

BRILLIANT CIRCLE HOLDINGS INTERNATIONAL LIMITED
貴聯控股國際有限公司

(incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 1008



2018
Interim Report
中期報告



Contents

目錄

Corporate information 公司資料	2-3
Chairman's statement 主席報告書	4-6
Management discussion and analysis 管理層討論及分析	7-12
Other information 其他資料	13-17
Report on review of condensed consolidated financial statements 簡明綜合財務報表審閱報告	18-19
Condensed consolidated statement of profit or loss and other comprehensive income 簡明綜合損益及其他全面收益報表	20-21
Condensed consolidated statement of financial position 簡明綜合財務狀況報表	22-24
Condensed consolidated statement of changes in equity 簡明綜合權益變動表	25-26
Condensed consolidated statement of cash flows 簡明綜合現金流量表	27-28
Notes to the condensed consolidated financial statements 簡明綜合財務報表附註	29-80



Corporate information

公司資料

DIRECTORS

Executive Directors

Mr. Cai Xiao Ming, David (*Chairman*)
Mr. Qin Song (*Vice-Chairman and Chief Executive Officer*)
Mr. Peng Guoyi

Non-Executive Director

Ms. Li Li

Independent Non-Executive Directors

Mr. Lam Ying Hung, Andy
Mr. Lui Tin Nang
Mr. Siu Man Ho, Simon

COMPANY SECRETARY

Mr. Chung Tat Hung (appointed on 3 April 2018)

AUDIT COMMITTEE

Mr. Lui Tin Nang (*chairman of the audit committee*)
Mr. Lam Ying Hung, Andy
Mr. Siu Man Ho, Simon
Ms. Li Li

REMUNERATION COMMITTEE

Mr. Lam Ying Hung, Andy
(*chairman of the remuneration committee*)
Mr. Siu Man Ho, Simon
Mr. Lui Tin Nang
Ms. Li Li

NOMINATION COMMITTEE

Mr. Siu Man Ho, Simon
(*chairman of the nomination committee*)
Mr. Lam Ying Hung, Andy
Mr. Lui Tin Nang
Mr. Qin Song
Ms. Li Li

AUTHORISED REPRESENTATIVES

Mr. Peng Guoyi
Mr. Chung Tat Hung

AUDITOR

Deloitte Touche Tohmatsu

董事

執行董事

蔡曉明先生(主席)
欽松先生(副主席兼行政總裁)
彭國意先生

非執行董事

李莉女士

獨立非執行董事

林英鴻先生
呂天能先生
蕭文豪先生

公司秘書

鍾達鴻先生(於二零一八年四月三日獲委任)

審核委員會

呂天能先生(審核委員會主席)
林英鴻先生
蕭文豪先生
李莉女士

薪酬委員會

林英鴻先生
(薪酬委員會主席)
蕭文豪先生
呂天能先生
李莉女士

提名委員會

蕭文豪先生
(提名委員會主席)
林英鴻先生
呂天能先生
欽松先生
李莉女士

授權代表

彭國意先生
鍾達鴻先生

核數師

德勤•關黃陳方會計師行

Corporate information

公司資料

PRINCIPAL BANKERS

Hang Seng Bank Limited
Bank of China (Hong Kong) Limited
The Hongkong and Shanghai Banking Corporation Limited
China Construction Bank (Asia) Corporation Limited

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

SMP Partners (Cayman) Limited
Royal Bank House
3rd Floor, 24 Shedden Road
P.O. Box 1586
Grand Cayman KY1-1110
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

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 1201A, 12/F
Capital Centre
151 Gloucester Road
Wanchai
Hong Kong

CORPORATE WEBSITE

www.bcghk.cn

STOCK CODE

1008

LISTING DATE

30 March 2009

主要往來銀行

恒生銀行有限公司
中國銀行(香港)有限公司
香港上海滙豐銀行有限公司
中國建設銀行(亞洲)股份有限公司

股份過戶及登記總處

SMP Partners (Cayman) Limited
Royal Bank House
3rd Floor, 24 Shedden Road
P.O. Box 1586
Grand Cayman KY1-1110
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

註冊辦事處

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

總部及香港主要營業地點

香港
灣仔
告士打道 151 號
資本中心
12 樓 1201A 室

公司網站

www.bcghk.cn

股份代號

1008

上市日期

二零零九年三月三十日

Chairman's statement

主席報告書

On behalf of the board (the “Board”) of directors (the “Directors”) of Brilliant Circle Holdings International Limited (the “Company”) and its subsidiaries (together the “Group”), I present the interim results of the Group for the six months ended 30 June 2018 (the “Period under Review”).

BUSINESS REVIEW

During the Period under Review, the Company achieved revenue of approximately HK\$546.7 million with profit attributable to owners of the Company amounting to approximately HK\$132.7 million and basic earnings per share of approximately HK\$8.5 cents. The Board did not recommend the payment of an interim dividend for the Period under Review.

Cigarette Packages Printing

During the Period under Review, the Group remained subject to price pressure brought by the mandatory tendering. Several new major tenders of high tier products awarded with higher selling price had not yet shipped in its full fledge in the first half of 2018. Meanwhile, customers' continued destocking has drove the Group's business volume down and in turn lift the unit cost and further dampened the gross profit during the Period under Review. Profit is expected to be much improved in the second half of 2018 when the orders of various new orders were shipped out.

Manufacturing of Laminated Papers

The segment profit of laminated paper manufacturing has increased mainly due to increase in business volume.

During the Period under Review, the Group has successfully entered into agreement in acquiring a strategic supplier, Shenzhen Jin Sheng Cai Packaging Materials Co., Ltd. (“Jin Sheng Cai”) (深圳市金升彩包裝材料有限公司). The acquisition marked the Group's significant step for upstream vertical integration into its lamination product supplies.

Sales of RFID products

The IOT company, Jiangsu HY-Link Science & Technology Co. Ltd., (“HY-Link”) acquired during the second half of 2017 has increased its contribution to profit of the Group during the Period under Review.

本人謹代表貴聯控股國際有限公司(「本公司」)及其附屬公司(統稱「本集團」)之董事(「董事」)及董事會(「董事會」)，呈報本集團截至二零一八年六月三十日止六個月(「回顧期間」)之中期業績。

業務回顧

於回顧期間，本公司實現收益約546,700,000港元，而本公司擁有人應佔溢利約為132,700,000港元，每股基本溢利約為8.5港仙。董事會不建議就回顧期間派付中期股息。

香煙包裝印刷

於回顧期間，本集團持續面對強制招標帶來的價格壓力。於二零一八年上半年，多項從新大型招標中奪得售價較高的高檔產品尚未完全付運。同時，客戶持續去庫存不但導致本集團業務量下降及單位成本上升，亦進一步拖累回顧期間毛利表現。預計待二零一八年下半年付運若干新訂單後，利潤將大大改善。

製造複合紙

製造複合紙的分部溢利增加，主要歸功於業務量上升。

於回顧期間，本集團成功訂立協議收購策略供應商深圳市金升彩包裝材料有限公司(「金升彩」)，標誌著本集團向上游垂直整合複合產品供應的重要部署。

銷售射頻識別產品

於回顧期間，於二零一七年下半年收購的物聯網公司江蘇聯恒物宇科技有限公司(「聯恒物宇」)為本集團貢獻更多溢利。

Chairman's statement

主席報告書

PROSPECTS

Despite the months-long threat of trade conflict with U.S. and China government's campaign to control credit and clean-up financial system, statistics still showed that China economy remained intact for the first half of 2018 and the retail sales of consumer goods even grew at faster rate than same period last year. However, as the conflict with the U.S. is poised to escalate, fine-tuning shift by China government in spurring domestic demand seems to be an unavoidable option to counter those external uncertainties. The uncertainties of trade conflict, if yet to impact in near future, is expected to affect the Group's business only indirectly and to a minimal extent as long as the China's consumption market, which counts for the Group's major business, remains vigorous.

During the Period under Review, the China National Tobacco Corporations maintained the momentum to intensify mandatory tendering and destocking within its system while still targeting low single-digit growth in sales volume for whole 2018. It is expected that the stock level along the product chain has already been driven to a very low level where demand for stock replenishment is expected to resume normal for the second half of 2018.

The Directors expect that the Group's cigarette packages printing business will become more encouraging when the newly awarded tenders have shipped in full fledge in the second half of the year. The sales mix is expected to improve which in turn lift the profitability. Meanwhile the Group will also benefit from the recovery of overall sale volume when investments in intelligent manufacturing in recent years allow greater flexibility to quicker production cycle at lower cost.

With completion of expansion of production capacity in HY-Link to overcome the production bottleneck, the Group's IOT business will keep growing at fast stance in the second half of 2018. Synergy with the smart-packaging campaign in the Group's cigarette package printing business is already in pipeline and provides new fronts for the Group to tap new demand from the conventional market. By adding interactive IOT features, the Group is now also exploring for business from the non-cigarette package printing customers such as those of pharmaceuticals and electronics etc..

前景

儘管連月來中美貿易糾紛威脅以及中國政府對信貸監控及金融體系肅清等舉措，但統計數據顯示二零一八年上半年中國經濟未受影響，其中消費品零售銷售增長更超越去年同期。然而，由於與美國的衝突可能升級，中國政府在刺激內需方面的微調轉變似乎是對應該等外部不明朗因素的必然選擇。貿易衝突所帶來不明朗影響如尚待不久將來浮現，只要本集團業務重心所在的中國消費市場仍然蓬勃，預計只會間接及以輕微程度影響本集團業務。

於回顧期間，中國煙草公司不斷深化強制招標及於其內部系統去庫存，同時繼續以較低個位數作為二零一八全年銷量增長目標。預計產品鏈上的庫存量已降至極低水平，補貨需求有望於二零一八年下半年恢復正常。

董事預期，待下半年完成付運所有獲批新招標後，本集團的香煙包裝印刷業務將重拾活力。預期銷售組合將有所優化，可望帶動盈利能力提升。同時，本集團亦將受惠於整體銷量回升，有賴近年投資智能化生產令生產週期加快，令靈活性提高並降低成本。

隨著聯恒物宇擴大產能而成功克服生產瓶頸，本集團的物聯網業務將於二零一八年下半年快速增長。智能包裝方案與本集團香煙包裝印刷業務發揮協同作用，為本集團架設新渠道於傳統市場發掘新需求。透過增設互動物聯網功能，本集團現將業務對象擴大至藥品及電子產品等非香煙包裝印刷客戶。

Chairman's statement

主席報告書

The acquisition of Jin Sheng Cai was completed in August 2018. It will provide the Group a stronghold in the production and sales of laminated paper products and further ensure stable supplies to the Group at lower cost and boost the profitability of the Group's cigarette package printing business. Besides, leveraging on the existing technology and marketing network of Jin Sheng Cai, the Group is planning to enhance its existing production facilities to cater for new business of processing of various lamination materials such as laser film (鐳射膜), plastic film and aluminum films etc..

APPRECIATION

The Board would like to take this opportunity to express its gratitude to our customers and shareholders for their continuing support as well as our staff for their dedication and hard work.

Cai Xiao Ming, David

Chairman

28 August 2018

收購金升彩已於二零一八年八月完成，可望為本集團建立生產及銷售複合紙產品的據點，進一步確保本集團以較低成本獲得穩定供應，有助提升本集團香煙包裝印刷業務的盈利能力。此外，本集團計劃借助金升彩的現有技術及營銷網絡加強現有生產設施，以配合發展鐳射膜、塑料膜及鋁膜等各類型複合物料加工等新業務。

致謝

董事會謹藉此機會對客戶及股東的長期支持及員工的熱誠及辛勤工作不懈表示致謝。

蔡曉明

主席

二零一八年八月二十八日

Management discussion and analysis

管理層討論及分析

REVENUE

During the Period under Review, the revenue of the Group was approximately HK\$546.7 million (six months ended 30 June 2017: HK\$615.5 million), which represents a decrease of approximately HK\$68.8million or 11.2% as compared to the same period in 2017. The revenue of our three business segments, namely cigarette package printing business, manufacturing of laminated papers and sales of RFID products were approximately HK\$482.5 million (six months ended 30 June 2017: HK\$597.1 million), HK\$22.5 million (six months ended 30 June 2017: HK\$18.4 million) and HK\$41.7 million (six months ended 30 June 2017: NIL) respectively.

The decrease in revenue was mainly attributable to the decrease in business volume during the Period under Review as a result of customers' destocking. However, this was partially alleviated by the increase in average selling price and the shift for the high tier products brought by the tenders newly awarded during the Period under Review.

GROSS PROFIT

During the Period under Review, gross profit of the Group decreased by 37.3% to approximately HK\$102.6 million (six months ended 30 June 2017: HK\$163.7 million) as compared to the same period in 2017. Meanwhile, the gross profit margin also dropped to 18.8% during the first half of 2018 (six months ended 30 June 2017: 26.6%).

Although the average selling price has increased due to the new orders, the unit cost of sales has increased more than proportionately compared to the same period in 2017 because of low business volume which in turn suppressed the gross profit. The favorable effect of investment in automated machineries is expected to yield its full potentials in cost saving when the business volume rebound in the second half of 2018.

OTHER INCOME

Other income increased by approximately HK\$6.4 million to HK\$17.1 million as compared with the same period in 2017. It was mainly attributable to increase in scrap materials sales, government grant and rental income by approximately HK\$2.4 million, HK\$1.8 million and HK\$1.0 million respectively.

收益

於回顧期間，本集團的收益約為546,700,000港元(截至二零一七年六月三十日止六個月：615,500,000港元)，較二零一七年同期減少約68,800,000港元或11.2%。三大業務分部(即香煙包裝印刷、製造複合紙及銷售射頻識別產品)的收益分別約為482,500,000港元(截至二零一七年六月三十日止六個月：597,100,000港元)、22,500,000港元(截至二零一七年六月三十日止六個月：18,400,000港元)及41,700,000港元(截至二零一七年六月三十日止六個月：無)。

收益減少主要歸因於回顧期間客戶去庫存導致業務量下滑，惟部分因回顧期間平均售價上升及獲批新招標帶動轉移至高檔產品而抵銷。

毛利

於回顧期間，本集團的毛利約為102,600,000港元(截至二零一七年六月三十日止六個月：163,700,000港元)，較二零一七年同期減少37.3%。同時，毛利率亦於二零一八年上半年下降至18.8%(截至二零一七年六月三十日止六個月：26.6%)。

儘管新訂單帶動平均售價上漲，但單位銷售成本的增長比例超出二零一七年同期，歸因於業務量下降導致毛利受壓。只要二零一八年下半年業務量反彈，投資自動化機器的利好影響有望充分發揮節省成本作用。

其他收入

其他收入較二零一七年同期增加約6,400,000港元至17,100,000港元，主要由於廢料銷售、政府補助及租金收入分別增加約2,400,000港元、1,800,000港元及1,000,000港元。

Management discussion and analysis

管理層討論及分析

OTHER GAINS AND LOSSES

No hedging loss occurred during the Period under Review while hedging losses of HK\$4.8 million were recorded in the same period last year. Besides, the gain from disposal of obsolete machineries increased by HK\$2.7 million during the Period under Review.

SELLING AND DISTRIBUTION EXPENSES

The selling and distribution expenses increased by approximately HK\$5.1 million to HK\$18.3 million or 38.8% mainly because of increase in marketing activities during the Period under Review.

ADMINISTRATIVE EXPENSES AND OTHER EXPENSES

During the Period under Review, administrative expenses and other expenses increased by approximately HK\$12.8 million or 39.8% to HK\$45.1 million which was mainly due to increase in non-production staff cost of HK\$9.7 million associated with new subsidiaries and the increased staff bonus, the agency fee and professional fee of about HK\$5.0 million related to the merger and acquisitions and lawsuit during the Period under Review.

