



BEST LINKING GROUP HOLDINGS LIMITED

永聯豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 8617



2021
INTERIM REPORT
中期報告

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “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 of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This report, for which the directors (collectively the “Directors” and each the “Director”) of Best Linking Group Holdings Limited (the “Company”, and together with its subsidiaries, the “Group”, “we”, “our” or “us”) 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 Group. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief (i) the information contained in this report is accurate and complete in all material respects and not misleading or deceptive; and (ii) 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 上市公司普遍為中小型公司，在 GEM 買賣的證券可能會較於聯交所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季度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。

永聯豐集團控股有限公司(「本公司」，連同其附屬公司統稱為「本集團」或「我們」)之董事(統稱「董事」及各為一名「董事」)願共同及個別對此報告承擔全部責任，包括遵照聯交所 GEM 證券上市規則(「GEM 上市規則」)之規定提供有關本集團之資料。董事經作出一切合理查詢後確認，就彼等所深知及確信，(i) 本報告所載之資料在所有重要方面均屬準確及完整，並無誤導或欺騙成分；及(ii) 並無遺漏其他事宜以致本報告內任何聲明或本報告產生誤導。

Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Chan Yuk Pan (*Chairman and Chief Executive Officer*)

Mr. Chan Lung Pan

Independent Non-Executive Directors

Mr. Chan Wan Tsun Adrian Alan

Ms. Tsang Hau Lam

Ms. Tam Ho Ting

AUDIT COMMITTEE

Mr. Chan Wan Tsun Adrian Alan (*Chairman*)

Ms. Tam Ho Ting

Ms. Tsang Hau Lam

REMUNERATION COMMITTEE

Ms. Tam Ho Ting (*Chairman*)

Mr. Chan Lung Pan

Ms. Tsang Hau Lam

NOMINATION COMMITTEE

Mr. Chan Yuk Pan (*Chairman*)

Mr. Chan Wan Tsun Adrian Alan

Ms. Tam Ho Ting

REGISTERED OFFICE

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

COMPANY SECRETARY

Mr. Chan Ho Chee Gilbert (CPAA)

AUTHORISED REPRESENTATIVES

Mr. Chan Yuk Pan

Mr. Chan Ho Chee Gilbert

COMPLIANCE OFFICER

Mr. Chan Yuk Pan

董事會

執行董事

陳煜彬先生 (*主席兼行政總裁*)

陳龍彬先生

獨立非執行董事

陳弘俊先生

曾巧臨女士

譚可婷女士

審計委員會

陳弘俊先生 (*主席*)

譚可婷女士

曾巧臨女士

薪酬委員會

譚可婷女士 (*主席*)

陳龍彬先生

曾巧臨女士

提名委員會

陳煜彬先生 (*主席*)

陳弘俊先生

譚可婷女士

註冊辦事處

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman islands

公司秘書

陳浩賜先生 (CPAA)

授權代表

陳煜彬先生

陳浩賜先生

合規主任

陳煜彬先生

Corporate Information 公司資料

COMPLIANCE ADVISER

LY Capital Limited
Rooms 1901-02, China Insurance Group Building
141 Des Voeux Road Central
Hong Kong

LEGAL ADVISER AS TO HONG KONG LAW

Robertsons
57th Floor, The Center
99 Queen's Road Central
Hong Kong

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building
Central
Hong Kong

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 1226B, 12/F
Star House
No. 3 Salisbury Road
Kowloon
Hong Kong

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

No. 6 Gongye 2nd Cross Road
Tutang 2nd Industrial Zone
Changping
Dongguan
Guangdong
China

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

合規顧問

絡繹資本有限公司
香港
德輔道中 141 號
中保集團大廈 1901-02 室

法律顧問(有關香港法律)

羅拔臣律師事務所
香港
皇后大道中 99 號
中環中心 57 樓

核數師

羅兵咸永道會計師事務所
執業會計師
香港
中環
太子大廈 22 樓

香港總部及主要營業地點

香港
九龍
梳士巴利道 3 號
星光行
12 樓 1226B 室

中國總部及主要營業地點

中國
廣東省
東莞市
常平鎮
土塘工業二區
工業二橫路 6 號

香港股份過戶登記分處

卓佳證券登記有限公司
香港
皇后大道東 183 號
合和中心 54 樓

Corporate Information

公司資料

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive P.O. Box 2681
Grand Cayman KY1-1111, Cayman Islands

PRINCIPAL BANKERS

Hang Seng Bank Limited
DBS Bank (Hong Kong) Ltd
China Construction Bank, Dongguan Branch, Changping Sub-branch

COMPANY WEBSITE

www.blg.hk

STOCK CODE

08617

開曼群島股份過戶登記總處

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins drive P.O. Box 2681
Grand Cayman KY1-1111, Cayman Islands

主要往來銀行

恒生銀行有限公司
星展銀行(香港)有限公司
中國建設銀行東莞市分行常平支行

公司網站

www.blg.hk

股份代號

08617

Unaudited Interim Condensed Consolidated Statement of Comprehensive Income

未經審核中期簡明綜合全面收益表

For the three months and six months ended 30 June 2021 截至二零二一年六月三十日止三個月及六個月

The board of Directors (the “Board”) is pleased to announce the unaudited condensed consolidated interim results of the Group for the three months and six months ended 30 June 2021 (the “Reporting Period”), which has been reviewed by the audit committee of the Company, together with the comparative unaudited figures for the corresponding period in 2020 as follows:

董事會(「董事會」)欣然公佈已由本公司審計委員會審閱的本集團截至二零二一年六月三十日止三個月及六個月(「報告期間」)的未經審核簡明綜合中期業績，連同二零二零年同期的未經審核比較數字如下：

		Note 附註	Three months ended 30 June		Six months ended 30 June	
			2021	2020	2021	2020
			二零二一年	二零二零年	二零二一年	二零二零年
			HK\$'000	HK\$'000	HK\$'000	HK\$'000
			千港元	千港元	千港元	千港元
			(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
			(未經審核)	(未經審核)	(未經審核)	(未經審核)
Revenue	收益	3	33,464	15,296	47,543	22,634
Cost of sales	銷售成本		(20,387)	(10,234)	(29,946)	(14,321)
Gross profit	毛利		13,077	5,062	17,597	8,313
Other income	其他收入		137	347	169	384
Other gains/(losses), net	其他收益/(虧損)淨額		(357)	(2)	(447)	(82)
Selling and distribution expenses	銷售及分銷開支		(367)	(129)	(564)	(173)
Administrative expenses	行政開支		(2,224)	(2,577)	(4,773)	(3,913)
Operating profit	經營溢利		10,266	2,701	11,982	4,529
Finance income	融資收入		5	11	11	12
Finance expenses	融資成本		(25)	(31)	(40)	(66)
Finance income/(expenses), net	融資收入/(成本)淨額		(20)	(20)	(29)	(54)
Profit before income tax	除所得稅前溢利	4	10,246	2,681	11,953	4,475
Income tax expense	所得稅開支	5	(1,530)	(562)	(1,651)	(820)
Profit for the period	期內溢利		8,716	2,119	10,302	3,655

Unaudited Interim Condensed Consolidated Statement of Comprehensive Income 未經審核中期簡明綜合全面收益表

For the three months and six months ended 30 June 2021 截至二零二一年六月三十日止三個月及六個月

	Note 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 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)	2021 二零二一年 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)
Other comprehensive income/(loss): 其他全面收益/(虧損):					
Items that may be subsequently reclassified to profit or loss					
Currency translation differences		764	12	501	(781)
Total comprehensive income for the period		9,480	2,131	10,803	2,874
Earnings per share for profit attributable to shareholders of the Company for the period					
Basic and diluted earnings per share (HK cents per share)	6	2.18	0.53	2.58	0.91

Unaudited Interim Condensed Consolidated Statement of Financial Position 未經審核中期簡明綜合財務狀況表

As at 30 June 2021 於二零二一年六月三十日

			As at 30 June 2021 於二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
	Note 附註			
ASSETS		資產		
Non-current assets		非流動資產		
Property, plant and equipment	8	物業、廠房及設備	7,647	8,507
Prepayments and deposits		預付款項及按金	4,085	4,261
Deferred tax assets		遞延稅項資產	79	78
			11,811	12,846
Current assets		流動資產		
Inventories		存貨	27,873	23,867
Trade receivables	9	貿易應收款項	36,913	22,028
Prepayments, deposits and other receivables		預付款項、按金及其他應收款項	1,307	5,564
Current tax recoverable		可收回即期稅項	-	152
Cash and cash equivalents		現金及現金等價物	43,586	43,130
			109,679	94,741
Total assets		資產總值	121,490	107,587
EQUITY AND LIABILITIES		權益及負債		
Equity attributable to shareholders of the Company		本公司股東應佔權益		
Share capital		股本	4,000	4,000
Reserves		儲備	107,877	97,074
Total equity		權益總額	111,877	101,074

Unaudited Interim Condensed Consolidated Statement of Financial Position

未經審核中期簡明綜合財務狀況表

As at 30 June 2021 於二零二一年六月三十日

			As at 30 June 2021	As at 31 December 2020
			於二零二一年 六月三十日	於二零二零年 十二月三十一日
		Note 附註	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
LIABILITIES	負債			
Non-current liability	非流動負債			
Lease liabilities	租賃負債		26	79
			26	79
Current liabilities	流動負債			
Trade payables	貿易應付款項	10	6,812	4,465
Accruals and other payables	應計費用及其他應付款項		1,447	1,868
Current income tax liabilities	即期所得稅負債		1,224	-
Lease liabilities	租賃負債		104	101
			9,587	6,434
Total liabilities	負債總額		9,613	6,513
Total equity and liabilities	權益及負債總額		121,490	107,587

