



Yongsheng Advanced Materials Company Limited 永盛新材料有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

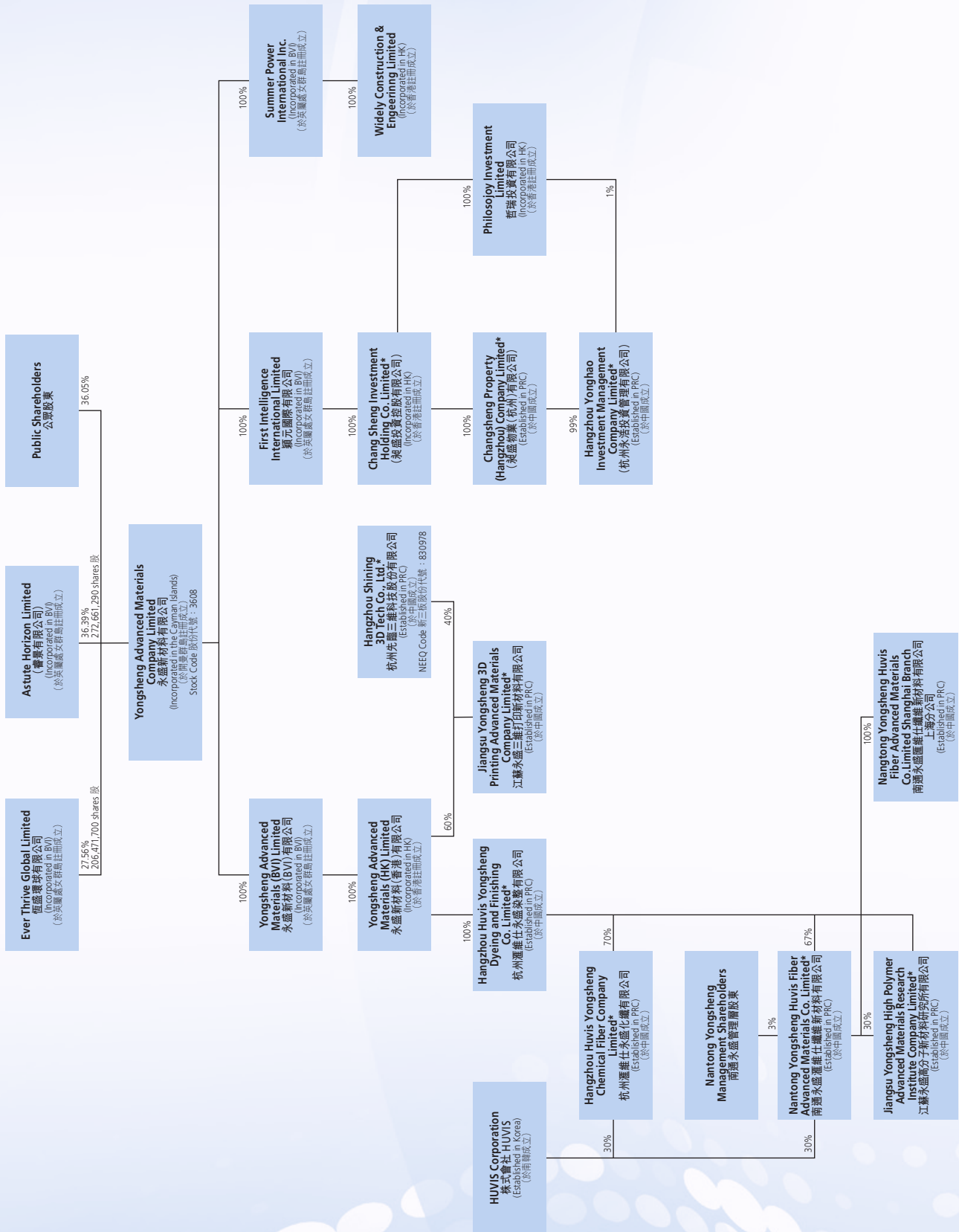
Stock Code 股份代號 : 3608

2019
Interim Report
中期報告

Huvis 永盛

Group Structure 集團架構圖

As at 30 June 2019 於二零一九年六月三十日



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Corporate Information 公司資料

Board of Directors

Executive Directors

Mr. Li Cheng (*Chairman*)
Mr. Zhao Jidong (*Chief Executive Officer*)
Mr. Li Conghua
Mr. Ma Qinghai

Independent non-executive Directors

Ms. Wong Wai Ling
Mr. Shiping James Wang
Dr. Wang Huaping

Audit Committee

Ms. Wong Wai Ling (*Chairlady*)
Mr. Shiping James Wang
Dr. Wang Huaping

Remuneration Committee

Ms. Wong Wai Ling (*Chairlady*)
Mr. Zhao Jidong
Dr. Wang Huaping

Nomination Committee

Mr. Li Cheng (*Chairman*)
Mr. Shiping James Wang
Dr. Wang Huaping

Authorised Representatives

Mr. Li Cheng
Mr. Zhao Jidong

Company Secretary

Ms. Yeung Wing Kwan

Auditors

Ernst & Young

Legal Advisers as to Hong Kong Laws

Chiu & Partners

董事會

執行董事

李誠先生 (主席)
趙繼東先生 (行政總裁)
李聰華先生
馬青海先生

獨立非執行董事

黃慧玲女士
王世平先生
王華平博士

審核委員會

黃慧玲女士 (主席)
王世平先生
王華平博士

薪酬委員會

黃慧玲女士 (主席)
趙繼東先生
王華平博士

提名委員會

李誠先生 (主席)
王世平先生
王華平博士

授權代表

李誠先生
趙繼東先生

公司秘書

楊穎筠女士

核數師

安永會計師事務所

關於香港法律之法律顧問

趙不渝 馬國強律師事務所

Legal Advisers as to PRC Laws

Mr. Wang Shungen of Zhejiang Baoxuan Law Firm

Registered Office

P.O. Box 10008, Willow House, Cricket Square
Grand Cayman, KY1-1001, Cayman Islands

Headquarter and Principal Place of Business in Hong Kong

Unit C2, 29th Floor, Tower 1,
Admiralty Centre, No. 18 Harcourt Road, Admiralty, Hong Kong

Company's Website

www.chinaysgroup.com

Stock Code

3608

Principal Share Registrar and Transfer Office in the Cayman Islands

Tricor Services (Cayman Islands) Limited
P.O. Box 10008, Willow House, Cricket Square
Grand Cayman, KY1-1001, Cayman Islands

Hong Kong Branch Share Registrar and Transfer Office

Tricor Investor Services Limited
Level 58, Hopewell Centre
183 Queen's Road East
Hong Kong

Principal Bankers

Bank of China
China CITIC Bank

關於中國法律之法律顧問

浙江寶鉉律師事務所之汪順根律師

註冊辦事處

P.O. Box 10008, Willow House, Cricket Square
Grand Cayman, KY1-1001, Cayman Islands

香港總辦事處及主要營業地點

香港金鐘夏慤道18號海富中心
一座29樓C2室

本公司網址

www.chinaysgroup.com

股份代號

3608

開曼群島股份過戶登記總處

Tricor Services (Cayman Islands) Limited
P.O. Box 10008, Willow House, Cricket Square
Grand Cayman, KY1-1001, Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港
皇后大道東183號
合和中心58樓

主要往來銀行

中國銀行
中信銀行

Financial Highlight

財務摘要

Statement of Profit or Loss and
Other Comprehensive Income

損益及其他全面收入表

For the six months
ended 30 June

截至六月三十日止六個月

2019

2018

Changes

二零一九年

二零一八年

變動

RMB million

人民幣百萬元

Revenue	收益	489.5	346.8	41.2%
Gross profit	毛利	117.7	86.1	36.7%
Profit before tax	除稅前溢利	63.1	51.9	21.6%
Net profit for the period	期間溢利淨額	52.1	43.1	20.9%
Profit attributable to shareholders of the Company	本公司股東應佔溢利	42.6	41.4	2.9%
Earnings per share – Basic	每股盈利 – 基本	RMB0.066 人民幣0.066元	RMB0.104 人民幣0.104元	-36.5%
Dividend per share – interim	每股股息 – 中期	HK\$0.02 港幣0.02元	HK\$0.033 港幣0.033元	-39.4%

Statement of Financial Position

財務狀況表

As at

於

30 June

31 December

2019

2018

Changes

二零一九年

二零一八年

變動

六月三十日

十二月三十一日

RMB million

人民幣百萬元

Non-current assets	非流動資產	1,094.1	269.0	306.7%
Current assets	流動資產	550.8	532.2	3.5%
Current liabilities	流動負債	189.0	179.7	5.2%
Net current assets	流動資產淨值	361.8	352.5	2.6%
Non-current liabilities	非流動負債	33.2	21.5	54.4%
Net assets	淨資產	1,422.7	599.9	137.2%

Management Discussion and Analysis

管理層討論及分析

BUSINESS REVIEW

Market review

During the first half of 2019, the momentum of the major global economies was weakened. Affected by intensifying tension between China and the United States caused by the Sino-American trade war, the downward pressure on the global economy increased significantly. Many end-customers of the Group are holding a wait-and-see attitude towards the market due to insufficient consumer confidence resulting from pessimistic market atmosphere. In such severe business environment, the Group has always been focusing on high value-added textile and advanced material products, getting prepared for the changing market, and thus getting through the difficult times.

Business review

During the Period under Review, the Group was principally engaged in (i) production of differentiated polyester filament yarn (“PFY”); (ii) dyeing and processing of differentiated polyester filament fabric; (iii) trading of PFY; (iv) provision of renovation, maintenance, alteration and addition (“RMAA”) services; and (v) property investment. With “Reform and innovation, breaking through bottlenecks” as its operation principle, the Group continued to develop advanced differentiated fibers in response to the market development as well as the demand of clients.

As of 30 June 2019, the Group had 68 registered utility model patents and 2 registered invention patents, and 5 invention patents pending approval for registration. During the Period under Review, the Group has filed application for 1 national chemical fiber industry standard, while 2 industry standards are at the public summons stage of the application and 4 industry standards have been effective.

業務回顧

市場回顧

二零一九年上半年，全球主要經濟體動力減弱，受累中美貿易戰惡化影響，經濟下行壓力明顯加大。本集團不少終端客戶受消費氣氛疲弱影響，對市場信心不足而躊躇觀望。在嚴峻的經營環境下，本集團一如既往，專注高附加價值的紡織及新材料產品，在多變的市場中做好準備，渡過行業的艱難時期。

業務回顧

於回顧期內，本集團主要於中國從事(1)差別化滌綸長絲生產；(2)差別化滌綸面料染色及加工；(3)滌綸長絲貿易業務；(4)提供翻新、維護、改建及加建工程服務（「RMAA服務」）；及(5)物業投資。本集團延續「變革創新，突破瓶頸」的經營宗旨，緊跟市場發展方向及滿足客戶需求，繼續致力於開發新差別化纖維。

截止二零一九年六月三十日，本集團共有68項實用新型註冊專利及2項發明註冊專利，5項發明專利正在審批。於回顧期內，本集團完成了1項全國化纖行業標準的立項申報，有2項正在審批的公示過程中，有4項行業標準已開始實施。

Management Discussion and Analysis (Continued)

管理層討論及分析 (續)

During the Period under Review, revenue derived from five business segments of the Group: (i) production of PFY; (ii) the dyeing and processing of differentiated polyester filament fabric; (iii) trading of PFY; (iv) provision of RMAA services; and (v) property investment, which accounted for approximately 65.8%, 18.3%, 9.2%, 6.6% and 0.1% of the Group's total turnover, respectively. Operating profit of the five business segments accounted for approximately 45.3%, 31.9%, 12.9%, 9.5% and 0.4% of the Group's operating profit, respectively.

Production of PFY

The Group produces and sells PFY. Nantong Yongsheng Huvis Fiber Advanced Materials Co., Ltd. ("**Nantong Yongsheng**") and Hangzhou Huvis Yongsheng Chemical Fiber Limited ("**Yongsheng Chemical Fiber**"), which are recognised as "National High and New Technology Enterprises", are the production bases of PFY of the Group. Nantong Yongsheng is accredited as Provincial Level Corporate Technology Centre, and Yongsheng Chemical Fiber is accredited as a Municipal Research and Development Center. The increase of 11,000 tonnes capacity for differentiated PFY production proposed by the Group last year have been fully achieved, and the current annual production capacity has increased to approximately 56,000 tonnes.

Revenue derived from the PFY production segment accounted for approximately 65.8% of the Group's revenue during the Period under Review, which increased by approximately 43.9% as compared with the corresponding period of last year to approximately RMB322.0 million.

In the first half of 2019, as a result of the increase in the sales of matt SQH fiber, which has a relatively high gross profit margin, the gross profit margin of differentiated PFY increased by approximately 6.9 percentage point to approximately 21.2% for the Period under Review as compared with approximately 14.3% during the corresponding period of 2018. In view of the cost fluctuation of raw materials arising from pressures of external economic environment, during the Period under Review, the Group has effectively controlled its costs through procurement at low points of price and integrated procurement.

於回顧期內，本集團五個業務分部：(1)滌綸長絲生產；(2)差別化滌綸面料染色及加工；(3)滌綸長絲貿易；(4)提供RMAA服務；及(5)物業投資分別佔本集團總營業額約65.8%、18.3%、9.2%、6.6%和0.1%。而五個業務分部經營溢利分別佔本集團經營溢利的約45.3%、31.9%、12.9%、9.5%和0.4%。

滌綸長絲生產

本集團生產及銷售滌綸長絲。南通永盛匯維仕纖維新材料有限公司（「**南通永盛**」）及杭州匯維仕永盛化纖有限公司（「**永盛化纖**」）獲認證為「國家級高新技術企業」，為本集團的滌綸長絲生產基地。南通永盛被認定為省級企業技術中心，永盛化纖亦被認定為市級研發中心。去年，本集團新增的差別化滌綸長絲11,000噸年產能已全數完成，現年產能已增至約56,000噸。

於回顧期內，滌綸長絲生產分部產生之收益佔本集團收益約65.8%，較去年同期增加約43.9%至約人民幣322.0百萬元。

二零一九年上半年，毛利較高的新產品消光SQH纖維的銷售打開，令差別化滌綸長絲的毛利率較二零一八年同期的約14.3%增加約6.9個百分點至於回顧期內的約21.2%。面對外部經濟環境壓力對原材料成本波動影響較大，本集團回顧期內有效透過低點進貨和集中採購，成本管控得宜。

Differentiated polyester filament fabric dyeing and processing

Hangzhou Huvis Yongsheng Dyeing and Finishing Co. Limited (“**Yongsheng Dyeing**”), a subsidiary of the Company, located in Hangzhou, is principally engaged in polyester filament fabric dyeing and processing and has been certified as High and New Technology Enterprise by the PRC government and was further recognised as a Provincial Level Research and Development Center.

During the Period under Review, the polyester filament fabric dyeing and processing business recorded a decrease in processing volume, mainly due to a weak consumer market and a large number of industry competitors. The segment revenue amounted to approximately RMB89.4 million, representing a decrease of approximately 16.9% as compared to approximately RMB107.5 million for the corresponding period last year. During the Period under Review, as a result of the increase of raw materials cost and keen price competition in the industry, the gross profit margin of dyeing and processing business decreased to approximately 37.8%, representing a decrease of approximately 9.1 percentage point, as compared to approximately 46.9% for the corresponding period last year.

