



# Imperium Group Global Holdings Limited 帝國集團環球控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

*(於開曼群島註冊成立的有限公司)*

**(Stock code 股份代號 : 0776)**

*Interim Report*  
中期報告

# 2017



## **BOARD OF DIRECTORS**

### **Executive Directors**

Mr. Cheng Ting Kong (*Chairman*)  
Ms. Yeung So Mui  
Mr. Luk Wai Keung  
Mr. Leung Kwok Yin

### **Independent Non-Executive Directors**

Mr. Fung Tze Wa  
Mr. Ting Wong Kacee  
Mr. Tse Ting Kwan

### **AUDIT COMMITTEE**

Mr. Fung Tze Wa (*Chairman*)  
Mr. Ting Wong Kacee  
Mr. Tse Ting Kwan

### **REMUNERATION COMMITTEE**

Mr. Ting Wong Kacee (*Chairman*)  
Mr. Fung Tze Wa  
Mr. Tse Ting Kwan

### **NOMINATION COMMITTEE**

Mr. Tse Ting Kwan (*Chairman*)  
Mr. Fung Tze Wa  
Mr. Ting Wong Kacee

### **COMPANY SECRETARY**

Mr. Ip Ka Ki

### **AUDITORS**

RSM Hong Kong  
29th Floor  
Lee Garden Two  
28 Yun Ping Road  
Causeway Bay  
Hong Kong

### **董事會**

#### **執行董事**

鄭丁港先生 (*主席*)  
楊素梅女士  
陸偉強先生  
梁國賢先生

#### **獨立非執行董事**

馮子華先生  
丁煌先生  
謝庭均先生

#### **審核委員會**

馮子華先生 (*主席*)  
丁煌先生  
謝庭均先生

#### **薪酬委員會**

丁煌先生 (*主席*)  
馮子華先生  
謝庭均先生

#### **提名委員會**

謝庭均先生 (*主席*)  
馮子華先生  
丁煌先生

#### **公司秘書**

葉家麒先生

#### **核數師**

中瑞岳華(香港)會計師事務所  
香港  
銅鑼灣  
恩平道28號  
利園二期  
29字樓

## CORPORATE INFORMATION

### 公司資料

#### REGISTERED OFFICE

Cricket Square, Hutchins Drive  
P. O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

#### HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 2408, 24/F, China Merchants Tower, Shun Tak Centre, 168-200  
Connaught Road Central, Sheung Wan, Hong Kong

#### PRINCIPAL BANKERS

*In Hong Kong:*

The Hongkong and Shanghai Banking Corporation Limited

*In the PRC:*

Bank of China

Bank of Hangzhou Co., Limited

#### CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall, Cricket Square  
Grand Cayman, KY1-1102  
Cayman Islands

#### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 22, Hopewell Centre  
183 Queen's Road East  
Hong Kong

#### STOCK CODE

0776

#### INVESTOR RELATIONS

For other information relating to the Company,  
please contact Corporate Communications Department website:  
[www.776.hk](http://www.776.hk)  
e-mail: [ir@776.hk](mailto:ir@776.hk)

#### 註冊辦事處

Cricket Square, Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

#### 香港總辦事處及主要營業地點

香港上環干諾道中168-200號信德中心  
招商局大廈24樓2408室

#### 主要往來銀行

*在香港：*

香港上海滙豐銀行有限公司

*在中國：*

中國銀行

杭州銀行有限公司

#### 開曼群島主要股份過戶登記處

Maples Fund Services (Cayman) Limited  
P.O. Box 1093, Boundary Hall, Cricket Square  
Grand Cayman, KY1-1102  
Cayman Islands

#### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心22樓

#### 股份代號

0776

#### 投資者關係

有關本公司的其他資料，  
請聯絡企業通訊部網址：  
[www.776.hk](http://www.776.hk)  
電子郵件：[ir@776.hk](mailto:ir@776.hk)

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

## 簡明綜合損益及其他全面收益表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月

The board (the “Board”) of directors (the “Directors”) of Imperium Group Global Holdings Limited (the “Company”) is pleased to announce the unaudited results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2017, together with the unaudited comparative figures for the corresponding period in 2016 as follows:

帝國集團環球控股有限公司(「本公司」)董事(「董事」)會(「董事會」)欣然公告，本公司及其附屬公司(統稱「本集團」)於截至二零一七年六月三十日止六個月的未經審核業績，連同二零一六年同期的未經審核比較數字載列如下：

		<b>Unaudited</b> 未經審核	
		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		2017 二零一七年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元
		Note 附註	
<b>REVENUE</b>	收益		77,145
Cost of goods sold	貨品銷售成本		(72,474)
<b>Gross profit</b>	毛利		4,671
Other income	其他收入	4	1,661
Distribution costs	分銷成本		(1,924)
Administrative expenses	行政開支		(10,136)
Other operating expenses	其他經營開支		—
<b>LOSS FROM OPERATIONS</b>	經營虧損		(5,728)
Finance costs	融資成本		(821)
<b>LOSS BEFORE TAX</b>	除稅前虧損		(6,549)
Income tax expense	所得稅開支	5	(16)
<b>LOSS FOR THE PERIOD</b>	期內虧損		(6,565)
<b>Other comprehensive loss:</b>	<b>其他全面虧損：</b>		
Items that may be subsequently reclassified to profit or loss:	可能重新分類至損益的項目：		
Exchange differences arising on translating foreign operations	換算海外業務而產生之匯兌差異		1,541
<b>Total comprehensive loss for the period</b>	<b>期內全面虧損總額</b>		(5,024)
<b>LOSS PER SHARE</b>	<b>每股虧損</b>		
Basic (HK cents)	基本(港仙)	7	(2.29)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

At 30 June 2017 於二零一七年六月三十日

		Note 附註	Unaudited 未經審核 At 30 June 2017 於二零一七年 六月三十日 HK\$'000 千港元	Audited 經審核 At 31 December 2016 於二零一六年 十二月三十一日 HK\$'000 千港元
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	8	12,487	15,232
Investment properties	投資物業		16,913	15,901
Intangible asset	無形資產		500	500
			<b>29,900</b>	31,633
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		37,224	22,471
Loan receivables	應收貸款	9	60,000	22,000
Trade receivables	應收貿易賬款	10	15,822	19,903
Due from a related company	應收一間關聯公司款項		4,737	4,737
Deposits, other receivables and prepayments	按金、其他應收款項及預付款項		8,473	5,923
Cash and bank balances	現金及銀行結餘		54,790	96,057
			<b>181,046</b>	171,091
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables and accruals	應付貿易賬款、其他應付款項及應計項目	11	44,747	51,232
Due to a related company	應付一間關聯公司款項	12	—	5,154
Current tax liabilities	即期稅項負債		243	820
Bank borrowings	銀行借貸		36,575	11,113
			<b>81,565</b>	68,319
<b>NET CURRENT ASSETS</b>	<b>淨流動資產</b>		<b>99,481</b>	102,772
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>資產總值減流動負債</b>		<b>129,381</b>	134,405
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Deferred tax liabilities	遞延稅項負債		1,716	1,716
<b>NET ASSETS</b>	<b>淨資產</b>		<b>127,665</b>	132,689
<b>CAPITAL AND RESERVES</b>	<b>資本及儲備</b>			
Share capital	股本	13	2,872	2,872
Reserves	儲備		124,793	129,817
<b>TOTAL EQUITY</b>	<b>總權益</b>		<b>127,665</b>	132,689