Unaudited Interim Condensed Consolidated Statement of Changes in Equity

未經審核中期簡明綜合權益變動表

For the six month ended 30 June 2021 截至二零二一年六月三十日止六個月

		Attributable to owners of the Company							Total
		本公司擁有人應佔							
		Share capital	Combined capital	Share premium	Capital reserve	Statutory reserve	Exchange reserve	Retained earnings	
		股本	合併股本	股份溢價	資本儲備	法定儲備	匯兌儲備	保留盈利	總計
		HK\$'000	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	千港元
					Note a	Note b	Note c		
					附註 a	附註 b	附註 c		
Balance at 1 January 2020	於二零二零年一月一日的結餘								
(audited)	(經審核)	4,000	-	42,511	13,000	2,170	(636)	31,353	92,398
Profit for the period	期內溢利	-	-	-	-	-	-	3,655	3,655
Other comprehensive income/(loss)	其他全面收益/(虧損)								
Currency translation differences	貨幣換算差額	-	-	-	-	-	(781)	-	(781)
Total comprehensive (loss)/income for the period	期內全面(虧損)/收益總額	-	-	-	-	-	(781)	3,655	2,874
Transactions with equity holders:	與權益持有人的交易:								
Issuance of ordinary shares pursuant to the capitalisation	根據資本化發行普通股	-	-	-	-	-	-	-	-
Issuance of ordinary shares pursuant to the listing	根據上市發行普通股	-	-	-	-	-	-	-	-
Listing related expenses charged to share premium	於股份溢價扣除的上市相關開支	-	-	-	-	-	-	-	-
Dividend paid	已付股息	-	-	(8,000)	-	-	-	-	(8,000)
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	165	-	(165)	-
		-	-	(8,000)	-	165	-	(165)	(8,000)
Balance at 30 June 2020	於二零二零年六月三十日的結餘(未經審核)								
(unaudited)		4,000	-	34,511	13,000	2,335	(1,417)	34,843	87,272

Unaudited Interim Condensed Consolidated Statement of Changes in Equity 未經審核中期簡明綜合權益變動表

For the six month ended 30 June 2021 截至二零二一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	Combined capital	Share premium	Capital reserve	Statutory reserve	Exchange reserve	Retained earnings	Total
		股本	合併股本	股份溢價	資本儲備	法定儲備	匯兌儲備	保留盈利	總計
		HK\$'000	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	千港元
					Note a 附註 a	Note b 附註 b	Note c 附註 c		
Balance at 1 January 2021 (audited)	於二零二一年一月一日的結餘 (經審核)	4,000	-	34,511	13,000	2,676	2,396	44,491	101,074
Profit for the period	期內溢利	-	-	-	-	-	-	10,302	10,302
Other comprehensive income/(loss)	其他全面收益/(虧損)								
Currency translation differences	貨幣換算差額	-	-	-	-	-	501	-	501
Total comprehensive (loss)/ income for the period	期內全面(虧損)/收益總額	-	-	-	-	-	501	10,302	10,803
Transactions with equity holders:	與權益持有人的交易:								
Issuance of ordinary shares pursuant to the capitalisation	根據資本化發行普通股	-	-	-	-	-	-	-	-
Issuance of ordinary shares pursuant to the listing	根據上市發行普通股	-	-	-	-	-	-	-	-
Listing related expenses charged to share premium	於股份溢價扣除的上市相關開支	-	-	-	-	-	-	-	-
Dividend paid	已付股息	-	-	-	-	-	-	-	-
Transfer to statutory reserve	轉撥至法定儲備	-	-	-	-	165	-	(165)	-
		-	-	-	-	165	-	(165)	-
Balance at 30 June 2021 (unaudited)	於二零二一年六月三十日的結餘(未經審核)	4,000	-	34,511	13,000	2,841	2,897	54,628	111,877

Unaudited Interim Condensed Consolidated Statement of Changes in Equity 未經審核中期簡明綜合權益變動表

For the six month ended 30 June 2021 截至二零二一年六月三十日止六個月

Notes

(a) Capital reserve

Capital reserves of the Group represents the difference between the share capital of the subsidiaries acquired pursuant to the reorganisation over the nominal value of the share capital of the Company issued in exchange thereof.

(b) Statutory reserve

The PRC laws and regulations require companies registered in the PRC to provide for certain statutory reserves, which are to be appropriated from the profit after income tax (after offsetting accumulated losses from prior years) as reported in their respective statutory financial statements, before profit distributions to equity holders. All statutory reserves are created for specific purposes. A PRC company is required to appropriate an amount of not less than 10% of statutory profit after income tax to statutory surplus reserves, prior to distribution of its post-tax profits of the current year. A company may discontinue the contribution when the aggregate sum of the statutory surplus reserve is more than 50% of its registered capital. The statutory surplus reserves shall only be used to make up losses of the company, to expand the company's operations, or to increase the capital of the company. In addition, a company may make further contribution to the discretionary surplus reserve using its post-tax profits in accordance with resolutions of the board of directors.

(c) Exchange reserve

Exchange reserve of the Group comprises all currency translation differences arising from translation difference of the financial statements of the Group's subsidiary in the PRC.

附註

(a) 資本儲備

本集團的資本儲備指根據重組所收購附屬公司的股本與有關交換中所發行本公司股本的面值的差異。

(b) 法定儲備

中國法律法規要求在中國註冊的公司從各自法定財務報表所呈報的除所得稅後溢利(抵銷以往年度的累計虧損後)中,於分派溢利予權益擁有人前,劃撥款項以提撥若干法定儲備金。所有法定儲備金均為特別用途而設立。中國公司於分派當年度的除稅後溢利前,須向法定盈餘儲備劃撥不少於除所得稅後法定溢利10%的金額。當公司法定盈餘儲備的總和超過其註冊資本的50%時,公司可停止劃撥。法定盈餘儲備只可用作彌補公司的虧損、擴大公司的營運或增加公司的資本。此外,按照董事會的決議案,公司可使用其除稅後溢利酌情向盈餘儲備作出進一步供款。

(c) 外匯儲備

本集團的外匯儲備包括因本集團於中國的附屬公司的財務報表換算差額所產生的全部貨幣換算差額。

Unaudited Interim Condensed Consolidated Statement of Cash Flows 未經審核中期簡明綜合現金流量表

For the six months ended 30 June 2021 截至二零二一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	
		2021	2020
		二零二一年	二零二零年
		HK\$'000	HK\$'000
		千港元	千港元
Cash flows from operating activities	經營活動現金流量		
Cash generated from operations	經營所得現金	783	224
Income tax paid	已付所得稅	(275)	(1,595)
Interest received	已收利息	11	12
Net cash generated from/(used in) operating activities	經營活動所得/(所用)現金淨額	519	(1,359)
Cash flows from investing activities	投資活動現金流量		
Purchases of property, plant and equipment	購買物業、廠房及設備	(27)	(261)
Prepayments for purchase of property, plant and equipment	購買物業、廠房及設備的預付款項	-	-
Purchase of intangible assets	購買無形資產	-	-
Net cash used in investing activities	投資活動所用現金淨額	(27)	(261)
Cash flows from financing activities	融資活動現金流量		
Repayments of advance to a shareholder	償還股東墊款	-	-
Payment of lease liabilities	支付租賃負債	(90)	(151)
Payment of listing expenses to be capitalised into equity	將撥充至股本的上市開支付款	-	-
Proceeds from shares issued pursuant to the Listing	根據上市發行股份的所得款項	-	-
Dividends paid	已付股息	-	(8,000)
Net cash used in financing activities	融資活動所用現金淨額	(90)	(8,151)
Increase/(decrease) in cash and cash equivalents	現金及現金等價物增加/(減少)	402	(9,771)
Cash and cash equivalents at beginning of the year	年初現金及現金等價物	43,130	49,040
Currency translation differences	貨幣換算差額	54	(87)
Cash and cash equivalents at end of the period	期末現金及現金等價物	43,586	39,182

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 26 October 2018 as an exempted company with limited liability under the Companies Law (Cap. 22, Law 3 of 1961 as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company is an investment holding company and its subsidiaries are principally engaged in the manufacturing and trading of slewing rings and machinery products. The ultimate holding company of the Company is C Centrum Holdings Limited ("**C Centrum**"). The ultimate shareholder of the Group is Mr. Chan Yuk Pan ("**Mr. YP Chan**").

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("**HK\$**") unless otherwise stated.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of the unaudited condensed 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 unaudited condensed consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("**HKFRSs**") and requirements of the Hong Kong Companies Ordinance (Cap. 622). The unaudited condensed consolidated financial statements have been prepared under historical cost convention.

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

2.1.1 New and amended standards and interpretations

(a) *New and amended standards and interpretations adopted by the company*

The accounting policies applied are consistent with those of the annual consolidated financial statements for the year ended 31 December 2020, as described in those annual consolidated financial statements. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards.