Provision of RMAA services

On 22 February 2019, the Group has completed the acquisition of 100% interest in Summer Power International Inc. (“**Summer Power**”) at an aggregate consideration of HK\$206 million (including (i) payment by HK\$6 million in cash; and (ii) settlement by allotting and issuing 80,000,000 consideration shares at the price of HK\$2.50 per consideration share). Widely Construction Engineering Limited (“**Widely**”) is wholly owned by Summer Power. Widely is an established main contractor for RMAA services in Hong Kong. It mainly provides two categories of work, which are (i) renovation and maintenance works; and (ii) alteration and additional works and fitting-out works. The acquisition of Summer Power has provided an excellent opportunity for the Group to expand its business portfolio into the RMAA services and fitting-out works sector in Hong Kong, and diversified the Group’s revenue model. Although the period for inclusion of its contribution to the Group was only four months, it contributed approximately RMB32.6 million to the revenue with a gross profit margin of approximately 25.6% during the Period under Review. As of 30 June 2019, Summer Power had approximately 50 projects on hand with a total contract sum of over HK\$200 million.

差別化滌綸面料染色及加工

本公司位於杭州市的主營滌綸面料染色及加工業務的附屬公司杭州匯維仕永盛染整有限公司(「**永盛染整**」)獲中國政府認證為「高新技術企業」,更被頒授省級技術研究開發中心的榮譽。

於回顧期內,滌綸面料染色及加工業務的加工量減少,主要受消費市場疲弱,且行業競爭者眾多所致。分部收益約人民幣89.4百萬元,較去年同期人民幣約107.5百萬元下降約16.9%。於回顧期內,原材料成本上漲再加上行業價格競爭,因此,染色及加工業務的毛利率較去年同期約46.9%下降約9.1個百分點至約37.8%。

提供RMAA服務

本集團於二零一九年二月二十二日以總代價206百萬港元(其中包括(1)以6百萬港元現金支付;及(2)以每股代價股份2.50港元配發及發行80,000,000股代價股份結算)完成收購夏力國際有限公司(「**夏力國際**」)100%權益。偉利建築工程有限公司(「**偉利**」)由夏力國際全資擁有。偉利為於香港提供RMAA服務的大型總承建商,主要提供兩類工程,包括(1)維修及保養工程及;(2)改建及加建工程以及裝修工程。收購事項為本集團於香港拓寬業務組合至RMAA及裝修工程領域提供了良機,並多元化本集團的收益模式。於回顧期內,對集團產生貢獻僅計入短短四個月,收入貢獻約人民幣32.6百萬元,毛利率約25.6%。截至2019年6月30日止,夏力國際在手工程數量約50項,總額超過港幣2.0億元。

Management Discussion and Analysis (Continued)

管理層討論及分析 (續)

Property investment

The principal investment property assets held by the Group include (i) Yongsheng Plaza, a building under construction located at Xiaoshan Economic and Technological Development Zone, Hangzhou City, Zhejiang Province, the PRC with an aggregate gross floor area of approximately 64,547.20 square meters, of which the roofing work thereof was completed during the Period under Review and the Yongsheng Plaza will be constructed as service apartments and commercial office building for lease in the future; (ii) eight office units for commercial uses in a building located at Xiaoshan Economic and Technological Development Zone, Hangzhou City, Zhejiang Province, the PRC with an aggregate gross floor area of approximately 2,648.78 square meters which can generate rental income of approximately RMB420,000 per year. The Group is of the view that the urbanisation and development process in the PRC will continue to ascend in the future, and it believes that there will be a positive outlook and development to Hangzhou City, which in turn will drive the residential or commercial demand in the region. The investment properties held by the Group will diversify the income sources of the Group and provide potential capital appreciation to the Group in the future, which is conducive to the long-term investment and sustainable development of the Group as a whole.

Prospects and subsequent material events after the Period under Review

Looking forward to the second half of 2019, as there has been uncertain movement of Sino-American trade war and pervasion of the pessimistic atmosphere in the market, the overall textile industry has also been affected. The Group strives for continuous development in such a difficult business environment to maintain its competitiveness. Due to the deterioration of trade position of the PRC, some parts of the value chain of the textile industry in the PRC has shown the trend of gradually shifting to Southeast Asia. In response to this situation, the Group will expand its export network and overseas markets with clients to withstand the risks from single market. However, uncertainties existing in global economy and environment, pessimistic atmosphere spreading over the consumption area, price competition from peers and fluctuations in raw material prices all brought unprecedented challenges to the Group.

物業投資

本集團持有的主要投資物業資產包括：(1)位於中國浙江省杭州市蕭山經濟技術開發區市的在建樓宇-永盛大廈。其建築總面積約為64,547.20平方米，在回顧期內已封頂，永盛大廈未來將用作服務式公寓及商業辦公樓宇向外出租；(2)位於中國浙江省杭州市蕭山經濟技術開發區的一幢樓宇內的八個商務金融辦公單位，總建築面積約為2,648.78平方米，每年可產生租金收入約0.42百萬元。本集團認為未來中國城市化及發展進程將繼續深化，杭州市的前景及發展向好，將推動該地區的住宅或商業需求。本集團持有的投資物業將多元化本集團的收入來源，並為本集團帶來未來資本增值潛力，有利於本集團整體的長期投資及可持續發展。

展望及回顧期內後重大事項

展望二零一九年下半年，中美貿易戰走向未定，市場多抱持悲觀氣氛，整體紡織產業亦受影響。本集團努力在艱難的經營環境下不懈奮鬥，以維持集團競爭力。因中國貿易形勢惡化，中國紡織行業價值鏈若干部分有漸移東南亞趨勢，因應此形勢，本集團將配合客戶拓展出口網絡及海外市場，以抵禦單一市場的風險。儘管全球經濟環境變量多、消費氛圍悲觀、同行價格競爭以及原材料價格波動，皆為本集團帶來前所未見的考驗。

Facing the rough external business environment, the Group is considering to adopt strategies that are beneficial to its long-term business development. On 26 July 2019, the Group announced the disposal of its PFY manufacturing business whereby it conditionally agreed to sell (i) 70% of the equity interests in Yongsheng Chemical Fiber; (ii) 67% of the equity interests in Nantong Yongsheng; and (iii) 70% of the equity interests in Jiangsu Yongsheng to High Polyester Advanced Materials Research Institute Company Limited, a company controlled by Mr. Li Cheng (“**Mr. Li**”), a controlling Shareholder, an executive Director and the chairman of the Company, at a total consideration of RMB173,916,400 (equivalent to approximately HK\$197,726,000). The Group is of the view that such disposals present the Group with a good opportunity to (i) realise its investments in the PFY manufacturing business; (ii) strengthen its liquidity for future investment opportunities and potential future expansion plans of its dyeing services segment; and (iii) improve its overall financial performance by focusing on its dyeing services segment. In addition, the repayment of debts in cash after completions of such disposals will provide the Group with liquidity assets for operations. For details of such disposals, please refer to the Company’s announcements dated 26 July 2019 and 16 August 2019. The above disposals are subject to the necessary resolutions by the independent shareholders at the extraordinary general meeting of the Company.

As for the Group’s two new businesses, namely provision of RMAA services and property investment, the Group is carrying these business out in an orderly manner and believes that the contribution from such two new businesses will gradually increase, which will be conducive to the diversification of income resource and the sustainable development of the Group.

Nevertheless, the Group will continue to explore new business and seek investment opportunities, identify development areas with growth potential and consider mergers or acquisitions or self-development of new businesses. Besides, the Group will proactively promote the transformation of its business towards high added value and diversification and allocate resources to the business segments with greater growth potential, with an aim to create capital appreciation for the Group and create greater value returns for Shareholders.

面對外部經營環境十分艱難，本集團正考慮採取有利其長遠業務發展的策略。本集團於二零一九年七月二十六日宣佈出售滌綸長絲製造業務，有條件同意以總代價人民幣173,916,400元（相當於約197,726,000港元）出售(i)相當於永盛化纖的70%股權；(ii)相當於南通永盛的67%股權；及(iii)相當於江蘇永盛高分子新材料研究所有限公司的70%股權，予一間由本公司控股股東、執行董事兼主席李誠先生（「李先生」）控制的公司。本集團認為是次出售事項能爭取在有利的時機(i)變現其於滌綸長絲製造業務的投資；(ii)提升其流動資金以應付未來投資機遇及其染色服務分部的潛在未來擴展計劃；及(iii)專注於本集團的染色服務分部，從而提升本集團整體財務表現。此外，於該等出售事項完成後以現金償還債務將為本集團提供流動資產以供營運。有關出售事項詳情，請參閱本公司於二零一九年七月二十六日及二零一九年八月十六日刊發之公告。以上出售事項需待獨立股東於本公司股東特別大會上通過必要決議案後進行。

針對提供RMAA服務及物業投資的本集團兩項新業務，本集團正有序開展該等業務，並相信該兩項新業務的貢獻將逐步增長，有助本集團多元化收入來源及持續發展。

無論如何，本集團會繼續拓展新業務及尋求投資機遇，物色具增長潛力的發展領域，考慮通過收購合併或自營發展新業務。本集團積極推動業務向高增值及多元化轉型，將資源分配至更具增長潛力業務板塊，務求為本集團的資本增值，為股東創造更大的價值回報。

FINANCIAL REVIEW

Revenue, gross profit and profit attributable to Shareholders

During the Period under Review, the Group recorded revenue of approximately RMB489.5 million, representing an increase of approximately 41.2% from approximately RMB346.8 million for the corresponding period in 2018, mainly due to the revenue contribution from new products launched by the Group's PFY production segment and new revenue contribution from RMAA services since March 2019.

For the Period under Review, the Group recorded gross profit of approximately RMB117.7 million, representing an increase of approximately 36.7% from approximately RMB86.1 million for the corresponding period in 2018. The gross profit margin decreased by approximately 0.8 percentage point to 24.0% during the Period under Review. The slight decrease in gross profit margin was mainly due to net effects of the followings: (i) the new PFY products launched in the Period under Review had relatively high gross profit; and (ii) unit price of the Group's differentiated PFY dyeing services dropped significantly as a result of the increasing competition in the industry.

The profit attributable to Shareholders for the Period under Review amounted to approximately RMB42.6 million, representing an increase of approximately 2.9% as compared with approximately RMB41.4 million in the corresponding period of 2018. Basic earnings per share were RMB0.066 (the first half of 2018: RMB0.104). The rise in warehousing, transportation and labour costs also brought pressure on the Group's earnings.

Selling and distribution expenses

Selling and distribution expenses increased by approximately RMB7.3 million from approximately RMB5.6 million for the six months ended 30 June 2018 to approximately RMB12.9 million for the six months ended 30 June 2019, primarily due to the increase in selling volume, which led to the increase in the transportation costs and the warehousing fee.

財務回顧

收益、毛利及股東應佔溢利

於回顧期內，本集團錄得收益約人民幣489.5百萬元，較二零一八年同期約人民幣346.8百萬元增加約41.2%，主要由於本集團的滌綸長絲生產板塊新產品對收入產生貢獻，以及自二零一九年三月RMAA服務的新收入貢獻。

於回顧期內，本集團錄得毛利約為人民幣117.7百萬元，較二零一八年同期約人民幣86.1百萬元增加約36.7%。於回顧期內，毛利率下跌約0.8個百分點至24.0%。毛利率輕微下跌的原因主要為以下兩項的淨影響：(i)回顧期內推出的滌綸長絲新產品的毛利較高；及(ii)由於行業競爭日趨激烈，導致本集團的差別化滌綸長絲面料染色服務產品單價大幅下跌。

於回顧期內，股東應佔溢利為約人民幣42.6百萬元，較二零一八年同期約人民幣41.4百萬元增加約2.9%。每股基本盈利為人民幣0.066元（二零一八年上半年：人民幣0.104元）。倉儲、運輸及勞工成本上漲亦為本集團的盈利帶來壓力。

銷售及分銷開支

銷售及分銷開支由截至二零一八年六月三十日止六個月的約人民幣5.6百萬元增加約人民幣7.3百萬元至截至二零一九年六月三十日止六個月的約人民幣12.9百萬元，主要由於銷量增加而導致運輸成本及倉儲費用增加所致。

Administrative expenses

Administrative expenses increased by approximately 22.7% from approximately RMB35.6 million for the six months ended 30 June 2018 to approximately RMB43.7 million for the six months ended 30 June 2019 mainly due to the increase in legal and professional fees and also research and development costs.

Liquidity and financial resources

As at 30 June 2019, the Group's cash and bank balance, including pledged deposits amounted to approximately RMB143.8 million (31 December 2018: approximately RMB147.3 million).

As at 30 June 2019, the total bank borrowings of the Group was approximately RMB76.1 million (31 December 2018: approximately RMB37.7 million).

As at 30 June 2019 and 31 December 2018, the Group's key financial ratio reflecting its liquidity and gearing level, were as follows:

行政開支

行政開支由截至二零一八年六月三十日止六個月的約人民幣35.6百萬元增加約22.7%至截至二零一九年六月三十日止六個月的約人民幣43.7百萬元，主要由於法律及專業費用以及研發成本增加。

流動資金及財務資源

於二零一九年六月三十日，本集團的現金及銀行結餘（包括已抵押存款）約為人民幣143.8百萬元（二零一八年十二月三十一日：約人民幣147.3百萬元）。

於二零一九年六月三十日，本集團的銀行借款總額約為人民幣76.1百萬元（二零一八年十二月三十一日：約人民幣37.7百萬元）。

於二零一九年六月三十日及二零一八年十二月三十一日，本集團反映其流動資金及資本負債水平的關鍵財務比率如下：

		30 June 2019 二零一九年 六月三十日	31 December 2018 二零一八年 十二月三十一日
Current ratio	流動比率	2.91	2.96
Debt to equity ratio	負債與權益比率	0.06	0.07

1 Based on total current assets over total current liabilities.

1 按流動資產總額除以流動負債總額計算。

2 Based on total borrowings over equity attributable to the Shareholders.

2 按借款總額除以股東應佔權益計算。

Management Discussion and Analysis (Continued) 管理層討論及分析 (續)

Exposure to fluctuations in exchange rates and related hedge

The Group mainly operates in the Mainland China with most of the transactions settled in Renminbi (“RMB”), except for the business of provision of RMAA services as it is conducted in Hong Kong with the transaction settled in Hong Kong Dollars (HK\$). The reporting currency of the Group is RMB.

The Group is exposed to minimal foreign currency exchange risk.

The Group’s cash and bank deposits are predominantly in RMB. The Company will pay dividends in Hong Kong Dollars if any dividends are declared.

The Group currently does not hedge against its foreign exchange risk and will closely monitor the fluctuations in exchange rates.

Employee benefits and remuneration policies

As at 30 June 2019, the Group had a total of 628 employees (as at 30 June 2018: 617). The employees of the Group were remunerated based on their experience, qualifications, the Group’s performance and the prevailing market conditions. During the Period under Review, staff costs (including Directors’ remunerations) amounted to approximately RMB41.1 million (as at 30 June 2018: approximately RMB38.0 million).

The Group will continuously optimise the workforce structure and offer its staff with competitive remuneration. In addition, discretionary bonuses and share options may be granted to eligible staff based on individual’s and the Group’s performance.

The Group participated in the social insurance schemes operated by the relevant local government authorities which include retirement pension, medical insurance, unemployment insurance, industrial injuries insurance and maternity insurance.

The Group emphasises on team building and the Group’s success is dependent on the contribution of all employees.

