our employees should enter into the "Undertaking of Confidentiality" and be strictly bound to the relevant provisions thereto.

During the Reporting Period, the Group found no corruption or non-compliant cases or litigation involving our employees.

COMMUNITY INVESTMENT

The Group adopts people-oriented management policy. Besides providing fringe benefits and packages to our employees, the Group will conduct an investigation into employees with difficulties on a regular basis each year, and those employees who suffer severe health issues or experience family-related misfortunes will receive specific assistance.

In active response to the initiative as proposed by the office of the leading taskforce for the "Spring Wind Action" ("春風行動") in Lin'an District, Hangzhou, the Group involves all of its departments in the poverty alleviation work through donations and caring activities. During the Reporting Period, the "Spring Wind Action" involved a total of 356 of our employees (2018: 304 employees). With assistance from our employees, those with difficult challenges indeed felt the presence of caring and warm communities.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORTING GUIDE CONTENT INDEX

Key Aspects	Description Page	Index
A1 Emissions		
General Disclosure	information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer, relating to air and greenhouse gas emissions,discharges into water and land, and generation of hazardous and non-hazardous waste.	40
KPI A1.1	The types of emissions and respective emissions data.	41
KPI A1.2	Greenhouse gas emissions in total and, where appropriate, intensity.	41
KPI A1.3	Total hazardous waste produced and, where appropriate, intensity.	40
KPI A1.4	Total non-hazardous waste produced and, where appropriate, intensity	40
KPI A1.5	Description of measures to mitigate emissions and results achieved.	40
KPI A1.6	Description of how hazardous and non-hazardous wastes are handled, reduction initiatives and results achieved.	40
A2 Use of Resources		
General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials.	42–43
KPI A2.1	Direct and/or indirect energy consumption by type in total and intensity.	42
KPI A2.2	Water consumption in total and intensity.	42
KPI A2.3	Description of energy use efficiency initiatives and results achieved.	42–43
KPI A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency initiatives and results achieved.	42
KPI A2.5	Total packaging material used for finished products and, if applicable, with reference to per unit produced.	42
A3 The Environmental and Natural Resources		
General Disclosure	Policies on minimizing the issuer's significant impact on the environment and natural resources.	43
KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	43

Key Aspects	Description Page	Index
B1 Employment		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination and other benefits and welfare.	44–45
B2 Health and Safety		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer, relating to providing a safe working environment and protecting employees from occupational hazards.	44–45
B3 Development and Training		
General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities.	46
B4 Labour Standards		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour.	47
B5 Supply Chain Management		
General Disclosure	Policies on managing environmental and social risks of the supply chain.	47
B6 Product Responsibility		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer, relating to health and safety, advertising, labeling and privacy matters relating to products and services provided and methods of redress.	48
B7 Anti-corruption		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer, relating to bribery, extortion, fraud and money laundering.	48
B8 Community Investment		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	48

INDEPENDENT AUDITOR'S REPORT

羅兵咸永道

To the shareholders of Shenglong Splendecor International Limited
(Incorporated in the Cayman Islands with limited liability)

OPINION

What we have audited

The consolidated financial statements of Shenglong Splendecor International Limited (the "Company") and its subsidiaries (the "Group") set out on pages 57 to 117, which comprise:

- the consolidated balance sheet as at 31 December 2019;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated cash flow statement for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code.

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KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter identified in our audit is related to revenue recognition and capitalisation of internal development costs.

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue recognition Refer to Note 2.23 and Note 6 to the Group's consolidated financial statements. During the year ended 31 December 2019, the Group recognised revenue from sales of goods amounting to RMB347 million. Revenue from the sale of goods is recognised when control of the products has transferred, being when the products are delivered to customers, and there is no unfulfilled obligation that could affect customers' acceptance of the products. We focused on this area due to the large volume of revenue transactions generated from numerous customers across different locations.	We understood, evaluated and validated management's key controls in respect of the Group's sales transactions from contract approval, recording of sales based on underlying documents, including sales orders, invoices, goods delivery notes, bills of lading and customs declaration forms ("underlying documents"), to reconciliations with cash receipts and customers' records. We performed tests of details on revenue transactions covering different locations and customers, on a sampling basis, by examining the underlying documents and evidence of settlement. We confirmed customers' balances at the balance sheet date on a sampling basis, by considering the amount, nature and characteristics of those customers. Our audit procedures also covered testing sales transactions that occurred around the balance sheet date. Based on our audit procedures, we found the Group's revenue recognition was supported by the evidence that we gathered.

Key Audit Matter	How our audit addressed the Key Audit Matter
Capitalisation of internal development costs Refer to Note 2.8.1, Note 5(c) and Note 16 to the consolidated financial statements. The Group incurs significant cost and efforts on internal research and development activities to develops manufacturing technique. Management capitalises the costs on development projects when the criteria set out in the accounting standard for capitalisation of such costs have been met. Internal development costs of RMB4.50 million have been capitalised and recorded as addition to intangible assets during the year ended 31 December 2019. We focused on this area due to the significance of the costs capitalised and the fact that there were judgments applied by management in assessing whether the criteria set out in the relevant accounting standards required for capitalisation of such costs have been met, including whether it is technical feasible to complete the development projects, whether the new manufacturing technique can generate probable future economic benefits, and whether costs incurred were directly attribute to the development of the technique.	We understood, evaluated and tested management's key controls surrounding the capitalisation of internal development costs. We obtained the basis of considerations from management for determining whether the projects had entered into the development stage, in terms of how the specific requirements of the relevant accounting standards were met and whether it was appropriate to start the capitalisation of the costs attributable to the projects. We conducted interviews with individual project managers and reviewed project documentation such as management's approval of the specific projects, commercial and technical feasibility reports and project progress reports to corroborate management's explanations. We tested samples of costs incurred in projects to assess its nature and necessity and evaluate whether the cost items selected for testing were directly attributable to the projects. Based on above, we found that the judgment applied by management in assessing whether the criteria for capitalisation of internal development costs had been met were supported by the evidence we gathered.

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Audit committee of the Company (the "Audit Committee") is responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Chow Sai Keung.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 29 April 2020

CONSOLIDATED INCOME STATEMENTS

	Notes	Year ended 31 December 2019 RMB'000	2018 RMB'000
Revenue from contracts with customers	*6*	**347,267**	349,411
Cost of sales of goods	*8*	**(261,823)**	(278,864)
Gross profit		**85,444**	70,547
Selling expenses	*8*	**(23,045)**	(22,153)
Administrative expenses	*8*	**(38,568)**	(32,786)
Net impairment losses on financial assets	*3.1(b)*	**(1,970)**	(1,335)
Other income and other gains – net	*7*	**2,610**	3,618
Operating profit		**24,471**	17,891
Finance income	*10*	**950**	558
Finance costs	*10*	**(3,065)**	(3,448)
Finance costs – net	*10*	**(2,115)**	(2,890)
Profit before income tax		**22,356**	15,001
Income tax expense	*12*	**(3,115)**	(1,268)
Profit for the year		**19,241**	13,733
Profit attributable to:			
– Owners of the Company		**19,241**	13,733
Earnings per share attributable to owners of the Company for the year (expressed in RMB cents per share)			
– Basic and diluted	*13*	**3.85**	2.75

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Profit for the year	**19,241**	13,733
Other comprehensive income		
Items that may be reclassified to profit or loss		
Currency translation differences	**114**	(976)
Other comprehensive income for the year, net of tax	**114**	(976)
Total comprehensive income for the year	**19,355**	12,757
Total comprehensive income for the year attributable to:		
– Owners of the Company	**19,355**	12,757

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

CONSOLIDATED BALANCE SHEET

		As at 31 December	
		2019	2018
	Notes	**RMB'000**	RMB'000
ASSETS			
Non-current assets			
Land use rights	*15*	**41,178**	42,247
Prepayments for land use rights	*15*	**4,900**	4,900
Property, plant and equipment	*14*	**202,636**	176,950
Intangible assets	*16*	**9,329**	5,017
Deferred income tax assets	*27*	**5,124**	5,796
		263,167	234,910
Current assets			
Inventories	*18*	**47,094**	44,046
Trade and other receivables	*19*	**105,485**	95,221
Restricted bank deposits	*20*	**23,001**	32,800
Cash and cash equivalents	*20*	**15,890**	16,892
		191,470	188,959
Total assets		**454,637**	423,869