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合權益變動表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 二零一六年 (unaudited) (未經審核) HK\$'000 千港元
Total equity of the Group at 1 January	於一月一日本集團總權益	132,689	151,608
Changes in equity during the period:	期內權益變動：		
— Exchange differences arising on translating on foreign operations	— 換算海外業務而產生之匯兌差異	1,541	(1,253)
— Loss for the period	— 期內虧損	(6,565)	(5,532)
Total comprehensive loss for the period	期內全面虧損總額	(5,024)	(6,785)
Total equity of the Group at 30 June	於六月三十日本集團總權益	127,665	144,823

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the six months ended 30 June 2017 截至二零一七年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2017 二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 二零一六年 (unaudited) (未經審核) HK\$'000 千港元
Net cash (used in)/from operating activities	經營活動(所用)/產生現金淨額	(66,131)	87,628
Net cash from/(used in) investing activities	投資活動產生/(所用)現金淨額	480	(557)
Net cash from/(used in) financing activities	融資活動產生/(所用)現金淨額	24,641	(7,958)
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等值物(減少)/增加淨額</b>	<b>(41,010)</b>	79,113
<b>CASH AND CASH EQUIVALENTS AT 1 JANUARY</b>	<b>於一月一日之現金及現金等值物</b>	<b>96,057</b>	42,537
<b>EFFECT OF FOREIGN EXCHANGE RATE CHANGES</b>	<b>匯率變動之影響</b>	<b>(257)</b>	(1,509)
<b>CASH AND CASH EQUIVALENTS AT 30 JUNE</b>	<b>於六月三十日之現金及現金等值物</b>	<b>54,790</b>	120,141
<b>ANALYSIS OF CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等值物分析</b>		
Cash and bank balances	現金及銀行結餘	54,790	120,141

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 1. GENERAL AND BASIS OF PREPARATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The address of its principal place of business is Room 2408, 24/F., China Merchants Tower, Shun Tak Centre, 168-200 Connaught Road Central, Sheung Wan, Hong Kong. The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

The Company is an investment holding company. The condensed consolidated financial information are presented in Hong Kong dollars ("HK\$") and all values are rounded to the nearest thousand except when otherwise indicated, which is the Company's functional and presentation currency.

In the opinion of the Directors, Power Ocean Holdings Limited, a company incorporated in the British Virgin Islands, is the immediate parent and Mr. Chau Cheok Wa and Mr. Cheng Ting Kong are the ultimate controlling parties of the Company.

The condensed consolidated financial information have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

### 1. 一般資料及編製基準

本公司根據開曼群島公司法於開曼群島註冊成立為一家獲豁免有限公司，其註冊地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands，主要營業地點位於香港上環干諾道中168-200號信德中心招商局大廈24樓2408室。本公司之股份於香港聯合交易所有限公司（「聯交所」）主板上市。

本公司為投資控股公司。本簡明綜合財務資料以港元（「港元」）（本公司之功能和呈列貨幣）呈列。除另有指明者外，所有數值均四捨五入至最近之千位。

董事認為，力海控股有限公司（於英屬維爾京群島註冊成立之公司）為本公司之直接母公司，以及周焯華先生及鄭丁港先生為本公司之最終控股方。

本簡明綜合財務資料乃依據香港會計師公會（「香港會計師公會」）頒佈的香港會計準則（「香港會計準則」）第34號「中期財務報告」要求以及香港聯合交易所有限公司證券上市規則（「上市規則」）附錄16的適用披露規定而編製。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis, except for certain properties and financial instruments, which are measured at fair value, as appropriate.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2017 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2016.

#### Application of a new amendments to Hong Kong Financial Reporting Standards ("HKFRSs")

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2017. HKFRSs comprise Hong Kong Financial Reporting Standards ("HKFRS"); HKAS and Interpretations. The following standards have been adopted by the Group for the first time for the financial period beginning on 1 January 2017:

Amendments to HKAS 7	Disclosure Initiative
Amendments to HKAS 12	Recognition of deferred tax assets for unrealised losses

The adoption of these new and revised HKFRSs did not result in significant changes to the Group's accounting policies, presentation of the Group's condensed consolidated financial statements and amounts reported for the current period and prior years.

The Group has not early applied new and revised HKFRSs that have been issued but are not yet effective for the financial period beginning on 1 January 2017. The Directors anticipate that the new and revised HKFRSs will be adopted in the Group's condensed consolidated financial statements when they become effective. The Group is in the process of assessing, where applicable, the potential effect of all new and revised HKFRSs that will be effective in future periods but is not yet in a position to state whether these new and revised HKFRSs would have a material impact on its results of operations and financial position.

### 2. 主要會計政策

除若干物業及金融工具以公允值計量(如適用)外,本簡明綜合財務報表按歷史成本法編製。

除下文所述者外,編製截至二零一七年六月三十日止六個月本簡明綜合財務報表時所採用的會計政策及計算方法與編製本集團截至二零一六年十二月三十一日止年度財務報表所遵循者相同。

#### 採納香港財務報告準則(「香港財務報告準則」)的新修訂

於本期間,本集團已採納由香港會計師公會頒佈而與本集團業務有關及於二零一七年一月一日開始之會計期間生效之所有新增及經修訂香港財務報告準則。香港財務報告準則包括香港財務報告準則(「香港財務報告準則」)、香港會計準則及詮釋。本集團於二零一七年一月一日開始之財務期間第一次採納以下的準則:

香港會計準則第7號之修訂本	披露計劃
香港會計準則第12號之修訂本	就未變現虧損確認遞延稅項資產

採納此等新增及經修訂香港財務報告準則不會令本集團之會計政策、本集團簡明綜合財務報表之呈列方式及本期間與過往年度呈報之金額出現重大變動。

本集團並無提早應用已頒佈但尚未於二零一七年一月一日開始之財政年度生效之新訂及經修訂香港財務報告準則。董事預期本集團將於有關新訂及經修訂香港財務報告準則生效後,在簡明綜合財務報表中應用有關準則。本集團現正評估(倘適用)所有將於未來期間生效之新訂及經修訂香港財務報告準則之潛在影響,惟目前未能確定此等新訂及經修訂香港財務報告準則會否對其經營業績及財務狀況構成重大影響。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 3. SEGMENT INFORMATION

Information reported to the Executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of goods delivered. For management purposes, the Group has three reportable segments, stainless steel furnishings, property investment and money lending.