FINANCE COSTS

Finance costs increased by approximately HK\$0.8 million or 7.3% as compared with the same period in 2017. Such increase was mainly due to interest rate hike of bank borrowings during the Period under Review.

SHARE OF PROFITS OF ASSOCIATES

Share of profits of associates increased by approximately HK\$8.8 million to HK\$21.9 million during the Period under Review. Revenue and net profit of Changde Goldroc Rotogravure Printing Co., Limited ("Changde Goldroc") were approximately HK\$546.5 million (six months ended 30 June 2017: HK\$508.9 million) and HK\$102.9 million during the Period under Review (six months ended 30 June 2017: HK\$73.7 million) respectively.

The increase in net profit of Changde Goldroc was mainly due to the increase in average selling price brought by favorable shift in product mix towards high-tier cigarette package.

其他收益及虧損

於回顧期間並無產生對沖虧損，相對去年同期則錄得對沖虧損4,800,000港元。此外，於回顧期間出售陳舊機器的收益增加2,700,000港元。

銷售及分銷開支

銷售及分銷開支增加約5,100,000港元或38.8%至18,300,000港元，主要由於回顧期間營銷活動增加。

行政開支及其他開支

於回顧期間，行政開支及其他開支增加約12,800,000港元或39.8%至45,100,000港元，主要由於回顧期間涉及新附屬公司的非生產員工成本增加9,700,000港元及員工花紅增加，以及因併購及訴訟而產生代理費及專業費用約5,000,000港元。

融資成本

融資成本較二零一七年同期增加約800,000港元或7.3%，主要歸因於回顧期間銀行借貸加息。

分佔聯營公司溢利

於回顧期間，分佔聯營公司溢利增加約8,800,000港元至21,900,000港元。於回顧期間，常德金鵬印務有限公司（「常德金鵬」）的收益及純利分別約為546,500,000港元（截至二零一七年六月三十日止六個月：508,900,000港元）及102,900,000港元（截至二零一七年六月三十日止六個月：73,700,000港元）。

常德金鵬的純利增加，主要由於產品組合重點轉移至高檔香煙包裝帶動平均售價上漲。

Management discussion and analysis

管理層討論及分析

TAXATION

The effective tax rate of the Group decreased from approximately 20.1% to 10.5% during the Period under Review. Such decrease was mainly to the increase in non-assessable profit related to the disposal of subsidiaries.

PROFIT ATTRIBUTABLE TO OWNERS OF THE COMPANY

Profit attributable to the owners of the Company was approximately HK\$132.7 million, an increase of approximately HK\$34.7 million or 35.3% as compared with the same period in 2017. It was mainly due to the one off gain on disposal of subsidiaries partially setoff by the fall in revenue and gross profit during the Period under Review.

SEGMENT INFORMATION

During the Period under Review, the revenue from the printing of cigarette packages, manufacturing of laminated papers and sales of RFID products were approximately HK\$482.5 million (six months ended 30 June 2017: HK\$597.1 million) and approximately HK\$22.5 million (six months ended 30 June 2017: HK\$18.4 million) and approximately HK\$41.7 million (six months ended 30 June 2017: NIL) respectively. Earnings from the printing of cigarette packages accounted for approximately 84.0% of the total segment earnings before unallocated items. The earnings before unallocated items from cigarette packages printing services decreased by approximately 47.0% while earnings from manufacturing of laminated papers increased by 30.6%. During the Period under Review, earnings before unallocated items from sales of RFID products was HK\$11.2 million while no earnings was recorded before completion of acquisition of HY-Link in same period last year.

稅項

於回顧期間，本集團的實際稅率由約20.1%下降至10.5%，主要由於出售附屬公司所涉及毋須課稅溢利增加。

本公司擁有人應佔溢利

本公司擁有人應佔溢利約為132,700,000港元，較二零一七年同期增加約34,700,000港元或35.3%，主要由於出售附屬公司的一次性收益因回顧期間收益及毛利下跌而部分抵銷。

分部資料

於回顧期間，來自印刷香煙包裝、製造複合紙及銷售射頻識別產品的收益分別約為482,500,000港元(截至二零一七年六月三十日止六個月：597,100,000港元)、約22,500,000港元(截至二零一七年六月三十日止六個月：18,400,000港元)及約41,700,000港元(截至二零一七年六月三十日止六個月：無)。來自印刷香煙包裝的盈利佔剔除未分配項目前分部盈利總額約84.0%。香煙包裝印刷服務的剔除未分配項目前盈利減少約47.0%，而製造複合紙的盈利則增加30.6%。於回顧期間，銷售射頻識別產品的剔除未分配項目前盈利為11,200,000港元，而於去年同期尚未完成收購聯恒物宇前則未有錄得盈利。

Management discussion and analysis

管理層討論及分析

FINANCIAL POSITION AND LIQUIDITY

The Group generally finances its operations with internally generated resources and banking facilities. As at 30 June 2018, the Group had net current assets of approximately HK\$399.0 million (as at 31 December 2017: HK\$478.5 million) while the Group's cash and cash equivalents amounted to approximately HK\$550.6 million (as at 31 December 2017: HK\$292.5 million).

As at 30 June 2018, short-term interest-bearing bank borrowings (repayable within one year) of the Group amounted to approximately HK\$555.1 million (as at 31 December 2017: HK\$621.9 million). Carrying amounts of trade receivables, non-current assets classified as held for sale and bank deposits pledged for securing these credit facilities amounted to approximately HK\$433.7 million (as at 31 December 2017: HK\$451.5 million), NIL (as at 31 December 2017: HK\$197.4 million) and HK\$14.1 million (as at 31 December 2017: HK\$5.5 million) respectively. As at 30 June 2017, the Group's gearing ratio, represented by the amount of interest-bearing borrowings divided by shareholders equity, remained stable at approximately 20.7% (as at 31 December 2017: 22.8%).

CAPITAL COMMITMENTS

As at 30 June 2018, the Group had capital commitments in respect of the acquisition of property, plant, equipment contracted for but not provided in the financial statements amounting to approximately HK\$17.6 million (as at 31 December 2017: HK\$4.6 million), mainly related to upgrade of the existing machineries.

MATERIAL ACQUISITION AND DISPOSAL

On 13 July 2018, Shenzhen Kecai Printing Company Limited (深圳市科彩印務有限公司), a wholly owned subsidiary of the Company, entered into the Sale and Purchase Agreement with an independent third party in relation to the acquisition of the entire equity interest of Jin Sheng Cai at the cash consideration of RMB130,000,000. Such acquisition constituted a discloseable transaction for the Company and was subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

財務狀況及流動資金

本集團一般以內部產生的資源及銀行融資撥付營運資金。於二零一八年六月三十日，本集團的流動資產淨值約為399,000,000港元（於二零一七年十二月三十一日：478,500,000港元），而本集團的現金及現金等值項目則約為550,600,000港元（於二零一七年十二月三十一日：292,500,000港元）。

於二零一八年六月三十日，本集團的附息短期銀行借貸（須於一年內償還）約為555,100,000港元（於二零一七年十二月三十一日：621,900,000港元）。為取得該等信貸融資而質押的貿易應收款項、分類為持有待售的非流動資產及已抵押銀行存款的賬面值分別約為433,700,000港元（於二零一七年十二月三十一日：451,500,000港元）、零港元（於二零一七年十二月三十一日：197,400,000港元）及14,100,000港元（於二零一七年十二月三十一日：5,500,000港元）。於二零一七年六月三十日，本集團按附息借貸除股東權益所得金額計算的資產負債比率穩定維持於約20.7%（於二零一七年十二月三十一日：22.8%）。

資本承擔

於二零一八年六月三十日，本集團就收購物業、廠房及設備已訂約惟未於財務報表撥備的資本承擔約為17,600,000港元（於二零一七年十二月三十一日：4,600,000港元），主要與現有機器升級有關。

重大收購事項及出售事項

於二零一八年七月十三日，本公司全資附屬公司深圳市科彩印務有限公司與一名獨立第三方訂立買賣協議，以現金代價人民幣130,000,000元收購金升彩全部股權。上述收購事項構成本公司的須予披露交易，須遵守上市規則第14章的通知及公告規定。

Management discussion and analysis

管理層討論及分析

Save as disclosed above, there was no material acquisition or disposal of subsidiaries or associated companies by the Group during the Period under Review.

TREASURY POLICIES

The Group adopted a prudent strategy towards the treasury and funding policies, and attached high importance to the risk control and transactions directly related to the Group's principal business. Funds, primarily denominated in Renminbi and Hong Kong dollars, are normally placed with banks in short or medium term deposits for working capital of the Group.

CAPITAL STRUCTURE

During the Period under Review, the Group's operation was mainly financed by funds generated from its operation and bank borrowings. As at 30 June 2018, the bank borrowings were mainly denominated in Hong Kong dollars ("HK\$") and Renminbi ("RMB"), while the cash and cash equivalents held by the Group were mainly denominated in HK\$ and RMB. The Group's turnover is mainly denominated in RMB, while its costs and expenses are mainly denominated in HK\$ and RMB. In view of the prevailing macro-economic environment, the Group may be exposed to the foreign exchange rate risk. The Group will closely monitor the volatility of foreign exchange rate and apply the appropriate hedging strategy as and when appropriate.

There was no equity fund raising by the Company during the Period under Review, nor were there any proceeds brought forward from any issue of equity securities made in previous financial years.

CHARGES ON THE GROUP'S ASSETS

As at 30 June 2018, assets with carrying amount of approximately HK\$447.8 million (31 December 2017: HK\$654.4 million) were pledged to banks in respect of banking facilities granted to the Group.

除上文披露者外，於回顧期間，本集團並無進行有關附屬公司或聯營公司的重大收購事項或出售事項。

庫務政策

本集團就庫務及撥資政策採取審慎策略，且非常重視直接牽涉本集團主要業務的風險監控及交易。資本主要以人民幣及港元計值，通常以短期或中期存款形式存入銀行作為本集團營運資金。

資本架構

於回顧期間，本集團的營運資金主要來自營運所產生的資金及銀行借貸。於二零一八年六月三十日，銀行借貸主要以港元（「港元」）及人民幣（「人民幣」）計值，而本集團持有的現金及現金等值項目則主要以港元及人民幣計值。本集團的營業額主要以人民幣計值，而其成本及開支則主要以港元及人民幣計值。考慮到當前宏觀經濟環境，本集團可能面對外匯風險。本集團將密切監察匯率波幅，適時採用適當對沖策略。

於回顧期間，本公司並無進行股本集資，亦無因過往財政年度發行任何股本證券而產生任何所得款項。

本集團的資產抵押

於二零一八年六月三十日，本集團就獲授銀行融資向銀行抵押賬面值約447,800,000港元（二零一七年十二月三十一日：654,400,000港元）的資產。

Management discussion and analysis

管理層討論及分析

SIGNIFICANT INVESTMENT AND FUTURE PLAN

The Group beneficially owns certain equity interests of Changde Goldroc and Tianjin Rong Lian Hui Zhi Intelligence Packaging Technology Co., Ltd which are classified as investment in associates.

Looking ahead, as mentioned in the paragraph headed “PROSPECTS” under the section headed “Chairman’s statement” above, the Group endeavours to generate high value adding service to our stakeholders, be geared with growth driver by organic growth and explore opportunities for strategic and synergetic partners including but not limited to merger and acquisition(s), and formation of joint venture(s) or other corporate action(s) in the future should they be in the interest of the Company and its shareholders as a whole. It does not preclude the possibility of fund raising when it is needed or opportunity arises.

HUMAN RESOURCES

As at 30 June 2018, the Group had 13 and 1,229 full-time staff based in Hong Kong and the PRC respectively. The Group’s remuneration packages are generally structured with reference to market terms and individual merits. The Group operates a defined contribution retirement benefits scheme under the Mandatory Provident Fund Schemes Ordinance for all of its employees in Hong Kong. Contributions are made based on a percentage of the employees’ base salaries. The Group also made contributions to provident funds, elderly insurance, medical insurance, unemployment insurance and work-related injury insurance in accordance with appropriate laws and regulations in the PRC. The Group has adopted a share option scheme as a reward to eligible high-caliber employees and to attract similar high quality personnel that are valuable to the Group.

INTERIM DIVIDEND

The Board did not recommend the payment of an interim dividend for the Period under Review.

重大投資及未來計劃

本集團實益擁有常德金鵬及天津榮聯匯智智能科技有限公司的若干股權，並將其分類為於聯營公司的投資。

展望未來，誠如上文「主席報告書」一節「前景」一段所述，本集團竭力為持份者創造高增值服務，透過內部增長締造增長動力，並尋求機遇以結交策略及協作夥伴，在符合本公司及其股東整體利益的前提下，包括但不限於日後進行併購及組成合營企業或其他企業活動，亦不排除在有需要或出現機會時進行集資活動的可能性。

人力資源

於二零一八年六月三十日，本集團分別在香港及中國聘用13名及1,229名全職員工。本集團的薪酬待遇一般參考市況及個人資歷釐定。本集團根據強制性公積金計劃條例為全體香港僱員營運定額供款退休福利計劃。供款乃按僱員基本薪金的某個百分比計算。本集團亦根據中國適用法律及法規向公積金、養老保險、醫療保險、失業保險及工傷保險供款。本集團已採納購股權計劃，目的為獎賞合資格的優秀僱員及吸引對本集團具價值的類似高質素人員。

中期股息

董事會不建議就回顧期間派付中期股息。

Other information

其他資料

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITION IN SHARES, UNDERLYING SHARES OR DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 30 June 2018, the following Directors or the chief executives of the Company had or were deemed to have interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong ("SFO")) (i) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provision of the SFO); or (ii) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") contained in the Listing Rules:

董事及主要行政人員於本公司或其相聯法團的股份、相關股份或債券的權益及淡倉

於二零一八年六月三十日，本公司以下董事或主要行政人員於本公司及其相聯法團（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、相關股份或債券中，擁有或被視為擁有(i)根據證券及期貨條例第XV部第7及8分部（包括根據證券及期貨條例該等條文彼等被當作或視為擁有的權益或淡倉）須知會本公司及聯交所的權益或淡倉；或(ii)根據證券及期貨條例第352條須記入該條所述登記冊的權益或淡倉；或(iii)須根據上市規則所載上市公司董事進行證券交易的標準守則（「標準守則」）知會本公司及聯交所的權益或淡倉：

The Company

Name of Director	Capacity	Number of shares/ underlying shares held	Position	Approximate percentage of issued share capital
董事姓名	身份	所持股份／ 相關股份數目	持倉	佔已發行股本 概約百分比
Mr. Cai Xiao Ming, David 蔡曉明先生	Interest of controlled corporation (note 1) 受控制法團權益（附註 1）	851,456,892	Long 好倉	54.3%
Mr. Qin Song 欽松先生	Beneficial owner 實益擁有人	15,321,062	Long 好倉	1.0%
Mr. Peng Guoyi 彭國意先生	Beneficial owner 實益擁有人	1,000,000	Long 好倉	0.1%
Ms. Li Li 李莉女士	Interest of controlled corporation 受控制法團權益	250,551,964	Long 好倉	16.0%

Note:

- 274,325,278 shares are held by Profitcharm Limited and 577,131,614 shares are held by Sinorise International Limited, the entire issued share capitals of them are wholly and beneficially owned by Mr. Cai Xiao Ming, David.