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

CONSOLIDATED BALANCE SHEET

		As at 31 December	
		2019	2018
	Notes	**RMB'000**	RMB'000
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Share capital	*21*	**4,253**	4,253
Other reserves	*22*	**99,689**	99,575
Retained earnings		**87,949**	68,708
Total equity		**191,891**	172,536
LIABILITIES			
Non-current liabilities			
Long-term bank borrowings	*26*	**10,000**	–
Trade and other payables (non-current)	*25*	**1,546**	–
Deferred revenue	*24*	**3,224**	3,418
		14,770	3,418
Current liabilities			
Trade and other payables	*25*	**139,726**	137,115
Short-term bank borrowings	*26*	**68,250**	110,800
Current portion of long-term bank borrowings	*26*	**40,000**	–
		247,976	247,915
Total liabilities		**262,746**	251,333
Total equity and liabilities		**454,637**	423,869
Net current liabilities		**(56,506)**	(58,956)
Total assets less current liabilities		**206,661**	175,954

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

The financial statements on pages 57 to 117 were approved by the Board of Directors on 29 April 2020 and were signed on its behalf.

Sheng Yingming	**Tan Chee Kiang**
Director	*Director*

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to equity owners of the Company			
	Share capital RMB'000 *(Note 21)*	**Other reserves** RMB'000 *(Note 22)*	**Retained earnings** RMB'000	**Total** RMB'000
Balance at 1 January 2018	4,253	98,606	56,920	159,779
Comprehensive income				
Profit for the year	–	–	13,733	13,733
Other comprehensive income				
Currency translation differences	–	(976)	–	(976)
Total comprehensive income	–	(976)	13,733	12,757
Transactions with owners in their capacity as owners				
Appropriation to statutory reserves	–	1,945	(1,945)	–
Total transactions with owners in their capacity as owners	–	1,945	(1,945)	–
Balance at 31 December 2018	4,253	99,575	68,708	172,536
Balance at 1 January 2019	**4,253**	**99,575**	**68,708**	**172,536**
Comprehensive income				
Profit for the year	**–**	**–**	**19,241**	**19,241**
Other comprehensive income				
Currency translation differences	**–**	**114**	**–**	**114**
Total comprehensive income	**–**	**114**	**19,241**	**19,355**
Balance at 31 December 2019	**4,253**	**99,689**	**87,949**	**191,891**

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

CONSOLIDATED CASH FLOW STATEMENT

	Notes	Year ended 31 December 2019 RMB'000	2018 RMB'000
Cash flows from operating activities			
Cash generated from operations	*29(a)*	**28,378**	24,222
Income tax paid		**(2,748)**	(2,050)
Net cash generated from operating activities		**25,630**	22,172
Cash flows from investing activities			
Purchase of property, plant and equipment		**(32,733)**	(25,290)
Increase of intangible assets		**(5,239)**	(4,102)
Proceeds from disposals of property, plant and equipment	*29(b)*	**–**	56
Decrease in restricted bank deposits		**9,799**	3,750
Government grants received		**–**	2,681
Interest received		**950**	558
Net cash used in investing activities		**(27,223)**	(22,347)
Cash flows from financing activities			
Proceeds from bank borrowings		**125,850**	125,200
Repayments of bank borrowings		**(118,400)**	(116,500)
Interest paid		**(6,740)**	(6,525)
Net cash generated from financing activities		**710**	2,175
Net (decrease)/increase in cash and cash equivalents		**(883)**	2,000
Cash and cash equivalents at beginning of the year		**16,892**	14,688
Exchange (losses)/gains on cash and cash equivalents		**(119)**	204
Cash and cash equivalents at end of the year		**15,890**	16,892

The notes on pages 63 to 117 are an integral part of these consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 25 July 2013 as an exempted company with limited liability under the Cayman Companies Law of the Cayman Island. The address of its registered office is PO Box 1350, Clifton House, 75 Fort Street, Grand Cayman KY1-1108, Cayman Islands.

The Company is an investment holding company. The Group are principally engaged in the manufacturing and sales of decorative printing materials products in the People's Republic of China ("PRC") and overseas. The ultimate holding company of the Company is Bright Commerce Investment Limited ("Bright Commerce"), which is incorporated in the British Virgin Islands.

On 17 July 2017, shares of the Company were listed on the Growth Enterprise Market of the Stock Exchange.

Mr.Sheng Yingming, who is the chairman of the Board of Directors, and also the chief executive of the Company held approximately 49.99% beneficial equity interest in the Company, and was the single largest shareholder of the Company as at 31 December 2019.

The audited consolidated financial statements are presented in Renminbi ("RMB"), unless otherwise stated.

The English names of companies mentioned in this financial statements represented the best effort by directors of the Company in translating their Chinese names as they may not have official English names.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRS"). The consolidated financial statements have been prepared under the historical cost convention, except for certain financial assets measured at fair value through other comprehensive income (FVOCI).

The preparation of consolidated financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.1 Basis of preparation *(Cont'd)*

2.1.1Going concern

As at 31 December 2019, the Group's current liabilities exceeded its current assets by RMB56.5 million. As at the same date, the Group had current bank borrowings of RMB108.3 million to be repayable in the coming twelve months; and had bank acceptance notes payable amounting to RMB46.0 million which were pledged by the Group's bank deposits of RMB23.0 million. In addition, the Group had capital commitments amounting to RMB51.9 million in relation to the acquisition of plant and equipment as at 31 December 2019. The directors of the Company have reviewed the Group's cash flow forecast covering a period of not less than twelve months from 31 December 2019, and have given due consideration to the liquidity of the Group and adopted a going concern basis in preparing the consolidated financial statements based on the following assessments:

(a) The Group has not experienced any significant difficulties in renewing its bank borrowings upon their maturities and issuing its bank acceptance notes. In addition, all the Group's lending banks have advised their intention in writing, though not legally binding, to have the existing uncommitted facilities be available at the current terms for the period till 31 December 2020. There is no indication that the banks will not renew the existing bank borrowings if the Group applies for the renewal. Subsequent to the balance sheet date and up to the date of approval of the consolidated financial statements, the Group has renewed short-term borrowings of approximately RMB46.0 million for another twelve months and RMB14.5 million for another nine months, and issued new bank acceptance notes of RMB29.0 million.

(b) The directors also expect that sufficient sales orders will be secured in the coming year and the Group will continue its effort to strengthen its working capital position such that net operating cash inflows will be generated.

(c) As at 31 December 2019, the contracted capital expenditure committed by the Group amounted to approximately RMB51.9 million, of which approximately RMB30.6 million is expected to be settled in the coming twelve months. These commitments are mainly related to the construction of the new property and plant located in Hangzhou. The directors of the Company will undertake close monitoring process to control the magnitude and timing of the expected cash outlays associated with the construction.

Based on the above, considering the continuous availability of bank facilities, and the successful renewal of bank facilities upon expiry, the Group will have sufficient working capital to meet its financial obligations as and when they fall due in the coming twelve months from 31 December 2019. Accordingly, the directors of the Company are of the opinion that the Group will continue as a going concern and have prepared the consolidated financial statements on a going concern basis.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.1 Basis of preparation *(Cont'd)*

2.1.2Change in accounting policy and disclosure

(a) New and amended standards adopted by the Group

The Group has applied HKFRS 16 Leases for the first time for their annual reporting period commencing 1 January 2019.

The new accounting policies of Leases are set out in Note 2.24 below.

HKFRS 16 resulted in almost all leases being recognised on the balance sheet, as the distinction between operating and finance leases was removed for lessees. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals were recognised. The only exceptions are short-term and low-value leases.

The accounting for lessors has not significantly changed.

During the year ended 31 December 2019, the Group had no non-cancellable operating lease commitments. Based on management's assessment, the adoption of HKFRS16 has no significant impact on the Group's financial position and results of operations.

There are no other standards or amendments that are effective for the first time for the year beginning on 1 January 2019 that have a material impact on the Group.