匯率波動風險及有關對沖

本集團主要於中國大陸經營業務，大部分交易以人民幣（「人民幣」）結算，惟提供RMAA服務業務除外，乃由於該業務於香港進行，故以港元（港元）結算。本集團的申報貨幣為人民幣。

本集團承受最低外匯風險。

本集團的現金及銀行存款主要以人民幣計值。倘宣派股息，本公司將以港元派付股息。

本集團目前並無對沖外匯風險並將密切留意匯率波動情況。

僱員福利及酬金政策

於二零一九年六月三十日，本集團共聘用628名（於二零一八年六月三十日：617名）僱員。本集團僱員的薪酬根據其經驗、資格、本集團表現及現行市況釐定。於回顧期內，員工成本（包括董事酬金）約為人民幣41.1百萬元（於二零一八年六月三十日：約人民幣38.0百萬元）。

本集團將持續優化員工團隊結構並為其員工提供有競爭力的薪酬待遇。此外，合資格員工亦可能視其個人及本集團的表現而獲授酌情花紅及購股權。

本集團已參與由相關地方政府機構營辦的社會保險計劃，計劃中包括退休金、醫療保險、失業保險、工傷保險及生育保險。

本集團重視團隊建設，本集團的成功倚賴於全體員工的貢獻。

SIGNIFICANT OUTSTANDING INVESTMENTS HELD AS AT 30 JUNE 2019

於二零一九年六月三十日所持有重大 未贖回投資

Assets manager 資產管理人	Custodian 託管人	Investment amount 投資額 RMB'000 人民幣千元	Date of agreement 協議日期	Expected annual rate of return 預期年收益率 (per annum) (每年)	Maturity 到期日
China Everbright Trust Co. Ltd. 光大興隴信託有限責任公司	China Everbright Bank Beijing Branch 中國光大銀行北京分行	30,000	20 June 2019	6.6%	20 December 2019
		30,000	二零一九年 六月二十日	6.6%	二零一九年 十二月二十日

Save as disclosed above, there were no significant investments held by the Company as at 30 June 2019.

除上文所披露者外，於二零一九年六月三十日，本公司概無持有重大投資。

INTERIM DIVIDEND

The Board resolved to declare an interim dividend of HK\$0.02 per share for the six months ended 30 June 2019 to the Shareholders whose names appear on the register of members of the Company on Friday, 27 September 2019 (the "Interim Dividend") (30 June 2018: HK\$0.033 per share).

中期股息

董事會議決向於二零一九年九月二十七日（星期五）名列本公司股東名冊的股東派付截至二零一九年六月三十日止六個月每股0.02港元的中期股息（「中期股息」）（二零一八年六月三十日：每股0.033港元）。

CLOSURE OF REGISTER OF MEMBERS

The register of members will be closed from 25 September 2019 to 29 September 2019, both days inclusive, and the Interim Dividend is expected to be paid on 30 October 2019. In order to qualify for the Interim Dividend, Shareholders should ensure that all transfers accompanied by the relevant share certificates and transfer forms are lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on 24 September 2019.

暫停辦理股份過戶登記

股東名冊將於二零一九年九月二十五日至二零一九年九月二十九日（包括首尾兩日）期間暫停辦理股東登記，並且預期於二零一九年十月三十日派付中期股息。如欲符合資格獲取中期股息，股東應確保所有過戶文件連同有關股票及過戶表格須於二零一九年九月二十四日下午四時三十分前交回本公司的香港股份過戶登記分處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）。

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

During the Period under Review, neither the company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's securities.

購買、出售及贖回本公司上市證券

於回顧期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何證券。

CORPORATE GOVERNANCE CODE

The Company was committed to achieving and maintaining high standards of corporate governance, the principles of which serve to uphold transparency, accountability and independence in all aspects of business and endeavours to ensure that affairs are conducted in accordance with applicable laws and regulations. The Board comprises four executive Directors and three independent non-executive Directors. The Group's corporate governance practices are based on the Corporate Governance Code (the "Code") as set out in Appendix 14 to the Rules Governing (the "Listing Rules") the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). During the Period under Review, the Board considered that the Company had complied with the Code.

CODE OF CONDUCT REGARDING DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard as set out in the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code"). Specific enquiry has been made to all Directors and the Directors have confirmed that they had complied with the Model Code during the Period under Review.

AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") currently comprises three independent non-executive Directors, namely Ms. Wong Wai Ling (Chairlady), Mr. Shiping James Wang and Dr. Wang Huaping. The Audit Committee has reviewed the unaudited interim results for the Period under Review, and discussed internal controls and financial reporting matters with the management of the Company. The Audit Committee was of the opinion that the preparation of the unaudited interim results complied with the applicable accounting standard and requirements and that adequate disclosures have been made.

企業管治守則

本公司致力達致及維持高水平的企業管治，其原則旨在於各個業務方面維持透明度、問責性及獨立性，並努力確保一切事務均按照適用的法律及法規進行。董事會由四名執行董事及三名獨立非執行董事組成。本集團的企業管治常規乃以香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄14所載的企業管治守則（「守則」）為基準。於回顧期內，董事會認為本公司一直遵守守則。

董事進行證券交易的操守守則

本公司已採納有關董事進行證券交易的操守守則，其條款不遜於上市規則附錄10所載上市發行人董事進行證券交易的標準守則（「標準守則」）所載的規定標準。本公司已向全體董事作出具體查詢，而各董事已確認彼等於回顧期內一直遵守標準守則。

審核委員會

本公司審核委員會（「審核委員會」）現時由三名獨立非執行董事即黃慧玲女士（主席）、王世平先生及王華平博士組成。審核委員會已審閱回顧期內的未經審核中期業績，並與本公司管理層討論內部監控及財務報告事項。審核委員會認為，未經審核中期業績乃遵守適用會計準則及規定而編製並已作出充足的披露。

Interim Condensed Consolidated Financial Statement

中期簡明合併財務報表

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

For the six months ended 30 June 2019

中期簡明合併損益及其他全面收入表

截至二零一九年六月三十日止六個月

			2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
		Note 附註		
REVENUE	收益	4	489,512	346,792
Cost of sales	銷售成本		(371,842)	(260,734)
Gross profit	毛利		117,670	86,058
Other income and gains, net	其他收入及收益淨額	5	3,391	7,645
Selling and distribution expenses	銷售及分銷開支		(12,937)	(5,604)
Administrative expenses	行政開支		(43,718)	(35,640)
Finance costs	融資成本	6	(1,318)	(543)
PROFIT BEFORE TAX	除稅前溢利	7	63,088	51,916
Income tax expense	所得稅開支	8	(10,994)	(8,781)
PROFIT FOR THE PERIOD	期內溢利		52,094	43,135
OTHER COMPREHENSIVE LOSS	其他全面虧損			
Other comprehensive loss that may be reclassified to profit or loss in subsequent periods:	往後期間可能重新分類至損益的其他全面虧損：			
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額		(124)	(27)
OTHER COMPREHENSIVE LOSS FOR THE PERIOD, NET OF TAX	期內其他全面虧損 (扣除稅項)		(124)	(27)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	期內全面收入總額		51,970	43,108

Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表 (續)

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

中期簡明合併損益及其他全面收入表
 (續)

		2019 二零一九年 (Unaudited) (未經審核) <i>RMB'000</i> 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) <i>RMB'000</i> 人民幣千元
		Note 附註	
Profit attributable to:	以下應佔溢利：		
Shareholders of the Company	本公司股東	42,562	41,359
Non-controlling interests	非控股權益	9,532	1,776
		52,094	43,135
Total comprehensive income attributable to:	以下應佔全面收入總額：		
Shareholders of the Company	本公司股東	42,438	41,332
Non-controlling interests	非控股權益	9,532	1,776
		51,970	43,108
EARNINGS PER SHARE ATTRIBUTABLE TO THE SHAREHOLDERS OF THE COMPANY	本公司股東應佔每股盈利		
		10	
Basic	基本	RMB人民幣6.6 cents分	RMB人民幣10.4 cents分
Diluted	攤薄	RMB人民幣6.5 cents分	RMB人民幣10.1 cents分

Interim Condensed Consolidated Financial Statement (Continued)
中期簡明合併財務報表 (續)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2019

中期簡明合併財務狀況表

二零一九年六月三十日

		Note	Unaudited 30 June 2019 未經審核 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	Audited 31 December 2018 經審核 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
NON-CURRENT ASSETS				
非流動資產				
Property, plant and equipment	物業、廠房及設備	11	227,512	234,055
Prepayments for property, plant and equipment	物業、廠房及設備的預付款項		5,495	3,405
Investment properties	投資物業	12	660,625	-
Right-of-use assets	使用權資產		969	-
Prepaid land lease payments	預付土地租賃款項		26,722	27,121
Goodwill	商譽	13	108,903	-
Other intangible assets	其他無形資產	14	63,917	4,372
Total non-current assets	非流動資產總額		1,094,143	268,953
CURRENT ASSETS				
流動資產				
Inventories	存貨	15	77,030	85,205
Properties under development	發展中物業	16	155,281	-
Trade and bills receivables	貿易應收款項及應收票據	17	106,560	137,277
Contract assets	合約資產		8,093	-
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產	18	27,140	41,051
Amount due from related parties	應收關聯方款項	27	2,886	3,190
Financial assets designated as at fair value through profit or loss	指定為按公平值計入損益的金融資產		30,000	68,134
Trust loan receivable	應收委託貸款		-	50,000
Pledged deposits	已抵押存款		8,683	2,743
Cash and cash equivalents	現金及現金等值物		135,130	144,573
Total current assets	流動資產總額		550,803	532,173

Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表 (續)

INTERIM CONDENSED CONSOLIDATED
 STATEMENT OF FINANCIAL POSITION
 (Continued)

中期簡明合併財務狀況表 (續)

		Note 附註	Unaudited 30 June 2019 未經審核 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	Audited 31 December 2018 經審核 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
CURRENT LIABILITIES	流動負債			
Trade and bills payables	貿易應付款項及應付票據	19	45,549	78,556
Other payables and accruals	其他應付款項及應計款項	20	53,817	49,991
Interest-bearing bank and other borrowings	計息銀行及其他借款	21	75,254	37,700
Lease liabilities	租賃負債		838	–
Tax payable	應付稅項		9,815	12,206
Government grants	政府資助		1,041	1,225
Amounts due to a related party	應付關連方款項	27	2,710	38
Total current liabilities	流動負債總額		189,024	179,716
NET CURRENT ASSETS	流動資產淨值		361,779	352,457
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債		1,455,922	621,410
NON-CURRENT LIABILITIES	非流動負債			
Interest-bearing bank and other borrowings	計息銀行及其他借款	21	804	–
Lease liabilities	租賃負債		141	–
Deferred tax liabilities	遞延稅項負債		18,057	10,211
Government grants	政府資助		14,244	11,285
Total non-current liabilities	非流動負債總額		33,246	21,496
Net assets	淨資產		1,422,676	599,914

Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表 (續)

INTERIM CONDENSED CONSOLIDATED
 STATEMENT OF FINANCIAL POSITION
 (Continued)

中期簡明合併財務狀況表 (續)

			Unaudited 30 June 2019 未經審核 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	Audited 31 December 2018 經審核 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
EQUITY	權益			
Equity attributable to shareholders of the Company	本公司股東應佔權益			
Share capital	股本	22	6,214	3,121
Share premium	股份溢價	22	899,642	130,657
Other reserves	其他儲備		463,572	422,420
			1,369,428	556,198
Non-controlling interests	非控股權益		53,248	43,716
Total equity	權益總額		1,422,676	599,914

Li Cheng
 李誠
 Director
 董事

Zhao Jidong
 趙繼東
 Director
 董事

Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表 (續)

INTERIM CONDENSED CONSOLIDATED
 STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2019

中期簡明合併權益變動表

截至二零一九年六月三十日止六個月

		Attributable to shareholders of the Company 本公司股東應佔									
		Share capital	Share premium	Retained earnings	Foreign currency translation reserve	Statutory surplus reserve	Equity-settled arrangement reserve	Other reserves	Total	Non-controlling interests	Total equity
Notes		RMB'000 人民幣千元 (附註22)	RMB'000 人民幣千元 (附註22)	RMB'000 人民幣千元	外幣 換算儲備 RMB'000 人民幣千元	法定 盈餘儲備 RMB'000 人民幣千元	權益結算 安排儲備 RMB'000 人民幣千元	其他儲備 RMB'000 人民幣千元	總計 RMB'000 人民幣千元	非控股權益 RMB'000 人民幣千元	權益總額 RMB'000 人民幣千元
At 1 January 2019 (Audited)	於二零一九年一月一日 (經審核)	3,121	130,657	388,794	(2,178)	68,171	13,391	(45,758)	556,198	43,716	599,914
Profit for the period	期內溢利	-	-	42,562	-	-	-	-	42,562	9,532	52,094
Other comprehensive loss for the period:	期內其他全面虧損:										
Exchange differences on translation of foreign operations	換算境外業務的匯兌差額	-	-	-	(124)	-	-	-	(124)	-	(124)
Total comprehensive income for the period	期內全面收入總額	-	-	42,562	(124)	-	-	-	42,438	9,532	51,970
Acquisition of assets and liabilities through acquisition of subsidiaries	藉收購附屬公司收購資產及負債	25	2,390	609,451	-	-	-	-	611,841	-	611,841
Acquisition of subsidiaries not under common control	收購非共同控制下的附屬公司	24	685	170,455	-	-	-	-	171,140	-	171,140
Dividends paid to shareholders of the Company	向本公司股東支付股息	-	(14,454)	-	-	-	-	-	(14,454)	-	(14,454)
Appropriation to statutory reserves	分撥至法定儲備	-	-	(4,843)	-	4,843	-	-	-	-	-
Exercise of share options	行使購股權	18	3,533	-	-	-	(1,286)	-	2,265	-	2,265
At 30 June 2019 (Unaudited)	於二零一九年六月三十日 (未經審核)	6,214	899,642	426,513	(2,302)	73,014	12,105	(45,758)	1,369,428	53,248	1,422,676

		Attributable to shareholders of the Company 本公司股東應佔										
		Share capital	Share premium	Treasury Shares	Retained earnings	Foreign currency translation reserve	Statutory surplus reserve	Equity-settled arrangement reserve	Other reserves	Total	Non-controlling interests	Total equity
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	保留盈利 RMB'000 人民幣千元	外幣 換算儲備 RMB'000 人民幣千元	法定 盈餘儲備 RMB'000 人民幣千元	權益結算 安排儲備 RMB'000 人民幣千元	其他儲備 RMB'000 人民幣千元	總計 RMB'000 人民幣千元	非控股權益 RMB'000 人民幣千元	權益總額 RMB'000 人民幣千元
At 1 January 2018 (Audited)	於二零一八年一月一日 (經審核)	3,173	173,359	-	324,130	(2,786)	52,084	14,976	(46,130)	518,806	46,051	564,857
Profit for the period	期內溢利	-	-	-	41,359	-	-	-	-	41,359	1,776	43,135
Other comprehensive income for the period:	期內其他全面收入:											
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	-	-	-	-	(27)	-	-	-	(27)	-	(27)
Total comprehensive income for the period	期內全面收入總額	-	-	-	41,359	(27)	-	-	-	41,332	1,776	43,108
Shares repurchase and yet to be cancelled	股份回購且尚未註銷	-	-	(17,885)	-	-	-	-	-	(17,885)	-	(17,885)
Dividends paid to shareholders of the Company	向本公司股東支付股息	-	(14,782)	-	-	-	-	-	-	(14,782)	-	(14,782)
Dividends paid to non-controlling interests	向非控股權益支付股息	-	-	-	-	-	-	-	-	-	(3,000)	(3,000)
Equity-settled share option arrangements	股權結算購股權安排	-	-	-	-	-	-	744	-	744	-	744
At 30 June 2018 (unaudited)	於二零一八年六月三十日 (未經審核)	3,173	158,577	(17,885)	365,489	(2,813)	52,084	15,720	(46,130)	528,215	44,827	573,042

Interim Condensed Consolidated Financial Statement (*Continued*)
 中期簡明合併財務報表 (續)

**INTERIM CONDENSED CONSOLIDATED
 STATEMENT OF CASH FLOWS**

For the six months ended 30 June 2019

中期簡明合併現金流量表

截至二零一九年六月三十日止六個月

		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Net cash flows from operating activities	經營活動所得現金流量淨額	85,826	30,557
Net cash flows used in investing activities	投資活動所用現金流量淨額	(118,603)	(122,458)
Net cash flows from/(used in) financing activities	融資活動所得/(所用)現金流量淨額	23,473	(24,544)
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及現金等值物減少淨額	(9,304)	(116,445)
Cash and cash equivalents at beginning of the period	期初現金及現金等值物	144,573	152,837
Effect of foreign exchange rate changes, net	外匯匯率變動的影響淨額	(139)	(27)
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	期末現金及現金等值物	135,130	36,365

Notes to Interim Condensed Consolidated Financial Statement

中期簡明合併財務報表附註

1. BASIS OF PREPARATION

The interim condensed consolidated financial statement for the six months ended 30 June 2019 has been prepared in accordance with IAS 34 Interim Financial Reporting. The interim condensed consolidated financial statement does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2018.

