

# FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 8018



2020  
*Interim Report*  
中期報告



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

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

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

*Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.*

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

## 香港聯合交易所有限公司（「聯交所」）GEM的特色

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

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

香港交易及結算所有限公司及聯交所對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

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

## INTERIM RESULTS

The board of Directors ("Board") announces the unaudited condensed consolidated results of Finsoft Financial Investment Holdings Limited ("Company", together with its subsidiaries, referred to as "Group") for the three months and six months ended 30 June 2020, together with the unaudited comparative figures for the corresponding periods in 2019, as follows:

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

For the three months and six months ended 30 June 2020

## 中期業績

董事會（「董事會」）公佈·匯財金融投資控股有限公司（「本公司」·連同其附屬公司統稱「本集團」）截至二零二零年六月三十日止三個月及六個月之未經審核簡明綜合業績·連同二零一九年同期之未經審核比較數字載列如下：

### 未經審核簡明綜合損益及其他全面收入表

截至二零二零年六月三十日止三個月及六個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	4	20,648	16,208	37,131	37,320
Cost of sales	銷售成本		(4,847)	(4,751)	(9,555)	(9,757)
Gross profit	毛利		15,801	11,457	27,576	27,563
Other income	其他收入	6	1,507	130	1,583	179
Other gains and losses	其他收益及虧損	6	(1,523)	(190)	(1,560)	(838)
Provision for impairment loss on loans receivable	應收貸款的減值虧損撥備		(7,041)	-	(11,791)	(7,500)
Administrative expenses	行政開支		(9,969)	(7,725)	(18,710)	(15,624)
Finance costs	財務成本	7	(40)	(7)	(87)	(16)
Share of loss of an associate	應佔一間聯營公司虧損		-	(480)	-	(584)
Share of loss of a joint venture	應佔一間合營公司虧損		(3)	(2)	(35)	(23)
(Loss)/profit before tax	除稅前(虧損)/溢利	8	(1,268)	3,183	(3,024)	3,157
Income tax expense	所得稅開支	9	(1,868)	(1,025)	(2,650)	(2,532)
<b>(Loss)/profit for the period attributable to owners of the Company</b>	<b>本公司擁有人應佔期內(虧損)/溢利</b>		<b>(3,136)</b>	<b>2,158</b>	<b>(5,674)</b>	<b>625</b>
<b>Other comprehensive income/(loss) Item that will not be reclassified to profit or loss:</b>	<b>其他全面收入/(虧損) 將不會重新分類至損益的項目:</b>					
Fair value changes on equity investments	股本投資的公平價值變動		314	(1,157)	(662)	(496)
<b>Other comprehensive income/(loss) for the period</b>	<b>期內其他全面收入/(虧損)</b>		<b>314</b>	<b>(1,157)</b>	<b>(662)</b>	<b>(496)</b>
<b>Total comprehensive (loss)/income for the period attributable to owners of the Company</b>	<b>本公司擁有人應佔期內全面(虧損)/收入總額</b>		<b>(2,822)</b>	<b>1,001</b>	<b>(6,336)</b>	<b>129</b>



		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)
<b>(Loss)/earnings per share</b>	<b>每股(虧損)/盈利</b>				
Basic and diluted (HK cents per share)	基本及攤薄(每股港仙)				
		11			
		<b>(0.249)</b>	0.171	<b>(0.450)</b>	0.050

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2020

## 簡明綜合財務狀況表

於二零二零年六月三十日

			<b>30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
	<i>Notes</i>			
	<i>附註</i>			
<b>NON-CURRENT ASSETS</b>		<b>非流動資產</b>		
Property, plant and equipment	12	物業、廠房及設備	4,264	4,702
Right-of-use assets		使用權資產	2,617	3,680
Goodwill		商譽	-	-
Intangible assets		無形資產	-	-
Investment in a joint venture		於一間合營公司之投資	111	146
Equity investments	13	股本投資	6,725	7,387
Deferred tax assets		遞延稅項資產	148	-
			<u>13,865</u>	<u>15,915</u>
<b>TOTAL NON-CURRENT ASSETS</b>		<b>非流動資產總額</b>		
			<u>13,865</u>	<u>15,915</u>
<b>CURRENT ASSETS</b>		<b>流動資產</b>		
Inventories		存貨	415	440
Trade and interest receivables	14	貿易應收款項及應收利息	9,692	9,168
Loans receivable	15	應收貸款	80,238	87,228
Other receivables, prepayments and other assets		其他應收款項、預付款項及其他資產	5,815	5,131
Financial assets at fair value through profit or loss		按公平價值計入損益的金融資產	14,358	6,231
Cash and cash equivalents		現金及現金等價物	74,055	92,357
			<u>184,573</u>	<u>200,555</u>
<b>TOTAL CURRENT ASSETS</b>		<b>流動資產總額</b>		
			<u>184,573</u>	<u>200,555</u>
<b>CURRENT LIABILITIES</b>		<b>流動負債</b>		
Other payables and accruals	16	其他應付款項及應計費用	28,569	38,457
Lease liabilities		租賃負債	2,043	2,053
Current tax liabilities		即期稅項負債	2,433	3,913
			<u>33,045</u>	<u>44,423</u>
<b>TOTAL CURRENT LIABILITIES</b>		<b>流動負債總額</b>		
			<u>33,045</u>	<u>44,423</u>
<b>NET CURRENT ASSETS</b>		<b>流動資產淨額</b>	<u>151,528</u>	<u>156,132</u>
			<u>151,528</u>	<u>156,132</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>資產總額減流動負債</b>	<u>165,393</u>	<u>172,047</u>
			<u>165,393</u>	<u>172,047</u>

		Notes 附註	30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>			
Other payables and accruals	其他應付款項及應計費用	16	1,616	1,077
Lease liabilities	租賃負債		592	1,594
Deferred tax liabilities	遞延稅項負債		542	397
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>非流動負債總額</b>		<b>2,750</b>	3,068
<b>NET ASSETS</b>	<b>資產淨額</b>		<b>162,643</b>	168,979
<b>CAPITAL AND RESERVES</b>	<b>股本及儲備</b>			
Share capital	股本	17	6,303	6,303
Reserves	儲備		156,340	162,676
<b>TOTAL EQUITY</b>	<b>權益總額</b>		<b>162,643</b>	168,979

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2020

# 未經審核簡明綜合權益變動表

截至二零二零年六月三十日止六個月

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

		Share capital	Share premium	Share options reserve	Merger reserve	Financial assets measured at fair value through other comprehensive income reserve 按公平價值計入其他全面收入的金融資產之儲備	Accumulated losses	Total equity
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	購股權儲備 HK\$'000 千港元	合併儲備 HK\$'000 千港元	金融資產之儲備 HK\$'000 千港元	累計虧損 HK\$'000 千港元	權益總額 HK\$'000 千港元
At 31 December 2018 (Audited)	於二零一八年十二月三十一日 (經審核)	6,303	229,281	1,435	78	(33,602)	(12,800)	190,695
Effect of adoption of HKFRS 16	採納香港財務報告準則第16號的影響	-	-	-	-	-	(50)	(50)
At 1 January 2019 (After adjustment) (Unaudited)	於二零一九年一月一日(調整後) (未經審核)	6,303	229,281	1,435	78	(33,602)	(12,850)	190,645
Profit for the period	期內溢利	-	-	-	-	-	625	625
Other comprehensive loss for the period:	期內其他全面虧損:							
Fair value changes on equity investments	股本投資的公平價值變動	-	-	-	-	(496)	-	(496)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收入總額	-	-	-	-	(496)	625	129
Transfer of share options reserve upon the expiry of share options	購股權屆滿時轉撥購股權儲備	-	-	(1,435)	-	-	1,435	-
At 30 June 2019 (Unaudited)	於二零一九年六月三十日 (未經審核)	6,303	229,281	-	78	(34,098)	(10,790)	190,774
At 31 December 2019 (Audited)	於二零一九年十二月三十一日 (經審核)	6,303	229,281	-	78	(34,429)	(32,254)	168,979
Loss for the period	期內虧損	-	-	-	-	-	(5,674)	(5,674)
Other comprehensive loss for the period:	期內其他全面虧損:							
Fair value changes on equity investments	股本投資的公平價值變動	-	-	-	-	(662)	-	(662)
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	(662)	(5,674)	(6,336)
At 30 June 2020 (Unaudited)	於二零二零年六月三十日 (未經審核)	6,303	229,281	-	78	(35,091)	(37,928)	162,643

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2020

## 未經審核簡明綜合現金流量表

截至二零二零年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash flows (used in)/from operating activities	經營活動(所用)/所得的 現金流量淨額	(16,309)	3,589
Net cash flows used in investing activities	投資活動所用的現金流量淨額	(894)	(3,663)
Net cash flows used in financing activities	融資活動所用的現金流量淨額	(1,099)	(205)
<b>Net decrease in cash and cash equivalents</b>	<b>現金及現金等價物減少淨額</b>	<b>(18,302)</b>	<b>(279)</b>
<b>Cash and cash equivalents at 1 January</b>	<b>於一月一日之現金及現金 等價物</b>	<b>92,357</b>	<b>89,004</b>
<b>Cash and cash equivalents at 30 June</b>	<b>於六月三十日之現金及現金 等價物</b>	<b>74,055</b>	<b>88,725</b>



## NOTES:

### 1. GENERAL INFORMATION

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

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

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

### 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2020 ("Financial Statements") have been prepared in accordance with the Hong Kong Accounting Standards ("HKASs") 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), the accounting principles generally accepted in Hong Kong, the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622 of the Laws of Hong Kong) and the applicable disclosure provisions of the GEM Listing Rules. The Financial Statements should be read in conjunction with the Company's annual consolidated financial statements for the year ended 31 December 2019.

