

# CONFIDENCE INTELLIGENCE HOLDINGS LIMITED

## 信懇智能控股有限公司

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

(Stock Code 股份代號：1967)

2020  
INTERIM REPORT  
中報

An abstract graphic composed of a network of interconnected nodes and lines. The nodes are represented by small circles in various colors (blue, orange, grey, white) and are connected by thin lines. Larger, semi-transparent geometric shapes (polygons) in shades of blue, orange, and grey are overlaid on the network, creating a complex, layered visual effect. The overall style is modern and technical, suggesting a focus on data, intelligence, or technology.



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## CORPORATE INFORMATION

### Executive Directors

Mr. Li Hao

*(Chairman and Chief Executive Officer)*

Mr. Zhang Bizhong

Mr. Xu Shizhen

### Non-executive Director

Mr. Yuan Shuntang

### Independent Non-executive Directors

Mr. Chen Zhong

Mr. Wong Chun Sek Edmund

Mr. Wu Tai Cheung

### Audit Committee

Mr. Wong Chun Sek Edmund *(Chairman)*

Mr. Chen Zhong

Mr. Wu Tai Cheung

### Nomination Committee

Mr. Chen Zhong *(Chairman)*

Mr. Wong Chun Sek Edmund

Mr. Wu Tai Cheung

### Remuneration Committee

Mr. Wu Tai Cheung *(Chairman)*

Mr. Chen Zhong

Mr. Wong Chun Sek Edmund

### Authorised Representatives

Mr. Li Hao

Ms. Jian Xuegen

### Company Secretary

Ms. Jian Xuegen

### Registered Office In The Cayman Islands

P.O. Box 1350

Clifton House

75 Fort Street

Grand Cayman KY1-1108

Cayman Islands

## 公司資料

### 執行董事

李浩先生

*(主席兼行政總裁)*

張必鍾先生

許世真先生

### 非執行董事

袁順唐先生

### 獨立非執行董事

陳忠先生

黃俊碩先生

胡大祥先生

### 審核委員會

黃俊碩先生 *(主席)*

陳忠先生

胡大祥先生

### 提名委員會

陳忠先生 *(主席)*

黃俊碩先生

胡大祥先生

### 薪酬委員會

胡大祥先生 *(主席)*

陳忠先生

黃俊碩先生

### 授權代表

李浩先生

簡雪艮女士

### 公司秘書

簡雪艮女士

### 於開曼群島之註冊辦公室

P.O. Box 1350

Clifton House

75 Fort Street

Grand Cayman KY1-1108

Cayman Islands

## Headquarters and Principal Place of Business in the People's Republic of China (the "PRC")

No. 7 Building  
New Development Zone  
Baishixia  
Fuyong Street  
Bao'an District  
Shenzhen

## 總辦事處及中華人民共和國（「中國」）主要營業地點

深圳  
寶安區  
福永街道  
白石廈  
新開發區  
第七棟

## Principal Place of Business in Hong Kong

Room A, 12/F  
Granville House  
41C Granville Road  
Tsim Sha Tsui  
Kowloon  
Hong Kong

## 香港主要營業地點

香港  
九龍  
尖沙咀  
加連威老道41C號  
嘉威大廈  
12樓A室

## Principal Banks

Bank of China Limited  
DBS Bank Limited  
Bank of China (Hong Kong) Limited

## 主要往來銀行

中國銀行股份有限公司  
星展銀行有限公司  
中國銀行（香港）有限公司

## Cayman Islands Principal Share Registrar and Transfer Office

Ocorian Trust (Cayman) Limited  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman KY1-1108  
Cayman Islands

## 開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman KY1-1108  
Cayman Islands

## Hong Kong Branch Share Registrar and Transfer Office

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

## 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心54樓

## Stock Name

CONFIDENCE IN

## 股票名稱

信懋智能

## Compliance Adviser

Dakin Capital Limited  
Suites 4505-06, 45/F  
Tower 1, Lippo Centre  
89 Queensway  
Hong Kong

## 合規顧問

德健融資有限公司  
香港  
金鐘道89號  
力寶中心一座  
45樓4505-06室



### Auditor

PricewaterhouseCoopers  
*Certified Public Accountants*  
*Registered Public Interest Entity Auditor*  
22/F, Prince's Building  
Central  
Hong Kong

### Stock Code

1967

### Corporate Website Address

[www.szinken.com](http://www.szinken.com)

### 核數師

羅兵咸永道會計師事務所  
執業會計師  
註冊公眾利益實體核數師  
香港  
中環  
太子大廈22樓

### 股份代號

1967

### 公司網站

[www.szinken.com](http://www.szinken.com)

## BUSINESS REVIEW AND PROSPECTS

The board of directors (the “Board”) of Confidence Intelligence Holdings Limited (the “Company”) announce the unaudited interim results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2020 (the “Interim Period”) to the shareholders of the Company.