(b) New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2019 reporting periods and have not been early adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.2 Principles of consolidation

2.2.1Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.3 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

2.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources, assessing performance of the operating segments, and has been identified as the board of directors of the Company that make strategic decisions.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.5 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency"). Shenglong Splendecor International Limited's functional currency is Hong Kong dollar (HKD). As the major operations of the Group are within in the PRC, the Group presents its consolidated financial statements in RMB, unless otherwise stated.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other income or other expenses.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;

(ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transaction); and

(iii) all resulting exchange differences are recognised in other comprehensive income.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.6 Land use rights

Land use rights are up-front payments to acquire long-term interests in the usage of land. They are stated at cost and charged to the consolidated income statement over the remaining period of the lease on a straight-line basis, net of any impairment losses.

2.7 Property, plant and equipment

Property, plant and equipment, other than construction in progress, are stated at historical cost less accumulated depreciation, net of any impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

Depreciation is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

	Useful lives	**Residual values**
Buildings	20–25 year	5%
Machinery and equipment	10 year	5%
Furniture and other equipment	5 year	5%
Motor vehicles	5 year	5%

Assets under construction represent buildings on which construction work has not been completed and plant, machinery and equipment pending installation. It is carried at cost which includes construction expenditures and other direct costs less any impairment losses. On completion, assets under construction are transferred to the appropriate categories of property, plant and equipment at cost, net of impairment losses, if any. No depreciation is charged for assets under construction until they are completed and available for use.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal are determined by comparing the proceeds with the carrying amount and are recognised within 'Other income and gains – net' in the consolidated income statement.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.8 Intangible assets

Intangible assets are stated in the balance sheet at cost less accumulated amortisation (where the estimated useful life is finite) and impairment losses. For an intangible asset with finite useful life, its cost less residual value and impairment loss is amortised on the straight-line method or other more appropriate methods that can reflect the pattern in which the asset's economic benefits are expected to be realised over its estimated useful life.

For an intangible asset with a finite useful life, review of its useful life and amortisation method is performed at each year-end, with adjustment made as appropriate.

Intangible assets represent the capitalised development costs and computer software measured at historical costs.

2.8.1 Capitalised development costs including patents

Research expenditure is recognised as an expense as incurred. Costs incurred on development projects (relating to the design and testing of new products and technique) are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the new products and technique so that it will be available for use;
- management intends to complete the new products and technique and use or sell it;
- there is an ability to use or sell the new products and technique;
- it can be demonstrated how the new products and technique will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the new products and technique are available; and
- the expenditure attributable to the new products and technique during its development can be reliably measured.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense is not recognised as an asset in a subsequent period.

The Group amortises capitalised development costs with limited useful life using straight-line method over 5 years.

2.8.2 Computer software

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over the estimated useful lives of 10 years on a straight-line basis.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.9 Impairment of non-financial assets

Intangible assets that have an indefinite useful life or intangible assets not ready to use are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are Grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2.10 Investment and other financial assets

2.10.1 Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and

- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

2.10.2 Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.10 Investment and other financial assets *(Cont'd)*

2.10.3 Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement.

- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the consolidated income statement.

- FVPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.10 Investment and other financial assets *(Cont'd)*

2.10.3 Measurement (Cont'd)

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the consolidated income statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

2.10.4 Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see Note 3.1(b) for further details.

2.11 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

2.12 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excluded borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.13 Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Trade receivables are generally due for settlement within 90 days and therefore are all classified as current.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

2.14 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.15 Restricted bank deposits

Restricted bank deposits represent deposits held by the bank in a segregated account as security for issuing bank acceptance. Such restricted bank deposits will be released when the Group repays the related notes payables.

2.16 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.17 Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 60 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.18 Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

2.19 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

2.20 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grants will be received and the Group will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the consolidated income statement over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to property, plant and equipment are included in non-current liabilities as deferred government grants and are credited to the income statement on a straight- line basis over the expected lives of the related assets.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.21 Current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

(a) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(b) Deferred income tax

Deferred income tax is recognised using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit/loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The deferred tax liability in relation to investment property that is measured at fair value is determined assuming the property will be recovered entirely through sale.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.22 Employee benefits

The Group operates various defined contribution plans, including pension obligations, housing funds, medical insurances and other social insurances.

(a) Pension obligations

The Group contributes on a monthly basis to various defined contribution plans organized by the relevant governmental authorities. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior year. The contributions are recognised as employee benefit expense when they are due.

(b) Housing funds, medical insurances and other social insurances

Employees of the Group in the PRC are entitled to participate in various government-supervised housing funds, medical insurance and other employee social insurance plan. The Group contributes on a monthly basis to these funds based on certain percentages of the salaries of the employees, subject to certain ceiling. The Group's liability in respect of these funds is limited to the contributions payable in each year.

2.23 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, stated net of discounts, returns and value added taxes. The Group recognises revenue when the amount of revenue can be reliably measured, when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities as described below.

(a) Sales of goods

Revenue from the sale of goods is recognised when control of the products has transferred, being when the products are delivered to customers, and there is no unfulfilled obligation that could affect customers' acceptance of the products. Delivery occurs when the products have been shipped to the specified location, the risks of obsolescence and loss have been transferred to customers, and the customer has accepted the products in accordance with the sales contract.

(b) Rental income

Rental income from the land leases is recognised in the consolidated income statement on a straight-line basis over the term of the lease.

(c) Interest income

Interest income is presented as finance income where it is earned from financial assets that are held for cash management purposes.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.24 Leases

As explained in note 2.1.2 above, the Group has changed its accounting policy for leases where the Group is the lessee. The new policy is described below and the impact of the change in note 2.1.2.

Until 31 December 2018, leases in which a significant portion of the risks and rewards of ownership are retained by the lessor were classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) were charged to the consolidated income statement on a straight-line basis over the period of the lease. Up-front payments to acquire long-term interests in the usage of land were classified as land use rights, which were stated at cost and charged to the consolidated income statement over the remaining period of the lease on a straight-line basis, net of any impairment losses.

From 1 January 2019, leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease, if that rate can be determined, or the Group's incremental borrowing rate.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Cont'd)*

2.24 Leases *(Cont'd)*

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The Group did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new leasing standard.

2.25 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (foreign exchange risk, cash flow and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is carried out under the policies approved by the Board of Directors (the "Board"). The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

(a) Market risk

(i) Foreign exchange risk

The Group mainly operates in the PRC, but a significant portion of its sales is made to foreign countries, and thus the Group is exposed to foreign currency risks arising from various currency exposures, mainly with respect to US dollar ("USD"), Euro ("EUR") and HK dollar ("HKD").

Exchange rate fluctuations and market trends have always been the concern of the Group. The Group regularly and closely monitors the level of our foreign exchange risk exposure, and may take prudent measures, including entering into forward exchange contracts or currency swap contracts despite the Group did not have such arrangements during the year ended 31 December 2019.

The carrying amount of the Group's foreign currency denominated monetary assets and monetary liabilities at the balance sheet date are as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Assets		
USD	**38,747**	43,648
HKD	**919**	3,902
EUR	**1,275**	148
Total	**40,941**	47,698
Liabilities		
USD	**207**	135
HKD	**381**	–
Total	**588**	135

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(a) Market risk (Cont'd)

(i) Foreign exchange risk *(Cont'd)*

If RMB had strengthened/weakened by 5% against the relevant foreign currencies, with all other variable had been held constant, the profit before income tax would (decrease)/increase as follows:

	Year ended 31 December			
	2019 (Decrease)/increase on profit before income tax if exchanges rates change by		2018 (Decrease)/increase on profit before income tax if exchanges rates change by	
	5%	**–5%**	5%	–5%
	RMB'000	**RMB'000**	RMB'000	RMB'000
USD	**(1,927)**	**1,927**	(2,176)	2,176
HKD	**(27)**	**27**	(195)	195
EUR	**(64)**	**64**	(7)	7

(b) Credit risk

The carrying amounts of cash and cash equivalents, restricted bank deposits and trade and other receivables included in the consolidated balance sheet represent the Group's maximum exposure to credit risk in relation to its financial assets.