本公司

附註：

- 創益有限公司持有274,325,278股股份及振華國際有限公司持有577,131,614股股份，兩者全部已發行股本均由蔡曉明先生全資實益擁有。

Other information

其他資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN AND/OR SHORT POSITIONS

So far as is known to the Directors and chief executives of the Company, as at 30 June 2018, the following persons (not being a Director or chief executive of the Company) had, or were deemed to have, interest or a short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

主要股東的權益及／或淡倉

據本公司董事及主要行政人員所知，於二零一八年六月三十日，以下人士（並非本公司的董事或主要行政人員）於本公司股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部須向本公司披露的權益或淡倉：

Name of shareholder	Note	Capacity	Number of shares/ underlying shares held	Position	Approximate percentage of issued share capital
股東名稱	附註	身份	所持股份／ 相關股份數目	持倉	佔已發行股本 概約百分比
Profitcharm Limited 創益有限公司	1	Beneficial owner 實益擁有人	274,325,278	Long 好倉	17.5%
Sinorise International Limited 振華國際有限公司	2	Beneficial owner 實益擁有人	577,131,614	Long 好倉	36.8%
Masterwork Group Co., Ltd. 天津長榮科技集團股份有限公司		Interest of controlled corporation 受控制法團權益	250,551,964	Long 好倉	16.0%
Masterwork Machinery (H.K.) Limited 長榮股份(香港)有限公司		Beneficial owner 實益擁有人	250,551,964	Long 好倉	16.0%
Partners Group Holding AG Partners Group Holding AG		Beneficial owner 實益擁有人	103,555,231	Long 好倉	7.0%
Tianjin Dehou Investment Management Partnership (Limited Partnership) Tianjin Dehou Investment Management Partnership (Limited Partnership)		Interest of controlled corporation 受控制法團權益	103,555,231	Long 好倉	7.0%

Notes:

- Profitcharm Limited is a company incorporated in the British Virgin Islands with limited liability which is wholly and beneficially owned by Mr. Cai Xiao Ming, David.
- Sinorise International Limited is a company incorporated in the British Virgin Islands with limited liability which is wholly and beneficially owned by Mr. Cai Xiao Ming, David.

附註：

- 創益有限公司為一間於英屬處女群島註冊成立的有限公司，由蔡曉明先生全資實益擁有。
- 振華國際有限公司為於英屬處女群島註冊成立的有限公司，由蔡曉明先生全資實益擁有。

Other information

其他資料

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries has redeemed, purchased or sold any of the Company's shares during the Period under Review.

CORPORATE GOVERNANCE

The Company has adopted the Corporate Governance Code (the "Code") contained in Appendix 14 of the Listing Rules. For the Period under Review, the Company has complied in general with the Code, except code provisions A.6.7 and E.1.2 of the Code as Ms. Li Li (the non-executive Director) and Mr. Lui Tin Nang (the independent non-executive Director) were unable to attend the annual general meeting of the Company held on 1 June 2018 due to their other business engagement.

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as the standard for securities transactions by Directors. The Company has made specific enquiries of all the Directors and all the Directors confirmed that they have complied with the required standards set out in the Model Code and its code of conduct regarding Directors' securities transactions for the Period under Review.

SHARE OPTION SCHEME

On 4 March 2009, the shareholders of the Company had approved and adopted a share option scheme (the "Share Option Scheme"). Key terms of the Share Option Scheme are summarized below:

- (i) The purpose of the Share Option Scheme is to provide incentive or reward to eligible persons for their contribution to the Group and/or to enable the Group to recruit and retain high-calibre employees and attract human resources that are valuable to the Group or any entity in which the Group holds any equity interest.
- (ii) Eligible participants of the Share Option Scheme include any employee, executive and non-executive directors, customer or supplier of goods or services to any member of the Group, consultant, adviser, manager, officer or entity that provide research, development or other technological support to the Group or its member(s).

購買、出售或贖回股份

本公司或其任何附屬公司於回顧期間概無贖回、購買或出售本公司任何股份。

企業管治

本公司已採納上市規則附錄14所載企業管治守則(「守則」)。於回顧期間，本公司大致上已遵守守則，惟守則第A.6.7及E.1.2條守則條文除外，原因為李莉女士(非執行董事)及呂天能先生(獨立非執行董事)因須處理其他事務而未能出席本公司於二零一八年六月一日舉行的股東週年大會。

遵守董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載標準守則，作為董事進行證券交易的準則。本公司已向全體董事作出特定查詢，且全體董事確認，彼等於回顧期間內一直遵守標準守則所載規定準則及其董事進行證券交易之行為守則。

購股權計劃

於二零零九年三月四日，本公司股東批准並採納購股權計劃(「購股權計劃」)。購股權計劃的主要條款概述如下：

- (i) 購股權計劃的目的為鼓勵或獎賞合資格人士對本集團所作出的貢獻及／或促使本集團聘請及留聘優秀僱員及吸引對本集團或任何本集團持有其任何股權的實體具價值的人力資源。
- (ii) 購股權計劃的合資格參與者包括任何僱員、執行及非執行董事、本集團任何成員公司的任何商品或服務客戶或供應商、向本集團或其成員公司提供研究、開發或其他技術支援的任何顧問、諮詢人士、經理、高級職員或實體。

Other information

其他資料

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| <p>(iii) The total number of shares in respect of which options may be granted under the Share Option Scheme is 40,000,000 shares, being 10% of the total number of shares in issue as at 30 March 2009, the listing date on the Stock Exchange, as adjusted by the share subdivision effective on 11 June 2013, representing 2.55% of the 1,567,884,634 shares in issue as at 30 June 2018.</p> <p>(iv) The maximum number of shares which may be issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company, must not, in aggregate, exceed 30% of the total number of shares in issue from time to time.</p> <p>(v) Unless approved by shareholders in general meeting, the total number of shares issued and to be issued upon exercise of all options granted to any eligible participant under the Share Option Scheme in the 12 month period up to and including such further grant must not exceed 1% of the total number of shares in issue.</p> <p>(vi) The Share Option Scheme shall be valid and effective for a period of 10 years commencing on the date of adoption of the Share Option Scheme, after which period no further option shall be granted.</p> <p>(vii) A non-refundable consideration of HK\$1 is payable on acceptance of the offer of grant of an option. An offer of grant of an option may be accepted by an eligible person within the date as specified in the offer letter issued by the Company, being a date not later than 21 business days from the date offer is made.</p> <p>(viii) An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period (which may not expire later than 10 years from the date of the grant) to be notified by the Board at its sole discretion. There is no performance target that has to be achieved before the exercise of any option.</p> | <p>(iii) 根據購股權計劃可予授出的購股權而可供發行的股份總數合共為40,000,000股，相當於二零零九年三月三十日（即在聯交所上市的日期）已發行股份總數的10%，經二零一三年六月十一日生效的股份分拆所調整，相當於二零一八年六月三十日已發行股份1,567,884,634股的2.55%。</p> <p>(iv) 根據購股權計劃及本公司任何其他購股權計劃所授出而尚未行使的全部購股權獲行使而可能發行的股份最高數目合共不得超過不時已發行股份總數的30%。</p> <p>(v) 除非獲股東於股東大會上批准，否則因於直至進一步授出日期（包括該日）止12個月期間根據購股權計劃向任何合資格參與者授予的全部購股權獲行使而發行及將予發行的股份總數不得超過已發行股份總數的1%。</p> <p>(vi) 購股權計劃的有效及生效期為自購股權計劃獲採納之日起計10年，其後不會授出購股權。</p> <p>(vii) 於接納授出購股權邀約時，承授人須支付1港元作為不可退還的代價。授出購股權之邀約可由合資格人士於本公司發出的邀約函件所訂明的日期前接納，即不遲於該邀約函件發出日期起計21個營業日的日子。</p> <p>(viii) 購股權可根據購股權計劃的條款於董事會全權酌情知會的期間內（屆滿日不得超過授出日期起計10年後）隨時行使。於購股權行使前毋須達致任何表現目標。</p> |
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Other information

其他資料

- (ix) The subscription price must be at least the higher of (1) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheet on the date of grant; (2) the average of the closing prices of the Company's shares as stated in the Stock Exchange's daily quotation sheets for the immediately preceding five trading days; and (3) the nominal value of a Company's share.
- (x) The Board is entitled at any time within 10 years between 4 March 2009 and 3 March 2019 to offer the grant of an option to any eligible participants.

No option under the Share Option Scheme has been granted by the Board and there was no outstanding option as at 30 June 2018.

DISCLOSURE UNDER RULE 13.21 OF THE LISTING RULES

During 2015, the Company has been offered a four-year term loan facility of HK\$340,000,000 from a local bank. During 2017, the Company has been offered additional term loan facilities from an existing local bank of HK\$150 million and HK\$83 million repayable within 4 and 6 years respectively, and a revolving loan facilities of HK\$170 million, all of which the Company has undertaken, among other matters, that Mr. Cai Xiao Ming, David shall maintain at least 50% beneficial shareholding interest in the Company at all times during the life of the above banking facilities (the "Undertaking"). The breach of such Undertaking may result in the loan immediately due and repayable. Such Undertaking also exists in other revolving banking facilities made available to the Group from other banks in the total amount of HK\$170 million.

AUDIT COMMITTEE

The audit committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control, risk management and financial reporting matters including a review of the unaudited condensed consolidated financial statements for the Period under Review with the Directors. In addition, the interim financial information of the Group for the Period under Review has also been reviewed by the independent auditor of the Company, Deloitte Touche Tohmatsu. The audit committee comprises the three independent non-executive Directors and the non-executive Director.

- (ix) 認購價必須最少為下列三者中的最高者：(1)本公司股份於授予日期於聯交所每日報價表所報收市價；(2)本公司股份緊接前五個交易日於聯交所每日報價表所報收市價的平均數；及(3)本公司股份的面值。
- (x) 董事會有權於二零零九年三月四日至二零一九年三月三日止10年內隨時向任何合資格參與者授出購股權。

截至二零一八年六月三十日，董事會概無根據購股權計劃授出任何購股權，亦無尚未行使購股權。

根據上市規則第13.21條披露

於二零一五年，本公司獲一間本地銀行提供為數340,000,000港元的四年期貸款融資。於二零一七年，本公司獲一間本地銀行提供為數150,000,000港元及83,000,000港元的額外有期貨款融資（分別須於4年及6年內償還）及為數170,000,000港元的循環貸款融資，本公司已悉數承諾（其中包括）蔡曉明先生將於上述銀行融資年期內任何時間於本公司維持最少50%的實益股權（「承諾」）。違反有關承諾可能導致有關貸款即時到期及須予償還。其他銀行向本集團提供為數合共170,000,000港元的其他循環銀行融資亦存在同類承諾。

審核委員會

審核委員會已聯同管理層審閱本集團採納的會計原則及常規，並與董事討論內部監控、風險管理及財務報告事宜，包括審閱回顧期間的未經審核簡明綜合財務報表。此外，本集團於回顧期間的中期財務資料亦經本公司獨立核數師德勤•關黃陳方會計師行審閱。審核委員會由三名獨立非執行董事及非執行董事組成。

Report on review of condensed consolidated financial statements

簡明綜合財務報表審閱報告



TO THE BOARD OF DIRECTORS OF BRILLIANT CIRCLE HOLDINGS INTERNATIONAL LIMITED

致貴聯控股國際有限公司董事會

INTRODUCTION

We have reviewed the condensed consolidated financial statements of Brilliant Circle Holdings International Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 20 to 80, which comprise the condensed consolidated statement of financial position as of 30 June 2018 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

緒言

吾等已審閱第20至80頁所載貴聯控股國際有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）之簡明綜合財務報表，包括於二零一八年六月三十日之簡明綜合財務狀況報表與截至該日止六個月期間之相關簡明綜合損益及其他全面收益報表、權益變動表及現金流量表，以及若干解釋附註。香港聯合交易所有限公司證券上市規則規定，中期財務資料之報告須根據其相關條文及香港會計師公會（「香港會計師公會」）頒布的香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）編製。貴公司董事須負責根據香港會計準則第34號編製及呈報該等簡明綜合財務報表。吾等之責任是根據審閱工作的結果對該等簡明綜合財務報表作出結論，並依據吾等協定之聘任條款，僅向閣下（作為一個個體）呈報吾等之結論，除此之外別無其他目的。吾等並不就本報告之內容對任何其他人士承擔任何義務或接受任何責任。

Report on review of condensed consolidated financial statements

簡明綜合財務報表審閱報告

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong

28 August 2018

審閱範圍

吾等依據香港會計師公會頒布之香港審閱事項準則第2410號「由個體的獨立核數師執行的中期財務資料審閱」進行審閱。審閱該等簡明綜合財務報表主要包括向負責財務和會計事務之人員作出查詢，及進行分析性和其他審閱程序。審閱的範圍遠較根據香港核數準則進行審核範圍為小，故吾等不能保證吾等知悉在審核中可能被發現之所有重大事項。因此，吾等並不發表審核意見。

結論

按照吾等之審閱結果，吾等並無察覺任何事項令吾等相信簡明綜合財務報表在各重大方面未有根據香港會計準則第34號而編製。

德勤•關黃陳方會計師行

執業會計師

香港

二零一八年八月二十八日

Condensed consolidated statement of profit or loss and other comprehensive income

簡明綜合損益及其他全面收益報表

For the six months ended 30 June 2018 截至二零一八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	
			2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
		NOTES 附註		
Revenue	收益	4	546,706	615,506
Cost of sales	銷售成本		(444,071)	(451,824)
Gross profit	毛利		102,635	163,682
Other income	其他收入		17,140	10,721
Other gains and losses	其他收益及虧損		2,526	(4,087)
Impairment losses, net of reversal	減值虧損(扣除撥回)		(1,348)	–
Selling and distribution expenses	銷售及分銷開支		(18,315)	(13,195)
Administrative expenses	行政開支		(45,142)	(32,296)
Other expenses	其他開支		(6,373)	(2,837)
Finance costs	融資成本		(11,137)	(10,376)
Share of profits of associates	分佔聯營公司溢利		21,938	13,098
Share of profit (loss) of a joint venture	分佔一間合營企業溢利(虧損)		191	(38)
Gain on disposal of subsidiaries	出售附屬公司的收益	20	90,101	–
Profit before taxation	除稅前溢利		152,216	124,672
Taxation	稅項	6	(15,321)	(24,999)
Profit for the period	期內溢利	7	136,895	99,673
Other comprehensive (expense) income:	其他全面(開支)收益：			
Item that will not be reclassified subsequently to profit or loss:	其後不會重新分類至損益的項目：			
Exchange differences arising on translation to presentation currency	因換算為呈報貨幣而產生匯兌差額		(39,727)	90,905
Total comprehensive income for the period	期內全面收益總額		97,168	190,578

Condensed consolidated statement of profit or loss and other comprehensive income

簡明綜合損益及其他全面收益報表

For the six months ended 30 June 2018 截至二零一八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	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
		NOTES 附註	
Profit for the period attributable to: 以下人士應佔期內溢利：			
Owners of the Company 本公司擁有人		132,703	98,050
Non-controlling interests 非控股權益		4,192	1,623
		136,895	99,673
Total comprehensive income attributable to: 以下人士應佔全面收益總額：			
Owners of the Company 本公司擁有人		93,467	187,548
Non-controlling interests 非控股權益		3,701	3,030
		97,168	190,578
Earnings per share		HK\$ 港元	HK\$ 港元
Basic and diluted 基本及攤薄	9	0.08	0.06

Condensed consolidated statement of financial position

簡明綜合財務狀況報表

As at 30 June 2018 於二零一八年六月三十日

			30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
		NOTES 附註		
Non-current Assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	712,981	729,865
Prepaid lease payments	預付租賃款項		79,822	82,095
Investment properties	投資物業		44,295	57,136
Goodwill	商譽	11	1,037,037	1,044,293
Intangible assets	無形資產	12	169,732	193,875
Interests in associates	於聯營公司的權益	13	474,666	535,072
Interest in a joint venture	於一間合營企業的權益		8,652	8,586
Amounts due from related parties	應收關連方款項		9,575	—
Deposits paid for acquisition of property, plant and equipment	就收購物業、廠房及設備支付的訂金		50,697	8,675
			2,587,457	2,659,597
Current Assets	流動資產			
Inventories	存貨		101,909	167,892
Prepaid lease payments	預付租賃款項		2,260	2,292
Trade receivables	貿易應收款項	14	665,873	796,248
Contract assets	合約資產	15	41,195	—
Other receivables, prepayments and refundable deposits	其他應收款項、預付款項及可退還訂金		96,261	56,562
Amounts due from related parties	應收關連方款項		—	9,866
Tax recoverable	可收回稅項		4,409	3,267
Structured deposits	結構性存款		—	7,193
Pledged bank deposits	已抵押銀行存款		14,054	5,455
Bank balances and cash	銀行結餘及現金		550,577	292,511
			1,476,538	1,341,286
Assets classified as held for sale	分類為持有待售的資產		—	197,623
			1,476,538	1,538,909

