



深圳市海王英特龍 生物技術股份有限公司

SHENZHEN NEPTUNUS INTERLONG
BIO-TECHNIQUE COMPANY LIMITED*

(a joint stock limited company incorporated
in the People's Republic of China)

(於中華人民共和國註冊成立之股份有限公司)

Stock Code 股份代號 : 8329

* For identification purpose only 僅供識別之用



Interim Report

2022 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 (the “Directors”) of Shenzhen Neptunus Interlong Bio-technique Company Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

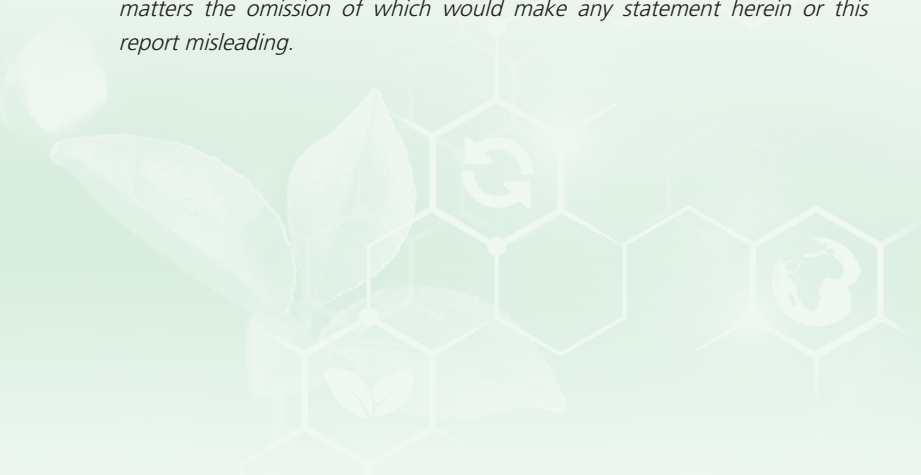
香港聯合交易所有限公司(「聯交所」)GEM的特色

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可作出投資決定。

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報告的內容概不負責，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的任何損失承擔任何責任。

本報告的資料乃遵照聯交所的《**GEM**證券上市規則》(「**GEM**上市規則」)而刊載，旨在提供有關深圳市海王英特龍生物技術股份有限公司(「本公司」)的資料。本公司的董事(「董事」)願就本報告的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完備，沒有誤導或欺詐成份，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 (UNAUDITED)

The board of directors (the "Board") of the Company is pleased to present the unaudited condensed consolidated interim financial statements of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2022 (the "Reporting Period"), together with the unaudited comparative figures for the corresponding period of 2021.

中期業績(未經審核)

本公司董事會(「董事會」)欣然呈列本公司及其附屬公司(統稱「本集團」)截至二零二二年六月三十日止六個月(「報告期間」)之未經審核簡明綜合中期財務報表，連同二零二一年同期之未經審核比較數字。

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

簡明綜合損益及其他全面收益表(未經審核)

for the three months and six months ended 30 June 2022

截至二零二二年六月三十日止三個月及六個月

| | | Notes 附註 | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|--------------------|-------------|--|--|--|--|
| | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Revenue | 收入 | 4 | 223,171 | 171,905 | 438,869 | 391,194 |
| Cost of sales | 銷售成本 | | (132,856) | (104,749) | (251,011) | (205,891) |
| Gross profit | 毛利 | | 90,315 | 67,156 | 187,858 | 185,303 |
| Other revenue | 其他收入 | 4 | 8,387 | 8,178 | 10,643 | 12,021 |
| Other net income | 其他收入淨額 | 4 | 69 | 1,631 | 490 | 2,318 |
| Selling and distribution expenses | 銷售及分銷開支 | | (54,768) | (44,059) | (108,208) | (121,177) |
| Administrative expenses | 行政開支 | | (19,236) | (17,290) | (41,600) | (34,465) |
| Other operating expenses | 其他經營開支 | | (12,816) | (11,169) | (20,740) | (17,230) |
| Profit from operations | 經營溢利 | | 11,951 | 4,447 | 28,443 | 26,770 |
| Finance costs | 財務成本 | 6(a) | (1,512) | (727) | (3,162) | (738) |
| Profit before taxation | 除稅前溢利 | 6 | 10,439 | 3,720 | 25,281 | 26,032 |
| Income tax credit/(expenses) | 所得稅抵免/(開支) | 7 | (4,112) | 892 | (7,446) | (3,347) |
| Profit and total comprehensive income for the period | 期內溢利及全面收益總額 | | 6,327 | 4,612 | 17,835 | 22,685 |

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

簡明綜合損益及其他全面收益表(未經審核)(續)

For the three months and six months ended 30 June 2022

截至二零二二年六月三十日止三個月及六個月

| | | For the three months ended 30 June | | For the 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 | |
| | | 2022 | 2021 | 2022 | 2021 |
| | | 二零二二年 | 二零二一年 | 二零二二年 | 二零二一年 |
| | | RMB'000 | RMB'000 | RMB'000 | RMB'000 |
| | | 人民幣千元 | 人民幣千元 | 人民幣千元 | 人民幣千元 |
| | Notes | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) |
| | 附註 | (未經審核) | (未經審核) | (未經審核) | (未經審核) |
| Profit/(Loss) and total comprehensive income/(expense) for the period attributable to: | 以下各項應佔期內溢利/(虧損)及全面收益/(開支)總額: | | | | |
| Owners of the Company | 本公司擁有人 | 9,803 | 3,999 | 20,344 | 19,647 |
| Non-controlling interests | 非控股權益 | (3,476) | 613 | (2,509) | 3,038 |
| | | 6,327 | 4,612 | 17,835 | 22,685 |
| Earnings per share | 每股盈利 | | | | |
| Basic and diluted | 基本及攤薄 | 9 | | | |
| | | RMB0.58 cents | RMB0.24 cents | RMB1.21 cents | RMB1.17 cents |
| | | 人民幣0.58分 | 人民幣0.24分 | 人民幣1.21分 | 人民幣1.17分 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

簡明綜合財務狀況表(未經審核)

as at 30 June 2022

於二零二二年六月三十日

| | | Notes 附註 | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|---------------|-------------|--|---|
| ASSETS AND LIABILITIES | 資產及負債 | | | |
| Non-current assets | 非流動資產 | | | |
| Property, plant and equipment | 物業、廠房及設備 | 10 | 209,830 | 215,395 |
| Right-of-use assets | 使用權資產 | | 88,981 | 92,421 |
| Intangible assets | 無形資產 | | 113,401 | 115,754 |
| Goodwill | 商譽 | | 96,524 | 96,524 |
| Deposits for acquisition of property, plant and equipment | 購買物業、廠房及設備的按金 | | 3,883 | 950 |
| Deposit for acquisition of land use right | 購買土地使用權的按金 | | 9,817 | 9,817 |
| Deferred tax assets | 遞延稅項資產 | | 5,642 | 6,730 |
| Time deposits | 定期存款 | | 30,000 | 30,000 |
| | | | 558,078 | 567,591 |
| Current assets | 流動資產 | | | |
| Inventories | 存貨 | | 175,182 | 157,954 |
| Trade and other receivables | 應收賬款及其他應收款項 | 11 | 270,010 | 270,881 |
| Short-term bank deposits | 短期銀行存款 | | 61,636 | 84,000 |
| Bank balances and cash | 銀行結餘及現金 | | 267,257 | 227,144 |
| | | | 774,085 | 739,979 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED) (CONTINUED)

簡明綜合財務狀況表(未經審核)(續)

as at 30 June 2022

於二零二二年六月三十日

| | | Notes 附註 | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|-----------------|-------------|--|---|
| Current liabilities | 流動負債 | | | |
| Trade and other payables | 應付賬款及其他應付款項 | 12 | 243,154 | 206,449 |
| Contract liabilities | 合約負債 | | 17,461 | 16,938 |
| Interest-bearing bank borrowings | 付息銀行借貸 | 13 | 66,070 | 101,137 |
| Deferred revenue | 遞延收入 | | 401 | 451 |
| Lease liabilities | 租賃負債 | 14 | 3,002 | 3,937 |
| Current taxation | 即期稅項 | | 9,230 | 6,578 |
| | | | 339,318 | 335,490 |
| Net current assets | 流動資產淨值 | | 434,767 | 404,489 |
| Total assets less current liabilities | 總資產減流動負債 | | 992,845 | 972,080 |
| Non-current liabilities | 非流動負債 | | | |
| Deferred revenue | 遞延收入 | | 790 | 940 |
| Deferred tax liabilities | 遞延稅項負債 | | 25,625 | 26,120 |
| Lease liabilities | 租賃負債 | 14 | 4,195 | 620 |
| | | | 30,610 | 27,680 |
| Net assets | 資產淨值 | | 962,235 | 944,400 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED) (CONTINUED)

簡明綜合財務狀況表(未經審核)(續)

as at 30 June 2022

於二零二二年六月三十日

| | | Notes 附註 | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|---|-------------------|-------------|--|---|
| EQUITY | 權益 | | | |
| Equity attributable to owners of the Company | 本公司擁有人應佔權益 | | | |
| Share capital | 股本 | | 167,800 | 167,800 |
| Reserves | 儲備 | | 682,240 | 661,896 |
| Total | 總計 | | 850,040 | 829,696 |
| Non-controlling interests | 非控股權益 | | 112,195 | 114,704 |
| Total equity | 權益總額 | | 962,235 | 944,400 |

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

簡明綜合權益變動表(未經審核)

for the six months ended 30 June 2022

截至二零二二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 股本 | Share premium 股份溢價 | Capital reserve 資本儲備 | Statutory reserve fund 法定公積金 | Retained earnings 保留盈利 | Sub-total 小計 | Non-controlling interests 非控股權益 | Total 總計 |
| | | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 | RMB'000 人民幣千元 |
| At 1 January 2021 (audited) | 於二零二一年一月一日(經審核) | 167,800 | 554,844 | (188,494) | 48,936 | 210,652 | 793,738 | 101,934 | 895,672 |
| Profit and total comprehensive income for the period | 期內溢利及全面收益總額 | - | - | - | - | 19,647 | 19,647 | 3,038 | 22,685 |
| Acquisition of a subsidiary | 收購一間附屬公司 | - | - | - | - | 19,647 | 19,647 | 3,038 | 22,685 |
| | | - | - | - | - | - | - | (13,126) | (13,126) |
| At 30 June 2021 (unaudited) | 於二零二一年六月三十日(未經審核) | 167,800 | 554,844 | (188,494) | 48,936 | 230,299 | 813,385 | 91,846 | 905,231 |
| At 1 January 2022 (audited) | 於二零二二年一月一日(經審核) | 167,800 | 554,844 | (188,494) | 49,611 | 245,935 | 829,696 | 114,704 | 944,400 |
| Profit/(Loss) and total comprehensive income/(expenses) for the period | 期內溢利/(虧損)及全面收益/(開支)總額 | - | - | - | - | 20,344 | 20,344 | (2,509) | 17,835 |
| At 30 June 2022 (unaudited) | 於二零二二年六月三十日(未經審核) | 167,800 | 554,844 | (188,494) | 49,611 | 266,279 | 850,040 | 112,195 | 962,235 |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

簡明綜合現金流量表(未經審核)

for the six months ended 30 June 2022

截至二零二二年六月三十日止六個月

For the six months ended 30 June

截至六月三十日止六個月

| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|--|--------------------------|--|--|
| Operating cash flows before changes in working capital | 營運資金變動前之經營現金流量 | 50,567 | 37,856 |
| Changes in working capital | 營運資金變動 | | |
| Increase in inventories | 存貨增加 | (19,275) | (5,116) |
| Decrease in trade and other receivables | 應收賬款及其他應收款項減少 | 143 | 39,429 |
| Decrease in pledged bank deposits | 已抵押銀行存款減少 | - | 2,405 |
| Increase/(decrease) in trade and other payables and contract liabilities | 應付賬款及其他應付款項以及合約負債增加/(減少) | 37,228 | (141,704) |
| Increase in deferred revenue | 遞延收入增加 | - | 4,467 |
| Cash generated from/(used in) operations | 經營產生/(所用)現金 | 68,663 | (62,663) |
| Income tax paid | 已繳所得稅 | (4,201) | (2,373) |
| Net cash generated from/(used in) operating activities | 經營活動產生/(所用)現金淨額 | 64,462 | (65,036) |
| Investing activities | 投資活動 | | |
| Acquisition of a subsidiary, net of cash acquired | 收購一間附屬公司，扣除所收購現金 | - | (63,683) |
| Deposits for acquisition of property, plant and equipment | 購置物業、廠房及設備的按金 | (3,434) | (6,873) |
| Additions to intangible assets | 添置其他無形資產 | (20) | (2,211) |
| Purchase of property, plant and equipment | 購置物業、廠房及設備 | (4,673) | (598) |
| Proceeds from disposal of property, plant and equipment | 出售物業、廠房及設備的所得款項 | 50 | 20 |
| Placement of principal protected deposits | 存放保本型存款 | - | (90,000) |
| Receipts from principal protected deposits | 保本型存款的收款 | - | 90,000 |
| Decrease in short-term bank deposits | 短期銀行存款減少 | 22,364 | 4,000 |
| Interest received | 已收利息 | 2,953 | 4,933 |
| Net cash generated from/(used in) investing activities | 投資活動產生/(所用)現金淨額 | 17,240 | (64,412) |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED) (CONTINUED)

簡明綜合現金流量表(未經審核)(續)

for the six months ended 30 June 2022
截至二零二二年六月三十日止六個月

For the six months ended 30 June
截至六月三十日止六個月

| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|---|--------------------------|--|--|
| Financing activities | 籌資活動 | | |
| Repayment of interest-bearing bank borrowings | 償還附息銀行借貸 | (40,067) | (10,000) |
| Proceeds from interest-bearing bank borrowings | 附息銀行借貸所得款項 | 5,000 | – |
| Repayment of entrusted loans | 償還委託貸款 | – | (9,000) |
| Interest paid | 已付利息 | (3,138) | (712) |
| Payment of lease liabilities | 租賃負債付款 | (3,384) | (769) |
| Net cash used in financing activities | 籌資活動所用現金淨額 | (41,589) | (20,481) |
| Net increase/(decrease) in cash and cash equivalents | 現金及現金等價物增加/(減少)淨額 | 40,113 | (149,929) |
| Cash and cash equivalents at the beginning of the period | 於期初的現金及現金等價物 | 227,144 | 411,885 |
| Cash and cash equivalents at the end of the period | 於期末的現金及現金等價物 | 267,257 | 261,956 |
| Analysis of cash and cash equivalents at 30 June | 於六月三十日的現金及現金等價物分析 | | |
| Bank balances and cash | 銀行結餘及現金 | 267,257 | 261,956 |

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

for the six months ended 30 June 2022

1. CORPORATE INFORMATION

Shenzhen Neptunus Interlong Bio-technique Company Limited (the “Company”) is a limited liability company incorporated and domiciled in the People’s Republic of China (the “PRC”). The address of its registered office is Suite 2103, 21st Floor, Neptunus Yinhe Technology Mansion, 1 Keji Middle 3rd Road, Yuehai Sub-district, Nanshan District, Shenzhen, Guangdong Province, the PRC and its principal place of business is PRC. The Company’s shares are listed on GEM of The Stock Exchange of Hong Kong Limited.