(i) Risk management and security

The Group expects that there is no significant credit risk associated with cash and cash equivalents and restricted bank deposits since they are substantially deposited at state-owned banks and other medium or large size listed banks. Management does not expect that there will be any significant losses from non-performance by these counterparties.

In addition, the Group has policies to limit the credit exposure on trade and other receivables. The Group assess the credit quality of and sets credit limits on their customers by taking into account their financial position, their credit history and other factors such as current market conditions. The credit history of the customers is regularly monitored by the Group. In respect of customers with a poor credit history, the Group will use written payment reminders, or shorten or cancel credit periods, to ensure the overall credit risk of the Group is limited to a controllable extent.

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(b) Credit risk (Cont'd)

(ii) Impairment of financial assets

The Group has two types of financial assets that are subject to the expected credit loss model:

- trade receivables
- other receivables

While cash and cash equivalents and restricted bank deposits are also subject to the impairment requirements of HKFRS 9, the identified impairment loss was immaterial.

Trade receivables

The Group applies the HKFRS 9 simplified approach in measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses of trade receivables, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of sales over a period of the last 36 months and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the GDP to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in these factors.

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(b) Credit risk (Cont'd)

(ii) Impairment of financial assets *(Cont'd)*

Trade receivables *(Cont'd)*

On that basis, the loss allowance provision as at 31 December 2019 and 31 December 2018 is determined as follows for trade receivables:

	Less than 3 months	More than 3 months but not exceeding 1 year	More than 1 year	Total
31 December 2019				
Expected loss rate	0.23%	3.53%	68.14%	
Gross carrying amount – trade receivables	61,297	29,995	5,775	97,067
Loss allowance	142	1,059	3,935	5,136

	Less than 3 months	More than 3 months but not exceeding 1 year	More than 1 year	Total
31 December 2018				
Expected loss rate	0.21%	2.47%	56.72%	
Gross carrying amount – trade receivables	68,722	14,225	4,845	87,792
Loss allowance	144	351	2,748	3,243

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(b) Credit risk (Cont'd)

(ii) Impairment of financial assets *(Cont'd)*

Trade receivables *(Cont'd)*

	Trade receivables	
	2019	2018
	RMB'000	RMB'000
Opening loss allowance at 1 January	**3,243**	1,875
Increase in trade receivables loss allowance recognised in profit or loss during the year	**1,976**	1,368
Receivables written off during the year as uncollectible	**(83)**	–
Closing loss allowance at 31 December	**5,136**	3,243

Trade receivables is written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 3 years past due.

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(b) Credit risk (Cont'd)

(ii) Impairment of financial assets *(Cont'd)*

Other receivables

Other receivables at amortised cost mainly includes advances to employees, deposits for utilities and product quality assurance, deposits paid to suppliers, interests receivables, prepayments of raw materials and others which are included in trade and other receivables (Note 19).

The loss allowance provision as at 31 December 2018 and 31 December 2019 is determined as follows for other receivables, the expected credit losses below also incorporated forward looking information.

	Other receivables at amortised cost	
	2019	2018
	RMB'000	RMB'000
Opening loss allowance at 1 January	**1,053**	1,086
Unused amount reversed	**(6)**	(33)
Closing loss allowance at 31 December	**1,047**	1,053

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.1 Financial risk factors *(Cont'd)*

(c) Liquidity risk

The Group's objective is to maintain sufficient cash and sources of funding through committed credit facility and maintain flexibility in funding by maintaining committed credit lines. To manage the liquidity risk, management monitors rolling forecasts of the Group's liquidity reserve (comprising uncommitted banking facilities) and cash and cash equivalents on the basis of expected cash flow. The Group expects to fund the future cash flow needs through internally generated cash flows from operations and borrowings from financial institutions.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year RMB'000	**Between 1 and 2 year RMB'000**	**Between 2 and 5 year RMB'000**	**Total RMB'000**
At 31 December 2019				
Bank borrowings (including interest payable upon maturity)	**112,224**	**10,137**	**–**	**122,361**
Trade and other payables excluding non-financial liabilities	**124,923**	**773**	**773**	**126,469**
Total	**237,147**	**10,910**	**773**	**248,830**

	Less than 1 year RMB'000	Between 1 and 2 year RMB'000	Between 2 and 5 year RMB'000	Total RMB'000
At 31 December 2018				
Bank borrowings (including interest payable upon maturity)	114,303	–	–	114,303
Trade and other payables excluding non-financial liabilities	123,810	–	–	123,810
Total	238,113	–	–	238,113

3 FINANCIAL RISK MANAGEMENT *(Cont'd)*

3.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio periodically to ensure the gearing ratio is in an acceptable range. This ratio is calculated as interest-bearing liabilities divided by total equity.

The gearing ratio as at 31 December 2019 is as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Bank borrowings	**118,250**	110,800
Total interest-bearing liabilities	**118,250**	110,800
Total equity	**191,891**	172,536
Gearing ratio	**62%**	64%

4 FAIR VALUE ESTIMATION

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

As at 31 December 2019, the only level 2 financial instrument represented the fair value through other comprehensive income (FVOCI).

The carrying amounts less impairment allowance of trade and other receivables excluding prepayments, restricted bank deposits, cash and cash equivalents, short-term bank borrowings, and trade and other payables excluding non-financial liabilities approximate their fair values due to their short maturities.

The carrying amounts of long-term bank borrowings approximate their fair values because the Group's borrowings bear floating interest rates which approximate to the market borrowings interest rate.

As at 31 December 2019, the Group had no other level 1,level 2 and level 3 financial instrument.

5 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below.

(a) Income taxes and deferred taxation

Significant judgment is required in determining the provision for income tax. There are many transactions and calculations for which the ultimate determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made.

Deferred tax assets relating to certain temporary differences and tax losses are recognised when management considers to be probable that future taxable profit will be available against which the temporary differences or tax losses can be recognised. The outcome of their actual recognition may be different.

(b) Impairment of trade receivables.

The Group applies the HKFRS 9 simplified approach in measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

The expected loss rates are based on the Group's past loss experiences,existing market conditions as well as forward looking estimates at the end of each reporting periods.

The identification of doubtful debts requires the use of judgment.

(c) Capitalisation of internal development costs

Costs incurred on development projects are recognised as intangible assets when it is probable that the projects will be successful considering the criteria set out in Note 2.8.1. Significant judgements applied by management in determining the development costs to be capitalised include whether it is technical feasible to complete the development projects, whether the new manufacturing technique can generate probable future economic benefits, and whether costs incurred were directly attribute to the development of the technique.

6 REVENUE AND SEGMENT INFORMATION

The Board assesses the performance and allocates the resources of the Group as a whole, as all of the Group's activities are related to manufacturing and sales of decorative printing materials products. Therefore, management considers there is only one operating segment, under the requirements of HKFRS 8, Operating Segments.

The Group's five largest customers accounted for approximately 15.3% (2018:16.8%) of the Group's total revenue for the year ended 31 December 2019.

Revenue from external customers in the PRC, Pakistan, India, Kenya, The United Arab Emirates and other countries is as follows:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
PRC	**214,272**	200,696
Pakistan	**52,238**	72,789
India	**18,212**	15,719
Kenya	**9,598**	11,127
The United Arab Emirates	**7,782**	3,668
Other countries	**45,165**	45,412
	347,267	349,411

7 OTHER INCOME AND OTHER GAINS – NET

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Government grants income including amortisation of deferred government grants	**508**	349
Income of sales of scrap and surplus materials	**1,363**	1,475
Rental income	**88**	104
Foreign exchange gain, net	**651**	1,630
Gain on disposal of property, plant and equipment *(Note 29(b))*	**–**	35
Others	**–**	25
	2,610	3,618