Information about reportable segment revenue, profit or loss and assets:

2017

		<b>Stainless steel furnishings</b> 不鏽鋼傢俱 HK\$'000 千港元	<b>Property investment</b> 物業投資 HK\$'000 千港元	<b>Money lending</b> 放債 HK\$'000 千港元	<b>Total</b> 總計 HK\$'000 千港元
<b>Six months ended 30 June 2017</b> <b>(unaudited)</b>	<b>截至二零一七年 六月三十日六個月 (未經審核)</b>				
Revenue from external customers	來自外部客戶之收益	74,480	440	2,225	77,145
Intersegment revenue	分部間收益	—	—	—	—
Segment (loss)/profit	分部(虧損)/溢利	(4,234)	156	1,643	(2,435)
Interest revenue	利息收益	974	—	2,225	3,199
Interest expense	利息開支	(821)	—	—	(821)
Depreciation	折舊	(1,875)	—	(32)	(1,907)
Income tax expense	所得稅開支	—	—	(16)	(16)
Additions to segment non-current assets	添置分部非流動資產	494	—	302	796
Other material non-cash item: — Fair value change of investment properties	其他重大非現金項目 — 投資物業 公允值變動	—	661	—	661
<b>As at 30 June 2017</b>	<b>於二零一七年 六月三十日</b>				
Segment assets	分部資產	78,298	25,962	68,459	172,719

### 3. 分部資料

就資源分配及評估分部表現而向本公司執行董事(為主要經營決策者)呈報的資料集中於所交付的貨品種類。就管理而言,本集團分為不鏽鋼傢俱、物業投資及放債三個可呈報分部。

有關可申報分部收益、損益及資產之資料:

二零一七年

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 3. SEGMENT INFORMATION (Continued)

#### 2016

### 3. 分部資料(續)

#### 二零一六年

		Stainless steel furnishings 不鏽鋼傢俱 HK\$'000 千港元	Property investment 物業投資 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>Six months ended 30 June 2016 (unaudited)</b>	<b>截至二零一六年六月三十日止 六個月(未經審核)</b>				
Revenue from external customers	來自外部客戶之收益	69,641	111	—	69,752
Intersegment revenue	分部間收益	—	—	—	—
Segment loss	分部虧損	(842)	(149)	—	(991)
Interest revenue	利息收益	47	—	—	47
Interest expense	利息開支	(587)	—	—	(587)
Depreciation	折舊	(927)	—	—	(927)
Additions to segment non-current assets	添置分部非流動資產	2,531	—	—	2,531
Other material non-cash item:	其他重大非現金項目：				
— Fair value change of investment properties	— 投資物業公允值變動	—	(229)	—	(229)
<b>As at 31 December 2016</b>	<b>於二零一六年十二月三十一日</b>				
Segment assets	分部資產	68,127	24,582	23,537	116,246

Reconciliations of segment assets:

分部資產之對賬：

		<b>At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元</b>	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Assets	資產		
Total assets of reportable segment	可申報分部之總資產	<b>172,719</b>	116,246
Unallocated corporate assets	未分配企業資產	<b>38,227</b>	86,478
Consolidated total assets	綜合總資產	<b>210,946</b>	202,724

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 3. SEGMENT INFORMATION (Continued)

Reconciliation of reportable segment revenue and results:

		Six months ended 30 June 截至六月三十日止六個月	
		2017 於二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 於二零一六年 (unaudited) (未經審核) HK\$'000 千港元
<b>Revenue</b>	<b>收益</b>		
Total revenue of reportable segments	可申報分部之總收益	77,145	69,752
Elimination of intersegment revenue	抵銷分部間收益	—	—
Consolidated revenue	綜合收益	<b>77,145</b>	69,752
<b>Profit or loss</b>	<b>收益或虧損</b>		
Total loss of reportable segments	可申報分部之總虧損	(2,435)	(991)
Unallocated corporate income	未分配企業收入	26	1,139
Unallocated corporate expenses	未分配企業開支	(4,156)	(5,680)
Consolidated loss for the period	期內綜合虧損	<b>(6,565)</b>	(5,532)

### 3. 分部資料(續)

可申報分部收益及業績之對賬：

### 4. OTHER INCOME

		Six months ended 30 June 截至六月三十日止六個月	
		2017 於二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 於二零一六年 (unaudited) (未經審核) HK\$'000 千港元
Fair value gain on investment property	投資物業公允值收益	661	—
Interest income	利息收入	974	97
Investment income	投資收入	—	919
Net exchange gain	淨匯兌收益	26	216
Others	其他	—	39
		<b>1,661</b>	1,271

### 4. 其他收入

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 5. INCOME TAX EXPENSE

Hong Kong Profits Tax has been provided at 16.5% (2016: 16.5%) on the estimated assessable profits for the period.

Under the Law of the PRC on Enterprise Income Tax and Implementation Rules, the statutory tax rate of PRC subsidiaries is 25% (2016: 25%), except for 寧波捷豐金屬製品有限公司 (Ningbo JF Metal Products Co., Ltd.), a subsidiary of the Company which was recognised as a small and thin profit enterprise during the period under relevant enterprise income tax rules and regulations and is subject to preferential enterprise income tax at 20%.

Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

### 6. DIVIDEND

No dividend was paid, declared or proposed during the period. The Directors have determined that no dividend will be paid in respect of the interim period (2016: Nil).

### 7. LOSS PER SHARE

The calculation of basic loss per share is based on the following:

### 5. 所得稅開支

本集團於期內就預估應課稅溢利撥備16.5% (二零一六年：16.5%)作為利得稅。

根據中國企業所得稅法及實施條例，中國附屬公司之法定稅率為25% (二零一六年：25%)。惟本公司附屬公司寧波捷豐金屬製品有限公司除外，其被認定為小規模少盈利企業，根據相關企業所得稅法及規定，該企業於期內按20%之優惠稅率繳納企業所得稅。

其他地區應課稅溢利之稅項開支乃採用本集團經營所在國家當前稅率根據現行的相關法例、詮釋及慣例計算。

### 6. 股息

本期間並無派付、宣派或建議派付任何股息。董事已決定將不會就本中期期間派付股息 (二零一六年：無)。

### 7. 每股虧損

每股基本虧損乃根據下列數據計算：

		Six months ended 30 June 截至六月三十日止六個月	
		2017 於二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 於二零一六年 (unaudited) (未經審核) HK\$'000 千港元
<b>Loss</b>	<b>虧損</b>		
Loss attributable to owners of the Company, used in the basic loss per share calculation	用於計算每股基本虧損之本公司擁有人應佔虧損	(6,565)	(5,532)
		Six months ended 30 June 截至六月三十日止六個月	
		2017 於二零一七年 (unaudited) (未經審核)	2016 於二零一六年 (unaudited) (未經審核)
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares used in basic loss per share calculation	用於計算每股基本虧損之普通股加權平均數	287,206,000	287,206,000

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 8. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2017, the Group had additions to property, plant and equipment in the amount of approximately HK\$494,000 (2016: approximately HK\$2,531,000). The Group has no material disposal of property, plant and equipment on both periods.