Condensed consolidated statement of financial position

簡明綜合財務狀況報表

As at 30 June 2018 於二零一八年六月三十日

			30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
		NOTES 附註		
Current Liabilities	流動負債			
Trade payables	貿易應付款項	16	183,254	265,364
Other payables and accruals	其他應付款項及 應計費用		88,404	115,539
Contract liabilities	合約負債		2,004	–
Purchase consideration payable for acquisition	就收購事項所須支付 購買代價		12,681	11,103
Amounts due to non-controlling interests of subsidiaries	應付附屬公司非控股 權益款項		3,579	4,983
Dividends payables	應付股息		199,905	–
Bank borrowings	銀行借貸	17	555,100	621,916
Income tax payable	應付所得稅		32,595	41,483
			1,077,522	1,060,388
Liabilities associated with assets classified as held for sale	與分類為持有待售的 資產有關的負債		–	39
			1,077,522	1,060,427
Net Current Assets	流動資產淨值		399,016	478,482
Total Assets less Current Liabilities	總資產減流動負債		2,986,473	3,138,079

Condensed consolidated statement of financial position

簡明綜合財務狀況報表

As at 30 June 2018 於二零一八年六月三十日

			30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
NOTES 附註				
Non-current Liabilities	非流動負債			
Government grants	政府補助	18	32,646	34,441
Bank borrowings	銀行借貸	17	37,500	56,250
Deferred tax liabilities	遞延稅項負債		53,321	55,133
Purchase consideration payable for acquisition	就收購事項所須支付 購買代價		—	11,745
			123,467	157,569
Net assets	資產淨值		2,863,006	2,980,510
Capital and Reserves	資本及儲備			
Share capital	股本	19	7,839	7,839
Share premium and reserves	股份溢價及儲備		2,809,418	2,909,793
Equity attributable to owners of the Company	本公司擁有人應佔權益		2,817,257	2,917,632
Non-controlling interests	非控股權益		45,749	62,878
Total Equity	權益總額		2,863,006	2,980,510

Condensed consolidated statement of changes in equity

簡明綜合權益變動表

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔							Non-controlling interests 非控股權益		Total equity 權益總額
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Statutory reserves 法定儲備 HK\$'000 千港元 (Note a) (附註 a)	Other reserves 其他儲備 HK\$'000 千港元 (Note b) (附註 b)	Dividend reserve 股息儲備 HK\$'000 千港元	Exchange reserve 匯兌儲備 HK\$'000 千港元	Retained profits 保留溢利 HK\$'000 千港元	Total 總計 HK\$'000 千港元		
At 1 January 2017	於二零一七年一月一日	7,839	4,936,913	166,590	(2,904,334)	239,886	(141,553)	523,627	2,828,968	46,192	2,875,160
Profit for the period	期內溢利	-	-	-	-	-	-	98,050	98,050	1,623	99,673
Other comprehensive income for the period	期內其他全面收益	-	-	-	-	-	89,498	-	89,498	1,407	90,905
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	89,498	98,050	187,548	3,030	190,578
Dividends recognised as distribution (note 8)	確認為分派的股息 (附註8)	-	-	-	-	(239,886)	-	-	(239,886)	-	(239,886)
Dividends declared to non-controlling interests	向非控股權益宣派股息	-	-	-	-	-	-	-	-	(1,127)	(1,127)
Transfer	轉撥	-	-	22,215	-	-	-	(22,215)	-	-	-
At 30 June 2017 (unaudited)	於二零一七年六月三十日 (未經審核)	7,839	4,936,913	188,805	(2,904,334)	-	(52,055)	599,462	2,776,630	48,095	2,824,725
At 31 December 2017 (audited)	於二零一七年十二月三十一日 (經審核)	7,839	4,936,913	189,225	(2,905,743)	-	50,381	639,017	2,917,632	62,878	2,980,510
Adjustments (note 3)	調整 (附註3)	-	-	-	-	-	-	6,063	6,063	-	6,063
At 1 January 2018 (restated)	於二零一八年一月一日 (經重列)	7,839	4,936,913	189,225	(2,905,743)	-	50,381	645,080	2,923,695	62,878	2,986,573
Profit for the period	期內溢利	-	-	-	-	-	-	132,703	132,703	4,192	136,895
Other comprehensive expense for the period	期內其他全面開支	-	-	-	-	-	(39,236)	-	(39,236)	(491)	(39,727)
Total comprehensive (expense) income for the period	期內全面(開支)收益總額	-	-	-	-	-	(39,236)	132,703	93,467	3,701	97,168
Dividends recognised as distribution (note 8)	確認為分派的股息 (附註8)	-	-	-	-	-	-	(199,905)	(199,905)	-	(199,905)
Dividends declared to non-controlling interests	向非控股權益宣派股息	-	-	-	-	-	-	-	-	(20,830)	(20,830)
Disposal of subsidiaries	出售附屬公司	-	-	-	-	-	1,580	(1,580)	-	-	-
Transfer	轉撥	-	-	215	-	-	-	(215)	-	-	-
At 30 June 2018 (unaudited)	於二零一八年六月三十日 (未經審核)	7,839	4,936,913	189,440	(2,905,743)	-	12,725	576,083	2,817,257	45,749	2,863,006

Condensed consolidated statement of changes in equity

簡明綜合權益變動表

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

Notes:

附註：

- (a) As stipulated by the relevant laws and regulations for enterprises in the People's Republic of China (the "PRC"), the Company's PRC subsidiaries are required to maintain statutory reserves. Appropriation to such reserve is made out of profit after taxation as reflected in the statutory financial statements of the PRC subsidiaries while the amounts and allocation basis are decided by its board of directors annually. The appropriation to statutory surplus reserve may cease if the balance of the statutory surplus reserve has reached 50% of the PRC subsidiaries' registered capital. The statutory reserves can be used to make up prior year losses, if any, and can be applied in conversion into capital by means of capitalisation issue.
- (a) 根據針對中華人民共和國(「中國」)企業的有關法律及法規所規定，本公司之中國附屬公司須設立法定儲備。分配至該儲備之撥款乃從中國附屬公司法定財務報表之除稅後溢利中撥付，而金額及分配基準則由董事會每年決定。倘法定儲備結餘已達到中國附屬公司註冊資本的50%，則可不再轉撥至法定盈餘儲備。法定儲備可用作彌補上一年度之虧損(如有)，亦可透過資本化發行轉換為資本。
- (b) Other reserves comprised (i) the merger reserve of HK\$79,000 which arose from the difference between the nominal value and premium of shares of subsidiaries acquired over the nominal value of the shares issued by the Company in exchange thereof; (ii) issue of 480,000,000 shares of the Company with fair value of HK\$4,267,200,000 at 14 April 2011 to Mr. Tsoi Tak, the former controlling shareholder of the Company in exchange of its entire equity interests in Brilliant Circle Group Holdings Limited (formerly known as Brilliant Circle Holdings International Limited) which were acquired by Mr. Tsoi Tak, that former controlling shareholder at 10 September 2009 using cash and certain listed shares held by him with fair value of HK\$1,781,817,000 in aggregate; (iii) an amount of HK\$516,437,000 resulting from the acquisition of additional equity interests in Bengbu Jinhuan Shan Rotogravure Printing Company Limited, a non-wholly owned subsidiary of the Company; (iv) an amount of HK\$81,223,000 resulting from the acquisition of additional equity interests in Giant Sino Investments Limited, a non-wholly owned subsidiary of the Company, in December 2014; (v) an amount of HK\$119,000 resulting from the change of equity interests of non-controlling shareholders from 0.69% to 0.51% in Shenzhen Kecai Printing Company Limited in November 2015 and (vi) an amount of HK\$1,409,000 resulting from the acquisition of additional equity interests in Xiangyang Jinfeihuan Colour Packing Co., Ltd, a non-wholly owned subsidiary of the Company in August 2017.
- (b) 其他儲備包括(i)合併儲備79,000港元，乃產生自所收購附屬公司股份的面值及溢價相對於本公司所發行用於交換的股份的面值的差額；(ii)本公司於二零一一年四月十四日向本公司前控股股東蔡得先生發行的480,000,000股股份，公允價值為4,267,200,000港元，以換取前控股股東蔡得先生於二零零九年九月十日以現金及所持若干上市股份收購的貴聯集團控股有限公司(前稱貴聯控股國際有限公司)全部股權，相關公允價值合共為1,781,817,000港元；(iii)收購本公司非全資附屬公司蚌埠金黃山凹版印刷有限公司額外股權所產生的款項516,437,000港元；(iv)於二零一四年十二月收購本公司非全資附屬公司鉅華投資有限公司額外股權所產生的款項81,223,000港元；(v)於二零一五年十一月非控股股東於深圳市科彩印務有限公司的股權由0.69%變為0.51%所產生的款項119,000港元；及(vi)於二零一七年八月收購本公司非全資附屬公司襄陽金飛環彩色包裝有限公司額外股權所產生的款項1,409,000港元。

Condensed consolidated statement of cash flows

簡明綜合現金流量表

For the six months ended 30 June 2018 截至二零一八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	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Note 附註			
	NET CASH FROM OPERATING ACTIVITIES 經營活動產生現金淨額	59,392	143,898
	INVESTING ACTIVITIES 投資活動		
	Interests received 已收利息	2,075	1,678
	Deposits paid for and acquisition of property, plant and equipment 就收購物業、廠房及設備支付的訂金	(71,926)	(7,430)
	Dividend received from associates, net of withholding tax 自聯營公司收取股息（扣除預扣稅）	73,840	104,000
	Proceeds from disposal of property, plant and equipment 出售物業、廠房及設備所得款項	7,239	526
	Placement of pledged bank deposits 存置已抵押銀行存款	(47,278)	(381,752)
	Withdrawal of pledged bank deposits 提取已抵押銀行存款	38,191	380,230
	Proceeds from disposal of subsidiaries 出售附屬公司所得款項	295,000	13,287
20	Redemption of structured deposits 贖回結構性存款	7,193	—
	NET CASH FROM INVESTING ACTIVITIES 投資活動產生現金淨額	304,334	110,539

Condensed consolidated statement of cash flows

簡明綜合現金流量表

For the six months ended 30 June 2018 截至二零一八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	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
	Note 附註		
FINANCING ACTIVITIES	融資活動		
New bank borrowings raised	新增銀行借貸	325,947	205,473
Repayment of bank borrowings	償還銀行借貸	(406,988)	(218,068)
Repayment to non-controlling interests of subsidiaries	償還予附屬公司的非控股權益	(20,830)	(3,916)
Dividends paid	已付股息	—	(239,886)
NET CASH USED IN FINANCING ACTIVITIES	融資活動使用現金淨額	(101,871)	(256,397)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等值項目增加(減少)淨額	261,855	(1,960)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	於期初的現金及現金等值項目	292,511	199,694
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	外幣匯率變動的影響	(3,789)	2,390
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD, represented by bank balances and cash	於期末的現金及現金等值項目，代表銀行結餘及現金	550,577	200,124

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

1. GENERAL

The Company was incorporated in the Cayman Islands on 11 November 2008 as an exempted company with limited liability and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). Its ultimate controlling party is Mr. Cai Xiao Ming, David (the “Controlling Shareholder”). The address of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business is Room 1201A, 12/F, Capital Centre, 151 Gloucester Road, Wanchai, Hong Kong.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (collectively referred to as the “Group”) are engaged in the provision of printing of cigarette package, manufacturing of laminated papers, manufacturing and sale of radio frequency identification (“RFID”) products, printing of packages and decoration matters, research and development on printing technology, wholesale, import and export of the packaging products and other related services.

The condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”) and the Company’s functional currency is Renminbi (“RMB”) that mainly influences the operation of the Group’s significant entities.

2. BASIS OF PREPARATION

The condensed consolidated financial statements 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

本公司於二零零八年十一月十一日於開曼群島註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司（「聯交所」）主板上市。其最終控股方為蔡曉明先生（「控股股東」）。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands，主要營業地點位於香港灣仔告士打道151號安盛中心12樓1201A室。

本公司為投資控股公司。本公司及其附屬公司（統稱「本集團」）的主要業務為提供香煙包裝印刷、製造複合紙、製造及銷售射頻識別（「射頻識別」）產品、包裝裝潢印刷品印刷、印刷技術研究及開發、包裝產品的批發及進出口以及其他相關服務。

簡明綜合財務報表以港元（「港元」）呈列，而本公司的功能貨幣為對本集團主要實體營運有重大影響的人民幣（「人民幣」）。

2. 編製基準

簡明綜合財務報表已遵照香港會計師公會（「香港會計師公會」）頒布的香港會計準則（「香港會計準則」）第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則（「上市規則」）附錄十六的適用披露規定編製。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

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

Other than changes in accounting policies resulting from application of new Hong Kong Financial Reporting Standards ("HKFRSs"), the accounting policies and the methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2018 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2017.

Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1 January 2018 for the preparation of the Group's condensed consolidated financial statements.

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers and the related Amendments
HK(IFRIC)-Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to HKFRS 4	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014–2016 Cycle
Amendments to HKAS 40	Transfers of Investment Property

3. 主要會計政策

除若干按公允價值計量的金融工具(如適用)外,簡明綜合財務報表乃按歷史成本基準編製。

除應用新訂香港財務報告準則(「香港財務報告準則」)所導致的會計政策變動外,截至二零一八年六月三十日止六個月的簡明綜合財務報表所採用會計政策及計算方法與本集團編製截至二零一七年十二月三十一日止年度的全年財務報表所遵循者相同。

應用新訂香港財務報告準則及其修訂本

於本中期期間,本集團編製簡明綜合財務報表時首次應用以下由香港會計師公會頒布並於二零一八年一月一日或之後開始的年度期間強制生效的新訂香港財務報告準則及其修訂本。

香港財務報告準則第9號	金融工具
香港財務報告準則第15號	客戶合約收益及相關修訂本
香港(國際財務報告詮釋委員會)–詮釋第22號	外幣交易及預付代價
香港財務報告準則第2號(修訂本)	以股份為基礎付款的交易的分類及計量
香港財務報告準則第4號(修訂本)	應用香港財務報告準則第4號保險合約時一併應用香港財務報告準則第9號金融工具
香港會計準則第28號(修訂本)	作為香港財務報告準則二零一四年至二零一六年週期的年度改進一部分
香港會計準則第40號(修訂本)	轉讓投資物業

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

Application of new and amendments to HKFRSs

(continued)

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provision in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as describes below.

3.1 Impacts and changes in accounting policies of application on HKFRS 15 “Revenue from Contracts with Customers”

The Group has applied HKFRS 15 for the first time in the current interim period. HKFRS 15 superseded HKAS 18 “Revenue”, HKAS 11 “Construction Contracts” and the related interpretations.

The Group recognises revenue from the following major sources:

- (1) provision of printing of cigarette package;
- (2) manufacturing of laminated papers; and
- (3) manufacturing and sale of radio frequency identification (“RFID”) products.

The Group’s contracts with customers for printing of cigarette package and manufacturing of laminated papers are tailor-made based on customers’ specification with no alternative use to the Group. Taking into account the contract terms, the legal and regulatory environment in the People’s Republic of China (the “PRC”), all the contracts provide the Group’s enforceable right to payment for performance completed to date and hence the revenue is recognised over time upon on application of HKFRS 15. Under HKAS 18, revenue from provision of printing of cigarette package and revenue from manufacture of laminated papers are recognised when goods are delivered and titles have passed.

