



TRANSMIT ENTERTAINMENT LIMITED
傳遞娛樂有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：1326

INTERIM REPORT 中期報告

2018/19

CONTENTS

目錄

- 02** Corporate Information
公司資料
- 04** Report on Review of Condensed Consolidated Financial Statements
簡明綜合財務報表審閱報告
- 06** Condensed Consolidated Statement of Profit or Loss and
Other Comprehensive Income
簡明綜合損益及其他全面收益表
- 08** Condensed Consolidated Statement of Financial Position
簡明綜合財務狀況表
- 10** Condensed Consolidated Statement of Changes in Equity
簡明綜合權益變動表
- 12** Condensed Consolidated Statement of Cash Flows
簡明綜合現金流量表
- 13** Notes to the Condensed Consolidated Financial Statements
簡明綜合財務報表附註
- 61** Management Discussion and Analysis
管理層討論及分析
- 71** Other Information
其他資料

CORPORATE INFORMATION

公司資料

Board of Directors	Executive Directors Mr. Zhang Liang, Johnson (<i>Chairman</i>) Ms. Zhao Wenzhu (<i>President</i>) (<i>appointed on 26 November 2018</i>) Mr. Lee Hin Kwong, Patrick Mr. Wong Pak Ming	董事會	執行董事 張量先生 (<i>主席</i>) 趙文竹女士 (<i>總裁</i>) (<i>於2018年11月26日獲委任</i>) 李憲光先生 黃栢鳴先生
	Independent Non-executive Directors Mr. Wang Bo Mr. Xiang Feng Mr. Chang Eric Jackson		獨立非執行董事 王波先生 向峰先生 張世澤先生
Audit Committee	Mr. Chang Eric Jackson (<i>Chairman</i>) Mr. Wang Bo Mr. Xiang Feng	審核委員會	張世澤先生 (<i>主席</i>) 王波先生 向峰先生
Nomination Committee	Mr. Wang Bo (<i>Chairman</i>) Mr. Xiang Feng Mr. Lee Hin Kwong, Patrick	提名委員會	王波先生 (<i>主席</i>) 向峰先生 李憲光先生
Remuneration Committee	Mr. Wang Bo (<i>Chairman</i>) Mr. Xiang Feng Mr. Lee Hin Kwong, Patrick	薪酬委員會	王波先生 (<i>主席</i>) 向峰先生 李憲光先生
Company Secretary	Ms. Lau Yee Wa	公司秘書	劉綺華女士
Authorised Representatives	Mr. Lee Hin Kwong, Patrick Ms. Lau Yee Wa	授權代表	李憲光先生 劉綺華女士
Registered Office	Cricket Square Hutchins Drive PO Box 2681 Grand Cayman, KY1-1111 Cayman Islands	註冊辦事處	Cricket Square Hutchins Drive PO Box 2681 Grand Cayman, KY1-1111 Cayman Islands
Head Office and Principal Place of Business in Hong Kong	Room B, 14/F Neich Tower 128 Gloucester Road Wanchai Hong Kong	香港總部及主要營業地點	香港 灣仔 告士打道128號 祥豐大廈 14樓B室
Website	www.transmit-ent.com	網站	www.transmit-ent.com

CORPORATE INFORMATION

公司資料

Principal Share Registrar and Transfer Office

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

主要股份過戶登記處

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
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

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

Principal Banker

Bank of China (Hong Kong) Limited
1 Garden Road, Central
Hong Kong

主要往來銀行

中國銀行(香港)有限公司
香港
中環花園道1號

Auditor

Deloitte Touche Tohmatsu
Certified Public Accountants
35/F, One Pacific Place
88 Queensway
Hong Kong

核數師

德勤•關黃陳方會計師行
執業會計師
香港
金鐘道88號
太古廣場一座35樓

Legal Advisors

Sidley Austin
39/F, Two International Finance Centre
Central
Hong Kong

法律顧問

盛德律師事務所
香港
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朝陽區新東路
首開幸福廣場
C座五層

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 TRANSMIT ENTERTAINMENT LIMITED
(incorporated in the Cayman Islands with limited liability)

致傳遞娛樂有限公司董事會
(於開曼群島註冊成立的有限公司)

INTRODUCTION

We have reviewed the condensed consolidated financial statements of Transmit Entertainment Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 6 to 60, which comprise the condensed consolidated statement of financial position as of 31 December 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. 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.

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 Hong Kong Institute of Certified Public Accountants. 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.

引言

本行已審閱第6至第60頁所載傳遞娛樂有限公司(「貴公司」)及其附屬公司(統稱為「貴集團」)之簡明綜合財務報表。此簡明綜合財務報表包括於2018年12月31日之簡明綜合財務狀況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表、權益變動表及現金流量表以及若干說明附註。香港聯合交易所有限公司證券上市規則規定，編製中期財務資料之報告必須符合香港會計師公會頒佈之香港會計準則第34號「中期財務報告」(「香港會計準則第34號」)之有關條文。貴公司董事須負責根據香港會計準則第34號編製及列報該等簡明綜合財務報表。本行之責任是根據本行之審閱對該等簡明綜合財務報表作出結論，並按照吾等雙方所協議之委聘條款，僅向閣下報告對該等簡明綜合財務報表之結論。除此以外，本行之報告不可用作其他用途。本行概不就本報告之內容，對任何其他人士負責或承擔任何責任。

審閱範圍

本行已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體獨立核數師審閱中期財務資料」進行審閱。審閱該等簡明綜合財務報表包括主要向負責財務及會計事務之人員作出查詢，並應用分析性和其他審閱程序。審閱範圍遠小於根據香港核數準則進行審核之範圍，故本行未能保證本行將知悉在審核中可能發現之所有重大事項。因此，本行不會發表審核意見。

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表審閱報告

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.

Without qualifying our review conclusion, we draw attention to the fact that the comparative 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 ended 31 December 2017 and the relevant explanatory notes included in these condensed consolidated financial statements have not been reviewed in accordance with Hong Kong Standard on Review Engagement 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

27 February 2019

結論

按照本行之審閱，本行並無發現任何事項，令本行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號編製。

在不限制本行之審閱結論的情況下，本行謹提請注意該等簡明綜合財務報表所載列用作比較的截至2017年12月31日止六個月期間的簡明綜合損益及其他全面收益表、權益變動表及現金流量表以及相關說明附註未有根據香港審閱委聘準則第2410號「由實體獨立核數師審閱中期財務資料」進行審閱。

德勤•關黃陳方會計師行
執業會計師
香港

2019年2月27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表

For the six months ended 31 December 2018 截至2018年12月31日止六個月

		Six months ended 31 December	
		截至12月31日止六個月	
		2018	2017
		2018年	2017年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		Notes	
		附註	
Revenue	收益	3	395,277
Cost of sales	銷售成本		(220,713)
			126,766
			(49,419)
Gross profit	毛利		174,564
Other gains and losses	其他收益及虧損	4	17,713
Other income	其他收入	4	4,738
Selling and distribution expenses	銷售及發行開支		(97,136)
Administrative expenses	行政開支		(27,492)
Net foreign exchange (loss) gain	匯兌(虧損)收益淨額		(4,302)
Finance costs	融資成本	5	(14,052)
Share of results of associates	應佔聯營公司業績		646
Share of results of a joint venture	應佔一間合營企業業績		(7)
			77,347
			—
			3,392
			(92,298)
			(22,180)
			1,742
			(133)
			290
			331
Profit (loss) before tax	除稅前溢利(虧損)		54,672
Income tax (expense) credit	所得稅(開支)抵免	6	(8,344)
			(31,509)
			2,456
Profit (loss) for the period	期內溢利(虧損)	7	46,328
			(29,053)
Other comprehensive income (expense) for the period	期內其他全面收入(開支)		
<i>Items that may be reclassified subsequently to profit or loss</i>	<i>隨後或會重新分類至損益的項目</i>		
Reclassification adjustments upon disposal of a subsidiary included in profit or loss	計入損益之一間附屬公司於出售後重新分類調整		165
Share of exchange difference of a joint venture arising on translating foreign operation	應佔一間合營企業因換算海外業務產生的匯兌差額		(10)
Share of exchange difference of an associate arising on translating foreign operation	應佔一間聯營公司因換算海外業務產生的匯兌差額		285
Exchange difference arising on translating foreign operation	海外業務換算之匯兌差額		5,465
			—
			47
			(57)
			(1,304)
			5,905
			(1,314)
Total comprehensive income (expense) for the period	期內全面收入(開支)總額		52,233
			(30,367)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 31 December 2018 截至2018年12月31日止六個月

		Six months ended 31 December 截至12月31日止六個月	
		2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
		Note 附註	
Profit (loss) for the period attributable to:	下列人士應佔期內溢利 (虧損):		
— Owners of the Company	— 本公司擁有人	46,509	(28,898)
— Non-controlling interests	— 非控股權益	(181)	(155)
		46,328	(29,053)
Total comprehensive income (expense) for the period attributable to:	下列人士應佔期內全面 收入(開支)總額:		
— Owners of the Company	— 本公司擁有人	52,414	(30,212)
— Non-controlling interests	— 非控股權益	(181)	(155)
		52,233	(30,367)
Earnings (loss) per share	每股盈利(虧損)	9	
Basic (HK cents)	基本(港仙)	1.79	(1.11)
Diluted (HK cents)	攤薄(港仙)	N/A 不適用	N/A 不適用

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 31 December 2018 於2018年12月31日

			31 December 2018 2018年12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年6月30日 HK\$'000 港幣千元 (audited) (經審核)
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	94,000	99,005
Goodwill	商譽	20	439,228	—
Intangible assets	無形資產		5,600	5,600
Interests in associates	於聯營公司的權益	11	26,845	28,114
Interest in a joint venture	於一間合營企業的權益		188	205
Rental deposits	租賃按金		31,125	31,125
Deferred tax assets	遞延稅項資產		1,156	1,179
			598,142	165,228
Current assets	流動資產			
Film and television rights	電影及電視劇版權	12	4,647	1,772
Film and television series production in progress	製作中電影及電視劇	12	154,860	140,058
Available-for-sale investment	可供出售投資		—	1,320
Financial assets at fair value through profit or loss	透過損益以公平值列賬之 金融資產		1,320	—
Investments in film/drama production	投資電影／戲劇製作		—	2,920
Inventories	存貨		857	690
Trade and other receivables	貿易及其他應收款項	13	153,409	9,619
Rental deposits	租賃按金		18,712	18,712
Amounts due from related companies	應收關聯公司款項	14	1,503	143
Tax recoverable	可收回稅項		716	716
Pledged bank deposits	已抵押銀行存款	15	661	10,661
Bank balances and cash	銀行結餘及現金	15	112,709	76,336
			449,394	262,947
Assets classified as held for sale	分類為持有以作出售的資產		—	28,275
			449,394	291,222
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	16	139,993	119,469
Receipts in advance	預收款項	16	—	154,663
Contract liabilities	合同負債	16	139,420	—
Tax payable	應付稅項		8,305	4
Bank borrowing	銀行借款	17	—	8,208
Loan from a related company	來自一間關聯公司的貸款	14	43,320	—
Amounts due to related companies	應付關聯公司款項	14	50,051	40,031
Amount due to a joint venture	應付一間合營企業款項		8,281	8,296
Contingent consideration payable	應付或然代價	20	147,096	—
			536,466	330,671
Liabilities associated with assets classified as held for sale	與分類為持有以作出售的 資產相關的負債		—	8,362
			536,466	339,033
Net current liabilities	流動負債淨額		(87,072)	(47,811)
Total assets less current liabilities	總資產減流動負債		511,070	117,417

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 31 December 2018 於2018年12月31日

			31 December 2018 2018年12月31日	30 June 2018 2018年6月30日
		Notes 附註	HK\$'000 港幣千元 (unaudited) (未經審核)	HK\$'000 港幣千元 (audited) (經審核)
Non-current liabilities	非流動負債			
Loan from a related company	來自一間關聯公司的貸款	14	153,900	—
Contingent consideration payable	應付或然代價	20	187,393	—
Deposits received	已收按金	16	1,243	1,116
			342,536	1,116
			168,534	116,301
Capital and reserves	資本及儲備			
Share capital	股本	18	6,489	6,489
Reserves	儲備		166,005	113,591
Equity attributable to owners of the Company	本公司擁有人應佔權益		172,494	120,080
Non-controlling interests	非控股權益		(3,960)	(3,779)
Total equity	權益總額		168,534	116,301

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 31 December 2018 截至2018年12月31日止六個月

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

		Share capital 股本 HK\$'000 港幣千元	Share premium 股份溢價 HK\$'000 港幣千元	Other reserve 其他儲備 HK\$'000 港幣千元 (Note) (附註)	Exchange reserve 匯兌儲備 HK\$'000 港幣千元	Accumulated losses 累計虧損 HK\$'000 港幣千元	Sub-total 小計 HK\$'000 港幣千元	Non- controlling interests 非控股權益 HK\$'000 港幣千元	Total 總額 HK\$'000 港幣千元
At 1 July 2017 (audited)	於2017年7月1日 (經審核)	6,489	521,046	10	(2,223)	(214,108)	311,214	(3,478)	307,736
Loss for the period	期內虧損	—	—	—	—	(28,898)	(28,898)	(155)	(29,053)
Share of exchange difference of an associate arising on translating foreign operation	應佔一間聯營公司因換算海外業務產生的匯兌差額	—	—	—	(57)	—	(57)	—	(57)
Share of exchange difference of a joint venture arising on translating foreign operation	應佔一間合營企業因換算海外業務產生的匯兌差額	—	—	—	47	—	47	—	47
Exchange difference arising on translating foreign operation	海外業務換算之匯兌差額	—	—	—	(1,304)	—	(1,304)	—	(1,304)
Total comprehensive expense for the period	期內全面開支總額	—	—	—	(1,314)	(28,898)	(30,212)	(155)	(30,367)
At 31 December 2017 (unaudited)	於2017年12月31日 (未經審核)	6,489	521,046	10	(3,537)	(243,006)	281,002	(3,633)	277,369
At 1 July 2018 (audited)	於2018年7月1日 (經審核)	6,489	521,046	10	(3,607)	(403,858)	120,080	(3,779)	116,301
Profit (loss) for the period	期內溢利(虧損)	—	—	—	—	46,509	46,509	(181)	46,328
Reclassification adjustments upon disposal of a subsidiary included in profit or loss (Note 21)	計入損益之一間附屬公司於出售後之重新分類調整(附註21)	—	—	—	165	—	165	—	165
Share of exchange difference of an associate arising on translating foreign operation	應佔一間聯營公司因換算海外業務產生的匯兌差額	—	—	—	285	—	285	—	285
Share of exchange difference of a joint venture arising on translating foreign operation	應佔一間合營企業因換算海外業務產生的匯兌差額	—	—	—	(10)	—	(10)	—	(10)
Exchange difference arising on translating foreign operation	海外業務換算之匯兌差額	—	—	—	5,465	—	5,465	—	5,465
Total comprehensive income (expense) for the period	期內全面收入(開支)總額	—	—	—	5,905	46,509	52,414	(181)	52,233
At 31 December 2018 (unaudited)	於2018年12月31日 (未經審核)	6,489	521,046	10	2,298	(357,349)	172,494	(3,960)	168,534

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 31 December 2018 截至2018年12月31日止六個月

Note: Other reserve represents the difference between the aggregate nominal value of the respective share capital of the companies now comprising the subsidiaries of the Company over the nominal value of the shares of the Company issued pursuant to the group reorganisation completed on 5 October 2012 to rationalise the structure of the Group in preparation for the listing of the Company's shares on GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

附註：其他儲備指根據本集團為籌備本公司股份於香港聯合交易所有限公司（「聯交所」）GEM上市以精簡架構而於2012年10月5日完成之集團重組，現組成本公司各附屬公司的公司各自股本總面值與本公司已發行股份面值的差額。

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 31 December 2018 截至2018年12月31日止六個月

		Six months ended 31 December 截至12月31日止六個月	
		2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
	Notes 附註		
NET CASH (USED IN) FROM OPERATING ACTIVITIES	經營活動(所用)所得現金淨額	(1,906)	65,729
INVESTING ACTIVITIES	投資活動		
Net cash outflow on acquisition of subsidiaries	收購附屬公司現金流出淨額 20	(149,922)	—
Net cash inflow on disposal of a subsidiary	出售一間附屬公司現金流入淨額 21	16,115	—
Other investing cash flows	其他投資現金流量	10,362	(47,677)
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(123,445)	(47,677)
FINANCING ACTIVITIES	融資活動		
Loan from a related company	來自一間關聯公司的貸款	165,341	—
Other financing cash flows	其他融資現金流量	(6,417)	9,272
NET CASH FROM FINANCING ACTIVITIES	融資活動所得現金淨額	158,924	9,272
NET INCREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加淨額	33,573	27,324
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	外匯匯率變動的影響	2,800	(1,888)
CASH AND CASH EQUIVALENTS AT 1 JULY	於7月1日之現金及現金等價物	76,336	31,998
CASH AND CASH EQUIVALENTS AT 31 DECEMBER, represented by bank balances and cash	於12月31日之現金及現金等價物，指銀行結餘及現金	112,709	57,434

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

1. BASIS OF PREPARATION

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

As at 31 December 2018, the Group had net current liabilities of approximately HK\$87,072,000 (30 June 2018: HK\$47,811,000). The net current liabilities included contract liabilities of approximately HK\$139,420,000 which will be recognised as revenue upon the delivery of the film negatives and television (“TV”) series program to the customers and TV broadcast networks and shall not have any cash outflow to the Group, and amounts advanced from related companies of HK\$50,051,000 which are repayable on demand.

In the opinion of the directors of the Company (the “Directors”), after taking into account, among other things, the financial resources available to the Group including the future cash flows to be generated from the film and TV series production and distribution, the Directors are satisfied that the Group will have sufficient working capital to meet its financial obligations and commitments as and when they fall due within the next twelve months from the end of the reporting period. Accordingly, the Directors are satisfied that it is appropriate to prepare the condensed consolidated financial statements of the Group on a going concern basis. Management is not aware of any material uncertainties related to events or conditions that may cast significant doubt upon the Group’s ability to continue as a going concern.

2. 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 values, as appropriate.