### Business Review

The Group is an electronic manufacturing services (the “EMS”) provider offering comprehensive assembling and production services of Printed Circuit Board Assembly (the “PCBAs”) in the PRC that integrate research and design, selection and procurement of raw materials, assembling of PCBAs, quality control, testing, logistics and aftersales services. The Company’s shares (the “Shares”) have been successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 18 October 2019 (the “Listing Date”) (the “Listing”).

During the Interim Period, the outbreak and the spread of the coronavirus disease (COVID-19) (the “Novel Coronavirus Outbreak”) throughout the world has imposed different degrees of impact on various industries. Since the Novel Coronavirus Outbreak, a number of provinces and municipalities in the PRC have taken emergency public health measures and various actions to prevent the spread of the coronavirus disease (COVID-19), including imposing restriction on the resumption of operation of production plants after the statutory holidays for Chinese New Year. The Group has suspended the operation of the Group’s production plant in Shenzhen after the statutory holidays for Chinese New Year and gradually resume its operation starting from the end of February. Thus, production capacity decreased in the first quarter as a result of the Novel Coronavirus Outbreak. With the spread of the coronavirus disease (COVID-19) throughout the world and lockdown measures imposed by many countries, business and economic environment in China and the world became worse, which also has an adverse impact on the Group’s business in the Interim Period.

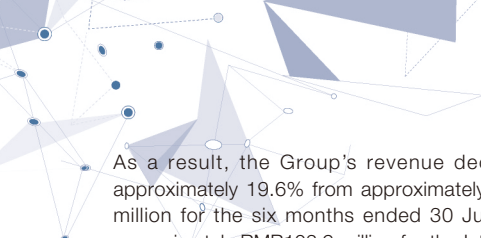
## 業務回顧及前景

信懋智能控股有限公司（「本公司」）董事會（「董事會」）向本公司股東公佈本公司及其附屬公司（統稱「本集團」）截至二零二零年六月三十日止六個月（「中期期間」）的未經審核中期業績。

### 業務回顧

本集團是電子製造服務（「EMS」）供應商，在中國提供印製電路板組裝（「PCBA」）裝配及生產的全面服務，業務範圍包括研究及設計、挑選及採購原材料、裝配PCBA、質量控制、測試、物流及售後服務。本公司的股份（「股份」）於二零一九年十月十八日（「上市日期」）在香港聯合交易所有限公司（「聯交所」）主板成功上市（「上市」）。

中期期間，新型冠狀病毒（COVID-19）疫情於全球爆發及蔓延（「COVID-19疫情爆發」），對各行業造成不同程度的影響。隨著COVID-19疫情爆發，中國多個省市已採取緊急公共衛生措施和多項行動以防止COVID-19疫情蔓延，包括限制農曆新年法定假期後恢復生產廠房營運。本集團的深圳生產廠房在農曆新年法定假期後一直停工，已於二月底開始逐步恢復營運。由於COVID-19疫情爆發，因此第一季度產力有所下降。隨著COVID-19於全球蔓延，多個國家採取封鎖措施，中國及全球商業和經濟環境惡化，對本集團在中期期間的業務產生不利影響。



As a result, the Group's revenue decreased by approximately 19.6% from approximately RMB129.3 million for the six months ended 30 June 2019 to approximately RMB103.9 million for the Interim Period. The Group's profit attributable to equity holders of the Company for the Interim Period decreased by approximately 86.8% to approximately RMB3.1 million as compared with the Group's profit (which excludes the listing expenses amounting to approximately RMB11.2 million) of approximately RMB23.8 million for the corresponding period in 2019.

## Prospects

Looking forward, the economy environment in China and the world remains uncertain and challenging. The Group is taking proactive measures and making active responses in an effort to sustain the business and actively diversify or expand our customer base and product base to broaden the sources of revenue and diversify business risk. The Group will keep more cautious on its spending and expansion to reduce finance risk. Also, the Group will continue to invest in our development of in-house capabilities and keep ourselves abreast of the development of latest technology advancement in our industries to secure more business opportunities. We will continue to strive a balance among the interests of shareholders, employees and customers, and pursue long-term and sustainable development for the Group.