### 9. LOAN RECEIVABLES

The maturity profile of loan receivables at the reporting date is analysed by the remaining periods to their contractual maturity dates at follows:

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Within one year	一年內	60,000	22,000

### 10. TRADE RECEIVABLES

The Group normally granted customers with credit terms of 30 to 90 days. The aging analysis of the Group's trade receivables, based on the invoice date, and net of allowance, is as of follows:

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
0-30 days	0至30天	15,776	19,806
31-60 days	31至60天	—	97
Over 90 days	超過90天	46	—
Total	總計	15,822	19,903

### 8. 物業、廠房及設備

截至二零一七年六月三十日止六個月，本集團添置物業、廠房及設備金額計約494,000港元(二零一六年：約2,531,000港元)。於兩個期間內，本集團並無重大出售物業、廠房及設備。

### 9. 應收貸款

於報告日期應收貸款按餘下日期至其合約日期之到期情況如下：

### 10. 應收貿易賬款

本集團一般授予客戶30至90天的信用期。本集團應收貿易賬款按發票日期及扣除撥備後的賬齡分析如下：

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 11. TRADE AND OTHER PAYABLES AND ACCRUALS

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Trade payables	應付貿易賬款	11,659	15,136
Other payables and accruals	其他應付款項及應計項目	33,088	36,096
		<b>44,747</b>	51,232

The Group normally obtains credit terms ranging from 30 to 90 days from its suppliers. The aging analysis of the Group's trade payables, based on invoice date, is as follows:

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
0-30 days	0至30天	8,283	10,193
31-60 days	31至60天	3,367	4,659
61-90 days	61至90天	9	156
Over 90 days	超過90天	—	128
Total	總計	<b>11,659</b>	15,136

### 12. DUE TO A RELATED COMPANY

The balance is unsecured, interest-free and has no fixed repayment terms.

### 11. 應付貿易賬款、其他應付款項及應計項目

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Trade payables	應付貿易賬款	11,659	15,136
Other payables and accruals	其他應付款項及應計項目	33,088	36,096
		<b>44,747</b>	51,232

供應商授予本集團的信貸期一般為30至90天。本集團應付貿易賬款按發票日期之賬齡分析如下：

### 12. 應付一間關聯公司款項

該等結餘為無抵押、免息及並無固定還款期。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 13. SHARE CAPITAL

### 13. 股本

		Number of shares	
		股份數目	
		'000	HK\$'000
		千股	千港元
Ordinary shares of HK\$0.01 each: Authorised:	每股面值0.01港元之普通股： 法定：		
At 1 January 2016 (audited), 31 December 2016 (audited) and 30 June 2017 (unaudited)	於二零一六年一月一日 (經審核)、二零一六年 十二月三十一日(經審核) 及二零一七年六月三十日 (未經審核)	5,000,000	50,000
Issued and fully paid:	已發行及繳足：		
At 1 January 2016 (audited), 31 December 2016 (audited) and 30 June 2017 (unaudited)	於二零一六年一月一日 (經審核)、二零一六年 十二月三十一日(經審核) 及二零一七年六月三十日 (未經審核)	287,206	2,872

### 14. OPERATING LEASE COMMITMENTS

#### The Group as lessee

The Group had commitments for future minimum lease payments under non-cancellable operating leases in respect of leasehold land and buildings which full due as follow:

### 14. 經營租賃承擔

#### 本集團作為承租人

本集團於下列期間就租賃土地及建築物之不可撤銷經營租賃支付之未來最低租金承擔如下：

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Within one year	一年內	1,518	1,774
In the second to fifth years, inclusive	第二至五年(包括首尾兩年)	6,073	5,954
After five years	五年後	5,314	5,954
		<b>12,905</b>	13,682



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### The Group as lessor

The Group's total future minimum lease payments under non-cancellable operating leases are receivables as follows:

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
Within one year	一年內	885	—
In the second to fifth years inclusive	第二至五年(包括首尾兩年)	2,806	2,040
Over five years	五年後	2,776	4,365
		<b>6,467</b>	6,405

### 本集團作為出租人

本集團根據不可撤銷經營租賃應收之未來最低租金如下：

## 15. FAIR VALUE MEASUREMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

## 15. 公允值計量

公允值為市場參與者於計量日期進行之有序交易中出售資產所收取或轉讓負債所支付之價格。以下公允值計量披露使用的公允值層級將用於計量公允值的估值技術之參數分為三個層級：

第一層級參數：本公司可於計量日期得出相同資產或負債之活躍市場報價(未經調整)。

第二層級參數：第一層級所包括之報價以外之直接或間接的資產或負債可觀察參數。

第三層級參數：資產或負債之不可觀察參數。

本集團的政策乃於導致該轉移之事件或狀況出現變動當日確認自三個層級中的任何一個層級的轉入及轉出。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 15. FAIR VALUE MEASUREMENTS (Continued)

#### (a) Disclosure of level in fair value hierarchy at 30 June 2017 and 31 December 2016:

**Recurring fair value measurements:**  
 Investment property  
 Residential unit — Hong Kong  
 Commercial units — the PRC

經常性公允值計量：  
 投資物業  
 住宅單位 — 香港  
 商業單位 — 中國

#### (b) Reconciliation of assets measured at fair value based on level 3:

**Investment properties**

投資物業

At 1 January  
 – Subsequent expenditure  
 Total gains/(losses) recognised in profit or loss (#)  
 Exchange realignment

於一月一日  
 — 隨後支出  
 於損益內確認的  
 收益／(虧損)總額(#)  
 匯兌調整

At 30 June/31 December

於六月三十日／  
 十二月三十一日

(#) Include gains/(losses) for assets held at end of reporting period

(#)包括於報告期結束時  
 所持資產的收益／  
 (虧損)

### 15. 公允值計量(續)

#### (a) 於二零一七年六月三十日及二零一六年十二月三十一日的公允值層級水平披露：

#### Fair value measurements using: Level 3

公允值計量採用的層級：第三層級

At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
7,000	6,600
9,913	9,301
<b>16,913</b>	<b>15,901</b>

#### (b) 根據第三層級按公允值計量的資產對賬：

At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
15,901	16,985
—	9,355
661	(9,890)
351	(549)
<b>16,913</b>	<b>15,901</b>
<b>661</b>	<b>(9,890)</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 15. FAIR VALUE MEASUREMENTS (Continued)

#### (b) (Continued)

The total gains or losses recognised in profit or loss including those for assets held at end of reporting period are presented in other income (2016: other operating expenses) in the condensed consolidated statement of profit or loss and other comprehensive income.