1 一般資料

本公司根據開曼群島法例第22章公司法（一九六一年第3號法例，經綜合及修訂）於二零一八年十月二十六日在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。

本公司為投資控股公司，其附屬公司主要從事製造及買賣迴轉支承及機械產品。本公司的最終控股公司為C Centrum Holdings Limited（「**C Centrum**」）。本集團的最終股東為陳煜彬先生（「**陳煜彬先生**」）。

除另有說明外，未經審核簡明綜合財務報表以港元（「**港元**」）呈列。

2 重大會計政策概要

編製未經審核簡明綜合財務報表時應用的主要會計政策載列於下文。除非另外指明，該等政策於所有呈列年度貫徹使用。

2.1 編製基準

未經審核簡明綜合財務報表乃根據所有適用香港財務報告準則（「**香港財務報告準則**」）及香港法例第622章香港公司條例的規定編製。未經審核簡明綜合財務報表乃根據歷史成本慣例編製。

編製符合香港財務報告準則的未經審核簡明綜合財務報表需要使用若干關鍵會計估計。在應用本集團會計政策的過程中亦需要管理層行使其判斷。

2.1.1 新訂及經修訂準則及詮釋

(a) *本公司採納的新訂及經修訂準則及詮釋*

誠如該等年度綜合財務報表所述，所採用的會計政策與截至二零二零年十二月三十一日止年度的年度綜合財務報表中所採用者一致。本集團無須因採納該等準則而改變其會計政策或作出追溯調整。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2.1 Basis of preparation (Continued)

2.1.1 New and amended standards and interpretations

(Continued)

(b) *New and amended standards and interpretations which have been issued but are not yet effective and have not been early adopted by the Group:*

Certain new and amended standards and interpretations have been published that are mandatory for financial year beginning on or after 1 January 2021 have not been early adopted by the Company. These are:

2 重大會計政策概要(續)

2.1 編製基準(續)

2.1.1 新訂及經修訂準則及詮釋(續)

(b) 已經頒佈但尚未生效，且未獲本集團提早採納的新訂及經修訂準則及詮釋：
若干新訂及經修訂準則及詮釋已經頒佈，必須於二零二一年一月一日或之後開始的財政年度強制應用，惟未獲本公司提早採納。該等準則為：

		Effective for accounting periods beginning on or after 於下列日期或之後 開始的會計期間生效
Amendments to HKFRS 16 香港財務報告準則第16號(修訂本)	Covid-19-Related Rent Concessions Covid-19相關之租金寬減	1 June 2020 二零二零年六月一日
Amendments to HKAS 16 香港會計準則第16號(修訂本)	Property, Plant and Equipment: Proceeds before Intended Use 物業、廠房及設備：未作擬定 用途前之所得款項	1 January 2022 二零二二年一月一日
Amendments to HKFRS 3 香港財務報告準則第3號(修訂本)	Reference to the Conceptual Framework 對概念架構的提述	1 January 2022 二零二二年一月一日
Amendments to HKAS 37 香港會計準則第37號(修訂本)	Onerous Contracts — Cost of Fulfilling a Contract 虧損合約 — 履行合約的成本	1 January 2022 二零二二年一月一日
Annual Improvements to HKFRSs 2018–2020 香港財務報告準則二零一八年至 二零二零年之年度改進	Amendments to HKFRS 1, HKFRS 9, HKFRS 16 and HKAS 41 香港財務報告準則第1號、 香港財務報告準則第9號、 香港財務報告準則第16號及 香港會計準則第41號(修訂本)	1 January 2022 二零二二年一月一日
HKFRS 17 香港財務報告準則第17號	Insurance contract 保險合同	1 January 2023 二零二三年一月一日
Amendments to HKAS 1 香港會計準則第1號(修訂本)	Classification of Liabilities as Current or Non-current 負債分類為流動或非流動	1 January 2023 二零二三年一月一日
Amendments to HKFRS 10 and HKAS 28 香港財務報告準則第10號及 香港會計準則第28號(修訂本)	Sale or Contribution of assets between an investor and its associate or joint venture 投資者與其聯營公司或合營公司 之間的資產出售或注資	To be determined 待定

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

3 REVENUE AND SEGMENT INFORMATION

The chief operating decision-maker has been identified as the executive Directors.

Management has determined the operating segments based on the information reviewed by our executive Directors for the purpose of allocating resources and assessing performance. The only component in internal reporting to the executive Directors is the Group's manufacturing and trading of slewing rings and machinery products for the Reporting Period.

In this regard, management considers there is only one operating segment under the requirements of HKFRS 8 "Operating Segments".

The performance of the operating segment is assessed by our executive Directors based on a measure of revenue and gross profit.

All of our Group's revenue are from contracts with customers and are recognised at a point in time.

4 PROFIT BEFORE INCOME TAX

Profit before income tax has been arrived in the manner as shown below:

3 收益及分部資料

主要營運決策人識別為執行董事。

為分配資源及評估表現，管理層已按執行董事審閱的資料釐定經營分部。於報告期間，向執行董事內部呈報的唯一部分為本集團的製造及買賣迴轉支承及機械產品。

就此而言，根據香港財務報告準則第8號「經營分部」的規定，管理層認為僅有一個經營分部。

執行董事根據收益及毛利的計量評估經營分部的表現。

本集團的所有收益均來自與客戶簽訂的合約，並於某個時間點確認。

4 除所得稅前溢利

除所得稅前溢利乃以下列方式得出：

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2021	2020	2021	2020
		二零二一年	二零二零年	二零二一年	二零二零年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Cost of inventories and consumable	存貨及消耗品成本	18,207	9,064	25,966	11,606
Wages, salaries, bonuses and other benefits	工資、薪金、花紅及其他福利	2,706	1,925	4,801	3,541
Pension costs — defined contribution plans	退休金成本 — 定額供款計劃	127	139	324	246
Mandatory provident fund scheme	強制性公積金計劃	16	16	31	29
Employee benefit expenses, including directors' emoluments	僱員福利開支，包括董事酬金	2,849	2,080	5,156	3,816
Amortisation	攤銷	-	23	-	27
Depreciation	折舊	826	411	856	820
Legal and professional fees	法律及專業費用	834	1,169	1,445	1,261
Listing related expenses	上市相關開支	-	-	-	-
Other expenses	其他開支	262	193	1,860	877
		22,978	12,940	35,283	18,407

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

5 INCOME TAX EXPENSE

The amount of income tax expense charged to the consolidated statement of comprehensive income represents:

5 所得稅開支

於綜合全面收益表內扣除的所得稅開支金額指：

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2021	2020	2021	2020
		二零二一年	二零二零年	二零二一年	二零二零年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current income tax	即期所得稅				
— PRC enterprise income tax	— 中國企業所得稅	56	89	109	124
— Hong Kong profits tax	— 香港利得稅	1,474	473	1,542	698
Total current income tax	即期所得稅總額	1,530	562	1,651	822
Deferred income tax	遞延所得稅	—	—	—	(2)
Income tax expense	所得稅開支	1,530	562	1,651	820

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

6 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to shareholders of our Company by the weighted average number of ordinary shares in issue. The weighted average number of ordinary shares for such purpose has been retrospectively adjusted for the effects of the issue of shares in connection with the capitalisation of shares.

6 每股盈利

每股盈利按本公司股東應佔溢利除以已發行普通股加權平均數計算得出。就此而言的普通股加權平均數已因應就股份資本化而發行股份的影響作追溯調整。

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2021	2020	2021	2020
		二零二一年	二零二零年	二零二一年	二零二零年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Profit attributable to shareholders of our Company	本公司股東應佔溢利	8,716	2,119	10,302	3,655
Weighted average number of shares in issue (thousand)	已發行股份加權平均數 (千股)	400,000	400,000	400,000	400,000
Basic earnings per share (HK cents per share)	每股基本盈利 (每股港仙)	2.18	0.53	2.58	0.91

Diluted earnings per share for the Reporting Period were the same as the basic earnings per share as there was no potential dilutive ordinary shares outstanding during the periods.

報告期間的每股攤薄盈利與每股基本盈利相同，因為有關期間均無具潛在攤薄效應的已發行普通股。

7 DIVIDENDS

The Board does not recommend the payment of dividend for the Reporting Period.

7 股息

董事會不建議就報告期間支付股息。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

8 PROPERTY PLANT AND EQUIPMENT

During the Reporting Period, the Group acquired property, plant and equipment of approximately HK\$22,000 (six months ended 30 June 2020: HK\$261,000) in value.

9 TRADE RECEIVABLES

The ageing analysis of the trade receivables, based on invoice date, is as follows:

8 物業、廠房及設備

於報告期間，本集團收購價值約22,000港元的物業、廠房及設備(截至二零二零年六月三十日止六個月：261,000港元)。

9 貿易應收款項

根據發票日期，貿易應收款項的賬齡分析如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Up to 30 days	30日以內	22,902	3,174
31–60 days	31至60日	9,639	4,290
61–90 days	61至90日	1,805	5,259
91–120 days	91至120日	2,033	9,305
121–300 days	121至300日	534	–
		36,913	22,028

The Group's sales are on credit terms primarily from 30 days to 120 days.

本集團的銷售乃按信貸期進行，主要介乎30日至120日。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

10 TRADE PAYABLES

The ageing analysis of the trade payables, based on invoice date, is as follows:

10 貿易應付款項

貿易應付款項基於發票日期的賬齡分析如下：

		30 June	31 December
		2021	2020
		二零二一年	二零二零年
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Up to 30 days	不多於30日	5,894	3,012
31–60 days	31至60日	729	1,144
61–90 days	61至90日	–	210
Over 3 months	超過3個月	189	99
		6,812	4,465

The average credit period taken for trade purchase is generally from 0–90 days.

貿易採購的平均信貸期一般為0至90日。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements 未經審核簡明綜合中期財務報表附註

11 RELATED PARTY TRANSACTIONS

(a) Save as disclosed elsewhere in the condensed consolidated financial statements, the Group had no transaction with any related party during the Reporting Period.