結果，本集團的收益由截至二零一九年六月三十日止六個月的約人民幣129.3百萬元減少約19.6%至中期期間的約人民幣103.9百萬元。本集團於中期期間的本公司權益持有人應佔溢利較二零一九年同期的溢利約人民幣23.8百萬元（已扣除約人民幣11.2百萬元上市開支）減少約86.8%至約人民幣3.1百萬元。

## 前景

中國及全球經濟環境未來仍充滿不確定因素及挑戰。本集團正主動採取措施積極應對，盡力維持業務並積極分散或擴展我們的客戶及產品，以開拓收入來源並分散業務風險。本集團在開支及擴展方面會保持審慎態度，以降低財務風險。此外，本集團將持續投資開發內部能力，以緊貼行業最新技術發展，爭取更多商機。我們將繼續致力兼顧股東、僱員及客戶之間的利益，為本集團謀求長期可持續發展。

## MANAGEMENT DISCUSSION AND ANALYSIS

### Financial Review

#### Revenue by customers' geographical location

The Group is domiciled in the People's Republic of China (the "PRC"). The Group's revenue by geographical location, which is determined by the location of customers, is as follows:

## 管理層討論及分析

### 財務回顧

#### 按客戶地理位置劃分的收益

本集團在中華人民共和國（「中國」）註冊成立。本集團按地理位置（基於客戶位置釐定）劃分的收益如下：

		<b>Unaudited</b>	
		<b>six months ended 30 June</b>	
		<b>(未經審核)</b>	
		<b>截至六月三十日止六個月</b>	
		<b>2020</b>	<b>2019</b>
		<b>二零二零年</b>	<b>二零一九年</b>
		<b>RMB'000</b>	<b>RMB'000</b>
		<b>人民幣千元</b>	<b>人民幣千元</b>
The PRC	中國	<b>103,919</b>	129,254
The United States of America (the "USA")	美利堅合眾國 (「美國」)	<b>22</b>	44
		<b>103,941</b>	129,298



## Revenue by Product Type

Based on the usage of the electronic products which incorporated with our PCBAs, our PCBAs can be broadly applied to electronic end products for three product categories, namely, telecommunication devices, Industrial-use devices and IoT products. The table below summarises the amount of revenue generated and as a percentage of total revenue from each product category for the Interim Period and the corresponding period in 2019 respectively:

		Revenue for the six months ended 30 June 截至六月三十日止六個月的收益			% of total revenue for the six months ended 30 June 截至六月三十日止六個月佔總收益百分比		
		2020	2019	Change	2020	2019	Change
		二零二零年	二零一九年	變動	二零二零年	二零一九年	變動
		RMB'000	RMB'000	%			%
		人民幣千元	人民幣千元	%			%
PCBAs for	用於以下產品的PCBA						
Telecommunication devices	電訊裝置	57,395	68,016	(15.6)	55.2	52.6	2.6
Industrial-use devices	工業用途裝置	7,768	17,797	(56.4)	7.5	13.8	(6.3)
IoT products	物聯網產品	38,331	42,487	(9.8)	36.9	32.9	4.0
Others (Note)	其他(附註)	447	998	(55.2)	0.4	0.7	(0.3)
Total	總計	103,941	129,298	(19.6)	100.0	100.0	

Note: Others mainly include (i) PCBAs for automotive related devices; and (ii) the revenue generated from the sale of auxiliary and other materials

## 按產品劃分的收益

基於使用嵌載我們PCBA的電子產品，我們的PCBA可廣泛應用於三種產品類別的電子終端產品，即電訊裝置、工業用途裝置及物聯網產品。下表概述於中期期間及二零一九年相應期間各類產品產生的收益金額及佔總收益百分比：

附註：其他主要包括(i)用於汽車相關裝置的PCBA；及(ii)銷售輔助及其他材料產生的收益。

Our revenue generated from sales of PCBAs for telecommunication devices decreased by approximately 15.6% from approximately RMB68.0 million for the six months ended 30 June 2019 to approximately RMB57.4 million for the Interim Period, primarily due to that orders from our major customers who was principle in production and sale of smartphone, cordless phone decreased as a results of the deteriorated consumer market caused by the Novel Coronavirus Outbreak and fierce competition from other brands.

Our revenue generated from sales of PCBAs for industrial-use devices decreased by approximately 56.4% from approximately RMB17.8 million for the for the six months ended 30 June 2019 to approximately RMB7.8 million for the Interim Period, primarily due to the decreased orders as a result of the lockdown measures imposed by many countries to prevent the spread of the novel coronavirus disease (COVID-19) throughout the world as some of the end customers of industrial-use devices were oversea customers.

Our Group recorded a decrease in revenue derived from sales of PCBAs for IoT products decreased by approximately 9.8% from approximately RMB42.5 million for the for the six months ended 30 June 2019 to approximately RMB38.3 million for the Interim Period, which was mainly attributable to the net effect of: (i) revenue decreased due to the lockdown measures imposed by many countries as a result of the spread of the novel coronavirus disease (COVID-19) throughout the world as some of the end customers of IoT Products were oversea customers; (ii) the Group received more orders from customers that have lower gross profit margins to enhance the Group's production utilisation rate.