8 EXPENSES BY NATURE

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Raw materials and consumables used	**205,881**	226,972
Changes in inventories of finished goods and work in progress	**3,553**	4,445
Employee benefit expenses *(Note 9)*	**37,327**	34,132
Depreciation and amortisation	**15,651**	13,213
Utilities	**10,989**	11,177
Transportation expenses	**7,857**	7,161
Travelling expenses	**3,271**	3,123
Commission expenses	**1,516**	1,883
Entertainment expenses	**3,504**	1,887
Other taxes and levies	**2,784**	2,922
Marketing and exhibition expenses	**451**	2,759
Licensing fee	**8,519**	7,263
Auditors' remuneration-audit service	**1,352**	1,363
Legal and professional expenses	**1,477**	1,037
Research and development costs		
– Employee benefit expenses *(Note 9)*	**5,020**	4,171
– Depreciation and amortisation	**420**	298
– Raw materials and consumables used and others	**6,031**	5,390
Other expenses	**7,833**	4,607
Total cost of sales, selling expenses and administrative expenses	**323,436**	333,803

9 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS)

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Directors' fees	**266**	261
Salaries, wages and bonuses	**37,964**	33,797
Pension costs	**2,026**	2,608
Other social security costs	**2,091**	1,637
	42,347	38,303

(a) Directors' and chief executive's emoluments

The remuneration of the directors and chief executives for the year ended 31 December 2019 and 31 December 2018 are set out below:

For the year ended 31 December 2019:

Name	Fees RMB'000	Salary RMB'000	Discretionary bonuses RMB'000	Allowances and benefit in kind RMB'000	Pension and other social security costs RMB'000	Total RMB'000
Executive directors						
Mr. Sheng Yingming ("Mr.Sheng") *(i)*	–	820	420	12	8	1,260
Mr. Fang Xu ("Mr. Fang")	–	233	154	6	7	400
Mr. Yu Zemin *(ii)*	–	240	108	6	–	354
Ms. Sheng Sainan	–	174	108	6	–	288
Mr. Tan Chee Kiang *(iii)*	–	59	29	1	–	89
	–	1,526	819	31	15	2,391
Independent non-executive directors						
Mr. Tso Ping Cheong *(iv)*	106	–	–	–	–	106
Mr. Ma Lingfei	80	–	–	6	–	86
Ms. Huang Yueyuan	80	–	–	6	–	86
	266	–	–	12	–	278

9 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) *(Cont'd)*

(a) Directors' and chief executive's emoluments *(Cont'd)*

For the year ended 31 December 2018:

Name	Fees	Salary	Discretionary bonuses	Allowances and benefit in kind	Pension and other social security costs	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Executive directors						
Mr. Sheng Yingming ("Mr.Sheng") *(i)*	–	840	420	12	8	1,280
Mr. Fang Xu ("Mr. Fang")	–	246	108	4	6	364
Mr. Yu Zemin *(ii)*	–	246	108	4	–	358
Ms. Sheng Sainan	–	180	108	4	–	292
	–	1,512	744	24	14	2,294
Independent non-executive directors						
Mr. Ma Lingfei	80	–	–	4	–	84
Ms. Huang Yueyuan	80	–	–	4	–	84
Mr. Tso Ping Cheong *(iv)*	59	–	–	–	–	59
Mr. Lee Ho Yiu,Thomas *(v)*	42	–	–	–	–	42
	261	–	–	8	–	269

(i) Mr. Sheng is also the chief executive of the Company.

(ii) Mr. Yu Zemin resigned from executive director of the Company on 20 December 2019.

(iii) Mr. Tan Chee Kiang was appointed as executive director of the Company on 20 December 2019.

(iv) Mr. Tso Ping Cheong Brian was appointed as independent non-executive directors of the Company on 1 June 2018.

(v) Mr. Lee Ho Yiu, Thomas resigned from independent non-executive directors of the Company on 31 May 2018.

9 EMPLOYEE BENEFIT EXPENSES (INCLUDING DIRECTORS' EMOLUMENTS) *(Cont'd)*

(b) Five highest paid individuals

For the year ended 31 December 2019, the five individuals whose emoluments were the highest in the Group included three directors (2018: four) whose emoluments are reflected in the analysis shown in Note 9(a). The emoluments payable to the remaining two individuals (2018: one) during the year are as follows:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Salaries, wages and bonuses	**937**	274
Pension costs	**9**	2
Other social security costs	**5**	3
	951	279

The emoluments fell within the following bands:

Number of individuals

	Year ended 31 December	
	2019	2018
Emolument bands		
HKD0 – HKD1,000,000	**2**	1

During the years ended 31 December 2019 and 2018, no emoluments were paid by the Group to the directors and the five highest paid individuals (including the directors and employees) as an inducement to join or upon joining the Group or as compensation for loss of office.

10 FINANCE EXPENSES – NET

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Finance expenses:		
– Interest expenses on borrowings	**6,740**	5,618
Less: capitalised interest *(Note 14)*	**(4,504)**	(3,077)
Interest expenses	**2,236**	2,541
– Bank service charges	**829**	907
Finance expenses	**3,065**	3,448
Finance income:		
– Interest income derived from bank deposits	**(950)**	(558)
Finance expenses – net	**2,115**	2,890

11 SUBSIDIARIES

The following is a list of the principal subsidiaries at 31 December 2019:

Name	Place of incorporation/ establishment and nature of legal entity	Particulars of issued/paid-in capital	Proportion of equity interest held by the Group (%)	Principal activities and place of operation
Haoyu Capital Limited ("Haoyu Capital")	Incorporated in BVI, limited liability company	–	100%	Investment holding in HK
Splendecor Hong Kong Limited	Incorporated in HK, limited liability company	HKD100	100%	Investment holding in HK
Zhejiang Shenglong Decoration Material Co., Ltd. ("Shenglong Decoration")	Established in the PRC, limited liability company	RMB20,650,000	100%	Manufacturing and sales of decorative printing materials products in the PRC
Hangzhou Splendor Decoration Co. Ltd. ("Splendor Decoration")	Established in the PRC, limited liability company	RMB22,710,000	100%	Manufacturing and sales of decorative printing materials products in the PRC
Hangzhou Jiayou Art Co. Ltd.	Established in the PRC, limited liability company	RMB3,000,000	100%	Manufacturing and sales of craft pictures in the PRC

12 INCOME TAX EXPENSE

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Current income tax	**2,443**	2,672
Deferred income tax *(Note 27)*	**672**	(1,404)
	3,115	1,268

(a) PRC corporate income tax ("CIT")

The corporate income tax rate applicable to the Group entities located in PRC other than Shenglong Decoration is 25% according to the PRC Corporate Income Tax Law (the "CIT Law") effective on 1 January 2008.

Shenglong Decoration obtained the certificates of High and New Technology Enterprises from local government, in accordance with which, Shenglong Decoration enjoyed a preferential tax rate of 15% (2018: 15%) during the year.

(b) Overseas income tax

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law, Cap 22 of Cayman Islands and, is exempted from Cayman Islands income tax. Haoyu Capital was incorporated under the International Business Companies Act of the British Virgin Islands and, is exempted from British Virgin Islands income tax. Splendecor Hong Kong Limited is subject to Hong Kong profits tax at the rate of 16.5% income tax rate before 2018. Under the current Hong Kong Inland Revenue Ordinance, from the year of assessment 2018/2019 onwards, Splendecor Hong Kong Limited is subject to profits tax at the rate of 8.25% on assessable profits up to HKD2,000,000, and 16.5% on any part of assessable profits over HKD2,000,000.

No provision for profits tax in the Cayman Islands, British Virgin Islands or Hong Kong has been made, as the Group had no assessable profit arising in or derived from these jurisdictions during the year ended 31 December 2019 (2018: Nil).

(c) PRC withholding tax ("WHT")

According to the applicable PRC tax regulations, dividends distributed by a company established in the PRC to a foreign investor with respect to profits derived after 1 January 2008 are generally subject to a 10% withholding income tax. If a foreign investor incorporated in Hong Kong meets the conditions and requirements under the double taxation treaty arrangement entered into between the PRC and Hong Kong, the relevant withholding tax rate will be reduced from 10% to 5%. During the year, the directors reassessed the dividend policy of its major subsidiaries established in the PRC, Shenglong Decoration and Splendor Decoration, based on the Group's current business plan and financial position, and no retained earnings as of 31 December 2019 would be distributed to its non-PRC registered intermediate holding company in the foreseeable future. As such, no deferred tax liability has been provided by the Group for the earnings expected to be retained by the Shenglong Decoration and Splendor Decoration in the PRC and not to be remitted out of the PRC in the foreseeable future.