The principal activities of the Company and its subsidiaries (the “Group”) include the development, production and sales of medicines, the research and development of modern biological technology business and the purchase and sales of medicines and healthcare food products. The Group’s operations are based in the PRC.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The condensed consolidated interim financial statements for the six months ended 30 June 2022 have been prepared in accordance with the applicable disclosure provision of the GEM Listing Rules on the Stock Exchange, including compliance with Hong Kong Accounting Standard (“HKAS”) 34, “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

The preparation of the condensed consolidated interim financial statements in conformity with HKAS 34 requires the management to make judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

簡明綜合中期財務報表附註

截至二零二二年六月三十日止六個月

1. 公司資料

深圳市海王英特龍生物技術股份有限公司（「本公司」）為一家在中華人民共和國（「中國」）註冊成立的股份有限公司。其註冊辦事處地址為中國廣東省深圳市南山區粵海街道科技中三路1號海王銀河科技大廈21樓2103室及其主要營業地點為中國。本公司股份於香港聯合交易所有限公司GEM上市。

本公司及其附屬公司（「本集團」）的主要業務包括開發、生產及銷售藥物、研究及開發現代生物科技業務及購買及銷售藥物及保健品。本集團的經營以中國為基礎。

2. 編製基準及會計政策

截至二零二二年六月三十日止六個月之簡明綜合中期財務報表已根據聯交所GEM上市規則之適用披露條文編製，包括遵守香港會計師公會（「香港會計師公會」）所頒佈之香港會計準則（「香港會計準則」）第34號「中期財務報告」。

編製符合香港會計準則第34號之簡明綜合中期財務報表要求管理層作出影響政策應用及按本年截至報告日期為止資產及負債、收入及開支申報數額之判斷、估計及假設。實際結果可能與該等估計有所不同。

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

The condensed consolidated interim financial statements have been prepared in accordance with the same accounting policies adopted in the annual financial statements for the year ended 31 December 2021, except for the adoption of the new and amended Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA which are relevant to and effective for the Group’s financial statements for the annual period beginning on 1 January 2022 as disclosed in note 3(a) to this condensed consolidated interim financial statements. The condensed consolidated interim financial statements do not include all the information and disclosures required for annual financial statements, and should be read in conjunction with the financial statements of the Group for the year ended 31 December 2021.

The measurement basis used in the preparation of these financial statements is the historical cost basis. These financial statements are presented in Renminbi (“RMB”), which is also the functional currency of the Company and all amounts are rounded to the nearest thousand except where otherwise indicated.

The condensed consolidated interim financial statements are unaudited.

3. ADOPTION OF NEW AND AMENDED HKFRSs

(a) Adoption of new and amended HKFRSs effective on 1 January 2022

During the Reporting Period, the Group has applied for the first time the following amended HKFRSs issued by the HKICPA, which are relevant to the Group’s operations and effective for the Group’s consolidated financial statements for the annual period beginning on 1 January 2022:

| | |
|------------------------|--|
| Amendments to HKFRSs | Annual Improvements to HKFRSs 2018-2020 |
| Amendments to HKFRS 3 | Reference to the Conceptual Framework |
| Amendments to HKAS 16 | Property, Plant and Equipment – Proceeds before Intended Use |
| Amendments to HKFRS 16 | Covid-19-Related Rent Concessions beyond 30 June 2021 |
| Amendments to HKAS 37 | Onerous Contracts-Cost of Fulfilling a Contract |

2. 編製基準及會計政策(續)

簡明綜合中期財務報表已按照與截至二零二一年十二月三十一日止年度之年度財務報表所採納之相同會計政策編製，惟採納本簡明綜合中期財務報表附註3(a)所披露之與本集團於二零二二年一月一日開始之年度期間之財務報表相關及生效之由香港會計師公會頒佈之新訂及經修訂香港財務報告準則(「香港財務報告準則」)除外。簡明綜合中期財務報表並無載列年度財務報表要求之所有資料及披露事項，並須與截至二零二一年十二月三十一日止年度之本集團財務報表一併閱讀。

編製該等財務報表時所使用的計量基準為歷史成本基準。該等財務報表乃以人民幣(「人民幣」)呈列，而人民幣亦為本公司的功能貨幣，除另有指明外，所有金額均以四捨五入方式約整至最接近的千位數。

本簡明綜合中期財務報表未經審核。

3. 採納新訂及經修訂香港財務報告準則

(a) 採納於二零二二年一月一日生效之新訂及經修訂香港財務報告準則

於報告期間，本集團已首次採用下列由香港會計師公會頒佈與本集團營運有關且於本集團於二零二二年一月一日開始之年度期間之綜合財務報表生效之經修訂香港財務報告準則：

| | |
|-------------------|----------------------------|
| 香港財務報告準則(修訂本) | 香港財務報告準則二零一八年至二零二零年之年度改進 |
| 香港財務報告準則第3號(修訂本) | 對框架概念的提述 |
| 香港會計準則第16號(修訂本) | 物業、廠房及設備—擬定用途前之所得款項 |
| 香港財務報告準則第16號(修訂本) | 於二零二一年六月三十日之後的新冠病毒疫情相關租金寬減 |
| 香港會計準則第37號(修訂本) | 虧損性合約—履行合約的成本 |

3. ADOPTION OF NEW AND AMENDED HKFRSs (CONTINUED)

(a) Adoption of new and amended HKFRSs effective on 1 January 2022 (Continued)

The adoption of the amended HKFRSs had no impact on how the results and material financial position for the current and prior periods have been prepared and presented.

(b) Issued but not yet effective HKFRSs

At the date of authorisation of the Group's condensed consolidated interim financial statements, certain new and amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Group.

| | |
|---|--|
| Amendments to HKAS 1 | Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) ¹ |
| HKFRS 17 | Insurance Contracts and related amendments ¹ |
| Amendments to HKFRS 10 and HKAS 28 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ² |
| Amendments to HKAS 1 and HKFRS Practice Statement 2 | Disclosure of Accounting Policies ¹ |
| Amendments to HKAS 8 | Definition of Accounting Estimates ¹ |
| Amendments to HKAS 12 | Deferred Tax related to Assets and Liabilities arising from a Single Transaction ¹ |

¹ Effective for annual periods beginning on or after 1 January 2023

² Effective date not yet determined

The directors are currently assessing the possible impact of these new and amended HKFRSs on the Group's results and financial position in the first year of application. The directors consider that these amendments are unlikely to have a material impact on the Group's consolidated financial statements.

3. 採納新訂及經修訂香港財務報告準則(續)

(a) 採納於二零二二年一月一日生效之新訂及經修訂香港財務報告準則(續)

採納經修訂香港財務報告準則對已編製及呈報的本期間及過往期間的業績及財務狀況並無重大影響。

(b) 已發行但尚未生效的香港財務報告準則

在批准本集團之簡明綜合中期財務報表當日，若干新訂及經修訂香港財務報告準則已頒佈但仍未生效，本集團並無提早採納該等準則。

| | |
|--------------------------------|--|
| 香港會計準則第1號(修訂本) | 分類負債為流動或非流動及香港詮釋第5號之相關修訂(二零二零年) ¹ |
| 香港財務報告準則第17號 | 保險合約及相關修訂 ¹ |
| 香港財務報告準則第10號及香港會計準則第28號(修訂本) | 投資者及其聯營公司或合資企業間出售或注入資產 ² |
| 香港會計準則第1號及香港財務報告準則實務報告第2號(修訂本) | 會計政策的披露 ¹ |
| 香港會計準則第8號(修訂本) | 會計估計的定義 ¹ |
| 香港會計準則第12號(修訂本) | 與單一交易產生的資產及負債相關的遞延稅項 ¹ |

¹ 於二零二三年一月一日或之後開始的年度期間生效

² 尚待釐定生效日期

目前董事正在評估該等新訂及經修訂香港財務報告準則於首年應用中可能對本集團業績及財務狀況帶來的影響。董事認為該等修訂不太可能對本集團之綜合財務報表產生重大影響。

4. REVENUE AND OTHER REVENUE

Revenue arises mainly from manufacturing and selling of medicines and healthcare products.

4. 收入及其他收入

收入主要來自生產及銷售藥品及保健品。

| | | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|-------------|--|--|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Revenue | 收入 | | | | |
| Manufacturing and selling of medicines | 生產及銷售藥品 | 159,479 | 111,977 | 310,182 | 233,766 |
| Sales and distribution of medicines and healthcare products | 銷售及分銷藥品及保健品 | 63,692 | 59,928 | 128,687 | 157,428 |
| | | 223,171 | 171,905 | 438,869 | 391,194 |

4. REVENUE AND OTHER REVENUE (CONTINUED)

4. 收入及其他收入(續)

| | | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|-------------------|--|--|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Other revenue | 其他收入 | | | | |
| Interest income from bank deposits | 銀行存款利息收入 | 1,550 | 977 | 2,953 | 2,530 |
| Interest income from principal protected deposits | 保本型存款利息收入 | – | 1,399 | – | 2,403 |
| Licence fee income | 許可費收入 | 4,721 | 4,717 | 4,721 | 4,717 |
| Government subsidies | 政府補貼 | | | | |
| –released from deferred revenue | –轉撥自遞延收入 | 100 | 99 | 200 | 249 |
| –directly recognised in profit or loss | –直接計入損益 | 1,649 | 671 | 2,295 | 1,507 |
| Others | 其他 | 367 | 315 | 474 | 615 |
| | | 8,387 | 8,178 | 10,643 | 12,021 |
| Other net income | 其他收入淨額 | | | | |
| Reversal of impairment loss on trade and other receivables | 應收賬款及其他應收款項減值虧損撥回 | – | 399 | 421 | 779 |
| (Write down)/reversal of write down of inventories | 存貨(撇減)/撇減撥回 | – | (77) | – | 230 |
| Reversal of provision for estimated loss from legal proceedings | 法律訴訟後估計虧損沖回 | – | 1,282 | – | 1,282 |
| Net foreign exchange gains | 匯兌收益淨額 | 20 | 27 | 20 | 27 |
| Gain on disposal of property, plant and equipment | 出售物業、廠房及設備的收益 | 49 | – | 49 | – |
| | | 69 | 1,631 | 490 | 2,318 |

5. SEGMENT REPORTING

The Group manages its business by divisions, which are organised by a mixture of both business lines (products and services) and geographical location. In a manner consistent with the way in which information is reported internally to the Group's executive directors, being the chief operating decision maker, for the purpose of resources allocation and performance assessment, the Group has presented the following two reportable segments.

- (i) Manufacturing and selling of medicines; and
- (ii) Sales and distribution of medicines and healthcare products.

Currently all the Group's activities above are carried out in the PRC. No reportable operating segment has been aggregated.

The first segment derives its revenue from the manufacture, sales of medicines and medical devices.

The second segment derives its revenue from sales and distribution of medicines and healthcare products and providing sales management services of pharmaceutical products.

(a) Segment results, assets and liabilities

Segment assets include all current and non-current assets with the exception of deferred tax assets. Segment liabilities include all current and non-current liabilities with the exception of current taxation and deferred tax liabilities.

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by and expenses incurred by those segments except for corporate income and expenses which are not directly attributable to the business activities of any reportable segment. Inter-segment revenue are priced with reference to prices charged to external parties for similar orders.

5. 分部呈報

本集團按分部管理其業務，分部按兩條業務線（產品及服務）配合地理位置而組織。該等資料向本集團的執行董事（最高營運決策者）作內部報告以分配資源及作表現評估，本集團已呈列下列兩個可申報分部。

- (i) 生產及銷售藥品；及
- (ii) 銷售及分銷藥品及保健品。

目前，上述所有本集團業務均在中國營運。並無匯總任何可申報經營分部。

第一分部的收入來自生產、銷售藥品及醫療器械。

第二分部的收入來自銷售及分銷藥品及保健品，以及提供藥品銷售管理服務。

(a) 分部業績、資產及負債

分部資產包括所有流動及非流動資產，但不包括遞延稅項資產。分部負債包括所有流動及非流動負債，但不包括即期稅項及遞延稅項負債。

收入及開支乃經參考有關分部產生的收入及有關分部產生的開支，惟與任何可申報分部的業務活動並無直接關係的公司收入及支出除外。分部間收入乃參考向外部各方收取的類似訂單的價格定價。

5. SEGMENT REPORTING (CONTINUED)

(a) Segment results, assets and liabilities (Continued)

| For the six months ended 30 June 截至六月三十日止六個月 | | Manufacturing and selling of medicines 生產及銷售藥品 | | Sales and distribution of medicines and healthcare products 銷售及分銷藥品及保健品 | | Total 總計 | |
|---|----------------|--|--|--|--|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Segment revenue | 分部收入 | | | | | | |
| Revenue from external customers | 外來客戶收入 | 310,182 | 233,766 | 128,687 | 157,428 | 438,869 | 391,194 |
| Inter-segment revenue | 分部間收入 | 12,377 | 15,167 | 10,372 | 5,742 | 22,749 | 20,909 |
| Reportable segment revenue | 可申報分部收入 | 322,559 | 248,933 | 139,059 | 163,170 | 461,618 | 412,103 |
| Reportable segment profit | 可申報分部溢利 | 15,468 | 22,604 | 11,548 | 3,787 | 27,016 | 26,391 |
| Impairment of: | 減值： | | | | | | |
| - trade receivables | - 應收賬款 | (7) | (147) | (997) | (320) | (1,004) | (467) |
| - other receivables | - 其他應收款項 | - | (18) | (126) | (1,042) | (126) | (1,060) |
| Reversal of impairment loss on: | 減值虧損撥回： | | | | | | |
| - trade receivables | - 應收賬款 | 421 | 111 | - | 529 | 421 | 640 |
| - other receivables | - 其他應收款項 | - | 96 | - | 43 | - | 139 |
| Write down of inventories | 存貨撇減 | (1,850) | (799) | (197) | (372) | (2,047) | (1,171) |
| Reversal of write down of inventories | 存貨撇減撥回 | - | - | - | 230 | - | 230 |
| Reversal of provision for estimated loss from legal proceedings | 法律訴訟後估計虧損沖回 | - | (1,282) | - | - | - | (1,282) |

5. 分部呈報 (續)

(a) 分部業績、資產及負債 (續)

5. SEGMENT REPORTING (CONTINUED)

(a) Segment results, assets and liabilities (Continued)

| | | Manufacturing and selling of medicines 生產及銷售藥品 | | Sales and distribution of medicines and healthcare products 銷售及分銷藥品及保健品 | | Total 總計 | |
|---|----------------------------------|--|---|--|---|--|---|
| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Reportable segment assets | 可申報分部資產 | 1,074,245 | 922,969 | 512,948 | 505,032 | 1,587,193 | 1,428,001 |
| Additions to non-current segment assets (other than deferred tax assets) during the period/year | 期內/年內新增非流動 分部資產 (除遞延稅項資產外) | 8,196 | 112,177 | 16 | 3,211 | 8,212 | 115,388 |
| Reportable segment liabilities | 可申報分部負債 | 511,997 | 408,754 | 85,099 | 48,879 | 597,096 | 457,633 |

The Group's customer base is diversified and no customer with whom transactions have exceeded 10% of the Group's revenue for the six months ended 30 June 2022 and 2021.