我們銷售用於電訊裝置的PCBA產生的收益由截至二零一九年六月三十日止六個月的約人民幣68.0百萬元減少約15.6%至中期期間的約人民幣57.4百萬元，主要是由於COVID-19疫情爆發導致消費市場惡化，加上其他品牌的激烈競爭，結果主要生產和銷售智能手機和室內無線電話的主要客戶減少訂單。

我們銷售用於工業用途裝置的PCBA產生的收益由截至二零一九年六月三十日止六個月的約人民幣17.8百萬元減少約56.4%至中期期間的約人民幣7.8百萬元，主要是由於多個國家為預防COVID-19於全球蔓延而採取封鎖措施，而若干工業用途裝置的終端客戶為海外客戶，故訂單減少所致。

本集團銷售用於物聯網產品的PCBA錄得收益由截至二零一九年六月三十日止六個月的約人民幣42.5百萬元減少約9.8%至中期期間的約人民幣38.3百萬元，主要是由於以下各項的淨影響：(i) COVID-19於全球蔓延導致多個國家採取封鎖措施，而若干物聯網產品的終端客戶為海外客戶，因此收益有所下降；(ii) 本集團接納更多毛利率較低的客戶訂單以提高本集團的產能利用率。

## Gross Profit and Gross Profit Margin

Gross profit of the Group for the Interim Period was approximately RMB20.8 million, representing a decrease of approximately RMB24.0 million or 53.7% as compared with approximately RMB44.8 million for the corresponding period in 2019. Overall gross profit margin decreased from 34.7% for the corresponding period in 2019 to 20.0% for the Interim Period.

## 毛利及毛利率

本集團於中期期間的毛利約為人民幣20.8百萬元，較截至二零一九年相應期間的約人民幣44.8百萬元減少約人民幣24.0百萬元或約53.7%。整體毛利率由中期期間的34.7%減少至二零一九年相應期間的20.0%。

		Gross profit for the six months ended 30 June 截至六月三十日止六個月的毛利			Gross profit margin for the six months ended 30 June 截至六月三十日止六個月的毛利率		
		2020	2019	Change	2020	2019	Change
		二零二零年	二零一九年	變動	二零二零年	二零一九年	變動
		RMB'000	RMB'000	(%)			(%)
		人民幣千元	人民幣千元	(%)			(%)
PCBAs for	用於以下產品的PCBA						
Telecommunication devices	電訊裝置	12,470	24,821	(49.8)	21.7	36.5	(14.8)
Industrial-use devices	工業用途裝置	1,550	5,696	(72.8)	20.0	32.0	(12.0)
IoT products	物聯網產品	6,617	13,966	(52.6)	17.3	32.9	(15.6)
Others	其他	128	324	(60.5)	28.6	32.5	(3.9)
Total	總計	20,765	44,807	(53.7)	20.0	34.7	(14.7)

### PCBAs

The gross profit for PCBAs for telecommunication devices decreased by approximately 49.8% to approximately RMB12.5 million for the Interim Period (six months ended 30 June 2019: approximately RMB24.8 million). The gross profit margin decreased to approximately 21.7% for the Interim Period (six months ended 30 June 2019: approximately 36.5%), which primarily due to the decreased orders from the Group's major customers who was principle engaged in the production and sale of smartphone, cordless phone while certain costs remained fixed.

The gross profit for PCBAs for industrial-use devices decreased by approximately 72.8% to approximately RMB1.6 million for the Interim Period (six months ended 30 June 2019: approximately RMB5.7 million). The gross profit margin decreased to approximately 20.0% for the Interim Period (six months ended 30 June 2019: approximately 32.0%), which was mainly due to decreases orders from customers who targeted oversea markets as a result of the lockdown measures imposed by many countries to prevent the spread of the novel coronavirus disease (COVID-19).