12 INCOME TAX EXPENSE *(Cont'd)*

(d) Taxation on the Group's profit

The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the statutory tax rate in the PRC of 25% as follows:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Profit before income tax	**22,356**	15,001
Tax calculated at applicable corporate income tax rate of 25%	**5,589**	3,751
Effect of different tax rates and preferential tax rates of subsidiaries	**(2,208)**	(2,203)
Expenses not deductible for taxation purposes	**1,075**	916
Additional deductible allowance for research and development expenses *(i)*	**(1,341)**	(1,196)
	3,115	1,268

(i) Pursuant to the CIT Law, the Group can enjoy an additional tax deduction calculated at 75% (2018: 75%) of the actual research and development expenses recognised.

13 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Profit attributable to owners of the Company (RMB'000)	**19,241**	13,733
Weighted average number of ordinary shares in issue ('000)	**500,000**	500,000
Basic and diluted earnings per share (RMB cents)	**3.85**	2.75

The Company did not have any potential ordinary shares outstanding during the year. Diluted earnings per share is equal to basic earnings per share.

14 PROPERTY, PLANT AND EQUIPMENT

	Buildings RMB'000	Machinery and equipment RMB'000	Furniture and other equipment RMB'000	Motor vehicles RMB'000	Construction-in-progress RMB'000	Total RMB'000
At 1 January 2018						
Cost	59,091	128,675	8,617	5,133	63,148	264,664
Accumulated depreciation	(18,914)	(80,179)	(3,061)	(2,429)	–	(104,583)
Net book amount	40,177	48,496	5,556	2,704	63,148	160,081
Year ended 31 December 2018						
Opening net book amount	40,177	48,496	5,556	2,704	63,148	160,081
Additions	272	2,298	1,875	583	24,229	29,257
Disposals	–	–	–	(21)	–	(21)
Transfer	8,467	16,270	–	–	(24,737)	–
Depreciation	(3,036)	(7,954)	(638)	(739)	–	(12,367)
Closing net book amount	45,880	59,110	6,793	2,527	62,640	176,950
At 31 December 2018						
Cost	67,832	147,091	10,490	5,695	62,640	293,748
Accumulated depreciation	(21,952)	(87,981)	(3,697)	(3,168)	–	(116,798)
Net book amount	45,880	59,110	6,793	2,527	62,640	176,950
Year ended 31 December 2019						
Opening net book amount	**45,880**	**59,110**	**6,793**	**2,527**	**62,640**	**176,950**
Additions	**493**	**3,135**	**3,925**	**–**	**32,207**	**39,760**
Transfer	**4,566**	**864**	**–**	**–**	**(5,430)**	**–**
Depreciation	**(3,494)**	**(8,986)**	**(806)**	**(788)**	**–**	**(14,074)**
Closing net book amount	**47,445**	**54,123**	**9,912**	**1,739**	**89,417**	**202,636**
At 31 December 2019						
Cost	**72,889**	**151,091**	**14,415**	**4,617**	**89,417**	**332,429**
Accumulated depreciation	**(25,444)**	**(96,968)**	**(4,503)**	**(2,878)**	**–**	**(129,793)**
Net book amount	**47,445**	**54,123**	**9,912**	**1,739**	**89,417**	**202,636**

14 PROPERTY, PLANT AND EQUIPMENT *(Cont'd)*

As at 31 December 2019, the construction-in-progress were mainly capital expenditures incurred for the construction of new plant in the PRC, the amount transferred out from the construction-in-progress mainly represented part of buildings and production lines which had been completed and put into use.

Depreciation charges have been charged to consolidated income statement as follows:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Cost of sales	**11,993**	10,385
Administrative expenses	**1,847**	1,827
	13,840	12,212

As at 31 December 2019, property, plant and equipment with a total net book value of approximately RMB55,737,000 (2018: RMB61,832,000) was pledged as collateral for the Group's borrowings (Note 26).

Borrowing cost of RMB4,504,000 (2018: RMB3,077,000) has been capitalised in assets under construction for the year ended 31 December 2019.

The capitalisation rate of borrowings for the year ended 31 December 2019 was 5.41% (2018: 5.15%).

During the year ended 31 December 2019, Zhejiang Shenglong Decoration Material Co., Ltd ("Shenglong Decoration"), an indirect wholly-owned subsidiary of the Company, entered into the construction contract (the "Construction Contract") in relation to the construction of the new property and plant in the PRC with an independent contractor (the "Contractor").

Pursuant to a payment agreement signed among Shenglong Decoration, the Contractor and Hangzhou Longcheng Investment Co., Ltd. ("Hangzhou Longcheng"), a related party controlled by Mr. Sheng and the other payment agreement signed among Shenglong Decoration, the Contractor and an independent trading customer of the Group (the "Trading Customer"), Shenglong Decoration paid RMB7,000,000 and RMB5,000,000 directly to Hangzhou Longcheng and the Trading Customer, respectively, which received the amounts on behalf of the Contractor. According to the acknowledgement letter issued by the Contractor, the above payments of RMB7,000,000 and RMB5,000,000 represented the construction progress payments of the new property and plant made to the Contractor under the Construction Contract. Based on the construction progress as at 31 December 2019, such payments of RMB12,000,000 in aggregate were included in the construction-in-progress balance as at 31 December 2019.

15 LAND USE RIGHTS AND PREPAYMENTS FOR LAND USE RIGHTS

Movement of land use rights is analysed as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Opening net book amount	**42,247**	43,316
Amortisation	**(1,069)**	(1,069)
Closing net book amount	**41,178**	42,247
Cost	**52,069**	52,069
Accumulated amortisation	**(10,891)**	(9,822)
Net book amount	**41,178**	42,247

The lease periods of land use rights are 50 year starting from the date of grant and are located in the PRC.

The land use rights of prepaid operating lease payment for land are subject to lease as of 1 January 2019.

As at 31 December 2019, land use rights with a total net book value of approximately RMB40,747,000 (2018: RMB42,247,000) were pledged as collateral for the Group's borrowings (Note 26).

The prepayments for land use rights of RMB4,900,000 (2018: RMB4,900,000) as at 31 December 2019 represented the land compensation fee paid by the Group for the government's requisition of collective use land and thus is considered as the prepayment of the Group to obtain the land use rights in the future. The amount is refundable if the Group cannot obtain the land use rights subsequently.

16 INTANGIBLE ASSETS

	Capitalised development costs including patents RMB'000	Computer software RMB'000	Total RMB'000
At 1 January 2018			
Cost	1,660	440	2,100
Accumulated amortisation	(877)	(232)	(1,109)
Net book amount	783	208	991
Year ended 31 December 2018			
Opening net book amount	783	208	991
Additions	4,256	–	4,256
Amortisation	(192)	(38)	(230)
Closing net book amount	4,847	170	5,017
At 31 December 2018			
Cost	5,917	401	6,318
Accumulated amortisation	(1,070)	(231)	(1,301)
Net book amount	4,847	170	5,017
Year ended 31 December 2019			
Opening net book amount	**4,847**	**170**	**5,017**
Additions	**5,400**	**75**	**5,475**
Amortisation	**(1,121)**	**(42)**	**(1,163)**
Closing net book amount	**9,126**	**203**	**9,329**
At 31 December 2019			
Cost	**11,317**	**476**	**11,793**
Accumulated amortisation	**(2,191)**	**(273)**	**(2,464)**
Net book amount	**9,126**	**203**	**9,329**

16 INTANGIBLE ASSETS *(Cont'd)*

Amortisation has been charged to consolidated income statement as follows:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Cost of sales	**1,106**	192
Administrative expenses	**57**	38
	1,163	230

17 FINANCIAL INSTRUMENTS BY CATEGORY

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Financial assets at amortised cost		
Trade and other receivables excluding non-financial assets	**108,575**	94,247
Restricted bank deposits	**23,001**	32,800
Cash and cash equivalents	**15,890**	16,892
Total	**147,466**	143,939

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Financial assets at fair value through other comprehensive income (FVOCI)		
Trade and other receivables excluding non-financial assets	**1,351**	–

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Financial liabilities at amortised cost		
Borrowings	**118,250**	110,800
Trade and other payables excluding non-financial liabilities	**126,469**	123,810
Total	**244,719**	234,610

18 INVENTORIES

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Raw materials	**16,305**	15,478
Work in progress	**3,277**	4,422
Finished goods	**27,512**	24,146
	47,094	44,046

The cost of inventories recognised as expense and included in "cost of sales" and "administrative expenses" amounted to RMB208,562,000 and RMB6,031,000 for the year ended 31 December 2019 (2018: to RMB230,831,000 and RMB5,390,100). No inventory write-back for the year ended 31 December 2019 (2018: Nil) were included in "cost of sales".