#### (c) Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements at 30 June 2017 and 31 December 2016:

The Group's financial controller is responsible for the fair value measurements of assets and liabilities required for financial reporting purposes, including level 3 fair value measurements. The financial controller reports directly to the Board for these fair value measurements. Discussions of valuation processes and results are held between the financial controller and the Board at least twice a year.

For level 3 fair value measurements, the Group will normally engage external valuation experts with the recognised professional qualifications and recent experience to perform the valuations.

Key unobservable inputs used in level 3 fair value measurements are mainly:

- Price index difference (estimated based on private domestic price indices by class published by Rating and Valuation Department of the Government of the Hong Kong Special Administrative Region)
- Floor level difference (estimated based on actual data)
- Size difference (estimated based on actual data)
- View difference (estimated based on valuation experts' in-house database)
- Building age difference (estimated based on actual data)
- Market quote adjustment factor (estimated based on valuation experts' in-house database)

### 15. 公允值計量(續)

#### (b) (續)

於報告期結束時在損益中確認的收益或虧損總額(包括所持資產的虧損)乃於簡明綜合損益及其他全面收益表內的其他收入(二零一六年:其他經營開支)呈列。

#### (c) 於二零一七年六月三十日及二零一六年十二月三十一日本集團所採用的估值程序及公允值計量所採用的估值技術及參數的披露:

本集團的財務總監負責就財務報告進行所需的資產及負債之公允值計量(包括第三層級公允值計量)。財務總監就此等公允值計量直接向董事會匯報。財務總監與董事會每年至少兩次討論估值程序及有關結果。

就第三層級公允值計量而言,本集團將通常聘請具備獲認可專業資格及最近進行估值經驗之外部估值專家。

第三層級公允值計量所採用的主要不可觀察參數主要是:

- 價格指數差異(基於香港特別行政區政府差餉物業估價署發佈的私人住宅各類單位售價指數之估計)
- 樓層差異(基於實際數據之估計)
- 面積差異(基於實際數據之估計)
- 觀景差異(根據估值專家內部數據庫估計)
- 樓齡差異(基於實際數據之估計)
- 市場報價調整因素(根據估值專家內部數據庫估計)

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 15. FAIR VALUE MEASUREMENTS (Continued)

(c) (Continued)

#### Level 3 fair value measurements

Description	Valuation technique	Unobservable inputs Range	Range	Effect on fair value for increase of inputs 參數增加對公允值的影響	Fair value 30 June 2017 公允值二零一七年六月三十日 (unaudited) (未經審核) HK\$'000 千港元	Fair value 31 December 2016 公允值二零一六年十二月三十一日 (audited) (經審核) HK\$'000 千港元
項目	估值技術	不可觀察參數	範圍	範圍	%	%
Investment property — Residential unit located in Hong Kong 投資物業 — 位於香港之 住宅單位	Market comparable approach 市場比較法	Price index difference	1.18% to 9.15% (2016: 0% to 2.65%)	Increase	<b>7,000</b>	6,600
		價格指數差異	1.18%至9.15% (二零一六年：0%至2.65%)	增加		
		Floor difference	-5.5% to 5.5% (2016: -4.5% to 4.5%)	Increase		
		樓宇差異	-5.5%至5.5% (二零一六年：-4.5%至4.5%)	增加		
		Size difference	-0.92% to 7.76% (2016: 0.91% to 4.39%)	Increase		
		面積差異	-0.92%至7.76% (二零一六年：0.91%至4.39%)	增加		
		View difference	-5% to 0% (2016: 0% to 5%)	Increase		
景觀差異	-5%至0% (二零一六年：0%至5%)	增加				
Investment property — Commercial units located in the PRC 投資物業 — 位於中國之 商業單位	Market comparable approach 市場比較法	Building age	0% (2016: 0% to 2%) 0% (二零一六年：0%至2%)		<b>9,913</b>	9,301
		樓齡差異				
		Market quote adjustment factor	-5% (2016: -5%)	Decrease		
市場報價調整因素	-5% (二零一六年：-5%)	減少				
Floor difference	-35% to 45% (2016: -35% to 45%)	Decrease				
樓宇差異	-35%至45% (二零一六年：-35%至45%)	減少				

There were no changes in the valuation techniques used as at 30 June 2017 and 31 December 2016.

### 15. 公允值計量(續)

(c) (續)

#### 第三層級公允值計量

於二零一七年六月三十日及二零一六年十二月三十一日所採用的估值方式並無改變。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 16. RELATED PARTY TRANSACTIONS

In addition to those related party transactions and balances disclosed elsewhere in the condensed financial statements, the Group had the following transactions and balances with related parties during the period:

#### (a) Key management personnel compensation

The key management personnel of the Group comprise all Directors. Details of their emoluments were disclosed as follows:

### 16. 關聯人士交易

除本簡明財務報表其他部分所披露的關聯人士交易及結餘外，於期內，本集團與其關聯人士的交易及結餘如下：

#### (a) 主要管理人員酬金

本集團主要管理人員包括所有董事。彼等的薪酬詳情披露如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2017 於二零一七年 (unaudited) (未經審核) HK\$'000 千港元	2016 於二零一六年 (unaudited) (未經審核) HK\$'000 千港元
Directors' remuneration	董事薪酬	1,033	553

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 16. RELATED PARTY TRANSACTIONS (Continued)

#### (b) Transactions with related parties

Rental income from — 寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	來自以下公司之租金收入 一 寧波捷豐現代傢俱 有限公司	<b>373</b>	525
Interest income from — 寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	來自以下公司之利息收入 一 寧波捷豐現代傢俱 有限公司	<b>933</b>	—
Processing charges paid to — 寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	向以下公司支付加工費 一 寧波捷豐現代傢俱 有限公司	<b>547</b>	477
Purchase from — 寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	向以下公司購買 一 寧波捷豐現代傢俱 有限公司	<b>1,086</b>	1,751
License fees paid to — A.C.R. Equipment Supplies Limited	向以下公司支付特許費 一 捷豐冷凍器材有限公司	<b>60</b>	60
Rental expenses paid to — 寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*) — Senior management	向以下人士支付租金 一 寧波捷豐現代傢俱 有限公司 一 高級管理層	<b>723</b> —	787 45

An executive Director, Mr. Leung Kwok Yin has beneficial interests in above companies.