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

1. 編製基準

簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號(「香港會計準則第34號」)「中期財務報告」及聯交所證券上市規則附錄16之適用披露規定而編製。

於2018年12月31日，本集團擁有流動負債淨額約港幣87,072,000元(2018年6月30日：港幣47,811,000元)。流動負債淨額包括合同負債約港幣139,420,000元(其將於電影菲林底片及電視(「電視」)劇交付予客戶及電視廣播網絡後確認為收益，及將不會向本集團作出任何現金流出)及關聯公司授出之墊款港幣50,051,000元(須按要求償還)。

本公司董事(「董事」)認為，經考慮(其中包括)本集團可用之財務資源(包括電影及電視劇製作及發行產生之未來現金流量)，董事信納本集團擁有充足的營運資金履行其自報告期末起計未來十二個月到期的財務責任及承擔。因此，董事信納按持續經營基準編製本集團之簡明綜合財務報表屬適當。管理層並不知悉與可能對本集團之持續經營能力產生重大疑問之事件或狀況有關的任何重大不確定性。

2. 主要會計政策

簡明綜合財務報表以歷史成本基準編製，惟若干金融工具按公平值計量(如適用)。

除應用新香港財務報告準則(「香港財務報告準則」)造成的會計政策變動外，截至2018年12月31日止六個月的簡明綜合財務報表所用的會計政策及計算方式與編製本集團截至2018年6月30日止年度的年度財務報表所遵循者相同。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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 香港財務報告準則第9號	Financial Instruments 金融工具
HKFRS 15 香港財務報告準則第15號	Revenue from Contracts with Customers and the related Amendments 客戶合約收益及相關修訂
HK(IFRIC)-Int 22 香港(國際財務報告詮釋委員會) — 詮釋第22號	Foreign Currency Transactions and Advance Consideration 外幣交易及預付代價
Amendments to HKFRS 2 香港財務報告準則第2號(修訂本)	Classification and Measurement of Share-based Payment Transactions 以股份為基礎的付款交易的分類及計量
Amendments to HKFRS 4 香港財務報告準則第4號(修訂本)	Applying HKFRS 9 "Financial Instruments" with HKFRS 4 "Insurance Contracts" 應用香港財務報告準則第9號「金融工具」及香港財務報告準則第4號 「保險合約」
Amendments to HKAS 28 香港會計準則第28號(修訂本)	As part of the Annual Improvements to HKFRSs 2014–2016 Cycle 作為香港財務報告準則2014至2016週期的年度改進之一部分
Amendments to HKAS 40 香港會計準則第40號(修訂本)	Transfers of Investment Property 轉撥投資物業

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

2.1 Impacts and changes in accounting policies on application of 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 related interpretations.

2. 主要會計政策 (續)

應用新訂及經修訂香港財務報告準則

於本中期期間，本集團於編製簡明綜合財務報表時，已首次採用以下由香港會計師公會頒佈並於2018年1月1日或之後開始之年度期間強制生效的新訂及經修訂香港財務報告準則：

本公司已根據相關準則及修訂的過渡條文採用新訂及經修訂香港財務報告準則，導致會計政策、呈報金額及／或披露變動(如下文所述)。

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動

本集團於本中期期間首次採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「建造合約」及相關詮釋。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.1 Impacts and changes in accounting policies on application of HKFRS 15 “Revenue from Contracts with Customers” (Continued)

The Group recognises revenue from the following major sources:

Film and TV series production and distribution

- i. Income from the distribution of own produced films, variety shows and TV series program are recognised when the production is completed, the films, variety shows and TV series program have been released and distributed to the cinema circuit and TV broadcast networks and the amounts can be measured reliably, which are generally when the cinema circuit and TV broadcast networks confirms to the Group its share of box office receipts and profit entitlement.
- ii. Income from the licensing of the distribution rights over films and TV broadcast networks are recognised when the Group’s entitlement to such payments has been established which, subject to the terms of the relevant agreements, is usually upon delivery of the film negatives, variety shows and TV series program to the customers and TV broadcast networks.

Film exhibition

- i. Income from box office takings for film exhibition is recognised upon the sale of tickets and when the film is released.
- ii. Revenue from the sale of goods is recognised when the goods are delivered and titles have passed.

Post-production

Revenue from the sale of goods is recognised when the goods are delivered and titles have passed.

Advertising and marketing

- i. Income from advertising service is recognised upon the provision of the services. Service income is recognised when services are provided.
- ii. Income from the screen advertising is recognised when relevant advertisements and programme are exhibited pursuant to the terms of the relevant agreements.

2. 主要會計政策 (續)

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動 (續)

本集團確認來自以下主要來源之收益：

電影及電視劇製作及發行

- i. 自製電影、綜藝節目以及電視劇發行收入於製作完成，電影、綜藝節目以及電視劇已向電影院線及電視廣播網絡放映及發行及金額可可靠計量（一般於電影院線及電視廣播網絡向本集團確認其應佔的票房收入及溢利份額時能可靠計量）時確認。
- ii. 電影及電視廣播網絡發行權使用許可收入於本集團收取有關付款的權利已確立（通常於電影菲林底片、綜藝節目以及電視劇交付予客戶及電視廣播網絡後確立，惟受有關協議條款所規限）時確認。

電影放映

- i. 電影放映票房收入於門票銷售後及電影上映時確認。
- ii. 銷售貨物的收益於交付貨物及移交所有權時確認。

後期製作

銷售貨物的收益於交付貨物及移交所有權時確認。

廣告及市場推廣

- i. 廣告服務收入於提供服務後確認。服務收入於提供服務時確認。
- ii. 銀幕廣告收入於相關廣告及節目按照相關協議的條款放映時確認。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.1 Impacts and changes in accounting policies on application of HKFRS 15 “Revenue from Contracts with Customers” (Continued)

The Group has applied HKFRS 15 retrospectively with the accumulative effect of initial applying this Standard recognised at the date of initial application, 1 July 2018. Any difference at the date of initial application is recognised in the opening accumulated losses 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 July 2018. Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 18 and HKAS 11 and the related interpretations.

2.1.1 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: Allocation the transaction price to the performance obligations in the contract;
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation.

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.

2. 主要會計政策 (續)

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動 (續)

本集團已追溯應用香港財務報告準則第15號，而首次應用該準則的累計影響於首次應用日期2018年7月1日確認。於首次應用日期的任何差額於期初累計虧損中確認，且並無重列比較資料。此外，根據香港財務報告準則第15號的過渡條文，本集團已選擇僅將該準則追溯至於2018年7月1日尚未完成的合約。因此，若干比較資料未必可與根據香港會計準則第18號及香港會計準則第11號以及相關詮釋編製的比較資料進行比較。

2.1.1 應用香港財務報告準則第15號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：釐定交易價格；
- 第四步：將交易價格分配至合約中的履約責任；
- 第五步：當(或於)本集團完成履約責任時確認收益。

根據香港財務報告準則第15號，當(或於)本集團於完成履約責任時(即於特定履約責任相關的商品或服務之「控制權」已轉移至客戶時)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 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.1 Impacts and changes in accounting policies on application of HKFRS 15 “Revenue from Contracts with Customers” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 15 (Continued)

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;
- 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.

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

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.

2. 主要會計政策 (續)

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動 (續)

2.1.1 應用香港財務報告準則第15號導致會計政策的主要變動 (續)

履約責任指一項明確商品及服務(或一組商品或服務)或一系列大致相同的明確商品或服務。

倘符合下列其中一項標準，而控制權隨時間轉移，收益會參考相關履約責任的已完成進度隨時間確認：

- 客戶於本集團履約時同時收取及消耗本集團履約所提供的利益；
- 本集團履約產生及提升於本集團履約時由客戶控制的資產；
- 本集團履約並無產生對本集團有替代用途的資產，且本集團有強制執行權收取至今已履約部分的款項。

否則，收益於客戶獲得明確的商品或服務的控制權時確認。

隨時間確認收益：計量完成履行履約責任的進展情況
投入法

完成履行履約責任的進展情況乃根據投入法計量，即透過按本集團為完成履約責任而產生的支出或投入(相對於預期為完成履約責任的總投入)確認收益，有關方法最能反映本集團於轉讓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 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.1 Impacts and changes in accounting policies on application of HKFRS 15 “Revenue from Contracts with Customers” (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 15 (Continued)

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

Input method (Continued)

A contract asset represented the Group’s right to consideration in exchange of 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.

2.1.2 Summary of effects arising from initial application of HKFRS 15

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

2. 主要會計政策 (續)

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動 (續)

2.1.1 應用香港財務報告準則第15號導致會計政策的主要變動 (續)

隨時間確認收益：計量完成履行履約責任的進展情況 (續)

投入法 (續)

合同資產指本集團就轉移商品或服務予客戶而換取代價之權利(尚未成為無條件)。此根據香港財務報告準則第9號對減值作出評估。相反，應收款項指本集團收取代價的無條件權利，即代價到期支付前僅需時間推移。

合同負債指本集團就已收客戶代價(或到期收取的代價)而須向客戶轉移商品或服務的責任。

2.1.2 首次應用香港財務報告準則第15號產生的影響概要

於2018年7月1日簡明綜合財務狀況表中確認的金額已作出以下調整。概無呈列不受變動影響之項目。

	Carrying amounts previously reported at 30 June 2018	Reclassification	Carrying amounts under HKFRS 15 at 1 July 2018
	先於2018年 6月30日呈報 的賬面值 HK\$'000 港幣千元	重新分類 HK\$'000 港幣千元	根據香港財務 報告準則第15號 於2018年7月1日 的賬面值 HK\$'000 港幣千元
Current Liabilities			
Receipts in advance	154,663	(154,663)	—
Contract liabilities	—	154,663	154,663
	154,663	—	154,663

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.1 Impacts and changes in accounting policies on application of HKFRS 15 “Revenue from Contracts with Customers” (Continued)

2.1.2 Summary of effects arising from initial application of HKFRS 15 (Continued)

As at 1 July 2018, advances from customers of HK\$154,663,000 previously included in receipts in advance 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 31 December 2018 for each of the line items affected. Line items that were not affected by the changes have not been included.

2. 主要會計政策 (續)

2.1 應用香港財務報告準則第15號「客戶合約收益」的影響及會計政策變動 (續)

2.1.2 首次應用香港財務報告準則第15號產生的影響概要 (續)

於2018年7月1日，先前計入預收款項之預收客戶款項港幣154,663,000元重新分類為合同負債。

就受影響之各個項目而言，下表概述應用香港財務報告準則第15號對本集團於2018年12月31日簡明綜合財務狀況表之影響。概無呈列不受變動影響之項目。

		As reported	Adjustments	Amounts without application of HKFRS 15
		呈報金額	調整	未應用香港財務報告準則第15號之金額
		HK\$'000	HK\$'000	HK\$'000
		港幣千元	港幣千元	港幣千元
Current Liabilities	流動負債			
Receipts in advance	預收款項	—	139,420	139,420
Contract liabilities	合同負債	139,420	(139,420)	—
		139,420	—	139,420

As at 31 December 2018, advances from customers of HK\$139,420,000 were reclassified to contract liabilities with application of HKFRS 15.

於2018年12月31日，於應用香港財務報告準則第15號後，預收客戶款項港幣139,420,000元重新分類為合同負債。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.2 Impacts and changes in accounting policies on application of 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 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 July 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1 July 2018. The difference between carrying amounts as at 30 June 2018 and the carrying amounts as at 1 July 2018 are recognised in the opening accumulated losses and other components of equity, 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”.

2.2.1 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, including unquoted equity investments measured at cost less impairment under HKAS 39.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動

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之有關相應修訂。香港財務報告準則第9號引進有關1) 金融資產及金融負債之分類及計量，2) 金融資產之預期信貸虧損(「預期信貸虧損」)及3) 一般對沖會計處理之新規定。

本集團已按香港財務報告準則第9號所載之過渡條文應用香港財務報告準則第9號，即對於2018年7月1日(首次應用日期)並無終止確認之工具追溯應用分類及計量規定(包括減值)，且並無對已於2018年7月1日終止確認之工具應用有關規定。於2018年6月30日之賬面值與於2018年7月1日之賬面值之間的差額，於期初累計虧損及其他權益部分確認，且並無重列比較資料。

由於比較資料乃按照香港會計準則第39號「金融工具：確認及計量」編製，因此，若干比較資料可能無法比較。

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動

金融資產之分類及計量

客戶合約所產生之貿易應收款項初始根據香港財務報告準則第15號計量。

屬香港財務報告準則第9號範圍內所有已確認之金融資產其後按攤銷成本或公平值計量，包括根據香港會計準則第39號按成本扣除減值計量的無報價股本投資。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Classification and measurement of financial assets (Continued)

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.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (“FVTOCI”):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; 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”), except that at the date of initial application/initial recognition of a financial asset the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if that equity investment is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which HKFRS 3 “Business Combinations” applies.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動(續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動(續)

金融資產之分類及計量(續)

符合以下條件的債務工具於其後按攤銷成本計量：

- 該金融資產以收取合約現金流量為目的之商業模式下持有；及
- 該金融資產之合約條款令於特定日期產生之現金流量僅為支付本金及未償還本金之利息。

符合下列條件之債務工具其後按公平值計入其他全面收益(「按公平值計入其他全面收益」)計量：

- 金融資產按目的為收取合約現金流量及出售金融資產實現的業務模式內持有；及
- 金融資產合約條款引致於指定日期之現金流量僅為支付本金和未償還之本金利息。

所有其他金融資產其後按公平值於損益入賬(「按公平值於損益入賬」)計量，惟於首次應用/首次確認金融資產當日，倘該等股本投資並非持作買賣，亦非收購方於香港財務報告準則第3號「業務合併」所應用之業務合併中確認之或然代價，本集團可不可撤銷地選擇於其他全面收益呈列股本投資公平值之其後變動。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Classification and measurement of financial assets (Continued)

In addition, the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI or designated as FVTOCI are measured as 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 reviewed and assessed the Group’s financial assets as at 1 July 2018 based on the facts and circumstances that existed at that date. Changes in classification and measurement on the Group’s financial assets and the impacts thereof are detailed in note 2.2.2.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

金融資產之分類及計量 (續)

此外，倘可消除或大幅減少會計錯配，本集團可能會不可撤銷地指定符合攤銷成本或按公平值計入其他全面收益準則的債務工具為按公平值於損益入賬。

按公平值於損益入賬之金融資產

未符合按攤銷成本或透過其他全面收入按公平值計量或指定為透過其他全面收入按公平值計量準則計量之金融資產，均按公平值於損益入賬計量。

按公平值於損益入賬之金融資產按各報告期末的公平值計量，任何公平值收益或虧損於損益中確認。於損益中確認的淨收益或虧損不包括該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」一項。

董事於2018年7月1日按照於該日存在的事實及情況，審閱及評估本集團的金融資產。本集團金融資產的分類及計量變動及其影響於附註2.2.2詳述。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Impairment under ECL model

The Group recognises a loss allowance for ECL on financial assets which are subject to impairment under HKFRS 9 (including trade and other receivables, amounts due from related companies, pledged bank deposits and bank balances and cash). The amount of ECL 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. Assessment 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. The ECL on these assets are assessed individually for debtors with significant balances and collectively using a provision matrix with appropriate groupings.

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 default occurring since initial recognition.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

預期信貸虧損模式下之減值
本集團根據香港財務報告準則第9號需作出減值之金融資產(包括貿易及其他應收款項、應收關聯公司款項、已抵押銀行存款及銀行結餘及現金)，按預期信貸虧損確認虧損撥備。預期信貸虧損金額於各報告日期更新，以反映自初始確認後信貸風險的變化。

存續期間預期信貸虧損指相關工具於預期壽命內所有可能的違約事件將產生之預期信貸虧損。相反，12個月預期信貸虧損(「12個月預期信貸虧損」)則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份存續期間預期信貸虧損。評估乃根據本集團的歷史信貸虧損經驗進行，並根據債務人特定因素、一般經濟狀況以及報告日期當前狀況及對未來狀況預測的評估作出調整。

本集團通常就貿易應收款項確認存續期間預期信貸虧損。該等資產的預期信貸虧損乃就具有巨額結餘的債務人個別及使用具有適當分組的撥備矩陣進行共同評估。

對於所有其他工具，本集團按12個月預期信貸虧損等額計量虧損撥備，除非信貸風險自初始確認以來顯著增加，本集團確認存續期間預期信貸虧損。評估是否應確認存續期間預期信貸虧損乃依據自初始確認以來發生違約之可能性或風險顯著增加。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

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.

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 or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- 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;

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

信貸風險大幅增加

評估信貸風險自首次確認以來有否顯著增加時，本集團會就金融工具於報告日期發生違約的風險與金融工具於首次確認當日發生違約的風險進行比較。在進行有關評估時，本集團會考慮合理且可靠的定量和定性資料，包括過往經驗及毋須付出不必要的成本或努力即可獲得的前瞻性資料。

具體而言，在評估信貸風險是否顯著增加時會考慮以下資料：

- 金融工具外部或內部信貸評級的實際或預期顯著惡化；
- 信貸風險的外部市場指標顯著惡化，例如債務人的信貸息差、信用違約交換價格顯著上升；
- 商業、金融或經濟情況出現預計會導致債務人履行其債務責任能力顯著下降的現有或預期不利變化；

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Significant increase in credit risk (Continued)

- 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.

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.

Despite the foregoing, the Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A debt instrument is determined to have low credit risk if i) it has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a debt instrument to have low credit risk when it has an internal or external credit rating of “investment grade” as per globally understood definitions.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

信貸風險大幅增加 (續)

- 債務人經營業績實際或預期顯著惡化；
- 債務人監管、經濟或技術環境有實際或預期的重大不利變動，導致債務人履行其債務責任能力大幅下降。

無論上述評估的結果如何，本集團假設倘合約付款逾期超過30天，則信貸風險自初次確認以來顯著增加，除非本集團有能夠說明信貸風險並無顯著增加的合理可靠資料，則作別論。

儘管如此，如果債務工具於報告日被認為具低信貸風險，則本集團可假設該債務工具之信貸風險自初始確認後未有顯著增加。債務工具具有較低之信貸風險假若i) 其違約風險較低；ii) 借款人在短期內絕對有能力履行其合約現金流量之義務，以及iii) 經濟及商業條件長遠之不利變化，不一定會降低借款人履行合約現金流義務之能力。本集團認為債務工具之信貸風險較低，當根據全球理解之定義，其內部或外部之信用評級被評為「投資級別」。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Significant increase in credit risk (Continued)

The Group considers the 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.

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 where the corresponding adjustment is recognised through a loss allowance account.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

信貸風險大幅增加 (續)

本集團認為，倘該工具逾期超過90天，則發生違約事件，除非本集團有能夠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的依據為違約概率、違約損失率（即違約時的損失程度）及違約風險的函數。評估違約概率及違約損失率的依據是過往數據，並按前瞻性資料調整。

一般而言，預期信貸虧損乃根據合約中應付本集團之所有合約現金流量及本集團預計收取之所有現金流量（以初次確認時釐定之實際利率貼現）之差額估計。

利息收入根據金融資產的賬面值總額計算，惟金融資產為信貸減值的情況除外，於此情況下，利息收入根據金融資產的攤銷成本計算。

本集團藉由調整金融工具的賬面值於損益中確認其減值收益或虧損，惟相應調整於虧損撥備賬中確認的貿易應收款項除外。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 (Continued)

Measurement and recognition of ECL (Continued)

Trade receivables

For trade receivables, the Group applies the simplified approach to provide for expected credit losses prescribed by HKFRS 9, which permits the use of the lifetime expected losses for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics. Future cash flows for each group receivables are estimated on the basis of historical loss experience, adjusted to reflect the effects of current conditions as well as forward looking information.