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

## 附註：

### 1. 一般資料

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

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

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

### 2. 編製基準

本集團於截至二零二零年六月三十日止六個月之未經審核簡明綜合財務報表（「財務報表」）乃根據由香港會計師公會（「香港會計師公會」）頒佈之香港會計準則（「香港會計準則」）第34號*中期財務報告*、香港公認會計原則、香港公司條例（香港法例第622章）之披露規定以及GEM上市規則之適用披露條文而編製。財務報表應與本公司截至二零一九年十二月三十一日止年度的年度綜合財務報表一併閱讀。

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

The accounting policies adopted in preparing the Financial Statements are consistent with those applied in the annual consolidated financial statements of the Group for the year ended 31 December 2019, with addition for the new Hong Kong Financial Reporting Standards (“HKFRSs”, which include all Hong Kong Financial Reporting Standards, HKASs and Interpretations issued by the HKICPA) and amendments to HKFRSs, that have become effective for the Group’s financial year beginning on 1 January 2020. The adoption of these new HKFRSs and amendments to HKFRSs has no material impact on the Financial Statements for the current accounting period.

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

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

### 3. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

The following tables present the Group’s financial instruments that are measured at fair value as at 30 June 2020 and 31 December 2019:

		Level 1 第一級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 2 第二級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 3 第三級 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
<b>As at 30 June 2020</b>	<b>於二零二零年六月三十日</b>				
<b>Financial assets</b>	<b>金融資產</b>				
Equity investments at fair value through other comprehensive income	按公平價值計入其他全面收入之股本投資				
– Listed shares	– 上市股份	3,142	–	–	3,142
– Unlisted investments	– 非上市投資	–	–	3,583	3,583
Financial assets at fair value through profit or loss	按公平價值計入損益的金融資產				
– Listed equity investments	– 上市股本投資	14,358	–	–	14,358
		<b>17,500</b>	<b>–</b>	<b>3,583</b>	<b>21,083</b>

編製財務報表時採納之會計政策，與本集團截至二零一九年十二月三十一日止年度之年度綜合財務報表所採用的會計政策一致，並已加入於二零二零年一月一日開始之本集團財政年度生效之新訂香港財務報告準則（「香港財務報告準則」，其包括由香港會計師公會頒佈之所有香港財務報告準則、香港會計準則及詮釋）及香港財務報告準則修訂本。採納該等新訂香港財務報告準則及香港財務報告準則修訂本對本會計期間之財務報表並無重大影響。

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

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

### 3. 金融工具公平價值計量

下表呈列本集團於二零二零年六月三十日及二零一九年十二月三十一日按公平價值計量的金融工具：

		Level 1 第一級 HK\$'000 千港元 (Audited) (經審核)	Level 2 第二級 HK\$'000 千港元 (Audited) (經審核)	Level 3 第三級 HK\$'000 千港元 (Audited) (經審核)	Total 總計 HK\$'000 千港元 (Audited) (經審核)
<b>As at 31 December 2019</b>	<b>於二零一九年 十二月三十一日</b>				
<b>Financial assets</b>	<b>金融資產</b>				
Equity investments at fair value through other comprehensive income	按公平價值計入其他全面收入之股本投資				
- Listed shares	- 上市股份	3,804	-	-	3,804
- Unlisted investments	- 非上市投資	-	-	3,583	3,583
Financial assets at fair value through profit or loss	按公平價值計入損益的金融資產				
- Listed equity investments	- 上市股本投資	6,231	-	-	6,231
		<u>10,035</u>	<u>-</u>	<u>3,583</u>	<u>13,618</u>

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

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

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

There was no change in Level 3 of financial instruments for the six months ended 30 June 2020.

At 30 June 2020 and 31 December 2019, there were no investments classified under Level 2 and there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 during the six months ended 30 June 2020 and the year ended 31 December 2019.

The fair value of the unlisted investments presented as equity investments at fair value through other comprehensive income is measured using valuation techniques with reference to their net asset value. The Group has determined that the net asset value represents the fair value at the end of each of the reporting period.

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

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

倘一項或多項重大輸入數據並非根據可觀察市場數據釐定，則該工具列入第三級。

截至二零二零年六月三十日止六個月第三級金融工具並無任何變動。

於二零二零年六月三十日及二零一九年十二月三十一日，概無投資被分類為第二級，而截至二零二零年六月三十日止六個月及截至二零一九年十二月三十一日止年度，公平價值計量在第一級和第二級之間並無發生轉移，亦無轉入或轉出第三級。

呈列為按公平價值計入其他全面收入之股本投資的非上市投資之公平價值乃經參考資產淨值採用估值技術計量。本集團已釐定資產淨值為各報告期末之公平價值。

## 4. REVENUE

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

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Sales of hardware	32	16	68	36
Sales of technology software systems	2,810	-	3,940	860
System customisation and network support	3,742	1,675	5,123	6,021
Software licensing fee	8,008	8,411	15,995	17,668
Software maintenance services	2,587	2,187	4,550	4,709
Hosting and related services fee	1,757	1,799	3,489	3,714
Other IT and internet financial platforms services income	-	16	-	101
Interest income on loan financing	1,667	2,090	3,906	4,170
Others	45	14	60	41
	<b>20,648</b>	<b>16,208</b>	<b>37,131</b>	<b>37,320</b>

## 4. 收益

本集團來自其主要產品及服務的收益分析如下：

### Disaggregation of revenue

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

### 分拆收益

按主要產品及服務劃分的來自客戶合約之收益分拆如下：

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue from contracts with customers within the scope of HKFRS 15				
- Sales of hardware	32	16	68	36
- Sales of technology software systems	2,810	-	3,940	860
- System customisation and network support	3,742	1,675	5,123	6,021
- Software licensing fee	8,008	8,411	15,995	17,668
- Software maintenance services	2,587	2,187	4,550	4,709
- Hosting and related services fee	1,757	1,799	3,489	3,714
- Other IT and internet financial platforms services income	-	16	-	101
- Others	45	14	60	41
Revenue from other sources				
- Interest income on loan financing	1,667	2,090	3,906	4,170
	<b>20,648</b>	<b>16,208</b>	<b>37,131</b>	<b>37,320</b>



## 5. SEGMENT INFORMATION

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

- (a) Financial trading software solutions – development, sale and provision of financial trading software solutions with the principal products being trading and settlement systems of financial products for financial institutions;
- (b) Other IT and internet financial platforms services – provision of e-commerce platforms, other online consultancy services and provision of IT services and other financial information;
- (c) Money lending – provision of loan financing;
- (d) Assets investments – trading of listed securities; and
- (e) Others – comprises the Group's referral business (which provides referral services to source, identify and refer prospective deal opportunities to interested parties), corporate finance business (which provides corporate finance advisory services), and trading of gaming products and the provision of related marketing services business.

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

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

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

## 5. 分部資料

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

- (a) 金融交易軟件解決方案—開發、銷售及提供金融交易軟件解決方案，主要產品為供金融機構專用的金融產品交易及結算系統；
- (b) 其他資訊科技及互聯網金融平台服務—提供電子商務平台、其他在線諮詢服務及提供資訊科技服務及其他財務資料；
- (c) 借貸—提供貸款融資；
- (d) 資產投資—買賣上市證券；及
- (e) 其他—包括本集團的轉介業務（提供獲取、辨識及轉介潛在交易機會予有意方的轉介服務）、企業財務業務（提供企業財務諮詢服務），及買賣遊戲產品及提供相關推廣服務業務。

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

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

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

## Segment revenue and results

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

## 分部收益及業績

下文載列按可呈報分部劃分之本集團收益及業績分析：

	Financial trading solutions	Other IT and internet financial platforms services	Money lending	Assets investments	Others	Elimination	Total	
	金融交易軟件解決方案	其他資訊科技及互聯網金融平台服務	借貸	資產投資	其他	抵銷	總計	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	
<b>For the six months ended</b>	<b>截至二零二零年</b>							
<b>30 June 2020</b>	<b>六月三十日止六個月</b>							
<b>Segment revenue</b>	<b>分部收益</b>							
Disaggregated by timing of revenue recognition	按確認收益時間分類							
Point in time	在某一時間點確認	8,916	-	-	-	60	-	8,976
Over time	在某一段時間內確認	24,249	-	3,906	-	-	-	28,155
<b>Revenue from external customers</b>	<b>源於外部客戶之收益</b>							
Inter-segment sales*	分部間銷售*	-	-	-	-	-	-	-
		33,165	-	3,906	-	60	-	37,131
		33,165	-	3,906	-	60	-	37,131
<b>Segment profit/(loss)</b>	<b>分部溢利/(虧損)</b>							
Interest income	利息收入	17,007	(591)	(13,256)	(825)	(1,863)	-	472
Unallocated other income, gains and losses	未分配其他收入、收益及虧損							116
Share of loss of a joint venture	應佔一間合營公司虧損							245
Central administration costs	中央行政成本							(35)
								(3,822)
Loss before tax	除稅前虧損							(3,024)

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

<b>For the six months ended</b>		<b>截至二零一九年</b>							
<b>30 June 2019</b>		<b>六月三十日止六個月</b>							
<b>Segment revenue</b>	<b>分部收益</b>								
Disaggregated by timing of revenue recognition	按確認收益時間分類								
Point in time	在某一點點確認	6,782	1	-	-	41	-	6,824	
Over time	在某一段時間內確認	26,226	100	4,170	-	-	-	30,496	
<b>Revenue from external customers</b>	<b>源於外部客戶之收益</b>	33,008	101	4,170	-	41	-	37,320	
Inter-segment sales*	分部間銷售*	-	-	-	-	-	-	-	
		33,008	101	4,170	-	41	-	37,320	
<b>Segment profit/(loss)</b>	<b>分部溢利/(虧損)</b>	16,011	(854)	(6,519)	(896)	(1,252)	-	6,490	
Interest income	利息收入								178
Unallocated gains and losses	未分配收益及虧損								75
Share of loss of an associate	應佔一間聯營公司虧損								(584)
Share of loss of a joint venture	應佔一間合營公司虧損								(23)
Central administration costs	中央行政成本								(2,963)
Finance costs	財務成本								(16)
Profit before tax	除稅前溢利								3,157