### 16. 關聯人士交易(續)

#### (b) 與關聯人士進行的交易

**Six months ended 30 June**  
截至六月三十日止六個月

	<b>2017</b> 於二零一七年 <b>(unaudited)</b> (未經審核) <b>HK\$'000</b> 千港元	2016 於二零一六年 (unaudited) (未經審核) HK\$'000 千港元
<b>373</b>	525	
<b>933</b>	—	
<b>547</b>	477	
<b>1,086</b>	1,751	
<b>60</b>	60	
<b>723</b> —	787 45	

執行董事梁國賢先生於上述公司擁有實益權益。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 16. RELATED PARTY TRANSACTIONS (Continued)

#### (c) Balance with related parties

— Due from a related company

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
JF Household Furnishings (BVI) Limited	捷豐家居用品 (維爾京群島)有限公司	4,737	4,737

— Due to a related company

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	寧波捷豐現代傢俱 有限公司	—	5,154

\* for identification purpose only

### 16. 關聯人士交易(續)

#### (c) 與關聯人士的結餘

— 應收一間關聯公司款項

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
JF Household Furnishings (BVI) Limited	捷豐家居用品 (維爾京群島)有限公司	4,737	4,737

— 應付一家關聯公司款項

		At 30 June 2017 於二零一七年 六月三十日 (unaudited) (未經審核) HK\$'000 千港元	At 31 December 2016 於二零一六年 十二月三十一日 (audited) (經審核) HK\$'000 千港元
寧波捷豐現代傢俱有限公司 (Ningbo JF Furniture Co., Limited*)	寧波捷豐現代傢俱 有限公司	—	5,154

\* 僅供識別

### FINANCIAL REVIEW

The Group's revenue for the six months ended 30 June 2017 amounted to approximately HK\$77.1 million, representing an increase of approximately 10.6% over the corresponding period of 2016. Such increase is due to the increase of selling price of household products and there is an income arising from money lending business.

Gross profit margin of the Group decreased 0.7% to approximately 6.1% for the six months ended 30 June 2017 was mainly due to the higher materials costs and increase of depreciation expenses during the period.

Other income increased from approximately HK\$1.3 million for the six months ended 30 June 2016 to approximately HK\$1.7 million for the six months ended 30 June 2017, mainly due to the increase in fair value gain on investment property and interest income from a related company.

Distribution costs increased from approximately HK\$1.0 million for the six months ended 30 June 2016 to approximately HK\$1.9 million for the six months ended 30 June 2017, mainly due to the increase in declaration charge and transportation cost.

Administrative expenses increased from approximately HK\$9.8 million for the six months ended 30 June 2016 to approximately HK\$10.1 million for the six months ended 30 June 2017, mainly due to the increase in staff costs and rental expenses.

### BUSINESS REVIEW AND OUTLOOK

#### Household products business

During 2017, market condition remains challenging as the slow growth in China economy. Besides, the rising of staff costs and intense competition also deteriorates to household market in China. The revenue from household products business for the six months ended 30 June 2017 was approximately HK\$74,480,000 (2016: approximately HK\$69,641,000), representing a slightly increase of 6.9%. The segment loss for the reporting period was approximately HK\$4,234,000 (2016: approximately HK\$842,000). The reduction in gross margin was mainly due to the higher material costs and the increase of depreciation expenses after the production base migrated to the periphery area of Yuyao City.

The Group will take active measure to strengthen its operational efficiency, reduce the cost of production and improve the product mix in order to improve the gross profit margin and increase the market share.

### 財務回顧

截至二零一七年六月三十日止六個月，本集團收益約為77,100,000港元，較二零一六年同期增加約10.6%，該增加乃由於新家居產品銷售價格上升及從放債業務產生之收入。

本集團之毛利率下降0.7%至截至二零一七年六月三十日止六個月約6.1%，主要由於期內原材料成本增加及折舊成本增加所致。

其他收入由截至二零一六年六月三十日止六個月約1,300,000港元增加至截至二零一七年六月三十日止六個月約1,700,000港元，主要是由於來自投資物業公允值收益及關聯公司之利息收入增加。

分銷成本由截至二零一六年六月三十日止六個月約1,000,000港元增加至截至二零一七年六月三十日止六個月約1,900,000港元，主要是由於報關費用及運輸成本增加。

行政開支由截至二零一六年六月三十日止六個月約9,800,000港元增加至截至二零一七年六月三十日止六個月約10,100,000港元，主要是由於員工成本以及租金費用增加。

### 業務回顧及展望

#### 家居產品業務

於二零一七年，市況仍然充滿挑戰，中國經濟增長緩慢。此外，員工成本上升及激烈競爭亦使中國家居市場情況進一步惡化。截至二零一七年六月三十日止六個月，家居產品業務收益約為74,480,000港元(二零一六年：約69,641,000港元)，略微上升6.9%。報告期內分部虧損約為4,234,000港元(二零一六年：約為842,000港元)。毛利率下降主要由於原料成本增加及生產基地遷移到余姚市周邊地區後的折舊開支增加。

本集團將採取積極措施加強其經營效率，降低生產成本及改善產品組合，以改善毛利率及提高市場份額。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Property investment business

The Group has diversified its business by acquired investment properties in Hong Kong and PRC for rental purpose. The Group's revenue from property investment business during the reporting period was approximately HK\$440,000 (2016: approximately HK\$111,000). It attributes to the Group has leased out the hotel to an independent third party for operation in the second half of 2016. The segment profit was approximately HK\$156,000 (2016: segment loss of approximately HK\$149,000), mainly due to change of fair value gain on investment property which is non-cash in nature.

### Money lending business

To diversify the Group's business and broaden the Group's source of income, the Group is now engaged in money lending business which provides customers with a wide range of loan products and services to meet their financial needs. The Group's revenue from money lending business during the period was approximately HK\$2,225,000 (2016: Nil). The segment profit of approximately HK\$1,643,000 (2016: Nil).

### Future prospects

Looking forward, the Group will from time to time to the business opportunities that can broaden the income base of the Group and create the maximum returns to the shareholders.

## LIQUIDITY, FINANCIAL RESOURCES, FUNDING AND TREASURY POLICY

As at 30 June 2017, the Group had cash and bank balances of approximately HK\$54.8 million (as at 31 December 2016: approximately HK\$96.1 million) and short-term bank borrowings of approximately HK\$36.6 million (as at 31 December 2016: approximately HK\$11.1 million) respectively.

As at 30 June 2017, the Group had current assets of approximately HK\$181.0 million (31 December 2016: HK\$171.1 million) and current liabilities of approximately HK\$81.6 million (31 December 2016: HK\$68.3 million).

### GEARING RATIO

As at 30 June 2017, the Group's gearing ratio, which was derived from the total borrowings to total assets, increased to 17.4% from that of 5.5% as at 31 December 2016.

### CAPITAL STRUCTURE

The share capital of the Company comprises of ordinary shares only.