Management of the Company (the “Management”) has closely monitored the credit qualities and the collectability of the trade receivables and considers that there was not significant change to the expected credit loss for the trade receivables as at 1 July 2018. The adoption of the simplified expected credit loss approach under HKFRS 9 has not resulted in any significant additional impairment loss for trade receivables as at 1 July 2018.

Other financial assets at amortised cost

At 1 July 2018, the Directors reviewed and assessed the Group’s other existing financial assets for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirements HKFRS 9. The adoption of new approach did not result in any significant impact on the amounts reported in the opening balance as at 1 July 2018 and the financial information during the six months ended 31 December 2018.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.1 應用香港財務報告準則第9號所導致的主要會計政策變動 (續)

預期信貸虧損的計量及確認 (續)

貿易應收款項

就貿易應收款項而言，本集團應用簡化方式就香港財務報告準則第9號規定的預期信貸虧損作出撥備，允許就全部貿易應收款項使用存續期預期虧損。為計量預期信貸虧損，貿易應收款項已按相同信貸風險特性進行分組。各組應收款項的未來現金流量按歷史信貸虧損經驗估算，並調整至可反映現時情況及前瞻性資料的影響。

本公司管理層(「管理層」)緊密監察應收貿易款項之信貸質素及可收回性，並認為於2018年7月1日應收貿易款項之預期信貸虧損並無重大變動。採納香港財務報告準則第9號的簡化預期信貸虧損方法並未導致於2018年7月1日之應收貿易款項產生任何重大額外減值虧損。

按攤銷成本計量之其他金融資產

於2018年7月1日，董事根據香港財務報告準則第9號的規定，使用無須花費不必要成本或努力即可獲得之合理且可支持資料審閱及評估本集團現有的金融資產是否存在減值。採納新方法並無導致2018年7月1日之期初結餘及截至2018年12月31日止六個月之財務資料呈報之金額產生任何重大影響。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.2 Summary of effects arising from initial application of HKFRS 9

The table below illustrates the classification and measurement (include impairment) of financial assets under HKFRS 9 at the date of initial application, 1 July 2018.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第9號「金融工具」的影響及會計政策變動 (續)

2.2.2 初次應用香港財務報告準則第9號所產生之影響概要

下表說明於初始應用日期(2018年7月1日)根據香港財務報告準則第9號對金融資產之分類及計量(包括減值)。

		Available-for-sale investment 可供出售投資	Financial assets at FVTPL 按公平值於損益入賬之金融資產
Note 附註		HK\$'000 港幣千元	HK\$'000 港幣千元
	Closing balance at 30 June 2018 (audited) — HKAS 39 於2018年6月30日之期末結餘(經審核) — 香港會計準則第39號	1,320	—
(a)	Effect arising from initial recognition of HKFRS 9: Reclassification from available-for-sale (“AFS”) investment 初次確認香港財務報告準則第9號所產生之影響：重新分類可供出售(「可供出售」)投資	(1,320)	1,320
	Opening balance at 1 July 2018 於2018年7月1日之期初結餘	—	1,320

Notes:

(a) AFS investment

From AFS investment to FVTPL

At the date of initial application of HKFRS 9, the Group's debt investment of HK\$1,320,000, which was previously measured at cost less impairment, was reclassified from AFS investment to financial assets at FVTPL.

附註：

(a) 可供出售投資

自可供出售投資至按公平值於損益入賬

於初次應用香港財務報告準則第9號之日，本集團先前按成本減減值計量之債務投資港幣1,320,000元已自可供出售投資重新分類至按公平值於損益入賬之金融資產。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

2.2.2 Summary of effects arising from initial application of HKFRS 9 (Continued)

Notes: (Continued)

(b) Impairment under ECL model

The Group applied the HKFRS 9 simplified approach to measure ECL which uses a lifetime ECL for trade receivables. To measure the ECL, trade receivables have been grouped based on shared credit risk characteristics. The Group has therefore concluded that the expected loss rate for the trade receivable are reasonable.

Loss allowances for other financial assets at amortised cost mainly comprise of other receivables, amounts due from related companies, pledged bank deposits and bank balances, are measured on 12m ECL basis and there had been no significant increase in credit risk since initial recognition.

As at 1 July 2018, no additional credit loss allowance has been recognised against accumulated losses.

2. 主要會計政策 (續)

2.2 應用香港財務報告準則第 9號「金融工具」的影響及 會計政策變動 (續)

2.2.2 初次應用香港財務報告 準則第9號所產生之影響 概要 (續)

附註：(續)

(b) 預期信貸虧損模式項下之
減值

本集團應用香港財務報告準則第9號之簡化方法計量預期信貸虧損，就貿易應收款項使用全期預期信貸虧損。為計量預期信貸虧損，貿易應收款項已按共同信貸風險特性進行組合。因此，本集團已得出結論：貿易應收款項之預期虧損率乃屬合理。

按攤銷成本計量之其他金融資產(主要包括其他應收款項、應收關聯公司款項、已抵押銀行存款及銀行結餘)之虧損撥備乃按12個月預期信貸虧損基準計量，且自初次確認時起信貸風險並無顯著增加。

於2018年7月1日，概無就累計虧損已確認任何額外信貸虧損撥備。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

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

As a result of the changes in the Group'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.

2. 主要會計政策 (續)

2.3 應用所有新準則對期初簡明綜合財務狀況表之影響

由於上述本集團之會計政策有所變動，期初簡明綜合財務狀況表必須重列。下表顯示各個別項目確認之調整事項。

		30 June 2018	Impact on adoption of HKFRS 9 採納香港財務報告準則第9號之影響	Impact on adoption of HKFRS 15 採納香港財務報告準則第15號之影響	1 July 2018
		HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元
Non-current assets	非流動資產				
Property, plant and equipment	物業、廠房及設備	99,005	—	—	99,005
Intangible assets	無形資產	5,600	—	—	5,600
Interests in associates	於聯營公司的權益	28,114	—	—	28,114
Interest in a joint venture	於一間合營企業的權益	205	—	—	205
Rental deposits	租賃按金	31,125	—	—	31,125
Deferred tax assets	遞延稅項資產	1,179	—	—	1,179
		165,228	—	—	165,228
Current assets	流動資產				
Film rights	電影版權	1,772	—	—	1,772
Film production in progress	製作中電影	140,058	—	—	140,058
Available-for-sale investment	可供出售投資	1,320	(1,320)	—	—
Financial assets at fair value through profit or loss	按公平值於損益入賬之金融資產	—	1,320	—	1,320
Investments in film/drama production	投資電影／戲劇製作	2,920	—	—	2,920
Inventories	存貨	690	—	—	690
Trade and other receivables	貿易及其他應收款項	9,619	—	—	9,619
Rental deposits	租賃按金	18,712	—	—	18,712
Amounts due from related companies	應收關聯公司款項	143	—	—	143
Tax recoverable	可收回稅項	716	—	—	716
Pledged bank deposits	已抵押銀行存款	10,661	—	—	10,661
Bank balances and cash	銀行結餘及現金	76,336	—	—	76,336
		262,947	—	—	262,947
Assets classified as held for sale	分類為持有以作出售的資產	28,275	—	—	28,275
		291,222	—	—	291,222

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.3 Impacts on opening condensed consolidated statement of financial position arising from the application of all new standards (Continued)

2. 主要會計政策 (續)

2.3 應用所有新準則對期初簡明綜合財務狀況表之影響 (續)

		30 June 2018	Impact on adoption of HKFRS 9 採納香港財務報告準則第9號之影響 HK\$'000 港幣千元	Impact on adoption of HKFRS 15 採納香港財務報告準則第15號之影響 HK\$'000 港幣千元	1 July 2018
		2018年6月30日 HK\$'000 港幣千元	HK\$'000 港幣千元	HK\$'000 港幣千元	2018年7月1日 HK\$'000 港幣千元
Current liabilities	流動負債				
Trade and other payables	貿易及其他應付款項	119,469	—	—	119,469
Receipts in advance	預收款項	154,663	—	(154,663)	—
Contract liabilities	合同負債	—	—	154,663	154,663
Tax payable	應付稅項	4	—	—	4
Bank borrowing	銀行借款	8,208	—	—	8,208
Amounts due to related companies	應付關聯公司款項	40,031	—	—	40,031
Amount due to a joint venture	應付一間合營企業款項	8,296	—	—	8,296
		330,671	—	—	330,671
Liabilities associated with assets classified as held for sale	分類為持有以作出售的資產相關之負債	8,362	—	—	8,362
		339,033	—	—	339,033
Net current liabilities	流動負債淨額	(47,811)	—	—	(47,811)
Total assets less current liabilities	總資產減流動負債	117,417	—	—	117,417
Non-current liability	非流動負債				
Deposits received	已收按金	1,116	—	—	1,116
		116,301	—	—	116,301
Capital and reserves	資本及儲備				
Share capital	股本	6,489	—	—	6,489
Reserves	儲備	113,591	—	—	113,591
Equity attributable to owners of the Company	本公司擁有人應佔權益	120,080	—	—	120,080
Non-controlling interests	非控股權益	(3,779)	—	—	(3,779)
Total equity	權益總額	116,301	—	—	116,301

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

2. PRINCIPAL ACCOUNTING POLICIES

(Continued)

2.3 Impacts on opening condensed consolidated statement of financial position arising from the application of all new standards (Continued)

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.

2. 主要會計政策 (續)

2.3 應用所有新準則對期初簡明綜合財務狀況表之影響 (續)

除上文所述者外，於本中期應用香港財務報告準則其他修訂本對該等簡明綜合財務報表所呈列之金額及/或所載之披露並無重大影響。

3A. REVENUE FROM GOODS AND SERVICES

Disaggregation of revenue

		Six months ended 31 December	
		截至12月31日止六個月	
		2018	2017
		2018年	2017年
		HK\$'000	HK\$'000
		港幣千元	港幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Film and TV series production, distribution and licensing income	電影及電視劇製作、發行及發行權使用許可收入	268,542	31,845
Film exhibition income	電影放映收入	119,711	91,520
Post-production, advertising and marketing income	後期製作、廣告及市場推廣收入	7,024	3,401
Total	總計	395,277	126,766
Timing of revenue recognition	確認收益時間		
At a point in time	按某個時間點	381,728	119,087
Over time	在一段時間內	13,549	7,679
Total	總計	395,277	126,766

The contracts for sales of goods and provision of services to external customers are short-term and the contract prices are fixed and agreed with the customers.

向外部客戶銷售貨品及提供服務之合約乃屬短期及合約價格乃為固定及與客戶協商。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

3B. SEGMENT INFORMATION

Information reported to the Executive Directors, being the chief operating decision maker (“CODM”), for the purposes of resource allocation and assessment of segment performance is based on the following four reportable and operating segments identified under HKFRS 8 “Operating Segments” for the Group’s annual financial statements for the year ended 30 June 2018.

- (i) Film and TV series production and distribution;
- (ii) Film exhibition;
- (iii) Post-production; and
- (iv) Advertising, marketing and publication.

For the current interim period, the Executive Directors considered the insignificant financial results generated from both the post-production and advertising, marketing and publication and therefore re-grouped them into an “others” segment. As a result, there were three reporting and operating segments identified for the six months ended 31 December 2018 as follows and the comparative figures for the segment information for the six months ended 31 December 2017 were restated for consistent presentation:

- (i) Film and TV series production and distribution;
- (ii) Film exhibition; and
- (iii) Others.

The accounting policies of the operating and reportable segments are the same as the Group’s accounting policies used in the preparation of the Group’s annual financial statements for the year ended 30 June 2018 except for the changes in accounting policy as disclosed in note 2. Segment profit (loss) represent the loss incurred or profit earned by each segment without allocation of certain other gains and losses, certain other income, certain selling and distribution expenses, certain administrative expenses, certain finance costs and share of results of associates. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

3B. 分部資料

本集團截至2018年6月30日止年度之年度財務報表中呈報予執行董事(即主要營運決策者(「主要營運決策者」))以便進行資源分配及評估分部表現的資料乃以下列根據香港財務報告準則第8號「經營分部」識別的四個可呈報及經營分部為依據。

- (i) 電影及電視劇製作及發行；
- (ii) 電影放映；
- (iii) 後期製作；及
- (iv) 廣告、市場推廣及出版。

於本中期期間，執行董事認為後期製作以及廣告、市場推廣及出版所產生之財務業績屬不重大，故將其重新組合為「其他」分部。因此，截至2018年12月31日止六個月識別的三個可呈報及經營分部如下及截至2017年12月31日止六個月的分部資料比較數字已就一致呈列予以重列：

- (i) 電影及電視劇製作及發行；
- (ii) 電影放映；及
- (iii) 其他。

除附註2所披露的會計政策變動外，經營及可呈報分部的會計政策與編製本集團截至2018年6月30日止年度之年度財務報表所用的本集團會計政策相同。分部溢利(虧損)指各分部所產生的虧損或賺取的溢利，並無分配若干其他收益及虧損、若干其他收入、若干銷售及發行開支、若干行政開支、若干融資成本及應佔聯營公司業績。此乃就資源分配及表現評估向主要營運決策者作出報告的方式。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

3B. SEGMENT INFORMATION (Continued)

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

For the six months ended 31 December 2018 (unaudited)

3B. 分部資料 (續)

以下為本集團按營運及可呈報分部劃分之收益及業績分析：

截至2018年12月31日止六個月(未經審核)

		Film and TV series production and distribution 電影及電視劇製作及發行 HK\$'000 港幣千元	Film exhibition 電影放映 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總計 HK\$'000 港幣千元
Segment revenue — External customers	分部收益 — 外部客戶	268,542	119,711	7,024	395,277
Segment profit (loss)	分部溢利(虧損)	76,671	(2,393)	(1,161)	73,117
Unallocated other gains and losses	未分配的其他收益及虧損				(2)
Unallocated other income	未分配的其他收入				318
Unallocated head office and corporate expenses	未分配的總部及企業開支				(19,313)
Finance costs	融資成本				(94)
Share of results of associates	應佔聯營公司業績				646
Profit before tax	除稅前溢利				54,672

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

3B. SEGMENT INFORMATION (Continued)

For the six months ended 31 December 2017 (unaudited and restated)

3B. 分部資料 (續)

截至2017年12月31日止六個月(未經審核及經重列)

		Film and TV series production and distribution 電影及電視劇 製作及發行 HK\$'000 港幣千元	Film exhibition 電影放映 HK\$'000 港幣千元	Others 其他 HK\$'000 港幣千元	Total 總計 HK\$'000 港幣千元
Segment revenue — External customers	分部收益 — 外部客戶	31,845	91,520	3,401	126,766
Segment profit (loss)	分部溢利(虧損)	9,484	(36,160)	(1,358)	(28,034)
Unallocated other income	未分配的其他收入				253
Unallocated head office and corporate expenses	未分配的總部及企業 開支				(3,885)
Finance costs	融資成本				(133)
Share of results of associates	應佔聯營公司業績				290
Loss before tax	除稅前虧損				(31,509)

As the Group's segment assets and liabilities are not regularly provided to the Group's CODM, the relevant analysis for both periods is not presented.

由於本集團之分部資產及負債並非定期提供予本集團主要營運決策者，故並無呈列於兩個期間之相關分析。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

3B. SEGMENT INFORMATION (Continued)

Geographical information

An analysis of the Group's revenue from external customers by geographical market based on where the income from film and TV series production, distribution and licensing, film exhibition and others is derived from are as below:

		Six months ended 31 December 截至12月31日止六個月	
		2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
Hong Kong and Macau	香港及澳門	233,260	97,948
The People's Republic of China (the "PRC")	中華人民共和國(「中國」)	154,001	27,754
South East Asia Region	東南亞地區	3,499	—
Others	其他	4,517	1,064
		395,277	126,766

The information about its non-current assets (excluded goodwill and deferred tax assets) by geographical locations of the assets are details below:

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
The PRC	中國	548	10
Hong Kong	香港	157,210	164,039
		157,758	164,049

3B. 分部資料 (續)

地區資料

本集團來自外部客戶的收益按取得電影及電視劇製作、發行及授出發行權使用許可、電影放映及其他收入所在地區市場劃分的分析如下：

按資產所在地區劃分的本集團非流動資產(不包括商譽及遞延稅項資產)詳列如下：

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

4. OTHER GAINS AND LOSSES AND OTHER INCOME

4. 其他收益及虧損以及其 他收入

Six months ended 31 December
截至12月31日止六個月

2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
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Other gains and losses	其他收益及虧損		
Gain on disposal of a subsidiary (Note 21)	出售一間附屬公司收益(附註21)	17,715	—
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	(2)	—
		17,713	—
Other income	其他收入		
Handling service income	處理服務收入	1,878	1,456
Investment income from investments in film/ drama production	投資電影／戲劇製作的投資收入	624	531
Membership income	會員收入	655	384
Interest income	利息收入	310	253
Others	其他	1,271	768
		4,738	3,392

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

5. FINANCE COSTS

5. 融資成本

		Six months ended 31 December 截至12月31日止六個月	
		2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
Interest on loans from a related company (Note 14)	一間關聯公司貸款產生的利息(附註14)	3,462	—
Interest for contingent consideration payable (Note)	應付或然代價利息(附註)	10,496	—
Interest on bank borrowing	銀行借款產生的利息	94	96
Others	其他	—	37
		14,052	133

Note: Interest for contingent consideration payable is determined based on the present value of the estimated future cash outflows discounted using the effective interest rate of 7% per annum. Details are set out in note 20.

附註：應付或然代價利息乃根據使用實際年利率7%貼現的估計未來現金流出現值釐定。詳情載於附註20。

6. INCOME TAX EXPENSE (CREDIT)

6. 所得稅開支(抵免)

		Six months ended 31 December 截至12月31日止六個月	
		2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
Hong Kong Profits Tax – Current period	香港利得稅 – 即期	3,735	419
PRC Enterprise Income Tax (“EIT”) – Current period	中國企業所得稅(「企業所得稅」) – 即期	4,586	394
		8,321	813
Deferred taxation	遞延稅項	23	(3,269)
		8,344	(2,456)

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

香港利得稅按兩個期間的估計應課稅溢利的16.5%計算。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

6. INCOME TAX EXPENSE (CREDIT) (Continued)

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day.

Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of qualifying corporations will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The two-tiered profits tax rates regime will be applicable to the Company for its annual reporting periods ending on or after 1 April 2018.

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries are 25% from 1 January 2008 onwards.

As stipulated in Cai Shui [2011] No. 112, enterprises newly established in Khorgas special economic areas during the period from 2011 to 2020 could enjoy EIT exemption for five years starting from its first profit-making year. The enterprises engaged in the encouraged industries as defined under the 《新疆困難地區重點鼓勵發展產業企業所得稅優惠目錄》 (Catalogue of Key Encouraged Developing Industries for Enterprise Income Tax Benefits in Difficult Areas of Xinjiang*). According to 《企業所得稅優惠事項備案表》 (Enterprise Income Tax Benefits Record*), one of the Group's subsidiaries obtained the approval from the PRC tax bureau on 23 June 2017 for entitlement of EIT exemption from 1 January 2017 to 31 December 2020.

6. 所得稅開支(抵免) (續)

於2018年3月21日，香港立法會通過《2017年稅務(修訂)(第7號)條例草案》(「該法案」)，當中引入利得稅兩級制。該法案於2018年3月28日經簽署成為法律，並於翌日在憲報刊登。

根據利得稅兩級制，合資格公司首港幣2百萬元溢利的稅率為8.25%，而超過港幣2百萬元溢利的稅率為16.5%。利得稅兩級制適用於本公司於2018年4月1日或之後開始的年度報告期間。

根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施條例，中國附屬公司於2008年1月1日起往後的稅率為25%。

財稅[2011]112號規定，2011年至2020年期間於霍爾果斯特殊經濟開發區的新辦企業可自其首個產生溢利的年度起計五年期間獲豁免企業所得稅。當中亦鼓勵企業從事《新疆困難地區重點鼓勵發展產業企業所得稅優惠目錄》所定義的受鼓勵行業。根據《企業所得稅優惠事項備案表》，本集團其中一間附屬公司於2017年6月23日獲得中國稅務局批准，自2017年1月1日至2020年12月31日止期間享有企業所得稅豁免優惠。

* For identification purpose only

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

7. PROFIT (LOSS) FOR THE PERIOD

7. 期內溢利(虧損)

Six months ended 31 December

截至12月31日止六個月

2018

2017

2018年

2017年

HK\$'000

HK\$'000

港幣千元

港幣千元

(unaudited)

(unaudited)

(未經審核)

(未經審核)

Profit (loss) for the period has been arrived at after charging:	期內溢利(虧損)乃經扣除以下各項後計算：		
Directors' emoluments	董事薪酬	2,932	3,695
Other staff costs	其他員工成本	18,643	13,463
Retirement benefit scheme contributions, excluding those of Directors	退休福利計劃供款，不包括董事供款	921	597
Total staff costs	員工成本總額	22,496	17,755
Auditors' remuneration	核數師酬金	846	710
Depreciation of property, plant and equipment	物業、廠房及設備折舊	7,224	7,514
Cost of film rights recognised as an expense	確認為開支的電影版權成本	160,735	9,264
Impairment loss on film and TV series production in progress (including in cost of sales) (Note 12)	製作中電影及電視劇的減值虧損(列入銷售成本)(附註12)	4,412	—
Minimum lease payments under operating leases in respect of:	下列經營租賃項下的最低租賃付款：		
Premises	物業	1,915	1,889
Cinemas	電影院	61,157	57,828
Contingent rents incurred for cinemas	電影院產生的或然租金	660	731
Cost of services provided	提供服務成本	52,551	38,540
Cost of inventories sold	出售存貨成本	1,988	1,615

8. DIVIDEND

8. 股息

The Directors resolved not to declare any interim dividend for both periods.

董事議決並不就兩個期間派付任何中期股息。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

9. EARNINGS (LOSS) PER SHARE

The calculation of the basic and diluted earnings (loss) per share attributable to owners of the Company is based on the following data:

9. 每股盈利(虧損)

本公司擁有人應佔每股基本及攤薄盈利(虧損)乃根據以下數據計算：

Six months ended 31 December

截至12月31日止六個月

2018	2017
2018年	2017年
HK\$'000	HK\$'000
港幣千元	港幣千元
(unaudited)	(unaudited)
(未經審核)	(未經審核)

Earnings (loss)	盈利(虧損)		
Profit (loss) for the period attributable to owners of the Company for the purpose of basic earnings (loss) per share	計算每股基本盈利(虧損)的本公司擁有人應佔期內溢利(虧損)	46,509	(28,898)

Six months ended 31 December

截至12月31日止六個月

2018	2017
2018年	2017年
(unaudited)	(unaudited)
(未經審核)	(未經審核)

Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic earnings (loss) per share	計算每股基本盈利(虧損)的普通股加權平均股數	2,595,613,733	2,595,613,733

No diluted earnings (loss) per share is presented as the Company has no potential ordinary shares in issue during both periods.

由於本公司於兩個期間內並無已發行之潛在普通股，故並無呈列每股攤薄盈利(虧損)。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

10. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the current interim period, the Group acquired property, plant and equipment amounting to HK\$2,148,000 (six months ended 31 December 2017: HK\$87,947,000) for the purpose of the Group's operation.

10. 物業、廠房及設備變動

於本中期期間，本集團為本集團之營運而收購物業、廠房及設備之金額為港幣2,148,000元（截止2017年12月31日止六個月：港幣87,947,000元）。

11. INTERESTS IN ASSOCIATES

11. 於聯營公司的權益

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Cost of unlisted investments in associates	於聯營公司的未上市投資成本	74,000	74,000
Impairment loss recognised	已確認減值虧損	(42,646)	(42,646)
		31,354	31,354
Share of post-acquisition losses and other comprehensive expenses, net of dividend received	應佔收購後虧損及其他全面開支，扣除已收股息	(4,509)	(3,240)
		26,845	28,114

Interests in associates represent the Group's equity interests in the companies principally engaged in comic publication and licensing of comic stories and comic heroes and provision of artiste management services in Hong Kong and the PRC.

於聯營公司的權益指本集團於主要在香港及中國從事漫畫發行及漫畫故事及漫畫英雄授權及提供藝人管理服務的公司的股權。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

12. FILM AND TV RIGHTS AND FILM AND TV SERIES PRODUCTION IN PROGRESS

12. 電影及電視劇版權及製作中電影及電視劇

		Film and TV rights 電影及電視劇 版權 HK\$'000 港幣千元	Film and TV series production in progress 製作中電影及 電視劇 HK\$'000 港幣千元
COST	成本		
At 1 July 2017	於2017年7月1日	630,622	142,606
Additions	添置	—	54,732
Transfer	轉撥	10,579	(10,579)
Disposal	出售	—	(11,238)
At 30 June 2018	於2018年6月30日	641,201	175,521
Additions	添置	—	74,677
Acquisition of subsidiaries (Note 20)	收購附屬公司(附註20)	—	109,095
Transfer	轉撥	163,610	(163,610)
Exchange adjustments	匯兌調整	—	(948)
At 31 December 2018	於2018年12月31日	804,811	194,735
ACCUMULATED AMORTISATION AND IMPAIRMENT	累計攤銷及減值		
At 1 July 2017	於2017年7月1日	621,358	20,085
Charged for the year	年內支銷	18,071	—
Impairment loss recognised for the year	年內確認的減值虧損	—	15,378
At 30 June 2018	於2018年6月30日	639,429	35,463
Charged for the period	期內支銷	160,735	—
Impairment loss recognised for the period (Note)	期內確認的減值虧損(附註)	—	4,412
At 31 December 2018	於2018年12月31日	800,164	39,875
CARRYING AMOUNTS	賬面值		
At 31 December 2018 (unaudited)	於2018年12月31日(未經審核)	4,647	154,860
At 30 June 2018 (audited)	於2018年6月30日(經審核)	1,772	140,058

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

12. FILM AND TV RIGHTS AND FILM AND TV SERIES PRODUCTION IN PROGRESS (Continued)

Note: During the six months ended 31 December 2018, an impairment loss of HK\$4,412,000 (six months ended 31 December 2017: nil) was recognised on the production costs for film and TV series production in progress. Management is in a view that the production plan on the production costs incurred for certain film and TV series production in progress was postponed and considered that the amount may not be fully recovered, accordingly, fully impairment was recognised.

12. 電影及電視劇版權及製作中電影及電視劇 (續)

附註：截至2018年12月31日止六個月，就製作中電影及電視劇的製作費用確認減值虧損港幣4,412,000元（截至2017年12月31日止六個月：無）。管理層認為若干產生製作費用的製作中電影及電視劇的製作計劃已延期並認為有關款項可能不會全數收回，因此，已確認悉數減值。

13. TRADE AND OTHER RECEIVABLES

The aged analysis of the Group's trade receivables, net of allowance for doubtful debts, based on the invoice date which approximates the respective revenue recognition dates, at the end of the reporting period is as follows:

13. 貿易及其他應收款項

於報告期末，本集團貿易應收款項（經扣除呆賬撥備）按發票日期（大致為各自之收益確認日期）的賬齡分析如下：

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Trade receivables:	貿易應收款項：		
0-30 days	0至30日	12,570	2,153
31-60 days	31至60日	27,311	288
61-90 days	61至90日	78,112	64
91-180 days	91至180日	123	274
181-365 days	181至365日	7	84
Over 365 days	超過365日	66	12
		118,189	2,875
Prepayments for TV series production in progress	製作中電視劇預付款項	14,065	—
Receivable for disposal of a subsidiary (Note 21)	出售一間附屬公司應收款項（附註21）	6,156	—
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項	9,445	4,271
Other deposits and prepayments for cinema operation	電影院運作的其他按金及預付款項	5,554	2,473
		153,409	9,619

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

13. TRADE AND OTHER RECEIVABLES

(Continued)

Generally, with the exception of post-production customers and distributors for distribution and licensing fee of TV series program, who are generally granted credit period ranging from 30 to 60 days, no credit period is granted to the Group's customers. Distribution and licensing fee from distributors in Hong Kong, the PRC and overseas countries are normally settled upon delivery of film negatives and TV series program to them. On a case-by-case basis, one to two months of credit period may be granted to its customers with good repayment history.

These trade receivables relate to a number of independent customers that have a good repayment history. Included in the Group's trade receivables balance are debtors with aggregate carrying amount of HK\$78,734,000 (30 June 2018: HK\$722,000) as at 31 December 2018 which are past due as at the reporting date for which the Group has not provided for impairment loss. The Group does not hold any collateral or credit enhancements over these balances.

Aging of trade receivables which are past due but not impaired:

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
31–60 days	31至60日	426	288
61–90 days	61至90日	78,112	64
91–180 days	91至180日	123	274
181–365 days	181至365日	7	84
Over 365 days	超過365日	66	12
		78,734	722

During the current interim period, the Group assesses the impairment allowance of trade receivables based on the provision matrix. In addition, trade debtors with significant balances, receivable for disposal of a subsidiary and other receivables as at 31 December 2018 were assessed individually and no impairment allowance were made on these debtors for the current interim period due to on-going relationship with and good repayment record from these debtors.

13. 貿易及其他應收款項 (續)

一般而言，除後期製作客戶及負責電視劇發行及授權的發行商一般獲授介乎30至60日的信貸期外，本集團並無向其客戶授出任何信貸期。應收香港、中國及海外國家發行商的發行及發行權使用許可費用通常於向彼等交付電影菲林底片及電視劇時結算。本集團可按個案基準向具備良好還款記錄的客戶授出一至兩個月的信貸期。

該等貿易應收款項與多名具備良好還款記錄的獨立客戶有關。本集團貿易應收款項結餘包括於2018年12月31日賬面總值為港幣78,734,000元(2018年6月30日：港幣722,000元)的應收賬款，於報告日期已逾期但本集團並無就此計提減值虧損撥備。本集團並無就該等結餘持有任何抵押品或採取信用加強措施。

已逾期但並未減值的貿易應收款項的賬齡：

於本中期期間，本集團根據撥備矩陣評估貿易應收款項減值撥備。此外，於2018年12月31日存有重大結餘的貿易債務人，就出售一間附屬公司應收款項及其他應收款項已作個別評估，且由於與該等債務人的持續關係及其良好還款記錄，本中期期間內並無就該等應收款項作出任何減值撥備。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

14. AMOUNTS DUE FROM (TO) RELATED COMPANIES/LOAN FROM A RELATED COMPANY

Members of the key management of the Group have controlling interests over the related companies.

14. 應收(應付)關聯公司款項/來自一間關聯公司的貸款

本集團主要管理層成員擁有該等關聯公司的控股權益。

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Amounts due from related companies	應收關聯公司款項		
Mandarin Motion Pictures Production Limited ("Mandarin Motion") (Note i)	東方影業製作有限公司 (「東方」)(附註i)	1,503	142
Ying Yau Development Limited (Note ii)	盈有發展有限公司(附註ii)	—	1
		1,503	143
Amounts due to related companies	應付關聯公司款項		
PM Motion Pictures Limited (Note iii)	天馬電影出品有限公司(附註iii)	51	7
Maya Entertainment Holdings Limited (Note ii)	瑪雅娛樂集團有限公司(附註ii)	—	24
Pure Project Limited (Note iv)	盧威有限公司(附註iv)	50,000	40,000
		50,051	40,031
Loan from a related company	來自一間關聯公司的貸款		
Guangzhou Seedland Real Estate Development Company Limited ("Guangzhou Seedland") (Note v)	廣州實地房地產開發有限公司 (「廣州實地」)(附註v)		
— under current assets	— 流動資產項下	43,320	—
— under non-current assets	— 非流動資產項下	153,900	—
		197,220	—

Except for the amounts due to Pure Project Limited and Guangzhou Seedland which are of non-trade nature, the remaining balances are of trade nature, unsecured, interest-free and repayable on demand.

除應付盧威有限公司及廣州實地之款項屬非貿易性質外，剩餘結餘乃屬貿易性質、無抵押、免息及須按要求償還。

Notes:

附註：

- (i) Mr. Wong Chi Woon, Edmond, the son of Mr. Wong Pak Ming ("Mr. Wong"), the Executive Director of the Company, is also the director of this company.
- (ii) Mr. Zhang Liang, Johnson ("Mr. Zhang"), the controlling shareholder and the Executive Director of the Company, is also the director of these companies.
- (iii) Mr. Wong, the Executive Director of the Company, and Mr. Wong Chi Woon, Edmond and Ms. Wong Yee Kwan, Alvina who were the former Executive Directors of the Company for the period from 1 July 2017 to 13 December 2017, collectively have controlling interests in this company.
- (iv) Mr. Wong has controlling interests in this company.

- (i) 本公司執行董事黃栢鳴先生(「黃先生」)的兒子黃子恒先生亦為該公司之董事。
- (ii) 本公司控股股東及執行董事張量先生(「張先生」)亦為該等公司之董事。
- (iii) 本公司執行董事黃先生，以及黃子恒先生及黃漪鈞女士(後兩者於2017年7月1日至2017年12月13日期間為本公司前執行董事)共同於該公司擁有控股權益。
- (iv) 黃先生於該公司擁有控股權益。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

14. AMOUNTS DUE FROM (TO) RELATED COMPANIES/LOAN FROM A RELATED COMPANY (Continued)

Notes: (Continued)

- (v) The loan advances from Guangzhou Seedland, a company in which Mr. Zhang has controlling interests, are unsecured and interest bearing at 7% per annum. The loan of HK\$43,320,000 which is classified as current asset is repayable on 30 April 2019 and the loan of HK\$153,900,000 which is classified as non-current asset is contractually repayable in 3 years after the drawdown date. Subsequent to the period ended 31 December 2018, the Group has repaid RMB10,000,000 (equivalent to HK\$11,400,000) to Guangzhou Seedland.

15. PLEDGED BANK DEPOSITS/BANK BALANCES AND CASH

At 31 December 2018, the amounts represent bank deposits of HK\$661,000 (30 June 2018: HK\$10,661,000) in which an amount of nil (30 June 2018: HK\$10,000,000) was pledged to a bank to secure short-term banking facilities granted to the Group and the remaining amount of HK\$661,000 (30 June 2018: HK\$661,000) was pledged to a bank to secure the 4Dx's equipment rental fees payable to a supplier of 4Dx equipment for the Group's operation in the lease premises in accordance with the 4Dx equipment rental agreement dated 20 August 2015. As at 31 December 2018, the deposit of HK\$661,000 (30 June 2018: HK\$661,000) carries interest at a fixed rate of 0.30% (30 June 2018: 0.30%) per annum and it will be matured on 18 January 2019 (30 June 2018: 27 July 2018). The deposit of HK\$10,000,000 as at 30 June 2018, which carried interest at a fixed rate of 1.5% per annum and pledged to secure the bank borrowing as set out in note 17, had been released the full repayment of the bank borrowing during the six months ended 31 December 2018.

Bank balances of the Group carry interest at market rates ranging from 0.01% to 0.27% (30 June 2018: 0.01% to 0.27%) per annum as at 31 December 2018.