於截至二零二二年及二零二一年六月三十日止六個月，本集團客戶群多元化，其中並無客戶與其訂立的交易超逾本集團收入的10%。

5. 分部呈報 (續)

(a) 分部業績、資產及負債 (續)

5. SEGMENT REPORTING (CONTINUED)

(b) Reconciliations of reportable segment revenue, profit before taxation, assets and liabilities

| | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|-------------------|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Revenue | 收入 | | |
| Reportable segment revenue | 可申報分部收入 | 461,618 | 412,103 |
| Elimination of inter-segment revenue | 分部間收入抵銷 | (22,749) | (20,909) |
| Consolidated revenue | 綜合收入 | 438,869 | 391,194 |
| Profit before taxation | 除稅前溢利 | | |
| Reportable segment profit | 可申報分部溢利 | 27,016 | 26,391 |
| Elimination of inter-segment profit | 分部間溢利抵銷 | (728) | (170) |
| Reportable segment profit derived from the Group's external customers | 來自本集團外來客戶的可申報分部溢利 | 26,288 | 26,221 |
| Unallocated corporate expenses | 未分配企業開支 | (1,007) | (189) |
| Consolidated profit before taxation | 除稅前綜合溢利 | 25,281 | 26,032 |

5. 分部呈報(續)

(b) 可申報分部收入、除稅前溢利、資產及負債的對賬

5. SEGMENT REPORTING (CONTINUED)

(b) Reconciliations of reportable segment revenue, profit before taxation, assets and liabilities (Continued)

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|-----------|---|---|
| Assets | 資產 | | |
| Reportable segment assets | 可申報分部資產 | 1,587,193 | 1,428,001 |
| Elimination of inter-segment receivables | 分部間應收款項抵銷 | (260,672) | (127,161) |
| | | 1,326,521 | 1,300,840 |
| Deferred tax assets | 遞延稅項資產 | 5,642 | 6,730 |
| Consolidated total assets | 綜合資產總額 | 1,332,163 | 1,307,570 |
| Liabilities | 負債 | | |
| Reportable segment liabilities | 可申報分部負債 | 597,096 | 457,633 |
| Elimination of inter-segment payables | 分部間應付款項抵銷 | (262,023) | (127,161) |
| | | 335,073 | 330,472 |
| Current taxation | 即期稅項 | 9,230 | 6,578 |
| Deferred tax liabilities | 遞延稅項負債 | 25,625 | 26,120 |
| Consolidated total liabilities | 綜合負債總額 | 369,928 | 363,170 |

5. 分部呈報 (續)

(b) 可申報分部收入、除稅前溢利、資產及負債的對賬 (續)

5. SEGMENT REPORTING (CONTINUED)

(c) Revenue from major products and services

The following is an analysis of the Group's revenue from its major products and services:

| | |
|--|----------|
| Sales of medicines and healthcare products | 藥品及保健品銷售 |
| Sales of medical devices | 醫療器械銷售 |

(d) Geographical information

The Group's revenue was derived from business activities in the PRC and the non-current assets of the Group were located in the PRC. Accordingly, no analysis by geographical segment is provided.

5. 分部呈報(續)

(c) 來自主要產品及服務的收入

以下為對本集團主要產品及服務的收入分析：

For the six months ended 30 June
截至六月三十日止六個月

| At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|--|--|
| 391,066 | 364,720 |
| 47,803 | 26,474 |
| 438,869 | 391,194 |

(d) 地理資料

本集團的收入來自於中國的業務活動，本集團的非流動資產亦位於中國。因此，概無提供地理分部分析。

5. SEGMENT REPORTING (CONTINUED)

(e) Disaggregation of revenue from contracts with customers

The Group derives revenue from sales of medicines, healthcare products and medical devices and sales management services of pharmaceutical products at a point in time from the following types of customer:

| | | Hospital 醫院 RMB'000 人民幣千元 (Unaudited) (未經審核) | Pharmacy 藥房 RMB'000 人民幣千元 (Unaudited) (未經審核) | Others 其他 RMB'000 人民幣千元 (Unaudited) (未經審核) | Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|---|------------------------------|---|---|---|--|
| For the six months ended 30 June 2022 | 截至二零二二年 六月三十日止六個月 | | | | |
| Manufacturing and selling of medicines | 生產及銷售藥品 | 37,620 | 269,757 | 2,805 | 310,182 |
| Sales and distribution of medicines and healthcare products | 銷售及分銷藥品及 保健品 | – | 128,328 | 359 | 128,687 |
| | | 37,620 | 398,085 | 3,164 | 438,869 |

| | | Hospital 醫院 RMB'000 人民幣千元 (Unaudited) (未經審核) | Pharmacy 藥房 RMB'000 人民幣千元 (Unaudited) (未經審核) | Others 其他 RMB'000 人民幣千元 (Unaudited) (未經審核) | Total 總計 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|---|------------------------------|---|---|---|--|
| For the six months ended 30 June 2021 | 截至二零二一年 六月三十日止六個月 | | | | |
| Manufacturing and selling of medicines | 生產及銷售藥品 | 34,880 | 196,443 | 2,443 | 233,766 |
| Sales and distribution of medicines and healthcare products | 銷售及分銷藥品及 保健品 | 23,855 | 133,573 | – | 157,428 |
| | | 58,735 | 330,016 | 2,443 | 391,194 |

5. 分部呈報(續)

(e) 細分來自客戶合約的收入

本集團於某一時間點按客戶類別劃分的來自銷售藥品、保健品及醫療器械以及藥品銷售管理服務的收入：

6. PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging/(crediting):

6. 除稅前溢利

除稅前溢利乃經扣除/(抵免)後達致：

| | | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-------------------------|--|--|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| (a) Finance costs | (a) 財務費用 | | | | |
| Interest on bank loans | 銀行貸款利息 | 1,501 | 712 | 3,138 | 712 |
| Finance charges on lease liabilities | 租賃負債的財務收費 | 11 | 15 | 24 | 26 |
| | | 1,512 | 727 | 3,162 | 738 |
| (b) Staff costs (including directors' emoluments) | (b) 員工成本(包括董事酬金) | | | | |
| Salaries, wages and other benefits | 薪金、工資及其他福利 | 30,210 | 28,492 | 62,068 | 50,695 |
| Contributions to defined contribution retirement plans | 定額供款退休計劃的供款 | 5,275 | 4,353 | 10,818 | 8,382 |
| | | 35,485 | 32,845 | 72,886 | 59,077 |
| (c) Other items | (c) 其他項目 | | | | |
| Depreciation of right-of-use assets | 使用權資產折舊 | 2,168 | 1,019 | 3,440 | 1,601 |
| Amortisation of intangible assets* | 無形資產攤銷* | 1,186 | 1,763 | 2,373 | 2,748 |
| Depreciation of property, plant and equipment | 物業、廠房及設備折舊 | 4,707 | 6,109 | 10,471 | 10,132 |
| Cost of inventories | 存貨成本 | 115,569 | 88,247 | 230,945 | 187,356 |
| Research & development costs* | 研發費用* | 6,592 | 6,082 | 13,489 | 11,402 |

6. PROFIT BEFORE TAXATION (CONTINUED)

6. 除稅前溢利(續)

| | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|--|--|--|--|
| | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Impairment of: | | | | |
| – trade receivables* | 957 | 317 | 1,004 | 467 |
| – other receivables* | 126 | 1,060 | 126 | 1,060 |
| Loss on disposal of property, plant and equipment* | – | 15 | – | 1 |
| Write off of property, plant and equipment* | 267 | – | 267 | – |
| Write down of inventories* | 2,019 | 277 | 2,047 | 1,171 |
| Auditor's remuneration | | | | |
| – audit service | – | – | – | – |
| – non-audit services remuneration | 377 | 106 | 517 | 189 |
| Lease charges | | | | |
| – short-term leases | 843 | 980 | 2,931 | 2,623 |
| Reversal of provision for estimated loss from legal proceedings | – | – | – | (1,282) |

* These amounts have been included in "Other operating expenses" in the condensed consolidated statement of profit or loss and other comprehensive income.

* 此等金額已計入簡明綜合損益及其他全面收益表的「其他經營開支」內。

7. INCOME TAX EXPENSE/CREDIT

7. 所得稅開支／抵免

| | | For the three months ended 30 June 截至六月三十日止三個月 | | For the six months ended 30 June 截至六月三十日止六個月 | |
|-----------------------------------|------------------|--|--|--|--|
| | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Current tax | 即期稅項 | | | | |
| PRC Enterprise Income Tax ("EIT") | 中國企業所得稅(「企業所得稅」) | | | | |
| Current | 即期 | 3,405 | (869) | 6,853 | 3,465 |
| Deferred tax | 遞延稅項 | | | | |
| Current year | 本年度 | 707 | (23) | 593 | (118) |
| | | 4,112 | (892) | 7,446 | 3,347 |

Hong Kong Profits Tax has not been provided as the Group had no assessable profits subject to Hong Kong Profits Tax during the Reporting Period (30 June 2021: Nil).

During the Reporting Period, three subsidiaries (30 June 2021: three subsidiaries) of the Group established in the PRC are qualified as "High and New Technology Enterprise". In accordance with the applicable Enterprise Income Tax Law of the PRC, these subsidiaries are subject to the PRC EIT at a preferential rate of 15%.

According to a policy promulgated by the State Tax Bureau of the PRC, effective from 2019 onwards, enterprises engage in research and development activities are entitled to claim 175% of the research and development expenses incurred in a year as tax deductible expenses in determining the taxable profits for that year ("Super Deduction"). Three (30 June 2021: Three) subsidiaries of the Group are eligible to such Super Deduction in ascertaining its assessable profits for the Reporting Period.

The Company and other PRC subsidiaries are subject to the PRC EIT at a rate of 25% for the Reporting Period (30 June 2021: 25%).

由於本集團無須繳納香港利得稅的應課稅溢利，故於本報告期間並無計提香港利得稅撥備(二零二一年六月三十日：零)。

於報告期間，於中國成立的本集團三間附屬公司(二零二一年六月三十日：三間附屬公司)合資格成為「高新技術企業」。根據適用中國企業所得稅法，該等附屬公司須按15%的優惠稅率繳納中國企業所得稅。

根據中國國家稅務局頒佈的政策，自二零一九年起，從事研發活動的企業有權在確定該年度的應課稅溢利時，要求將該年度產生的研發費用的175%作為可扣稅開支(「超級扣除項」)。本集團三間(二零二一年六月三十日：三間)附屬公司在確定其於報告期間的應課稅溢利時，可享受該超級扣除項。

於報告期間，本公司及其他中國附屬公司須按25%的中國企業所得稅稅率納稅(二零二一年六月三十日：25%)。

8. DIVIDENDS

The directors do not propose the payment of any dividend for the Reporting Period (2021: Nil).

9. EARNINGS PER SHARE

Basic earnings per share

For the three months and six months ended 30 June 2022, the calculation of basic earnings per share has been based on the profit attributable to owners of the Company of approximately RMB9,803,000 and RMB20,344,000, respectively (three months and six months ended 30 June 2021: profit of approximately RMB3,999,000 and RMB19,647,000, respectively) and the weighted average number of 1,678,000,000 ordinary shares in issue for the three months and six months ended 30 June 2022 (three months and six months ended 30 June 2021: 1,678,000,000 ordinary shares).

Diluted earnings per share

Diluted earnings per share for the three-month and six-month periods ended 30 June 2022 and 2021 equals to basic earnings per share as there were no potential dilutive ordinary shares outstanding during these periods.

10. PROPERTY, PLANT AND EQUIPMENT

During the Reporting Period, property, plant and equipment purchased and disposed/write off by the Group were approximately RMB4,673,000 (30 June 2021: RMB7,641,000) and RMB5,560,000 (30 June 2021: RMB1,595,000), respectively.

In addition, during the Reporting period, the Group has entered into lease agreements for PRC office and had recognised right-of-use assets amounted to approximately RMB185,000 (six months ended 30 June 2021: RMB443,000).

8. 股息

董事會並不建議就報告期間派付任何股息(二零二一年：無)。

9. 每股盈利

每股基本盈利

截至二零二二年六月三十日止三個月及六個月，每股基本盈利乃根據本公司擁有人應佔溢利分別約人民幣9,803,000元及人民幣20,344,000元(截至二零二一年六月三十日止三個月及六個月：溢利分別約人民幣3,999,000元及人民幣19,647,000元)以及截至二零二二年六月三十日止三個月及六個月已發行普通股加權平均數1,678,000,000股(截至二零二一年六月三十日止三個月及六個月：1,678,000,000股普通股)計算。

每股攤薄盈利

由於截至二零二二年及二零二一年六月三十日止三個月及六個月期間內並無具潛在攤薄影響的已發行普通股，因此該等期間的每股攤薄盈利與每股基本盈利相等。

10. 物業、廠房及設備

於報告期間，本集團分別購買及出售／撤銷約人民幣4,673,000元(二零二一年六月三十日：人民幣7,641,000元)及人民幣5,560,000元(二零二一年六月三十日：人民幣1,595,000元)之物業、廠房及設備。

此外，於報告期間，本集團已就中國辦公室訂立租賃協議並已確認使用權資產約人民幣185,000元(截至二零二一年六月三十日止六個月：人民幣443,000元)。

11. TRADE AND OTHER RECEIVABLES

11. 應收賬款及其他應收款項

| | | Notes 附註 | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|----------------------|-------------|--|---|
| Trade receivables | 應收賬款 | | 166,386 | 144,351 |
| Less: expected credit loss ("ECL") allowance | 減：預期信貸虧損(「預期信貸虧損」)撥備 | | (26,103) | (25,520) |
| | | | 140,283 | 118,831 |
| Bills receivables | 應收票據 | (i) | 43,095 | 67,966 |
| | | | 183,378 | 186,797 |
| Amounts due from fellow subsidiaries | 應收同系附屬公司款項 | | 24,083 | 32,210 |
| Amounts due from related companies | 應收關連公司款項 | | 4,612 | 5,589 |
| Amount due from an intermediate parent company | 應收一間中間母公司款項 | | 269 | 214 |
| Other receivables | 其他應收款項 | (ii) | 17,545 | 8,396 |
| Value-added tax recoverable | 可收回增值稅 | | - | 5 |
| Prepayment and deposits | 預付款項及按金 | (ii) | 40,364 | 39,590 |
| Less: ECL allowance | 減：預期信貸虧損撥備 | | (241) | (1,920) |
| | | | 86,632 | 84,084 |
| | | | 270,010 | 270,881 |

11. TRADE AND OTHER RECEIVABLES (CONTINUED)

Notes:

- (i) These bank acceptance bills matured within one year from date of issue. The Group considered the issuing banks of the bills are of good credit quality and therefore, the ECL allowance of these receivables are considered to be insignificant.
- (ii) Other receivables, prepayment and deposits mainly represent deposits prepaid in advance to suppliers of approximately RMB22,591,000 (2021: approximately RMB21,494,000), which aged within one year.