19 TRADE AND OTHER RECEIVABLES

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Trade receivables	**97,067**	87,792
Notes receivables	**1,351**	1,420
Less: allowance for impairment of trade receivables	**(5,136)**	(3,243)
Trade receivables, net	**93,282**	85,969
Advances to employees	**7,091**	5,744
Deposits paid to suppliers	**2,158**	170
Deposits for utilities and product quality assurance	**2,606**	2,790
Interests receivables	**153**	153
Prepayments of raw materials	**692**	400
Others	**550**	1,048
Less: allowance for impairment of other receivables	**(1,047)**	(1,053)
	12,203	9,252
	105,485	95,221

19 TRADE AND OTHER RECEIVABLES *(Cont'd)*

(a) The credit terms of trade receivables granted by the Group are normally within 3 months. The ageing analysis of trade receivables based on the invoice date is as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Less than 3 months	**61,297**	68,722
More than 3 months but not exceeding 1 year	**29,995**	14,225
More than 1 year	**5,775**	4,845
	97,067	87,792

(b) The carrying amounts of the Group's trade receivables were denominated in the following currencies:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
RMB	**63,893**	48,395
USD	**32,449**	39,376
EUR	**725**	21
	97,067	87,792

(c) Fair value of trade and other receivables

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

(d) Notes receivables represented trade related bank acceptance with maturity period within 6 months and non-interest bearing.

20 CASH AND CASH EQUIVALENTS AND RESTRICTED BANK DEPOSITS

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Cash on hand	**54**	119
Cash at bank	**38,837**	49,573
Cash at bank and on hand	**38,891**	49,692
Less: Restricted bank deposits	**(23,001)**	(32,800)
Cash and cash equivalents	**15,890**	16,892

Cash at bank and on hand were denominated in the following currencies:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
RMB	**31,124**	41,391
USD	**6,298**	4,272
EUR	**550**	127
HKD	**919**	3,902
	38,891	49,692

21 SHARE CAPITAL

Share capital	Number of ordinary shares '000	Nominal value of ordinary shares HKD'000
Authorised		
1 January 2018, 31 December 2018, 1 January 2019 and 31 December 2019	10,000,000	100,000

	Number of ordinary shares '000	Nominal value of ordinary shares HKD'000	Equivalent nominal value of ordinary shares RMB'000
Issued			
1 January 2018, 31 December 2018, 1 January 2019 and 31 December 2019	500,000	5,000	4,253

22 OTHER RESERVES

	Share Premium RMB'000	Merger reserve RMB'000	Statutory Reserves RMB'000 (Note a)	Translation reserve RMB'000	Other reserves RMB'000	Total RMB'000
At 1 January 2018	111,659	(24,645)	12,219	(2,449)	1,822	98,606
Appropriation to statutory reserves	–	–	1,945	–	–	1,945
Currency translation difference	–	–	–	(976)	–	(976)
At 31 December 2018	111,659	(24,645)	14,164	(3,425)	1,822	99,575
At 1 January 2019	**111,659**	**(24,645)**	**14,164**	**(3,425)**	**1,822**	**99,575**
Appropriation to statutory reserves	**–**	**–**	**–**	**–**	**–**	**–**
Currency translation difference	**–**	**–**	**–**	**114**	**–**	**114**
At 31 December 2019	**111,659**	**(24,645)**	**14,164**	**(3,311)**	**1,822**	**99,689**

(a) Statutory reserves

Pursuant to the Company Law of the PRC and the articles of association of certain PRC subsidiaries, the subsidiaries in the PRC are required to appropriate 10% of each year's net profit (after offsetting previous year' losses) to statutory surplus reserve until the fund aggregates to 50% of their registered capital; after the appropriation to statutory surplus reserve, the subsidiaries in the PRC can appropriate profit, subject to respective equity holders' approval, to discretionary surplus reserve.

The appropriation to statutory and discretionary surplus reserves must be made before distribution of dividends to equity holders. These reserves shall only be used to make up for previous year' losses, to expand production operations, or to increase the capital of the respective companies. The entities in the PRC may transfer their respective statutory surplus reserves into paid-in capital, provided that the balance of the statutory surplus reserve after such transfer is not less 25% of the registered capital.

23 SHARE OPTION SCHEME

Pursuant to the share option scheme adopted by the Company on 22 June 2017 (the "Scheme"), the Company may grant options to any individual who is an employee of the Group (including directors) or any entity in which the Company holds any interest and such other persons who has or will contribute to the Group as approved by the Board from time to time, to subscribe for shares in the Company with the payment of HKD1.00 upon each option granted.

The subscription price of a share shall be at least the higher of (i) the closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option (ii) the average of the closing prices of the shares of the Company as stated in the Stock Exchange's daily quotations sheet for the five trading days immediately preceding the date of grant of the option; and (iii) the par value of the shares of the Company on the date of grant of the option.

The maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other share option schemes of the Company shall not exceed 30% of the number of shares of the Company in issue from time to time. The total number of shares which may be issued upon exercise of all options to be granted under the Scheme and any other schemes must not, in aggregate, exceed 10% of the number of shares of the Company in issue on the date the shares of the Company commence trading on the Stock Exchange. The total number of shares issued and to be issued upon exercise of the options granted to each participant (including both exercised and outstanding options) in any 12 months period up to the date of grant shall not exceed 1% of the shares of the Company then in issue.

No share option was granted, exercised, cancelled or lapsed since the adoption date of the Scheme on 22 June 2017 and there was no outstanding share option under the Scheme as at 31 December 2019.

24 DEFERRED REVENUE

Rental income receipt in advance and deferred government grants are included in deferred revenue. Rental received from leasing of certain land use rights to an independent third party was deferred and recognised in the consolidated income statements on a straight-line basis over the contractual lease term. Government grants relating to the construction of several environmentally-conscious projects which were related to assets were deferred and recognised in the consolidated income statements on a straight-line basis over the assets' useful lives.

Movement of deferred revenue is as follows:

	Year ended 31 December	
Receipt of grants	**2019**	2018
	RMB'000	RMB'000
At the beginning of the year	**3,418**	3,516
Receipt of grants	**–**	106
Amortisation of deferred government grant	**(106)**	(100)
Amortisation of deferred rental income	**(88)**	(104)
At the end of the year	**3,224**	3,418

25 TRADE AND OTHER PAYABLES

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Trade payables	**59,798**	48,699
Notes payables	**46,000**	57,600
Payables for purchase of property, plant and equipment	**12,566**	9,637
Accrued operating expenses *(a)*	**5,385**	5,477
Employee benefit payable	**7,878**	6,306
Other taxes payable	**3,271**	4,944
Advance from customers	**3,654**	2,055
Others	**2,720**	2,397
Less: non-current potion – long-term other payables (other non-current liabilities)	**(1,546)**	–
	139,726	137,115

(a) The amount mainly represented accruals for transportation expenses.

25 TRADE AND OTHER PAYABLES *(Cont'd)*

(b) The Group's trade and other payables excluding non-financial liabilities were denominated in the following currencies:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
RMB	**125,881**	123,675
USD	**207**	135
HKD	**381**	–
	126,469	123,810

(c) As at 31 December 2019, the ageing analysis of the trade payables and notes payables based on invoice date is as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Less than 3 months	**82,933**	73,643
More than 3 months but not exceeding 1 year	**22,477**	30,801
More than 1 year	**388**	248
	105,798	104,692

(d) As at 31 December 2019, all trade and other payables of the Group were non-interest bearing.