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial statement are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2018, except for the adoption of the new and revised International Financial Reporting Standards ("IFRSs") effective as of 1 January 2019.

Amendments to IFRS 9	Prepayment Features with Negative Compensation
IFRS 16	Leases
Amendments to IAS 19	Plan Amendment, Curtailment or Settlement
Amendments to IAS 28	Long-term Interests in Associates and Joint Ventures
IFRIC-Int 23	Uncertainty over Income Tax Treatments
Annual Improvements 2015-2017 Cycle	Amendments to IFRS 3, IFRS 11, IAS 12 and IAS 23

Other than as explained below regarding the impact of IFRS 16, the adoption of the above new and revised standards has had no significant financial effect on these financial statements.

1. 編製基準

截至二零一九年六月三十日止六個月之中期簡明合併財務報表乃根據國際會計準則第34號中期財務報告編製。中期簡明合併財務報表並不包括年度財務報表所規定的全部資料及披露事項，並應與本集團截至二零一八年十二月三十一日止年度之年度合併財務報表一併閱讀。

2. 變更會計政策及披露

編製中期簡明合併財務報表所採納之會計政策與編製本集團截至二零一八年十二月三十一日止年度之年度合併財務報表所遵循者貫徹一致，惟採納下列於二零一九年一月一日生效之新訂及經修訂國際財務報告準則（「國際財務報告準則」）除外：

國際財務報告準則第9號的修訂	具有負補償的預付款項特性
國際財務報告準則第16號	租賃
國際會計準則第19號的修訂	計劃修訂、削減或結算
國際會計準則第28號的修訂	於聯營公司及合營企業的長期權益
國際財務報告詮釋委員會—詮釋第23號	所得稅處理的不確定性
二零一五年至二零一七年週期的年度改進	國際財務報告準則第3號、國際財務報告準則第11號、國際會計準則第12號及國際會計準則第23號

除下文所闡釋有關國際財務報告準則第16號之影響外，採納上述新訂及經修訂準則對該等財務報表並無重大財務影響。

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Adoption of IFRS 16

IFRS 16 replaces IAS 17 Leases, IFRIC-Int 4 Determining whether an Arrangement contains a Lease, SIC-Int 15 Operating Leases – Incentives and SIC-Int 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model. Lessor accounting under IFRS 16 is substantially unchanged from IAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in IAS 17. Therefore, IFRS 16 did not have any financial impact on leases where the Group is the lessor.

The Group adopted IFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 January 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initial adoption as an adjustment to the opening balance of retained earnings at 1 January 2019, and the comparative information for 2018 was not restated and continues to be reported under IAS 17.

New definition of a lease

Under IFRS 16, a contract is, or contains a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to obtain substantially all of the economic benefits from use of the identified asset and the right to direct the use of the identified asset. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying IAS 17 and IFRIC-Int 4 at the date of initial application. Contracts that were not identified as leases under IAS 17 and IFRIC-Int 4 were not reassessed. Therefore, the definition of a lease under IFRS 16 has been applied only to contracts entered into or changed on or after 1 January 2019.

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號

國際財務報告準則第16號取代國際會計準則第17號租賃、國際財務報告詮釋委員會—詮釋第4號釐定安排是否包括租賃、常設詮釋委員會—詮釋第15號經營租賃—優惠及常設詮釋委員會—詮釋第27號評估涉及租約法律形式之交易之內容。該準則已規定確認、計量、呈列及披露租賃之原則，並要求承租人在單一資產負債表內模型計算所有租賃。國際財務報告準則第16號項下規定的出租人會計處理與國際會計準則第17號項下規定的並無實質性改變。出租人將繼續按照與國際會計準則第17號相類似的分類原則對租賃進行分類，並對經營租賃和融資租賃作出區分。因此，國際財務報告準則第16號對本集團為出租人的租賃並無任何財務影響。

本集團自二零一九年一月一日用經修改回溯性方法初次採納國際財務報告準則第16號。於此方法下，有關準則可追溯應用，首次採納的累計影響於二零一九年一月一日的保留盈利期初結餘調整，二零一八年的比較資料並無重列並繼續採用國際會計準則第17號呈報。

租賃的新定義

根據國際財務報告準則第16號，倘合約為換取代價而給予在一段時間內控制已識別資產使用的權利，則該合約是租賃或包含租賃。當客戶有權從使用已識別資產獲得絕大部分經濟利益以及擁有指示使用已識別資產的權利時，即有控制權。本集團選擇應用過渡性的實際權宜辦法以允許該準則僅適用於先前於首次應用日期已根據國際會計準則第17號及國際財務報告詮釋委員會—詮釋第4號確定為租賃之合約。根據國際會計準則第17號及國際財務報告詮釋委員會—詮釋第4號未確定為租賃的合約不會重新評估。因此，國際財務報告準則第16號項下的租賃定義僅適用於在二零一九年一月一日或之後訂立或變更的合約。

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Adoption of IFRS 16 (Continued)

New definition of a lease (Continued)

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their standard-alone prices. A practical expedient is available to a lessee, which the Group has adopted, not to separate non-lease components and to account for the lease and the associated non-lease components (e.g., property management services for leases of properties) as a single lease component.

As a lessee – Leases previously classified as operating leases

Nature of the effect of adoption of IFRS 16

The Group has lease contracts for office. As a lessee, the Group previously classified leases as either finance leases or operating leases based on the assessment of whether the lease transferred substantially all the rewards and risks of ownership of assets to the Group. Under IFRS 16, the Group applies a single approach to recognise and measure right-of-use assets and lease liabilities for all leases, except for two elective exemptions for leases of low value assets (elected on a lease by lease basis) and short-term leases (elected by class of underlying asset). The Group has elected not to recognise right-of-use assets and lease liabilities for (i) leases of low-value assets (e.g., laptop computers and telephones); and (ii) leases, that at the commencement date, have a lease term of 12 months or less. Instead, the Group recognises the lease payments associated with those leases as an expense on a straight-line basis over the lease term.

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號 (續)

租賃的新定義 (續)

於包含租賃部分的合約開始或獲重新評估時，本集團根據其獨立價格將合約中的對價分配予各個租賃及非租賃部分。本集團已採納的承租人可用實際權宜辦法，不會區分非租賃部分及就租賃及相關非租賃部分（例如物業租賃的物業管理服務）入賬作為單一租賃部分。

作為承租人 – 先前分類為經營租賃的租賃

採納國際財務報告準則第16號的影響性質

本集團擁有租賃辦事處的合約。作為承租人，本集團先前根據對租賃是否將資產所有權的絕大部分回報及風險轉移至本集團的評估，將租賃分類為融資租賃或經營租賃。根據國際財務報告準則第16號，本集團採用單一方法確認及計量所有租賃的使用權資產及租賃負債，惟低價值資產租賃（按個別租賃基準選擇）及短期租賃（按相關資產類別選擇）的兩項選擇性豁免除外。本集團已選擇不就(i)低價值資產租賃（如手提電腦及電話）；及(ii)於開始日期之租期為十二個月或以下的租賃確認使用權資產及租賃負債。相反，本集團在租期內以直線法確認與該等租賃相關的租賃付款。

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (*Continued*)

Adoption of IFRS 16 (*Continued*)

As a lessee – Leases previously classified as operating leases (Continued)

Impacts on transition

The Group applied IFRS 16 to lease contracts that are initiated after the effective date and lease contracts that had remaining obligations as of the effective date. In respect of the prior periods, the Group retain prior period's figures as reported under the previous standards, recognising the cumulative effect of applying IFRS 16 as an adjustment to the opening balance of equity as at 1 January 2019. With the measurement of the impact of the new standard on the financial statements at the end of 2018, the Group concluded that the transition adjustment to be made on 1 January 2019 to Retained earnings upon initial adoption of IFRS 16 is negligible.

Summary of new accounting policies

The accounting policy for leases as disclosed in the annual financial statements for the year ended 31 December 2018 is replaced with the following new accounting policies upon adoption of IFRS 16 from 1 January 2019:

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號 (續)

作為承租人－先前分類為經營租賃的租賃 (續)

過渡的影響

本集團針對於生效日期後開始的租賃合約及截至生效日期具有剩餘義務的租賃合約應用國際財務報告準則第16號。就過往期間而言，本集團保留過往期間根據過往準則呈報的數字，確認應用國際財務報告準則第16號的累計影響為二零一九年一月一日的權益期初結餘之調整。經計量新準則對二零一八年年底的財務報表的影響後，本集團認為，於初步應用國際財務報告準則第16號後，將於二零一九年一月一日對保留盈利作出的過渡調整可忽略不計。

新會計政策的概要

自二零一九年一月一日應用國際財務報告準則第16號後，於截至二零一八年十二月三十一日止年度的年度財務報表披露的租賃會計政策由以下新會計政策所取代：

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Adoption of IFRS 16 (Continued)

Summary of new accounting policies (Continued)

Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. When the right-of-use assets relate to interests in leasehold land held as inventories, they are subsequently measured at the lower of cost and net realisable value in accordance with the Group's policy for "inventories". The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of the estimated useful life and the lease term. When a right-of-use asset meets the definition of investment property, it is included in investment properties. The corresponding right-of-use asset is initially measured at cost, and subsequently measured at fair value, in accordance with the Group's policy for 'investment properties'.

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號 (續)

新會計政策的概要 (續)

使用權資產

使用權資產於租賃開始日期確認。使用權資產按成本減任何累計折舊及任何減值虧損計量，並就租賃負債的任何重新計量作出調整。當使用權資產與持作存貨的租用土地權益相關時，根據本集團有關「存貨」的政策，使用權資產其後按成本及可變現淨值中較低者計量。使用權資產的成本包括已確認租賃負債金額、已產生的初始直接成本、於開始日期或之前作出的租賃付款減任何已收租賃優惠。

除非本集團合理確定於租期結束時取得租賃資產的所有權，否則使用權資產按直線基準於估計使用年期及租期中較短者確認折舊。當使用權資產符合投資物業的定義時，其計入投資物業。根據本集團有關「投資物業」的政策，相應使用權資產初步按成本計量，其後按公平值計量。

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Adoption of IFRS 16 (Continued)

Summary of new accounting policies (Continued)

Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in future lease payments arising from change in an index or rate, a change in the lease term, a change in the in-substance fixed lease payments or a change in assessment to purchase the underlying asset.

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號 (續)

新會計政策的概要 (續)

租賃負債

租賃負債於租賃開始日期按將隨租期作出的租賃付款現值確認。租賃付款包括固定付款(包括實質性固定付款)減任何應收租賃優惠、基於指數或費率的可變租賃付款，及剩餘價值擔保下預期將支付的款項。租賃付款亦包括合理確定本集團將行使的購買權行使價及終止租賃的罰金付款(倘租賃條款反映本集團行使選擇權終止)。並非基於指數或費率的可變租賃付款於觸發產生付款的事件或條件的期間確認為開支。

於計算租賃付款現值時，倘租賃所隱含的利率不易釐定，則本集團使用於租賃開始日期的增量借貸利率。於開始日期後，租賃負債的金額增至反映利息增加的情況，並就作出的租賃付款進行扣減。此外，倘出現修改、指數或費率變動導致未來租賃付款變動、租賃條款變動、實質性固定租賃付款變動或對購買相關資產的評估出現變動，則重新計量租賃負債的賬面值。

2. CHANGES IN ACCOUNTING POLICIES
 AND DISCLOSURES (Continued)

Adoption of IFRS 16 (Continued)

Amounts recognised in the interim condensed consolidated statement of financial position, profit or loss and other comprehensive income

The carrying amounts of the Group's right-of-use assets, lease liabilities and the movement during the period are as follow:

2. 變更會計政策及披露 (續)

採納國際財務報告準則第16號 (續)

於中期簡明合併財務狀況、損益及其他全面收入表確認的金額

本集團期內的使用權資產、租賃負債的賬面值及變動如下：

		Right-of-use assets	Lease liabilities
		使用權資產	租賃負債
		RMB'000	RMB'000
		人民幣千元	人民幣千元
As at 1 January 2019	於二零一九年一月一日	-	-
Additions	添置	1,409	1,312
Depreciation charge	折舊開支	(440)	-
Interest expense	利息開支	-	72
Payments	付款	-	(405)
As at 30 June 2019	於二零一九年六月三十日	969	979

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

3. OPERATING SEGMENT INFORMATION

3. 經營分部資料

		Six months ended 30 June 2019 截至二零一九年六月三十日止六個月					
		Production 生產 (Unaudited) (未經審核) RMB'000 人民幣千元	Processing 加工 (Unaudited) (未經審核) RMB'000 人民幣千元	Trading 貿易 (Unaudited) (未經審核) RMB'000 人民幣千元	RMAA service* RMAA服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Property investment 物業投資 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment revenue (note 4)	分部收益 (附註4)						
Sales to external customers	銷售予外界客戶	322,013	89,353	45,291	32,645	210	489,512
Revenue	收益						489,512
Segment results	分部業績	30,009	21,134	8,570	6,303	173	66,189
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated expenses	公司及其他未分配開支						(2,835)
Interest income	利息收入						1,052
Finance costs	融資成本						(1,318)
Profit before tax	除稅前溢利						63,088

* RMAA service stands for renovation, maintenance, alteration and addition services.

* RMAA服務指翻新、維護、改建及加建工程服務。

		Six months ended 30 June 2018 截至二零一八年六月三十日止六個月					
		Production 生產 (Unaudited) (未經審核) RMB'000 人民幣千元	Processing 加工 (Unaudited) (未經審核) RMB'000 人民幣千元	Trading 貿易 (Unaudited) (未經審核) RMB'000 人民幣千元	RMAA service RMAA服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Property investment 物業投資 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment revenue (note 4)	分部收益 (附註4)						
Sales to external customers	銷售予外界客戶	223,706	107,492	15,594	-	-	346,792
Revenue	收益						346,792
Segment results	分部業績	12,448	38,821	3,729	-	-	54,998
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated expenses	公司及其他未分配開支						(8,807)
Interest income	利息收入						6,268
Finance costs	融資成本						(543)
Profit before tax	除稅前溢利						51,916

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

3. OPERATING SEGMENT INFORMATION
 (Continued)

The following table presents the asset and liability information of the Group's operating segments as at 30 June 2019 and 31 December 2018, respectively.