### 物業投資業務

本集團通過收購作出租之用的一項香港及中國投資物業將其業務多元化。於報告期內，本集團來自物業投資業務的收益約為440,000港元(二零一六年：約111,000港元)。此乃由於二零一六年下半年本集團已將酒店租賃給獨立第三方經營所致。分部溢利約為156,000港元(二零一六年：分部虧損約為149,000港元)，主要來自投資物業公允價值溢利變動(非現金性質)所致。

### 放債業務

為多元化本集團業務範圍及拓闊本集團收入來源，本集團正從事放債業務，藉此提供各類貸款產品及服務，以滿足客戶的財務需求。於期內，本集團來自放債業務的收益約為2,225,000港元(二零一六年：無)。分部收益約為1,643,000港元(二零一六年：無)。

### 未來前景

展望未來，本集團將致力專注放債業務及不時尋求可擴闊本集團收入基礎的業務機會並為股東創造最大回報。

## 流動資金、財務資源、融資及財務政策

於二零一七年六月三十日，本集團分別擁有現金及銀行結餘約54,800,000港元(於二零一六年十二月三十一日：約96,100,000港元)及短期銀行借款約36,600,000港元(於二零一六年十二月三十一日：約11,100,000港元)。

於二零一七年六月三十日，本集團擁有流動資產約181,000,000港元(二零一六年十二月三十一日：171,100,000港元)及流動負債約81,600,000港元(二零一六年十二月三十一日：68,300,000港元)。

### 資產負債比率

於二零一七年六月三十日，本集團之資產負債比率(以借款總額與資產總值之比例計算)由二零一六年十二月三十一日5.5%增加至17.4%。

### 資本結構

本公司股本僅由普通股組成。

### MATERIAL ACQUISITION AND DISPOSAL

Save as disclosed, the Group did not have any material acquisition and disposal for the six months ended 30 June 2017.

### DIVIDENDS

The Board has resolved not to declare an interim dividend for the six months ended 30 June 2017 (2016: Nil).

### FOREIGN EXCHANGE EXPOSURE

Most of the trading transactions, assets and liabilities of the Group were denominated in Renminbi, United States dollars and Hong Kong dollars.

### CONTINGENT LIABILITIES

As at 30 June 2017, the Group had no material contingent liabilities.

### EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2017, the Group employed 492 staff in the PRC and Hong Kong. The Group's remuneration to employees, including Directors' emoluments, amounted to approximately HK\$16,577,000 for the period. The Group reviews employee remuneration annually and rewards its employee with reference to the length of services and performance. The Group also grants share options and bonuses to employees of the Group at the discretion of the Directors and based on the financial performance of the Group.

### DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 30 June 2017, none of the Directors and the chief executives of the Company nor each of their respective associates (as defined under the Listing Rules), had or was deemed to have any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO") which (a) were required, to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of the Part XV of the SFO (including interests and short positions which the Directors were taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, to be notified to the Company and the Stock Exchange.

As at 30 June 2017, none of the Directors have options to subscribe for shares in the Company.

### 重大收購及出售

除所披露者外，截至二零一七年六月三十日止六個月，本集團並無任何重大收購及出售。

### 股息

董事會決議不就截至二零一七年六月三十日止六個月宣派中期股息(二零一六年：無)。

### 外匯風險

本集團的主要貿易交易、資產及負債以人民幣、美元及港元列值。

### 或然負債

於二零一七年六月三十日，本集團並無重大或然負債。

### 僱員及薪酬政策

於二零一七年六月三十日，本集團於中國及香港僱用492名員工。本集團於期內的僱員薪酬(包括董事酬金)為約16,577,000港元。本集團按僱員服務年期及表現每年檢討僱員薪酬及獎勵僱員。本集團亦根據本集團的財務表現由董事酌情決定向本集團僱員授出購股權及花紅。

### 董事於本公司或其相聯法團的股份、相關股份及債券中的權益及淡倉

於二零一七年六月三十日，本公司董事及主要行政人員及彼等各自之聯繫人(定義見上市規則)概無於本公司或其任何相聯法團(定義見香港法例第571章證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份及債券中擁有或被視為擁有任何(a)根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉(包括根據證券及期貨條例有關條文董事被當作擁有或被視為擁有的權益及淡倉)；或(b)根據證券及期貨條例第352條規定須記錄於該條例所指登記冊的權益或淡倉；或(c)根據上市規則所載之上市公司董事進行證券交易之標準守則須知會本公司及聯交所的任何權益或淡倉。

於二零一七年六月三十日，概無董事擁有可認購本公司股份之購股權。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### SUBSTANTIAL SHAREHOLDERS

As at 30 June 2017, the following substantial shareholders had interests or short positions in the shares or the underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO. Other than the interests disclosed below, the Directors were not aware of any other persons who had interests or short positions in the shares or the underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

### 主要股東

於二零一七年六月三十日，下列主要股東於本公司股份或相關股份中擁有記錄於根據證券及期貨條例第336條規定存置之登記冊之權益或淡倉。除下文所披露的權益外，董事並不知悉任何其他人士於本公司股份或相關股份中持有記錄於根據證券及期貨條例第336條規定存置之登記冊之權益或淡倉：

Name of Substantial Shareholders	Number of shares interested in	Capacity	Approximate percentage of the total issue capital of the Company (Note 3) 佔本公司已發行股本總數的概約百分比 (附註3)
主要股東名稱	持有股份數量	身份	
Power Ocean Holdings Limited (Note 1&2) 力海控股有限公司(附註1及2)	179,407,488	Beneficial owner 實益擁有人	62.46%
Chau Cheok Wa (Note 1) 周焯華(附註1)	179,407,488	Interest through a controlled corporation 受控法團之權益	62.46%
Cheng Ting Kong (Note 2) 鄭丁港(附註2)	179,407,488	Interest through a controlled corporation 受控法團之權益	62.46%

Notes:

1. According to the record in the register kept under section 336 of the SFO, Power Ocean Holdings Limited, which 50% of issued share capital is owned by Mr. Chau Cheok Wa and he is therefore deemed to be interested in 179,407,488 shares of the Company.
2. According to the record in the register kept under section 336 of the SFO, Power Ocean Holdings Limited, which 50% of issued share capital is owned by Mr. Cheng Ting Kong and he is therefore deemed to be interested in 179,407,488 shares of the Company.
3. The percentage has been adjusted based on the total number of shares of the Company in issue as at 30 June 2017 (i.e.287,206,000 shares).

附註：

1. 根據證券及期貨條例第336條規定存置之登記冊之記錄，力海控股有限公司已發行股本之50%由周焯華先生擁有，因此周焯華先生被視為於本公司179,407,488股股份中擁有權益。
2. 根據證券及期貨條例第336條規定存置之登記冊之記錄，力海控股有限公司已發行股本之50%由鄭丁港先生擁有，因此鄭丁港先生被視為於本公司179,407,488股股份中擁有權益。
3. 百分比已根據本公司於二零一七年六月三十日已發行之股份總數(即287,206,000股)作出調整。

### SHARE OPTION AND SHARE OPTION SCHEME

The Company's share option scheme (the "Scheme") was adopted pursuant to the shareholder's resolution passed on 26 November 2008. No options granted under the Scheme since its adoption are still outstanding. During the six months ended 30 June 2017, no share option were granted, exercised and lapsed.