14. 應收(應付)關聯公司款項/來自一間關聯公司的貸款(續)

附註:(續)

- (v) 廣州實地(張先生於該公司擁有控股權益)貸款為無抵押及按年利率7%計息。港幣43,320,000元之貸款分類為流動資產,應於2019年4月30日償還,及港幣153,900,000元之貸款分類為非流動資產,應自提取之日後3年內按合約償還。於截至2018年12月31日止期間後,本集團已向廣州實地償還人民幣10,000,000元(相當於港幣11,400,000元)。

15. 已抵押銀行存款/銀行結餘及現金

於2018年12月31日,該等款項指銀行存款港幣661,000元(2018年6月30日:港幣10,661,000元),其中港幣零元(2018年6月30日:港幣10,000,000元)已抵押予銀行以擔保授予本集團的短期銀行融資,而餘額港幣661,000元(2018年6月30日:港幣661,000元)已抵押予一間銀行以擔保根據日期為2015年8月20日的4Dx設備租賃協議就本集團於租賃物業營運而應付予4Dx設備供應商的4Dx設備租賃費。於2018年12月31日,按固定年利率0.30%(2018年6月30日:0.30%)計息的存款為港幣661,000元(2018年6月30日:港幣661,000元)並將於2019年1月18日(2018年6月30日:2018年7月27日)到期。於2018年6月30日,按固定年利率1.5%的存款港幣10,000,000元已抵押以擔保附註17所載的銀行借貸,該等存款於截至2018年12月31日止六個月悉數償還銀行借貸後解除。

於2018年12月31日,本集團銀行結餘乃按市場利率每年0.01%至0.27%(2018年6月30日:0.01%至0.27%)計息。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

16. TRADE AND OTHER PAYABLES/ RECEIPTS IN ADVANCE/CONTRACT LIABILITIES

16. 貿易及其他應付款項/預收款項/合同負債

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Trade payables	貿易應付款項	32,663	30,270
Payables in respect of acquisition of property, plant and equipment	有關收購物業、廠房及設備的應付款項	11,776	21,992
Other payables and accruals	其他應付款項及應計費用	59,045	64,807
Advances from former shareholders of subsidiaries acquired (Note 20)	取得附屬公司前任股東墊款(附註20)	36,343	—
Deposits received (Note i)	已收按金(附註i)	1,409	1,116
Deposit received from disposal of a subsidiary (Note ii)	自出售一間附屬公司收取之按金(附註ii)	—	2,400
		141,236	120,585
Less: amount shown under non-current liabilities (Note i)	減：非流動負債項下呈列之金額(附註i)	(1,243)	(1,116)
Amount shown under current liabilities	流動負債項下呈列之金額	139,993	119,469
Contract liabilities/receipts in advance (Note iii)	合同負債/預收款項(附註iii)	139,420	154,663

The average credit period on purchases of goods is 60 to 90 days. The aging analysis of trade payables presented is based on the invoice date at the end of the reporting period. The following is analysis of the Group's trade payables at the end of the reporting period:

採購貨品的平均信貸期為60至90日。於報告期末，貿易應付款項的賬齡分析乃基於發票日期呈列。本集團於報告期末的貿易應付款項分析如下：

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Within 60 days	60日內	29,355	30,202
Within 61 to 90 days	61至90日	125	7
Within 91 to 365 days	91至365日	3,183	61
		32,663	30,270

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

16. TRADE AND OTHER PAYABLES/ RECEIPTS IN ADVANCE/CONTRACT LIABILITIES (Continued)

Notes:

- (i) Deposits received represent deposits received from a cinema circuit operator in Hong Kong for a film to be theatrical release in Hong Kong and licensing deposits received from the licensee which are refundable at the expiry of the licenses. As the expiry of licensing period ranges from November 2019 to February 2022, the balances as at 31 December 2018 and 30 June 2018 which will be refunded after 1 year from the end of each reporting period were classified as non-current liabilities.
- (ii) Deposit received from disposal of a subsidiary represented the amount paid by the buyers, who were two independent third parties of the Group for acquiring entire equity interests of an indirect wholly-owned subsidiary of the Company in prior year.
- (iii) Contract liabilities/receipts in advance represent the instalments of contribution from the PRC co-producers for film and TV series production in progress and advances of distribution and licensing income received from distributors prior to release and delivery of film negatives and TV series program of HK\$139,420,000 (30 June 2018: HK\$154,663,000) as at 31 December 2018.
- (iv) The amount is of non-trade nature, unsecured, interest-free and repayable on demand.

16. 貿易及其他應付款項/預收款項/合同負債 (續)

附註：

- (i) 已收按金指就將在香港影院放映的一部電影已收香港電影院線運營商按金及自獲特許權人收取的於特許權屆滿時可退還的特許權按金。由於特許權期間於2019年11月至2022年2月屆滿，於2018年12月31日及2018年6月30日之結餘將於各報告期結束後一年退回，分類為非流動負債。
- (ii) 自出售一間附屬公司收取之按金指去年就收購本公司一間間接全資附屬公司全部股權的買方(為本集團的兩名獨立第三方)支付之款項。
- (iii) 合同負債/預收款項指於2018年12月31日，中國聯合製片商就製作中電影及電視劇作出的分期出資及於影院放映及交付電影及電視劇菲林底片前已收發行商的發行及發行權使用許可收入預收款項港幣139,420,000元(2018年6月30日：港幣154,663,000元)。
- (iv) 該款項乃非貿易性質、無抵押、免息及須按要求償還。

17. BANK BORROWING

17. 銀行借貸

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Variable-rate bank borrowing, secured	浮動利率銀行借貸，已抵押	—	8,208

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

17. BANK BORROWING (Continued)

The carrying amount of the bank borrowing is repayable (based on schedule repayment terms):

17. 銀行借貸 (續)

銀行借貸的賬面值須根據預期還款期限償還：

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Within one year	一年內	—	2,441
Within a period of more than one year but not exceeding two years	一年以後兩年以內	—	2,515
Within a period of more than two years but not exceeding five years	兩年以後五年以內	—	3,252
		—	8,208
Less: Amount due shown under current liabilities which contain a repayment on demand clause	減：流動負債項下載有按要求償還條款的應付款項	—	(8,208)
Amount shown under non-current liabilities	非流動負債項下呈列之金額	—	—

As at 30 June 2018, the bank borrowing was secured by a bank deposit of HK\$10,000,000 placed to a bank, denominated in HK\$ and carried interest at 1-month Hong Kong Interbank Offered Rate plus 2% with effective interest rates ranging from 2.53% to 3.07% per annum. Interest was reset every month. The bank borrowing was fully settled by the Group during the six months ended 31 December 2018.

於2018年6月30日，銀行借貸以抵押予一間銀行的銀行存款港幣10,000,000元作擔保，以港幣計值並按一個月香港銀行同業拆息另加2%計息，實際年利率介乎2.53%至3.07%。利率每月重置。於截至2018年12月31日止六個月，本集團已悉數償還銀行借貸。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

18. SHARE CAPITAL

18. 股本

		Number of shares 股份數目	Share capital 股本 HK\$'000 港幣千元
Ordinary shares of HK\$0.0025 each:	每股面值港幣0.0025元的普通股：		
Authorised:	法定：		
At 1 July 2017, 30 June 2018 (audited) and 31 December 2018 (unaudited)	於2017年7月1日、2018年6月30 日(經審核)及2018年12月31日 (未經審核)	32,000,000,000	80,000
Issued and fully paid:	已發行及繳足：		
At 1 July 2017, 30 June 2018 (audited) and 31 December 2018 (unaudited)	於2017年7月1日、2018年6月30 日(經審核)及2018年12月31日 (未經審核)	2,595,613,733	6,489

19. SHARE-BASED PAYMENT TRANSACTIONS

19. 以股份為基礎付款的交 易

Share option scheme

The Company's share option scheme (the "Scheme"), was approved and adopted by the sole shareholder on 5 October 2012 for the primary purpose to grant options to eligible persons as incentives or rewards for their contribution to the Group.

Under the Scheme, the Directors may, at its discretion, grant options pursuant to the Scheme to the Directors (including executive directors, non-executive directors and independent non-executive directors), employees, advisors and consultants of the Company and its subsidiaries who the Directors consider, in its absolute discretion, have contributed or will contribute to the Group (the "Participants").

The total numbers of shares in respect of which options may be granted under the Scheme is not permitted to exceed 10% of the shares of the Company in issue at any point in time, without prior approval from the Company's shareholders. The number of shares issued and to be issued in respect of which options granted and may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company in issue at any point in time, without prior approval from the Company's shareholders.

購股權計劃

本公司的購股權計劃(「該計劃」)於2012年10月5日獲唯一股東批准及採納，主要目的為向合資格人士授出購股權，作為彼等對本集團作出貢獻的獎勵或回報。

根據該計劃，董事可酌情根據該計劃向其全權認為對本集團已作出或將作出貢獻的董事(包括執行董事、非執行董事及獨立非執行董事)、本公司及其附屬公司的僱員、顧問及諮詢人士(「參與者」)授出購股權。

未經本公司股東事先批准，根據該計劃可能授出的購股權所涉及的股份總數不得超過本公司任何時候已發行股份的10%。未經本公司股東事先批准，於任何一年內向任何人士授出及可能授出的購股權所涉及的已發行及將發行的股份數目不得超過本公司任何時候已發行股份的1%。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

19. SHARE-BASED PAYMENT TRANSACTIONS (Continued)

Share option scheme (Continued)

The Scheme shall be valid and effective for a period of 10 years commencing on 5 October 2012. Options granted during the life of the Scheme shall continue to be exercisable in accordance with their terms of grant. The exercise price is determined by the Directors and will not be less than the highest of (i) the closing price of the shares as stated in the daily quotation sheets issued by the Stock Exchange on the date of grant, which must be a trading day; (ii) the average closing price of the shares as stated in the daily quotation sheets issued by the Stock Exchange for the five trading days immediately preceding the date of grant; and (iii) the nominal value of the Company's shares. Upon acceptance of the option, the Participants shall pay HK\$1.00 to the Company by way of consideration for the grant. The option will be offered for acceptance for a period of 28 days from the date of grant.

For the six months ended 31 December 2018, there was no share option granted under the Scheme by the Company. There was no share option outstanding as at 30 June 2018 and 31 December 2018.

20. ACQUISITION OF SUBSIDIARIES

During the current interim period, the Group has acquired the entire equity interest in 霍爾果斯厚海文化傳媒有限公司 (Khorgas Houhai Culture Media Company Limited) and its subsidiary, 北京聚海文化傳媒有限公司 (Beijing Juhai Culture Media Company Limited) (collectively known as the "Khorgas Group") at a consideration of RMB450,000,000 (equivalent to HK\$517,500,000) minus the receivable of RMB10,056,000 (equivalent to HK\$11,565,000) taken by the former shareholders of Khorgas Group, which is payable in 3 instalments from 2018, 2019 and 2020, subject to the profit guarantee as stated in the sale and purchase agreement (the "Acquisition"). The Acquisition was completed on 28 August 2018 and details are set out in the circular issued by the Company dated 26 July 2018. The acquisition had been accounted for using the acquisition method. These subsidiaries were principally engaged in variety shows and TV program production and operation.

19. 以股份為基礎付款的交易 (續)

購股權計劃 (續)

該計劃自2012年10月5日起計十年內有效。該計劃有效期內授出的購股權根據授出條款可繼續予以行使。行使價由董事釐定，且不會低於以下三者的最高者：(i)於授出日期(必須為交易日)聯交所發佈的每日報價表所示股份收市價；(ii)緊接授出日期前五個交易日聯交所發佈的每日報價表所示股份平均收市價；及(iii)本公司股份面值。於接納購股權後，參與者須向本公司支付港幣1.00元，作為獲授購股權的代價。購股權的接納期為授出日期起計28日。

截至2018年12月31日止六個月，本公司概無根據該計劃授出購股權。於2018年6月30日及2018年12月31日，概無尚未行使購股權。

20. 收購附屬公司

於本中期期間，本集團已收購霍爾果斯厚海文化傳媒有限公司及其附屬公司北京聚海文化傳媒有限公司(統稱為「霍爾果斯集團」)的全部股權，代價為人民幣450,000,000元(相當於港幣517,500,000元)減霍爾果斯集團前任股東所收取的應收款項人民幣10,056,000元(相當於港幣11,565,000元)，於2018年、2019年及2020年分三期支付，惟須達成買賣協議所載之溢利保證(「收購事項」)。收購事項已於2018年8月28日完成及有關詳情載於本公司日期為2018年7月26日之通函。收購事項已採用收購法入賬。該等附屬公司主要從事綜藝節目及電視節目製作經營。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

20. ACQUISITION OF SUBSIDIARIES (Continued)

20. 收購附屬公司 (續)

The fair value of net identifiable assets of Khorgas Group at the date of acquisition were as follows:

於收購日期，霍爾果斯集團的可識別資產淨值公平值如下：

		Provisional amount recognised at the date of acquisition 於收購日期確認的 臨時金額 HK\$'000 港幣千元
Plant and equipment	廠房及設備	73
TV series production in progress	製作中電視劇	109,095
Trade and other receivables	貿易及其他應收款項	47,144
Bank balances and cash	銀行結餘及現金	3,978
Trade and other payables	貿易及其他應付款項	(19,329)
Receipts in advance	預收款項	(24,903)
Advances from shareholders	股東墊款	(36,343)
Loan from a related company	來自一間關聯公司貸款	(32,200)
Other loans	其他貸款	(4,658)
Net assets acquired of	所收購資產淨值	42,857
Cash consideration	現金代價	505,935
Less: discount on contingent consideration	減：或然代價折現	(23,850)
Less: net assets acquired	減：所收購資產淨值	(42,857)
Goodwill arising on acquisition	收購事項產生的商譽	439,228
Net cash outflow arising on acquisition:	收購事項產生的現金流出淨額：	
Cash consideration	現金代價	505,935
Unamortised discount on contingent consideration	或然代價未攤銷折扣	(13,354)
Amount unpaid and included in contingent consideration payable	計入應付或然代價的未付款項	
— amount shown under current liabilities	— 流動負債項下呈列之金額	(147,096)
— amount shown under non-current liabilities	— 非流動負債項下呈列之金額	(187,393)
Exchange adjustments on contingent consideration payable	應付或然代價之匯兌調整	(4,192)
Cash and cash equivalents acquired	所收購現金及現金等價物	(3,978)
		149,922

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

20. ACQUISITION OF SUBSIDIARIES (Continued)

The fair values of the assets and liabilities acquired and goodwill have been determined on a provisional basis, awaiting the completion of the identification of separable intangible assets and valuation of the identifiable assets and liabilities.

The acquiree contributed turnover of HK\$152,469,000 and profit of HK\$51,981,000 to the Group for the period between the date of acquisition and 31 December 2018.

20. 收購附屬公司 (續)

已收購資產及負債以及商譽的公平值已按暫定基準釐定，以待完成可分離無形資產的識別及可識別資產及負債的估值。

於收購日期至2018年12月31日期間，收購事項為本集團的營業額及溢利分別帶來港幣152,469,000元及港幣51,981,000元的進賬。

21. DISPOSAL OF A SUBSIDIARY/ASSETS CLASSIFIED AS HELD FOR SALE AND LIABILITIES ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE

On 8 May 2018, 上海新馬電影院發展有限公司 (Shanghai Xinma Cinema Development Company Limited) ("Shanghai Xinma"), an indirect wholly-owned subsidiary of the Company, entered into an equity transfer agreement (the "Equity Transfer Agreement") with two independent third parties of the Group (the "Purchasers"), pursuant to which Shanghai Xinma agreed to sell and the Purchasers agreed to acquire 100% equity interest of 勝馬文化傳播(上海)有限公司 (Shengma Cultural Communication (Shanghai) Company Limited) ("Shengma Cultural"), a direct wholly-owned subsidiary of Shanghai Xinma which engaged in cinema operations and management in the PRC, at a consideration of RMB40,700,000 plus the cash at bank of Shengma Cultural at the completion date and minus (i) the total amount of liabilities of Shengma Cultural at the completion date and (ii) the contingent liabilities. Details of the disposal are set out in the circular issued by the Company dated 8 May 2018.

On 31 July 2018, the disposal of Shengma Cultural was completed at a net consideration of RMB20,032,000 (equivalent to HK\$22,836,000) and the control of Shengma Cultural has been passed to the Purchasers. Upon completion of the disposal, Shengma Cultural ceased to be a subsidiary of the Company.

21. 出售一間附屬公司／分類為持有以作出售的資產及與分類為持有以作出售的資產相關的負債

於2018年5月8日，上海新馬電影院發展有限公司（「上海新馬」，本公司的間接全資附屬公司）與本集團的兩名獨立第三方（「買方」）訂立股權轉讓協議（「股權轉讓協議」），據此，上海新馬同意出售及買方同意收購勝馬文化傳播（上海）有限公司（「勝馬文化」，上海新馬的直接全資附屬公司，於中國從事影院運作及管理業務）的全部股權，代價為人民幣40,700,000元加勝馬文化於完成日期在銀行結存的現金的總和，再減去(i)勝馬文化於完成日期的負債總額及(ii)或然負債。出售事項詳情載於本公司於2018年5月8日刊發的通函。

於2018年7月31日，勝馬文化之出售事項已完成，代價淨額為人民幣20,032,000元（相當於港幣22,836,000元）及勝馬文化之控制權已轉移予買方。於出售事項完成後，勝馬文化不再為本公司之附屬公司。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

21. DISPOSAL OF A SUBSIDIARY/ASSETS CLASSIFIED AS HELD FOR SALE AND LIABILITIES ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE (Continued)

21. 出售一間附屬公司／分類為持有以作出售的資產及與分類為持有以作出售的資產相關的負債 (續)

Consideration received:

已收代價：

HK\$'000
港幣千元

Consideration, satisfied by cash, net	以現金償付的代價淨額	22,836
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Analysis of assets and liabilities over which control was lost:

失去控制權之資產及負債分析：

HK\$'000
港幣千元

Property, plant and equipment	物業、廠房及設備	18,947
Inventories	存貨	55
Trade and other receivables	貿易及其他應收款項	3,790
Rental deposits	租賃按金	1,230
Bank balances and cash	銀行結餘及現金	565
Trade and other payables	貿易及其他應付款項	(19,126)
Receipts in advance	預收款項	(346)
Tax payable	應付稅項	(159)
Net assets disposed of	已出售之淨資產	4,956

Gain on disposal of a subsidiary:

出售一間附屬公司之收益：

HK\$'000
港幣千元

Cash received	已收現金	22,836
Reclassification of cumulative exchange reserve upon disposal to profit or loss	於出售時重新分類累計匯兌儲備至損益	(165)
Less: net assets disposed of	減：已出售之淨資產	(4,956)
Gain on disposal	出售之收益	17,715

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

21. DISPOSAL OF A SUBSIDIARY/ASSETS CLASSIFIED AS HELD FOR SALE AND LIABILITIES ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE (Continued)

Net cash inflow on disposal of a subsidiary:

21. 出售一間附屬公司／分類為持有以作出售的資產及與分類為持有以作出售的資產相關的負債 (續)

出售一間附屬公司之現金流入淨額：

		HK\$'000 港幣千元
Cash consideration received	已收現金代價	22,836
Amount not received and included in other receivables (Note 13)	未收取及已計入其他應收款項的金額(附註13)	(6,156)
Cash and cash equivalents disposal of	出售現金及現金等價物	(565)
		16,115

22. RELATED PARTY DISCLOSURES

Apart from the balances with related parties as disclosed in note 14, during the period, the Group entered into the following significant transactions with related parties:

22. 關聯方披露

除附註14所披露之與關聯方之結餘外，期內，本集團與關聯方訂立以下重大交易：

Name of related party 關聯方名稱	Notes 附註	Nature of transaction 交易性質	Six months ended 31 December 截至12月31日止六個月	
			2018 2018年 HK\$'000 港幣千元 (unaudited) (未經審核)	2017 2017年 HK\$'000 港幣千元 (unaudited) (未經審核)
PM Motion Pictures Limited 天馬電影出品有限公司	(a)	Service income 服務收入	200	—
Pure Project Limited 盧威有限公司	(b)	Rental expense 租金開支	354	708
Mandarin Motion 東方	(c)	Production services and film processing fee 製作服務及電影菲林沖印費用	605	800
Guangzhou Seedland 廣州實地	(d)	Interest expenses 利息開支	3,462	—

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

22. RELATED PARTY DISCLOSURES (Continued)

Notes:

- (a) The service income was received from PM Motion Pictures Limited for the Group's provision of film distribution services. This company is beneficially owned by Mr. Wong, the Executive Director of the Company, Ms. Wong Yee Kwan Alvina and Mr. Wong Chi Woon Edmond, both were the former Executive Directors of the Company for the period from 1 July 2017 to 31 December 2017.
- (b) The rental expense was paid to Pure Project Limited for the office premise leased by the Group. Mr. Wong, the Executive Director of the Company, has controlling interests in Pure Project Limited.
- (c) The production service and film processing fee were received from Mandarin Motion in which Ms. Wong Kit Fong, the sister of Mr. Wong, the Executive Director of the Company, has controlling interests.
- (d) The interest expenses were paid to Guangzhou Seedland for the loan advances from it to the Group in which Guangzhou Seedland is beneficially owned by Mr. Zhang, the controlling shareholder and the Executive Director of the Company.