(b) Key management compensation

Key management include executive Directors and the senior management of the Group. The compensation paid or payable to key management for employee services is shown below:

11 關聯方交易

(a) 除簡明綜合財務報表其他章節所披露者外，本集團於報告期間並無任何關聯方交易。

(b) 主要管理層薪酬

主要管理層包括本集團的執行董事以及高級管理層。就僱員服務已付或應付主要管理層的薪酬呈示如下：

		Six months ended 31 March 截至三月三十一日止六個月	
		2021 二零二一年 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)
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	1,050	978
Retirement benefit costs — defined contribution plans	退休福利成本 — 一定額供款計劃	35	32
		1,085	1,010

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

12 CAPITAL COMMITMENTS

Significant capital expenditure contracted for at the end of the Reporting Period but not recognised as liabilities is as follows:

12 資本承擔

於報告期末已訂約但未確認為負債的重大資本開支如下：

		At 30 June 2021 於二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2020 於二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Property, plant and equipment	物業、廠房及設備		
Not later than one year	不超過一年	5,762	5,125
Later than one year but not later than five years	一年以上但不超過五年	409	405
		6,171	5,530

13 CONTINGENT LIABILITIES

As at 30 June 2021, the Group did not have any significant contingent liabilities (31 December 2020: Nil).

13 或然負債

於二零二一年六月三十日，本集團並無任何重大或然負債(二零二零年十二月三十一日：無)。

Management Discussion and Analysis

管理層討論及分析

BUSINESS REVIEW

The Group is a premium manufacturer of slewing rings and other mechanical parts, and also a “one-stop service” provider as it is able to source other slewing rings, machineries and mechanical parts and components for machineries for its customers. A slewing ring is a necessary transmission part for some large-size machineries and equipment, which can ensure the relative rotational motion between objects, as well as bearing the axial force, radial force and tilting moment simultaneously. In order to cope with the Group’s business expansion, the shares of the Company (the “Shares”) were successfully listed on GEM of the Stock Exchange on 15 November 2019 (the “Listing Date”).

The outbreak of the novel coronavirus (COVID-19) pandemic (the “COVID-19 outbreak”) in 2020 has caused many organisations and companies to rethink and reconfigure their businesses for a changed world. The Group’s “one-stop service” provider with competitive advantages has been even more accentuated in amid of COVID-19 outbreak, with the surging demand for sourcing other slewing rings, machineries, mechanical parts and components for its customers. The Group has taken a prudent approach and adjusted its business strategies to face the challenges, when appropriate. The sourcing part of the business in Hong Kong has played an important role and it has emerged stronger and healthier after a swift recovery from the public health crisis.

Furthermore, the Group has been developing new products and services by manufacturing other mechanical parts and components for machineries, in addition to slewing rings. These new products enable the Group to broaden the scope of its business with its existing customers. Such mechanical parts and components are fundamental parts of machineries which the Group had sourced for its customers in the past.

In the first half year of 2021, the Group continued to demonstrate its competence and business resilience even in such adverse times, with continuous sales successes worldwide and further reinforcement of the Group’s brand recognition and awareness, positioning the Group as one of the fast growing “one-stop service” provider. The Group will continue its effort to promote its brand as well as to provide quality products and seize business opportunities in various regions. During the six months ended 30 June 2021, significant total revenue growth of 110.1% was achieved comparing to the six months ended 30 June 2020.

業務回顧

本集團為優質迴轉支承及其他機械零件製造商及「一站式服務」供應商，因為我們亦能夠為客戶採購其他迴轉支承、機械和機械零部件。迴轉支承乃部分大型機械及設備必備的傳動部件，可確保物件之間的相對旋轉運動，同時承受軸向力、徑向力及傾斜扭矩。為應對本集團業務擴張，本公司股份（「股份」）成功於二零一九年十一月十五日（「上市日期」）在聯交所GEM上市。

二零二零年，爆發新型冠狀病毒（COVID-19）疫情（「COVID-19 疫情」），導致許多機構和企業重新思考並重新配置其業務，以適應全球變化。在COVID-19疫情下，本集團作為具有競爭優勢的「一站式服務」供應商更見突出，為客戶採購其他迴轉支承、機械、機械零部件的需求也急劇增加。本集團已採取審慎的態度，並在適當時候調整其業務策略以面對挑戰。香港業務的採購部分發揮重要作用，其自公共衛生危機迅速恢復後呈現更強大和更穩健的姿態。

再者，本集團一直在開發新產品及服務，除迴轉支承外，亦製造機械的其他機件及組件。新產品使本集團能夠擴大其與現有客戶的業務範圍。該等機件及部件為本集團過去為客戶採購的基本機械部件。

於二零二一年上半年，即使在如此艱難的時期，本集團依然繼續展現其實力和業務抗壓能力，在全球取得持續的銷售佳績，並進一步加強本集團的品牌知名度和關注度，將本集團定位為快速增長的「一站式服務」供應商之一。本集團會繼續努力，推廣旗下品牌，同時提供上乘產品，搶佔各地商機。截至二零二一年六月三十日止六個月，收益總額較截至二零二零年六月三十日止六個月大幅增長110.1%。

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REVENUE

The Group's revenue increased by 110.1% or HK\$24.9 million from HK\$22.6 million for the six months ended 30 June 2020 ("1H 2020") to HK\$47.5 million for the Reporting Period.

The following table sets forth the breakdown of our revenue by product category for the Reporting Period and 1H 2020:

收益

本集團的收益由截至二零二零年六月三十日止六個月(「二零二零年上半年」)的22.6百萬港元增加110.1%或24.9百萬港元至報告期間的47.5百萬港元。

下表列載報告期間及二零二零年上半年按產品類別劃分的收益明細：

		For the six months ended 30 June 截至六月三十日止六個月					
		2021 二零二一年		2020 二零二零年		+ / (-)	
		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	(%) (%)
Revenue	收益						
Slewing rings	迴轉支承	15,980	33.6	11,678	51.6	4,302	36.8
Other machineries and parts	其他機械及部件						
Other machineries	其他機械	19,567	41.2	8,327	36.8	11,240	135.0
Other parts	其他部件	11,996	25.2	2,629	11.6	9,367	356.3
		31,563	66.4	10,956	48.4	20,607	188.1
Total	總計	47,543	100.0	22,634	100.0	24,909	110.1
Quantities sold	已售數量	Sets	(%)	Sets	(%)		
		套	(%)	套	(%)		
Slewing rings	迴轉支承	1,068	38.1	981	47.6	87	8.9
Other machineries and parts	其他機械及部件						
Other machineries	其他機械	17	0.6	5	0.2	12	240.0
Other parts	其他部件	1,722	61.3	1,076	52.2	646	60.0
		1,739	61.9	1,081	52.4	658	60.9
Total	總計	2,807	100.0	2,062	100.0	745	36.1

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Slewing rings

The Group manufactures slewing rings for local and overseas customers primarily on ODM, OEM and OBM basis. Revenue from slewing rings increased by approximately HK\$4.3 million to HK\$16.0 million for the Reporting Period, compared to 1H 2020, representing an increase of 36.8%. The comparatively low revenue and volume for the Reporting Period was mainly attributed to the mandatory extension of holidays in China and quarantine measures taken by multiple countries which led to the temporary suspension of operation of the Group's manufacturing plant during the outbreak of the COVID-19 pandemic.

Slewing rings accounting for approximately 33.6% of total revenue, and the gross profit generated from sales of slewing rings amounted to approximately 45.0% of the Group's total gross profit.

The overall quantities of the slewing rings sold for the Reporting Period increased by 87 sets, representing an increase of 8.9%.

迴轉支承

本集團主要按ODM、OEM及OBM基準為本地及海外客戶製造迴轉支承。與二零二零年上半年相比，於報告期間來自迴轉支承的收益增加約4.3百萬港元至16.0百萬港元，增幅為36.8%。報告期間的收益及銷量皆低，主要由於COVID-19疫情爆發期間，中國強制延長假期及多國採取檢疫措施，導致本集團的製造廠房暫時停工。

迴轉支承佔總收益約33.6%，銷售迴轉支承產生的毛利達到約佔本集團總毛利的45.0%。

於報告期間，迴轉支承的總體銷售數量增加87套，增幅為8.9%。

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Other machineries and parts

The Group also sources other slewing rings, machineries and mechanical parts and components for its customers. Such machineries, mechanical parts and components included but not limited to excavators and undercarriage parts such as track chains, rollers and track shoes. Since 2020, the Group has developed new products and wider range of servicing by manufacturing other mechanical parts and components for machineries besides slewing rings. In the Reporting Period, significant revenue growth of 188.1% was achieved in other machineries and parts especially with a record high shipment of 17 units of other machineries. Most machineries and parts supplied by the leading supplier in Japan were fit for the Group's sourcing needs and with specifications not commonly supplied by other market suppliers.

Other machineries and parts accounting for approximately 66.4% of total revenue, and the gross profit generated from sales of slewing rings amounted to approximately 55.0% of the Group's total gross profit.

All other machineries and parts recorded growth, which is attributed to the increase in sales in the overseas markets in particular Japan, Singapore and the Philippines during the Reporting Period. This was mainly due to the fact there have been more customers enjoying the Group's "one-stop service" and thus, ordering more machineries and mechanical parts during the Reporting Period, when compared to 1H 2020.

Cost of sales

The cost of sales primarily consists of costs of inventories and consumables, depreciation on plant and machinery, overheads and direct labour costs relating to its production. The Group's cost of sales increased from approximately HK\$14.3 million for 1H 2020 by approximately 109.1% or HK\$15.6 million to HK\$29.9 million for the Reporting Period, which was primarily due to the increase in direct labour costs, as well as the increase in revenue and having different product mix during the year.