### PCBA

用於電訊裝置的PCBA的毛利減少約49.8%至中期期間的約人民幣12.5百萬元（截至二零一九年六月三十日止六個月：約人民幣24.8百萬元）。毛利率於中期期間減至約21.7%（截至二零一九年六月三十日止六個月：約36.5%），主要是由於來自主要從事智能手機和室內無線電話生產和銷售的本集團主要客戶的訂單減少，但若干成本固定不變。

用於工業用途裝置的PCBA的毛利減少約72.8%至中期期間的約人民幣1.6百萬元（截至二零一九年六月三十日止六個月：約人民幣5.7百萬元）。毛利率於中期期間減至約20.0%（截至二零一九年六月三十日止六個月：約32.0%），主要是由於多個國家採取封鎖措施以防止COVID-19蔓延，導致海外市場的客戶訂單減少。

The gross profit for PCBAs for IoT products decreased by approximately 52.6% to approximately RMB6.6 million for the Interim Period (six months ended 30 June 2019: approximately RMB14.0 million). The gross profit margin decreased to approximately 17.3% for the Interim Period (six months ended 30 June 2019: approximately 32.9%), which primarily due to that the Group received more orders from customers that have lower gross profit margins while orders from existing customers with higher gross profit margins decreased significantly as a result of the Novel Coronavirus Outbreak.

### Other Income

Other income of the Group for the Interim Period of approximately RMB2.6 million (six months ended 30 June 2019: approximately RMB1.7 million) mainly represented government grants received by the Group.

### Other (losses)/gains, net

Net other losses of approximately RMB2.7 million for the Interim Period (six months ended 30 June 2019: net gains of approximately 0.04 million) mainly represented the loss on disposal of properties, plant and equipment, exchange differences and fair value gain on revaluation of financial assets at fair value through profit or loss. The increase in the losses was mainly due to that the Group has disposed some idle and outdated equipment in the Interim Period.

### Selling and Distribution Expenses

Selling and distribution expenses mainly comprised (i) relevant employee benefit expenses; (ii) transportation costs; (iii) depreciation; and (iv) entertainment expenses and other expenses. For the Interim Period, selling and distribution expenses amounted to approximately RMB0.8 million (six months ended 30 June 2019: approximately RMB0.9 million), which was stable as compared to that for the six months ended 30 June 2019. Selling and distribution expense ratio remained stable at approximately 0.8% and 0.7% against revenue for the Interim Period and the six months ended 30 June 2019, respectively.

用於物聯網產品的PCBA的毛利減少約52.6%至中期期間的約人民幣6.6百萬元(截至二零一九年六月三十日止六個月:約人民幣14.0百萬元)。毛利率於中期期間減至約17.3%(截至二零一九年六月三十日止六個月:約32.9%)，主要是由於COVID-19疫情爆發，本集團接納更多毛利率較低的客戶訂單，而毛利率較高的現有客戶訂單則大大減少。

### 其他收入

本集團於中期期間的其他收入約為人民幣2.6百萬元(截至二零一九年六月三十日止六個月:約人民幣1.7百萬元)，主要指本集團收到的政府補助。

### 其他(虧損)/收益淨額

中期期間的其他虧損淨額為約人民幣2.7百萬元(截至二零一九年六月三十日止六個月:收益淨額約0.04百萬元)，主要為出售物業、廠房及設備的虧損、匯兌差額及按公平值計入損益的金融資產重估的公平值收益。虧損增加主要是由於本集團於中期期間出售部分閒置及過時設備。

### 銷售及分銷開支

銷售及分銷開支主要包括(i)相關僱員福利開支;(ii)運輸成本;(iii)折舊;及(iv)娛樂開支及其他開支。中期期間的銷售及分銷開支約為人民幣0.8百萬元(截至二零一九年六月三十日止六個月:約人民幣0.9百萬元)，與截至二零一九年六月三十日止六個月相比，維持穩定。中期期間及截至二零一九年六月三十日止六個月，銷售及分銷開支與收益的比率分別維持穩定於約0.8%及0.7%。



## Administrative Expenses

Administrative expenses mainly represented (i) employment benefit expenses, (ii) depreciation, (iii) listing expenses and professional fee, (iv) rental expenses, (v) travelling expenses, (vi) utilities, (vii) telecommunication and office expenses and other expenses. For the Interim Period, administrative expenses amounted to approximately RMB16.1 million (six months ended 30 June 2019: approximately RMB28.8 million), representing a decrease of approximately 44.2% as compared to the six months ended 30 June 2019. The decrease was mainly due to listing expenses and professional fees incurred for the Listing of the Company in October 2019.

## Finance Costs, Net

Our finance costs mainly comprised interest expenses on bank and other borrowings and leases, while our finance income mainly represented interest income on our cash and cash equivalents. For the Interim Period, the net finance costs of the Group were approximately RMB0.02 million (six months ended 30 June 2019: approximately RMB0.9 million). The decrease in net finance costs was mainly due to the decreased average borrowing balances from approximately RMB19.8 million for the six months ended 30 June 2019 to approximately RMB5.8 million for the Interim Period.