22. 關聯方披露 (續)

附註：

- (a) 該服務收入乃就本集團提供電影發行服務而向天馬電影出品有限公司收取。此公司由本公司執行董事黃先生、黃漪鈞女士及黃子桓先生(後兩者於2017年7月1日至2017年12月31日均為本公司前執行董事)實益擁有。
- (b) 該租金開支乃就本集團租賃的辦公室物業而支付予盧威有限公司。本公司執行董事黃先生於盧威有限公司擁有控股權益。
- (c) 該製作服務及電影菲林沖印費用乃向東方收取，本公司執行董事黃先生的胞妹黃潔芳女士擁有該公司的控股權益。
- (d) 該利息開支乃就本集團自廣州實地取得貸款而向其支付，廣州實地由本公司控股股東及執行董事張先生實益擁有。

23. OPERATING LEASE COMMITMENTS

The Group as lessee

As at 31 December 2018 and 30 June 2018, the Group leased certain of its office premises and cinemas under operating lease arrangements.

At the end of the reporting period, the Group had committed for future minimum lease payments under non-cancellable operating leases which fall due as follows:

23. 經營租賃承擔

本集團作為承租人

於2018年12月31日及2018年6月30日，本集團根據經營租賃安排租賃其若干辦公室物業及電影院。

於報告期末，本集團於不可撤銷經營租賃承擔項下的日後最低租賃付款的到期情況如下：

		31 December 2018 2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	30 June 2018 2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)
Within one year	1年內	125,427	129,621
In the second to fifth year inclusive	第2年至第5年(包括首尾兩年)	539,475	560,859
Over five years	5年以上	512,017	635,032
		1,176,919	1,325,512

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

23. OPERATING LEASE COMMITMENTS

(Continued)

The Group as lessee (Continued)

Operating lease payments represent rentals payable for the Group's office premises and cinemas. Leases are negotiated for terms ranging from one to fifteen years (30 June 2018: one to fifteen years).

Certain non-cancellable operating leases included in the above are subject to contingent rent payments, which are charged at progressive rates from 12% to 38% (30 June 2018: 10% to 38%) of the excess of the annual gross box-office takings of the related cinema premises over certain level of box-office income as determined in the respective lease agreements.

24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

This note provides information about how the Group determines fair values of various financial assets and financial liabilities.

Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Certain of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair value of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements are observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

23. 經營租賃承擔 (續)

本集團作為承租人 (續)

經營租賃付款指就本集團辦公室物業及電影院應付的租金。租賃經磋商為期介乎一至十五年(2018年6月30日：一至十五年)。

上文所述的若干不可撤銷經營租賃須支付或然租金，有關租金乃按各租賃協議釐定的相關電影院場所每年總票房收入減若干票房收入水平的超額部分的12%至38%(2018年6月30日：10%至38%)的累進比率收取。

24. 金融工具之公平值計量

本附註載列有關本集團釐定多項金融資產及金融負債公平值的方法的資料。

以經常性基準按公平值計量的本集團金融資產的公平值

本集團部分金融資產乃於各報告期末按公平值計量。下表載列有關釐定該等金融資產公平值的方法(具體而言為所用之估值技術及輸入數據)以及公平值等級之級別(公平值計量根據其輸入數據之可觀察程度分類(第一至三級))之資料。

- 第一級公平值計量指自相同資產或負債於活躍市場中之報價(未經調整)得出；
- 第二級公平值計量指除第一級所包括之報價外，自資產或負債可直接(即價格)或間接(即自價格衍生)觀察之輸入數據得出；及
- 第三級公平值計量指透過估值技術(包括並非基於可觀察市場數據之資產或負債之輸入數據(不可觀察之輸入數據))而得出。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of the Group's financial assets that are measured at fair value on a recurring basis (Continued)

	Fair value as at 公平值		Fair value hierarchy	Valuation technique(s) and key input(s)
	At 31 December 2018 於2018年 12月31日 HK\$'000 港幣千元 (unaudited) (未經審核)	At 30 June 2018 於2018年 6月30日 HK\$'000 港幣千元 (audited) (經審核)		
Financial assets 金融資產	1,320	1,320	Level 3 第三級	The fair value is determined by discounted cash flow model. The key inputs are credit rating of the producers, expected cash flows, discount rate and remaining time to maturity. 公平值乃按貼現現金流量模型釐定。主要輸入數據為製片商之信貸評級、預期現金流量、貼現率及餘下年期。
Unlisted debt instrument classified as financial assets at fair value through profit or loss 分類為透過損益以公平值列賬之金融資產之非上市債務工具				

No sensitivity analysis is disclosed for the impact of changes in the relevant observable data under discounted cash flow in respect of the unlisted debt instrument classified as financial assets at fair value through profit or loss (30 June 2018: classified as AFS investment), as the Management considers that the exposure is insignificant to the Group.

Fair value measurements and valuation processes for Level 3 financial instruments

Specific valuation techniques used to value level 3 financial instruments include techniques such as discounted cash flow analysis. The Group's finance department includes a team that performs the valuations of financial assets required for financial reporting purposes, including level 3 fair values. As part of the valuation process, this team reports directly to the chief financial officer and external valuers will be engaged, if necessary.

Information about the valuation techniques and inputs used in determining the fair value of various assets are disclosed above.

There were no transfers between Level 1, 2 and 3 during the period.

24. 金融工具之公平值計量 (續)

以經常性基準按公平值計量的本集團金融資產的公平值 (續)

由於管理層認為對本集團之風險並不重大，因此，概無就有關分類為透過損益以公平值列賬之金融資產(2018年6月30日：分類為可供出售投資)之非上市債務工具之貼現現金流量下之相關可觀察數據變動之影響披露敏感度分析。

第三級金融工具之公平值計量及估值程序

用於對第三級金融工具作出估值的特定估值技術包括貼現現金流量分析等技術。本集團財務部包括一個進行就財務報告而言必需之金融資產估值(包括第三級公平值)之團隊。作為估值過程之一部份，該團隊直接向首席財務官匯報，並於有需要時委聘外部估值師。

有關用於釐定各項資產之公平值的估值技術及輸入數據的資料於上文披露。

期內第一級、第二級及第三級之間並無轉移。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

For the six months ended 31 December 2018 截至2018年12月31日止六個月

24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

Fair value of financial assets and financial liabilities that are not measured at fair value on a recurring basis

The Directors consider that the carrying amounts of financial assets and financial liabilities carried at amortised cost in the condensed consolidated financial statements approximate their corresponding fair values.

24. 金融工具之公平值計量 (續)

並非按經常性基準以公平值計量的金融資產及金融負債公平值

董事認為，於簡明綜合財務報表按攤銷成本列賬的金融資產及金融負債的賬面值與其相應之公平值相若。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析



BUSINESS REVIEW

The Group is principally engaged in (i) film and TV series production, distribution and licensing of film rights; (ii) film exhibition; and (iii) others. The Group mainly produces Chinese films, variety shows and TV series in both Mainland China and Hong Kong. It also operates five Hong Kong based cinemas and one post-production company.

Film and TV series production and distribution

During the period under review, film and TV series production and distribution business remained as the core business of the Group with reported revenue of approximately HK\$268.5 million, representing a significant increase of approximately 743.3% compared to the corresponding period in 2017. The Group released two films during the period under review, namely “L Storm” (L風暴) and “Lucid Dreams” (八步半喜怒哀樂), while no film was released during the corresponding period in 2017.

In August 2018, the Group completed the acquisition of Khorgas Houhai Culture Media Company Limited (霍爾果斯厚海文化傳媒有限公司) (“Houhai Culture”). Through its collection of intellectual property works with commercial value, and in-house developed high-quality proprietary contents, Houhai Culture can independently accomplish a series of essential operational activities ranging from planning, scriptwriting, filming, post-production, distribution to marketing, and it strives to create variety shows and film and television products that continue for multiple seasons. During the period under review, the Group consolidated its accounts for the first time, and recorded revenue mainly from the broadcasting of the variety show “Give Me Five Season II” (高能少年團第二季), and the copyright and adaptation of the manga “Hikaru no Go” (棋魂).

業務回顧

本集團主要從事(i)電影及電視劇製作、發行及授出電影發行權使用許可，(ii)電影放映，及(iii)其他業務。本集團以內地及香港為主要市場製作華語電影、綜藝節目及電視劇，並經營五間香港電影院及一間後期製作公司。

電影及電視劇製作及發行

於回顧期內，電影及電視劇製作及發行業務仍為本集團的核心業務，錄得的收益約為港幣268.5百萬元，較2017年同期大幅增加約743.3%。本集團於回顧期內上映了兩部電影，包括《L風暴》及《八步半喜怒哀樂》，而於2017年同期並無發行電影。

於2018年8月，本集團完成收購霍爾果斯厚海文化傳媒有限公司(「厚海文化」)。厚海文化通過儲備具有商業價值的知識產權作品，同時自主創造優質知識產權內容，自行完成由策劃、編劇、拍攝、後期製作、分銷到市場推廣等一系列核心營運活動，著力打造持續多季的系列綜藝及影視作品。於回顧期內，本集團首次將其賬目合併入賬，錄得主要來自綜藝節目《高能少年團第二季》的播放收益及漫畫《棋魂》的版權及改編收益。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析



Film exhibition

Film exhibition was another key revenue driver for the Group. During the period under review, the Group operated five cinemas at different strategic locations across Hong Kong, including Mong Kok, Chai Wan, Causeway Bay and Tsuen Wan, providing 23 screens and over 3,000 seats. According to the statistics from Hong Kong Box Office Limited, the Hong Kong box office receipts posted an increase of approximately 5.6% in 2018 to approximately HK\$1.96 billion, mainly attributable to the moderate improvement in Hong Kong film market. Benefiting from the full operation of five cinemas (in comparison with only one cinema in Hong Kong for the corresponding period in 2017), the Group's film exhibition recorded considerable growth in revenue. During the period under review, revenue from film exhibition amounted to approximately HK\$119.7 million, representing a significant increase of approximately 30.8% compared to the corresponding period in 2017, and accounting for approximately 30.3% of total revenue of the Group. Despite a substantial increase in revenue, this business segment still recorded a loss of approximately HK\$2.4 million due to relatively low cinema attendance. However, the loss decreased compared to approximately HK\$36.2 million for the corresponding period of 2017 due to five cinemas being put into operation during the period under review.

Given that the Group's cinema in Mainland China, located at "Vivo City" (怡豐城), Shanghai, commenced its operation in late September 2017, its profitability has not been proven and there exist uncertainties as to its financial contributions and prospects. The Group has completed the disposal of this business in July 2018. The net proceeds from the disposal of HK\$17.7 million will be used to further invest in other business segments as part of the resource reallocation of the Group.

電影放映

電影放映為本集團另一主要收益來源。於回顧期內，本集團在香港不同戰略位置(包括旺角、柴灣、銅鑼灣及荃灣)運營共五間影院，提供23塊熒幕及超過3,000個坐席。根據香港票房有限公司的統計，由於香港電影消費市場稍為上升，2018年香港票房收入上升約5.6%至約港幣19.6億元。受惠於五間影院的全面營運(2017年同期只有一間香港影院)，本集團的電影放映錄得可觀的收益增長。回顧期內，電影放映收益約為港幣119.7百萬元，較2017年同期顯著增加約30.8%，佔本集團總收益約30.3%。雖然業務收入大幅增加，但由於電影院入座率較低，該業務分部錄得虧損約港幣2.4百萬元。惟於回顧期內五家影院全面投入營運，因此虧損較2017年同期的約港幣36.2百萬元有所減少。

鑒於本集團位於中國內地的電影院(位於上海怡豐城)於2017年9月底始展開營運，其盈利能力尚未得到證實，財務貢獻及前景並不確定。本集團已於2018年7月完成出售此部分業務，出售收益淨額為港幣17.7百萬元，以將本集團資源重新分配以進一步投資於其他業務分部。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Others

During the period under review, the post-production, advertising, marketing and publication businesses of the Group recorded a total revenue of approximately HK\$7.0 million, representing a significant increase of approximately 106.5% compared to approximately HK\$3.4 million for the corresponding period of 2017. This business segment recorded a loss of approximately HK\$1.2 million during the period under review, but the loss decreased compared to approximately HK\$1.4 million for the corresponding period of 2017.

The Group will continue to maintain this business segment in a small-scale operation and continuously review its overall structure and strategies, thereby creating a synergy effect on the Group's businesses.

其他業務

在回顧期內，本集團之後期製作、廣告、市場推廣及出版業務共錄得的收益約為港幣7.0百萬元，較2017年同期約港幣3.4百萬元大幅增加約106.5%。此業務分部於回顧期內錄得虧損約港幣1.2百萬元，惟虧損幅度相較2017年同期的約港幣1.4百萬元有所收窄。

本集團將繼續維持此業務分部的小規模營運，並持續檢討其整體業務架構及策略，從而使本集團之業務形成協同效應。

FINANCIAL REVIEW

Revenue and gross profit

Revenue of the Group for the period under review amounted to approximately HK\$395.3 million, representing an increase of approximately HK\$268.5 million or 211.8% compared to the corresponding period of 2017, mainly contributed by revenue from the business segments of film and TV series production and distribution and film exhibition of approximately HK\$268.5 million and HK\$119.7 million, respectively. During the period under review, the Group (i) released two films including "L Storm" (L風暴), a large-scale action film starring Louis Koo (古天樂) and Julian Cheung (張智霖) and "Lucid Dreams" (八步半喜怒哀樂), a general-scale drama film starring Kevin Cheng (鄭嘉穎), Louis Cheung (張繼聰), Dada Chan (陳靜) and Stephy Tang (鄧麗欣) and directed by Teddy Robin (泰迪羅賓), while no film had been released during the corresponding period of 2017, and (ii) recorded broadcast revenue from the variety show "Give Me Five Season II" (高能少年團第二季) produced by Houhai Culture, and obtained revenue from the copyright and adaptation of the manga "Hikaru no Go" (棋魂), thus revenue from film and TV series production and distribution recorded a significant year-on-year increase of 743.3%. For the film exhibition segment, the revenue for the period under review recorded a significant increase of approximately 30.8% compared to the corresponding period of 2017, which was due to the full operation of five cinemas.

財務回顧

收益及毛利

本集團於回顧期的收益約為港幣395.3百萬元，較2017年同期大幅增加約港幣268.5百萬元或211.8%，主要來自電影及電視劇製作及發行，以及電影放映業務分部收益分別約為港幣268.5百萬元及港幣119.7百萬元。本集團於回顧期內(i)上映了兩部電影，包括由古天樂及張智霖主演的大型動作電影《L風暴》，以及由鄭嘉穎、張繼聰、陳靜及鄧麗欣主演並由泰迪羅賓執導的一般規模劇情電影《八步半喜怒哀樂》，而於2017年同期並無發行電影，以及(ii)獲得由厚海文化製作之綜藝節目《高能少年團第二季》的播放收益及漫畫《棋魂》的版權及改編收益，因此電影及電視劇製作及發行的收益同比大幅上升743.3%。就電影放映分部而言，回顧期的收益較2017年同期顯著增加約30.8%，因五間影院的全面投入營運所致。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Gross profit of the Group was approximately HK\$174.6 million representing an increase of approximately HK\$97.2 million or approximately 125.7% compared to the corresponding period of 2017. Gross profit margin for the period under review was approximately 44.2%, representing a decrease compared to approximately 61.0% in the corresponding period of 2017. This was mainly attributable to (i) additional revenue recorded from “S Storm” (S風暴) released in Chinese cinemas in the corresponding period of 2017, resulting in gross profit margin of film and TV series production and distribution amounting to 70.9%, while such additional revenue was absent in the period under review; and (ii) the newly acquired Houhai Culture operation accounted for 38.6% of the Group’s revenue during the period under review while its gross profit margin was lower than the existing business. Such changes in sales mix also resulted in lower overall gross profit margin of the Group.

Other income

Other income was approximately HK\$4.7 million for the period under review, representing an increase of approximately HK\$1.3 million or approximately 39.7% compared to the corresponding period of 2017. This was mainly due to the increase in the handling service income and membership income from film exhibition business.

Selling and distribution expenses

Selling and distribution expenses increased by approximately HK\$4.8 million or 5.2% from approximately HK\$92.3 million for the corresponding period of 2017 to approximately HK\$97.1 million for the period under review. This was mainly due to the increase in selling and distribution expenses of the film exhibition business, which in turn resulted from the higher rental expenses arising from the full operation of five cinemas in Hong Kong.

Administrative expenses

Administrative expenses increased by approximately HK\$5.3 million or approximately 23.9% from approximately HK\$22.2 million for the corresponding period of 2017 to approximately HK\$27.5 million for the period under review, which was attributable to (i) the increase of legal and professional fee of approximately HK\$1.5 million related to certain corporate actions and transactions during the period under review and (ii) the increase of salary expense of approximately HK\$4.7 million during the period under review.

Share of results of associates

During the period under review, the Group had two associates, namely JDH Group and Supreme Art Entertainment Limited (“Supreme Art”).

The operation of JDH Group has recorded a profit attributable to the Group of approximately HK\$0.2 million as compared to a profit attributable to the Group of approximately HK\$0.3 million for the corresponding period of 2017. JDH Group generated revenue from the businesses of comics publication and licensing of its database of comic stories and comic characters for films, TV series and theme park development as well as related products merchandising.