During the Reporting Period, the product mix of slewing rings and other machineries and parts were approximately 33.6% and 66.4%, respectively.

其他機械及部件

本集團亦為客戶採購其他迴轉支承、機械和機件及部件。該等機械、機件及部件包括但不限於挖土機及底盤部件，如履帶鏈、滾軸及履帶板。自二零二零年起，本集團一直開發新產品和提供更廣泛的服務，除迴轉支承外，亦製造機械的其他機件及部件。於報告期間，來自其他機械及部件的收益大幅增長188.1%，其他機械更創下17台的付運新高。日本頂尖供應商提供的大部份機械及部件符合本集團採購所需，市場上鮮有其他供應商提供有關規格的機械及部件。

其他機械及部件佔總收益約66.4%，銷售迴轉支承產生的毛利達到約佔本集團總毛利的55.0%。

所有其他機械及部件均錄得增長，這歸因於報告期間海外市場的銷售增長，尤以日本、新加坡和菲律賓為甚。此乃主要由於在報告期間，享用本集團「一站式服務」的客戶有所增加，因此與二零二零年上半年相比，機械和機械部件的訂購量均見上升。

銷售成本

銷售成本主要包括存貨及消耗品成本、廠房及機械折舊、與生產有關的間接成本及直接勞工成本。本集團的銷售成本由二零二零年上半年的約14.3百萬港元增加約109.1%或15.6百萬港元至報告期間的29.9百萬港元，主要由於年內直接勞工成本增加及收益增加以及擁有不同的產品組合所致。

於報告期間，迴轉支承及其他機械及部件的產品組合分別約為33.6%及66.4%。

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Administrative expenses

The administrative expenses of the Group for the Reporting Period increased from HK\$3.9 million for 1H 2020 by approximately 22.0% or HK\$0.9 million to approximately HK\$4.8 million. Such increase was mainly due to the increase in staff cost by approximately HK\$0.7 million while the increase in office expenses by approximately HK\$0.1 million and the net increase in other administrative expenses by approximately HK\$0.1 million. Other administrative expenses mainly represent the provision for auditor's remuneration and the legal and professional fees, which assisted the Group to enhance its corporate governance and compliance aspects.

Profit attributable to shareholders of the Company

Profit attributable to equity holders of the Company was approximately HK\$10.3 million for the Reporting Period, as compared to approximately HK\$3.7 million for 1H 2020.

LIQUIDITY AND FINANCIAL RESOURCES

The Group has financed its business with internally generated cash flows and proceeds received from the Listing. As at 30 June 2021, the Group's cash and cash equivalents were HK\$43.6 million, increased by 1% or HK\$0.5 million, as compared with HK\$43.1 million as at 31 December 2020. Bank deposits and cash were principally denominated in Hong Kong dollar, United States dollar and Renminbi. The Group will continue to use the internally generated cash flows and proceeds received from the Listing as a source of funding for future developments.

As at 30 June 2021, the Group's total current assets and current liabilities were HK\$109.7 million (as at 31 December 2020: HK\$94.7 million) and HK\$9.6 million (as at 31 December 2020: HK\$6.4 million) respectively, representing a current ratio of 11.4 times (as at 31 December 2020: 14.8 times). As at 30 June 2021, the Group did not have any bank borrowings (as at 31 December 2020: Nil). As at 30 June 2021, total interest-bearing bills payables was approximately HK\$0.7 million (as at 31 December 2020: HK\$0.9 million) and the gearing ratio of the Group was 0.6% (as at 31 December 2020: 0.9%). The gearing ratio equals total interest-bearing borrowings divided by total equity and multiplied by 100%.

行政開支

本集團於報告期間的行政開支由二零二零年上半年的3.9百萬港元增加約22.0%或0.9百萬港元至約4.8百萬港元。該增加乃主要由於員工成本增加約0.7百萬港元，而辦公室開支增加約0.1百萬港元，以及其他行政開支淨增加約0.1百萬港元。其他行政開支主要指核數師薪酬及法律及專業費用撥備，其協助本集團加強企業管治及合規層面。

本公司股東應佔溢利

於報告期間，本公司權益持有人應佔溢利約為10.3百萬港元，而二零二零年上半年則約為3.7百萬港元。

流動資金及財務資源

本集團以內部產生現金流及從上市收取的所得款項為其業務提供資金。於二零二一年六月三十日，本集團的現金及現金等價物為43.6百萬港元，較二零二零年十二月三十一日的43.1百萬港元增加1%或0.5百萬港元。銀行存款及現金主要以港元、美元及人民幣計值。本集團將繼續以內部產生現金流及從上市收取的所得款項作為未來發展的資金來源。

於二零二一年六月三十日，本集團的流動資產及流動負債總額分別為109.7百萬港元（於二零二零年十二月三十一日：94.7百萬港元）及9.6百萬港元（於二零二零年十二月三十一日：6.4百萬港元），流動比率為11.4倍（於二零二零年十二月三十一日：14.8倍）。於二零二一年六月三十日，本集團並無任何銀行借款（於二零二零年十二月三十一日：無）。於二零二一年六月三十日，本集團的計息應付票據總額約為0.7百萬港元（於二零二零年十二月三十一日：0.9百萬港元），資產負債比率為0.6%（於二零二零年十二月三十一日：0.9%）。資產負債比率等如計息借貸總額除以總權益再乘以100%。

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CAPITAL STRUCTURE

As at 30 June 2021, the share capital of the Group comprised only ordinary shares. The capital structure of the Group mainly consists of obligations under finance leases and equity attributable to owners of the Group, comprising issued share capital, share premium, retained profits and other reserves.

USE OF NET PROCEEDS FROM THE LISTING

On 15 November 2019, the Company issued a total of 100,000,000 shares by way of Hong Kong public offering and placing at the price of HK\$0.55 per share, and successfully listed its shares on the GEM of the Stock Exchange. The net proceeds of the share offer received by the Company in relation to the Listing after the deduction of underwriting fees and commissions and all related expenses were approximately HK\$28.4 million. On 9 September 2020, the Board announced and resolved to change the use of the net proceeds as set out in the prospectus (the **"Announcement"**). As at the report date, the Directors consider that these proceeds have been applied in accordance with the proposed application set out in the section headed "Future Plans and Proposed Use of Proceeds" in the prospectus of the Company dated 31 October 2019 (the **"Prospectus"**) and as amended in the Announcement.

Nevertheless, the timeframe for the use of net proceeds has been deferred due to the outbreak of the novel coronavirus (COVID-19) pandemic (the **"COVID-19 outbreak"**), which has adversely impacted the business operations of our customers. To cope with the changing market condition, the Board would like to provide an update to the expected timeline for use of the net proceeds from the Listing as supplemental information to the Announcement.

資本架構

於二零二一年六月三十日，本集團股本僅包括普通股股份。本集團的資本架構主要包括融資租賃項下責任以及本集團擁有人應佔權益，由已發行股本、股份溢價、保留溢利及其他儲備構成。

上市所得款項淨額用途

於二零一九年十一月十五日，本公司透過香港公開發售及配售方式以每股0.55港元發行合共100,000,000股股份，並成功於聯交所GEM上市。本公司就上市取得的股份發售所得款項淨額約為28.4百萬港元，已扣除包銷費用及佣金以及所有相關開支。於二零二零年九月九日，董事會宣佈並議決更改招股章程中載列的所得款項淨額用途（「該公告」）。於報告日期，董事認為該等所得款項已按照本公司日期為二零一九年十月三十一日的招股章程（「招股章程」）「未來計劃及所得款項擬定用途」一節所載的計劃，以及所公佈的更改應用。

然而，因客戶營運受新型冠狀病毒（COVID-19）疫情（「COVID-19 疫情」）嚴重影響，動用所得款項淨額的日程遭到推遲。為應付不斷變化的市場狀況，董事會謹此更新動用上市所得款項淨額的預計時間表，作為該公告的補充資料。

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Details of the revised allocation of net proceeds as stated in the Announcement, the utilisation and remaining balance of the revised net proceeds as at 30 June 2021 and the updated expected timeline of full utilization of the net proceeds are set out as follows:

該公告所述所得款項淨額的經修訂分配、經修訂所得款項淨額於二零二一年六月三十日的動用情況及餘額，以及全面動用所得款項淨額的最新預期時間表詳情載列如下：

Use of proceeds	Revised percentage of net proceeds as stated in the Announcement 在該公告內所述的經修訂所得款項淨額之百分比	Revised net proceeds as stated in the Announcement 在該公告內所述的經修訂所得款項淨額 HK\$'000 千港元	Amount utilized as at 30 June 2021 在二零二一年六月三十日的已動用金額 HK\$'000 千港元	Amount remaining as at 30 June 2021 在二零二一年六月三十日的餘下金額 HK\$'000 千港元	Updated expected timeline of full utilization of the net proceeds 全面動用所得款項淨額的最新預計時間表
1 To acquire and replace machineries and equipment with an aim to enhance and expand its production capacity at its production facilities in Dongguan, the PRC 就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能	60.6%	17,210	(4,245)	12,965	Q4 of 2022 二零二二年第四季度
2 To enlarge its market share and strengthen its marketing efforts 擴大市場份額及加強營銷力度	4.4%	1,246	(231)	1,015	Q4 of 2023 二零二三年第四季度
3 To increase its level of automation 提高自動化水平	7.6%	2,158	(71)	2,087	Q4 of 2022 二零二二年第四季度
4 To establish its ERP system 設立企業資源規劃系統	6.0%	1,704	(10)	1,694	Q4 of 2023 二零二三年第四季度
5 To expand its finance department 擴充財務部門	5.0%	1,420	(198)	1,222	Q4 of 2023 二零二三年第四季度
6 To enhance staff training 加強員工培訓	0.8%	227	(11)	216	Q4 of 2023 二零二三年第四季度
7 To maintain sound working capital for operation 為經營維持穩健的營運資金	15.6%	4,435	(3,785)	650	Q4 of 2021 二零二一年第四季度
Total 總計	100.0%	28,400	(8,551)	19,849	