(a) Ageing analysis

Based on the invoice dates (which approximates the respective revenue recognition dates), the ageing analysis of the trade and bills receivables net of ECL allowance, was as follows:

Trade receivables

| | |
|-----------------|--------|
| Within 3 months | 3個月內 |
| 4 to 6 months | 4至6個月 |
| 7 to 12 months | 7至12個月 |
| Over 1 year | 1年以上 |

11. 應收賬款及其他應收款項(續)

附註：

- (i) 該等銀行承兌票據將於發行日後一年內到期。本集團認為票據的發行銀行信貸記錄良好，因此，該等應收款項的預期信貸虧損被視為屬不重大。
- (ii) 其他應收款項、預付款項及按金主要指預付供應商的按金約人民幣22,591,000元(二零二一年：約人民幣21,494,000元)，賬齡為一年。

(a) 賬齡分析

以下為本集團之應收賬款及應收票據(扣除預期信貸虧損撥備)按發票日期(與各收入確認日期相若)呈列之賬齡分析：

應收賬款

| At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|---|
| 103,310 | 90,804 |
| 19,186 | 7,185 |
| 5,583 | 10,600 |
| 12,204 | 10,242 |
| 140,283 | 118,831 |

11. TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Ageing analysis (Continued)

Bills receivables

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|-----------------|--------|--|---|
| Within 3 months | 3個月內 | 19,683 | 30,790 |
| 4 to 6 months | 4至6個月 | 20,264 | 37,176 |
| 7 to 12 months | 7至12個月 | 3,148 | - |
| | | 43,095 | 67,966 |

(b) Impairment of trade receivables

The movement in the ECL allowance of trade receivables is as follows:

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|---|----------------|--|---|
| Balance at 1 January | 於一月一日的結餘 | 25,520 | 1,765 |
| Acquisition of a subsidiary | 收購一間附屬公司 | - | 21,432 |
| ECL recognised during the period/year | 期內/年內確認之預期信貸虧損 | 1,004 | 3,523 |
| ECL reversed during the period/year | 期內/年內撥回之預期信貸虧損 | (421) | (1,096) |
| Amount written off during the period/year | 期內/年內撇銷金額 | - | (104) |
| At 30 June/31 December | 於六月三十日/十二月三十一日 | 26,103 | 25,520 |

11. 應收賬款及其他應收款項(續)

(a) 賬齡分析(續)

應收票據

| | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|--|---|
| | 19,683 | 30,790 |
| | 20,264 | 37,176 |
| | 3,148 | - |
| | 43,095 | 67,966 |

(b) 應收賬款減值

應收賬款的預期信貸虧損撥備之變動如下：

| | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|--|---|
| | 25,520 | 1,765 |
| | - | 21,432 |
| | 1,004 | 3,523 |
| | (421) | (1,096) |
| | - | (104) |
| | 26,103 | 25,520 |

11. TRADE AND OTHER RECEIVABLES (CONTINUED)

(c) Impairment of other receivables

The movement in the ECL allowance of other receivables is as follows:

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|---|----------------|--|---|
| Balance at 1 January | 於一月一日的結餘 | 1,920 | 4,345 |
| Acquisition of a subsidiary | 收購一間附屬公司 | - | 2 |
| ECL recognised during the period/year | 期內/年內確認之預期信貸虧損 | 126 | 716 |
| ECL reversed during the period/year | 期內/年內撥回之預期信貸虧損 | - | (141) |
| Amount written off during the period/year | 期內/年內撇銷金額 | (1,805) | (3,002) |
| | | 241 | 1,920 |
| At 30 June/31 December | 於六月三十日/十二月三十一日 | | |

11. 應收賬款及其他應收款項(續)

(c) 其他應收款項減值

其他應收款項的預期信貸虧損撥備之變動如下：

12. TRADE AND OTHER PAYABLES

Included in trade and other payables are trade and bills payables, the ageing analysis of which, based on the invoice date, is as follows:

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|---|-------------|--|---|
| Within 3 months | 3個月內 | 40,534 | 67,705 |
| 4 to 6 months | 4至6個月 | 10,249 | 5,721 |
| 7 to 12 months | 7至12個月 | 7,456 | 9,798 |
| Over 1 year | 1年以上 | 35,270 | 13,047 |
| Trade and bills payables | 應付賬款及應付票據 | 93,509 | 96,271 |
| Other payables and accruals | 其他應付款項及應計費用 | 105,076 | 95,337 |
| Consideration payable | 應付代價 | - | 10,600 |
| Amounts due to fellow subsidiaries | 應付同系附屬公司款項 | 17,292 | 2,008 |
| Amount due to intermediate parent company | 應付中間母公司款項 | 690 | 772 |
| Amounts due to related companies | 應付關連公司款項 | 186 | 56 |
| Amount due to a non-controlling shareholder | 應付非控股股東的款項 | 26,401 | 1,405 |
| | | 243,154 | 206,449 |

13. INTEREST-BEARING BANK BORROWINGS

Short-term bank loans

短期銀行貸款

12. 應付賬款及其他應付款項

應付賬款及其他應付款項包括應付賬款及應付票據，其按發票日期之賬齡分析如下：

13. 附息銀行借貸

| | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|-----------------------|--|---|
| Short-term bank loans | 66,070 | 101,137 |

13. INTEREST-BEARING BANK BORROWINGS (CONTINUED)

As at 30 June 2022, the interest-bearing bank borrowings were denominated in RMB, repayable within one year (2021: one year) and the securities were as follows:

- (a) Bank borrowings of RMB61,000,000 (2021: RMB61,000,000) were secured by a pledge of the Group's buildings and prepaid lease payment. The effective interest rate was 3.95% to 4.55% (2021: 3.95% to 4.55%).
- (b) Bank borrowings of RMB5,000,000 (2021: RMB10,000,000) was secured by a guarantee from a director of a subsidiary and pledge of his property. The effective interest rate was 4.5% (2021: 6.18%)
- (c) No bank borrowings (2021: RMB30,000,000) was secured by a guarantee from a non-controlling shareholder of a subsidiary by pledge of his properties. The effective interest rate was nil (2021: 4.05% to 6.18%).

13. 附息銀行借貸(續)

於二零二二年六月三十日，附息銀行借貸以人民幣計值，須於一年(二零二一年：一年)內償還，抵押如下：

- (a) 銀行借貸人民幣61,000,000元(二零二一年：人民幣61,000,000元)由本集團的建築物及預付租賃款項抵押。實際利率為3.95%至4.55%(二零二一年：3.95%至4.55%)。
- (b) 人民幣5,000,000元(二零二一年：人民幣10,000,000元)的銀行借貸由一間附屬公司的董事的保證及其物業抵押作擔保。實際利率為4.5%(二零二一年：6.18%)。
- (c) 並無銀行借貸(二零二一年：人民幣30,000,000元)由一間附屬公司的非控股股東的保證及其物業抵押作擔保。實際利率為零(二零二一年：4.05%至6.18%)。

14. LEASE LIABILITIES

14. 租賃負債

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|--------------------|--|---|
| Total minimum lease payments: | 最低租賃款項總額： | | |
| Due within one year | 一年內到期 | 3,810 | 4,434 |
| Due in the second to fifth years | 第二至五年到期 | 4,557 | 712 |
| | | 8,367 | 5,146 |
| Future finance charges on leases liabilities | 租賃負債的未來融資費用 | (1,170) | (589) |
| Present value of leases liabilities | 租賃負債現值 | 7,197 | 4,557 |
| Present value of minimum lease payments: | 最低租賃款項現值： | | |
| Due within one year | 一年內到期 | 3,002 | 3,937 |
| Due in the second to fifth years | 第二至五年到期 | 4,195 | 620 |
| | | 7,197 | 4,557 |
| Less: Portion due within one year included under current liabilities | 減：計入流動負債項下一年內到期的部分 | (3,002) | (3,937) |
| Portion due after one year included under non-current liabilities | 計入非流動負債項下一年後到期的部分 | 4,195 | 620 |

During the six-months ended 30 June 2022, the total cash outflows for the leases are approximately RMB6,315,000 (2021: RMB3,392,000).

於截至二零二二年六月三十日止六個月，租賃的總現金流出約為人民幣6,315,000元(二零二一年：人民幣3,392,000元)。

15. COMMITMENTS

(a) Capital commitments outstanding:

Property, plant and equipment 物業、廠房及設備
Contracted but not provided for: 已訂約但未撥備：
Property, plant and equipment 物業、廠房及設備

15. 承擔

(a) 尚未變現資本承擔：

| At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|---|
| 2,860 | 1,337 |

(b) Lease commitments

At 30 June 2022, the lease commitments for short-term leases are as follows:

Within 1 year 一年內

(b) 租賃承擔

於二零二二年六月三十日，短期租賃的租賃承擔如下：

| At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
|--|---|
| 673 | 1,712 |

16. MATERIAL RELATED PARTY TRANSACTIONS

16. 重大關連方交易

(a) Related party transactions:

(a) 關連方交易：

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|--------------------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Shenzhen Neptunus Group Company Limited ("Neptunus Group") 深圳海王集團股份有限公司 (「海王集團」) | Intermediate parent company 中間母公司 | Rental of office 租用辦公室 | (i)(iii) | 769 | 769 |
| | | Services fee 服務費收入 | (i)(iii) | – | 113 |
| Shenzhen Neptunus Bio-engineering Co., Ltd. ("Neptunus Bio-engineering") 深圳市海王生物工程股份有限公司 (「海王生物」) | Immediate parent company 直屬母公司 | Sales of goods 銷售貨物 | (ii)(iii) | 8 | 30 |
| Hangzhou Neptunus Bio-engineering Company Limited 杭州海王生物工程有限公司 | Fellow subsidiary 同系附屬公司 | Purchase of goods 購買貨物 | (ii)(iii) | – | 1,180 |
| Zhongshan Changjian Pharmaceutical Company Limited 中山市昌健藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 456 | 359 |
| Shenzhen Shenye Pharmaceutical Development Company Limited 深圳市深業醫藥發展有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 327 | 265 |
| Henan Neptunus Pharmaceutical Group Limited 河南海王醫藥集團有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 1,372 | 1,937 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

16. 重大關連方交易(續)

(a) Related party transactions: (Continued)

(a) 關連方交易：(續)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-----------------------------|-------------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Henan Enji Pharmaceutical Company Limited 河南恩濟醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 506 | 309 |
| Shenzhen Quanyaowang Pharmaceutical Company Limited 深圳市全藥網藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | – | 3,370 |
| Shandong Neptunus Yinhe Pharmaceutical Company Limited 山東海王銀河醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 5,800 | 4,392 |
| Jiangsu Neptunus Jiankang Bio-technology Company Limited 江蘇海王健康生物科技有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 67 | 452 |
| | | Purchase of finished goods 購買製成品 | (ii)(iii) | – | 2,252 |
| Shenzhen Neptunus Pharmaceutical Company Limited 深圳海王藥業有限公司 | Fellow subsidiary 同系附屬公司 | Purchase of finished goods 購買製成品 | (ii)(iii) | – | 33,231 |
| | | Rental expense 租賃開支 | (ii)(iii) | 148 | 156 |
| | | Purchase raw materials 購買原材料 | (ii)(iii) | – | 385 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(a) Related party transactions: (Continued)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-----------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Shenzhen Neptunus Medical Technology Research Institute Company Limited 深圳海王醫藥科技研究院有限公司 | Fellow subsidiary 同系附屬公司 | Services fee 服務費收入 | (ii)(iii) | 3 | 773 |
| Guangxi Neptunus Yinhe Pharmaceutical Company Limited 廣西海王銀河醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 57 | 193 |
| Anyang Hengfeng Pharmaceutical Company, Limited 安陽恒峰醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 454 | 1,309 |
| Henan Neptunus Kangrui Pharmaceutical Company Limited 河南海王康瑞藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 15 | 332 |
| Guangxi Guilin Neptunus Pharmaceutical Company Limited 廣西桂林海王醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 1,180 | 720 |
| Anhui Neptunus Guoan Pharmaceutical Company Limited 安徽海王國安醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 324 | 81 |

16. 重大關連方交易 (續)

(a) 關連方交易：(續)

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

16. 重大關連方交易(續)

(a) Related party transactions: (Continued)

(a) 關連方交易：(續)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-----------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Sulu Neptunus Pharmaceutical Group Company Limited 蘇魯海王醫藥集團有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 46 | 218 |
| Jining Neptunus Huasen Pharmaceutical Company Limited 濟寧海王華森醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 104 | 108 |
| Zhoukou Renhe Pharmaceutical Company Limited 周口市仁和藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 1,248 | 1,147 |
| Henan Neptunus Yinhe Pharmaceutical Company Limited 河南海王銀河醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 296 | 2,026 |
| Neptunus (Zhanjiang) Medical Company Limited 海王(湛江)醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 13 | 166 |
| Shaoyang Neptunus Pharmaceutical Company Limited 邵陽海王藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 331 | 178 |
| Anhui Neptunus Pharmaceutical Group Company Limited 安徽海王醫藥集團有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 430 | 176 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

16. 重大關連方交易(續)

(a) Related party transactions: (Continued)

(a) 關連方交易：(續)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-----------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Nanning Neptunus Jiangkang Bio-technology Company Limited 南寧海王健康生物科技有限公司 | Related company 關連公司 | Purchases of goods 購買貨物 | (ii)(iv) | 1,663 | 7,748 |
| Jilin Neptunus Jiankang Bio-technology Company Limited 吉林海王健康生物科技有限公司 | Related company 關連公司 | Purchases of goods 購買貨物 | (ii)(iv) | 125 | 3,650 |
| Jiangsu Nepstar Pharmaceutical Company Limited 江蘇海王星辰醫藥有限公司 | Related company 關連公司 | Sales of goods 銷售貨物 | (ii)(iv) | 1,041 | 1,703 |
| Shenzhen Neptunus Yidianyao Pharmaceutical Company Limited (previously known as "Shenzhen Nepstar Pharmaceutical Company Limited") 深圳市海王易點藥醫藥有限公司 (前稱「深圳市海王星辰醫藥有限公司」) | Related company 關連公司 | Sales of goods 銷售貨物 | (ii)(iv) | 3,122 | 1,482 |
| Xinjiang Neptunus Pharmaceutical Company Limited 新疆海王醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 185 | 222 |
| Kashi Neptunus Yinhe Pharmaceutical Company Limited 喀什海王銀河醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 209 | 181 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