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

\* 分部間銷售乃參考向第三方所收取之價格進行。

## Segment assets and liabilities

## 分部資產及負債

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元 (Unaudited) (未經審核)	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元 (Unaudited) (未經審核)	Money lending 借貸 HK\$'000 千港元 (Unaudited) (未經審核)	Assets investments 資產投資 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
<b>As at 30 June 2020</b>	<b>於二零二零年六月三十日</b>						
<b>Segment assets</b>	<b>分部資產</b>	<b>13,648</b>	<b>22</b>	<b>86,983</b>	<b>14,358</b>	<b>541</b>	<b>115,552</b>
Corporate and unallocated assets	公司及未分配資產						<b>82,886</b>
Consolidated assets	綜合資產						<b>198,438</b>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>29,826</b>	<b>47</b>	<b>916</b>	<b>31</b>	<b>124</b>	<b>30,944</b>
Corporate and unallocated liabilities	公司及未分配負債						<b>4,851</b>
Consolidated liabilities	綜合負債						<b>35,795</b>

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元 (Audited) (經審核)	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元 (Audited) (經審核)	Money lending 借貸 HK\$'000 千港元 (Audited) (經審核)	Assets investments 資產投資 HK\$'000 千港元 (Audited) (經審核)	Others 其他 HK\$'000 千港元 (Audited) (經審核)	Total 總計 HK\$'000 千港元 (Audited) (經審核)
<b>As at 31 December 2019</b>	<b>於二零一九年十二月三十一日</b>						
<b>Segment assets</b>	<b>分部資產</b>	<b>14,232</b>	<b>44</b>	<b>94,409</b>	<b>6,231</b>	<b>1,158</b>	<b>116,074</b>
Corporate and unallocated assets	公司及未分配資產						<b>100,396</b>
Consolidated assets	綜合資產						<b>216,470</b>
<b>Segment liabilities</b>	<b>分部負債</b>	<b>40,402</b>	<b>137</b>	<b>1,007</b>	<b>19</b>	<b>114</b>	<b>41,679</b>
Corporate and unallocated liabilities	公司及未分配負債						<b>5,812</b>
Consolidated liabilities	綜合負債						<b>47,491</b>



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

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

## 6. 其他收入、及其他收益及虧損

以下為其他收入、及其他收益及虧損的分析：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Other income:</b>	<b>其他收入：</b>				
Interest income on bank deposits	銀行存款之利息收入	40	130	116	178
Government grant	政府補助	1,467	-	1,467	-
Sundry income	雜項收入	-	-	-	1
		<u>1,507</u>	<u>130</u>	<u>1,583</u>	<u>179</u>
<b>Other gains and losses:</b>	<b>其他收益及虧損：</b>				
Provision for impairment loss on interest receivables	應收利息減值虧損撥備	(584)	-	(837)	(203)
Reversal of/(provision for) impairment loss on trade receivables	貿易應收款項的減值虧損撥回/(撥備)	169	54	(55)	36
Foreign exchange differences, net	外匯差額淨額	(1)	-	(2)	(1)
Net fair value (loss)/gain on financial assets at fair value through profit or loss	按公平價值計入損益的金融資產之公平價值(虧損)/收益淨額	(1,107)	(244)	(666)	(745)
- listed equity investments	- 上市股本投資	-	-	-	75
- convertible bond	- 可換股債券	-	-	-	-
		<u>(1,523)</u>	<u>(190)</u>	<u>(1,560)</u>	<u>(838)</u>

## 7. FINANCE COSTS

An analysis of finance costs is as follows:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on lease liabilities	租賃負債利息	40	7	87	16

## 7. 財務成本

以下為財務成本的分析：

## 8. (LOSS)/PROFIT BEFORE TAX

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

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Amortisation of intangible assets (note (a))	無形資產攤銷 (附註(a))	-	43	-	152
Cost of inventories sold	已售存貨成本	18	5	25	17
Depreciation of property, plant and equipment (note (b))	物業、廠房及設備折舊 (附註(b))	724	409	1,448	834
Depreciation of right-of-use assets	使用權資產折舊	532	109	1,063	218
Lease payments not included in the measurement of lease liabilities	未計入租賃負債計量的 租賃付款	89	554	249	1,108
Employee benefits expense (note (c)):	僱員福利開支 (附註(c)):				
Salaries and other benefits	薪金及其他福利	7,934	7,042	15,451	14,239
Contributions to retirement benefits scheme	退休福利計劃供款	243	235	470	456
Total employee benefits expense, including directors' emoluments	僱員福利開支總額， 包括董事酬金	8,177	7,277	15,921	14,695

## 8. 除稅前(虧損)/溢利

除稅前(虧損)/溢利乃於扣除下列各項後得出：

## Notes:

- (a) The amortisation of intangible assets was included in cost of sales.
- (b) During the six months ended 30 June 2020, depreciation of property, plant and equipment amounting to HK\$62,000 (six months ended 30 June 2019: HK\$93,000) was included in cost of sales and that amounting to HK\$1,386,000 (six months ended 30 June 2019: HK\$741,000) was included in administrative expenses.
- (c) During the six months ended 30 June 2020, employee benefits expense amounting to HK\$6,308,000 (six months ended 30 June 2019: HK\$5,947,000) was included in cost of sales and that amounting to HK\$9,613,000 (six months ended 30 June 2019: HK\$8,748,000) was included in administrative expenses.

## 附註：

- (a) 無形資產攤銷計入銷售成本。
- (b) 於截至二零二零年六月三十日止六個月，物業、廠房及設備折舊中有62,000港元（截至二零一九年六月三十日止六個月：93,000港元）計入銷售成本，而有1,386,000港元（截至二零一九年六月三十日止六個月：741,000港元）計入行政開支。
- (c) 於截至二零二零年六月三十日止六個月，僱員福利開支中有6,308,000港元（截至二零一九年六月三十日止六個月：5,947,000港元）計入銷售成本，而有9,613,000港元（截至二零一九年六月三十日止六個月：8,748,000港元）計入行政開支。

## 9. INCOME TAX EXPENSE

## 9. 所得稅開支

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Current – Hong Kong	即期—香港				
– Charge for the period	– 期內計提	1,889	1,032	2,653	2,557
Deferred	遞延	(21)	(7)	(3)	(25)
Income tax expense	所得稅開支	<u>1,868</u>	<u>1,025</u>	<u>2,650</u>	<u>2,532</u>

Hong Kong Profits Tax has been provided at the rate of 16.5% on the estimated assessable profit arising in or derived from Hong Kong for both periods, except for a subsidiary of the Company which is a qualifying entity under the two-tiered profits tax rates regime. The first HK\$2,000,000 of assessable profits of this subsidiary is taxed at 8.25% and the remaining assessable profits are taxed at 16.5%.

During the six months ended 30 June 2020, no share of tax attributable to a joint venture (six months ended 30 June 2019: Nil) was included in “Share of loss of a joint venture”. During the six months ended 30 June 2019, no share of tax attributable to an associate was included in “Share of loss of an associate”.

於兩個期間，香港利得稅均按在香港產生或賺取的估計應課稅溢利以16.5%稅率計提撥備，惟本公司的一間附屬公司為利得稅兩級制項下的合資格實體除外。該附屬公司的應課稅溢利的首2,000,000港元按8.25%徵稅，而餘下應課稅溢利則按16.5%徵稅。

於截至二零二零年六月三十日止六個月，並無計入「應佔一間合營公司虧損」的歸屬於一間合營公司的稅項（截至二零一九年六月三十日止六個月：無）。截至二零一九年六月三十日止六個月，並無計入「應佔一間聯營公司虧損」的歸屬於一間聯營公司的稅項。

## 10. DIVIDEND

The Board does not recommend the payment of any interim dividend in respect of the six months ended 30 June 2020 (six months ended 30 June 2019: Nil).

## 11. (LOSS)/EARNINGS PER SHARE

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

## 10. 股息

董事會並不建議就截至二零二零年六月三十日止六個月派付任何中期股息（截至二零一九年六月三十日止六個月：無）。

## 11. 每股（虧損）／盈利

每股基本及攤薄（虧損）／盈利乃按以下數據計算：

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>(Loss)/earnings</b> (Loss)/profit for the period attributable to owners of the Company	<b>(3,136)</b>	2,158	<b>(5,674)</b>	625
<b>(虧損)／盈利</b> 本公司擁有人應佔期內 (虧損)／溢利				

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)
<b>Number of shares</b> Weighted average number of ordinary shares in issue for the purpose of calculation of basic (loss)/earnings per share	<b>1,260,582,340</b>	1,260,582,340	<b>1,260,582,340</b>	1,260,582,340
Effect of diluted potential ordinary shares as a result of the share options granted (note (a))	-	-	-	-
Weighted average number of ordinary shares in issue for the purpose of calculation of diluted (loss)/earnings per share	<b>1,260,582,340</b>	1,260,582,340	<b>1,260,582,340</b>	1,260,582,340
<b>股份數目</b> 就計算每股基本（虧損）／盈利而言，已發行普通股加權平均數				
因授出購股權的潛在普通股攤薄影響（附註(a)）				
就計算每股攤薄（虧損）／盈利而言，已發行普通股加權平均數				

Note:

- (a) For the six months ended 30 June 2020, the diluted loss per share was equal to the basic loss per share as there was no dilutive potential ordinary shares in issue during that period. The computation of diluted earnings per share for the six months ended 30 June 2019 does not assume the conversion of the Company's outstanding share options because the adjusted exercise price of those share options was higher than the average market price of the shares for that period which was regarded as anti-dilutive.