3. 經營分部資料 (續)

下表分別呈列於二零一九年六月三十日及二零一八年十二月三十一日本集團經營分部的資產及負債資料。

		Production 生產 (Unaudited) (未經審核) RMB'000 人民幣千元	Processing 加工 (Unaudited) (未經審核) RMB'000 人民幣千元	Trading 貿易 (Unaudited) (未經審核) RMB'000 人民幣千元	RMAA service RMAA服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Property investment 物業投資 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment assets	分部資產						
30 June 2019	二零一九年六月三十日	364,376	325,051	-	194,307	841,138	1,724,872
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated assets	公司及其他未分配資產						11,433
Elimination of intersegment receivables	抵銷分部間的應收款項						(91,359)
Total assets	總資產						1,644,946
31 December 2018	二零一八年十二月三十一日	406,741	552,911	-	-	-	959,652
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated assets	公司及其他未分配資產						1,751
Elimination of intersegment receivables	抵銷分部間的應收款項						(160,277)
Total assets	總資產						801,126

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

3. OPERATING SEGMENT INFORMATION
 (Continued)

3. 經營分部資料 (續)

		Production 生產 (Unaudited) (未經審核) RMB'000 人民幣千元	Processing 加工 (Unaudited) (未經審核) RMB'000 人民幣千元	Trading 貿易 (Unaudited) (未經審核) RMB'000 人民幣千元	RMAA service RMAA服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Property investment 物業投資 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
Segment liabilities	分部負債						
30 June 2019	二零一九年六月三十日	177,955	67,290	-	6,336	15,678	267,259
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated liabilities	公司及其他未分配負債						46,370
Elimination of intersegment payables	抵銷分部間的應付款項						(91,359)
Total liabilities	總負債						222,270
31 December 2018	二零一八年 十二月三十一日	252,850	67,878	-	-	-	320,728
<i>Reconciliations:</i>	<i>對賬:</i>						
Corporate and other unallocated liabilities	公司及其他未分配負債						40,761
Elimination of intersegment payables	抵銷分部間的應付款項						(160,277)
Total liabilities	總負債						201,212

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

4. REVENUE

An analysis of revenue is as follows:

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Revenue from contracts with customers 客戶合約收入			
Production 生產		322,013	223,706
Processing 加工		89,353	107,492
Trading 貿易		45,291	15,594
RMAA services RMAA服務		32,645	–
Property investment 物業投資		210	–
		489,512	346,792

4. 收入

收入分析如下：

Disaggregated revenue information for
 revenue from contracts with customers

客戶合約收入的分類收入資料

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Geographical markets 地區市場			
Hong Kong 香港		32,645	–
Mainland China 中國內地		427,323	331,014
Other 其他地區		29,544	15,778
		489,512	346,792

4. REVENUE (Continued)

Disaggregated revenue information for revenue from contracts with customers (Continued)

4. 收入 (續)

與客戶所訂合約之收入的分類收入資料 (續)

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Timing of revenue recognition	收入確認時間		
Goods transferred at a point in time	於某一時點轉移之貨物	456,657	346,792
Services transferred over time	隨時間轉移之服務	32,855	-
		489,512	346,792

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

5. OTHER INCOME AND GAINS

5. 其他收入及收益

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Other income and gains, net	其他收入及收益淨額		
Bank and other interest income	銀行及其他利息收入	1,052	505
Fair value gains on financial assets designated as at fair value through profit or loss	指定為按公平值計入損益的金融資產的公平值收益	616	5,763
Government grants	政府資助	1,105	2,097
Gain/(loss) on disposal of property, plant and equipment, net	出售物業、廠房及設備之收益/(虧損)淨額	155	(212)
Foreign exchange differences, net	匯兌差額淨額	806	(221)
Others	其他	(343)	(287)
		3,391	7,645

6. FINANCE COSTS

6. 融資成本

An analysis of finance costs is as follows:

融資成本的分析如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Interest on bank loans	銀行貸款利息	1,318	543

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

7. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

7. 除稅前溢利

本集團的除稅前溢利經扣減／（計入）以下各項後得出：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2019	2018
		二零一九年	二零一八年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Cost of inventories sold	已售存貨的成本	292,001	203,619
Cost of services provided	已提供服務的成本	79,841	57,115
Depreciation and amortisation	折舊及攤銷	14,300	10,642
Impairment of trade receivables	貿易應收賬款的減值	950	-
Minimum lease payments under operating leases	經營租賃的最低租賃付款		
– Office rental	– 辦公室租金	451	252
Employee benefit expense (including directors' and chief executive's remuneration):	僱員福利開支（包括董事及 最高行政人員薪酬）*：		
Wages and salaries	工資及薪金	38,317	36,078
Pension scheme contributions (defined contribution schemes)	退休金計劃供款 (定額供款計劃)	2,824	1,128
Research and development costs	研發成本	13,988	12,019
Foreign exchange differences, net	匯兌差額淨額	(806)	221
Fair value gains, net:	公平值收益淨額：		
Financial assets designated as at fair value through profit or loss	指定為按公平值計入損益的 金融資產	(616)	(5,763)
Bank and other interest income	銀行及其他利息收入	(1,052)	(505)
(Gain)/loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的 (收益)／虧損	(155)	212

8. INCOME TAX EXPENSE

(a) Hong Kong profits tax

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 gazette on the following day. Under the two-tiered regime, the first HK\$2 million of profits of qualifying corporations will be taxed at 8.25%, and profits above HK\$2 million of profits of qualifying corporations will be taxed at 16.5%. Enterprises incorporated in Hongkong are generally subject to the new Bill.

(b) PRC corporate income tax

Enterprises incorporated in the People's Republic of China (the "PRC") are generally subject to income tax rates of 25% (2018: 25%) except for enterprises with approval for preferential rate (Note (d) below).

The income tax provision of the Group in respect of its operations in the PRC has been calculated at the applicable tax rate on the estimated assessable profits based on existing legislations, interpretations and practices.

Since the deferred income tax assets and liabilities shall be measured at the tax rates that are expected to apply to the year when the assets are realised or the liability is settled, the change in the applicable tax rate will affect the determination of the carrying values of deferred tax assets and liabilities of the Group's subsidiaries located in the PRC.

(c) Other income tax

Pursuant to the applicable rules and regulations of the Cayman Islands and the British Virgin Islands ("BVI"), the Group is not subject to any income tax in the Cayman Islands and BVI.

8. 所得稅開支

(a) 香港利得稅

於二零一八年三月二十一日，香港立法會通過《2017年稅務(修訂)(第7號)條例草案》(「條例草案」)，引入利得稅兩級制。條例草案於二零一八年三月二十八日獲簽署成為法律並於翌日刊憲。根據兩級制，合資格法團首2,000,000港元溢利將按8.25%稅率課稅，而超過2,000,000港元的溢利部分將按16.5%稅率課稅。於香港註冊成立的公司一般須遵循新條例草案。

(b) 中國企業所得稅

於中華人民共和國(「中國」)註冊成立的企業一般按所得稅率25%(二零一八年：25%)繳稅，惟獲批享有優惠稅率的企業則除外(見下文附註(d))。

本集團就其於中國的經營作出的所得稅撥備乃根據現行法例、詮釋及慣例基於估計應課稅溢利按適用稅率計算。

由於遞延所得稅資產及負債應按預期適用於變現資產或清償負債年度的稅率計量，適用稅率的變動將影響本集團位於中國之附屬公司的遞延稅項資產及負債賬面值的釐定。

(c) 其他所得稅

根據開曼群島及英屬處女群島(「英屬處女群島」)的適用規則及法規，本集團毋須於開曼群島及英屬處女群島繳納任何所得稅。

8. INCOME TAX EXPENSE (Continued)

(d) Tax effect of reduced tax rate

Certain subsidiaries of the Group enjoyed preferential income tax rates and have obtained approvals from the relevant tax authorities in the PRC:

- Hangzhou Huvis Yongsheng Dyeing and Finishing Co. Limited (“Yongsheng Dyeing”) obtained the certificate of qualifying as new and high technology company (“NHTC”) in November 2018 and the preferential corporate income tax rate of 15% became effective for three years from 2018 to 2020. Yongsheng Dyeing applied the rate of 15% for the calculation of corporate income tax for the six months ended 30 June 2019.
- Nantong Yongsheng Huvis Fiber Advanced Materials Co. Ltd. (“Nantong Yongsheng”) obtained the certificate of qualifying as NHTC in October 2018 and the preferential corporate income tax rate of 15% became effective for three years from 2018 to 2020. Nantong Yongsheng applied the rate of 15% for the calculation of corporate income tax for the six months ended of 30 June 2019.
- Hangzhou Huvis Yongsheng Chemical Fiber Limited (“Yongsheng Chemical Fiber”) obtained the certificate of qualifying as NHTC on 13 November 2017 and is subject to 15% corporate income tax rate for three years from 2017 to 2019. Yongsheng Chemical Fiber applied the rate of 15% for the calculation of corporate income tax for the six months ended of 30 June 2019.

8. 所得稅開支 (續)

(d) 稅率減低的稅務影響

本集團若干附屬公司享有優惠所得稅率，並已取得中國相關稅務機關的批准：

- 杭州匯維仕永盛染整有限公司（「永盛染整」）於二零一八年十一月獲得高新技術企業（「高新技術企業」）資格證書，且優惠企業所得稅稅率15%自二零一八年至二零二零年三年間生效。截至二零一九年六月三十日止六個月，永盛染整採用15%的稅率計算企業所得稅。
- 南通永盛匯維仕纖維新材料有限公司（「南通永盛」）於二零一八年十月獲得高新技術企業資格證書，且優惠企業所得稅稅率15%自二零一八年至二零二零年三年間生效。截至二零一九年六月三十日止六個月，南通永盛採用15%的稅率計算企業所得稅。
- 杭州匯維仕永盛化纖有限公司（「永盛化纖」）於二零一七年十一月十三日獲得高新技術企業資格證書，並自二零一七年至二零一九年三年間按15%的企業所得稅率繳稅。截至二零一九年六月三十日止六個月，永盛化纖採用15%的稅率計算企業所得稅。

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

8. INCOME TAX EXPENSE (Continued)

The amounts of income tax in the interim condensed consolidated statement of profit or loss and other comprehensive income represent:

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Charge for the period	期內支出		
Current tax – Hong Kong	即期稅項—香港	1,270	–
Current tax – PRC	即期稅項—中國	9,515	6,959
Deferred tax	遞延稅項	209	1,822
Total tax charge for the period	期內稅項支出總額	10,994	8,781

於中期簡明合併損益及其他全面收入表內的所得稅金額為：

8. 所得稅開支 (續)

9. DIVIDENDS

		Six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
Final declared and paid	已宣派及已支付末期股息每股		
– HK\$0.022 (equivalent to RMB0.0188)	普通股0.022港元		
(2018: HK\$0.045 (equivalent to RMB0.0326)) per ordinary share	(相當於人民幣0.0188元) (二零一八年: 0.045港元 (相當於人民幣0.0326元))	12,053	14,514
Interim – HK\$0.02	中期股息每股普通股0.02港元		
(equivalent to RMB0.0181)	(相當於人民幣0.0181元)		
(2018: HK\$0.033 (equivalent to RMB0.0293)) per ordinary share	(二零一八年: 0.033港元 (相當於人民幣0.0293元))	13,530	11,496
		25,583	26,010

9. 股息

9. DIVIDENDS (Continued)

On 28 August 2019, the board of directors declared an interim dividend of HK\$0.02 (equivalent to RMB0.0181) (six months ended 30 June 2018: HK\$0.033 (equivalent to RMB0.0293)) per ordinary share, amounting to a total of approximately RMB13,530,000 (six months ended 30 June 2018: RMB11,496,000).

10. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount is based on the profit for the period attributable to the shareholders of the company of RMB42,562,000 (2018: RMB41,359,000), and the weighted average number of ordinary shares of 641,879,000 (2018: 399,445,000) shares in issue during the period.

The calculation of the diluted earnings per share amount is based on the profit for the period attributable to the shareholders of the company of RMB42,562,000 (2018: RMB41,359,000). The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation of 641,879,000 (2018: 399,445,000) shares, ordinary shares that would be issued on the deemed exercise of all the dilutive potential ordinary shares into ordinary shares of 9,513,000 shares (2018: 9,198,000).

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2019, the Group acquired assets with a cost of RMB4,547,000 (30 June 2018: RMB17,643,000), excluding property, plant and equipment acquired through a business combination disclosed in note 24 to the interim condensed consolidated financial statement.

Assets with a net book value of RMB913,000 were disposed by the Group during the six months ended 30 June 2019 (30 June 2018: RMB571,000), resulting in a net gain on disposal of RMB155,000 (net loss during six months ended 30 June 2018: RMB212,000).

No impairment losses were recognised in respect of property, plant and equipment for both periods.

9. 股息 (續)

於二零一九年八月二十八日，董事會宣派中期股息每股普通股0.02港元（相當於人民幣0.0181元）（截至二零一八年六月三十日止六個月：0.033港元（相當於人民幣0.0293元）），總金額約為人民幣13,530,000元（截至二零一八年六月三十日止六個月：人民幣11,496,000元）。

10. 本公司股東應佔每股盈利

每股基本盈利金額乃根據本公司股東應佔期間溢利人民幣42,562,000元（二零一八年：人民幣41,359,000元）及期內已發行普通股的加權平均數641,879,000股（二零一八年：399,445,000股）計算。

每股攤薄盈利金額乃根據本公司股東應佔期間溢利人民幣42,562,000元（二零一八年：人民幣41,359,000元）計算。用於該計算的普通股加權平均數為期內已發行普通股數目，即計算每股基本盈利時所使用的641,879,000股（二零一八年：399,445,000股）股份，及所有攤薄性潛在普通股視作行使而將予發行的9,513,000股（二零一八年：9,198,000股）普通股。

11. 物業、廠房及設備

截至二零一九年六月三十日止六個月，本集團以成本人民幣4,547,000元（二零一八年六月三十日：人民幣17,643,000元）收購資產，而不包括中期簡明合併財務報表附註24所披露的通過業務合併而收購的物業、廠房及設備。

於截至二零一九年六月三十日止六個月，本集團已出售賬面淨值為人民幣913,000元的資產（二零一八年六月三十日：人民幣571,000元），導致出售收益淨額人民幣155,000元（截至二零一八年六月三十日止六個月虧損淨額：人民幣212,000元）。

於兩個期間，概無就物業、廠房及設備確認減值虧損。

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

12. INVESTMENT PROPERTIES

12. 投資物業

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Carrying amount at beginning of the period/year	期初／年初賬面值	-	-
Additions	添置	10,933	
Acquisition of subsidiaries (note 25)	收購附屬公司(附註25)	649,692	-
Carrying amount at end of the period/year	期末／年末賬面值	660,625	-

13. GOODWILL

13. 商譽

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元
Cost and carry amount at 1 January 2019, net of accumulated impairment	於二零一九年一月一日成本及賬面值·扣除累計減值	-
Acquisition of subsidiaries not under common control (note 24)	收購非共同控制下的附屬公司(附註24)	108,903
Cost and carry amount at 30 June 2019, net of accumulated impairment	於二零一九年六月三十日成本及賬面值·扣除累計減值	108,903
At 30 June 2019	於二零一九年六月三十日	
Cost	成本	108,903
Accumulated impairment	累計減值	-
Net carrying amount	賬面淨值	108,903

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

14. OTHER INTANGIBLE ASSETS

14. 其他無形資產

		Software 軟件 (Unaudited) (未經審核) RMB'000 人民幣千元	Technical know-how (Unaudited) (未經審核) RMB'000 人民幣千元	Sewage pipe usage right (Unaudited) (未經審核) RMB'000 人民幣千元	Brand name 品牌名稱 (Unaudited) (未經審核) RMB'000 人民幣千元	Uncompleted contract (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
At 1 January 2019, Net of accumulated amortisation	於二零一九年 一月一日， 累計攤銷淨額	373	1,502	2,497	-	-	4,372
Acquisition of a subsidiaries not under Common control (note 24)	收購非共同控制下的 附屬公司(附註24)	-	-	-	53,319	9,344	62,663
Amortisation provided during the period	期度攤銷撥備	(52)	(379)	(99)	(889)	(1,699)	(3,118)
At 30 June 2019, net of accumulated amortisation	於二零一九年 六月三十日， 已扣除累計攤銷	321	1,123	2,398	52,430	7,645	63,917
At 30 June 2019:	於二零一九年 六月三十日：						
Cost	成本	1,183	7,274	4,024	53,319	9,344	75,144
Accumulated amortisation	累計攤銷	(862)	(6,151)	(1,626)	(889)	(1,699)	(11,227)
Net carrying amount	賬面淨值	321	1,123	2,398	52,430	7,645	63,917