3. 主要會計政策(續)

應用新訂香港財務報告準則及其修訂本(續)

新訂香港財務報告準則及其修訂本乃根據各項準則及修訂本的相關過渡條文應用，並導致會計政策、已呈報金額及／或披露資料出現以下變動。

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動

本集團於本中期期間首次應用香港財務報告準則第15號。香港財務報告準則第15號取代香港會計準則第18號「收益」、香港會計準則第11號「建築合約」及相關詮釋。

本集團確認來自以下主要來源的收益：

- (1) 提供香煙包裝印刷；
- (2) 製造複合紙；及
- (3) 製造及銷售射頻識別(「射頻識別」)產品。

本集團與客戶訂立的香煙包裝印刷及複合紙製造合約乃根據客戶規格定制，對本集團並無替代用途。經計及合約條款以及中華人民共和國(「中國」)的法律及監管環境，運用香港會計準則第15號時，所有合約均賦予本集團強制執行權可收取迄今已履約部分的款項，故收益分期確認。根據香港會計準則第18號，提供香煙包裝印刷的收益及製造複合紙的收益於貨品交付及所有權轉移時確認。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

Revenue from manufacturing and sale of RFID products is recognised at a point in time upon delivery of products to the customers.

The Group has applied HKFRS 15 retrospectively with the cumulative effect of initially applying this Standard recognised at the date of initial application, 1 January 2018. Any difference at the date of initial application is recognised in the opening retained profits and comparative information has not been restated. Furthermore, in accordance with the transition provisions in HKFRS 15, the Group has elected to apply the standard retrospectively only to contracts that are not completed at 1 January 2018. Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 18 and the related interpretations.

3.1.1 Key changes in accounting policies resulting from application of HKFRS 15

HKFRS 15 introduces a 5-step approach when recognising revenue:

- Step 1: Identify the contract(s) with a customer;
- Step 2: Identify the performance obligations in the contract;
- Step 3: Determine the transaction price;
- Step 4: Allocate the transaction price to the performance obligations in the contract;
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation.

3. 主要會計政策 (續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動 (續)

製造及銷售射頻識別產品的收益於產品交付予客戶的時間點確認。

本集團已追溯應用香港財務報告準則第15號，首次應用是項準則的累計影響於首次應用日期二零一八年一月一日確認。於首次應用日期產生的任何差額於期初保留溢利確認，惟並無重列比較資料。此外，根據香港財務報告準則第15號的過渡條文，本集團只選擇將是項準則追溯應用於二零一八年一月一日尚未完成的合約。因此，由於比較資料乃根據香港會計準則第18號及相關詮釋編製，若干比較資料可能無從比較。

3.1.1 應用香港財務報告準則第15號所導致會計政策的主要變動

香港財務報告準則第15號引入確認收益的五個步驟：

- 第一步：識別與客戶訂立的合約；
- 第二步：識別合約中的履約責任；
- 第三步：釐定交易價；
- 第四步：將交易價分配至合約中的履約責任；
- 第五步：於（或當作）本集團履行履約責任時確認收益。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.1 Key changes in accounting policies resulting from application of HKFRS 15

(continued)

Under HKFRS 15, the Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good and service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group’s performance as the Group performs;
- the Group’s performance creates and enhances an asset that the customer controls as the Group performs; or
- the Group’s performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

3. 主要會計政策(續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動(續)

3.1.1 應用香港財務報告準則第15號所導致會計政策的主要變動(續)

根據香港財務報告準則第15號，本集團於(或當作)履行履約責任時確認收益，即於特定履約責任相關的貨品或服務的「控制權」轉移至客戶時。

履約責任指一項明確貨品及服務(或一批貨品或服務)或一系列大致相同的明確貨品或服務。

控制權隨時間轉移，而倘符合以下其中一項標準，則收益乃參照履行相關履約責任的進度隨時間確認：

- 客戶於本集團履約時同時取得並耗用本集團履約所提供的利益；
- 本集團的履約創建及加強客戶於本集團履約時控制的資產；或
- 本集團的履約並未產生對本集團有替代用途的資產，且本集團有強制執行權以收取迄今已履約部分的款項。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.1 Key changes in accounting policies resulting from application of HKFRS 15

(continued)

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

A contract asset represents the Group's right to consideration in exchange for goods or services that the Group has transferred to a customer that is not yet unconditional. It is assessed for impairment in accordance with HKFRS 9. In contrast, a receivable represents the Group's unconditional right to consideration, i.e. only the passage of time is required before payment of that consideration is due.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

Over time revenue recognition: measurement of progress towards complete satisfaction of a performance obligation

Input method

The progress towards complete satisfaction of a performance obligation is measured based on input method, which is to recognise revenue on the basis of the Group's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation, that best depict the Group's performance in transferring control of goods or services.

3. 主要會計政策(續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動(續)

3.1.1 應用香港財務報告準則第15號所導致會計政策的主要變動(續)

否則，收益於客戶獲得明確貨品或服務的控制權時確認。

合約資產指本集團就換取本集團已轉移至客戶的貨品或服務而收取代價的權利(尚非無條件)，相關減值根據香港財務報告準則第9號予以評估。相反，應收款項指本集團無條件收取代價的權利，即只需經過一段時間即到期支付有關代價。

合約負債指本集團將貨品或服務轉移至客戶的責任，本集團就此自客戶收取代價(或應收代價金額)。

隨時間確認收益：計量完全履行履約責任的進度

投入法

完全履行履約責任的進度乃根據輸入法計量，即根據本集團為履行履約責任所作付出或投入(相對預期對履行有關履約責任的總投入)確認收益，有關方法最能反映本集團於轉移貨品或服務控制權方面的履約情況。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.2 Summary of effects arising from initial application of HKFRS 15

The following table summarises the impact of transition to HKFRS 15 on retained profits at 1 January 2018.

3. 主要會計政策(續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動(續)

3.1.2 首次應用香港財務報告準則第15號的影響摘要

下表概列於二零一八年一月一日過渡至香港財務報告準則第15號對保留溢利的影響。

Impact of adopting HKFRS 15 at 1 January 2018
於二零一八年一月一日採納香港財務報告準則第15號的影響
HK\$'000
千港元

Retained profits	保留溢利	639,017
Made-to-order products with no alternative use recognised over time	隨時間確認並無替代用途的定制產品	18,105
Tax effects	稅務影響	(2,553)
Impact at 1 January 2018	於二零一八年一月一日的影響	654,569

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.2 Summary of effects arising from initial application of HKFRS 15 (continued)

The following adjustments were made to the amounts recognised in the condensed consolidated statement of financial position at 1 January 2018. Line items that were not affected by the changes have not been included.

3. 主要會計政策 (續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動 (續)

3.1.2 首次應用香港財務報告準則第15號的影響摘要 (續)

於二零一八年一月一日對簡明綜合財務狀況報表內確認的金額作出以下調整，不包括未受變動影響的項目。

			Carrying amount previously reported at 31 December 2017	Reclassification	Remeasurement	Carrying amount under HKFRS15 at 1 January 2018*
		Notes 附註	過往 於二零一七年 十二月三十一日 呈報的賬面值 HK\$'000 千港元	重新分類 HK\$'000 千港元	重新計量 HK\$'000 千港元	於二零一八年 一月一日 根據香港財務 報告準則 第15號得出的 賬面值* HK\$'000 千港元
Non-current asset	非流動資產					
Investments in associates	於聯營公司的投資	(a)	535,072	–	1,086	536,158
Current assets	流動資產					
Contract assets	合約資產	(a)	–	–	64,905	64,905
Inventories	存貨	(a)	167,892	–	(47,886)	120,006
Current liabilities	流動負債					
Contract liabilities	合約負債	(b)	–	857	–	857
Other payables and accruals	其他應付款項及應計費用	(b)	115,539	(857)	–	114,682
Non-current liability	非流動負債					
Deferred tax liabilities	遞延稅項負債	(a)	55,133	–	2,553	57,686
Capital and Reserves	資本及儲備					
Retained profits	保留溢利	(a)	639,017	–	15,552	654,569

* The amounts in this column are before the adjustment from the application of HKFRS 9.

* 本欄所載金額未就應用香港財務報告準則第9號作出調整。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.2 Summary of effects arising from initial application of HKFRS 15 (continued)

- (a) The remeasurement is due to the application of HKFRS 15. HK\$47,886,000 and HK\$15,552,000 have been adjusted from inventories and opening retained profits, respectively with corresponding adjustments of HK\$64,905,000, HK\$2,553,000 and HK\$1,086,000 to contract assets, deferred tax liabilities and investments in associates, respectively.
- (b) As at 1 January 2018, advances from customers of HK\$857,000 previously included in other payables and accruals were reclassified to contract liabilities.

The following tables summarise the impacts of applying HKFRS 15 on the Group's condensed consolidated statement of financial position as at 30 June 2018 and its condensed consolidated statement of profit or loss and other comprehensive income for the current interim period for each of the line items affected. Line items that were not affected by the changes have not been included.

3. 主要會計政策(續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動(續)

3.1.2 首次應用香港財務報告準則第15號的影響摘要(續)

- (a) 有關計量乃因應用香港財務報告準則第15號而作出。就存貨及期初保留溢利作出調整分別47,886,000港元及15,552,000港元，並相應就合約資產、遞延稅項負債及於聯營公司的投資作出調整分別64,905,000港元、2,553,000港元及1,086,000港元。
- (b) 於二零一八年一月一日，先前計入其他應付款項及應計費用的客戶墊款857,000港元已重新分類為合約負債。

下表概列應用香港財務報告準則第15號對本集團於二零一八年六月三十日的簡明綜合財務狀況報表及於本中期期間的簡明綜合損益及其他全面收益報表項下各受影響項目所造成的影響，不包括未受變動影響的項目。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.2 Summary of effects arising from initial application of HKFRS 15 (continued)

3. 主要會計政策 (續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動 (續)

3.1.2 首次應用香港財務報告準則第15號的影響摘要 (續)

		Amounts without application of HKFRS 15		
		As reported	Adjustments	未經應用香港財務報告準則第15號的金額
		已呈報 HK\$'000 千港元	調整 HK\$'000 千港元	金額 HK\$'000 千港元
Non-current asset	非流動資產			
Investments in associates	於聯營公司的投資	474,666	(1,800)	472,866
Current assets	流動資產			
Contract assets	合約資產	41,195*	(41,195)	—
Inventories	存貨	101,909	31,743	133,652
Current liabilities	流動負債			
Other payables and accruals	其他應付款項及應計費用	88,404	2,004	90,408
Contract liabilities	合約負債	2,004	(2,004)	—
Non-current liability	非流動負債			
Deferred tax liabilities	遞延稅項負債	53,321	(1,425)	51,896
Capital and Reserves	資本及儲備			
Retained profits	保留溢利	577,663	(9,827)	567,836

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (continued)

3.1.2 Summary of effects arising from initial application of HKFRS 15 (continued)

3. 主要會計政策 (續)

3.1 應用香港財務報告準則第15號「客戶合約收益」對會計政策造成的影響及變動 (續)

3.1.2 首次應用香港財務報告準則第15號的影響摘要 (續)

		Amounts without application of HKFRS 15 未經應用香港財務報告準則第15號的金額		
		As reported 已呈報	Adjustments 調整	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Revenue	收益	546,706	23,662	570,368
Cost of sales	銷售成本	(444,071)	(16,143)	(460,214)
Gross profit	毛利	102,635	7,519	110,154
Impairment losses, net of reversal	減值虧損 (扣除撥回)	(1,348)*	(28)	(1,376)
Share of profits of associates	分佔聯營公司溢利	21,938	(714)	21,224
Profit before taxation	除稅前溢利	152,216	6,777	158,993
Taxation	稅項	(15,321)	(1,128)	(16,449)
Profit for the period	期內溢利	136,895	5,649	142,544
Total comprehensive income for the period	期內全面收益總額	97,168	5,649	102,817

* The amount include impairment of contract assets from the application of HKFRS 9.

* 該金額包括應用香港財務報告準則第9號所造成的合約資產減值。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments”

In the current period, the Group has applied HKFRS 9 and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for (1) the classification and measurement of financial assets and financial liabilities, (2) expected credit losses (“ECL”) for financial assets and contract assets and (3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9. i.e. applied the classification and measurement requirements (including impairment) retrospectively to instruments that have not been derecognised as at 1 January 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1 January 2018. The difference between carrying amounts as at 31 December 2017 and the carrying amounts as at 1 January 2018 are recognised in the opening retained profits, without restating comparative information.

Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 39 “Financial Instruments: Recognition and Measurement”.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動

於本期間，本集團已應用香港財務報告準則第9號及其他香港財務報告準則的相關相應修訂本。香港財務報告準則第9號引入有關(1)金融資產及金融負債的分類及計量；(2)金融資產及合約資產的預期信貸虧損(「預期信貸虧損」)；及(3)一般對沖會計的新規定。

本集團已根據香港財務報告準則第9號所載過渡條文應用香港財務報告準則第9號，即對二零一八年一月一日(首次應用日期)尚未終止確認的工具追溯應用分類及計量規定(包括減值)，而並無對已於二零一八年一月一日終止確認的工具應用有關規定。二零一七年十二月三十一日的賬面值與二零一八年一月一日的賬面值之間差額於期初保留溢利確認，惟並無重列比較資料。

因此，若干比較資料未必可與根據香港會計準則第39號「金融工具：確認及計量」編製的比較資料作比較。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

Classification and measurement of financial assets

Trade receivables arising from contracts with customers are initially measured in accordance with HKFRS 15.

All recognised financial assets that are within the scope of HKFRS 9 are subsequently measured at amortised cost or fair value.

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value through profit or loss (“FVTPL”).

3. 主要會計政策(續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動(續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動

金融資產的分類及計量

客戶合約所產生貿易應收款項最初根據香港財務報告準則第15號計量。

香港財務報告準則第9號範圍內的所有已確認金融資產其後均須按攤銷成本或公允價值計量。

符合下列條件的債務工具其後按攤銷成本計量：

- 金融資產乃於一個目標為持有金融資產以收取合約現金流的業務模式中持有；及
- 金融資產的合約條款於特定日期產生僅為本金及尚未償還本金額利息付款的現金流。

所有其他金融資產其後按公允價值計入損益(「按公允價值計入損益」)計量。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or fair value through other comprehensive income (“FVTOCI”) are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss excludes any dividend or interest earned on the financial asset and is included in the “other gains and losses” line item.

The directors of the Company reviewed and assessed the Group’s financial assets as at 1 January 2018 based on the facts and circumstances that existed at that date. There is no any change of classification compared to prior year.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動 (續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動 (續)

按公允價值計入損益的金融資產

不符合按攤銷成本或按公允價值計入其他全面收益(「按公允價值計入其他全面收益」)計量標準的金融資產均按公允價值計入損益計量。

按公允價值計入損益的金融資產於各報告期末按公允價值計量，而任何公允價值收益或虧損則於損益確認。於損益確認的收益或虧損淨額不包括就金融資產所賺取的任何股息或利息，並計入「其他收益及虧損」項目。

本公司董事根據於二零一八年一月一日存在的事實及情況審閱及評估本集團當日的金融資產。分類方法與去年相比並無任何變動。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Impairment under ECL model

The Group assesses for ECL on assets which are subject to impairment under HKFRS 9 (including trade receivables, contract assets, other receivables and deposits, amounts due from related parties, pledged bank deposits and bank balances). The assessment is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL (“12m ECL”) represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessments are done based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables and contract assets. The ECL on these assets are assessed individually for debtors with significant balances and/or collectively using a provision matrix with appropriate groupings basing on internal credit ratings after considering historical default records, aging and length of customer relationship.