附註：

- (a) 截至二零二零年六月三十日止六個月，由於該期間並無已發行潛在攤薄普通股，因此每股攤薄虧損與每股基本虧損相等。計算於截至二零一九年六月三十日止六個月之每股攤薄盈利並無假設本公司之尚未行使購股權獲轉換，因為該等購股權之經調整行使價高於股份於該期間內之平均市價（被視為具反攤薄影響）。



## 12. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2020, additions to property, plant and equipment of the Group amounted to HK\$1,010,000 (six months ended 30 June 2019: HK\$191,000).

## 13. EQUITY INVESTMENTS

**Equity investments at fair value through other comprehensive income** 按公平價值計入其他全面收入的股本投資

- Listed shares in Hong Kong 一香港之上市股份
- Unlisted investments 一非上市投資

The Group's equity investments were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature. No dividends were received from the Group's equity investments during the six months ended 30 June 2020.

## 14. TRADE AND INTEREST RECEIVABLES

Trade receivables 貿易應收款項

Interest receivables from money lending business 借貸業務之應收利息

Loss allowance 虧損撥備

## 12. 物業、廠房及設備

於截至二零二零年六月三十日止六個月，本集團的物業、廠房及設備添置為1,010,000港元（截至二零一九年六月三十日止六個月：191,000港元）。

## 13. 股本投資

由於本集團認為該等投資屬於策略性質，故本集團的股本投資不可撤銷地指定為按公平價值計入其他全面收入。於截至二零二零年六月三十日止六個月，概無從本集團之股本投資收取任何股息。

## 14. 貿易應收款項及應收利息

	30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Equity investments at fair value through other comprehensive income</b>		
- Listed shares in Hong Kong	3,142	3,804
- Unlisted investments	<u>3,583</u>	<u>3,583</u>
	<u>6,725</u>	<u>7,387</u>
Trade receivables	7,313	7,560
Interest receivables from money lending business	<u>4,420</u>	<u>2,757</u>
	11,733	10,317
Loss allowance	<u>(2,041)</u>	<u>(1,149)</u>
	<u>9,692</u>	<u>9,168</u>

## Trade receivables

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

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

		30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	3,775	4,745
31 – 60 days	31至60日	470	1,161
61 – 90 days	61至90日	1,644	388
91 – 120 days	91至120日	105	160
Over 120 days	超過120日	348	190
Total	總計	<u>6,342</u>	<u>6,644</u>

## Interest receivables from money lending business

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

		30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Overdue	逾期	2,383	1,238
Due within 3 months	於3個月內到期	967	1,168
Due after 3 months but within 6 months	於3個月後至6個月內到期	-	118
Total	總計	<u>3,350</u>	<u>2,524</u>

## 貿易應收款項

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

按發票日期及扣除虧損撥備後呈列的貿易應收款項於各報告期末的賬齡分析如下：

## 借貸業務之應收利息

於各報告期末，應收利息根據剩餘合約到期日並扣除虧損撥備的到期情況如下：

## 15. LOANS RECEIVABLE

Loans receivable from money lending business	借貸業務之應收貸款
Loss allowance	虧損撥備

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

As at 30 June 2020, the loans receivable were charging on interest rates ranging from 8.0% to 33.6% per annum (31 December 2019: 10.0% to 15.0% per annum) and were repayable with fixed terms agreed with the contracting parties. The Group held collateral or other credit enhancement over its loans receivable balance of HK\$3,298,000 (31 December 2019: Nil).

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

Overdue	逾期
Due within 3 months	於3個月內到期
Due after 3 months but within 6 months	於3個月後至6個月內到期
Due after 6 months but within 12 months	於6個月後至12個月內到期
Total	總計

## 15. 應收貸款

30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
104,341	99,540
<u>(24,103)</u>	<u>(12,312)</u>
<b>80,238</b>	<b>87,228</b>

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

於二零二零年六月三十日，應收貸款按年利率介乎8.0厘至33.6厘（二零一九年十二月三十一日：年利率10.0厘至15.0厘）計息，並須按訂約方協定的固定期限償還。本集團就其應收貸款結餘3,298,000港元持有抵押或其他信貸提升措施（二零一九年十二月三十一日：無）。

於各報告期末，應收貸款根據剩餘合約到期日並扣除虧損撥備的到期情況如下：

30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
27,649	10,844
32,998	9,345
9,150	17,122
<u>10,441</u>	<u>49,917</u>
<b>80,238</b>	<b>87,228</b>

The movements in the loss allowance for loans receivable are as follows:

		<b>30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
At the beginning of period/year	於期／年初	<b>12,312</b>	-
Impairment loss recognised during the period/year	於期／年內確認的減值虧損	<b>11,791</b>	12,312
At the end of period/year	於期／年末	<b>24,103</b>	12,312

At the end of each of the reporting period, the Group reviews its loans receivable for evidence of impairment on individual basis. The Group has measured loss allowances for loans receivable based on 12-month expected credit loss ("ECL"). When there have been a significant increase in credit risk since initial recognition, the loss allowance will be based on lifetime ECL. The ECL of loans receivable is assessed based on the identification of loss stages, estimates of probability of default, historical credit loss experience of each borrower and adjustments for forward-looking factors and current market data.

An analysis of changes in the gross carrying amount of loans receivable during the six months ended 30 June 2020 is as follows:

應收貸款虧損撥備的變動如下：

於各報告期末，本集團按個別基準檢討其應收貸款是否存在減值證據。本集團已根據12個月預期信貸虧損（「預期信貸虧損」）計量應收貸款的虧損撥備。倘自初始確認以來信貸風險顯著增加，本集團將基於全期預期信貸虧損作出虧損撥備。應收貸款的預期信貸虧損乃根據虧損階段的識別、違約概率的估計、各借款人的歷史信貸虧損經驗以及對前瞻性因素及當前市場數據的調整進行評估。

應收貸款之賬面總值於截至二零二零年六月三十日止六個月之變動分析如下：

		<b>12-month ECL 12個月 預期信貸 虧損 HK\$'000 千港元 (Unaudited) (未經審核)</b>	<b>Lifetime ECL - not credit- impaired 全期 預期信貸 虧損 - 非信貸減值 HK\$'000 千港元 (Unaudited) (未經審核)</b>	<b>Lifetime ECL - credit- impaired 全期 預期信貸 虧損 - 信貸減值 HK\$'000 千港元 (Unaudited) (未經審核)</b>	<b>Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)</b>
At 1 January 2020	於二零二零年一月一日	<b>68,089</b>	<b>8,951</b>	<b>22,500</b>	<b>99,540</b>
Transfer to lifetime ECL-not credit-impaired (Stage 2)	轉撥至非信貸減值之全期預期信貸虧損（階段2）	<b>(50,350)</b>	<b>50,350</b>	-	-
Transfer to lifetime ECL-credit-impaired (Stage 3)	轉撥至信貸減值之全期預期信貸虧損（階段3）	-	<b>(29,791)</b>	<b>29,791</b>	-
Other changes (including the net effect of additions and repayments)	其他變動（包括新增及償還之淨影響）	<b>4,801</b>	-	-	<b>4,801</b>
At 30 June 2020	於二零二零年六月三十日	<b>22,540</b>	<b>29,510</b>	<b>52,291</b>	<b>104,341</b>

An analysis of changes in the loss allowance for loans receivable during the six months ended 30 June 2020 is as follows:

應收貸款之減值撥備於截至二零二零年六月三十日止六個月之變動分析如下：

		Lifetime ECL 12-month ECL	- not credit-impaired 全期 預期信貸虧損 非信貸減值	Lifetime ECL - credit-impaired 全期 預期信貸虧損 信貸減值	Total 總計
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)
At 1 January 2020	於二零二零年一月一日	469	187	11,656	12,312
Transfer to lifetime ECL-not credit-impaired (Stage 2)	轉撥至非信貸減值之全期預期信貸虧損(階段2)	(373)	373	-	-
Transfer to lifetime ECL-credit-impaired (Stage 3)	轉撥至信貸減值之全期預期信貸虧損(階段3)	-	(326)	326	-
Provision for impairment loss for the period	期內減值虧損之撥備	47	136	11,608	11,791
At 30 June 2020	於二零二零年六月三十日	143	370	23,590	24,103

The significant changes in the loss allowance for loans receivable during the six months ended 30 June 2020 are mainly due to the transfer of loans receivable from stage 1 to stage 2 and from stage 2 to stage 3.

於截至二零二零年六月三十日止六個月應收貸款之虧損撥備之重大變化，乃主要由於應收貸款由階段1轉撥至階段2及由階段2轉撥至階段3。

## 16. OTHER PAYABLES AND ACCRUALS

## 16. 其他應付款項及應計費用

		30 June 2020 二零二零年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2019 二零一九年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Contract liabilities	合約負債	14,358	18,133
Customers deposit	客戶按金	13,106	13,006
Other payables and accruals	其他應付款項及應計費用	2,721	8,395
		<b>30,185</b>	<b>39,534</b>
Analysed into:	分析為：		
Current portion	流動部分	28,569	38,457
Non-current portion	非流動部分	1,616	1,077
		<b>30,185</b>	<b>39,534</b>



## 17. SHARE CAPITAL

## 17. 股本

		Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
<b>Authorised:</b>	法定：		
At 1 January 2019, at 31 December 2019 and at 30 June 2020, ordinary shares of HK\$0.005 each	於二零一九年一月一日、 二零一九年十二月三十一日 及二零二零年六月三十日， 每股面值0.005港元之普通股	<u>2,000,000,000</u>	<u>10,000</u>
<b>Issued and fully paid:</b>	已發行及繳足：		
At 1 January 2019, at 31 December 2019 and at 30 June 2020, ordinary shares of HK\$0.005 each	於二零一九年一月一日、 二零一九年十二月三十一日 及二零二零年六月三十日， 每股面值0.005港元之普通股	<u>1,260,582,340</u>	<u>6,303</u>

## 18. RELATED PARTY TRANSACTIONS

## 18. 關連方交易

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

除財務報表其他部分所披露者外，本集團於期內有以下關連方交易：

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

本集團主要管理人員酬金：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)
Salaries and short-term employee benefits	薪金及短期僱員福利	713	594	1,454	1,188
Post-employment benefits	僱員退休福利	5	5	9	9
		<u>718</u>	<u>599</u>	<u>1,463</u>	<u>1,197</u>

The related party transactions above do not constitute connected transactions or continuing connected transactions as defined in Chapter 20 of the GEM Listing Rules.