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Comparison of business objectives and actual business progress

The following is a comparison between the Group's business plans as set out in the Prospectus which were revised on 9 September 2020, and the Group's actual business progress for the Reporting Period:

業務目標與實際業務進展之比較

以下為載於招股章程的本集團業務計劃(於二零二零年九月九日經修訂)及本集團於報告期間的實際業務進展之比較:

Business plan as set out in the Prospectus

載於招股章程的業務計劃

Actual business progress as at 30 June 2021

於二零二一年六月三十日的實際業務進展

To acquire and replace machineries and equipment with an aim to enhance and expand its production capacity at its production facilities in Dongguan, the PRC

就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能

To enlarge its market share and strengthening its marketing efforts

擴大市場份額及加強營銷力度

The Group was in the process of purchasing 3 units of machines and paid deposits of about HK\$4.2 million for the machineries. Two of them (high speed milling machine and raceway quenching machine) are expected to arrive in the second half of 2021. These new equipments will be used in the major process in the production of products. Meanwhile, the Group is also in the process of identifying 4 more units of machines and is going to finalise the purchase agreements in the following months.

本集團正在採購3座機械，並已為機械支付約4.2百萬港元的按金。其中兩座(高速鑽齒機床及滾道淬火機床)預計將在二零二一年下半年運抵。該等新設備將用於貨品生產的主要工序。同時，本集團正在物色另外4座機器，並將在接下來的幾個月內審定採購協議。

Based on the revised allocation of the proceeds, in view of the COVID-19 outbreak in 2020 and the quarantine measures taken by the PRC and other countries and travel restrictions, the Group had withdrawn its enrolment to several trade exhibitions and will refine its marketing plans.

基於重新分配所得款項用途，鑑於二零二零年爆發COVID-19疫情，以及中國及其他國家採取隔離措施及旅遊限制，本集團已取消參與多個貿易展覽會，並將完善其營銷計劃。

During last year in 2020, the Group increased the workforce in the sales department to strengthen the sales support. In addition, the Group hired a consultant to design the web pages for the Group companies and provide advice in promotional strategies. In 2021, the Group has further expanded the sales department by employing 1 more staff to support our growth in sales.

本集團在去年二零二零年為銷售部新增人手，加強協助銷售事務。另外，本集團聘請顧問為我們設計網頁並提供宣傳策略的意見。於二零二一年，本集團進一步擴大銷售部，增聘一名員工以應對銷售增長。

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Business plan as set out in the Prospectus 載於招股章程的業務計劃	Actual business progress as at 30 June 2021 於二零二一年六月三十日的實際業務進展
To increase its level of automation	The Group is discussing with the potential service provider on the development of new equipment for automation and also the redevelopment of the existing equipment to enhance the automation level. The scheduled visit by service provider outside Hong Kong was delayed due to the travel restrictions caused by the COVID-19 outbreak and could not proceed to further stage.
提高自動化水平	本集團正與潛在服務供應商討論開發新的自動化設備，以及重新開發現有設備以提高自動化水準。香港境外的服務供應商的到訪計劃因COVID-19疫情出現的旅遊限制而遭延遲，無法進入下一階段。 At the same time, the Group had developed a new equipment to achieve automatic packaging, which is now in use. 同時，本集團已開發新設備，以實現自動化包裝，現時已投入使用。
To establish its enterprise resource planning (ERP) system	The Group is in the process of identifying and appointing the system service provider. The Group is planning to enhance the data management effectiveness especially in personnel attendance, payroll accounting and other aspects such as document control.
於設立企業資源規劃(ERP)系統	本集團正在物色及委任系統服務供應商。本集團計劃加強數據管理效率，尤其是員工考勤、工資核算及文控管理等其他方面。 Meanwhile, the Group has improved the current system by increasing the capacity and efficiency of data processing. 同時，本集團透過提升數據處理的能力和運算成效，改善現有系統。
To expand its finance department	The Group had recruited a senior accountant and an accountant during the third quarter of 2020 and the second quarter of 2021, respectively and continued to identify suitable and high-quality candidates to expand the financial department.
擴充財務部門	本集團已在二零二零年第三季度及二零二零年第二季度分別招聘一名高級會計師及一名會計師，並繼續遴選合適優質的候選人擴充財務部門。
To enhance staff training	During last year in 2020, two trained employees were awarded ISO quality management system certificates. 於去年二零二零年，兩名員工完成培訓並取得質量管理體系證書。 Also, the group had taken action and prepared training courses for a number of technical personnel. 另外，本集團已採取行動，為多名技術人員準備培訓課程。
加強員工培訓	

Management Discussion and Analysis

管理層討論及分析

Business plan as set out in the Prospectus

載於招股章程的業務計劃

To maintain sound working capital for operation

為經營維持穩健的營運資金

Actual business progress as at 30 June 2021

於二零二一年六月三十日的實際業務進展

The re-allocation of the net proceeds from strengthening its marketing efforts to supplementing the sound working capital for operation of the Company would be beneficial to meet the current operation needs of the Group, increase its financial flexibility, and provide more buffer to cope with the future economic uncertainty. 本集團將加強市場推廣的所得款項淨額重新分配，以補充本公司營運所需的穩健營運資金，將有利於滿足本集團目前的營運需要，增加其財務靈活性，並提供更多緩衝以應付未來經濟的不確定因素。

As at 30 June 2021, the Group had utilised approximately HK\$3.8 million as working capital for the development of on-going operations, including the development of new products and services by manufacturing other mechanical parts and components for machineries besides slewing rings.

於二零二一年六月三十日，本集團已動用約3.8百萬港元，作為持續經營發展的營運資金，包括通過製造除迴轉支承外的其他機件及部件，開發新產品及服務。

Management Discussion and Analysis

管理層討論及分析

SIGNIFICANT INVESTMENTS

As at 30 June 2021, the Group did not hold any significant investment.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the Reporting Period ended 30 June 2021, the Group had no material acquisition or disposal of subsidiaries, associates or joint ventures.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2021, the Group had 81 employees (as at 31 December 2020: 78 employees). Remuneration is determined by reference to prevailing market terms and in accordance with the performance, qualification and experience of each individual employee. The emoluments of the Directors are recommended by the remuneration committee of the Company with reference to each employee's respective contribution of time, effort and expertise on the Company's matters. In addition, employees are entitled to performance and discretionary year-end bonuses.

CHARGES ON ASSETS

As at 30 June 2021, the Group's banking facilities were secured by pledged bank deposits with an aggregate amount of approximately HK\$3,000,000 (as at 31 December 2020: HK\$2,400,000).

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in the Prospectus, the Group did not have other plan for material investments and capital assets.

重大投資

於二零二一年六月三十日，本集團並無持有任何重大投資。

重大收購及出售附屬公司、聯營公司及合營公司

截至二零二一年六月三十日止報告期間，本集團概無重大收購或出售附屬公司、聯營公司或合營公司。

僱員及薪酬政策

於二零二一年六月三十日，本集團擁有81名僱員（於二零二零年十二月三十一日：78名僱員）。薪酬乃經參考現行市場條款並根據各僱員的個人表現、資歷及經驗釐定。董事之酬金乃經參考每名員工對本公司事宜所投入時間、精力及專長根據本公司薪酬委員會之推薦意見釐定。此外，僱員有權享有表現及酌情年終花紅。

資產質押

於二零二一年六月三十日，本集團的銀行融資由總金額約為3,000,000港元（於二零二零年十二月三十一日：2,400,000港元）的已抵押銀行存款作擔保。

重大投資及資本資產的未來計劃

除招股章程所披露者外，本集團並無其他重大投資及資本資產計劃。

Management Discussion and Analysis

管理層討論及分析

FOREIGN EXCHANGE RISK

Foreign exchange risk is the risk of loss due to changes in foreign exchange rates. The Group operates in Hong Kong and the PRC and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to USD and RMB. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities, which are denominated in these currencies. Currently, the Group has not entered into agreements nor purchased instruments to hedge the Group's exchange rate risks. Any material fluctuation in the exchange rates of HKD or RMB may have an impact on the operating results of the Group.

The management considers that the foreign exchange risk with respect to USD is not significant as HKD is pegged to USD and transactions denominated in USD are mainly carried out by entities with the same functional currency. The exchange rate of RMB to HKD is subject to the rules and regulations of foreign exchange control promulgated by the PRC government. The Group manages foreign currency risk by closely monitoring the movement of the foreign currency rates.

CONTINGENT LIABILITIES

As at 30 June 2021, the Group did not have any material contingent liability.