## Income Tax Expense

Income tax expense decreased by approximately 85.5% from approximately RMB3.4 million for the six months ended 30 June 2019 to approximately RMB0.5 million for the Interim Period, primarily due to the decrease in profit before income tax of the Group's major subsidiary, Shenzhen Confidence. Shenzhen Confidence, our Group's subsidiary in the PRC, has qualified for new/hightech technology enterprises status and is therefore subject to a preferential income tax rate of 15%. Our effective tax rate, which is calculated based on income tax expenses divided by profit before income tax, was approximately 12.9% for the Interim Period (six months ended 30 June 2019: approximately 21.3%). The higher effective tax rate for the six months ended 30 June 2019 was mainly resulted from the non-tax deductible listing expenses and professional fees incurred for the Listing of the Company in October 2019.

## 行政開支

行政開支主要包括(i)僱傭福利開支、(ii)折舊、(iii)上市開支及專業費用、(iv)租金開支、(v)差旅開支、(vi)公用事業費、(vii)電訊及辦公室開支以及其他開支。中期期間的行政開支約為人民幣16.1百萬元(截至二零一九年六月三十日止六個月:約人民幣28.8百萬元),較截至二零一九年六月三十日止六個月減少約44.2%,減少主要原因是本公司於二零一九年十月上市而產生的上市開支及專業費用。

## 融資成本淨額

我們的融資成本主要包括銀行及其他借款及租賃的利息開支,而我們的融資收入主要指我們的現金及現金等價物的利息收入。本集團於中期期間的融資成本淨額約為人民幣0.02百萬元(截至二零一九年六月三十日止六個月:約人民幣0.9百萬元)。融資成本淨額減少,主要是由於平均借款結餘由截至二零一九年六月三十日止六個月的約人民幣19.8百萬元減少至中期期間的約人民幣5.8百萬元。

## 所得稅開支

所得稅開支由截至二零一九年六月三十日止六個月約人民幣3.4百萬元減少約85.5%至中期期間約人民幣0.5百萬元,主要是由於本集團主要附屬公司深圳信懋的除所得稅前溢利減少所致。本集團在中國的附屬公司深圳信懋合資格獲頒高新技術企業地位,因此享有優惠所得稅率15%。我們於中期期間的實際稅率(按所得稅開支除以所得稅前溢利計算)約為12.9%(截至二零一九年六月三十日止六個月:約21.3%)。截至二零一九年六月三十日止六個月的實際稅率較高,主要是由於本公司於二零一九年十月上市產生的不可扣稅上市開支及專業費用。

## Profit Attributable to Owners of the Company

As a result of the facts discussed above, profit attributable to equity holders of the Company decreased by approximately 75.3% from approximately RMB12.7 million for the six months ended 30 June 2019 to approximately RMB3.1 million for the Interim Period.

## Liquidity and Capital Resources

### Net Current Assets

The Group had net current assets of approximately RMB178.1 million as at 30 June 2020 (31 December 2019: approximately RMB173.4 million). The current ratio of the Group increased from approximately 3.9 as at 31 December 2019 to 5.7 as at 30 June 2020.

### Borrowing and the Pledge of Assets

The bank and other borrowings of the Group amounted to approximately RMB3.4 million as at 30 June 2020 (31 December 2019: approximately RMB8.2 million). As at 30 June 2020 and 31 December 2019, the borrowings were secured by properties, plant and equipment and guarantee from the Company.

### Gearing Ratio

Our gearing ratio, which is calculated by total borrowings divided by total equity, was approximately 1.2% and 2.9% as at 30 June 2020 and 31 December 2019, respectively. During the Interim Period, our bank and other borrowings decreased by approximately RMB4.8 million. The gearing remained low due to our low level of bank and other borrowings as well as the increase in our equity contributed by our profitable operations.

### Capital Structure

The Shares were listed on the Stock Exchange on 18 October 2019. There has been no change in the capital structure of the Company since then. As at 30 June 2020, the number of issued shares of the Company was 250,000,000 ordinary shares of HK\$0.01 each.

## 本公司擁有人應佔溢利

由於上述原因，本公司權益持有人應佔溢利由截至二零一九年六月三十日止六個月的約人民幣12.7百萬元減少約75.3%至中期期間的約人民幣3.1百萬元。

## 流動資金及資本資源

### 流動資產淨值

於二零二零年六月三十日，本集團的流動資產淨值約為人民幣178.1百萬元（二零一九年十二月三十一日：約人民幣173.4百萬元）。本集團的流動比率由二零一九年十二月三十一日的約3.9增加至二零二零年六月三十日的5.7。

### 借款及資產抵押

於二零二零年六月三十日，本集團的銀行及其他借款約為人民幣3.4百萬元（二零一九年十二月三十一日：約人民幣8.2百萬元）。於二零二零年六月三十日及二零一九年十二月三十一日，借款以物業、廠房及設備與本公司擔保作為抵押。