上述關連方交易並不構成GEM上市規則第20章所界定之關連交易或持續關連交易。

## 19. EVENTS AFTER THE REPORTING PERIOD

- (i) On 8 July 2020, the Company, Oceanic Elite Holdings Limited (“Vendor”) and Ms. Chung Elizabeth Ching Yee (as guarantor, also being the beneficial owner of the Vendor) entered into a sale and purchase agreement, pursuant to which the Company has agreed to purchase, and the Vendor has agreed to sell, 51% of the issued share capital of Metrotec Limited (“Metrotec”) at the aggregate consideration of HK\$16,320,000 (subject to adjustments) (“Acquisition”). Metrotec and its subsidiary are principally engaged in FinTech business in relation to the marketing and operation of stored valued Mastercards in Hong Kong with mobile Apps as the operating platform for travellers to pay for goods and services around the world. Details of the Acquisition are set out in the announcements of the Company dated 8 July 2020 and 23 July 2020. Up to the date of this report, the Acquisition was yet to be completed.
- (ii) On 3 August 2020, a wholly-owned subsidiary of the Company acquired an aggregate of 500,000 ordinary H shares (“Huaneng Share(s)”) of Huaneng Power International, Inc., a Sino-foreign joint stock limited company incorporated in the People’s Republic of China and the issued H shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 902), on the open market of the Stock Exchange for an aggregate consideration of HK\$1,625,000 (excluding transaction costs) at an average price of HK\$3.25 per Huaneng Share (“Huaneng Acquisition”), and subsequently disposed of an aggregate of 450,000 Huaneng Shares on the open market of the Stock Exchange for an aggregate consideration of HK\$1,480,500 (excluding transaction costs) at an average price of HK\$3.29 per Huaneng Share (“Huaneng Disposal”). Details of the Huaneng Acquisition and the Huaneng Disposal are set out in the announcement of the Company dated 4 August 2020.

## 19. 報告期後事項

- (i) 於二零二零年七月八日，本公司、海豪控股有限公司（「賣方」）與鍾靜儀女士（為擔保人，亦為賣方之實益擁有人）訂立買賣協議，據此，本公司已同意收購及賣方已同意出售Metrotec Limited（「Metrotec」）已發行股本的51%，總代價為16,320,000港元（可予以調整）（「收購事項」）。Metrotec及其附屬公司主要於香港從事萬事達儲值卡營銷及營運相關的金融科技業務，以移動應用程式作為營運平台，為全世界遊客提供商品及服務的支付服務。收購事項之詳情載於本公司日期為二零二零年七月八日及二零二零年七月二十三日之公告。直至本報告日期，收購事項尚未完成。
- (ii) 於二零二零年八月三日，本公司之一間全資附屬公司於聯交所公開市場收購華能國際電力股份有限公司，一間於中華人民共和國註冊成立的中外合資股份有限公司，其已發行H股於聯交所主板上市（股份代號：902），合共500,000股普通H股（「華能股份」），平均價格為每股華能股份3.25港元，總代價為1,625,000港元（不包括交易成本）（「華能收購事項」），及其後於聯交所公開市場出售合共450,000股華能股份，平均價格為每股華能股份3.29港元，總代價為1,480,500港元（不包括交易成本）（「華能出售事項」）。華能收購事項及華能出售事項之詳情載於本公司日期為二零二零年八月四日之公告。

## MANAGEMENT DISCUSSION AND ANALYSIS

During the six months ended 30 June 2020 ("Period"), the Group was principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, money lending business and assets investments in Hong Kong. During the Period, one of the subsidiaries of the Company held the license in respect of type 6 (advising on corporate finance) regulated activity under the SFO.

### Business Review

The outbreak of the coronavirus disease 2019 ("COVID-19") at the beginning of 2020 has brought about challenges and uncertainties to the economy of Hong Kong, which have also affected the Group's business and operations. To combat the COVID-19 pandemic, the Group has taken the necessary and practicable measures to secure the health and safety of its staff and carefully monitored the ongoing development of the outbreak to manage the risks arising from the disease and mitigate its impacts on the Group's business and financial performance.

### Provision of financial trading software solutions

During the Period, the financial trading software solutions business division remained as the key source of income of the Group. The segment revenue from external customers contributed by the Group's principal operating subsidiary, iAsia Online Systems Limited ("iAsia"), amounted to approximately HK\$33,165,000 (six months ended 30 June 2019: approximately HK\$33,008,000), representing an increase of approximately HK\$157,000 or 0.5%. During the Period, sales of technology software systems of HK\$3,940,000 (six months ended 30 June 2019: HK\$860,000) were recorded as a result of the completion of sales contracts for the Period. However, the outbreak of COVID-19 has slowed down commercial and business activities in the first half of 2020 and has caused a certain level of disruptions to the Group's operations. For example, the termination of certain licensing services contracts by customers has led to the decrease in software licensing fees received by the Group, and the progress of the Group's ongoing solutions projects for clients was affected, resulting in a delay in the recognition of revenue generated from system customisation works and maintenance services by the Group. Accordingly, the overall sales of this business division were comparable to those in the corresponding period in 2019.

## 管理層討論及分析

於截至二零二零年六月三十日止六個月（「期內」），本集團主要於香港從事提供金融交易軟件解決方案、提供其他資訊科技及互聯網金融平台服務、借貸業務及資產投資。於期內，本公司其中一間附屬公司持有關於證券及期貨條例項下第6類（就機構融資提供意見）受規管活動的牌照。

### 業務回顧

於二零二零年初爆發的2019冠狀病毒病（「COVID-19」）已為香港經濟帶來挑戰及不明朗因素，其亦對本集團的業務及營運產生影響。為抗擊COVID-19疫情，本集團已採取必要及切實可行的措施以確保其員工的健康及安全並謹慎監控疫情的持續發展以管理疾病引起的風險以及減輕其對本集團業務及財務表現的影響。

### 提供金融交易軟件解決方案

於期內，金融交易軟件解決方案業務分部仍為本集團的主要收入來源。本集團主要營運附屬公司亞洲網上系統有限公司（「亞網」）貢獻的來自外部客戶的分部收益約為33,165,000港元（截至二零一九年六月三十日止六個月：約33,008,000港元），增加約157,000港元或0.5%。於期內，由於期內完成銷售合約而錄得技術軟件系統銷售額3,940,000港元（截至二零一九年六月三十日止六個月：860,000港元）。然而，COVID-19的爆發延緩了二零二零年上半年的商業及商務活動，並對本集團營運造成一定程度的干擾。例如，客戶終止若干特許服務合約導致本集團所收取的軟件特許費減少，亦對本集團為客戶進行的解決方案項目的進度造成影響，導致來自本集團的系統訂製項目及保養服務的收益延遲確認。因此，該業務分部之整體銷售額與二零一九年同期之整體銷售額相若。

During the Period, iAsia continued to strive for excellence in its products and services with its experienced fintech workforce. Its financial trading software solutions were optimised to cope with the regime and current market requirements. In addition, modular design was applied to the system which enhanced the flexibility for the Group's customers to expand their usage capacity in accordance with the growth and changing needs of their businesses. iAsia was also committed to providing quality software maintenance services to its customers throughout the Period.

As iAsia has built up reputation in the financial trading software solutions industry in Hong Kong and has a well-established customer base with sizeable banks and brokerage firms, the Group is able to generate stable source of income during the Period, despite the outbreak of COVID-19 which has further deteriorated the Hong Kong economy. The Group will continue to keep up with the market trends and the industry requirements and focus on improving its operational efficiency with rationalised costs to maintain its competitiveness in the markets.

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

During the Period, no revenue was generated from the provision of other IT and internet financial platforms services business division (six months ended 30 June 2019: approximately HK\$101,000).

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

#### **Money lending business**

During the Period, revenue derived from the money lending business division amounted to approximately HK\$3,906,000 (six months ended 30 June 2019: approximately HK\$4,170,000), representing a decrease of approximately HK\$264,000 or 6.3%. The interest rate charged to customers during the Period ranged from 8.0% per annum to 33.6% per annum (six months ended 30 June 2019: ranged from 10.0% per annum to 15.0% per annum). During the Period, the Group recorded the provision for impairment losses on loans receivable and interest receivables of approximately HK\$11,791,000 and approximately HK\$837,000 respectively, by taking into consideration (i) the increase in loans receivable and interest receivables which have past due as at 30 June 2020; and (ii) the increase in the probability of default rate due to the inability of the borrowers to make repayments to the Group when due.