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

14. OTHER INTANGIBLE ASSETS (Continued) 14. 其他無形資產 (續)

	Software 軟件 (Audited) (經審核) RMB'000 人民幣千元	Technical know-how (Audited) (經審核) RMB'000 人民幣千元	Sewage pipe usage right (Audited) (經審核) RMB'000 人民幣千元	Brand name 品牌名稱 (Audited) (經審核) RMB'000 人民幣千元	Uncompleted contract (Audited) (經審核) RMB'000 人民幣千元	Total 總計 (Audited) (經審核) RMB'000 人民幣千元
At 1 January 2018, net of accumulated amortisation	於二零一八年 一月一日， 已扣除累計攤銷	550	2,260	2,697	-	5,507
Addition	添置	35	-	-	-	35
Amortisation provided during the year	年內計提的攤銷	(212)	(758)	(200)	-	(1,170)
At 31 December 2018, net of accumulated amortisation	於二零一八年 十二月三十一日， 已扣除累計攤銷	373	1,502	2,497	-	4,372
At 31 December 2018	於二零一八年 十二月三十一日：					
Cost	成本	1,183	7,274	4,024	-	12,481
Accumulated amortisation	累計攤銷	(810)	(5,772)	(1,527)	-	(8,109)
Net carrying amount	賬面淨值	373	1,502	2,497	-	4,372

15. INVENTORIES

15. 存貨

	30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Raw materials	原材料	31,560
Work in progress	在製品	3,360
Finished goods	製成品	50,285
	77,030	85,205

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

16. PROPERTIES UNDER DEVELOPMENT

16. 發展中物業

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
At the beginning of the period/year	期／年初	-	-
Additions	添置	2,733	-
Acquisition of assets and liabilities through acquisition of subsidiaries (note 25)	藉收購附屬公司收購資產及負債 (附註25)	152,548	-
At the end of the period/year	期／年末	155,281	-

17. TRADE AND BILLS RECEIVABLES

17. 貿易應收款項及應收票據

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Trade receivables	貿易應收款項	32,972	19,685
Bills receivables	應收票據	75,709	118,763
		108,681	138,448
Impairment	減值	(2,121)	(1,171)
Net trade and bills receivables	貿易應收款項及應收票據淨額	106,560	137,277

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

17. TRADE AND BILLS RECEIVABLES
 (Continued)

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within 3 months	3個月內	24,192	16,848
3 to 6 months	3至6個月	6,439	1,479
6 months to 1 year	6個月至1年	213	101
1 to 2 years	1至2年	2	51
More than 2 years	超過2年	5	35
		30,851	18,514

17. 貿易應收款項及應收票據 (續)

於報告期末，貿易應收款項按發票日期，並扣除虧損撥備的賬齡分析如下：

18. PREPAYMENTS, OTHER RECEIVABLES
 AND OTHER ASSETS

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Deposit paid for a proposed acquisition from a related party	就建議向一名關聯方作出的收購而支付按金	-	20,000
Prepayment to suppliers	向供應商支付的預付款項	6,465	11,634
Deposits and other receivables	按金及其他應收款項	10,025	5,410
Prepaid expenses	預付開支	325	510
Interest receivables	應收利息	80	69
Value-added tax recoverable	可收回增值稅	9,844	3,428
Income tax repayable	可退回所得稅	401	-
		27,140	41,051

18. 預付款項、其他應收款項及其他資產

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

19. TRADE AND BILLS PAYABLES

An ageing analysis of the trade and bills payables as at the end of the reporting period, based on the invoice date, as follows:

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within 6 months	6個月內	42,354	76,682
6 months to 1 year	6個月至1年	624	40
1 to 2 years	1至2年	2,081	1,751
More than 2 years	超過2年	490	83
		45,549	78,556

19. 貿易應付款項及應付票據

於報告期末，貿易應付款項及應付票據乃根據發票日期的賬齡分析如下：

20. OTHER PAYABLES AND ACCRUALS

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Contract liabilities	合約負債	15,755	15,072
Accrued payroll	應計工資	17,470	16,700
Accruals	應計款項	1,151	812
Interest payable	應付利息	245	51
Value-added and other taxes payable	應付增值稅及其他稅項	3,800	7,972
Payables for purchase of property, plant and equipment	購買物業、廠房及設備的應付款項	2,517	5,666
Others	其他	12,879	3,718
		53,817	49,991

20. 其他應付款項及應計款項

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

20. OTHER PAYABLES AND ACCRUALS
 (Continued)

All the amounts interest payable, value-added and other taxes payable, payables for purchase of property, plant and equipment and other payables are non-interest-bearing and have an average term of three months.

20. 其他應付款項及應計款項 (續)

所有應付利息、應付增值稅及其他稅項、購買物業、廠房及設備的應付款項以及其他應付款項均為不計息及平均期限為三個月。

21. INTEREST-BEARING BANK AND OTHER BORROWINGS

21. 計息銀行及其他借貸

		30 June 2019 二零一九年六月三十日			31 December 2018 二零一八年十二月三十一日		
		Effective interest rate (%) 實際利率(%)	Maturity 到期日	RMB'000 人民幣千元	Effective interest rate (%) 實際利率(%)	Maturity 到期日	RMB'000 人民幣千元
Current	即期						
Bank loans –secured	銀行貸款—已抵押	4.57%	2019/12/4	15,000	4.57%	2019/12/4	15,000
Bank loans –secured	銀行貸款—已抵押	4.75%	2019/12/24	5,000	4.75%	2019/6/20	5,000
Bank loans –secured	銀行貸款—已抵押	4.75%	2020/3/17	5,000	4.79%	2019/1/15	2,700
Bank loans –secured	銀行貸款—已抵押	4.57%	2019/9/23	10,000	4.79%	2019/3/16	15,000
Bank loans –secured	銀行貸款—已抵押	4.35%	2020/1/11	40,000	–	–	–
Current portion of long term bank loans-unsecured	長期銀行貸款之即期部分—無抵押	4.25%	2020/6/30	254	–	–	–
				75,254			37,700
Non-current	非即期						
Bank loans – unsecured	銀行貸款—無抵押	4.25%	2023/5/9	804	–	–	–
				804			–

21. INTEREST-BEARING BANK AND OTHER BORROWINGS (Continued)

Notes:

- (a) The Group's bank loans are secured by:
- (i) mortgages over the Group's buildings, which had an aggregate carrying value at the end of the reporting period of approximately RMB57,776,000 (as at 31 December 2018: RMB31,309,000);
 - (ii) mortgages over the Group's land use right, which had an aggregate carrying value at the end of the reporting period of approximately RMB23,313,000 (as at 31 December 2018: RMB11,585,000);
 - (iii) the pledge of certain of the Group's bills receivables amounting to nil (as at 31 December 2018: RMB1,850,000);
 - (iv) the pledge of certain of the Group's time deposits amounting to nil (as at 31 December 2018: RMB2,543,000).

21. 計息銀行及其他借貸 (續)

附註:

- (a) 本集團之銀行貸款由下列各項提供擔保:
- (i) 於報告期末賬面總值為約人民幣57,776,000元(於二零一八年十二月三十一日:人民幣31,309,000元)之本集團樓宇之按揭;
 - (ii) 於報告期末賬面總值為約人民幣23,313,000元(於二零一八年十二月三十一日:人民幣11,585,000元)之本集團土地使用權之按揭;
 - (iii) 本集團金額為零(於二零一八年十二月三十一日:人民幣1,850,000元)之若干應收票據之質押;
 - (iv) 本集團金額為零(於二零一八年十二月三十一日:人民幣2,543,000元)之若干定期存款之質押。

22. SHARE CAPITAL AND SHARE PREMIUM

Shares

22. 股本及股份溢價

股份

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Issued and fully paid	已發行及繳足:		
749,234,290 (2018: 394,487,500)	749,234,290股(二零一八年:		
ordinary shares	394,487,500股)普通股	6,214	3,121

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

22. SHARE CAPITAL AND SHARE PREMIUM
 (Continued)

Shares (Continued)

A summary of movements in the Company's share capital is as follows:

22. 股本及股份溢價 (續)

股份 (續)

本公司股本變動情況概要如下：

		Number of shares in issue 已發行 股份數目	Share capital 股本 RMB'000 人民幣千元	Share premium account 股份 溢價賬 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
At 1 January 2018 (Audited)	於二零一八年一月一日 (經審核)	400,925,600	3,173	173,359	176,532
Share repurchased	已購回股份	(9,940,000)	(82)	(22,299)	(22,381)
Share options exercised*	已行使購股權*	3,501,900	30	5,882	5,912
Dividends paid to shareholders of the Company	向本公司股東支付股息	—	—	(26,285)	(26,285)
At 31 December 2018 and 1 January 2019 (Audited)	於二零一八年 十二月三十一日及 二零一九年一月一日 (經審核)	394,487,500	3,121	130,657	133,778
Acquisition of assets and liabilities through acquisition of subsidiaries (note 25)	藉收購附屬公司收購資產及 負債 (附註25)	272,661,290	2,390	609,451	611,841
Acquisition of subsidiaries not under common control (note 24)	收購非共同控制下的 附屬公司 (附註24)	80,000,000	685	170,455	171,140
Dividends paid to shareholders of the Company	向本公司股東支付股息	—	—	(14,454)	(14,454)
Share options exercised*	已行使購股權*	2,085,500	18	3,533	3,551
At 30 June 2019 (Unaudited)	於二零一九年六月三十日 (未經審核)	749,234,290	6,214	899,642	905,856

* The subscription rights attaching to 2,085,500 (2018: 3,501,900) share options were excised at the subscription price of HK\$1.254 (2018: HK\$1.252) per share (note 23) resulting from in the issue of 2,085,500 (2018: 3,501,900) ordinary shares for a total cash consideration, before expenses, of approximately RMB2,265,000 (2018: RMB3,802,000). An amount of approximately RMB1,286,000 (2018: RMB2,110,000) was transferred from the share option reserve to share premium account upon the exercise of the share options.

* The subscription 2,085,500份 (二零一八年: 3,501,900份) 購股權隨附的認購權按每股 1.254港元 (二零一八年: 1.252港元) 行使 (附註23), 就此以總現金代價 (除費用前) 約人民幣2,265,000元 (二零一八年: 人民幣 3,802,000元) 發行2,085,500股 (二零一八年: 3,501,900股) 普通股。為數約人民幣 1,286,000元 (二零一八年: 人民幣2,110,000元) 已於購股權獲行使時由購股權儲備轉撥至股份溢價賬。

23. SHARE OPTION SCHEME

The status of share options granted up to 30 June 2019 is as follows:

	Number of unlisted share options 非上市購股權數目		Vesting Conditions 歸屬條件	Contractual life of options 購股權 訂約年期
	As at 30 June 2019 於二零一九年 六月三十日	As at 31 December 2018 於二零一八年 十二月三十一日		
Options granted to directors 授予董事的購股權 On 6 January 2015 於二零一五年一月六日	4,400,000	4,400,000	50% exercisable from 2 April, 2016 50% exercisable from 1 April, 2017 50%自二零一六年四月二日起即可行 使，50%自二零一七年四月一日起 即可行使	10 years 10年
On 30 December 2015 於二零一五年十二月三十日	5,700,000	5,700,000	50% exercisable from 2 April, 2017 50% exercisable from 1 April, 2018 50%自二零一七年四月二日起即可行 使，50%自二零一八年四月一日起 即可行使	10 years 10年
Options granted to other employees 授予其他僱員的購股權 On 6 January 2015 於二零一五年一月六日	2,468,000	3,672,900	50% exercisable from 2 April, 2016 50% exercisable from 1 April, 2017 50%自二零一六年四月二日起即可行 使，50%自二零一七年四月一日起 即可行使	10 years 10年
On 30 December 2015 於二零一五年十二月三十日	6,457,000	7,337,600	50% exercisable from 2 April, 2017 50% exercisable from 1 April, 2018 50%自二零一七年四月二日起即可行 使，50%自二零一八年四月一日起 即可行使	10 years 10年
	19,025,000	21,110,500		

As at 31 December 2018, 3,501,900 share options granted to directors and employees have been exercised. From 1 January 2019 to 30 June 2019, 2,085,500 share options have been exercised.

The fair value of equity-settled share options was estimated as at the date of grant using a binomial model, taking into account the terms and conditions upon which the options were granted. Inputs to the model and assumptions used could be found on the annual financial statements for the year ended 31 December 2018.

23. 購股權計劃

直至二零一九年六月三十日，已授出購股權的狀況如下：

於二零一八年十二月三十一日，董事及僱員獲授予的3,501,900份購股權已獲行使。自二零一九年一月一日至二零一九年六月三十日，2,085,500份購股權已獲行使。

股權結算購股權的公平值於授出日期計及購股權的授出條款及條件後使用二項式模型估計。該模型的輸入數據及所用假設載於截至二零一八年十二月三十一日止年度的年度財務報表。

24. BUSINESS COMBINATION NOT UNDER COMMON CONTROL

On 22 February 2019, the Group acquired 100% of the equity interest in Summer Power International Inc. and its wholly-owned subsidiary, Widely Construction Engineering Limited (collectively referred to as the “Summer Power Group”) from an independent third party for a total consideration of RMB176,274,000, which was satisfied by HKD6,000,000 (equivalent to RMB5,134,000) in cash and consideration of RMB171,140,000, which was determined by reference to a total of 80,000,000 share of the Company issued for this acquisition and the closing price of the Company’s shares at the date of completion. The Summer Power Group is principally engaged in provision of RMAA services. The acquisition was made as part of the Group’s strategy to expand the construction business. The acquisition has been accounted for using acquisition method. The interim condensed consolidated financial statements include the results of the Summer Power Group since the acquisition date.

24. 非共同控制下業務合併

於二零一九年二月二十二日，本集團自一名獨立第三方收購夏力國際有限公司及其全資附屬公司偉利建築工程有限公司（統稱「夏力集團」）之全部股權，代價總額為人民幣176,274,000元，乃以現金6,000,000港元（相當於人民幣5,134,000元）及代價人民幣171,140,000元償付，而相關代價乃經參考因該收購事項而發行的合共80,000,000股本公司股份及於完成日期本公司股份之收市價後釐定。夏力集團主要提供RMAA服務。收購事項乃作為本集團擴張建築業務策略之一部分。收購事項已使用收購法入賬。自收購日期起，中期簡明合併財務報表包括夏力集團之業績。

24. BUSINESS COMBINATION NOT UNDER COMMON CONTROL (Continued)

The fair value of the identifiable assets and liabilities of the Summer Power Group as at the date of acquisition were as follows:

24. 非共同控制下業務合併 (續)

夏力集團於收購日期的可識別資產及負債的公平值如下：

		Fair value recognised on acquisition 於收購時確認 的公平值 (Unaudited) (未經審核) RMB'000 人民幣千元
Property, plant and equipment	物業、廠房及設備	119
Other intangible assets	其他無形資產	62,663
Cash and bank balances	現金及銀行結餘	3,942
Trade receivables	貿易應收款項	13,788
Prepayments and other receivables	預付款項及其他應收款項	6,952
Trade payables	貿易應付款項	(3,913)
Accruals and other payables	應計款項及其他應付款項	(310)
Taxes payable	應付稅項	(4,423)
Interest-bearing bank and other borrowings	計息銀行及其他借款	(1,108)
Deferred tax liabilities	遞延稅項負債	(10,339)
Total identifiable net assets at fair value	按公平值計量之可識別淨資產總額	67,371
Goodwill on acquisition	於收購時之商譽	108,903
Total consideration	總代價	176,274

24. BUSINESS COMBINATION NOT UNDER COMMON CONTROL (Continued)

An analysis of the cash flows in respect of the acquisition of subsidiaries is as follows:

		(Unaudited) (未經審核) RMB'000 人民幣千元
Cash paid	已付現金	(5,134)
Cash acquired with the subsidiaries	收購附屬公司之現金	3,942
Net out flow of cash and cash equivalents included in cash from investing activities	計入投資活動所得現金之現金及現金等值物流出淨額	(1,192)

The initial accounting for the above acquisition in the consolidated financial statement has been determined provisionally as the Group is awaiting the final results of an independent valuation of net assets acquired in the transition. The valuation has not been completed by the date of the interim condensed consolidated financial statements. Accordingly, the amounts of identifiable net assets and goodwill as stated above may be subsequently adjusted.