16. 重大關連方交易(續)

(a) Related party transactions: (Continued)

(a) 關連方交易：(續)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|-----------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Shenzhen Neptunus Health Chain Store Company Limited 深圳市海王健康連鎖店有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | - | 1,482 |
| Shanghai Fangcheng Medical Equipment Company Limited 上海方承醫療器械有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | - | 168 |
| Henan Zuojinming Pharmaceutical Company Limited 河南佐今明醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 412 | 205 |
| Lu'an Neptunus Pharmaceutical Company Limited 六安海王醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 145 | 16 |
| Guangdong Neptunus Medical Group Company Limited 廣東海王醫藥集團有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 286 | 166 |
| Henan Guanbao Yuntong Pharmaceutical Company Limited 河南冠寶雲統藥業有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 172 | 1 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(a) Related party transactions: (Continued)

| Name of related parties 關連方名稱 | Relationship 關係 | Nature of transaction 交易性質 | Notes 附註 | For the six months ended 30 June 截至六月三十日止六個月 | |
|--|-----------------------------|-------------------------------|-------------|--|--|
| | | | | 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
| Shandong Neptunus Yangguang Xinnuo Pharmaceutical Company Limited 山東海王陽光信諾醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 447 | 12 |
| Fuzhou Nepstar Health Drugstore Chain Company Limited 福州海王星辰健康藥房連鎖有限公司 | Related company 關連公司 | Sales of goods 銷售貨物 | (ii)(iv) | 877 | – |
| Heilongjiang Province Neptunus Pharmaceutical Company Limited 黑龍江省海王醫藥有限公司 | Fellow subsidiary 同系附屬公司 | Sales of goods 銷售貨物 | (ii)(iii) | 1,565 | 64 |

16. 重大關連方交易(續)

(a) 關連方交易：(續)

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(a) Related party transactions: (Continued)

Notes:

- (i) Neptunus Group leased office premises to the Group, the rental of office premises was charged at pre-agreed rate with reference to market rates.
- (ii) The purchases, sales, rental of storage and services fee received were transacted in the normal course of business on the same terms as those charged to and contracted with other third party suppliers and customers.
- (iii) The ultimate parent company of these related parties is also the ultimate parent company of the Group.
- (iv) The director of the immediate parent company, Mr. Zhang Si Min is also the director of the ultimate parent company of the related company.

16. 重大關連方交易(續)

(a) 關連方交易：(續)

附註：

- (i) 海王集團向本集團出租辦公室物業，辦公室租金乃根據市場價格按預先同意費用收取。
- (ii) 已收到的購買、銷售、倉儲租賃費及服務費收入乃於一般業務過程中，按與其他第三方供應商及客戶所訂立的收取及訂約相同的條款進行。
- (iii) 此等關連方之最終母公司亦為本集團最終母公司。
- (iv) 直屬母公司董事張思民先生亦為關連公司最終母公司之董事。

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties

| Name of related parties 關連方名稱 | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|---|--|---|--|
| | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Amount due from/to an intermediate parent company 應收/應付一間中間母公司款項 | 269 | 214 | 690 | 772 |
| Amounts due from/to fellow subsidiaries: Shenzhen Neptunus Pharmaceutical Co., Ltd Shandong Neptunus Yinhe Pharmaceutical Company Limited Hangzhou Neptunus Bio-engineering Company Limited Anhui Neptunus Pharmaceutical Group Company Limited Henan Neptunus Pharmaceutical Group Company Limited Sulu Neptunus Pharmaceutical Group Company Limited Shenzhen Quanyaowang Pharmaceutical Company Limited Anyang Hengfeng Pharmaceutical Company Limited Shenzhen Neptunus Property Management Company Limited Henan Neptunus Yinhe Pharmaceutical Company Limited | 應收/應付同系附屬公司款項： 深圳海王藥業有限公司 山東海王銀河醫藥有限公司 杭州海王生物工程有限公司 安徽海王醫藥集團有限公司 河南海王醫藥集團有限公司 蘇魯海王醫藥集團有限公司 深圳市全藥網藥業有限公司 安陽恒峰醫藥有限公司 深圳市海王物業管理有限公司 河南海王銀河醫藥有限公司 | 52 1,823 - 33 794 - 856 205 14 75 | 52 706 - 10 1,065 86 2,461 692 19 112 | 15,833 - 46 - - - - - - - 26 597 1,055 14 - - - - 49 |

16. 重大關連方交易(續)

(b) 尚未清償的關連方結餘

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

| Name of related parties 關連方名稱 | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|---|--|---|--|
| | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Shenzhen Hongyang Property Management Company Limited 深圳市宏陽物業管理有限公司 | 30 | 30 | - | - |
| Shenzhen Neptunus Jiankang Shiye Company Limited 深圳市海王健康實業有限公司 | 542 | 369 | - | - |
| Guangxi Guilin Neptunus Pharmaceutical Company Limited 廣西桂林海王醫藥有限公司 | 344 | 110 | - | 2 |
| Shaoyang Neptunus Pharmaceutical Company Limited 邵陽海王醫藥有限公司 | - | - | - | 84 |
| Qingdao Huaren Pharmaceutical Distribution Company Limited 青島華仁醫藥配送有限公司 | - | - | - | 1 |
| Guangxi Neptunus Yinhe Pharmaceutical Company Limited 廣西海王銀河醫藥有限公司 | - | - | - | 1 |
| Heilongjiang Province Neptunus Pharmaceutical Company Limited 黑龍江省海王醫藥有限公司 | 2,335 | 790 | - | - |
| Henan Enji Pharmaceutical Company Limited 河南恩濟藥業有限公司 | 586 | 690 | - | - |
| Neptunus (Shaoguan) Medical Company Limited 海王(韶關)醫藥有限公司 | - | - | 2 | 7 |
| Henan Neptunus Yinhe Medical Company Limited Zhumadian Branch 河南海王匯通醫藥有限公司駐馬店分公司 | - | - | - | 9 |
| Zhongshan Changjian Pharmaceutical Company Limited 中山市昌健藥業有限公司 | 61 | - | - | 110 |
| Jiangsu Neptunus Jiankang Bio-technology Company Limited 江蘇海王健康生物科技公司 | - | 908 | - | - |

16. 重大關連方交易(續)

(b) 尚未清償的關連方結餘(續)

| Name of related parties 關連方名稱 | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|---|--|---|--|
| | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Shenzhen Hongyang Property Management Company Limited 深圳市宏陽物業管理有限公司 | 30 | 30 | - | - |
| Shenzhen Neptunus Jiankang Shiye Company Limited 深圳市海王健康實業有限公司 | 542 | 369 | - | - |
| Guangxi Guilin Neptunus Pharmaceutical Company Limited 廣西桂林海王醫藥有限公司 | 344 | 110 | - | 2 |
| Shaoyang Neptunus Pharmaceutical Company Limited 邵陽海王醫藥有限公司 | - | - | - | 84 |
| Qingdao Huaren Pharmaceutical Distribution Company Limited 青島華仁醫藥配送有限公司 | - | - | - | 1 |
| Guangxi Neptunus Yinhe Pharmaceutical Company Limited 廣西海王銀河醫藥有限公司 | - | - | - | 1 |
| Heilongjiang Province Neptunus Pharmaceutical Company Limited 黑龍江省海王醫藥有限公司 | 2,335 | 790 | - | - |
| Henan Enji Pharmaceutical Company Limited 河南恩濟藥業有限公司 | 586 | 690 | - | - |
| Neptunus (Shaoguan) Medical Company Limited 海王(韶關)醫藥有限公司 | - | - | 2 | 7 |
| Henan Neptunus Yinhe Medical Company Limited Zhumadian Branch 河南海王匯通醫藥有限公司駐馬店分公司 | - | - | - | 9 |
| Zhongshan Changjian Pharmaceutical Company Limited 中山市昌健藥業有限公司 | 61 | - | - | 110 |
| Jiangsu Neptunus Jiankang Bio-technology Company Limited 江蘇海王健康生物科技公司 | - | 908 | - | - |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

| Name of related parties 關連方名稱 | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|---|--|---|--|
| | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Keshi Neptunus Hongkang Medical Instruments Company Limited | - | - | - | 1 |
| Kashi Neptunus Yinhe Pharmaceutical Company Limited | - | - | - | 41 |
| Jilin Neptunus Jiankang Bio-technology Company Limited | - | 17,322 | 186 | - |
| Guangdong Neptunus Medical Group Company Limited | 134 | 3,790 | - | - |
| Henan Guanbao Yuntong Pharmaceutical Company Limited | 623 | 1,657 | - | 18 |
| Xinjiang Neptunus Xinjia Pharmaceutical Company Limited | - | - | - | 19 |
| Henan Zuojinming Pharmaceutical Company Limited | 7 | 344 | - | - |
| Shenzhen Neptunus Dayuancao Bio-technique Company Limited | - | 419 | 22 | - |
| Zhoukou Renhe Pharmaceutical Company Limited | 388 | 578 | - | - |
| Shenzhen Shenye Pharmaceutical Development Company Limited | 172 | - | - | - |
| Qingdao Huaren Pharmaceutical Distribution Company Limited | 149 | - | - | - |
| Henan Dongsen Pharmaceutical Company Limited | 52 | - | - | - |

16. 重大關連方交易 (續)

(b) 尚未清償的關連方結餘 (續)

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

Name of related parties
關連方名稱

| | |
|---|-----------------|
| Bozhou Neptunus Yinhe Medical Company Limited | 亳州海王銀河醫藥有限公司 |
| Xinjiang Neptunus Pharmaceutical Company Limited | 新疆海王醫藥有限公司 |
| Jilin Neptunus Jiankang Technology Development Company Limited | 吉林海王健康科技發展有限公司 |
| Shenzhen Neptunus Medical Technology Research Institute Company Limited | 深圳海王醫藥科技研究院有限公司 |
| Pingdingshan Neptunus Yinhe Pharmaceutical Sales Company Limited | 平頂山海王銀河醫藥銷售有限公司 |
| Tengzhou Neptunus Pharmaceutical Company Limited | 滕州海王醫藥有限公司 |
| Neptunus (Zhanjiang) Medical Company Limited | 海王(湛江)醫藥有限公司 |
| Shandong Neptunus Yangguang Xinnuo Pharmaceutical Company Limited | 山東海王陽光信諾醫藥有限公司 |
| Kashi Neptunus Hongkang Medical Equipment Company Limited | 喀什海王弘康醫療器械有限公司 |

16. 重大關連方交易(續)

(b) 尚未清償的關連方結餘(續)

| Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|--|---|--|
| At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| 11 | - | - | - |
| 70 | - | - | - |
| 14,727 | - | - | - |
| - | - | 1,125 | - |
| - | - | 8 | - |
| - | - | 42 | - |
| - | - | 28 | - |
| - | - | 159 | - |
| - | - | 1 | - |
| 24,083 | 32,210 | 17,292 | 2,008 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

| Name of related parties 關連方名稱 | Note 附註 | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|------------------------------------|---|--|---|--|
| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Amounts due from/to related companies: Shenzhen Neptunus Yidiangao Pharmaceutical Company Limited | 應收/應付關連公司款項： 深圳市海王易點藥醫藥有限 公司 | 1,786 | 994 | - | - |
| Jiangsu Nepstar Pharmaceutical Company Limited | 江蘇海王星辰醫藥有限公司 | 716 | 591 | - | - |
| Jilin Neptunus Jiangkang Bio-technology Company Limited | 吉林海王健康生物科技 有限公司 | - | 4,000 | 186 | 1 |
| Nanning Neptunus Jiangkang Bio-technology Company Limited | 南寧海王健康生物科技 有限公司 | 1,600 | - | - | 55 |
| Shenzhen Nepstar Health Drugstore Chain Company Limited | 深圳市海王星辰健康藥房連鎖 有限公司 | 4 | 4 | - | - |
| Liaoning Province Nepstar Pharmaceutical Trading Company Limited | 遼寧省海王星辰醫藥貿易有限 公司 | 506 | - | - | - |
| | | 4,612 | 5,589 | 186 | 56 |
| Amount due to a non-controlling shareholder | 應付非控股股東的款項 | - | - | 26,401 | 1,405 |
| | | 28,964 | 38,013 | 44,569 | 4,241 |

* The English translation of the Chinese name in these consolidated financial statements, where indicated, is included for information purpose only.

* 在指明的情況下，本綜合財務報表內中文名稱的英文翻譯僅為提供資料之用。

16. 重大關連方交易 (續)

(b) 尚未清償的關連方結餘 (續)

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

The balances with related parties are unsecured, interest-free and repayable on demand.

The Group's amounts due from/to related parties which are of trade nature and non-trade nature, consisted of the following:

16. 重大關連方交易(續)

(b) 尚未清償的關連方結餘(續)

與關連方的結餘為無抵押、免息及須按要求償還。

本集團為貿易性質及非貿易性質之應收/應付關連方款項包括下列各項：

| | | Amounts due from related parties 應收關連方款項 | | Amounts due to related parties 應付關連方款項 | |
|---|----------------|---|--|---|--|
| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) | At 30 June 2022 於二零二二年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核) |
| Trade nature | 貿易性質 | | | | |
| Amounts due from/to fellow subsidiaries | 應收/應付同系附屬公司款項 | 24,069 | 32,191 | 17,292 | 1,957 |
| Amounts due from/to related companies | 應收/應付關連公司款項 | 4,612 | 5,589 | 186 | 56 |
| | | 28,681 | 37,780 | 17,478 | 2,013 |
| Non-trade nature | 非貿易性質 | | | | |
| Amount due from/to an intermediate parent company | 應收/應付一間中間母公司款項 | 269 | 214 | 690 | 772 |
| Amounts due from/to fellow subsidiaries | 應收/應付同系附屬公司款項 | 14 | 19 | - | 51 |
| Amounts due to a non-controlling shareholder | 應付非控股股東款項 | - | - | 26,401 | 1,405 |
| | | 283 | 233 | 27,091 | 2,228 |
| | | 28,964 | 38,013 | 44,569 | 4,241 |

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Outstanding balances with related parties (Continued)

The ageing analysis of amounts due from related parties arising from the ordinary course of business which are of trade nature, based on invoice date is as follows:

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 (Audited) (經審核) |
|--|--------------|---|--|
| Within 3 months | 3個月內 | 26,673 | 34,967 |
| More than 3 months but less than 12 months | 超過3個月但少於12個月 | 1,923 | 2,728 |
| Over 12 months | 超過12個月 | 85 | 85 |
| | | 28,681 | 37,780 |

The ageing analysis of amounts due to related parties arising from the ordinary course of business which are of trade nature, based on invoice date is as follows:

| | | At 30 June 2022 於二零二二年 六月三十日 RMB'000 (Unaudited) (未經審核) | At 31 December 2021 於二零二一年 十二月三十一日 RMB'000 (Audited) (經審核) |
|-----------------|------|---|--|
| Within 3 months | 3個月內 | 17,478 | 2,013 |

16. 重大關連方交易(續)

(b) 尚未清償的關連方結餘(續)

於日常業務過程中產生屬貿易性質的應收關連方款項賬齡分析按發票日期劃分如下：

於日常業務過程中產生屬貿易性質的應付關連方款項賬齡分析按發票日期劃分如下：

16. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Key management personnel remuneration

| | |
|------------------------------|--------|
| Short-term employee benefits | 短期僱員福利 |
| Post-employment benefits | 退休福利 |

16. 重大關連方交易(續)

(c) 主要管理人員薪酬

For the six months ended 30 June
截至六月三十日止六個月

| 2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核) | 2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核) |
|--|--|
| 3,644 | 3,701 |
| 248 | 215 |
| 3,892 | 3,916 |

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the Reporting Period, the Group was principally engaged in the research and development, manufacturing and selling of medicines and medical devices, and the purchase and sales of medicines and healthcare food products in the PRC. The medicines being sold by the Group cover several therapeutic areas which mainly are oncology, cardiovascular system, respiratory system, digestive system and mental disorders.