本集團的毛利約港幣174.6百萬元，較2017年同期增加約港幣97.2百萬元或約125.7%。回顧期的毛利率約44.2%，較2017年同期毛利率約61.0%有所減少，主要由於(i) 2017年同期在中國院線發行的《S風暴》產生額外收入，導致電影及電視劇製作及發行毛利率高達70.9%，而於回顧期內沒有這部分的額外收入；以及(ii) 新收購的厚海文化業務於回顧期內佔本集團收入38.6%，毛利率較現有業務的為低，銷售構成變化亦致使本集團的整體毛利率降低。

其他收入

於回顧期，其他收入約港幣4.7百萬元，較2017年同期增加約港幣1.3百萬元或約39.7%，主要由於電影放映業務之處理服務收入及會員收入增加。

銷售及發行開支

銷售及發行開支由2017年同期的約港幣92.3百萬元增加約港幣4.8百萬元或5.2%至回顧期的約港幣97.1百萬元，主要由於電影放映業務的銷售及發行開支增加。該增加主要由於香港五家影院的全面運營引致相關租金開支上升。

行政開支

行政開支由2017年同期的約港幣22.2百萬元增加約港幣5.3百萬元或約23.9%至回顧期的約港幣27.5百萬元，主要由於(i) 回顧期內與若干公司行動及交易相關的法律及專業費用增加約港幣1.5百萬元及(ii) 回顧期內薪金費用增加約港幣4.7百萬元。

應佔聯營公司業績

於回顧期內，本集團的兩間聯營公司為玉皇朝集團及凱藝娛樂發展有限公司(「凱藝」)。

玉皇朝集團的營運錄得本集團應佔溢利約港幣0.2百萬元，而2017年同期錄得本集團應佔溢利約港幣0.3百萬元。玉皇朝集團自漫畫發行及其漫畫故事及漫畫英雄人物數據庫的使用許可業務獲得收益，以供製作電影、電視劇及發展主題樂園以及相關銷售商品。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The operation of Supreme Art has recorded a profit attributable to the Group of approximately HK\$0.4 million (2017: approximately HK\$0.03 million). Supreme Art is engaged in the provision of artiste management and agency services which are benefiting from the Group's film production business.

Share of results of a joint venture

Bounty Productions Limited ("BPL") was set up by the Group with two independent third parties for the production and distribution of the film, "Bounty Hunters" (賞金獵人), in which the Group owned 40% interest. BPL has recorded a loss attributable to the Group of approximately HK\$0.01 million during the period under review (2017: profit attributable to the Group of approximately HK\$0.3 million).

Profit for the period under review

The Group's profit and total comprehensive income attributable to owners of the Company for the period under review amounted to approximately HK\$46.5 million (31 December 2017: loss of approximately HK\$28.9 million) and approximately HK\$52.4 million (31 December 2017: total comprehensive expense of approximately HK\$30.2 million) respectively. The Group's turnaround for its performance was mainly due to (i) profit contributed by Houhai Culture; and (ii) revenue growth generated from the production and distribution of film "L Storm" (L風暴).

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 31 December 2018, the Group's bank balances and cash and pledged bank deposits amounted to approximately HK\$113.4 million (30 June 2018: approximately HK\$87.0 million), which are denominated mainly in Hong Kong Dollar ("HK\$"), United States Dollar ("US\$") and Renminbi ("RMB").

As at 31 December 2018, the Group's bank borrowing and loan from a related company amounted to Nil and approximately HK\$197.2 million, respectively (30 June 2018: approximately HK\$8.2 million and Nil, respectively). As at 31 December 2018, the Group's net gearing ratio, representing the ratio of loans from a related company and bank borrowing (net of cash and cash equivalents) to the total equity of the Group, was approximately 49.8% (30 June 2018: Nil).

As at 31 December 2018, the Group had total non-current assets of approximately HK\$598.1 million (30 June 2018: approximately HK\$165.2 million), net current liabilities of approximately HK\$87.1 million (30 June 2018: approximately HK\$47.8 million) and net assets of approximately HK\$168.5 million (30 June 2018: approximately HK\$116.3 million). The current ratio of the Group, representing the ratio of current assets over current liabilities, was approximately 0.8 as at 31 December 2018 (30 June 2018: approximately 0.9).

凱藝營運錄得本集團應佔溢利約港幣0.4百萬元(2017年:約港幣0.03百萬元)。凱藝從事提供受益於本集團電影製作業務的演員管理及代理服務。

應佔一間合營企業業績

本集團與兩名獨立第三方成立賞金製作有限公司(「賞金」)以製作及發行電影「賞金獵人」(本集團於其中擁有40%權益)。於回顧期內賞金錄得本集團應佔虧損約港幣0.01百萬元(2017年:本集團應佔溢利約港幣0.3百萬元)。

回顧期內溢利

於回顧期內,本公司擁有人應佔本集團溢利及全面收益總額分別約港幣46.5百萬元(2017年12月31日:虧損約港幣28.9百萬元)及約港幣52.4百萬元(2017年12月31日:全面開支總額約港幣30.2百萬元)。本集團扭虧為盈的表現主要由於(i)厚海文化貢獻的溢利,以及(ii)電影《L風暴》的上映帶來製作及發行相關的收益增長所致。

流動資金、財務資源及資本結構

於2018年12月31日,本集團的銀行結餘及現金及已抵押銀行存款約為港幣113.4百萬元(2018年6月30日:約港幣87.0百萬元),主要以港幣(「港幣」)、美元(「美元」)及人民幣(「人民幣」)計值。

於2018年12月31日,本集團的銀行借款及來自一間關聯公司的貸款分別為零及約港幣197.2百萬元(2018年6月30日:分別為約港幣8.2百萬元及零)。於2018年12月31日,本集團淨負債比率(即來自一間關聯公司的貸款及銀行借款總額(扣除現金及現金等價物)佔本集團權益總額的比率)約為49.8%(2018年6月30日:零)。

於2018年12月31日,本集團擁有非流動資產總值約港幣598.1百萬元(2018年6月30日:約港幣165.2百萬元)、流動負債淨值約港幣87.1百萬元(2018年6月30日:約港幣47.8百萬元)及資產淨值約港幣168.5百萬元(2018年6月30日:約港幣116.3百萬元)。於2018年12月31日,本集團的流動比率(即流動資產與流動負債的比率)約為0.8(2018年6月30日:約0.9)。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

During the period under review, the Group mainly funded its liquidity by the net proceeds from the listing of the shares of the Company (the “Listing”), bank borrowing, loan from a related company and resources generated internally. The Group’s financial resources are sufficient to support its business and operations. The Group would also consider other financing activities when appropriate business opportunities arise under favourable market conditions.

於回顧期內，本集團主要以本公司股份上市（「上市」）所得款項淨額、銀行借款、來自一間關聯公司的貸款及內部資源撥付流動資金。本集團的財務資源足以支持其業務及營運。本集團亦會在出現適當業務機會且市場條件有利時考慮其他融資活動。

SIGNIFICANT INVESTMENT

Save as disclosed in this report, the Group did not have any other significant investment during the six months ended 31 December 2018.

重大投資

除本報告內披露者外，本集團於截至2018年12月31日止六個月內並無任何重大投資。

MATERIAL ACQUISITION AND DISPOSAL

During the period under review, the Group has acquired the entire equity interest in 霍爾果斯厚海文化傳媒有限公司 (Khorgas Houhai Culture Media Company Limited*) and its subsidiary, 北京聚海文化傳媒有限公司 (Beijing Juhai Culture Media Company Limited*) for a consideration of RMB450,000,000 payable in 3 instalments in 2018, 2019 and 2020, subject to the profit guarantee as stated in the sale and purchase agreement. The acquisition was completed on 28 August 2018 and details were set out in the circular of the Company dated 26 July 2018.

重大收購及出售事項

於回顧期內，本集團已收購霍爾果斯厚海文化傳媒有限公司及其附屬公司北京聚海文化傳媒有限公司的全部股權，代價為人民幣450,000,000元，於2018年、2019年及2020年分三期支付，惟須達成買賣協議所載之溢利保證。收購事項已於2018年8月28日完成及有關詳情載於本公司日期為2018年7月26日之通函。

On 31 July 2018, the disposal of 勝馬文化傳播(上海)有限公司 (Shengma Cultural Communication (Shanghai) Company Limited*) (“Shengma Cultural”) was completed and the control of Shengma Cultural has been passed to the purchasers. Upon completion of the disposal, Shengma Cultural has ceased to be a subsidiary of the Group. Details of the disposal are set out in the announcement of the Company dated 8 May 2018.

於2018年7月31日，勝馬文化傳播(上海)有限公司（「勝馬文化」）之出售事項已完成及勝馬文化之控制權已轉移予買方。於出售事項完成後，勝馬文化不再為本集團之附屬公司。有關出售事項之詳情載於本公司日期為2018年5月8日之公布。

Save as disclosed above, the Group did not process any material acquisition or disposal during the six months ended 31 December 2018.

除上文所披露者外，本集團於截至2018年12月31日止六個月內並無任何重大收購或出售事項。

HUMAN RESOURCES

As at 31 December 2018, the Group employed a total of 125 permanent employees (30 June 2018: 133) in the PRC and Hong Kong. The total salaries and wages, including the Directors’ remuneration and part-time workers, amounted to approximately HK\$21.7 million for the six months ended 31 December 2018 (31 December 2017: approximately HK\$17.8 million).

人力資源

於2018年12月31日，本集團於內地及香港合共僱用125全職僱員（2018年6月30日：133名）。截至2018年12月31日止六個月，薪金及工資總額（包括董事及兼職員工酬金）約為港幣21.7百萬元（2017年12月31日：約港幣17.8百萬元）。

* For identification purpose only

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group offers remuneration packages for employees mainly based on their performance and experience, and with reference to prevailing industry practices. In addition to enrolling our new employees into the mandatory provident fund scheme in Hong Kong and State-managed pension scheme in mainland China and making contributions for them on a periodic basis, the Group also provides medical coverage, internal and external training programs and grants share options and discretionary bonuses to employees based on employees' individual performance and the Group's overall performance. The Group reviews the remuneration policies and packages on a regular basis.

CHARGE ON ASSETS

As at 31 December 2018, the Group had no bank deposit pledged to banks for the general banking facility of the Group (30 June 2018: approximately HK\$10.0 million). As at 31 December 2018, the Group had bank deposits amounting to approximately HK\$0.7 million (30 June 2018: approximately HK\$0.7 million) that were pledged to banks for the bank guarantee provided to a subsidiary of the Company regarding its due payment under a cinema equipment rental agreement. Save as mentioned above, the Group had not pledged its assets to any financial institutions.

TREASURY POLICY

The Group's business operations were conducted mainly in mainland China and Hong Kong with transactions principally denominated in HK\$, US\$ and RMB. The monetary assets and liabilities are denominated mainly in HK\$, US\$ and RMB. Apart from HK\$, which is pegged to US\$, any significant exchange rate fluctuations of HK\$ against RMB may have a financial impact on the Group. As the foreign exchange risks arising from sales and purchases can be eliminated against each other, and the fluctuations of RMB during the period under review had no significant impact on the costs and operations of the Group for the respective period, the Directors do not foresee significant risk in exchange rate fluctuation. Currently, the Group has not entered into any financial instrument for hedging purposes. However, the Group will closely monitor its overall foreign exchange exposures and interest rate exposures, and consider hedging against the exposures should the need arise.

CAPITAL COMMITMENT

There were no capital commitments for the Group as at 31 December 2017 and 2018.

本集團主要根據僱員之表現及經驗並參考通行的行業常規為彼等提供薪酬待遇。除了為我們的新僱員辦理強制性公積金計劃(香港)及國營退休金計劃(中國內地)並定期為彼等作出供款外,本集團亦提供醫療保險、內部及外部培訓課程以及基於僱員之個人表現及本集團之整體表現向僱員授出購股權計劃及酌情花紅。本集團會定期審閱薪酬政策及待遇。

資產押記

於2018年12月31日,本集團並無銀行存款質押予銀行以取得本集團之一般銀行融資(2018年6月30日:約港幣10.0百萬元)。於2018年12月31日,本集團有為數約港幣0.7百萬元(2018年6月30日:約港幣0.7百萬元)之銀行存款質押予銀行以取得本公司一間附屬公司就其於影院設備租賃協議項下之到期付款提供之銀行擔保。除上述者外,本集團並無向任何金融機構質押其資產。

庫務政策

本集團的業務營運主要在內地及香港開展,交易主要以港幣、美元及人民幣計值。貨幣資產及負債主要以港幣、美元及人民幣計值。除港幣與美元掛鈎外,港幣兌人民幣的任何重大匯率波動均可能對本集團造成財務影響。由於買賣所產生之外匯風險可互相抵銷,加上人民幣於回顧期內之波動並無對本集團於期內之成本及營運造成重大影響,董事預計不會有重大匯率波動風險。現時本集團並無訂立任何金融工具以作對沖用途。然而,本集團將密切監察整體外匯風險及利率風險,並考慮於必要時對沖該等風險。

資本承擔

於2017年及2018年12月31日,本集團並無資本承擔。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

CONTINGENT LIABILITIES

As at 31 December 2017 and 2018, the Group did not have any significant contingent liabilities.

或然負債

於2017年及2018年12月31日，本集團並無任何重大或然負債。

USE OF PROCEEDS FROM THE LISTING

The planned use of proceeds from the Listing as disclosed in the Prospectus were based on the best estimation of future market conditions made by the Group at the time of preparing the Prospectus, while the proceeds were applied in accordance with the actual development of the market. From 31 October 2012, the date of the Listing, to 31 December 2018, the net proceeds from the Listing had been applied as follows:

上市所得款項用途

招股章程所披露的上市所得款項的擬定用途，乃根據本集團於編製招股章程時對未來市況所作的最佳估計而制定，而所得款項已根據市場的實際發展而動用。由2012年10月31日(上市日期)起至2018年12月31日，上市所得款項淨額已作如下動用：

		Total use of proceeds as described in the Prospectus 招股章程 所述所得款項 使用總額 HK\$ million 港幣百萬元	Actual use of proceeds from the date of the Listing to 31 December 2018 由上市日期起至 2018年12月31日 所得款項 實際使用金額 HK\$ million 港幣百萬元
Expansion of film production business	拓展電影製作業務	58.4	58.4
Investment in equipment for post-production	投資後期製作設備	9.8	7.4
Staff recruitment	招聘員工	2.8	2.8
General working capital	一般營運資金	2.5	2.5
Total	合計	73.5	71.1

The un-utilised proceeds were deposited in the Group's bank accounts located in Hong Kong.

未動用所得款項存放於本集團的香港銀行賬戶內。

The Group intended to expand its film production business by releasing eleven films during the two financial years ended 30 June 2013 and 2014. These eleven films had been all released by the end of the financial year ended 30 June 2018.

本集團擬於截至2013年及2014年6月30日止兩個財政年度上映十一部電影，拓展其電影製作業務。該十一部電影於截至2018年6月30日止財政年度末已全部上映。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group intended to undertake certain post-production works of its own films by investing up to HK\$11.0 million from the net proceeds in post-production equipment and recruiting staff for its operation. The Group established its in-house post-production arm in Hong Kong to engage in digital media post-production operations. The Directors expected that the remaining net proceeds will continue to be used for procuring the post-production equipment to strengthen the business operation.

The Directors considered that no modification of the planned use of proceeds described in the Prospectus was required.

OUTLOOK

In 2019, the Group has entered into formal contracts with various artiste agencies and two famous scriptwriters, namely Shu Huan (束煥) and Su Biao (蘇彪) to develop a team of all-round artiste and scriptwriting and to strengthen the competitiveness of the Group. In particular, various artiste agencies together with their artistes, including Yang Yang (楊洋), Song Qian (宋茜), Wu Chun (吳尊), Meng Ziyi (孟子義), Liu Yichang (劉奕暢), Li Yitong (李一桐), Zhao Lusi (趙露思), Li Zefeng (李澤鋒) and Ling Meishi (凌美仕) have joined the Group. Meanwhile, agencies of Kan Qingzi (鬪清子), Zhao Da (趙達), Shi Shi (施詩), Zhang Xiaoqian (張曉謙), Wang Yi (王藝), Oscar Jiang (江銘亮), Re Yina (熱依娜), Wu Yue (吳月), Chen Jiaxin (陳嘉歆), Ma Mengjia (馬夢嘉), Liang Siyu (梁思雨), Xu Kexin (許可昕), You Lixi (優麗絲), Dai Yu Dan (代雨丹) and Wang Jingyi (王晶怡) will enter into contracts with the Group as well. The Board believes that a quality artiste team will be a strong growth driver for a series of copyright projects of the Group.

In addition, as “the script is the soul of the whole play”, the excellent scriptwriting team of the Group is hence a guarantee for the production of high quality TV series. The cooperation with two famous scriptwriters will provide the greatest support for the production of high quality TV series in the future.

In respect of film and TV series production and distribution, currently, a number of copyright projects of the Group are under pre-production stage, including a reality television drama adapted from “Hikaru no Go” (棋魂) with Japanese manga copyright and sold to iQIYI, an online platform and “Romance of the Youth” (少年江湖物語), a new martial arts light comedy set in ancient China starring two male leads; “Redemption on the Blade” (刀鋒上的救贖), a mystery detective drama sold to Tencent, an online platform, and originally written by Zhi Wen (指紋), who is the screenwriter of “White Night Chase” (白夜追凶); “Tribes and Empires: Mrs Hu Zhu” (九州•斛珠夫人), a TV series with the copyright of Jiuzhou series sold to iQIYI, an online platform, and starring Yang Mi (楊冪); and “Persuader” (甲方乙方之勸退師), a TV series written by Shu Huan (束煥) and to be produced by Feng Xiaogang (馮小剛), the script of which is about to be completed.

本集團擬為其自家電影進行若干後期製作，故投資所得款項淨額達港幣11.0百萬元於後期製作設備及為業務招聘員工。本集團於香港成立內部後期製作部門，以參與數碼媒體後期製作業務。董事預期所得款項淨額餘額將繼續用於採購後期製作設備以鞏固業務營運。

董事認為招股章程所述所得款項計劃用途無須進行修改。

展望

於2019年，本集團已與多家藝人經紀公司、兩位知名編劇束煥及蘇彪正式簽約，藉此打造全方位的藝人及編劇團隊，加強本集團的實力。其中，多家藝人經紀公司連同旗下眾頂尖藝人包括楊洋、宋茜、吳尊、孟子義、劉奕暢、李一桐、趙露思、李澤鋒、凌美仕等加盟本集團；同時，鬪清子、趙達、施詩、張曉謙、王藝、江銘亮、熱依娜、吳月、陳嘉歆、馬夢嘉、梁思雨、許可昕、優麗絲、代雨丹、王晶怡的經紀人公司也將簽約加盟本集團。董事會相信，優質的藝人團隊將為本集團一系列版權項目帶來強大助力。

此外，優秀編劇團隊作為「一劇之本」，也是本集團生產高品質劇集的保障。兩位知名編劇的加盟，相信能為日後製作更多優質劇集內容提供最有力的支持。

電影及電視劇製作及發行方面，本集團擁有的多個版權項目目前正在籌備開拍中，其中包括：已售予互聯網平台愛奇藝的日本漫畫版權《棋魂》改編的真人影視劇作品及雙男主角新武俠輕喜劇《少年江湖物語》；已售予互聯網平台騰訊的懸疑推理劇《刀鋒上的救贖》（由《白夜追凶》編劇指紋原著）；已售予互聯網平台愛奇藝並由楊冪主演的九州系列版權之《九州•斛珠夫人》；由束煥編劇並將由馮小剛監制的電視劇版《甲方乙方之勸退師》，有關劇本已接近完成階段。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Moreover, the Group has reached agreements with some owners of popular copyright and will develop, produce and distribute series of works under the following copyrights: “Unnatural” (非自然死亡), a Japanese TV series; “Love Destiny” (天生一對), a Thai TV series; and novels including “Imperial Harem” (後宮•真煩傳), “Next To The Last Girlfriend” (倒數第二個女朋友), “Turn Red into Green” (看朱成碧), “Nine Knights in Beijing” (京門九俠), “Hear” (聽見風說愛你的聲音) and “Romance in the City” (半城風月) etc.