外匯風險

外匯風險為源於匯率變動的虧損風險。本集團於香港及中國營運及承受各類貨幣產生的外匯風險，主要涉及美元及人民幣。外匯風險產生自未來商業交易、已確認資產及負債，其以該等貨幣計值。目前，本集團並無訂立協議或購買工具以對沖本集團的匯率風險。港元或人民幣匯率的任何重大波動會影響本集團的經營業績。

管理層認為有關美元的外匯風險並不重大，因為港元與美元掛勾及以美元計值的交易主要由功能貨幣相同的實體進行。人民幣兌美元的匯率須受中國政府頒佈的外匯管制規例及法規所限。本集團密切監察匯率變動以管理外匯風險。

或然負債

於二零二一年六月三十日，本集團並無任何重大或然負債。

Management Discussion and Analysis

管理層討論及分析

PROSPECTS

The Group will continue to keep an eye on the development of the COVID-19 pandemic, maintain close communication with customers and suppliers, as well as review and timely adjust its strategies. In addition to serving our customers, employees' health and well-being is also the Group's top priority. The Group established a pandemic prevention and control measures to safeguard employees' health and safety, introducing flexible remote working arrangement and implementing efficient social distancing measures across all our offices globally.

Our goal is to strengthen our position as a premium slewing ring manufacturer, and to leverage on our competitive advantages as "one-stop service" provider to expand the scale of our operation and increase our profit margin. We also aim to increase our competitiveness in this fragmented slewing rings manufacturing industry by (i) increasing our efficiency and productivity; (ii) raising the quality of our products; and (iii) reducing our costs of production and our reliance on manpower. To achieve such objectives, the Group will continue to implement the following strategies:

- acquiring and replacing machineries and equipment with an aim to enhance and expand our production capacity at our production facilities in Dongguan, the PRC;
- enlarging our market share and strengthening our marketing efforts;
- increasing our level of automation;
- establishing our enterprise resource planning (ERP) system;
- expanding our finance department; and
- enhancing staff training.

前景

本集團將繼續留意 COVID-19 疫情發展，與客戶及供應商保持緊密溝通，檢討和及時調整戰略。除為服務客戶外，員工的健康及福祉亦是本集團的首要任務。本集團已制定疫情防控措施，在全球所有辦事處引入彈性遠程工作安排和實施有效的社交距離措施，保障員工的健康安全。

我們的目標是鞏固作為迴轉支承優質製造商的地位，同時利用「一站式服務」供應商的競爭優勢擴大業務規模及提高利潤率。我們亦有意於分散的迴轉支承製造行業中提升競爭力，方法為 (i) 提高效率及生產力；(ii) 提高產品質素；及 (iii) 減低生產成本及人力依賴。為達成該等目標，本集團將繼續實施以下策略：

- 就中國東莞的生產設施購置及更換機械及設備以提升及擴展產能；
- 擴大市場份額及加大營銷力度；
- 提高自動化水平；
- 設立企業資源規劃(ERP)系統；
- 擴充財務部門；及
- 加強員工培訓。

Other Information

其他資料

DISCLOSURE OF INTERESTS — DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS

Directors' and Chief Executive Interests in Shares and Share Options

As at 30 June 2021, the interests or short positions of the Directors and the chief executives in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (the "SFO")) which are required: (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO); (b) pursuant to Section 352 of the SFO, to be recorded in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

權益披露 — 董事及最高行政人員的權益

董事及最高行政人員於股份及購股權中擁有的權益

於二零二一年六月三十日，董事及最高行政人員於本公司及其相聯法團（定義見香港證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有：(a) 根據證券及期貨條例第XV部第7及8分部規定須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關規定當作或視為擁有的權益及淡倉）；(b) 根據證券及期貨條例第352條須記錄於該條所指登記冊的權益或淡倉；或(c) 根據GEM上市規則第5.46至5.67條所述的董事交易規定標準須知會本公司及聯交所的權益或淡倉如下：

Long position in shares and underlying shares of the company

於本公司股份及相關股份的好倉

Name of substantial shareholder capacity/ nature of interest	Total number of share(s) held	Percentage of interest in our Company's issued capital 於本公司已發行 股本權益的百分比
主要股東的姓名／名稱／身分／權益性質	所持股份總數	
Mr. Chan Yuk Pan's Interest in controlled corporation ^(Note 1) 陳煜彬先生於受控法團的權益 ^(附註1)	300,000,000 shares (L) ^(Note 2) 300,000,000 股股份 (L) ^(附註2)	75% 75%

Note 1: Mr. YP Chan legally and beneficially owns the entire issued share capital of C Centrum Holdings Limited ("C Centrum") and is its sole director. Accordingly, Mr. YP Chan is deemed to be interested in the Shares held by C Centrum by virtue of the SFO.

附註1：陳煜彬先生合法及實益擁有C Centrum Holdings Limited（「C Centrum」）的全部已發行股本，並為其唯一董事。因此，根據證券及期貨條例，陳煜彬先生被視為於C Centrum所持有的股份內擁有權益。

Note 2: The letter "L" denotes "Long position" in such shares.

附註2：字母「L」指於相關股份的好倉。

Save as disclosed above, as at 30 June 2021, none of the Directors or chief executives had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company or Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest and short positions which he was taken or deemed to have under provision of the SFO) or as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules.

除上文所披露者外，於二零二一年六月三十日，概無董事或最高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、相關股份或債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司或聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文當作或視為擁有的權益及淡倉），或須記錄於根據證券及期貨條例第352條須存置的登記冊的權益或淡倉，或根據GEM上市規則第5.46至5.67條所述的董事交易規定標準須另行知會本公司及聯交所的權益或淡倉。

Other Information

其他資料

DISCLOSURE OF INTERESTS — SUBSTANTIAL SHAREHOLDER'S INTERESTS

Substantial Shareholder's Interests in Shares and Share Options

As at 30 June 2021, so far as known by the Directors, the following persons/entities (not being a Director or Chief Executive of the Company) have an interest or short position in shares or underlying shares and debentures of Company and its associated corporation which would be required to be disclosed to the Company and the Stock Exchange under the provision of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO, were as follow:

Name of substantial shareholder capacity	Nature of interest	Total number of share(s) held	Percentage of interest in our Company's issued capital 於本公司已發行股本權益的百分比
主要股東的姓名／名稱／身分	權益性質	所持股份總數	
C Centrum ^(Note 1)	Beneficial owner	300,000,000 shares (L) ^(Note 3)	75%
C Centrum ^(附註1)	實益擁有人	300,000,000 股股份 (L) ^(附註3)	75%
Ms. Leung Tak Yee ^(Note 2)	Interest of Spouse	300,000,000 shares (L) ^(Note 3)	75%
梁德儀女士 ^(附註2)	配偶權益	300,000,000 股股份 (L) ^(附註3)	75%

Note 1: The entire issued share capital of C Centrum is legally and beneficially owned by Mr. YP Chan. Accordingly, Mr. YP Chan is deemed to be interested in the 300,000,000 Shares held by C Centrum by virtue of the SFO.

Note 2: Ms. Leung Tak Yee is the spouse of Mr. YP Chan and is deemed to be interested in all the underlying Shares that Mr. YP Chan is interested through C Centrum by virtue of the SFO.

Note 3: The letter "L" denotes "Long position" in such shares.

Save as disclosed above, as at 30 June 2021, no other person (other than Director or chief executive of the Company) had any interest or short position in the Shares or underlying shares of the Company which would fall under the provisions of Divisions 2 and 3 of Part XV of the SFO to be disclosed to the Company, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

權益披露 — 主要股東的權益

主要股東於股份及購股權中擁有的權益

於二零二一年六月三十日，就董事所知，下列人士／實體（並非本公司董事或最高行政人員）於本公司及其相聯法團的股份或相關股份及債權證中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露或須記錄於根據證券及期貨條例第336條本公司須存置的登記冊的權益或淡倉，載列如下：

附註1：C Centrum的全部已發行股本由陳煜彬先生合法及實益擁有。因此，根據證券及期貨條例，陳煜彬先生被視為於C Centrum所持有的300,000,000股股份內擁有權益。

附註2：梁德儀女士為陳煜彬先生的配偶，根據證券及期貨條例，被視為於陳煜彬先生透過C Centrum擁有權益的所有相關股份內擁有權益。

附註3：字母「L」指於相關股份的好倉。

除上文所披露者外，於二零二一年六月三十日，概無其他人士（本公司董事或最高行政人員除外）於本公司股份或相關股份中擁有任何根據證券及期貨條例第XV部第2及3分部條文須向本公司披露或須記錄於根據證券及期貨條例第336條本公司須存置的登記冊的權益或淡倉。

Other Information 其他資料

PURCHASE, SALES AND REDEMPTION OF SHARES

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

DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors or their respective close associates is or was interested in any business apart from the Group's business that competes or competed or is or was likely to compete, either directly or indirectly, with the Group's business at any time during the Reporting Period and up to the date of this report.

LOAN AGREEMENT WITH COVENANT RELATING TO SPECIFIC PERFORMANCE OF THE CONTROLLING SHAREHOLDERS

Reference is made to an announcement dated 10 September 2020 issued by the Company with regard to a facility letter (the **"Previous Facility Letter"**) for a trading facility (the **"Previous Facility"**).

On 18 June 2021, the existing lender, DBS Bank (Hong Kong) Limited (the **"Lender"**), has pursuant to its periodic review agreed to replace the Previous Facility with a revised trading facility of up to HK\$10,000,000 (the **"Facility"**) for Best Linking Limited (**"Best Linking"**), which is an indirect wholly-owned subsidiary of the Company. Best Linking and the Company, as borrower and corporate guarantor respectively, entered into a revised banking facility letter with the Lender (the **"Facility Letter"**), on the terms and conditions therein contained, including the Lender's right to review any time and the Lender's customary overriding right to demand repayment, as well as the right to call for cash cover on demand for prospective or contingent liability.