RESEARCH AND DEVELOPMENT, MANUFACTURING AND SELLING OF MEDICINES AND MEDICAL DEVICES

The Group has two pharmaceutical production bases, which are respectively located in Jin'an District, Fuzhou, Fujian Province, the PRC ("Fuzhou Production Base") and Miyun Economic Development Zone, Beijing City, the PRC ("Beijing Production Base"). The Fuzhou Production Base possesses 367 Guo Yao Zhun Zi approval documents for Chinese medicines (including more than a dozen of dosage forms such as tablets, capsules, granules, oral solutions and tinctures) and chemical medicines (which include various dosage forms namely tablets, capsules, granules, small volume injections and large volume injections), of which, 206 varieties are included in the "Catalogue of Drugs for Basic National Medical Insurance" (國家基本醫療保險藥品目錄) and 127 varieties are included in the "National Essential Drug List" (國家基本藥品目錄). In addition, the Fuzhou Production Base is the only narcotic production base in Fujian Province designated by the State. The Beijing Production Base mainly produces chemical medicines (tablets, hard capsules and powders) and holds 137 Guo Yao Zhun Zi approval documents, of which 90 products are included in the "Catalogue of Drugs for Basic National Medical Insurance" (國家基本醫療保險藥品目錄) and 60 products are included in the "National Essential Drug List" (國家基本藥品目錄).

The Group's research and development work mainly fulfills the internal development demands of the Group through conducting independent research and development and cooperation with external research and development institutions. Three pharmaceutical manufacturing subsidiaries of the Company are recognized as national high-tech enterprises, all of which are entitled to enjoy preferential corporate income tax treatment for high-tech enterprises. The aforesaid three subsidiaries are continuing to invest in the quality consistency evaluation for generic drugs and the research and development of new drugs. They possess 22 patents for invention in total. For the quality consistency evaluation for generic drugs, 4 products of the Group have passed the evaluation, which are Sodium Bicarbonate Tablets, Norfloxacin Capsules, Metformin Hydrochloride Tablets

管理層討論及分析

業務回顧

本集團於報告期間主要在中國從事藥品的研發、生產及銷售，以及藥品及保健食品的購銷。本集團銷售的藥品主要涵蓋腫瘤、心血管系統、呼吸系統、消化系統、精神障礙等多個治療領域。

藥品及醫療器械研發、生產及銷售

本集團擁有兩個藥品生產基地，分別位於中國福建省福州市晉安區（「福州生產基地」）及中國北京市密雲經濟開發區（「北京生產基地」）。福州生產基地擁有中成藥（含片劑、膠囊劑、顆粒劑、口服液、酏劑等十幾個劑型）和化藥（含片劑、膠囊劑、顆粒劑、小容量注射劑、大容量注射劑等多個劑型）共367個國藥准字批准文號，其中有206個品規入選了國家基本醫療保險藥品目錄，有127個品規入選了國家基本藥品目錄。同時，福州生產基地是國家在福建省唯一指定的麻醉品生產基地。北京生產基地主要生產化藥（含片劑、硬膠囊劑、散劑），持有137個國藥准字批准文號，其中有90個品規入選了國家基本醫療保險藥品目錄，有60個品規入選了國家基本藥品目錄。

本集團研發工作主要通過自主研發和與外部研發機構合作的方式以滿足本集團的內部發展需求。本公司旗下現有製藥附屬公司為國家高新技術企業，均可享受高新技術企業所得稅優惠政策。上述三家附屬公司就仿製藥一致性評價及新藥研發持續投入，共擁有22項發明專利。一致性評價方面，本集團共有4個品種已通過一致性評價，包括碳酸氫鈉片、諾氟沙星膠囊、鹽酸二甲雙胍片及鹽酸普萘洛爾片。另有數個品種的一致性評價工作正在有序推進中，其中維生素B6片已完成評審正在等待審批。新藥研發方面，本公司製藥附屬公司受託生產的多索茶鹼注射液已獲

and Propranolol Hydrochloride Tablets. And the evaluation of other products are under orderly progress, among which the evaluation of the Vitamin B6 Tablets has been completed and is pending approval. For the research and development of new drugs, the evaluation of Doxofylline Injection (多索茶鹼注射液), a contract manufacturing medicine of a pharmaceutical subsidiary of the Company, has been approved and relevant procedures are completed, and Concentrated Sodium Potassium Magnesium Calcium Injection (鈉鎂鉀鈣注射用濃溶液) has passed evaluation and is pending approval. The Group also possess various new drugs and exclusive products with self-owned intellectual property rights, including Tegafur, Gimeracil and Oteracil Potassium Tablets (the "TGOP Tablets" or 替吉奧片, a drug for anti-gastric cancer), Xiaozheng Yigan Tablets (消症益肝片, an anti-liver-cancer drug), Proteoglycan Tablets (多糖蛋白片, for enhancing the immune system), Biyuan Capsules (鼻淵膠囊, an anti-rhinitis medicine), Amaranth Berberine Capsules (萹菜黃連素膠囊, a drug for acute diarrhea), Disodium Glycyrrhizinate (甘草酸二鈉, a drug for anti-inflammatory and liver protection), Spironolactone Tablets (螺內酯片, a drug for auxiliary diuresis), Ligustrazine Phosphate Tablets (磷酸川芎嗪片, a drug for ischemic cerebrovascular disease), Pre-filled Catheter Flusher (預充式導管沖洗器, a Class III medical device) and HTK Myocardial Protection Cardioplegic Solution (HTK 心肌保護停跳液, a Class III medical device).

Owing to more stringent national regulations and product inspection in the market, the monopoly of active ingredients became more severe with prices of Chinese medicinal materials rising noticeably with high volatility, leading to an increase in manufacturing costs. Combined with the fact that certain raw and auxiliary materials were not available for procurement, relevant products were not sufficiently manufactured to meet demand and this led to increased operational stress experienced by the two pharmaceutical subsidiaries of the Group in Fuzhou. To ensure the results were on track and targets can be reached, such pharmaceutical subsidiaries actively reinforced their management by developing direct cooperation with active ingredient manufacturers, striving to source monopolized raw materials through the Group's own resources and others to meet manufacturing needs, properly planning of manufacturing activities according to the Company's catalog of key products to fully utilize its capacity in meeting market demand, making timely adjustment to maintain buffer inventory according to market changes to minimize losses and accelerating product sales efforts such as developing the Group's healthcare segment and manufacturer-vendor collaboration. During the Reporting Period, the promotion of key products by these pharmaceutical subsidiaries has been effective, resulting in higher sales volume of high-margin products. Therefore, continuous business growth has been reported and revenue of the key operational business has been significantly increased compared to the corresponding period last year.

得批件並完成相關手續的辦理，鈉鎂鉀鈣注射用濃溶液已完成評審正在等待審批。本集團還擁有多項自主知識產權獨家產品，如抗胃癌藥替吉奧片、抗肝癌藥消症益肝片、提高免疫力的多糖蛋白片、抗鼻炎用藥鼻淵膠囊、急性腹瀉用藥萹菜黃連素膠囊、抗炎保肝用藥甘草酸二鈉、輔助性利尿藥螺內酯片、缺血性腦血管疾病用藥磷酸川芎嗪片、預充式導管沖洗器(國家第三類醫療器械產品)以及HTK心肌保護停跳液(國家第三類醫療器械產品)等。

由於國家法規監管和產品市場抽檢力度不斷加大，原料藥壟斷日趨嚴重，中藥材價格上漲明顯、波動大，產品成本提高，且部分原輔料無法採購，相關產品不能按需生產，本集團位於福州的兩家製藥附屬公司經營壓力增大。為保證業績目標穩步達成，該等製藥附屬公司積極強化管理，開闢與原料藥生產企業直接合作模式，利用集團內部等多方資源，努力做好被壟斷原料的採購工作滿足生產需要，同時根據公司重點品種目錄，合理規劃生產安排，充分利用產能，保證市場需求，並根據市場變化及時調整緩衝庫存，減少損失，全力推進集團保健產業、工商聯動等產品銷售事宜。於報告期間，該等製藥附屬公司重點產品推廣收效良好，高毛利產品銷量增加，因此業務持續增長，主營業務收入較去年同期明顯增加。

During the Reporting Period, Beijing Neptunus Zhongxin Pharmaceutical Co., Ltd.* (北京海王中新藥業股份有限公司, “Neptunus Zhongxin”), facing the increasing regulatory pressure and competition pressure in the pharmaceutical industry, closely followed the changes in the industry regulations and the market, implemented diversified marketing strategies, expanded the marketing team, increased the coverage of distributors network, and further strengthened the regulatory compliance of business operation in order to facilitate the stable and high quality development of Neptunus Zhongxin and to reach breakeven as soon as possible.

The Group received a notice of responsiveness to action issued by the People’s Superior Court of Beijing* (北京市高級人民法院) last year for a dispute with a customer of Neptunus Fuyao for a claim of RMB153,270,800 and the related litigation costs arising from the dispute. During the Reporting Period, Neptunus Fuyao reached a settlement with the customer and the customer withdrew the lawsuit. The related cost incurred for the dispute was approximately RMB840,000. Details of which are disclosed in the Company’s announcements dated 8 December 2021 and 17 March 2022.

PURCHASE AND SALES OF MEDICINES AND HEALTHCARE FOOD PRODUCTS

Currently, the main products distributed and sold by the Group are medicines and healthcare food products manufactured by itself and the group headed by its parent company, which include the well-known product series of the Neptunus Ginkgo Leaves Tablets (海王銀杏葉片) and Neptunus Jinzun (海王金樽). Such products are mainly distributed to the end medical institutions through professional sales and marketing companies and to the end users through large and medium-sized chain pharmacies.

During the Reporting Period, affected by the regional COVID-19 outbreak in Shenzhen, Jilin and other regions, the delivery of goods of the Group’s purchase and sales segment of medicines and healthcare food products suffered from suspension and delay for a relatively long period of time and sales were affected. In addition, in line with development in trends of pharmaceutical industry the Group’s purchase and sales segment of medicines and healthcare food products reduced the distribution of several prescription products during the first half of last year, which caused a significant decline in revenue. Therefore, the revenue of this segment declined significantly during the Reporting Period as compared with the corresponding period of last year.

於報告期間，北京海王中新藥業股份有限公司（「海王中新」）面對醫藥行業日趨加大的監管壓力和市場競爭壓力，緊跟行業政策和市場變化，實行多元化營銷，擴充營銷團隊，增加經銷商覆蓋範圍，並進一步推進合規經營，以促進海王中新平穩、高質量發展，力求盡快扭虧為盈。

本集團於去年收到北京市高級人民法院發出的應訴案件通知書，內容為與海王福藥的一名客戶就人民幣153,270,800元的索賠以及因該糾紛產生的相關訴訟費用進行的爭議。於報告期間，海王福藥與該客戶達成和解，該客戶撤回訴訟。該糾紛發生的相關費用約為人民幣840,000元。詳情載於本公司日期為二零二一年十二月八日及二零二二年三月十七日的公告。

藥品及保健食品購銷

目前，本集團主要代理和銷售本集團及母公司集團自產的藥品及保健食品，其中包括著名的海王銀杏葉片系列產品和海王金樽系列產品。代理產品主要通過專業銷售推廣公司分銷至終端醫療機構以及通過大中小型連鎖藥店銷售給終端客戶。

於報告期間，受深圳、吉林及其他局部地區的疫情影響，本集團藥品及保健食品購銷分部在該等地區的收貨及發貨存在較長時間的暫停和延遲，銷售受到影響。此外，根據醫藥行業發展形勢，本集團藥品及保健食品購銷分部於去年上半年減少了部分處方產品之代理，導致收入大幅下降。因此，該分部於報告期間之收入較去年同期明顯下跌。

In order to stabilize its business, the Group's purchase and sales segment of medicines and healthcare food products will continue to proactively adopt a diversified development strategy, increase efforts in regional market development, keep up with market trends, launch a series of promotional activities, conferences, team training, introduce Neptunus Zhongxin's products and market demand products, expand its product lines, increase customer stickiness, initiate large-scale training and gradually develop other distribution models to attain higher performance.

FINANCIAL REVIEW

The Group's revenue for the Reporting Period was approximately RMB438,869,000, representing an increase of approximately 12.19% from approximately RMB391,194,000 for the corresponding period of last year. In relation to the Group's revenue, approximately RMB310,182,000, which amounted to approximately 70.68% of the Group's total revenue, was derived from the manufacturing and selling of medicines segment, while approximately RMB128,687,000, which amounted to approximately 29.32% of the Group's total revenue, was derived from the sales and distribution of medicines and healthcare products segment. During the Reporting Period, the Group's revenue from the manufacturing and selling of medicines segment increased by approximately 32.69% as compared with the corresponding period of last year, while the revenue of the sales and distribution of medicines and healthcare products segment decreased by approximately 18.26%. Therefore, there was an overall increase in the total revenue of the Group.

During the Reporting Period, the Group's gross profit margin was approximately 43%, representing a decrease of approximately 4 percentage points from approximately 47% for the corresponding period of last year. The decrease in gross profit margin was mainly because the gross profit margin of the subsidiary acquired in June 2021, Neptunus Zhongxin is still low and the Group reduced several agent products which gross profit margin were high.

The Group's gross profit during the Reporting Period was approximately RMB187,858,000, representing an increase of approximately 1.38% from approximately RMB185,303,000 for the corresponding period of last year. The increase in gross profit was mainly due to the reason that the gross profit margin of the Group decreased, but the overall revenue increased significantly, so the gross profit increased slightly.