3. 主要會計政策(續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動(續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動(續)

預期信貸虧損模式項下的減值

本集團就根據香港財務報告準則第9號須予減值的資產(包括貿易應收款項、合約資產、其他應收款項及訂金、應收關連方款項、已抵押銀行存款以及銀行結餘)評估預期信貸虧損，並於各報告日期更新有關評估，以反映信貸風險自初始確認以來的變化。

全期預期信貸虧損指相關工具的預計年期內所有可能違約事件將產生的預期信貸虧損。相反，12個月預期信貸虧損(「12個月預期信貸虧損」)指預期於報告日期後12個月內可能發生的違約事件導致的部分全期預期信貸虧損。評估乃根據本集團過往信貸虧損經驗進行，並就債務人特有的因素、整體經濟狀況以及對報告日期的當前狀況及未來狀況預測的評估作出調整。

本集團始終就貿易應收款項及合約資產確認全期預期信貸虧損。該等資產的預期信貸虧損乃經考慮過往違約記錄、賬齡及與客戶關係時長後，就具重大結餘的債務人進行個別評估及／或採用具合適信貸風險組別的撥備矩陣進行整體評估。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Impairment under ECL model (continued)

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動 (續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動 (續)

預期信貸虧損模式項下的減值 (續)

針對所有其他工具，本集團計量相等於12個月預期信貸虧損的虧損撥備，除非信貸風險自初始確認以來顯著增加，則本集團確認全期預期信貸虧損。評估應否確認全期預期信貸虧損乃基於自初始確認以來發生違約的可能性或風險有否顯著增加。

信貸風險顯著增加

評估信貸風險自初始確認以來有否顯著增加時，本集團將金融工具於報告日期發生的違約風險與該金融工具於初始確認日期發生的違約風險作比較。進行是項評估時，本集團會考慮合理可靠的定量及定性資料，包括過往經驗及毋須付出不必要成本或努力即可獲得的前瞻性資料。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Significant increase in credit risk (continued)

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

3. 主要會計政策(續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動(續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動(續)

信貸風險顯著增加(續)

特別是，在評估信貸風險有否顯著增加時會考慮以下資料：

- 金融工具的外部(如有)或內部信貸評級的實際或預期顯著惡化；
- 預計將導致債務人償還其債務責任的能力大幅下降的業務、財務或經濟狀況的現有或預測不利變化；
- 債務人經營業績的實際或預期顯著惡化；
- 導致債務人償還其債務責任的能力大幅下降的債務人監管、經濟或技術環境的實際或預期重大不利變化。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Significant increase in credit risk (continued)

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group considers that default has occurred when the instrument is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information.

Generally, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

3. 主要會計政策(續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動(續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動(續)

信貸風險顯著增加(續)

不論上述評估的結果，本集團認為，倘合約付款逾期超過30日，即表示信貸風險自初始確認以來已顯著增加，除非本集團有合理可靠的資料可作證明。

本集團認為，倘工具逾期超過90日，即表示發生違約事件，除非本集團有足以說明更寬鬆的違約標準更為合適的合理可靠資料則作別論。

預期信貸虧損的計量及確認
預期信貸虧損的計量為違約概率、違約損失率(即發生違約時的損失程度)及違約風險的函數。違約概率及違約損失率的評估乃基於經前瞻性資料調整的歷史數據作出。

一般而言，預期信貸虧損估計乃根據合約應付本集團的所有合約現金流與本集團預期收取的所有現金流之間差額，並按初始確認時釐定的實際利率貼現。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.1 Key changes in accounting policies resulting from application of HKFRS 9

(continued)

Measurement and recognition of ECL

(continued)

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit impaired, in which case interest income is calculated based on amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables and contract assets where the corresponding adjustment is recognised through a loss allowance account.

As at 1 January 2018, the directors of the Company reviewed and assessed the Group’s existing financial assets and contract assets for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirements of HKFRS 9. The results of the assessment and the impact thereof are detailed in Note 3.2.2.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動 (續)

3.2.1 應用香港財務報告準則第9號所導致會計政策的主要變動 (續)

預期信貸虧損的計量及確認 (續)

利息收入乃根據金融資產的賬面總值計算，除非金融資產出現信貸減值，在此情況下，利息收入根據金融資產的攤銷成本計算。

本集團透過調整所有金融工具的賬面值於損益確認其減值收益或虧損，惟貿易應收款項及合約資產透過虧損撥備賬確認相應調整除外。

於二零一八年一月一日，本公司董事根據香港財務報告準則第9號的規定，使用毋須付出不必要成本或努力即可獲得的合理可靠資料，審閱及評估本集團現有金融資產及合約資產有否出現減值。評估結果及其影響於附註3.2.2詳述。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.2 Summary of effects arising from initial application of HKFRS 9

The table below illustrates the classification and measurement (including impairment) of financial assets and other items subject to ECL under HKFRS 9 and HKAS 39 at the date of initial application, 1 January 2018.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動 (續)

3.2.2 首次應用香港財務報告準則第9號的影響摘要

下表說明於首次應用日期二零一八年一月一日根據香港財務報告準則第9號及香港會計準則第39號分類及計量(包括減值)金融資產及其他預期信貸虧損相關項目的情況。

		Trade receivables	Contract assets	Other receivables and refundable deposits 其他應收款項及可退還訂金	Deferred tax liabilities 遞延稅項負債	Retained profits
	Note	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Closing balance at 31 December 2017 – HKAS 39	於二零一七年十二月三十一日的期末結餘 – 香港會計準則第39號	796,248	–	56,562	55,133	639,017
Effect arising from initial application of HKFRS 15	首次應用香港財務報告準則第15號的影響	–	64,905	–	2,553	15,552
Effect arising from initial application of HKFRS 9	首次應用香港財務報告準則第9號的影響					
Remeasurement Impairment under ECL model	重新計量 預期信貸虧損模式項下的減值	(a) (10,117)	(76)	(815)	(1,519)	(9,489)
Opening balance at 1 January 2018	於二零一八年一月一日的期初結餘	786,131	64,829	55,747	56,167	645,080

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.2 Summary of effects arising from initial application of HKFRS 9 (continued)

Note:

(a) Impairment under ECL model

The Group applies the HKFRS 9 simplified approach to measure ECL which uses a lifetime ECL for all contract assets and trade receivables. To measure the ECL, contract assets and trade receivables have been grouped based on shared credit risk characteristics. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for the trade receivables are a reasonable approximation of the loss rates for the contract assets.

Loss allowances for other financial assets at amortised cost mainly include other receivables and refundable deposits, are assessed on 12m ECL basis and there had been no significant increase in credit risk since initial recognition, except for these receivables which are past due over 30 days are measured on lifetime ECL basis as those credit risk had increased significantly since initial recognition.

As at 1 January 2018, the additional credit loss allowance of HK\$11,008,000 and related deferred tax credit of HK\$1,519,000 has been recognised against retained profits. The additional loss allowance is charged against the respective assets.

3. 主要會計政策(續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動(續)

3.2.2 首次應用香港財務報告準則第9號的影響摘要(續)

附註：

(a) 預期信貸虧損模式項下的減值

本集團應用香港財務報告準則第9號的簡化方法計量預期信貸虧損，即就所有合約資產及貿易應收款項採用全期預期信貸虧損。為計量預期信貸虧損，合約資產及貿易應收款項已根據攤佔信貸風險特徵分類。合約資產與未開單的進行中工作有關，並與同類合約的貿易應收款項具有大致相同的風險特徵。因此，本集團得出結論，貿易應收款項的預期虧損率與合約資產的虧損率合理相若。

按攤銷成本列賬的其他金融資產(主要包括其他應收款項及可退還訂金)的虧損撥備按12個月預期信貸虧損基準評估，信貸風險自初始確認以來並無顯著增加，惟逾期超過30日的應收款項因信貸風險自初始確認以來顯著增加而按全期預期信貸虧損基準計量除外。

於二零一八年一月一日，就保留溢利確認額外信貸虧損撥備11,008,000港元及相關遞延稅項抵免1,519,000港元。額外虧損撥備自相應資產扣除。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.2 Impacts and changes in accounting policies of application on HKFRS 9 “Financial Instruments” (continued)

3.2.2 Summary of effects arising from initial application of HKFRS 9 (continued)

All loss allowances for financial assets including trade receivables, contract assets and other receivables and deposits as at 31 December 2017 reconcile to the opening loss allowance as at 1 January 2018 is as follows:

		Trade receivables	Contract assets	Other receivables and refundable deposits
		貿易應收款項	合約資產	其他應收款項及可退還訂金
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
At 31 December 2017 – HKAS39	於二零一七年十二月三十一日 – 香港會計準則第39號	–	N/A	–
Amounts remeasured adjusted to opening retained profits	重新計量就期初保留溢利調整的金額	10,117	76	815
At 1 January 2018	於二零一八年一月一日	10,117	76	815

Except as described above, the application of other amendments to HKFRSs in the current interim period has had no material effect on the amounts reported and/or disclosures set out in these condensed consolidated financial statements.

3. 主要會計政策 (續)

3.2 應用香港財務報告準則第9號「金融工具」對會計政策造成的影響及變動 (續)

3.2.2 首次應用香港財務報告準則第9號的影響摘要 (續)

於二零一七年十二月三十一日的金融資產(包括貿易應收款項、合約資產以及其他應收款項及訂金)所有虧損撥備與於二零一八年一月一日的期初虧損撥備對賬如下:

除上述者外，於本中期期間應用香港財務報告準則其他修訂本對簡明綜合財務報表所載呈報金額及／或披露資料並無重大影響。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

3. PRINCIPAL ACCOUNTING POLICIES

(continued)

3.3 Impacts on opening condensed consolidated statement of financial position arising from the application of all new standards

Because of the changes in the entity's accounting policies above, the opening condensed consolidated statement of financial position had to be restated. The following table show the adjustments recognised for each individual line item. Line items that were not affected by the changes have not been included.

3. 主要會計政策(續)

3.3 應用所有新訂準則對期初簡明綜合財務狀況報表的影響

由於上述實體的會計政策有變，期初簡明綜合財務狀況報表須予重列。下表顯示針對個別項目確認的調整，不包括未受變動影響的項目。

		31 December 2017 (Audited) 二零一七年 十二月三十一日 (經審核) HK\$'000 千港元	HKFRS 15 香港財務報告 準則第15號 HK\$'000 千港元	HKFRS 9 香港財務報告 準則第9號 HK\$'000 千港元	1 January 2018 (Restated) 二零一八年 一月一日 (經重列) HK\$'000 千港元
Non-current Asset	非流動資產				
Interests in associates	於聯營公司的權益	535,072	1,086	–	536,158
Current Assets	流動資產				
Trade receivables (note)	貿易應收款項(附註)	796,248	–	(10,117)	786,131
Contract assets	合約資產	–	64,905	(76)	64,829
Inventories	存貨	167,892	(47,886)	–	120,006
Other receivables, prepayments and refundable deposits	其他應收款項、 預付款項 及可退還訂金	56,562	–	(815)	55,747
Current Liabilities	流動負債				
Other payables and accruals	其他應付款項及 應計費用	115,539	(857)	–	114,682
Contract liabilities	合約負債	–	857	–	857
Non-current Liability	非流動負債				
Deferred tax liabilities	遞延稅項負債	55,133	2,553	(1,519)	56,167
Capital and Reserves	資本及儲備				
Retained profits	保留溢利	639,017	15,552	(9,489)	645,080

Note: Trade related amounts due from related parties previously presented separately were reclassified and included in trade receivables.

附註：過往單獨呈列的應收關連方貿易相關款項已重新分類，並計入貿易應收款項。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

4. REVENUE

Disaggregation of revenue

Types of goods or services

4. 收益

收益分類

貨品或服務類型

		Six months ended 30 June 2018 截至二零一八年六月三十日止六個月 (Unaudited) (未經審核) HK\$'000 千港元
Printing of cigarette packages	印刷香煙包裝	482,549
Manufacturing of laminated papers	製造複合紙	22,498
Sales of RFID products	銷售射頻識別產品	41,659
		546,706

Timing of revenue recognition

收益確認時間

		For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月			
		Printing of cigarette packages 印刷香煙包裝 (Unaudited) (未經審核) HK\$'000 千港元	Manufacturing of laminated papers 製造複合紙 (Unaudited) (未經審核) HK\$'000 千港元	Sales of RFID products 銷售射頻識別產品 (Unaudited) (未經審核) HK\$'000 千港元	Total 總計 (Unaudited) (未經審核) HK\$'000 千港元
A point in time	於一個時間點	-	-	41,659	41,659
Over time	於一段時間內	482,549	22,498	-	505,047
Total	總計	482,549	22,498	41,659	546,706

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

4. REVENUE (continued)

Disaggregation of revenue (continued)

Geographical markets

Information about the Group's revenue from external customers is presented based on the geographical market irrespective of the origin of goods/services.

4. 收益(續)

收益分類(續)

地區市場

有關本集團來自外部客戶收益的資料乃根據地理市場呈列，而不論貨品／服務的來源地。

For the six months ended 30 June 2018

截至二零一八年六月三十日止六個月

		Printing of cigarette packages 印刷香煙 包裝 (Unaudited) (未經審核) HK\$'000 千港元	Manufacturing of laminated papers 製造複合紙 (Unaudited) (未經審核) HK\$'000 千港元	Sales of RFID products 銷售射頻 識別產品 (Unaudited) (未經審核) HK\$'000 千港元
PRC	中國	480,464	22,498	22,927
Others (Note)	其他(附註)	2,085	–	18,732
Total	總計	482,549	22,498	41,659

Note: Others included the Republic of Indonesia, the United States of America and the Republic of Korea.

附註：其他包括印度尼西亞共和國、美利堅合眾國及大韓民國。

5. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on types of goods delivered or services provided. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

The Group's operating and reportable segments currently are (i) printing of cigarette packages, (ii) manufacturing of laminated papers and (iii) sales of RFID products. The CODM considered the Group has three (2017: two) operating and reportable segments which are based on the internal organisation and reporting structure. This is the basis upon which the Group is organised.

5. 分部資料

為分配資源及評估分部表現而向本公司執行董事(即主要營運決策者(「主要營運決策者」))呈報資料時，集中於所交付貨品或所提供服務的類別。本集團並無任何經主要營運決策者識別的經營分部整合而成的可報告分部。

本集團的經營及可報告分部目前為：(i) 印刷香煙包裝；(ii) 製造複合紙；及(iii) 銷售射頻識別產品。主要營運決策者認為本集團有三個(二零一七年：兩個)經營及可報告分部，乃根據內部組織及申報架構為基礎。此乃本集團組織的基準。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

5. SEGMENT INFORMATION (continued)

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

For the six months ended 30 June 2018

5. 分部資料(續)

本集團按經營及可報告分部劃分的收益及業績分析如下：

截至二零一八年六月三十日止六個月

		Printing of cigarette packages 印刷香煙 包裝 HK\$'000 千港元 (Unaudited) (未經審核)	Manufacturing of laminated papers 製造複合紙 HK\$'000 千港元 (Unaudited) (未經審核)	Sales of RFID products 銷售射頻 識別產品 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue	分部收益	482,549	22,498	41,659	546,706
Segment profit	分部溢利	88,716	5,677	11,203	105,596
Unallocated — other income and other gains and losses	未分配—其他收入 以及其他收益及 虧損				19,666
Unallocated expenses	未分配開支				(74,139)
Finance costs	融資成本				(11,137)
Share of profits of associates	分佔聯營公司溢利				21,938
Share of profit of a joint venture	分佔一間合營企業 溢利				191
Gain on disposal of subsidiaries	出售附屬公司的 收益				90,101
Profit before taxation	除稅前溢利				152,216

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

5. SEGMENT INFORMATION (continued)

For the six months ended 30 June 2017

5. 分部資料(續)

截至二零一七年六月三十日止六個月

		Printing of cigarette packages 印刷香煙 包裝 HK\$'000 千港元 (Unaudited) (未經審核)	Manufacturing of laminated papers 製造複合紙 HK\$'000 千港元 (Unaudited) (未經審核)	Sales of RFID products 銷售射頻 識別產品 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue	分部收益	597,098	18,408	–	615,506
Segment profit	分部溢利	167,324	4,348	–	171,672
Unallocated — other income and other gains and losses	未分配 — 其他收入 以及其他收益及 虧損				6,634
Unallocated expenses	未分配開支				(56,318)
Finance costs	融資成本				(10,376)
Share of profits of associates	分佔聯營公司溢利				13,098
Share of loss of a joint venture	分佔一間合營企業 虧損				(38)
Profit before taxation	除稅前溢利				124,672

Segment profit represents the profit earned by each segment without allocation of corporate management expenses, directors' emoluments, share of profits of associates, share of profit/loss of a joint venture, finance costs, taxation, unallocated other income, other gains and losses, amortisation of intangible assets, gain on disposal of subsidiaries and expenses. This is the measure reported to the CODM for the purposes of resources allocation and performance assessment.