### 資產負債比率

於二零二零年六月三十日及二零一九年十二月三十一日，資產負債比率（按總借貸除以總權益計算）分別約為1.2%及2.9%。中期期間，銀行及其他借款減少約人民幣4.8百萬元。由於我們的銀行及其他借款水平較低以及我們的盈利營運對所佔權益的增加，資產負債比率維持在低水平。

### 資本架構

股份於二零一九年十月十八日在聯交所上市。此後本公司的資本架構並無變動。於二零二零年六月三十日，本公司已發行股份數目為250,000,000股每股0.01港元的普通股。



## Foreign Exchange Exposure and Exchange Rate Risk

The Group's assets, liabilities and transactions are mainly denominated in Renminbi ("RMB") and Hong Kong dollar ("HK\$") and United States dollar ("USD"), and there are no significant assets and liabilities denominated in other currencies. Management considers that the Group is not exposed to any significant foreign exchange risk for the six months ended 30 June 2020 and 2019 as there are no significant financial assets or liabilities of the Group denominated in the currencies other than the respective functional currencies of the Group's entities.

## Capital Expenditure

For the Interim Period, the Group had capital expenditure of approximately RMB9.7 million (six months ended 30 June 2019: approximately RMB3.9 million). The capital expenditure was mainly related to the additions of office equipment, plant and equipment.

## Interim Dividend

The Board does not recommend payment of interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: nil).

## Employees and Emoluments Policy and Training

The key components of the Group's remuneration package include basic salary, and where appropriate, other allowances, bonuses and the Group's contribution to mandatory provident funds or state-managed retirement benefits scheme. Other benefits include share options to be granted under the Share Option Schemes. The Group provides comprehensive training and development opportunities to its employees on a regular basis. The trainings are arranged according to needs to employees, which are identified annually by individual departments.

As at 30 June 2020, the Group had 776 employees with a total remuneration of approximately RMB27.8 million during the Interim Period (six months ended 30 June 2019: approximately RMB35.0 million). The salaries of the employees were determined with reference to individual performance, work experience, qualification and current industry practices.

## 外匯風險及匯率風險

本集團的資產、負債及交易主要以人民幣（「人民幣」）、港元（「港元」）及美元（「美元」）計值，而以其他貨幣計值的資產及負債並不重大。管理層認為本集團於截至二零二零年及二零一九年六月三十日止六個月預計不會面臨任何重大的外匯風險，乃由於本集團並無以本集團實體各自功能貨幣之外的貨幣計值之重大金融資產或負債。

## 資本開支

中期期間，本集團的資本開支約為人民幣9.7百萬元（截至二零一九年六月三十日止六個月：約人民幣3.9百萬元）。資本開支主要與添置辦公室設備、廠房及設備有關。

## 中期股息

董事會不建議派付截至二零二零年六月三十日止六個月的中期股息（截至二零一九年六月三十日止六個月：無）。

## 僱員及薪酬政策與培訓

本集團薪酬組合的主要組成部分包括基本薪資及（倘適用）其他津貼、花紅以及本集團向強制性公積金或國家管理的退休福利計劃作出的供款。其他福利包括根據購股權計劃授出的購股權。本集團定期為其僱員提供全面的培訓及發展機會。本集團按僱員需求安排培訓，僱員需求每年由各部門確定。

於二零二零年六月三十日，本集團有776名僱員，中期期間的總薪酬約為人民幣27.8百萬元（截至二零一九年六月三十日止六個月：約人民幣35.0百萬元）。僱員薪金乃參考個人表現、工作經驗、資歷及當前行業慣例釐定。



## Use of Proceeds


Our business objectives and planned use of proceeds as stated in the Prospectus of the Company dated 28 September 2019 (the "Prospectus") were based on the best estimation of future market conditions made by the Group at the time of preparing the Prospectus. The actual use of proceeds was based on the actual market development. The net proceeds from the Share Offer received by the Company, after deducting related underwriting fees and estimated expenses payable by the Company in connection with the Share Offer were approximately HK\$91.9 million. From the Listing Date, being the date on which dealings in the Shares first commenced in the Stock Exchange, to 30 June 2020, the net proceeds from the Share Offer had been applied as follows:

## 所得款項用途

本公司日期為二零一九年九月二十八日之招股章程（「招股章程」）所述業務目標及所得款項擬定用途乃以本集團在編製招股章程時對未來市況作出的最佳估計為基礎。所得款項實際用途須視乎市場實際發展而定。本公司收取的股份發售所得款項淨額經扣除相關包銷費及本公司就股份發售應付的估計費用後約為91.9百萬港元。自上市日期（即股份開始在聯交所買賣之日）起至二零二零年六月三十日，股份發售的所得款項淨額已應用如下：