為穩定業務，本集團藥品及保健食品購銷分部將繼續積極採取多元化發展戰略、加大區域市場開發力度、緊跟市場熱點，開展一系列促銷活動、啟動會、團隊融訓、引進海王中新產品及市場需求產品，不斷拓寬產品線，增加客戶合作忠誠度，啟動大型融訓活動及同時逐步拓展其他代理銷售模式，致力於不斷提升該分部的業績。

財務回顧

本集團於報告期間之收入約為人民幣438,869,000元，較去年同期約人民幣391,194,000元上升約12.19%。於本集團收入中，約人民幣310,182,000元來自於生產和銷售藥品分部，佔本集團總收入約70.68%；約人民幣128,687,000元來自於銷售及分銷藥品及保健品分部，佔本集團總收入約29.32%。於報告期間，本集團生產和銷售藥品分部的收入較去年同期上升約32.69%；銷售及分銷藥品及保健品分部的收入較去年同期下降約18.26%。因此本集團整體收入有所上升。

本集團於報告期間之毛利率約為43%，較去年同期約47%下降約4個百分點。毛利率下降主要是因為二零二一年六月收購海王中新當前毛利率較低及減少代理高毛利率品種等因素。

本集團於報告期間之毛利約為人民幣187,858,000元，較去年同期約人民幣185,303,000元上升約1.38%。毛利的上升主要是因為雖然毛利率有所下降，但本集團整體收入有較大幅度上升，因此毛利有少許上升。

During the Reporting Period, the Group's selling and distribution expenses were approximately RMB108,208,000, representing a decrease of approximately 10.70% from approximately RMB121,177,000 for the corresponding period of last year. The decrease in selling and distribution expenses was mainly because the structure and varieties sold as agent were adjusted.

The Group's administrative expenses for the Reporting Period were approximately RMB41,600,000, representing an increase of approximately 20.70% from approximately RMB34,465,000 for the corresponding period of last year. The increase in administrative expenses was mainly due to the increase in labor costs and the acquisition of Neptunus Zhongxin in June 2021.

During the Reporting Period, the Group's other operating expenses amounted to approximately RMB20,740,000, representing an increase of approximately 20.37% from approximately RMB17,230,000 for the corresponding period of last year. The increase in other operating expenses was mainly attributed to the increase in research and development expenses from Neptunus Zhongxin, a subsidiary acquired in June 2021.

During the Reporting Period, the Group's finance costs amounted to approximately RMB3,162,000, representing an increase of approximately 328.46% from approximately RMB738,000 for the corresponding period of last year. The increase in finance costs was mainly due to the increase in interest expenses incurred from the banking loans of Neptunus Zhongxin, a subsidiary acquired in June 2021.

Due to the above reasons, the Group's profit after tax was approximately RMB17,835,000 during the Reporting Period, representing a decrease of approximately 21.38% from approximately RMB22,685,000 of the corresponding period of last year. Profit attributable to the owners of the Company was approximately RMB20,344,000 of the Reporting Period, representing an increase of approximately 3.55% from approximately RMB19,647,000 of the corresponding period of last year.

本集團於報告期間之銷售及分銷開支約為人民幣108,208,000元，較去年同期約人民幣121,177,000元下降約10.70%。銷售及分銷開支下降主要由於代理產品的類型結構調整。

本集團於報告期間之行政開支約為人民幣41,600,000元，較去年同期約人民幣34,465,000元上升約20.70%。行政開支上升的原因主要是員工成本有所增加，及二零二一年六月收購海王中新導致行政開支有所增加。

本集團於報告期間之其他經營開支約為人民幣20,740,000元，較去年同期約人民幣17,230,000元上升約20.37%。其他經營開支上升主要是由於二零二一年六月收購的海王中新的研發支出有所增加。

本集團於報告期間之財務成本約為人民幣3,162,000元，與去年同期約人民幣738,000元上升約328.46%，財務成本上升主要是由於二零二一年六月收購的海王中新銀行的借款利息支出增加。

由於上述原因，本集團於報告期間之稅後溢利約為人民幣17,835,000元，較去年同期約人民幣22,685,000元下降約21.38%；本公司於報告期間之擁有人應佔溢利約為人民幣20,344,000元，較去年同期約人民幣19,647,000元上升約3.55%。

LIQUIDITY AND FINANCIAL RESOURCES

The Group usually finances its operating and investing activities with its internal financial resources and bank loans. The Group's transactions are mainly denominated in Renminbi and the Group reviews its demand for working capital and financing on a regular basis.

BANKING FACILITIES

As at 30 June 2022, Neptunus Zhongxin has pledged company's buildings and credit guarantee to secure banking facilities of RMB66,000,000, which have been fully utilized.

PLEDGE OF ASSETS

As at 30 June 2022, the available banking facilities of RMB66,000,000 of the Group were secured by pledge of its buildings and prepaid lease payments and the pledged buildings and prepaid lease payments were stated at an aggregate value of approximately RMB66,210,000.

FOREIGN CURRENCY RISK

During the Reporting Period, the Group's operating revenue, major selling costs and capital expenditure were denominated in RMB. As at 30 June 2022, the Group's cash and cash equivalents were mainly denominated in RMB. As such, the foreign currency risk facing the Group is limited. Currently, the Group has not adopted any financial instrument for hedging purposes.

GEARING RATIO

As at 30 June 2022, the gearing ratio of the Group, calculated by dividing the total borrowings by total equity and multiplied by 100%, was approximately 38.44% (31 December 2021: approximately 38.46%).

流動資金及財務資源

本集團一般以內部財務資源及銀行貸款作為其經營及投資活動之資金。本集團之交易主要以人民幣列值，並定期檢討對營運資金及融資的需要。

銀行融資

於二零二二年六月三十日，海王中新以公司房產以及信譽擔保作抵押，取得銀行融資額度人民幣66,000,000元，該銀行融資額度已全部動用。

資產抵押

於二零二二年六月三十日，本集團已動用之銀行融資為人民幣66,000,000元，以其房屋及預付租賃款項作抵押，且已抵押房屋及預付租賃款項的價值合計約人民幣66,210,000元。

匯率風險

於報告期間，本集團之經營收入、主要銷售成本及資本開支均以人民幣列值。於二零二二年六月三十日，本集團現金及現金等價物主要以人民幣列值。因此，本集團面臨的匯率風險不大。目前本集團並無採用任何金融工具作對沖用途。

資產與負債的比率

於二零二二年六月三十日，本集團資產與負債的比率（以總借款除以總權益再乘以100%計算）約為38.44%（二零二一年十二月三十一日：約38.46%）。

SIGNIFICANT INVESTMENT HELD

Save as disclosed in this report, there was no other significant investment held by the Company during the Reporting Period.

CAPITAL STRUCTURE

During the Reporting Period, there has been no change in the capital structure of the Company. The capital of the Company comprises its shares and other reserves.

INTERIM DIVIDEND

The Board did not recommend the payment of any interim dividend for the Reporting Period (2021: Nil).

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group had not made any material acquisitions and disposals of subsidiaries, associates, and joint ventures during the Reporting Period.

CONTINGENT LIABILITY

As at 30 June 2022, the Group had no significant contingent liabilities.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As at 30 June 2022, the Group did not have concrete plans for material investments and capital assets.

所持有的重大投資

除本報告披露者外，於報告期間，本公司並無持有任何其他重大投資。

資本結構

於報告期間，本公司的資本結構並無變動。本公司資本包括其股份及其他儲備。

中期股息

董事會並不建議就報告期間派付任何中期股息(二零二一年：無)。

附屬公司、聯營公司及合資企業的重大收購及出售

於報告期間，本集團並無對附屬公司、聯營公司及合資企業進行任何重大收購及出售。

或然負債

於二零二二年六月三十日，本集團並無任何重大或然負債。

重大投資及資本資產的未來計劃

於二零二二年六月三十日，本集團未有針對重大投資及資本資產的具體計劃。

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2022, the Group employed a total of 1,506 employees.

During the Reporting Period, the staff costs including directors' remuneration which amounted to approximately RMB72,886,000. Employees are remunerated according to their performance and work experience. The Group raised the salaries and improved fringe benefits for its employees to maintain competitiveness and broaden appeal of the Group. The employees' incentives were reviewed and determined annually pursuant to the remuneration, bonus policies and/or share options of the Group based on the performance of the employees. The Group also provided various other benefits to its employees.

The Group monitored closely the remuneration and fringe benefits of the employees and rewarded employees in accordance with the Group's business performance. In addition, training and development opportunities for the employees were also provided by the Group.

CAPITAL COMMITMENTS

As at 30 June 2022, the Group had contracted commitments for future capital expenditure of approximately RMB2,860,000.

僱員及薪酬政策

於二零二二年六月三十日，本集團僱用合共1,506名員工。

於報告期間，僱員成本(包括董事酬金)約為人民幣72,886,000元。僱員薪金根據其表現及工作經驗釐定。本集團調增僱員之薪金及福利以維持企業競爭力及增加企業吸引力，而僱員之獎勵乃根據本集團之薪酬、獎金及／或購股權政策按僱員表現每年檢討及釐定。本集團為僱員提供多種其他福利。

本集團密切監控僱員之薪金及福利，並根據本集團之業績表現獎勵僱員。此外，本集團亦為僱員提供培訓及發展機會。

資本承擔

於二零二二年六月三十日，本集團有未來資本支出之合約承擔約人民幣2,860,000元。

INTERESTS AND SHORT POSITIONS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN THE LISTED SECURITIES

As far as the Directors and supervisors of the Company are aware, as at 30 June 2022, the interests and short positions of the Directors, supervisors and chief executive of the Company 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 (the "SFO") which were required to be notified to the Company and the Stock Exchange pursuant to Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or were required, pursuant to section 352 of the SFO, to be and were recorded in the register to be kept by the Company, or were required, pursuant to Rule 5.46 to Rule 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange were as follows:

Long positions in shares of associated corporations of the Company:

董事、監事及最高行政人員於上市證券中的權益及淡倉

就本公司董事及監事所知，於二零二二年六月三十日，本公司董事、監事及最高行政人員於本公司及其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第十五部)之股份、相關股份及債權證中擁有須根據證券及期貨條例第十五部知會本公司及聯交所之權益及淡倉(包括根據證券及期貨條例之有關條文被當作或視為彼等擁有之權益或淡倉)，或須根據證券及期貨條例第352條須由本公司存備之登記冊將記錄及已記錄之權益及淡倉，或根據GEM上市規則第5.46條至5.67條之規定而須知會本公司及聯交所之權益及淡倉如下：

於本公司相聯法團股份之好倉：

| Director/Supervisor | Capacity | Type of interests | Name of associated corporation | Number of shares held in associated corporation | Approximate percentage of the associated corporation's issued share capital 佔相聯法團之已發行股本概約百分比 |
|--|---------------------------|-------------------|----------------------------------|---|---|
| 董事／監事 | 身份 | 權益種類 | 相聯法團名稱 | 持有相聯法團之股份數目 | |
| Mr. Zhang Feng (Note (a)) 張鋒先生(附註(a)) | Beneficial owner 實益擁有人 | Personal 個人 | Neptunus Bio-engineering 海王生物 | 1,331,093 | 0.05% |
| Ms. Yu Lin (Note (b)) 于琳女士(附註(b)) | Beneficial owner 實益擁有人 | Personal 個人 | Neptunus Bio-engineering 海王生物 | 900,000 | 0.03% |
| Mr. Shen Da Kai (Note (c)) 沈大凱先生(附註(c)) | Beneficial owner 實益擁有人 | Personal 個人 | Neptunus Bio-engineering 海王生物 | 2,000,000 | 0.07% |
| Ms. Cao Yang (Note (d)) 曹陽女士(附註(d)) | Beneficial Owner 實益擁有人 | Personal 個人 | Neptunus Bio-engineering 海王生物 | 200,000 | 0.01% |

Notes:

- (a) Mr. Zhang Feng, chairman of the Board and deputy chairman and non-independent director of the 8th session of the board of directors and president of Neptunus Bio-engineering, was beneficially interested in approximately 0.05% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Shenzhen Neptunus Oriental Investment Company Limited ("Neptunus Oriental").
- (b) Ms. Yu Lin, non-executive Director, was beneficially interested in approximately 0.03% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.
- (c) Mr. Shen Da Kai, non-executive Director, was beneficially interested in approximately 0.07% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued share capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.
- (d) Ms. Cao Yang, employee representative supervisor and human resources director of the Company and vice general manager, supervisor and head of human resources of Neptunus Changjian, was beneficially interested in approximately 0.01% of the entire issued share capital of Neptunus Bio-engineering, the Company's controlling shareholder, which in turn held directly and indirectly the beneficial interest in approximately 73.51% of the entire issued capital of the Company, of which 70.38% was directly held and 3.13% was indirectly held through Neptunus Oriental.

附註：

- (a) 董事會主席及海王生物第八屆董事局副主席、非獨立董事兼總裁張鋒先生實益擁有本公司控股股東海王生物全部已發行股本約0.05%之權益，而海王生物直接及間接實益持有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經深圳海王東方投資有限公司（「海王東方」）間接持有。
- (b) 非執行董事于琳女士實益擁有本公司控股股東海王生物全部已發行股本約0.03%之權益，而海王生物直接及間接實益持有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。
- (c) 非執行董事沈大凱先生實益擁有本公司控股股東海王生物全部已發行股本約0.07%之權益，而海王生物直接及間接實益持有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。
- (d) 本公司職工代表監事、人力資源總監，海王長健副總經理、監事及人力資源負責人曹陽女士實益擁有本公司控股股東海王生物全部已發行股本約0.01%之權益，而海王生物直接及間接實益持有本公司全部已發行股本約73.51%之權益，其中70.38%為直接持有，3.13%經海王東方間接持有。

Save as disclosed above, as at 30 June 2022, none of the Directors, supervisors or chief executive of the Company nor their respective associates held 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 and the Stock Exchange pursuant to Part XV of SFO, or were required, pursuant to section 352 of the SFO to be and were recorded in the register to be kept by the Company, or were required, pursuant to Rule 5.46 to Rule 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SHARE OPTION SCHEME, CONVERTIBLE SECURITIES AND WARRANTS

Up to 30 June 2022, the Company and its subsidiaries have neither adopted any share option scheme nor granted any option, convertible securities, warrants or other similar rights.