All of the segment revenue reported above is from external customers.

分部溢利指各分部所賺取溢利，而並無分配公司管理開支、董事薪酬、分佔聯營公司溢利、分佔一間合營企業溢利／虧損、融資成本、稅項、未分配其他收入、其他收益及虧損、無形資產攤銷、出售附屬公司的收益以及開支。此乃就資源分配及表現評估向主要營運決策者呈報的計量方式。

上文呈報的所有分部收益均來自外部客戶。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

5. SEGMENT INFORMATION (continued)

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by operating and reportable segments:

Segment assets

5. 分部資料(續)

分部資產及負債

本集團根據經營及可報告分部劃分的資產及負債分析如下：

分部資產

		30 June 2018 二零一八年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2017 二零一七年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Printing of cigarette packages	印刷香煙包裝	1,381,777	1,546,750
Manufacturing of laminated papers	製造複合紙	31,283	42,817
Sales of RFID products	銷售射頻識別產品	94,495	85,076
Total segment assets	分部資產總值	1,507,555	1,674,643
Unallocated assets	未分配資產	2,556,440	2,523,863
Total assets	資產總值	4,063,995	4,198,506

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

5. SEGMENT INFORMATION (continued)

Segment assets and liabilities (continued)

Segment liabilities

5. 分部資料(續)

分部資產及負債(續)

分部負債

		30 June 2018 二零一八年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2017 二零一七年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Printing of cigarette packages	印刷香煙包裝	162,061	246,126
Manufacturing of laminated papers	製造複合紙	7,988	4,251
Sales of RFID products	銷售射頻識別產品	15,209	14,987
Total segment liabilities	分部負債總額	185,258	265,364
Unallocated liabilities	未分配負債	1,015,731	952,632
Total liabilities	負債總額	1,200,989	1,217,996

Segment assets represent certain property, plant and equipment, trade receivables, contract assets and inventories which are directly attributable to the relevant operating and reportable segments. Segment liabilities represent trade and bills payables and contract liabilities which are directly attributable to the relevant operating and reportable segments. These are the measures reported to the CODM for the purpose of resource allocation and assessment of segment performance.

分部資產代表直接歸屬於有關經營及可報告分部的若干物業、廠房及設備、貿易應收款項、合約資產及存貨。分部負債代表直接歸屬於有關經營及可報告分部的貿易應付款項及應付票據以及合約負債。此乃就資源分配及分部表現評估向主要營運決策者呈報的計量方式。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

6. TAXATION

6. 稅項

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Current tax:	本期稅項：		
PRC Enterprise Income Tax ("EIT")	中國企業所得稅 (「企業所得稅」)	13,897	35,504
Withholding tax	預扣稅	4,993	17,347
Overprovision of EIT in prior year	先前年度企業所得稅的 超額撥備	(2,312)	(2,215)
Deferred tax	遞延稅項	16,578 (1,257)	50,636 (25,637)
		15,321	24,999

No provision for taxation in Hong Kong has been made as the Group's income neither arises in, nor is derived from, Hong Kong.

由於本集團的收入並非於香港產生或取得，故並無就香港稅項計提撥備。

The PRC EIT is calculated at the applicable prevailing tax rates from 15% to 25% (2017: 15% to 25%) in the PRC. Pursuant to the "Enterprise Income Tax Law for Foreign Investment Enterprises and Foreign Enterprises", some PRC subsidiaries, being a High-Tech Enterprise, were entitled to a reduced EIT rate of 15% from 2016 to 2018.

中國企業所得稅按中國的適用當前稅率15%至25%(二零一七年：15%至25%)計算。根據「中國外商投資企業和外國企業所得稅法」，若干中國附屬公司(即高科技企業)於二零一六年至二零一八年可按減免企業所得稅稅率15%繳稅。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

6. TAXATION (continued)

Upon the New Tax Law and Implementation Regulations, the PRC withholding income tax is applicable to dividends payable to investors that are “non-PRC tax resident enterprises”, which do not have an establishment or place of business in the PRC, or which have such establishment or place of business but the relevant income is not effectively connected with the establishment or place of business, to the extent such dividends have their sources within the PRC. Under such circumstances, dividends distributed from the PRC subsidiaries to non-PRC tax resident group entities shall be subject to withholding income tax at 10% or lower tax rate, as applicable. Under the relevant tax treaty, withholding tax rate on distribution to Hong Kong resident companies is 5%. Deferred tax has been provided on undistributed earnings of all subsidiaries, associates and a joint venture.

6. 稅項(續)

新稅法及實施規例生效後，中國預扣所得稅適用於應付屬「非中國居民納稅企業」投資者的股息，該等非中國居民納稅企業於中國並無機構或營業地點，或其於中國設有機構或營業地點但相關收入實際上與該機構或營業地點無關，惟以該等股息乃源自中國為限。於該等情況下，中國附屬公司派付予非中國居民納稅集團實體的股息須按10%的預扣所得稅稅率或較低稅率（如適用）繳稅。根據相關稅收協定，向香港居民公司作出分派的預扣稅稅率為5%。遞延稅項已就所有附屬公司、聯營公司及一間合營企業的未分派盈利計提撥備。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

7. PROFIT FOR THE PERIOD

7. 期內溢利

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Profit for the period has been arrived at after charging (crediting):	期內溢利在扣除(計入)以下各項後達致：		
Staff costs:	員工成本：		
Directors' emoluments	董事薪酬	1,683	1,504
Other staff costs	其他員工成本		
Salaries and other benefits	薪金及其他福利	50,461	44,744
Contributions to retirement benefits schemes	退休福利計劃供款	7,594	5,197
Total staff costs	總員工成本	59,738	51,445
Less: capitalised in inventories	減：於存貨中資本化	(2,099)	(38,831)
included in costs of sales	計入銷售成本	(47,126)	N/A
		10,513	12,614
Depreciation of property, plant and equipment	物業、廠房及設備折舊	37,557	39,060
Release of prepaid lease payments	解除預付租賃款項	1,175	1,086
Amortisation of intangible assets (included in cost of sales and administrative expenses)	無形資產攤銷 (計入銷售成本及行政開支)	22,858	22,842
Total depreciation and amortisation	折舊及攤銷總額	61,590	62,988
Less: capitalised in inventories	減：於存貨中資本化	(2,434)	(31,237)
included in cost of sales	計入銷售成本	(53,881)	(22,624)
		5,275	9,127

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

7. PROFIT FOR THE PERIOD (continued)

7. 期內溢利(續)

		Six months ended 30 June	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
Depreciation of investment properties	投資物業折舊	1,824	3,436
Operating lease rentals in respect of rented premises	有關租用物業的經營租賃租金	1,325	885
Research and development costs recognised as an expense (included in other expenses)	確認為開支的研發成本(計入其他開支)	1,107	1,951
Share of taxation of associates	分佔聯營公司的稅項	4,822	3,409
Impairment loss recognised in respect of contract assets and trade and other receivables, net	就合約資產以及貿易及其他應收款項確認的撥回減值虧損淨額	1,348	—
Interest income on long-term receivables	長期應收款項的利息收入	—	(467)
Gross rental income from investment properties	投資物業的租金收入總額	(3,435)	(1,595)
Less: direct operating expenses incurred for investment properties that generated rental income during the period	減：期內產生租金收入的投資物業所產生的直接營運開支	1,824	1,022
		(1,611)	(573)
Net foreign exchange losses (gains)	外匯虧損(收益)淨額	228	(680)
Gain on disposals of property, plant and equipment	出售物業、廠房及設備的收益	2,755	60

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

8. DIVIDENDS

The aggregate amount of the dividend declared and paid in the interim period is as follows:

8. 股息

於中期期間宣派及支付的股息總額如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Dividends for ordinary shareholders of the Company recognised as distribution during the period:	期內確認為分派的本公司普通股股東股息：		
– 2018 special dividend	– 二零一八年特別股息	199,905	–
– 2016 final — HK15.30 cents per share	– 二零一六年末期 – 每股 15.30 港仙	–	239,886

During the current interim period, a special dividend of HK12.75 cents per share, amounting approximately HK\$199,905,000 (2017: nil), was declared to the shareholders whose names appeared on the register of members of the Company on 26 June 2018.

於本中期期間，本公司向於二零一八年六月二十六日名列股東名冊的股東宣派特別股息每股 12.75 港仙，共計約為 199,905,000 港元（二零一七年：無）。

During the six months ended 30 June 2017, the final dividend of HK15.30 cents in respect of the year ended 31 December 2016 per share, amounting approximately HK\$239,886,000 has been paid to shareholders.

截至二零一七年六月三十日止六個月，股東已獲派發截至二零一六年十二月三十一日止年度的末期股息每股 15.30 港仙，共計約為 239,886,000 港元。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

9. EARNINGS PER SHARE

The calculation of basic earnings per share attributable to owners of the Company is based on the following data:

9. 每股盈利

本公司擁有人應佔每股基本盈利乃按下列數據計算：

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Earnings:	盈利：		
Earnings for the purpose of basic earnings per share (Profit for the period attributable to owners of the Company)	用以計算每股基本盈利的盈利(本公司擁有人應佔期內溢利)	132,703	98,050
		'000 千股	'000 千股
Number of shares:	股份數目：		
Weighted average number of ordinary shares in issue for the purpose of basic earnings per share	用以計算每股基本盈利的已發行普通股加權平均數	1,567,885	1,567,885

No dilutive earnings per share is presented for the six months ended 30 June 2018 and 2017 since there were no potential ordinary shares in issue during both periods.

由於截至二零一八年及二零一七年六月三十日止六個月並無任何潛在普通股，故未有呈列該等期間的每股攤薄盈利。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

10. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the current interim period, the Group disposed of certain plant and machineries with an aggregate carrying amount of approximately HK\$4,484,000 (30 June 2017: HK\$503,000) for a consideration of approximately HK\$7,239,000 (30 June 2017: HK\$563,000), resulting in a gain on disposal of HK\$2,755,000 (30 June 2017: HK\$60,000).

In addition, during the current interim period, the Group paid approximately HK\$28,081,000 (30 June 2017: HK\$8,561,000) for acquisition of property, plant and equipment to expand its operations which mainly included construction in progress of approximately HK\$23,455,000 (30 June 2017: HK\$2,840,000).

10. 物業、廠房及設備變動

於本中期期間，本集團出售若干賬面總值約4,484,000港元(二零一七年六月三十日：503,000港元)的廠房及機器，代價約為7,239,000港元(二零一七年六月三十日：563,000港元)，並就出售錄得收益2,755,000港元(二零一七年六月三十日：60,000港元)。

此外，於本中期期間內，本集團支付約28,081,000港元(二零一七年六月三十日：8,561,000港元)收購物業、廠房及設備以擴展業務，當中主要包括約23,455,000港元(二零一七年六月三十日：2,840,000港元)的在建工程。

11. GOODWILL

11. 商譽

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
At beginning of the period/year	於期／年初	1,044,293	1,029,637
Arising from acquisition of a subsidiary	因收購一間附屬公司而產生	—	11,781
Impairment loss recognised during the period/year	期／年內確認的減值虧損	—	(40,000)
Exchange adjustments	匯兌調整	(7,256)	42,875
At end of period/year	於期／年末	1,037,037	1,044,293

For the purpose of impairment testing, goodwill is tested for impairment annually or more frequently when there is indication that the individual cash generating unit ("CGU") may be impaired. During the period ended 30 June 2018, the directors of the Group consider that there is no indication of impairment on any of its CGUs containing goodwill.

就減值測試而言，商譽每年或於有跡象顯示個別現金產生單位(「現金產生單位」)可能出現減值時進行減值測試。截至二零一八年六月三十日止期間，本集團董事認為任何包含商譽的現金產生單位均無減值跡象。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

12. MOVEMENTS IN INTANGIBLE ASSETS

Intangible assets mainly represent customer relationship with carrying amounts of approximately HK\$161,968,000 (31 December 2017: HK\$185,770,000) and licenses and franchises with carrying amounts of approximately HK\$7,764,000 (31 December 2017: HK\$8,105,000).

During the current interim period, the amortisation of intangibles assets is approximately HK\$22,858,000 (30 June 2017: HK\$22,842,000).

12. 無形資產變動

無形資產主要指賬面值約為161,968,000港元(二零一七年十二月三十一日: 185,770,000港元)的客戶關係以及賬面值約為7,764,000港元(二零一七年十二月三十一日: 8,105,000港元)的牌照及特許權。

於本中期期間, 無形資產攤銷約為22,858,000港元(二零一七年六月三十日: 22,842,000港元)。

13. INTERESTS IN ASSOCIATES

13. 於聯營公司的權益

		30 June 2018 二零一八年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2017 二零一七年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Cost of investment, unlisted	投資成本, 非上市	332,874	332,874
Share of post-acquisition profits and other comprehensive income, net of dividends received*	分佔收購後溢利及其他全面收益 (扣除已收股息)*	127,527	182,234
Exchange adjustments	匯兌調整	14,265	19,964
		474,666	535,072

* The Group applied HKFRS 15 at 1 January 2018 in accordance with transitional provisions as disclosed in note 3. The cumulative effect of HK\$1,086,000 was adjusted and included in share of post-acquisition profits and other comprehensive income with corresponding adjustment to the opening retained profits.

* 本集團根據附註3所披露過渡條文於二零一八年一月一日應用香港財務報告準則第15號。累計影響1,086,000港元已作調整並計入分佔收購後溢利及其他全面收益, 而期初保留溢利亦已作出相應調整。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

14. TRADE RECEIVABLES

14. 貿易應收款項

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Trade receivables	貿易應收款項		
– third parties	– 第三方	669,208	787,329
– related parties	– 關連方	3,595	3,595
– an associate	– 一間聯營公司	4,442	5,324
		677,245	796,248
Less: allowance for doubtful debts	減：呆賬撥備	(11,372)	–
		665,873	796,248

As at 30 June 2018, bills amounting to HK\$7,838,000 (31 December 2017: HK\$46,104,000) are held by the Group for future settlement of trade balances due from third parties.

The amounts due from related parties derive from the companies controlled by a director.

於二零一八年六月三十日，本集團持有票據7,838,000港元（二零一七年十二月三十一日：46,104,000港元），以供日後結算應收第三方貿易結餘。

應收關連方款項來自一名董事控制的公司。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

14. TRADE RECEIVABLES (continued)

The Group allows a credit period ranging from 60 days to 90 days to its trade customers. The following is an aged analysis of trade receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period, which approximated the respective revenue recognition dates.

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
0 – 90 days	0至90日	518,075	683,882
91 – 180 days	91至180日	46,621	38,776
181 – 365 days	181至365日	65,691	20,888
Over 365 days	超過365日	35,486	52,702
		665,873	796,248

As at 30 June 2018, the carrying amount of HK\$47,869,000, net of allowance of HK\$1,991,000, was considered as credit-impaired, these customers have not totally settled the consideration within the promised extended period.