For variety shows, the Group intended to broadcast “I Love You, Me Too” (喜歡你•我也是), a proprietary brand-new romance detective reality show, on iQIYI, an online platform, and to continue to launch the third season of “Give Me Five” (高能少年團), a proprietary variety brand with two seasons broadcasted. “National Game Carnivals” (全民遊戲嘉年華), a new gaming variety show, is also under development.

Looking forward, the Group will continue to explore opportunities in relation to the development of the film, television and media industry leveraging its outstanding film production capabilities, especially cooperation opportunities derived from the upstream and downstream of the industry chain, with an aim to strengthen the Group’s income base. With the joining of these famous artistes and their agencies, the Group will gradually expand the size of its artiste agency business, continue to identify high-quality artistes and simultaneously launch co-branding partnerships, Internet and Pan-entertainment products, as well as poverty alleviation and charitable products, with a view to further diversifying its operation, enhancing its profitability and generating satisfactory returns for the shareholders of the Company.

此外，本集團已與一些高人氣版權擁有人達成協議，並將對以下版權開發及製作發行系列作品，包括日本劇《非自然死亡》、泰國劇《天生一對》，小說《後宮•真煩傳》、《倒數第二個女朋友》、《看朱成碧》、《京門九俠》、《聽見風說愛你的聲音》及《半城風月》等。

綜藝方面，自主研發的全新戀愛推理真人秀《喜歡你，我也是》已擬定於互聯網平台愛奇藝播放；自主綜藝品牌《高能少年團》第三季將延續前兩季繼續推出；全新遊戲競技類綜藝《全民遊戲嘉年華》也已在開發階段。

展望未來，本集團將繼續以優秀的製片能力為基礎，積極開拓影視傳媒行業的發展機會，特別是沿著產業鏈上、下游及從旁衍生的合作機會，藉此鞏固本集團的收益基礎。隨著一眾知名藝人及其經紀團隊加盟本集團，本集團將逐步擴大藝人經紀業務規模，持續物色優質藝人，同步打造聯名產品、互聯網泛娛樂產品以及扶貧公益產品，從而進一步拓展其多元化的業務版圖，提升盈利能力及為本公司股東帶來理想回報。

OTHER INFORMATION 其他資料

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

As at 31 December 2018, the interests of Directors and chief executive of the Company in the shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinances (the "SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests which they are taken or deemed to have under such provisions of the SFO) and required to be entered in the register maintained by the Company pursuant to Section 352 of the SFO or which were required, pursuant to Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") relating to securities transactions by the Directors, to be notified to the Company and the Stock Exchange, were as follows:

董事及行政總裁於本公司及其相聯法團的股份、相關股份及債券的權益及淡倉

於2018年12月31日，董事及本公司行政總裁於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份及相關股份中擁有須根據證券及期貨條例第XV部第7及8分部規定知會本公司及聯交所的權益(包括根據證券及期貨條例有關條文彼等被當作或視為擁有的權益)，及須記錄於本公司根據證券及期貨條例第352條所存置登記冊的權益，或須根據聯交所證券上市規則(「上市規則」)附錄十有關董事進行證券交易的規定知會本公司及聯交所的權益如下：

Position in shares and underlying shares of the Company

於本公司股份及相關股份的倉位：

Name of Director 董事姓名	Company/name of associated company 本公司/相聯公司名稱	Nature of interest 權益性質	Number of Shares or underlying Shares 股份或相關股份數目	Position 倉位	Approximate percentage of the interest 概約權益百分比
Mr. Zhang Liang, Johnson 張量先生	Company 本公司	Interest in a controlled corporation 於受控法團權益	1,836,391,914 (Note) (附註)	Long 好倉	70.75%
	Company 本公司	Beneficial owner 實益擁有人	87,984,000	Long 好倉	3.39%
			1,924,375,914		74.14%

Note:

- These shares are registered in the name of Nice Rich Group Limited, the entire issued share capital of which is legally and beneficially owned as to 100% by Mr. Zhang Liang, Johnson. Under the SFO, Mr. Zhang Liang, Johnson is deemed to be interested in all the shares registered in the name of Nice Rich Group Limited.

附註：

- 該等股份登記在Nice Rich Group Limited名下，而張量先生合法及實益擁有Nice Rich Group Limited之全部已發行股本。根據證券及期貨條例，張量先生被視為於登記於Nice Rich Group Limited名下之所有股份中擁有權益。

OTHER INFORMATION 其他資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 December 2018, the interests of the persons, other than the interests disclosed above in respect of Directors or chief executive of the Company, in the shares and underlying shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and entered in the register maintained by the Company pursuant to Section 336 of the SFO, or otherwise notified to the Company were as follows:

主要股東於本公司股份及相關股份的權益及淡倉

於2018年12月31日，以下人士(上文所披露的董事或本公司行政總裁的權益除外)於本公司股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部規定知會本公司及聯交所的權益，及記錄於本公司根據證券及期貨條例第336條所存置登記冊的權益，或以其他方式知會本公司的權益：

Name of shareholder 股東名稱/姓名	Nature of interest 權益性質	Number of Shares or underlying Shares 股份或相關股份數目	Position 倉位	Approximate percentage of interest 概約權益百分比
Nice Rich Group Limited ^{(1) & (2)} Nice Rich Group Limited ^{(1) 及 (2)}	Beneficial owner 實益擁有人	1,836,391,914	Long 好倉	70.75%
Mr. Zhang Liang, Johnson 張量先生	Interest in a controlled corporation 於受控法團權益	1,836,391,914	Long 好倉	70.75%
	Beneficial owner 實益擁有人	87,984,000	Long 好倉	3.39%
China Orient Asset Management Co., Ltd. ⁽²⁾ 中國東方資產管理股份 有限公司 ⁽²⁾	Interest in a controlled corporation 於受控法團權益	1,836,391,914	Long 好倉	70.75%
Dong Yin Development (Holdings) Limited ⁽²⁾ 東銀發展(控股)有限公司 ⁽²⁾	Interest in a controlled corporation 於受控法團權益	1,836,391,914	Long 好倉	70.75%
Wise Leader Assets Ltd. ⁽²⁾ Wise Leader Assets Ltd. ⁽²⁾	Interest in a controlled corporation 於受控法團權益	1,836,391,914	Long 好倉	70.75%
China Orient Asset Management (International) Holding Limited ⁽²⁾ 中國東方資產管理(國際) 控股有限公司 ⁽²⁾	Interest in a controlled corporation 於受控法團權益	1,836,391,914	Long 好倉	70.75%
Charming Treasure Investments Ltd. ⁽²⁾ Charming Treasure Investments Ltd. ⁽²⁾	Person having a security interest in shares 於股份擁有證券權益之人士	1,836,391,914	Long 好倉	70.75%

OTHER INFORMATION 其他資料

Notes:

1. Nice Rich Group Limited is a BVI company wholly owned by Mr. Zhang Liang, Johnson. Under the SFO, Mr. Zhang Liang, Johnson is deemed to be interested in all the shares registered in the name of Nice Rich Group Limited.
2. According to the corporate substantial shareholder notices of China Orient Asset Management Co., Ltd. ("China Orient"), Dong Yin Development (Holdings) Limited ("Dong Yin"), Wise Leader Assets Ltd. ("Wise Leader"), China Orient Asset Management (International) Holding Limited ("China Orient Int'l") and Charming Treasure Investments Limited ("Charming Treasure"), all dated 4 June 2018, all China Orient, Dong Yin, Wise Leader, China Orient Int'l and Charming Treasure were deemed to be interested in the 1,836,391,914 Shares as China Orient held the entire equity interest in Dong Yin, which in turn held the entire equity interest in Wise Leader. Both Dong Yin and Wise Leader held 50% equity interest in China Orient Int'l, which in turn held the entire issued share capital of Charming Treasure, which was the chargee of 1,836,391,914 shares of the Company charged by Nice Rich Group Limited on 30 May 2018.

Save as disclosed above, as at 31 December 2018, the Company had not been notified by any persons (other than Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company which would fall under the provisions of Divisions 2 and 3 of Part XV of the SFO to be disclosed to the Company, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

SHARE OPTION SCHEME

The Company operates the Scheme for the purpose of providing incentives and rewards to eligible persons who contribute to the success of the Group's operations. The Scheme was approved by the then sole shareholder of the Company on 5 October 2012. There were no outstanding share options under the Scheme as at 30 June 2018 and 31 December 2018. No share options have been granted, exercised or cancelled/lapsed under the Scheme during the six months ended 31 December 2017 and 2018.

附註：

1. Nice Rich Group Limited 為由張量先生全資擁有之英屬處女群島公司。根據證券及期貨條例，張量先生被視為於登記於 Nice Rich Group Limited 名下之所有股份中擁有權益。
2. 根據中國東方資產管理股份有限公司（「中國東方」）、東銀發展（控股）有限公司（「東銀」）、Wise Leader Assets Ltd.（「Wise Leader」）、中國東方資產管理（國際）控股有限公司（「中國東方國際」）及 Charming Treasure Investments Limited（「Charming Treasure」）日期均為 2018 年 6 月 4 日之法團大股東披露權益通知，中國東方、東銀、Wise Leader、中國東方國際及 Charming Treasure 均被視為於 1,836,391,914 股股份中擁有權益，原因為中國東方持有東銀之全部股權，而東銀則持有 Wise Leader 之全部股權。東銀及 Wise Leader 均持有中國東方國際之 50% 股權，而中國東方國際則持有 Charming Treasure 之全部已發行股本，Charming Treasure 為 Nice Rich Group Limited 於 2018 年 5 月 30 日質押之本公司 1,836,391,914 股股份之承押人。

除上文所披露者外，於 2018 年 12 月 31 日，本公司並不知悉任何人士（董事或本公司行政總裁除外）於本公司股份或相關股份中擁有須根據證券及期貨條例第 XV 部第 2 及 3 分部規定向本公司披露的權益或淡倉，或須記錄於本公司根據證券及期貨條例第 336 條所存置登記冊的權益或淡倉。

購股權計劃

本公司設有該計劃，旨在作為對本集團營運成功有所貢獻的合資格人士的獎勵及回報。該計劃於 2012 年 10 月 5 日獲得當時唯一的股東批准。於 2018 年 6 月 30 日及 2018 年 12 月 31 日，該計劃項下概無尚未行使購股權。於截至 2017 年及 2018 年 12 月 31 日止六個月，該計劃項下概無購股權授出、行使或註銷/失效。

OTHER INFORMATION 其他資料

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed securities of the Company during the six months ended 31 December 2018.

RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Other than as disclosed under the sections headed “Share Option Scheme” and “Directors’ and chief executives’ interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations” in this report, at no time during the six months ended 31 December 2018 was the Company or any of its subsidiaries, or any of its fellow subsidiaries, a party to any arrangement to enable the Directors or chief executives of the Company or their respective close associates (as defined in the Listing Rules) to have any right to subscribe for securities of the Company or any of its associated corporations as defined in the SFO or to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

COMPLIANCE WITH THE REQUIRED STANDARD OF DEALINGS IN SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings set out in Appendix 10 of the Listing Rules. Having made specific enquires, all the Directors have confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by Directors adopted by the Company during the six months ended 31 December 2018.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining a high standard of corporate governance practices. During the six months ended 31 December 2018, it met all the code provisions of the Corporate Governance Code (the “CG Code”) set out in Appendix 14 of the Listing Rules except for the following deviation:

購買、出售或贖回本公司上市證券

本公司或其任何附屬公司於截至2018年12月31日止六個月概無購買、出售或贖回本公司任何上市證券。

購入股份或債券的權利

除本報告「購股權計劃」及「董事及行政總裁於本公司及其相聯法團的股份、相關股份及債券的權益及淡倉」兩節所披露者外，截至2018年12月31日止六個月內，本公司或其任何附屬公司或其任何同系附屬公司概無訂立任何安排，致使董事或本公司行政總裁或彼等各自的緊密聯繫人（定義見上市規則）有權認購本公司或其任何相聯法團（定義見證券及期貨條例）的證券，或可藉購入本公司或任何其他法人團體的股份或債券而獲利。

遵守上市發行人董事進行證券交易規定的買賣準則

本公司已採納一套條規不遜於根據上市規則附錄十所載之交易標準所規定有關董事進行證券交易之行為守則。經作出特定查詢後，全體董事均已確認彼等於截至2018年12月31日止六個月一直遵守本公司採納的董事進行證券交易規定的買賣準則及行為準則。

企業管治常規守則

本公司致力維持高水平企業管治常規。本公司於截至2018年12月31日止六個月已符合上市規則附錄十四企業管治守則（「企業管治守則」）所有守則條文，惟以下所述的偏離除外：

OTHER INFORMATION 其他資料

Under Code Provision A.2.1 of the CG Code, the roles of Chairman and Chief Executive Office (“CEO”) should be separate and should not be performed by the same individual. The division of responsibilities between the Chairman and CEO should be clearly established and set out in writing.

Mr. Zhang Liang, Johnson is the Chairman of the Board and is responsible for the overall strategy planning and policy making of the Group while the daily operation and management of the Company has been monitored by the executive Directors as well as the senior management of the Group.

On 17 September 2018, the Company appointed Ms. Zhao Wenzhu as the President of the Company, serving the function of CEO. From then on, the roles of the Chairman and CEO are separated.

The Company has no written terms on the general division of responsibilities between the Chairman and the President. The Board considers that the responsibilities of the Chairman and the President are clear and distinctive and hence written terms thereof are not necessary.

The Company will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasingly tightened regulatory requirements and to meet the rising expectations of the Company’s shareholders and investors.

根據企業管治守則之守則條文第A.2.1條，主席及行政總裁（「行政總裁」）之角色應有區分，且不應由一人同時兼任。主席與行政總裁之職責分工應清楚界定並以書面列載。

張量先生乃為董事會主席，負責本集團整體策略規劃及政策制定，而本公司日常運作及管理由本集團執行董事及高級管理層監督。

於2018年9月17日，本公司委任趙文竹女士為本公司總裁，擔任行政總裁之職務。此後，主席與行政總裁之角色已予區分。

本公司並無書面列載主席與總裁的一般職責分工範圍。董事會認為，主席與總裁各自之職責均有明確界定，故毋須明文編製彼等之職權範圍。

本公司將繼續檢討其企業管治常規，以提高其企業管治標準，遵守不斷收緊的監管規定及符合本公司的股東與投資者更高的期望。

CHANGES IN A DIRECTOR’S BIOGRAPHICAL DETAILS

Changes in a Director’s biographical details which are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules are set out below:

Mr. Zhang Liang, Johnson, the Chairman and executive Director, has been appointed as the chairman of the board of Top Dynamic International Holdings Limited (stock code: 2203) on 11 January 2019, a company listed on the main board of the Stock Exchange in which Mr. Zhang is currently its executive director.

Saved as disclosed above, the Company is not aware of other changes in the Directors’ information which are required to be disclosed pursuant to rule 13.51B(1) of the Listing Rules.

董事履歷詳情變更

根據上市規則第13.51B(1)條所須披露之董事履歷詳情的變更載列如下：

主席兼執行董事張量先生於2019年1月11日獲委任為泰邦集團國際控股有限公司（一間於聯交所主板上市之公司，股份代號：2203）之董事會主席，張先生現時擔任其執行董事。

除上文所披露外，本公司並不知悉根據上市規則第13.51B(1)條須予披露的其他董事資料變更。

OTHER INFORMATION 其他資料

AUDIT COMMITTEE

The Audit Committee has three members comprising three Independent Non-executive Directors, Mr. Chang Eric Jackson (Chairman of the Audit Committee), Mr. Wang Bo and Mr. Xiang Feng, with written terms of reference in compliance with the Rules 3.21 to 3.23 of the Listing Rules and the CG Code. The primary duties of the Audit Committee are mainly to communicate with the external auditor; to review the remuneration, terms of engagement, independency and objectivity of the external auditor; to review the accounting policy, financial position and financial reporting procedures of the Company; and to review and assess the financial reporting, risk management and internal control systems of the Company and making recommendations thereof. The interim results of the Group for the six months ended 31 December 2018 have not been audited but have been reviewed by the Company's external auditor, Deloitte Touche Tohmatsu, and the Audit Committee.

By order of the Board
Transmit Entertainment Limited
Zhang Liang, Johnson
Chairman

Hong Kong, 27 February 2019

As at the date of this report, the Board comprises (i) four executive Directors, namely Mr. ZHANG Liang, Johnson (Chairman), Ms. ZHAO Wenzhu, Mr. LEE Hin Kwong, Patrick and Mr. WONG Pak Ming; and (ii) three independent non-executive Directors, namely Mr. WANG Bo, Mr. XIANG Feng and Mr. CHANG Eric Jackson.

審核委員會

審核委員會由三名成員組成，包括三名獨立非執行董事張世澤先生(審核委員會主席)、王波先生及向峰先生，其書面職權範圍符合上市規則第3.21至3.23條及企業管治守則。審核委員會的主要職責為與外聘核數師溝通；審閱外聘核數師的酬金、委聘條款、獨立性及客觀性；審閱本公司會計政策、財務狀況及財務申報程序；以及檢討及評估本公司財務申報、風險管理及內部監控系統並作出相關建議。本集團截至2018年12月31日止六個月之中期業績乃未經審核，惟已由本公司外聘核數師德勤•關黃陳方會計師行及審核委員會審閱。

承董事會命
傳遞娛樂有限公司
主席
張量

香港，2019年2月27日

於本報告日期，董事會成員包括(i)四名執行董事，即張量先生(主席)、趙文竹女士、李憲光先生及黃栢鳴先生；以及(ii)三名獨立非執行董事，即王波先生、向峰先生及張世澤先生。



傳達娛樂

TRANSMIT ENTERTAINMENT