DIRECTORS' AND SUPERVISORS' SHARE OPTIONS, WARRANTS OR CONVERTIBLE BONDS

At any time during the Reporting Period, none of the Directors or supervisors of the Company or their respective spouse or minor children were granted any share options, warrants or convertible bonds of the Company, its subsidiaries or associated corporation.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARES

So far as the Directors and supervisors of the Company are aware, as at 30 June 2022, the interests and/or short positions held by shareholders (not being a Director, a supervisor or a chief executive of the Company) in shares or underlying shares of the Company which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO or had otherwise notified to the Company were as follows:

除上文披露者外，於二零二二年六月三十日，本公司董事、監事或最高行政人員或彼等各自之聯繫人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十五部)的股份、相關股份或債權證中擁有須根據證券及期貨條例第十五部知會本公司及聯交所之權益或淡倉，或須根據證券及期貨條例第352條須由本公司存備之登記冊將記錄及已記錄之權益或淡倉，或根據GEM上市規則第5.46條至5.67條之規定而須知會本公司及聯交所之權益或淡倉。

購股權計劃、可轉換證券及認股權證

截至二零二二年六月三十日，本公司及其附屬公司未曾採納任何購股權計劃，亦無授出任何購股權、可轉換證券、認股權證或其他類似權利。

董事及監事的購股權、認購權證或可換股債券

於報告期間內任何時間，本公司任何董事或監事或彼等各自的配偶或未成年子女概無獲授任何本公司、其附屬公司或相聯法團的購股權、認股權證或可換股債券。

主要股東於股份及相關股份的權益

據本公司董事及監事所知，於二零二二年六月三十日，股東(並非本公司董事、監事或最高行政人員)所持根據證券及期貨條例第336條須由本公司備存之登記冊所記錄的本公司股份或相關股份或以其他方式知會本公司之權益及／或淡倉如下：

Long positions in the shares of the Company:

於本公司股份之好倉：

| Substantial Shareholder | Capacity | Number of domestic shares held | Approximate percentage of all the domestic shares | Approximate percentage of the Company's issued share capital |
|--|---|--------------------------------|---|--|
| 主要股東 | 身份 | 持有內資股股份數目 | 佔所有內資股的概約百分比 | 佔本公司已發行股本的概約百分比 |
| Neptunus Bio-engineering (Note (a)) 海王生物(附註(a)) | Beneficial owner 實益擁有人 | 1,181,000,000 | 94.33% | 70.38% |
| | Interest in controlled corporation 受控制法團權益 | 52,464,500 | 4.19% | 3.13% |
| Shenzhen Neptunus Group Company Limited ("Neptunus Group") (Note (b)) 深圳海王集團股份有限公司 (「海王集團」)(附註(b)) | Interest in controlled corporation 受控制法團權益 | 1,233,464,500 | 98.52% | 73.51% |
| Shenzhen Neptunus Holding Group Company Limited ("Neptunus Holding") (previously known as "Shenzhen Yinhetong Investment Company Limited") (Note (c)) 深圳海王控股集團有限公司 (「海王控股」)(前稱「深圳市銀河通投資有限公司」)(附註(c)) | Interest in controlled corporation 受控制法團權益 | 1,233,464,500 | 98.52% | 73.51% |
| Mr. Zhang Si Min (Note (d)) 張思民先生(附註(d)) | Interest in controlled corporation 受控制法團權益 | 1,233,464,500 | 98.52% | 73.51% |

Notes:

附註：

(a) Neptunus Bio-engineering was deemed to be interested in the 52,464,500 domestic shares of the Company held by Neptunus Oriental as the entire issued share capital of Neptunus Oriental was beneficially owned by Neptunus Bio-engineering. Neptunus Bio-engineering was also directly interested in 1,181,000,000 domestic shares of the Company. Therefore, Neptunus Bio-engineering was directly and indirectly interested in 1,233,464,500 domestic shares of the Company.

(a) 由於海王生物實益擁有海王東方全部已發行股本的權益，因此海王生物被視為擁有由海王東方持有的本公司52,464,500股內資股股份的權益。海王生物亦直接持有本公司1,181,000,000股內資股股份的權益。因此，海王生物直接及間接擁有本公司1,233,464,500股內資股股份的權益。

- (b) Neptunus Group was deemed to be interested in the 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Neptunus Group was beneficially interested in approximately 44.22% of the entire issued share capital of Neptunus Bio-engineering.
- (c) Neptunus Holding was deemed to be interested in 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Neptunus Holding was beneficially interested in approximately 59.68% of the entire issued share capital of Neptunus Group, which in turn was beneficially interested in approximately 44.22% of the entire issued share capital of Neptunus Bio-engineering.
- (d) Mr. Zhang Si Min (“Mr. Zhang”) was deemed to be interested in 1,233,464,500 domestic shares of the Company, which relate to the same parcel of shares referred to in note (a) above, held by Neptunus Bio-engineering as Mr. Zhang was beneficially interested in 70% of the entire issued share capital of Neptunus Holding and the entire issued share capital of Shenzhen Haihe Investment and Development Company Limited (“Haihe”), which in turn was beneficially interested in approximately 59.68% and 20% of the entire issued share capital of Neptunus Group respectively. Neptunus Group was beneficially interested in approximately 44.22% of the entire issued share capital of Neptunus Bio-engineering.

Save as disclosed above, the Directors and supervisors of the Company are not aware of any other persons (except the Directors, supervisors or chief executive of the Company) who held any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO as at 30 June 2022.

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

The Company and its subsidiaries did not purchase, redeem or sell any of the Company’s listed securities during the Reporting Period. The Company and its subsidiaries also did not redeem, purchase or cancel any of their redeemable securities.

COMPETING INTERESTS

On 21 August 2005, Neptunus Bio-engineering, the controlling shareholder of the Company, entered into an agreement with the Company containing undertakings relating to non-competition and preferential rights of investments (the “Non-Competition Undertakings”), pursuant to which Neptunus Bio-engineering had undertaken to the Company and its associates that, inter alia, as long as the securities of the Company are listed on GEM (previously known as Growth Enterprise Market):

- (b) 由於海王集團實益擁有海王生物全部已發行股本約44.22%的權益，因此海王集團被視為擁有由海王生物持有的本公司1,233,464,500股內資股股份的權益，與上文附註(a)所述同一筆股份相關。
- (c) 由於海王控股實益擁有海王集團全部已發行股本約59.68%的權益，而海王集團實益擁有海王生物全部已發行股本約44.22%的權益，因此海王控股被視為擁有由海王生物持有的本公司1,233,464,500股內資股股份的權益，與上文附註(a)所述同一筆股份相關。
- (d) 由於張思民先生(「張先生」)實益擁有海王控股全部已發行股本70%的權益及深圳市海合投資發展有限公司(「海合」)全部已發行股本的權益，而海王控股及海合分別實益擁有海王集團全部已發行股本約59.68%和20%的權益，而海王集團實益擁有海王生物全部已發行股本約44.22%的權益，因此張先生被視為擁有由海王生物持有的本公司1,233,464,500股內資股股份的權益，與上文附註(a)所述同一筆股份相關。

除上文所披露者外，於二零二二年六月三十日，本公司董事及監事概不知悉有任何其他人士(本公司董事、監事或最高行政人員除外)於本公司之股份或相關股份中，擁有根據證券及期貨條例第336條須由本公司備存之登記冊所記錄之權益或淡倉。

購買、出售或贖回本公司之上市證券

於報告期間，本公司及其附屬公司並無購買、贖回或出售本公司任何上市證券。本公司及其附屬公司亦無贖回、購買或註銷其任何可贖回證券。

競爭權益

本公司控股股東海王生物與本公司於二零零五年八月二十一日訂立有關不競爭承諾及優先投資權的協議(「不競爭承諾」)。根據該協議，海王生物已向本公司及其聯繫人承諾，(其中包括)只要本公司的證券仍於GEM(前稱「創業板」)上市：

1. it will not, and will procure its associates not to, whether within or outside the PRC, directly or indirectly (other than those indirectly held as a result of the equity interest in any listed company or its subsidiaries), participate in or operate any business in whatever form, or produce any products, (the usage of which is the same as or similar to that of the products of the Company) which may constitute direct or indirect competition to the business operated by the Company from time to time; and
2. it will not, and will procure its associates not to hold any interest, whether within or outside the PRC, in any company or organization (directly or indirectly, other than indirectly held as a result of its equity interest in any listed company or its subsidiaries) when the business of such company or entity will (or may) compete directly or indirectly with the business of the Company.

Pursuant to the Non-Competition Undertakings, at a time when the Non-Competition Undertakings are subsisting, whenever Neptunus Bio-engineering or any its associates enter into any negotiations, within or outside the PRC, in relation to any new investment project which may compete with the existing and future business of the Company, the Company shall have a preferential right of investment in such new investment projects.

Neptunus Bio-engineering has confirmed with the Company that it has complied with the Non-Competition Undertakings during the Reporting Period.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

During the Reporting Period, the Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the “required standard of dealings” as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all the Directors, all the Directors confirmed that they have complied with the “Required Standard of Dealings” and the Company’s code of conduct regarding Director’s securities transactions.

1. 其將不會，並將促使其聯繫人不會以任何形式直接或間接在中國境內或境外參與或經營與本公司不時經營的業務構成直接或間接競爭的任何業務或生產任何用途與本公司產品相同或類似的產品（惟因持有任何上市公司或其附屬公司之股權而間接持有之業務則除外）；及
2. 其將不會，並將會促使其聯繫人不會在中國境內或境外（直接或間接）於其業務將（或有可能）與本公司業務產生直接或間接競爭的該等公司或機構中擁有任何權益，惟因持有任何上市公司或其附屬公司股權而間接持有者則除外。

根據不競爭承諾，於不競爭承諾的有效期內，如海王生物或其任何聯繫人在中國境內或境外就與本公司現有及將來業務構成競爭的新投資項目進行磋商，本公司將獲得優先投資該等新投資項目的權利。

海王生物已向本公司確認其於報告期間已遵守不競爭承諾。

董事進行證券交易之操守守則

於報告期間內，本公司採納一套條款不遜於GEM上市規則第5.48至5.67條所載的「交易必守標準」的董事進行證券交易的操守守則。經向全體董事作出具體查詢後，全體董事確認，彼等已遵守「交易必守標準」以及本公司之董事進行證券交易的操守守則。

AUDIT COMMITTEE

The Company established an Audit Committee (the "Audit Committee") on 21 August 2005. The primary duties of the Audit Committee are to review the Company's annual report and financial statements, half-yearly reports and quarterly reports, and to provide suggestions and opinions thereon to the Board. In addition, the Audit Committee members will also meet with the management to review the accounting principles and practices adopted by the Company and to discuss matters relating to the auditing, internal control system and financial reporting process of the Company. The Audit Committee comprises one non-executive Director, namely Ms. Yu Lin and two independent non-executive Directors, namely Mr. Yick Wing Fat, Simon and Mr. Poon Ka Yeung. Mr. Yick Wing Fat, Simon is the chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited condensed consolidated results of the Group for the Reporting Period.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The roles of the Chairman and General Manager are separate and should not be performed by the same individual as required under paragraph C.2.1 of Corporate Governance Code. As the leader of the Board, the Chairman is responsible for the approval and supervision of the overall strategies and policies of the Company, approval of annual budgets and business plans, evaluation of the Company's performance and oversight of the management. Mr. Zhang Feng is the current Chairman of the Board. The General Manager (same role as the chief executive pursuant to the Corporate Governance Code) responsible for the day-to-day operations of the Company.

Subsequent to the resignation of Mr. Zhou Hang as an executive Director and the General Manager on 8 February 2021, the Company is identifying a suitable candidate to fulfill the vacancy of the General Manager. The articles of the association of the Company has set out the role and powers of the Chairman and General Manager.

Save as disclosed, as the Directors are aware, during the Reporting Period, the Company has complied with the requirements under the "Corporate Governance Code" set out in Appendix 15 of the GEM Listing Rules. The Board will continue to enhance the standard of corporate governance of the Company to ensure that the Company will operate its business in an honourable and responsible manner.

審核委員會

本公司已於二零零五年八月二十一日成立審核委員會(「審核委員會」)。審核委員會之主要職責為審閱本公司的年報及財務報表、半年度報告及季度報告，以及就此向董事會提供意見及建議。此外，審核委員會成員亦將與管理層一起檢討本公司所採納的會計準則及常規，商討本公司的審核、內部監控制度和財務申報程序事宜。審核委員會由一位非執行董事于琳女士及兩位獨立非執行董事易永發先生及潘嘉陽先生組成。易永發先生為審核委員會主席。

審核委員會已經審閱本集團於報告期間之未經審核簡明綜合業績。

遵守企業管治守則

根據《企業管治守則》第C.2.1條之規定，主席與總經理的角色應有區分，不應由一人同時兼任。作為董事會之領導人，主席負責批准及監管本公司整體策略及政策，批准年度預算及業務計劃，評估本公司之表現，並監督管理層。張鋒先生為現任董事會主席。總經理(與《企業管治守則》行政總裁為同一角色)則負責本公司之日常運營。

繼周航先生於二零二一年二月八日辭任執行董事兼總經理之後，本公司正在物色合適候選人來填補總經理的空缺。本公司的公司章程已列載主席與總經理之角色與職權。

除所披露者外，據董事所知，本公司於報告期間一直遵守GEM上市規則附錄十五《企業管治守則》所載的規定。董事會將繼續提升本公司的企業管治標準，確保本公司以誠實負責的態度經營業務。

UPDATE ON DIRECTORS' INFORMATION

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, the change in information of the Directors for the six months ended 30 June 2022 is set out below:

Mr. Xu Yan He, a non-executive Director, passed away on 21 March 2022.

Mr. Jin Rui was appointed as a non-executive Director with effect from 13 May 2022.

Mr. Yick Wing Fat, Simon, an independent non-executive Director, ceased to act as an independent non-executive director, the chairman of the remuneration and nomination committee and a member of the audit and compliance committee of Nexteer Automotive Group Limited (the shares of which are listed on the Main Board of the Stock Exchange) since 14 June 2022.

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules for the six months ended 30 June 2022.

EVENTS AFTER THE REPORTING PERIOD

There are no important events affecting the Group which have occurred after the end of the Reporting Period and up to the date of this report.

On behalf of the Board

Shenzhen Neptunus Interlong Bio-technique Company Limited*

Zhang Feng

Chairman

Shenzhen, the PRC, 12 August 2022

As at the date of this report, the executive Directors are Mr. Zhang Feng and Mr. Huang Jian Bo; the non-executive Directors are Mr. Zhang Yi Fei, Ms. Yu Lin, Mr. Shen Da Kai and Mr. Jin Rui; and the independent non-executive Directors are Mr. Yick Wing Fat, Simon, Mr. Poon Ka Yeung and Mr. Zhang Jian Zhou.

* For identification purpose only

董事資料更新

根據GEM上市規則第17.50A(1)條，於截至二零二二年六月三十日止六個月之董事資料變更載列如下：

非執行董事徐燕和先生於二零二二年三月二十一日逝世。

金銳先生獲委任為非執行董事，自二零二二年五月十三日起生效。

獨立非執行董事易永發先生由二零二二年六月十四日起不再擔任耐世特汽車系統集團有限公司（一家股份於香港聯交所主板上市之公司）的獨立非執行董事、薪酬及提名委員會主席、及審核及合規委員會成員。

除上文披露者外，概無截至二零二二年六月三十日止六個月之其他資料需根據GEM上市規則第17.50A(1)條予以披露。

報告期後事項

於報告期間結束後直至本報告日期，並未發生影響本集團之重要事項。

代表董事會

深圳市海王英特龍生物技術股份有限公司

主席

張鋒

中國深圳市，二零二二年八月十二日

於本報告日期，執行董事為張鋒先生及黃劍波先生；非執行董事為張翼飛先生、于琳女士、沈大凱先生及金銳先生；及獨立非執行董事為易永發先生、潘嘉陽先生及章劍舟先生。

* 僅供識別



NEPTUNUS

海王