In addition to the above allowance provided for credit-impaired trade receivables, the Directors of the Company assessed the impairment based on the ECL model upon the application of HKFRS 9 as at 1 January 2018 and 30 June 2018. Included in Group's trade receivables balance, are debtors with aggregate carrying amount of HK\$99,929,000 which are past due at the reporting date which the Group has not provided for impairment loss, of which HK\$53,308,000 were overdue more than 90 days. Based on the Group's assessment of historical credit loss experience of these debtors, including all available forward looking information and expected settlements, the Group does not consider default has occurred despite the contractual payments are overdue more than 90 days.

14. 貿易應收款項(續)

本集團授予其貿易客戶的信貸期介乎60日至90日。以下為於報告期末按發票日期(接近相關的收益確認日期)呈列貿易應收款項(扣除呆賬撥備)的賬齡分析。

於二零一八年六月三十日，賬面值47,869,000港元(扣除撥備1,991,000港元)被視為出現信貸減值，有關客戶未能於承諾延長期內悉數償付代價。

除上述就出現信貸減值的貿易應收款項所計提撥備外，本公司董事於二零一八年一月一日及二零一八年六月三十日應用香港財務報告準則第9號時根據預期信貸虧損模式評估減值。本集團的貿易應收款項結餘包括於報告日期已逾期賬面總值99,929,000港元的應收賬款，惟本集團未有就此計提減值虧損，其中53,308,000港元逾期超過90日。根據本集團對該等應收賬款過往信貸虧損記錄(包括所有可用前瞻性資料及預期結算)的評估，即使合約付款已逾期超過90日，本集團並無視之為違約。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

14. TRADE RECEIVABLES (continued)

The movement in the allowance for impairment in respect of trade receivables during the current interim period was as follow:

14. 貿易應收款項(續)

於本中期期間，貿易應收款項的減值撥備變動如下：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Balance at the beginning of the period/year*	期／年初結餘*	—	2,213
Remeasurement of loss allowance adjusted to opening retained earnings	重新計量就期初保留盈利調整的虧損撥備	10,117	—
Recognition of impairment loss	確認減值虧損	1,255	—
Amounts written off as uncollectible	因無法收回而撇銷的金額	—	(2,297)
Exchange difference	匯兌差額	—	84
Balance at the end of the period/year	期／年末結餘	11,372	—

* The Group has initially applied HKFRS 9 at 1 January 2018. Under the transition method chosen, comparative information is not restated.

* 本集團於二零一八年一月一日首次應用香港財務報告準則第9號。根據所選用過渡方法，並無重列比較資料。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

15. CONTRACT ASSETS

15. 合約資產

30 June
2018
二零一八年
六月三十日
(Unaudited)
(未經審核)
HK\$'000
千港元

Contract assets — current:	合約資產 — 流動：	
Printing of cigarette package	印刷香煙包裝	37,432
Manufacturing of laminated papers	製造複合紙	3,763
		41,195

The contract assets primarily relate to the Group's right to consideration for work completed and not billed because the rights are conditioned on the Group's future performance in delivering the goods to the customers at the reporting date on provision of printing of cigarette package and manufacturing of laminated papers. The contract assets are transferred to trade receivables when the rights become unconditional. The Group typically transfers the contract assets to trade receivables when the products are delivered and accepted by the customers.

合約資產主要與本集團收取已完成而未開單工程相關代價的權利，原因為有關權利須視乎本集團於報告日期向客戶交付提供香煙包裝印刷及製造複合紙所涉及貨品的未來表現而定。當有關權利成為無條件時，合約資產將轉撥至貿易應收款項。本集團通常於交付產品並獲客戶接納時將合約資產轉撥至貿易應收款項。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

15. CONTRACT ASSETS (continued)

The movement in the allowance for impairment in respect of contract assets during the current interim period was as follow:

15. 合約資產(續)

於本中期期間，合約資產的減值撥備變動如下：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元
Balance at the beginning of the period*	期初結餘*	—
Remeasurement of loss allowance adjusted to opening retained earnings	重新計量就期初保留盈利調整的虧損撥備	76
Reversal of impairment loss	撥回減值虧損	(28)
Balance at the end of the period	期末結餘	48

* The Group has initially applied HKFRS 9 at 1 January 2018. Under the transition method chosen, comparative information is not restated and presented.

* 本集團於二零一八年一月一日首次應用香港財務報告準則第9號。根據所選用過渡方法，並無重列及呈列比較資料。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

16. TRADE PAYABLES

The following is an aged analysis of trade payables, presented based on the invoice date at the end of the reporting period:

16. 貿易應付款項

以下為於報告期末按發票日期呈列貿易應付款項的賬齡分析：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
0 – 30 days	0至30日	79,811	175,398
31 – 90 days	31至90日	55,718	73,409
91 – 180 days	91至180日	39,073	12,654
181 – 365 days	181至365日	8,350	3,570
Over 365 days	超過365日	302	333
		183,254	265,364

As at 30 June 2018, bills amounting to HK\$4,346,000 (31 December 2017: HK\$4,208,000) are transferred to suppliers for settling trade payables.

於二零一八年六月三十日，為數4,346,000港元(二零一七年十二月三十一日：4,208,000港元)的票據已轉撥予供應商以結算貿易應付款項。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

17. BANK BORROWINGS

17. 銀行借貸

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Bank borrowings comprise:	銀行借貸包括：		
Secured	有抵押	70,932	101,110
Unsecured	無抵押	521,668	577,056
		592,600	678,166
Carrying amount repayable based on scheduled repayment dates:	根據預定還款日期須於以下時間償還的賬面值：		
Within one year	一年內	496,814	556,773
More than one year, but not more than two years	超過一年但於兩年內	37,500	37,500
More than two years, but not more than five years	超過兩年但於五年內	—	18,750
		534,314	613,023
The carrying amount of bank borrowings that contain a repayment on demand clauses (shown under current liability) but repayable	包含按要求償還條款（計入流動負債）但須於以下時間償還的銀行借貸的賬面值		
Within one year	一年內	13,714	13,714
More than one year, but not more than two years	超過一年但於兩年內	13,714	13,714
More than two years, but not more than five years	超過一兩但於五年內	30,858	37,715
		58,286	65,143
		592,600	678,166
Less: Amounts shown under current liabilities	減：計入流動負債的金額	555,100	621,916
Amounts shown under non-current liabilities	計入非流動負債的金額	37,500	56,250

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

17. BANK BORROWINGS (continued)

17. 銀行借貸(續)

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Fixed-rate borrowings	定息借貸	45,788	17,984
Floating-rate borrowings	浮息借貸	546,812	660,182
		592,600	678,166

At the end of reporting period, the ranges of effective interest rates (which are also equal to contracted interest rates) on the Group's bank borrowings are as follows:

於報告期末，本集團銀行借貸的實際利率(亦等於合約利率)範圍如下：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核)	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核)
Fixed-rate borrowings	定息借貸	4.4%–7.0%	4.4%–7.0%
Floating-rate borrowings	浮息借貸	2.1%–5.2%	2.1%–4.8%

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

18. GOVERNMENT GRANTS

18. 政府補助

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Arising from government grants:	源自政府補助：		
Current liability	流動負債	2,630	2,668
Non-current liability	非流動負債	32,646	34,441
		35,276	37,109

The government subsidies received related to the acquisition of property, plant and equipment in the PRC. The amount has been treated as deferred income. The amount is transferred to income in the form of reduced depreciation charges over the estimated useful lives. This policy has resulted in a credit to income in the current interim period of HK\$1,368,000 (30 June 2017: HK\$1,265,000). As at 30 June 2018, an amount of HK\$35,276,000 (31 December 2017: HK\$37,109,000) remains to be amortised.

已收政府補助金與收購中國物業、廠房及設備有關。該款項被視為遞延收入，並以估計使用年期的減少折舊開支形式轉撥至收入。該政策導致本中期期間確認收入1,368,000港元(二零一七年六月三十日：1,265,000港元)。於二零一八年六月三十日，金額35,276,000港元(二零一七年十二月三十一日：37,109,000港元)有待攤銷。

19. SHARE CAPITAL

19. 股本

		Number of shares 股份數目	Nominal value 面值 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.005 each	每股面值0.005港元的普通股		
At 1 January 2017,	於二零一七年一月一日、		
1 January 2018	二零一八年一月一日及		
and 30 June 2018	二零一八年六月三十日	10,000,000,000	50,000
Issued and fully paid:	已發行及已繳足：		
Ordinary shares of HK\$0.005 each	每股面值0.005港元的普通股		
At 1 January 2017,	於二零一七年一月一日、		
1 January 2018	二零一八年一月一日及		
and 30 June 2018	二零一八年六月三十日	1,567,884,634	7,839

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

20. DISPOSAL OF SUBSIDIARIES

On 11 January 2018, the Group disposed of its entire 100% equity interest in Empire Sail Limited 帝航有限公司 (together with its subsidiary collectively referred as the “Disposal Group”) to an independent party at a cash consideration of HK\$295,000,000. The principal assets of the Disposal Group are the property, plant and equipment and investment property.

Analysis of assets and liability over which control was lost:

20. 出售附屬公司

於二零一八年一月十一日，本集團以現金代價295,000,000港元向一名獨立人士出售帝航有限公司（連同其附屬公司統稱為「出售集團」）全部100%股權。出售集團的主要資產為物業、廠房及設備以及投資物業。

失去控制權的資產及負債分析：

		HK\$'000 千港元
Property, plant and equipment	物業、廠房及設備	86,361
Investment properties	投資物業	118,448
Other receivables	其他應收款項	129
Other payables	其他應付款項	(39)
Net assets disposed of	所出售資產淨值	204,899
Gain on disposal of subsidiaries:	出售附屬公司的收益：	
Consideration received	已收代價	295,000
Net assets disposed of	所出售資產淨值	204,899
Gain on disposal	出售收益	90,101
Net cash inflow arising on disposal:	出售所產生現金流入淨額：	
Cash consideration	現金代價	295,000

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

21. PLEDGE OF ASSETS

At the end of the reporting period, the carrying amounts of the assets pledged by the Group to secure the bank borrowings granted to the Group are as follow:

21. 資產抵押

於報告期末，本集團抵押以擔保本集團所獲授銀行借貸的資產賬面值如下：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Non-current assets classified as held for sale	分類為持有待售的 非流動資產	—	197,459
Trade receivables	貿易應收款項	433,733	451,487
Bank deposits	銀行存款	14,054	5,455
		447,787	654,401

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

22. RELATED PARTY DISCLOSURES

(a) Transactions with related companies

The Group had the following significant transactions with related parties during the period:

22. 關連人士披露

(a) 與關連公司的交易

於本期間內，本集團進行下列重大關連人士交易：

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Non-controlling interests with significant influence over the subsidiaries:	對附屬公司有重大影響力的非控股權益：		
Revenue from printing of cigarette packages	印刷香煙包裝的收入	—	828
Company controlled by a director of the Company:	由本公司一名董事控制的公司：		
Purchase of printing and packing machineries	購買印刷及包裝機器	975	631
Sale of printing and packing machineries	出售印刷及包裝機器	—	361
An associate:	一間聯營公司：		
Revenue from printing of cigarette packages	印刷香煙包裝的收入	7,799	5,073

(b) Balances with related parties are disclosed in the condensed consolidated statement of financial position.

(b) 關連人士結餘於簡明綜合財務狀況報表披露。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

22. RELATED PARTY DISCLOSURES (continued)

(c) Compensation of key management personnel

The remuneration of directors and other members of key management during the period was as follows:

22. 關連人士披露 (續)

(c) 主要管理人員酬金

董事及其他主要管理層成員於期內的薪酬如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Short-term benefits	短期福利	4,543	4,002
Contribution to retirement benefits schemes	退休福利計劃供款	91	93
		4,634	4,095

23. CAPITAL COMMITMENTS

At the end of reporting period, the Group had outstanding capital commitments as follows:

23. 資本承擔

於報告期末，本集團尚未履行的資本承擔如下：

		30 June 2018 二零一八年 六月三十日 (Unaudited) (未經審核) HK\$'000 千港元	31 December 2017 二零一七年 十二月三十一日 (Audited) (經審核) HK\$'000 千港元
Capital expenditure in respect of the acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	就收購物業、廠房及設備已訂約但尚未於簡明綜合財務報表撥備的資本開支	17,625	4,547

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

24. CONTINGENT LIABILITIES

As at 31 December 2017, the Group received a Notice of Arbitration from Shenzhen Court of International Arbitration that Shenzhen Court of International Arbitration had accepted the application (the “Application”) for arbitration filed by a former staff of a subsidiary of the Company (the “Claimant”). According to the Application, the Claimant requests for the payment of: (i) a fund raising reward of about HK\$108.9 million and the related overdue interest since April 2008; (ii) a service fee of RMB2.0 million (equivalent to approximately HK\$2,305,000) and the related overdue interest since July 2007; (iii) legal fees incurred of about HK\$47.0 million and RMB0.9 million (equivalent to approximately HK\$1,037,000); and (iv) arbitration fee, in connection with an appointment contract and another agreement entered into between, among other party, a subsidiary of the Company and the Claimant in April 2005.

The directors of the Company consider that all allegations in the Application are unfounded and without merits. In this regard, the Group has sought legal advice in response to the Application and will categorically defend and challenge all the claims by the Claimant during the judicial process. In the opinion of the directors of the Company, it is not probable that the Group has an obligation to settle the claims based on the legal advice and no provision has been recognised to the condensed consolidated financial statements accordingly.

24. 或然負債

於二零一七年十二月三十一日，本集團接獲深圳國際仲裁院發出的仲裁通知，當中表示深圳國際仲裁院已受理本公司旗下一間附屬公司的一名前僱員（「申索人」）提出的仲裁申請（「該申請」）。根據該申請，申索人要求根據由（其中包括）本公司一家附屬公司與申索人於二零零五年四月訂立的聘用合同及另一份協議書獲支付(i)為數約108,900,000港元的集資報酬及自二零零八年四月以來的相關逾期利息；(ii)為數人民幣2,000,000元的服務費（相當於約2,305,000港元）及自二零零七年七月以來的相關逾期利息；(iii)所引致的法律費用約47,000,000港元及人民幣900,000元（相當於約1,037,000港元）；及(iv)仲裁費。

本公司董事認為，該申請的一切指控均無事實根據及缺乏充分理據。就此，本集團已就回應該申請徵詢法律意見，並將在司法過程中積極抗辯及反對申索人提出的一切申索。本公司董事認為，基於法律意見，本集團不可能須償付申索，故認為毋須在簡明綜合財務報表確認撥備。

Notes to the condensed consolidated financial statements

簡明綜合財務報表附註

For the six months ended 30 June 2018 截至二零一八年六月三十日止六個月

25. EVENTS AFTER THE REPORTING PERIOD

On 13 July 2018, Shenzhen Kecai Printing Company Limited, a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with an independent third party, in relation to the acquisition of 100% equity interest of Shenzhen Jin Sheng Cai Packaging Co., Limited 深圳市金升彩包裝材料有限公司 at a cash consideration of RMB130,000,000 (equivalent to approximately HK\$156,000,000). The transaction was completed in August 2018.

Details of the transaction was set out in the announcement of the Company dated 22 May 2018.

The directors of the Company are in the process of ascertaining the financial impact arising on the above transaction.

25. 報告期後事項

於二零一八年七月十三日，本公司全資附屬公司深圳市科彩印務有限公司與一名獨立第三方訂立買賣協議，以現金代價人民幣130,000,000元（相當於約156,000,000港元）收購深圳市金升彩包裝材料有限公司100%股權。有關交易已於二零一八年八月完成。

有關交易的詳情載於本公司日期為二零一八年五月二十二日的公布。

本公司董事正在確定上述交易產生的財務影響。



BRILLIANT CIRCLE HOLDINGS INTERNATIONAL LIMITED
貴聯控股國際有限公司