於期內，亞網與其經驗豐富的金融科技人才繼續追求卓越產品及服務，優化其金融交易軟件解決方案，以滿足制度及當前市場要求。此外，系統已採用模塊設計，其提升了本集團客戶根據彼等的業務增長及需求變動擴展其使用能力的靈活性。於整個期間，亞網亦致力於為其客戶提供優質的軟件保養服務。

儘管COVID-19爆發致使香港經濟進一步惡化，但由於亞網已於香港的金融交易軟件解決方案行業建立聲譽及擁有具規模的銀行及經紀行的完善客戶群，本集團能夠於期內產生穩定的收入來源。本集團將繼續緊跟市場趨勢及行業要求並著重憑藉合理成本提高其營運效率，以維持其於市場的競爭力。

#### **提供其他資訊科技及互聯網金融平台服務**


於期內，提供其他資訊科技及互聯網金融平台服務業務分部並無產生收益（截至二零一九年六月三十日止六個月：約101,000港元）。

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

#### **借貸業務**

於期內，借貸業務分部產生之收益約為3,906,000港元（截至二零一九年六月三十日止六個月：約4,170,000港元），減少約264,000港元或6.3%。於期內向客戶收取之利率介乎每年8.0%至每年33.6%（截至二零一九年六月三十日止六個月：介乎每年10.0%至每年15.0%）。於期內，本集團分別錄得應收貸款及應收利息減值虧損撥備約11,791,000港元及約837,000港元，經計及(i)於二零二零年六月三十日已逾期之應收貸款及應收利息增加；及(ii)違約率概率因借款人未能於到期時向本集團還款而增加。





The Group's money lending business will remain as a sustainable business sector of the Group. The management monitors the loans receivable and interest receivables balances on an ongoing basis. In order to minimise the credit risks and default risks associated with the money lending business, the Group has maintained adequate internal control policies for the grant of loans, including the credit evaluations of the borrowers' financial positions, timely review of the ageing of loans receivable and interest receivables balances, and tight control of the overdue balances. A debts collection policy is also in place within the Group to collect borrowers' outstanding debts, which includes sending reminder letters or e-mails to borrowers for repayments, instructing the Group's legal advisers to issue demand letters for loans and interests overdue for a certain period of time, and meeting with borrowers for negotiation of the repayment or settlement of loans.

#### **Provision of corporate finance advisory services**

During the Period and up to the date of this report, the Group has been recruiting qualified staff to re-commence its provision of corporate finance advisory services business. During the Period, no contract was made under the corporate finance advisory services business division and no revenue was generated as a result (six months ended 30 June 2019: Nil).

#### **Assets investments**

The portfolio of the Group's assets investments business during the Period consisted of investments in securities that are held for trading. The carrying amount of the Group's securities investments measured at fair value through profit or loss increased from HK\$6,231,000 as at 31 December 2019 to approximately HK\$14,358,000 as at 30 June 2020, resulting from the effect of (i) the change in fair value reflecting a net loss of approximately HK\$666,000 during the Period; and (ii) the purchases of securities that are held for trading of approximately HK\$8,793,000 during the Period. As at 30 June 2020, no individual securities investments at fair value accounted for 5% or more of the Group's total assets as at 30 June 2020. During the Period, no dividend income was received by the Group from its investments in listed securities that are held for trading (six months ended 30 June 2019: Nil), and no disposal transaction of the securities investments was recorded.

The Directors expect that the stock market in Hong Kong will remain volatile which may affect the performance of the Group's securities investments. The Board believes that the performance of the securities investments of the Group will be dependent on the financial and operating performance of the investee companies and market sentiment, which are affected by factors, such as interest rate movements and performance of the macro economy. The Group will continue to adopt a conservative investment approach in its trading of listed securities in the Hong Kong stock market and closely monitor the performance of its securities investment portfolio.

本集團的借貸業務將仍為本集團之可持續發展業務分部。管理層持續監察應收貸款及應收利息結餘。為降低借貸業務相關的信貸風險及違約風險，本集團已就授出貸款維持足夠的內部控制政策，包括對借款人的財務狀況進行信貸評估，及時檢討應收貸款及應收利息結餘的賬齡及嚴格控制逾期結餘。本集團亦訂有債務催收政策，以收回借款人的未償還債務，包括向借款人發送要求還款的催函或催收電郵、指示本集團的法律顧問就逾期一定期限的貸款及利息發出追討函以及與借款人會面以磋商償還或結清貸款。

#### **提供企業財務諮詢服務**

於期內及直至本報告日期，本集團一直在招聘合資格人員以重新開始其從事提供企業財務諮詢服務的業務。於期內，由於企業財務諮詢服務業務分部並無簽訂合約，因此並無產生收益（截至二零一九年六月三十日止六個月：無）。

#### **資產投資**

本集團於期內的資產投資業務組合包括持作買賣的證券投資。本集團按公平價值計入損益計量的證券投資賬面值由二零一九年十二月三十一日的6,231,000港元增加至二零二零年六月三十日約14,358,000港元，乃由於以下各項的影響所致：(i)於期內公平價值變動反映淨虧損約666,000港元；及(ii)於期內購入持作買賣的證券約8,793,000港元。於二零二零年六月三十日，概無按公平價值計量之個別證券投資佔本集團於二零二零年六月三十日資產總額5%或以上。於期內，本集團並無收到持作買賣的上市證券投資的股息收入（截至二零一九年六月三十日止六個月：無），亦無錄得證券投資出售交易。

董事預期香港股市將持續波動，其或會影響本集團證券投資的表現。董事會相信，本集團證券投資的表現將取決於被投資公司的財務及營運表現以及市場氣氛，而該等方面受利率變動及宏觀經濟表現等因素影響。本集團將繼續採用謹慎的投資策略買賣香港股市的上市證券，並密切監控其證券投資組合的表現。



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

As at 30 June 2020, the Group’s other investments that are not held for trading included 16,538,000 ordinary shares of CPN (“CPN Shares”), the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1736), being approximately 1.61% of the total issued shares of CPN. CPN, together with its subsidiaries, operate an online platform focusing on the CBM (children, babies, and maternity) market in the People’s Republic of China and are mainly engaged in (i) provision of marketing and promotional services through its platform; and (ii) e-commerce business.

The CPN Shares were measured at fair value at approximately HK\$3,142,000 as at 30 June 2020. During the Period, the fair value loss of CPN Shares transferred to the financial assets measured at fair value through other comprehensive income reserve of the Group was approximately HK\$662,000. During the period, no dividend income was received from this investment (six months ended 30 June 2019: Nil).

## **Financial Review**

### **Revenue, gross profit and gross profit margin**

Revenue of the Group for the Period was approximately HK\$37,131,000 (six months ended 30 June 2019: approximately HK\$37,320,000), representing a slight decrease of approximately HK\$189,000 or 0.5% as compared with that of the corresponding period in 2019. The overall revenue of the Group during the Period was comparable to that of the corresponding period in 2019.

Gross profit of the Group for the Period was approximately HK\$27,576,000 (six months ended 30 June 2019: approximately HK\$27,563,000), representing a slight increase of approximately HK\$13,000 or 0.05% as compared with that of the corresponding period in 2019. Gross profit margin of the Group for the Period was approximately 74.3% (six months ended 30 June 2019: approximately 73.9%), representing an increase of approximately 0.4% as compared with that of the corresponding period in 2019.

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

於二零二零年六月三十日，本集團並非持作買賣的其他投資包括中國育兒網絡（其已發行股份於聯交所主板上市，股份代號：1736）16,538,000股普通股（「中國育兒網絡股份」），即中國育兒網絡全部已發行股份的約1.61%。中國育兒網絡及其附屬公司經營一個專注於中華人民共和國孕嬰童市場之網絡平台，主要從事(i)透過其平台提供營銷及推廣服務；及(ii)電子商務業務。

於二零二零年六月三十日，中國育兒網絡股份按公平價值計量約為3,142,000港元。於期內，轉撥至本集團按公平價值計入其他全面收入的金融資產之儲備的中國育兒網絡股份的公平價值虧損約為662,000港元。於期內，並無從該投資收取股息收入（截至二零一九年六月三十日止六個月：無）。

## **財務回顧**

### **收益、毛利及毛利率**

本集團於期內的收益約為37,131,000港元（截至二零一九年六月三十日止六個月：約37,320,000港元），較二零一九年同期的收益略微減少約189,000港元或0.5%。本集團於期內的整體收益與二零一九年同期的整體收益相若。

本集團於期內的毛利約為27,576,000港元（截至二零一九年六月三十日止六個月：約27,563,000港元），較二零一九年同期的毛利略微增加約13,000港元或0.05%。本集團於期內的毛利率約為74.3%（截至二零一九年六月三十日止六個月：約73.9%），較二零一九年同期的毛利率增加約0.4%。

### **Administrative expenses**

The Group's administrative expenses for the Period amounted to approximately HK\$18,710,000 (six months ended 30 June 2019: approximately HK\$15,624,000), representing an increase of approximately HK\$3,086,000 or 19.8% as compared with that of the corresponding period in 2019. The increase was primarily attributable to (i) the increase in staff costs due to the salary increment during the Period; and (ii) the increase in expenditure on research and development works.

### **Loss for the Period**

The Group recorded a net loss after tax of approximately HK\$5,674,000 for the Period (six months ended 30 June 2019: net profit after tax of approximately HK\$625,000). The Group recorded a net loss for the Period as opposed to a net profit recorded in the corresponding period in 2019. This was mainly attributable to the increase in the provision for impairment losses on loans receivable and interest receivables by an aggregate amount of approximately HK\$4,925,000 for the Period.

### **Financial Resources, Liquidity and Capital Structure**

As at 30 June 2020, the Group's cash and bank balances and non-pledged time deposits were, respectively, approximately HK\$54,055,000 (31 December 2019: approximately HK\$72,357,000) and HK\$20,000,000 (31 December 2019: HK\$20,000,000). The net current assets of the Group as at 30 June 2020 amounted to approximately HK\$151,528,000 (31 December 2019: approximately HK\$156,132,000). As at 30 June 2020, approximately 99.9% of the Group's cash and cash equivalents were denominated in Hong Kong dollars, while the remaining balance was denominated in Renminbi and United States dollars. The current ratio of the Group, which was defined as total current assets divided by total current liabilities, was approximately 5.6 times as at 30 June 2020 (31 December 2019: approximately 4.5 times).

As at 30 June 2020, the Group had no outstanding bank and other borrowings (31 December 2019: Nil). As at 30 June 2020, the gearing ratio of the Group, which was defined as total borrowings divided by total assets, was not applicable due to the absence of any borrowing undertaken by the Group as at 30 June 2020 (31 December 2019: Not applicable).