Pursuant to the terms of the Facility Letter, among other things, during the term of the Facility Letter, (i) Best Linking shall remain an indirect wholly-owned subsidiary of the Company; (ii) the Company shall procure Mr. Chan Yuk Pan (**"Mr. YP Chan"**), the controlling shareholder of the Company, to remain as the director of the Company and Best Linking; and (iii) Mr. YP Chan shall continue to be the single largest shareholder and hold not less than 50% of the beneficial interest of the Company and Best Linking. As at the date of the announcement, Mr. YP Chan's beneficial interest in each of the Company and Best Linking is 75%.

Please refer to the announcement of the Company dated 18 June 2021 for more details.

購買、出售及贖回股份

於報告期間，本公司及其任何附屬公司均無購買、出售或贖回任何本公司上市證券。

董事於競爭業務的權益

於報告期間及直至本報告日期的任何時間，董事或彼等各自的緊密聯繫人現時或過往概無於除本集團的業務以外與本集團的業務直接或間接構成競爭或在現時或過往可能構成競爭的業務中擁有權益。

貸款協議連同與控股股東的特定履約責任有關的契諾

茲提述本公司日期為二零二零年九月十日的公告，內容涉及一份關於貿易融資（「**先前融資**」）的融資函件（「**先前融資函件**」）。

在二零二零年六月十八日，現時的貸方星展銀行（香港）有限公司（「**貸方**」）已根據其定期審查，同意為本公司的間接全資附屬公司永聯豐有限公司（「**永聯豐**」）提供最多10,000,000港元的經修訂貿易融資（「**該融資**」），以取代先前融資。永聯豐與本公司（分別作為借方及企業擔保人）已與貸方訂立經修訂銀行融資函件（「**融資函件**」），其條款及條件包括貸方在任何時間審查貸方按要償還的慣常凌駕性權利，以及就潛在或或然負債要求現金保障的權利。

根據融資函件的條款，（其中包括）於融資函件年期內，(i) 永聯豐將仍為本公司的間接全資附屬公司；(ii) 本公司將促使本公司控股股東陳煜彬先生（「**陳煜彬先生**」）留任本公司及永聯豐董事；及(iii) 陳煜彬先生將繼續成為單一最大股東，並持有本公司及永聯豐不少於50%的實益權益。於該公告日期，陳煜彬先生於本公司及永聯豐各自的實益權益分別為75%。

更多詳情，請參閱本公司日期為二零二一年六月十八日的公告。

Other Information

其他資料

SHARE OPTION SCHEME

Our Company has conditionally adopted a share option scheme (the “**Share Option Scheme**”), which was approved by written resolutions passed by its shareholders on 21 October 2019 and became unconditional on 15 November 2019. The Directors consider the purpose of the Share Option Scheme is to reward the participants defined under the Share Option Scheme for their past contribution to the success of the Group and to provide incentive to them to further contribute to our Group. The principal terms of the Share Option Scheme are summarized under the paragraph headed “13. Share Option Scheme” in Appendix IV to the Prospectus and in accordance with the provisions of Chapter 23 of the GEM Listing Rules. No share option has been granted under Share Option Scheme since its adoption.

DIVIDEND

The Board does not recommend the payment of any dividend for the Reporting Period (for the six months ended 30 June 2020: nil).

INTEREST OF COMPLIANCE ADVISER

As notified by the Company's compliance adviser, LY Capital Limited (“**LY Capital**”), neither LY Capital nor any of its directors or employees or close associates had any interest in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities) or otherwise in relation to the Company which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules (except for the compliance adviser agreement entered into between the Company and LY Capital on 27 March 2019) as at 30 June 2021.

購股權計劃

本公司已有條件採納一項購股權計劃（「**購股權計劃**」），其於二零一九年十月二十一日獲股東以書面決議案形式批准，並於二零一九年十一月十五日成為無條件。董事認為購股權計劃旨在獎勵購股權計劃所界定的參與者過往對本集團的成功所作貢獻及激勵彼等繼續為本集團作出貢獻。購股權計劃的主要條款的概要載於招股章程附錄四「13. 購股權計劃」一段及符合GEM上市規則第23章的條文。自購股權計劃獲採納以來，並無據此授出購股權。

股息

董事會不建議派發報告期間的任何股息（截至二零二零年六月三十日止六個月：無）。

合規顧問權益

誠如本公司合規顧問絡繹資本有限公司（「**絡繹資本**」）所告知，於二零二一年六月三十日，絡繹資本或其任何董事或僱員或緊密聯繫人概無於本公司或本集團任何成員公司的股本中擁有任何權益（包括認購有關證券的購股權或權利）或與本公司有關的其他權益，而根據GEM上市規則第6A.32條須知會本公司（唯本公司與絡繹資本於二零一九年三月二十七日訂立的合規顧問協議除外）。

Other Information 其他資料

CODE ON CORPORATE GOVERNANCE

The Company recognises that good corporate governance is vital to the success of the Group and to sustain the development of the Group. The Company aims at complying with, where appropriate, all code provisions (“**Code Provisions**”) of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 15 to the GEM Listing Rules. The Company’s corporate governance practices are based on the principles and the Code Provisions set out in the CG Code of the GEM Listing Rules.

Throughout the Reporting Period, the Company has complied, to the extent applicable and permissible, with all Code Provisions set out in CG Code with the exception of Code A.2.1. Code Provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. YP Chan currently holds both positions for the Reporting Period and up to the date of this report. As Mr. YP Chan has been responsible for the overall management of the Group, including strategic planning as well as sales and business development, the Board considered that Mr. YP Chan is the suitable candidate to continue to hold both positions.

DIRECTORS’ SECURITIES TRANSACTIONS

The Group has adopted a code regulating the securities transactions of Directors and executive officers named in this report, on terms no less exacting than the required standard of dealing as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the “**Model Code**”). Specific enquiry had been made to all Directors and relevant employees. They have confirmed that they have complied with the Model Code throughout the Reporting Period. The Company has also established written guidelines regulating the transactions of securities of the Company by senior management and employees who are likely to be in possession of any inside information of the Company.

企業管治守則

本公司明瞭良好企業管治對本集團的成功及維持本集團的發展非常重要。本公司擬遵守(如合適)GEM上市規則附錄15所載企業管治守則(「**企業管治守則**」)的所有守則條文(「**守則條文**」)。本公司的企業管治常規乃以GEM上市規則企業管治守則所載原則及守則條文為基礎。

於報告期間，本公司已在適用及可行的情況下遵守所有企業管治守則所載的守則條文，惟有關於守則第A.2.1條的情況除外。企業管治守則之守則條文第A.2.1條規定，主席及行政總裁的職責應予區分，且不應由同一人士擔任。陳煜彬先生目前於報告期間及直至本報告日期兼任兩個職位。由於陳煜彬先生一直負責本集團的整體管理，包括戰略規劃以及銷售及業務發展，董事會認為陳煜彬先生為繼續兼任兩個職位的適當人選。

董事的證券交易

本集團已採納規管董事及名列本報告的行政人員進行證券交易的守則，其條款不會較GEM上市規則第5.48至5.67條所載的訂明買賣標準寬鬆(「**標準守則**」)。已向全體董事及相關員工作出具體查詢。彼等已確認彼等於報告期間一直遵守標準守則。本公司亦已就可能取得本公司內幕資料的高級管理層及僱員進行本公司的證券交易制定書面指引。

Other Information

其他資料

AUDIT COMMITTEE

Our Company established an audit committee on 21 October 2019 with written terms of reference in compliance with Rule 5.28 to 5.33 of the GEM Listing Rules and paragraphs C3.3 and C3.7 of the CG Code. The audit committee comprises three independent non-executive Directors; namely Mr. Chan Wan Tsun Adrian Alan, Ms. Tam Ho Ting and Ms. Tsang Hau Lam. Mr. Chan Wan Tsun Adrian Alan, who has appropriate professional qualification and experience in accounting matters, was appointed as the chairman of the audit committee.

The Company's audit committee has reviewed the accounting policies and practices adopted by the Group and has discussed with the management regarding the auditing and financial reporting matters. The audit committee has discussed and reviewed the unaudited condensed consolidated financial statements for the Reporting Period.

CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

Save as disclosed, the Company does not have any other disclosure obligations under Rules 17.22, 17.23 and 17.24 of the GEM Listing Rules.

By order of the Board
Best Linking Group Holdings Limited
Chan Yuk Pan
Chairman

Hong Kong, 9 August 2021

As at the date of this report, the executive Directors are Mr. Chan Yuk Pan and Mr. Chan Lung Pan; and the independent non-executive Directors are Mr. Chan Wan Tsun Adrian Alan, Ms. Tsang Hau Lam and Ms. Tam Ho Ting.

審計委員會

本公司於二零一九年十月二十一日成立審計委員會，並遵照GEM上市規則第5.28至5.33條及企業管治守則第C3.3及C3.7段擬備了書面職權範圍。審計委員會由三位獨立非執行董事：陳弘俊先生、譚可婷女士及曾巧臨女士組成。陳弘俊先生在會計事宜具有合適的專業資歷和經驗，獲委任為審計委員會主席。

本公司審計委員會已審視本集團所採納的會計政策及慣例，並與管理層討論審計及財務報告事宜。審計委員會已討論及審視報告期間的未經審核簡明綜合財務報表。

根據上市規則的持續披露責任

除披露者外，本公司並無任何其他須根據GEM上市規則第17.22、17.23及17.24條作出披露的責任。

承董事會命
永聯豐集團控股有限公司
主席
陳煜彬

香港，二零二一年八月九日

於本報告日期，執行董事為陳煜彬先生及陳龍彬先生；獨立非執行董事為陳弘俊先生、曾巧臨女士及譚可婷女士。



BEST LINKING GROUP HOLDINGS LIMITED
永聯豐集團控股有限公司