### 購股權及購股權計劃

本公司之購股權計劃(「計劃」)於二零零八年十一月二十六日根據股東決議案採納。概無自採納起根據該計劃授出之購股權尚未行使。於截至二零一七年六月三十日止六個月，概無購股權獲授出、行使及失效。

### DIRECTORS' INTERESTS IN CONTRACTS

No contract of significance to which the Company or any of its subsidiaries or its holding company, was a party and in which a Director had a material interest, whether directly or indirectly, subsisted at the end of the period under review or any time during the period under review save and except for the transactions disclosed as connected and/or related party transactions in accordance with the requirements of the Listing Rules and accounting principles generally accepted in Hong Kong.

### PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's shares for the six months ended 30 June 2017.

### CORPORATE GOVERNANCE

In the opinion of the Directors, save as disclosed below, the Company has complied with the code provisions as set out in the Corporate Governance Code and Corporate Governance Report ("CG Code") set out in Appendix 14 of the Listing Rules throughout the six months ended 30 June 2017.

Under the CG Code provision E.1.2, the chairman of the Board should attend the annual general meeting ("AGM") and invite the chairman of audit, remuneration and nomination committee to attend. However, in the AGM held on 2 June 2017 ("2017 AGM"), the chairman of the Board was unable to attend the meeting as he had to attend to other business commitments. He then appointed an executive Director to chair the 2017 AGM on his behalf and answer any question from the shareholders concerning the Company's corporate governance. As provided for in the CG Code provision A.6.7, independent non-executive directors should attend general meetings and develop a balanced understanding of the views of shareholders. An independent non-executive Director, Mr. Ting Wong Kacee, was unable to attend the 2017 AGM due to other business commitments.

Under the Code Provision A.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Following the resignation from the post of Ms. Yeung So Lai as executive Director and chief executive officer of the Company on 1 August 2016 in order to devote more time on her personal engagements, the role of chief executive officer were shared among the members of the Board during the reporting period. There is no time schedule to change this structure, as the Directors consider that this structure provides the Group with consistent leadership in the Company's decision making process and operational efficiency. The Board shall review this arrangement from time to time to ensure appropriate and timely action is taken to meet changing circumstances.

The Company reviews its corporate governance practices from time to time to ensure compliance with the CG Code.

### 董事於合約的權益

除根據上市規則及香港公認一般會計原則之要求披露為關連及／或關聯方交易之交易外，董事概無於本公司或其任何附屬公司或其控股公司所訂立之於回顧期間結束或回顧期間內任何時間存續之重大合約中直接或間接擁有重大權益。

### 購買、銷售或贖回股份

截至二零一七年六月三十日止六個月，本公司或其任何附屬公司概無購買、銷售或贖回本公司的任何股份。

### 企業管治

董事認為，除下文所披露者外，本公司於截至二零一七年六月三十日止六個月期間已遵守載於上市規則附錄十四企業管治常規守則及企業管治報告（「企業管治守則」）的守則條文。

根據企業管治守則條文第E.1.2條，董事會主席應出席股東週年大會（「股東週年大會」），並邀請審核委員會、薪酬委員會及提名委員會的主席出席。然而，於二零一七年六月二日舉行的股東週年大會（「二零一七年股東週年大會」）上，董事會主席因有其他事務而未能出席大會。彼當時委任一名執行董事代表彼主持二零一七年股東週年大會，並回答股東有關本公司企業管治之提問。企業管治守則條文第A.6.7條訂明，獨立非執行董事應出席股東大會並均瞭解股東意見。獨立非執行董事丁煌先生因其他事務未能出席二零一七年股東週年大會。

根據企業管治守則之守則條文第A.2.1條，主席與行政總裁的角色應有區分，並不應由一人同時兼任。於二零一六年八月一日楊素麗女士辭任本公司執行董事及行政總裁職位以投入更多時間於其個人事務後，行政總裁的角色於報告期內由董事會成員分擔。概無時間表改變此架構，因董事認為此架構在本公司決策過程及營運效率方面為本集團提供一致領導。董事會須不時檢討此安排，確保採取適當與及時之行動以配合情況的轉變。

本公司不時檢討其企業管治常規以確保其持續遵守企業管治守則。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### AUDIT COMMITTEE

The Company has established an Audit Committee with written terms of reference in accordance with the Listing Rules. The primary duties of the Audit Committee are to review the Company's interim and annual reports and accounts and to provide advice and comments thereon to the Board. The Audit Committee is also responsible for reviewing internal control procedures of the Group. The Audit Committee comprises of three independent non-executive Directors, namely Mr. Fung Tze Wa (Chairman), Mr. Ting Wong Kacee and Mr. Tse Ting Kwan.

The Audit Committee has reviewed the unaudited condensed financial statements for the six months ended 30 June 2017.

### CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers, as amended from time to time (the "Model Code"), set out in Appendix 10 to the Listing Rules as its code of conduct regarding securities transactions of the directors of the Company. On specific enquiries made, all directors have confirmed that they have complied with the required standard as set out in the Model Code during the six months ended 30 June 2017.

Employees who are likely to be in possession of unpublished price sensitive information of the Company are also subject to compliance with guidelines on no less exacting terms than the Model Code.

### APPROVAL OF INTERIM REPORT

The interim report were approved and authorised for issue by the Board on 31 August 2017.

Hong Kong, 31 August 2017

By order of the Board  
**Imperium Group Global Holdings Limited**  
**Cheng Ting Kong**  
*Chairman*

### 審核委員會

本公司已成立審核委員會，並根據上市規則書面釐定其職權範圍。審核委員會之主要責任為審閱本公司之中期及年度報告及賬目，以及就此向董事會提供意見及建議。審核委員會亦負責審閱本集團之內部監控程式。審核委員會由三名獨立非執行董事，即馮子華先生(主席)、丁煌先生及謝庭均先生組成。

審核委員會已審閱截至二零一七年六月三十日止六個月之未經審核簡明財務報表。

### 董事進行證券交易之守則

本公司已採納上市規則附錄十所載經不時修訂之上市發行人董事進行證券交易之標準守則(「標準守則」)為本公司董事進行證券交易有關之行為守則。經作出具體查詢後，全體董事確認彼等於截至二零一七年六月三十日止六個月期間已遵守標準守則所載列之規定準則。

可能擁有本公司未經公佈之股價敏感資料之僱員，亦須遵守不比標準守則條款寬鬆之指引。

### 中期報告之批准

中期報告已於二零一七年八月三十一日獲董事會批准並授權刊發。

香港，二零一七年八月三十一日

承董事會命  
**帝國集團環球控股有限公司**  
*主席*  
**鄭丁港**



**Imperium Group Global Holdings Limited**

**帝國集團環球控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

*(於開曼群島註冊成立的有限公司)*

**(Stock code 股份代號 : 0776)**