The Group incurred transaction costs of HK\$300,000 for this acquisition. These transaction costs have been expensed and are included in other expenses in the interim condensed consolidated statement of profit or loss and other comprehensive income.

Goodwill which arose on the acquisition included a control premium. The consideration paid for the combination effectively included amounts in relation to the benefit of synergies, revenue growth, further market development of the Summer Power Group. These benefits are not separable and therefore it does not meet the criteria for recognition as an intangible asset under IAS 38 Intangible Assets. None of the goodwill recognised is expected to be deductible for income tax purposes.

24. 非共同控制下業務合併 (續)

就收購附屬公司的現金流量分析如下：

		(Unaudited) (未經審核) RMB'000 人民幣千元
Cash paid	已付現金	(5,134)
Cash acquired with the subsidiaries	收購附屬公司之現金	3,942
Net out flow of cash and cash equivalents included in cash from investing activities	計入投資活動所得現金之現金及現金等值物流出淨額	(1,192)

由於本集團正等待於交易中收購之淨資產的獨立估值之最終結果，故合併財務報表中對上述收購事項之首次會計處理已暫時釐定。估值於中期簡明合併財務報表之前尚未完成。因此，上述可識別淨資產及商譽之金額可能於其後予以調整。

本集團就該收購事項產生交易成本為300,000港元。該等交易成本已支銷並計入中期簡明合併損益及其他全面收入表。

收購產生之商譽包括控制權溢價。為進行有效合併而支付之代價包括與協同效應利益、收入增長及夏力集團之未來市場發展有關之金額。該等利益並未分開，因此其並不符合國際會計準則第38號無形資產下有關確認為無形資產之標準。預期概無已確認之商譽可作扣減所得稅用途。

25. ACQUISITION OF ASSETS AND LIABILITIES THROUGH ACQUISITION OF SUBSIDIARIES

On 1 November 2018, the Company entered into a Share purchase agreement with Astute Horizon Limited, a company ultimately controlled by Mr. Li, pursuant to which, the Company agreed to acquire 100% of the equity interest in First Intelligence International Limited and its subsidiaries, Chang Sheng Investment Holding Co. Limited, Changsheng Property (Hangzhou) Company Limited, Hangzhou Yonghao Investment Management Company Limited and Philosojoy Investment Limited (collectively referred to as the "First Intelligence Group") from Astute Horizon Limited, for a total consideration of RMB811,841,000, which was satisfied by RMB200,000,000 in cash and RMB611,841,000, which was determined by reference to a total of 272,661,000 share of the company issued for this acquisition and the closing price of the company's shares at the date of completion. At the date of acquisition, First Intelligence Group held certain properties under development and investment properties. The acquisition was made mainly to acquire land and buildings as part of the Group's strategy to expand the business in property investment. Accordingly, the acquisition of the First Intelligence Group has been accounted for as acquisition of assets through acquisition of subsidiaries. Such acquisition was completed on 4 January 2019.

25. 透過收購附屬公司收購資產及負債

於二零一八年十一月一日，本公司與睿景有限公司（一間最終由李先生控制的公司）訂立股權轉讓協議，據此，本公司同意按代價總額人民幣811,841,000元自睿景有限公司收購穎元國際有限公司及其附屬公司昶盛投資控股有限公司、昶盛物業（杭州）有限公司、杭州永浩投資管理有限公司及哲瑞投資有限公司（統稱「穎元集團」）之全部股權，相關代價總額乃以現金人民幣200,000,000元及代價人民幣611,841,000元償付，而相關代價乃經參考因該收購事項而發行的合共272,661,000股本公司股份及於完成日期本公司股份之收市價後釐定。於收購日期，穎元集團持有若干發展中物業及投資物業。收購事項主要為收購土地及樓宇而作為本集團擴展物業投資業務策略之一部分。因此，收購穎元集團已透過收購附屬公司入賬作為收購資產。有關收購事項已於二零一九年一月四日完成。

25. ACQUISITION OF ASSETS AND LIABILITIES THROUGH ACQUISITION OF SUBSIDIARIES (Continued)

The assets and liabilities of the First Intelligence Group as at the date of acquisition were as follows:

25. 透過收購附屬公司收購資產及負債 (續)

穎元集團於收購日期的資產及負債如下：

		Fair value Recognized on acquisition 於收購時確認 的公平值 (Unaudited) (未經審核) RMB'000 人民幣千元
Cash and cash equivalents	現金及現金等值物	52
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產	8,883
Properties under development	發展中物業	152,548
Total current assets	流動資產總額	161,483
Investment properties	投資物業	649,692
Deferred taxes assets	遞延稅項資產	1,373
Total non-current assets	非流動資產總額	651,065
Other payables and accruals	其他應付款項及應計款項	(640)
Tax payable	應付稅項	(67)
Total current liabilities	流動負債總額	(707)
Total net assets acquired	已收購的淨資產總額	811,841
Total consideration	總代價	811,841

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

25. ACQUISITION OF ASSETS AND LIABILITIES THROUGH ACQUISITION OF SUBSIDIARIES (Continued)

An analysis of the cash flows in respect of the acquisition of subsidiaries is as follows:

		(Unaudited) (未經審核) RMB'000 人民幣千元
Cash paid*	已付現金*	180,000
Cash acquired with the subsidiaries	收購附屬公司之現金	(52)
Net out flow of cash and cash equivalents included in cash from investing activities	計入投資活動所得現金之現金及現金等值物流出淨額	179,948

* The first installment of RMB20,000,000 was paid in November 2018.

25. 透過收購附屬公司收購資產及負債 (續)

就收購附屬公司的現金流量分析如下：

(Unaudited)
(未經審核)
RMB'000
人民幣千元

* 首期付款人民幣20,000,000元已於二零一八年十一月支付。

26. COMMITMENTS

(a) Capital commitments

The Group had the following capital commitments at the end of the reporting period:

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Contracted, but not provided for:	已訂約但未撥備：		
Land and buildings	土地及樓宇	1,854	4,944
Plant and machinery	廠房及設備	150	400
Properties under development	發展中物業	17,400	-
Investment properties	投資物業	69,601	-
Investment	投資	-	180,000
		89,005	185,344

26. 承擔

(a) 資本承擔

於報告期末，本集團的資本承擔如下：

26. COMMITMENTS (Continued)

(b) Operating lease commitments

The Group leases certain office premises and staff quarters under non-cancellable operating lease agreements.

The Group's future aggregate minimum lease payments to be paid under non-cancellable operating leases were as follows:

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within one year	一年內	904	806
In the second to fifth years, inclusive	第二年至第五年 (包括首尾兩年)	144	331
		1,048	1,137

26. 承擔 (續)

(b) 經營租賃承擔

本集團根據不可註銷經營租賃協議租用若干辦公室物業及員工宿舍。

本集團根據不可註銷經營租賃將予支付的未來最低租賃付款總額如下：

27. RELATED PARTY TRANSACTIONS

(a) Name and relationship

Name of related party	Relationship with the Group
HUVIS Corporation and its subsidiaries	Joint venture partner and its subsidiaries
Hangzhou Shining 3D Tech Co., Limited	Joint venture partner
Yongsheng (HK) International Co., Limited	Controlled by the Controlling Shareholder
Yongsheng Financial Holding Limited	Controlled by the Controlling Shareholder

27. 關連方交易

(a) 名稱及關係

關連方名稱	與本集團的關係
株式會社HUVIS及其附屬公司	合資企業夥伴及其附屬公司
杭州先臨三維科技股份有限公司	合資企業夥伴
永盛(香港)國際有限公司	由控股股東控制
永盛金融控股有限公司	由控股股東控制

Notes to Interim Condensed Consolidated Financial Statement (Continued)
 中期簡明合併財務報表附註 (續)

27. RELATED PARTY TRANSACTIONS
 (Continued)

(b) Related party transactions

In addition to the transactions and balances otherwise disclosed else in these financial statements, the Group had the following material transactions with related parties:

27. 關連方交易 (續)

(b) 關連方交易

除此等財務報表其他部分所披露的交易及結餘外，本集團與關連方已進行以下重大交易：

				For the six months ended 30 June 截至六月三十日止六個月	
				2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
			Note 附註		
1)	Purchases of goods – HUVIS Corporation and its subsidiaries	1) 採購貨品 – 株式會社HUVIS及 其附屬公司	(i)	41,557	16,712
				41,557	16,712
2)	Sales of goods – HUVIS Corporation and its subsidiaries	2) 銷售貨品 – 株式會社HUVIS及 其附屬公司	(ii)	3	–
				3	–
3)	Sales commission received from related party – HUVIS Corporation and its subsidiaries	3) 向關連方收取銷售佣金 – 株式會社HUVIS及 其附屬公司	(iii)	1,026	–
				1,026	–
4)	Labor cost paid to a related party – HUVIS Corporation and its subsidiaries	4) 向一名關連方支付 勞工成本 – 株式會社HUVIS及 其附屬公司	(iv)	561	–
				561	–

27. RELATED PARTY TRANSACTIONS
 (Continued)

27. 關連方交易 (續)

(b) Related party transactions (Continued)

(b) 關連方交易 (續)

		For the six months ended 30 June 截至六月三十日止六個月	
		2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元	2018 二零一八年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Note 附註		
5) Management service fee received from a related party	5) 向一名關連方收取管理費		
– Yongsheng Financial Holdings Co., Ltd	– 永盛金融控股有限公司	325	–
– Yongsheng (HK) International Co., Ltd	– 永盛(香港)國際有限公司	168	–
		493	–
6) Management fees paid to a related party	6) 向一名關連方支付管理費		
– Yongsheng (HK) International Co. Ltd	– 永盛(香港)國際有限公司	236	–
		236	–
7) Brand royalty paid to a related party	7) 向一名關連方支付品牌特許使用費		
– HUVIS Corporation and its subsidiaries	– 株式會社HUVIS及其附屬公司	13	–
		13	–

27. RELATED PARTY TRANSACTIONS (Continued)

(b) Related party transactions (Continued)

Notes:

- (i) The purchases of goods were made according to the published prices and conditions similar to those offered to the major customers of the suppliers.
- (ii) The sales to the related party were made according to the published prices and conditions offered to the major customers of the Group.
- (iii) The sales commission was received from HUVIS Corporation and its subsidiaries, companies which were the joint venture partner of the Group. The commission was charged pursuant to the terms in the agreement signed between the Company and HUVIS Corporation and its subsidiaries.
- (iv) The labor cost was paid to the employees of HUVIS Corporation and its subsidiaries, who worked for Nantong Yongsheng.
- (v) The agency service fee received from a related party was charged at prices similar to those offered to other customers of the Group.
- (vi) The management fee was paid for the management and administrative services provided by Yongsheng (HK) International Co. Limited, a company which controlled by the controlling shareholder of the Group. The management fee was charged pursuant to the terms in the agreement signed between the Company and Yongsheng (HK) International Co. Limited.
- (vii) The Brand royalty was charged pursuant to the terms in the agreement signed between the Company and HUVIS Corporation and its subsidiaries.

27. 關連方交易 (續)

(b) 關連方交易 (續)

附註：

- (i) 採購貨品乃按提供予供應商的主要客戶相若的公開價格和條件進行。
- (ii) 向關連方出售乃按提供予本集團的主要客戶的公開價格和條件進行。
- (iii) 銷售佣金乃自本集團之合資企業夥伴株式會社HUVIS及其附屬公司收取。佣金乃根據本公司與株式會社HUVIS及其附屬公司簽訂之協議條款收取。
- (iv) 就株式會社HUVIS及其附屬公司之僱員就職於南通永盛所支付的勞工成本。
- (v) 向一名關連方收取的代理服務費與提供予本集團其他客戶的價格相若。
- (vi) 就永盛(香港)國際有限公司(一間由本集團控股股東控制的公司)提供的管理及行政服務所支付的管理費。管理費乃根據本公司與永盛(香港)國際有限公司簽訂的協議條款收取。
- (vii) 品牌特許使用費乃根據本公司與株式會社HUVIS及其附屬公司簽訂的協議條款收取。

27. RELATED PARTY TRANSACTIONS
 (Continued)

27. 關連方交易 (續)

(c) Outstanding balances with related parties

(c) 與關連方的未償還結餘

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Due from related parties	應收關連方款項		
Hangzhou Shining 3D Tech Co., Limited	杭州先臨三維科技股份有限公司	2,800	2,800
Yongsheng (HK) International Co., Limited	永盛(香港)國際有限公司	32	-
Yongsheng Financial Holdings Co., Ltd	永盛金融控股有限公司	54	390
		2,886	3,190

The amounts due from Hangzhou Shining 3D Tech Co., Limited is outstanding investment funds. The amount due from Yongsheng Financial Holdings Co., Ltd and Yongsheng (HK) International Co., Limited is outstanding agency service fee.

應收杭州先臨三維科技股份有限公司款項為未償還投資資金。應收永盛金融控股有限公司及永盛(香港)國際有限公司款項為未償還代理服務費。

27. RELATED PARTY TRANSACTIONS
 (Continued)

27. 關連方交易 (續)

(c) Outstanding balances with related parties
 (Continued)

(c) 與關連方的未償還結餘 (續)

		30 June 2019 二零一九年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2018 二零一八年 十二月三十一日 (Unaudited) (未經審核) RMB'000 人民幣千元
Due to related parties	應付關連方款項		
HUVIS Corporation and its subsidiaries	株式會社HUVIS及其附屬公司	2,710	-
Yongsheng (HK) International Co., Limited	永盛(香港)國際有限公司	-	38
		2,710	38

The amounts due to HUVIS Corporation and its subsidiaries is outstanding payment for goods.

應付株式會社HUVIS及其附屬公司款項為未償還貨品款項。

28. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, pledged deposits, trade and bills receivables, financial assets designated as at fair value through profit or loss, trade and bills payables, financial assets included in prepayments, deposits and other receivables, financial liabilities included in other payables and accruals, interest-bearing bank and other borrowings, an amount due to a related party, and amounts due from related parties approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance manager reports directly to the CFO and the board of directors. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the CFO.

The fair values of financial assets designated as at fair value through profit or loss require the directors to make estimates about the expected future cash flows from future proceeds when the investments mature and the fair values have been estimated to be the principle plus estimated interest income. The directors believe that the estimated fair values which are recorded in the consolidated statement of financial position, and the related changes in fair values, which are recorded in profit or loss, are reasonable, and that they were the most appropriate values at the end of reporting period.