26 BORROWINGS

Long-term bank borrowings	As at 31 December 2019 RMB'000	2018 RMB'000
Secured bank borrowings	50,000	–
Less: current portion of long-term borrowings	(40,000)	–
	10,000	–

Short-term bank borrowings	As at 31 December 2019 RMB'000	2018 RMB'000
Secured bank borrowings *(a)*	48,250	103,600
Unsecured bank borrowings	20,000	7,200
	68,250	110,800

(a) The bank borrowings of RMB98,250,000 (2018: RMB103,600,000) as at 31 December 2019, was secured by property, plant and equipment (Note 14) and land use rights (Note 15) of Shenglong Decoration.

(b) The weighted average interest rate of bank borrowings at 31 December 2019 was 5.40% (2018: 5.24%) per annum.

27 DEFERRED INCOME TAX

The analysis of deferred income tax assets is as follows:

	As at 31 December 2019 RMB'000	2018 RMB'000
Deferred income tax assets:		
– to be recovered after more than 12 months	1,818	2,093
– to be recovered within 12 months	3,306	3,703
	5,124	5,796

27 DEFERRED INCOME TAX *(Cont'd)*

Movement of deferred income tax assets is as follows:

Deferred income tax assets	Allowance for impairment of trade receivables	Inventory write-down	Deferred government grants	Unrealised profit on intra-group transactions	Tax losses	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
As at 1 January 2018	646	68	254	1,894	1,530	4,392
Recognised in the consolidated income statement	267	–	1	200	936	1,404
As at 31 December 2018	913	68	255	2,094	2,466	5,796
As at 1 January 2019	**913**	**68**	**255**	**2,094**	**2,466**	**5,796**
Recognised/(reversed) in the consolidated income statement	**315**	**–**	**(16)**	**(349)**	**(622)**	**(672)**
As at 31 December 2019	**1,228**	**68**	**239**	**1,745**	**1,844**	**5,124**

28 DIVIDEND

No dividend has been paid or declared by the Company during the year ended 31 December 2019 (2018: Nil).

29 NOTES TO CONSOLIDATED CASH FLOW STATEMENT

(a) Reconciliation of profit before income tax to cash generated from operations:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Profit before income tax	**22,356**	15,001
Adjustments for:		
Depreciation of property, plant and equipment *(Note 14)*	**14,074**	12,367
Amortisation of land use rights *(Note 15)*	**1,069**	1,069
Amortisation of intangible assets *(Note 16)*	**1,162**	230
Gain on disposal of property, plant and equipment *(Note 7)*	**–**	(35)
Finance expenses – net *(Note 10)*	**2,115**	2,890
Allowance for impairment of trade receivables and other financial assets at amortised cost	**1,970**	1,335
	42,746	32,857
Changes in working capital:		
Inventories	**(3,048)**	(323)
Trade and other receivables	**(9,730)**	(2,575)
Trade and other payables	**(1,590)**	(5,737)
Cash generated from operations	**28,378**	24,222

(b) In the consolidated statement of cash flows, proceeds from disposals of property, plant and equipment comprise:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Net book amount	**–**	21
Gain on disposal of property, plant and equipment *(Note 7)*	**–**	35
Proceeds from disposal	**–**	56

29 NOTES TO CONSOLIDATED CASH FLOW STATEMENT *(Cont'd)*

(c) Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented.

Net debt	2019 RMB'000	2018 RMB'000
Cash and cash equivalents	15,890	16,892
Borrowings – repayable within one year	(108,250)	(110,800)
Borrowings – repayable after one year	(10,000)	–
Net debt	(102,360)	(93,908)
Cash and liquid investments	15,890	16,892
Gross debt – short term or variable interest rates	(118,250)	(110,800)
Net debt	(102,360)	(93,908)

	Other assets	Liabilities from financing activities		
	Cash RMB'000	Borrowing due within 1 year RMB'000	Borrowing due after 1 year RMB'000	Total RMB'000
Net debt as at 1 January 2018	14,688	(102,100)	–	(87,412)
Cash flows	2,000	(8,700)	–	(6,700)
Foreign exchange adjustments	204	–	–	204
Net debt as at 31 December 2018	16,892	(110,800)	–	(93,908)
Cash flows	(883)	2,550	(10,000)	(8,333)
Foreign exchange adjustments	(119)	–	–	(119)
Net debt as at 31 December 2019	15,890	(108,250)	(10,000)	(102,360)

30 COMMITMENTS

Capital commitments

Capital expenditures contracted for at the end of the year but not yet incurred are as follows:

	As at 31 December	
	2019	2018
	RMB'000	RMB'000
Property, plant and equipment	**51,864**	6,092

31 RELATED PARTY TRANSACTIONS

Key management personnel compensation

The compensations paid or payable to key management personnel (including directors and senior management) for employee services are shown below:

	Year ended 31 December	
	2019	2018
	RMB'000	RMB'000
Directors' fees	**266**	261
Wages, salaries and bonuses	**2,728**	2,897
Pension costs	**9**	6
Other social security costs	**62**	14
	3,065	3,178

32 CONTINGENT LIABILITIES

The Group had no material contingent liabilities as at 31 December 2019.

33 SUBSEQUENT EVENT

Since early 2020, the epidemic of Coronavirus Disease 2019 ("the COVID-19 outbreak") has spread across China and other countries, and it has affected business and economic activities to some extent. Firstly, the market's demand for the Group's products may be affected. Secondly, the Group is experiencing longer trade receivable turnover time. Up to the date on which this set of financial statements were authorised for issue, the impacts of the COVID-19 outbreak on the market demand of the Group's products and the financial position of the Group's customers are still uncertain, the Group is unable to quantify the related financial effects. The Group will pay close attention to the development of the COVID-19 outbreak, perform further assessment of its impact and take relevant measures.

34 BALANCE SHEET AND RESERVES MOVEMENT OF THE COMPANY

(a) Balance sheet of the Company

	Note	Company As at 31 December 2019 RMB'000	2018 RMB'000
ASSETS			
Non-current assets			
Investments in subsidiaries		**112,400**	110,711
Current assets			
Amounts due from subsidiaries		**1,474**	939
Prepayment, deposits and other receivables		**317**	316
Cash and cash equivalents		**258**	3,530
		2,049	4,785
Total assets		**114,449**	115,496
EQUITY			
Equity attributable to owners of the Company			
Share capital		**4,253**	4,253
Other reserves	*34(b)*	**115,182**	113,946
Accumulated losses		**(5,300)**	(2,705)
Total equity		**114,135**	115,494
LIABILITIES			
Current liabilities			
Other payables and accruals		**314**	2
Total equity and liabilities		**114,449**	115,496

The balance sheet of the Company was approved by the Board of Directors on 29 April 2020 and was signed on its behalf.

Sheng Yingming	**Tan Chee Kiang**
Director	*Director*

34 BALANCE SHEET AND RESERVES MOVEMENT OF THE COMPANY *(Cont'd)*

(b) Reserves movement of the Company

Company	Share Premium RMB'000	Translation Reserve RMB'000	Total RMB'000
At 1 January 2018	111,659	(110)	111,549
Currency translation differences	–	2,397	2,397
At 31 December 2018	111,659	2,287	113,946
At 1 January 2019	**111,659**	**2,287**	**113,946**
Currency translation differences	**–**	**1,236**	**1,236**
At 31 December 2019	**111,659**	**3,523**	**115,182**

FINANCIAL SUMMARY

A summary of the results and assets and liabilities of the Group for the last five financial years, as extracted from the audited consolidated financial statements and the Prospectus, is set out below.

RESULTS

	For the year ended 31 December				
	2019	2018	2017	2016	2015
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Revenue	**347,267**	349,411	320,069	248,773	216,598
Profit before income tax	**22,356**	15,001	8,204	24,890	5,989
Income tax expenses	**(3,115)**	(1,268)	(1,200)	(4,159)	(670)
Profit for the year	**19,241**	13,733	7,004	20,731	5,319

ASSETS AND LIABILITIES

	As at 31 December				
	2019	2018	2017	2016	2015
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Total assets	**454,637**	423,869	406,123	333,228	338,511
Total liabilities	**262,746**	251,333	246,344	243,113	256,668
Total equity	**191,891**	172,536	159,779	90,115	81,843