As at 30 June 2020, the capital of the Company comprised ordinary shares only.

### **行政開支**

本集團於期內的行政開支約為18,710,000港元（截至二零一九年六月三十日止六個月：約15,624,000港元），較二零一九年同期的行政開支增加約3,086,000港元或19.8%。增加乃主要由於(i)因於期內薪酬上調，員工成本增加；及(ii)研發項目支出增加。

### **期內虧損**

本集團於期內錄得除稅後淨虧損約5,674,000港元（截至二零一九年六月三十日止六個月：除稅後淨溢利約625,000港元）。本集團於期內錄得淨虧損，而於二零一九年同期則錄得淨溢利。此乃主要由於期內應收貸款及應收利息的減值虧損撥備合共增加約4,925,000港元所致。

### **財務資源、流動資金及資本架構**

於二零二零年六月三十日，本集團的現金及銀行結餘以及非抵押定期存款分別約為54,055,000港元（二零一九年十二月三十一日：約72,357,000港元）及20,000,000港元（二零一九年十二月三十一日：20,000,000港元）。於二零二零年六月三十日，本集團的流動資產淨額約為151,528,000港元（二零一九年十二月三十一日：約156,132,000港元）。於二零二零年六月三十日，本集團約99.9%的現金及現金等價物以港元計值，其餘則以人民幣及美元計值。於二零二零年六月三十日，本集團的流動比率（界定為按流動資產總額除以流動負債總額計算）約為5.6倍（二零一九年十二月三十一日：約4.5倍）。

於二零二零年六月三十日，本集團並無任何未償還的銀行及其他借貸（二零一九年十二月三十一日：無）。於二零二零年六月三十日，本集團的資產負債比率（界定為按借款總額除以資產總值計算）並不適用，乃由於本集團於二零二零年六月三十日並無進行任何借款（二零一九年十二月三十一日：不適用）。

於二零二零年六月三十日，本公司的資本僅包括普通股。

## Share Option Scheme

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

During the Period, no share option was granted, exercised, cancelled or lapsed under the Scheme. As at 1 January 2020 and 30 June 2020, there was no outstanding share option under the Scheme.

## Treasury and Funding Policies

The Group adopts a prudent approach with respect to its treasury and funding policies, and its financial and fundraising activities are subject to effective management and supervision. The Group manages its capital to ensure that the entities in the Group will be able to continue as a going concern while maximising the return to the shareholders (“Shareholder(s)”) of the Company through optimisation of the debt and equity balance.

## Foreign Exchange Exposure

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

## 購股權計劃

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

於期內，概無任何購股權根據該計劃獲授出、行使、註銷或失效。於二零二零年一月一日及二零二零年六月三十日，概無任何購股權根據該計劃未獲行使。

## 財政及資金政策

本集團對其財政及資金政策採取審慎的態度，且其財務及籌資活動均受到有效管理及監督。本集團管理其資本以確保本集團實體將能夠持續經營，同時透過優化債務及權益結餘，為本公司股東（「股東」）回報實現最大化。

## 外匯風險

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

## Contingent Liabilities

As at 30 June 2020, the Group did not have any contingent liabilities (31 December 2019: Nil).

## Capital Commitments

As at 30 June 2020, the Group did not have any significant capital commitments (31 December 2019: Nil).

## Charges on the Group's Assets

As at 30 June 2020, the Group did not have any material charge on assets (31 December 2019: Nil).

## Material Acquisition and Disposal

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

## Dividend

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

## Employees and Remuneration Policy

As at 30 June 2020, the Group had 66 employees (31 December 2019: 68). The Group continues to maintain and upgrade the capabilities of its workforce by providing them with adequate and regular training. The Group remunerates its employees mainly based on industry practices and individual performance and experience. On top of regular remuneration, discretionary bonus and share options may be granted to eligible staff by reference to the Group's performance as well as the individual performance. Total employee benefits expense, including directors' emoluments, was approximately HK\$15,921,000 for the Period (six months ended 30 June 2019: approximately HK\$14,695,000).

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

## 或然負債

於二零二零年六月三十日，本集團並無任何或然負債（二零一九年十二月三十一日：無）。

## 資本承擔

於二零二零年六月三十日，本集團並無任何重大資本承擔（二零一九年十二月三十一日：無）。

## 本集團之資產抵押

於二零二零年六月三十日，本集團並無任何重大資產抵押（二零一九年十二月三十一日：無）。

## 重大收購及出售

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

## 股息


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

## 僱員及薪酬政策

於二零二零年六月三十日，本集團有66名僱員（二零一九年十二月三十一日：68名）。本集團繼續透過向彼等提供足夠及定期培訓，以維持及提升僱員的工作能力。本集團向僱員提供之薪酬乃主要基於業內慣例以及個人表現及經驗釐定。除一般薪酬外，本集團亦會參考本集團的表現及僱員的個人表現向合資格僱員授出酌情花紅及購股權。期內，僱員福利開支總額（包括董事酬金）約為15,921,000港元（截至二零一九年六月三十日止六個月：約14,695,000港元）。

董事薪酬乃由董事會根據本公司薪酬委員會的推薦建議，參考有關董事的背景、資歷、經驗以及於本集團的職務及職責以及現行市況釐定。





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

## Prospect

Taking into consideration the stress on the economy caused by the outbreak of COVID-19, the general sentiment of the financial market in Hong Kong tends to be pessimistic in 2020. It is expected that the overall business environment and operations of banks and brokerage firms will be adversely affected. Nevertheless, the general impact to the customers of iAsia, which are mainly medium to large brokerage firms and banks, may be limited, and their demand for iAsia's financial trading software solutions will remain strong. By being financially prepared to enhance iAsia's system, the Group hopes to attract more customers with an enhanced system to seize opportunities for business expansion and create higher returns.

The money lending business is another core business segment of the Group. In view of the instability of the financial market and economic environment in Hong Kong as a result of the outbreak of COVID-19, the Group will implement a prudent approach to grant new loans and actively and effectively collect loans and interest receivables in 2020.

The global economic outlook for 2020 faces multiple challenges which could exacerbate the financial market volatility in Hong Kong. To overcome the possible unfavorable economic environment in Hong Kong, the Group will focus on improving its operational efficiency with rationalised costs to maintain its competitiveness in the markets and will continue to strive for excellence in its products and services with its experienced fintech workforce. The Group believes diversification of its business segments can maintain a healthy financial profile and promote a sustainable growth of the Group. In the future, the Group will actively seize cooperation and acquisition opportunities with more business partners in various fields to expand its business scales and bring sustainable returns to the Shareholders.

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

## 展望

考慮到COVID-19爆發對經濟造成的壓力，二零二零年香港金融市場整體情緒趨於黯淡。預計整體營商環境以及銀行及經紀行運營將受到不利影響。然而，對亞網客戶（主要為中型至大型經紀行及銀行）的整體影響可能有限，且彼等對亞網的金融交易軟件解決方案的需求仍然強烈。透過在資金方面準備提升亞網系統，本集團希望憑藉升級後的系統吸引更多客戶以抓住業務擴張的機會並創造更高回報。

借貸業務為本集團另一項核心業務分部。鑒於COVID-19爆發導致香港金融市場及經濟環境的不穩定局面，本集團將於二零二零年採取審慎的方式授出新貸款，積極有效地收回應收貸款及利息。

二零二零年的全球經濟前景面臨著諸多挑戰，該等挑戰或會加劇香港金融市場的動盪局勢。為應對香港的潛在不利經濟環境，本集團將致力於透過合理精簡成本以提高其營運效率，從而維持其於市場的競爭力，並將與本集團經驗豐富的金融科技人才繼續追求卓越產品及服務。本集團認為，業務分部多元化可維持穩健的財務狀況並促進本集團可持續發展。日後，本集團將積極把握與各領域的更多商業夥伴進行合作與收購的機會，以擴大其業務規模並為股東帶來可持續的回報。



## OTHER INFORMATION

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

As at 30 June 2020, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (i) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (ii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Name of Director	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2020
董事名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二零年六月三十日 股權概約百分比 (note (b)) (附註(b))
Ms. Tin Yat Yu Carol 田一好女士	Beneficial owner 實益擁有人	46,070,000 (L)	3.65

Notes:

- (a) "L" denotes long position in the ordinary shares of the Company.
- (b) The total number of the issued shares of the Company as at 30 June 2020 (i.e. 1,260,582,340 shares) had been used for the calculation of the approximate percentage shareholdings in the Company.