28. 金融工具的公平值及公平值層級

經管理層評估，現金及現金等值物、已抵押存款、貿易應收款項及應收票據、指定為按公平值計入損益的金融資產、貿易應付款項及應付票據、計入預付款項、按金及其他應收款項的金融資產、計入其他應付款項及應計款項的金融負債、計息銀行及其他借貸、應付一名關連方款項及應收關連方款項的公平值與其賬面值相若，主要原因是該等工具的到期日較短。

由財務經理所帶領的本集團財務部負責釐定金融工具的公平值計量的政策及程序。財務經理直接向財務總監及董事會匯報。於各報告日期，財務部分析金融工具價值的變動並釐定應用於估值的主要輸入數據。該估值由財務總監檢討及審批。

指定為按公平值計入損益的金融資產的公平值須由董事於投資到期及當估算其公平值為本金加估計利息收入時，對未來所得款項的預期未來現金流量作出估計。董事認為，計入合併財務狀況表的估計公平值（及計入損益的相關公平值變動）誠屬合理，並為報告期末最恰當的價值。

28. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Below is the significant unobservable input to the valuation of financial assets designated as at fair value through profit or loss together with a quantitative sensitivity analysis as at 30 June 2019:

28. 金融工具的公平值及公平值層級 (續)

下文為指定為按公平值計入損益的金融資產估值中的重大不可觀察輸入數據，連同於二零一九年六月三十日的定量敏感性分析：

	Significant unobservable input 重大不可觀察輸入數據	Input 輸入數據	Sensitivity of fair value to the input 公平值對輸入數據的敏感度
Financial assets designated as at fair value through profit or loss 指定為按公平值計入損益的金融資產	Estimated return rate 估計回報率	6.60%	2% increase (decrease) in estimated return rate would result in increase (decrease) in fair value by RMB18,000 估計回報率上升(下跌) 2%將導致公平值增加(減少) 人民幣18,000元

28. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

As at 30 June 2019

28. 金融工具的公平值及公平值層級 (續)

公平值層級

下表說明本集團金融工具的公平值計量層級：

按公平值計量的資產：

於二零一九年六月三十日

Fair value measurement using 公平值計量使用

	Quoted prices in active markets (Level 1) 在活躍市場 取得報價 (第一級) RMB'000 人民幣千元	Significant observable inputs (Level 2) 可觀察的 重要輸入數據 (第二級) RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 不可觀察的 重要輸入數據 (第三級) RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Financial assets designated as at fair value through profit or loss: Asset management agreement	指定為按公平值計入損益的金融資產： 資產管理協議	-	-	30,000
				30,000

28. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Fair value hierarchy (Continued)

Assets measured at fair value: (Continued)

As at 31 December 2018

		Fair value measurement using 公平值計量使用			
		Quoted prices in active markets (Level 1) 在活躍市場 取得報價 (第一級) RMB'000 人民幣千元	Significant observable inputs (Level 2) 可觀察的 重要輸入數據 (第二級) RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 不可觀察的 重要輸入數據 (第三級) RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Financial assets designated as at fair value through profit or loss: Asset management agreement	指定為按公平值計入損益 的金融資產： 資產管理協議	-	-	68,134	68,134

During the Period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (2018: Nil).

The Group did not have any financial liabilities measured at fair value as at 30 June 2019 and 31 December 2018.

28. 金融工具的公平值及公平值層級 (續)

公平值層級 (續)

按公平值計量的資產：(續)

於二零一八年十二月三十一日

期內，金融資產及金融負債在第一級和第二級公平值計量間並無公平值計量轉移，而第三級亦無任何轉入或轉出（二零一八年：無）。

於二零一九年六月三十日及二零一八年十二月三十一日，本集團概無任何以公平值計量的金融負債。

29. EVENTS AFTER THE PERIOD UNDER REVIEW

Save as disclosed in “Prospects and subsequent material events after the Period under Review” section, there is no material subsequent event undertaken by the Group after 30 June 2019.

29. 回顧期後事項

除「展望及回顧期後重大事項」一節所披露者外，本集團於二零一九年六月三十日後並無開展任何重大後續事項。

Other Information 其他資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2019, interests or short positions in the Shares, underlying Shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) held by the Directors and chief executive of the Company which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or have been entered in the register maintained by the Company pursuant to section 352 of the SFO, or otherwise have been notified to the Company and the Stock Exchange pursuant to the Model Code are as follows:

(A) Long position in the Shares and underlying Shares

Name of Director	Capacity/Nature	Number of Shares and underlying Shares held/ interested	Percentage of shareholding
董事姓名	身份／性質	所持／擁有權益的股份及相關股份數目	股權百分比
Mr. Li Cheng ("Mr. Li") (Note 1) 李誠先生(「李先生」)(附註1)	Interest in controlled corporation 受控法團權益	479,132,990	63.95%
Mr. Ma Qinghai ("Mr. Ma") (Note 2) 馬青海先生(「馬先生」)(附註2)	Beneficial owner 實益擁有人	7,075,677	0.94%
Mr. Zhao Jidong ("Mr. Zhao") (Note 3) 趙繼東先生(「趙先生」)(附註3)	Beneficial owner 實益擁有人	7,000,000	0.93%
	Interest of spouse 配偶之權益	2,553,927	0.34%

董事及最高行政人員於股份、相關股份及債權證之權益及淡倉

於二零一九年六月三十日，董事及本公司的最高行政人員於本公司及其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中，持有已根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關條文彼等被當作或視為擁有的權益及淡倉），或列入本公司遵照證券及期貨條例第352條保存的登記冊內的權益或淡倉，或根據標準守則已知會本公司及聯交所的權益或淡倉如下：

(A) 於股份及相關股份之好倉

Note 1: Mr. Li beneficially owns 90% of the issued share capital of Astute Horizon Limited which in turn, beneficially holds 272,661,290. Mr. Li also beneficially owns approximately 95.71% of the issued share capital of Ever Thrive Global Limited which in turn, beneficially holds 206,471,700 Shares. Therefore, Mr. Li is deemed or taken to be interested in all the Shares held by Astute Horizon Limited and Ever Thrive Global Limited for the purposes of the SFO. Mr. Li is also the director of Astute Horizon Limited and Ever Thrive Global Limited.

Note 2: As at 30 June 2019, share options to subscribe for 4,400,000 Shares were granted to Mr. Ma. Besides, Mr. Ma beneficially owns 2,675,677 Shares. Therefore, Mr. Ma was interested in 7,075,677 Shares in aggregate.

Note 3: As at 30 June 2019, share options to subscribe for 5,700,000 Shares were granted to Mr. Zhao. Mr. Zhao also holds 1,300,000 Shares beneficially. Besides, Ms. Chen Xi, the spouse of Mr. Zhao beneficially owns 2,533,927 Shares. Therefore, Mr. Zhao is deemed, or taken to be, interested in the said 2,563,927 Shares for the purpose of the SFO. Accordingly, Mr. Zhao was interested in 9,533,927 Shares in aggregate.

Note 4: As at 30 June 2019, the total number of issued Shares was 749,234,290.

附註1：李先生實益擁有睿景有限公司90%之已發行股本，而睿景有限公司實益持有272,661,290股股份。李先生亦實益擁有恆盛環球有限公司約95.71%的已發行股本，而恆盛環球有限公司實益持有206,471,700股股份。因此，根據證券及期貨條例，李先生被視為或當作於睿景有限公司及恆盛環球有限公司持有的全部股份中擁有權益。李先生亦為睿景有限公司及恆盛環球有限公司的董事。

附註2：於二零一九年六月三十日，馬先生獲授可認購4,400,000股股份的購股權。此外，馬先生實益擁有2,675,677股股份。因此，馬先生合共於7,075,677股股份中擁有權益。

附註3：於二零一九年六月三十日，趙先生獲授可認購5,700,000股股份的購股權。趙先生亦實益持有1,300,000股股份。此外，陳曦女士（趙先生之配偶）實益擁有2,533,927股股份。因此，根據證券及期貨條例，趙先生被視為或當作於上述2,563,927股股份中擁有權益。因此，趙先生合共於9,533,927股股份中擁有權益。

附註4：於二零一九年六月三十日，已發行股份總數為749,234,290股。

Other Information (Continued)

其他資料 (續)

(B) Long position in shares of associated corporation

(B) 於相聯法團股份之好倉

Name of Director	Name of Associated Corporation	Capacity/Nature	Number of shares held/ interested	Approximate percentage of shareholding
董事姓名	相聯法團名稱	身份/性質	所持/擁有權益的股份數目	股權概約百分比
Mr. Li 李先生	Astute Horizon Limited 睿景有限公司	Beneficial owner 實益擁有人	90	90%
	Ever Thrive Global Limited 恆盛環球有限公司	Beneficial owner 實益擁有人	446	95.71%

Note 1: As at 30 June 2019, the total number of issued Shares was 749,234,290.

附註1：於二零一九年六月三十日，已發行股份總數為749,234,290股。

Apart from those disclosed herein, as at 30 June 2019, none of the Directors nor the chief executive of the Company had any interests or short positions in any of the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of the SFO) that is required to be recorded and kept in the register in accordance with section 352 of the SFO or any interests required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

除本文所披露者外，於二零一九年六月三十日，董事或本公司的最高行政人員並無於任何股份、本公司或其任何相聯法團（定義見證券及期貨條例）的相關股份或債權證中擁有根據證券及期貨條例第352條須記入及保存於登記冊內的任何權益或淡倉，或根據標準守則須知會本公司及聯交所的任何權益。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2019, so far as is known to the Directors, the following persons (other than a Director or chief executive of the Company) had or were deemed or taken to have an interest or short position in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any other member of the Group.

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零一九年六月三十日，據董事所知，以下人士（董事或本公司的最高行政人員除外）擁有或被視為或當作於股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司及聯交所披露的權益或淡倉，或直接或間接持有附有權利可於任何情況下於本集團任何其他成員公司股東大會上投票的任何類別股本的面值5%或以上的權益。

Name of shareholder	Capacity/Nature	Number of Shares held/ interested	Approximate percentage of shareholding
股東名稱	身份／性質	所持／擁有權益的股份數目	股權概約百分比
Astute Horizon Limited 睿景有限公司	Beneficial owner 實益擁有人	272,661,290	36.39%
Ever Thrive Global Limited 恆盛環球有限公司	Beneficial owner 實益擁有人	206,471,700	27.56%
Ms. Chen Fangqin (Note) 陳芳芹女士（附註）	Interest of Spouse 配偶之權益	479,132,990	63.95%

Note 1: Ms. Chen Fangqin is the spouse of Mr. Li. Therefore, Ms. Chen Fangqin was deemed, or taken to be interested in all the Shares which are interested by Mr. Li for the purposes of the SFO.

附註1：陳芳芹女士為李先生的配偶，因此，就證券及期貨條例而言，陳芳芹女士被視為或當作於李先生擁有權益的全部股份中擁有權益。

Note 2: As at 30 June 2019, the total number of issued Shares was 749,234,290.

附註2：於二零一九年六月三十日，已發行股份總數為749,234,290股。

Other Information (Continued) 其他資料 (續)

SUBSTANTIAL SHAREHOLDERS OF THE COMPANY'S SUBSIDIARIES

HUVIS Corporation (“HUVIS”) holds 30% of the equity interest in Yongsheng Chemical Fiber as at 30 June 2019. For details, please refer to the paragraph headed “Yongsheng Chemical Fiber” set out in the section headed “History and development” of the prospectus of the Company dated 15 November 2013.

On 27 August 2018, Yongsheng Dyeing entered into an equity transfer agreement with HUVIS, pursuant to which Yongsheng Dyeing agreed to sell and HUVIS agreed to purchase 30% of the equity interest in Nantong Yongsheng held by Yongsheng Dyeing. Upon completion of such transfer of equity interest, Nantong Yongsheng was owned as to 67% by Yongsheng Dyeing, 30% by HUVIS and 3% by certain minority equity holders of Nantong Yongsheng. For details, please refer to the announcement of the Company dated 27 August 2018.

本公司附屬公司的主要股東

株式會社HUVIS (「HUVIS」)於二零一九年六月三十日持有永盛化纖30%股權，詳情請參閱本公司日期為二零一三年十一月十五日之招股章程「歷史及發展」一節所載「永盛化纖」一段。

於二零一八年八月二十七日，永盛染整與HUVIS訂立股權轉讓協議，據此，永盛染整同意出售而HUVIS同意購買永盛染整持有之南通永盛30%股權。於完成該項股權轉讓後，南通永盛由永盛染整、HUVIS及若干南通永盛少數權益股東分別擁有67%、30%及3%權益。有關詳情，請參閱本公司日期為二零一八年八月二十七日之公佈。

SHARE OPTION SCHEME OF THE COMPANY

The Company adopted a share option scheme (the "Scheme") on 7 November 2013 as to attract and retain the best available personnel and to provide additional incentive to the eligible participants under the Scheme.

The status of the share options granted, cancelled or lapsed up to 30 June 2019 is as follows:

Number of unlisted share options

Name and category of participants	As at 1 January 2019	Granted during the period	Exercised during the period	Exercise price of share options	Cancelled/ lapsed during the period	As at 30 June 2019	Date of grant of share options	Vesting period of share options	Share price of the Company as at the date of grant of share options*
參與者名稱及類別	於二零一九年一月一日	期內授出	期內行使	購股權之行使價 HK\$ 港元	期內註銷/ 失效	於二零一九年六月三十日	購股權授出日期	購股權歸屬期	本公司股價* HK\$ 港元
Directors 董事									
Mr. Zhao 趙先生	2,200,000	-	-	1.48	-	2,200,000	6 January 2015 二零一五年一月六日	**	1.48
	3,500,000	-	-	1.52	-	3,500,000	30 December 2015 二零一五年十二月三十日	***	1.52
Mr. Ma 馬先生	2,200,000	-	-	1.48	-	2,200,000	6 January 2015 二零一五年一月六日	**	1.48
	2,200,000	-	-	1.52	-	2,200,000	30 December 2015 二零一五年十二月三十日	***	1.52
Other employees 其他僱員	3,672,900	-	1,204,900	1.48	-	2,468,000	6 January 2015 二零一五年一月六日	**	1.48
	7,337,600	-	880,600	1.52	-	6,457,000	30 December 2015 二零一五年十二月三十日	***	1.52
Total 總計	21,110,500	-	2,085,500		-	19,025,000			

本公司的購股權計劃

本公司於二零一三年十一月七日採納一項購股權計劃(「該計劃」),旨在吸引及挽留最稱職人員及向該計劃的合資格參與者提供額外獎勵。

截至二零一九年六月三十日已授出、註銷或失效之購股權狀況如下:

非上市購股權數目

Other Information (Continued)

其他資料 (續)

* The share price of the Company disclosed as at the date of the grant of the share options was the closing price as quoted on the Stock Exchange of the trading day immediately prior to the date of the grant of the share options.

* 於購股權授出日期披露之本公司股價為緊接購股權授出日期前之交易日聯交所報之收市價。

** **Maximum percentage of share options exercisable including the percentage of share options previously exercised**

可行使購股權最高百分比(包括早前已行使購股權百分比)

Period for exercise of the relevant percentage of the share options[#]

行使購股權有關百分比之期間[#]

50%

2 April 2016 to 5 January 2025
二零一六年四月二日至二零二五年一月五日

50%

1 April 2017 to 5 January 2025
二零一七年四月一日至二零二五年一月五日

*** **Maximum percentage of share options exercisable including the percentage of share options previously exercised**

可行使購股權最高百分比(包括早前已行使購股權百分比)

Period for exercise of the relevant percentage of the share options[#]

行使購股權有關百分比之期間[#]

50%

2 April 2017 to 30 December 2025
二零一七年四月二日至二零二五年十二月三十日

50%

1 April 2018 to 30 December 2025
二零一八年四月一日至二零二五年十二月三十日

[#] The vesting and exercise of the options granted under the Scheme are subject to the performance conditions set out in the announcement of the Company dated 6 January 2015.

[#] 根據該計劃授出之購股權須達致載於本公司日期為二零一五年一月六日之公佈之表現條件後，方可歸屬及行使。

^{##} The vesting and exercise of the options granted under the Scheme are subject to the performance conditions set out in the announcement of the Company dated 30 December 2015.

^{##} 根據該計劃授出之購股權須達致載於本公司日期為二零一五年十二月三十日之公佈之表現條件後，方可歸屬及行使。

Apart from the foregoing, at no time for the six months ended 30 June 2019 was the Company, any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

除上文所述者外，本公司、任何其控股公司、附屬公司或同系附屬公司概無於截至二零一九年六月三十日止六個月內任何時間訂立任何安排致使董事可藉購入本公司或任何其他法團之股份或債券而獲益。