Save as disclosed above, as at 30 June 2020, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (i) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (ii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

## 其他資料

### 董事及主要行政人員於股份、相關股份及債權證中之權益及淡倉

於二零二零年六月三十日，本公司董事及主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中，擁有(i)根據證券及期貨條例第352條須登記於該條所指的登記冊內的權益及淡倉；或(ii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉載列如下：

Name of Director	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2020
董事名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二零年六月三十日 股權概約百分比 (note (b)) (附註(b))
Ms. Tin Yat Yu Carol 田一好女士	Beneficial owner 實益擁有人	46,070,000 (L)	3.65

附註：

- (a) 「L」指本公司普通股之好倉。
- (b) 於二零二零年六月三十日的本公司已發行股份總數（即1,260,582,340股股份）用於計算本公司的股權概約百分比。

除上文所披露者外，於二零二零年六月三十日，本公司董事或主要行政人員概無於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中，擁有(i)根據證券及期貨條例第352條須登記於該條所指的登記冊內的任何權益或淡倉；或(ii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的任何權益或淡倉。

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

So far as is known to the Directors, as at 30 June 2020, the following substantial Shareholders and persons (not being a Director or chief executive of the Company) had, or were deemed to have, interests or short positions in the shares and underlying shares of the Company which were recorded in the register required to be kept by the Company under section 336 of the SFO:

### A. Substantial Shareholders

Name of Shareholders	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2020
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二零年六月三十日 股權概約百分比 (note (b)) (附註(b))
Ever Robust Holdings Limited (note (c)) 連捷控股有限公司 (附註(c))	Beneficial owner 實益擁有人	136,800,000 (L)	10.85
Whole Kind Investments Limited (note (c)) 豪佳投資有限公司 (附註(c))	Interest in a controlled corporation 受控法團權益	136,800,000 (L)	10.85
Hang Tai Yue Group Holdings Limited (note (c)) 恆泰裕集團控股有限公司 (附註(c))	Interest in controlled corporations 受控法團權益	136,800,000 (L)	10.85
Zhu Liang Hui Hui 朱梁慧慧	Beneficial owner 實益擁有人	183,000,000 (L)	14.52

## 主要股東及其他人士於股份及相關股份中之權益及淡倉

據董事所知，於二零二零年六月三十日，下列主要股東及人士（並非本公司董事或主要行政人員）在本公司股份及相關股份中擁有或視為擁有須根據證券及期貨條例第336條記錄於本公司存置的登記冊內的權益或淡倉：

### A. 主要股東

## B. Other persons

Name of Shareholders	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2020
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二零年六月三十日 股權概約百分比 (note (b)) (附註(b))
Zhang Xiongfeng 張雄峰	Beneficial owner 實益擁有人	88,290,000 (L)	7.00
China New Economy Fund Limited 中國新經濟投資有限公司	Beneficial owner 實益擁有人	70,330,000 (L)	5.58

*Notes:*

- (a) "L" denotes long position in the ordinary shares of the Company.
- (b) The total number of the issued shares of the Company as at 30 June 2020 (i.e. 1,260,582,340 shares) had been used for the calculation of the approximate percentage shareholdings in the Company.
- (c) These 136,800,000 ordinary shares of the Company are held by Ever Robust Holdings Limited ("Ever Robust"), which is wholly-owned by Whole Kind Investments Limited ("Whole Kind"), which is in turn wholly-owned by Hang Tai Yue Group Holdings Limited ("HTY Group"). By virtue of the SFO, each of Whole Kind and HTY Group is deemed or taken to be interested in all the ordinary shares of the Company held by Ever Robust.

Save as disclosed above, as at 30 June 2020, the Directors were not aware of any other persons who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and recorded in the register required to be kept by the Company under section 336 of the SFO.

## B. 其他人士

Name of Shareholders	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2020
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二零年六月三十日 股權概約百分比 (note (b)) (附註(b))
Zhang Xiongfeng 張雄峰	Beneficial owner 實益擁有人	88,290,000 (L)	7.00
China New Economy Fund Limited 中國新經濟投資有限公司	Beneficial owner 實益擁有人	70,330,000 (L)	5.58

*附註:*

- (a) 「L」指本公司普通股之好倉。
- (b) 於二零二零年六月三十日的本公司已發行股份總數(即1,260,582,340股股份)用於計算本公司的股權概約百分比。
- (c) 該等136,800,000股本公司普通股由連捷控股有限公司(「連捷」)持有,連捷由豪佳投資有限公司(「豪佳」)全資擁有,而豪佳則由恆泰裕集團控股有限公司(「恆泰裕集團」)全資擁有。根據證券及期貨條例,豪佳及恆泰裕集團各自被視為或被當作於連捷持有之全部本公司普通股中擁有權益。

除上文披露者外,於二零二零年六月三十日,董事並不知悉任何其他人士在本公司股份或相關股份中擁有須根據證券及期貨條例第336條向本公司披露及記錄於本公司所存置登記冊內的權益或淡倉。

### Purchase, Sale or Redemption of Listed Securities

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

### Directors' Securities Transactions

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

### Corporate Governance Practices

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

According to code provision A.2.1 of the CG Code, the roles of the chairman and the chief executive officer should be separate and should not be performed by the same individual. During the Period, the role of the chairman was performed by Mr. Chan Wai Lung (resigned as the chairman of the Board with effect from 19 May 2020) and Ms. Tin Yat Yu Carol (former name as Tin Yuen Sin Carol, appointed as the chairman of the Board with effect from 19 May 2020). During the Period, the office of the chief executive officer of the Company remained vacated since the Company has not been able to identify a suitable candidate for the position.

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

### 購買、出售或贖回上市證券

於期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 董事進行證券交易

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

### 企業管治常規

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

根據企業管治守則守則條文第A.2.1條，主席及行政總裁之角色應予以區分，而不應由同一人兼任。於期內，主席角色由陳偉龍先生擔任，彼已自二零二零年五月十九日起辭任董事會主席，而田一好女士（前度名字為田琬善）自二零二零年五月十九日起獲委任為董事會主席。期內，由於本公司尚未能物色到合適人選擔任該職，故本公司行政總裁一職仍然懸空。

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

## Change of Directors

With effect from 5 May 2020, Mr. Lo Yu Man has resigned as a non-executive Director due to his other commitments which required more of his time. Ms. Tin Yat Yu Carol (former name as Tin Yuen Sin Carol) has been appointed as an executive Director with effect from 5 May 2020, and has been appointed as the chairman of the Board with effect from 19 May 2020. With effect from 19 May 2020, Mr. Chan Wai Lung has resigned as the chairman of the Board and Mr. Shi Shaowu has resigned as an executive Director due to their other commitments which required more of their time.

At the annual general meeting of the Company held on 24 June 2020 ("AGM"), Mr. Lam Kai Yeung ("Mr. Lam") did not offer himself for re-election due to his other commitments which required more of his time and retired as an independent non-executive Director upon the conclusion of the AGM. Mr. Lam also ceased to be the chairman of each of the audit committee, the remuneration committee and the nomination committee of the Company upon the conclusion of the AGM. With effect from 24 June 2020, Mr. Hon Ming Sang has been appointed as an independent non-executive Director and the chairman of each of the audit committee, the remuneration committee and the nomination committee of the Company.

Subsequent to 30 June 2020, Mr. Lam Ho Pong has resigned as an executive Director with effect from 31 July 2020 due to his other commitments which required more of his time. With effect from 7 August 2020, Ms. So Wai Yee Betty has been appointed as an executive Director.

## Competing Interests

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

Ms. Tin Yat Yu Carol (former name as Tin Yuen Sin Carol), an executive Director, is also a director of Delta Wealth Finance Limited and Delta Wealth Credit Limited, which are principally engaged in money lending business.

Save as disclosed above, none of the Directors or their respective close associates as defined in the GEM Listing Rules had any business or interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group during the Period. As at 30 June 2020, the Company did not have any controlling Shareholder.

## 董事變動

自二零二零年五月五日起，羅宇聞先生因其他事務須投入更多時間而辭任非執行董事。田一好女士（前度名字為田琬善）獲委任為執行董事，自二零二零年五月五日起生效，並自二零二零年五月十九日起獲委任為董事會主席。自二零二零年五月十九日起，因其他事務須投入更多時間，陳偉龍先生辭任董事會主席及史少武先生辭任執行董事。

於本公司在二零二零年六月二十四日舉行的股東週年大會（「股東週年大會」）上，林繼陽先生（「林先生」）因其他事務須投入更多時間而無意重選連任，故於股東週年大會結束後退任獨立非執行董事。於股東週年大會結束後，林先生亦不再為本公司審核委員會、薪酬委員會及提名委員會各自之主席。自二零二零年六月二十四日起，韓銘生先生獲委任為獨立非執行董事及本公司審核委員會、薪酬委員會及提名委員會各自之主席。

於二零二零年六月三十日後，林浩邦先生因其他事務須投入更多時間，自二零二零年七月三十一日起辭任執行董事。自二零二零年八月七日起，蘇慧兒女士獲委任為執行董事。

## 競爭權益

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

執行董事田一好女士（前度名字為田琬善）亦為融富財務有限公司及融富信貸有限公司（其主要從事借貸業務）的董事。

除上文所披露者外，於期內，概無董事或彼等各自之緊密聯繫人（定義見GEM上市規則）擁有與本集團業務直接或間接構成或可能構成競爭的任何業務或於有關業務中擁有權益。於二零二零年六月三十日，本公司並無任何控股股東。



## Audit Committee

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

From 1 January 2020 and prior to the conclusion of the AGM, the Audit Committee comprised three independent non-executive Directors, namely Mr. Lam Kai Yeung (chairman), Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi. From 24 June 2020 to the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Hon Ming Sang (chairman), Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi. Each committee meeting was chaired by an independent non-executive Director.

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

On behalf of the Board  
**Finsoft Financial Investment Holdings Limited**  
**Ms. Tin Yat Yu Carol**  
*Chairman*

Hong Kong, 11 August 2020

*As at the date of this report, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Mr. Chan Wai Lung, Ms. Lam Ching Yee, Ms. Lin Ting and Ms. So Wai Yee Betty being the executive Directors, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Mr. Zhong Shi being the independent non-executive Directors.*

## 審核委員會

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

自二零二零年一月一日起至股東週年大會結束前，審核委員會由三名獨立非執行董事組成，即林繼陽先生（主席）、李筠翎女士及鍾實先生。自二零二零年六月二十四日起至本報告日期，審核委員會由三名獨立非執行董事組成，即韓銘生先生（主席）、李筠翎女士及鍾實先生。每次委員會會議均由一名獨立非執行董事擔任主席。

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

代表董事會  
**匯財金融投資控股有限公司**  
主席  
田一好女士

香港，二零二零年八月十一日

於本報告日期，董事會成員包括執行董事兼董事會主席田一好女士，執行董事陳偉龍先生、林靜儀女士、林靈女士及蘇慧兒女士，以及獨立非執行董事韓銘生先生、李筠翎女士及鍾實先生。



**FINSOFT FINANCIAL INVESTMENT  
HOLDINGS LIMITED**

匯財金融投資控股有限公司