Business objectives as stated in the prospectus 招股章程所述業務目標		Actual net proceeds 實際所得款項淨額 (HK\$'000) (百萬港元)	Expected timeline for the unutilised net proceeds to be utilised 動用餘下所得款項淨額的 預期時間表			
			Amount utilised up to 30 June 2020 截至二零二零年 六月三十日 已動用款項 (HK\$'000) (百萬港元)	Remaining balance as at 30 June 2020 截至二零二零年 六月三十日 的餘款 (HK\$'000) (百萬港元)	For the year ending 31 December 2020 截至二零二零年 十二月三十一日 止年度 (HK\$'000) (百萬港元)	For the year ending 31 December 2021 截至二零二一年 十二月三十一日 止年度 (HK\$'000) (百萬港元)
Enhance our production capacity and efficiency	提升產能及效率	49.9	21.2	28.7	-	28.7
Enhance the level of automation in our quality control and packaging system	提高質量控制及包裝系統的自動化水平	7.6	7.6	-	-	-
Strengthen our product design and enhancement capabilities in respect of our PCBAs applicable to telecommunication devices and IoT devices	提升我們適用於電訊裝置及物聯網裝置的相關PCBA的產品設計及增強能力	5.9	0.2	5.7	1.4	4.3
Further strengthen our research and development capabilities	進一步加強我們的研發能力	3.1	1.4	1.7	0.7	1.0
Strengthen our product testing capabilities for IoT products by setting up a cloud-based simulation platform	透過建立基於雲的模擬平台，增強我們對物聯網產品的產品測試能力	2.1	0.7	1.4	0.7	0.7
Upgrade our MES system and enhance our capabilities in information technology	升級我們的MES系統及加強我們的信息技術能力	3.1	1.3	1.8	0.7	1.1
Upgrade our existing intelligent warehouse	升級我們現有的智能倉庫	2.5	0.4	2.1	0.6	1.5
Repayment of bank loan and other borrowings	償還銀行貸款及其他借款	8.6	6.2	2.4	2.4	-
Working capital	營運資金	9.1	4.0	5.1	2.0	3.1
		91.9	43.0	48.9	8.5	40.4





The expected timeline for utilising the unutilised net proceeds is based on the best estimation of the future market conditions made by the Group. It will be subject to change based on the current and future development of market conditions. The proceeds used for enhancement our production capacity and efficiency and strengthening our product design and enhancement capabilities in respect of our PCBAs applicable to telecommunication devices and IoT devices are expected to be postponed as the Group keep more cautious on spending and expansion under current uncertain and deteriorated economic environment and the unsatisfied interim results of the Group for the Interim Period.

The unutilised net proceeds have been placed with licensed banks in Hong Kong and PRC as interest-bearing deposits in accordance with the intention of the Board as disclosed in the Prospectus.

### Capital Commitment

As at 30 June 2020, the Group's capital commitment amounted to approximately RMB2.7 million (31 December 2019: approximately RMB2.2 million). The capital commitment was mainly related to the acquisition of machinery and equipment to expand our production capacity and enhance our production efficiency.

### Material Acquisitions, Disposals of Subsidiaries, Associates and Joint Ventures and Significant Investment

During the Interim Period, there were no material acquisition, disposal of subsidiaries, associates and joint ventures or significant investment by the Group.

### Contingent Liabilities

The Group did not have any contingent liabilities as of 30 June 2020 (31 December 2019: nil).

### Subsequent Event After the Interim Period

There were no significant events after the Interim Period up to the date of this report.

動用尚未動用的所得款項淨額的預期時間表乃以本集團對未來市況作出的最佳估計為基礎。該預期時間表將根據當前及未來市況而變動。由於本集團於當前不確定和惡化的經濟環境下對支出及擴展保持更加謹慎的態度，加上本集團於中期期間之中期業績欠佳，預計會推遲將所得款項用於提升產能及效率和適用於電信裝置和物聯網裝置的相關PCBA的產品設計和增強能力。

尚未動用的所得款項淨額已按照招股章程所披露的董事會意向存入香港及中國持牌銀行作為計息存款。

### 資本承擔

於二零二零年六月三十日，本集團的資本承擔約為人民幣2.7百萬元（二零一九年十二月三十一日：約人民幣2.2百萬元）。資本承擔主要關乎收購機器及設備以擴充我們的產能及提升我們的生產效率。

### 重大收購、出售附屬公司、聯營公司及合營企業及重大投資

中期期間，本集團概無進行重大收購、出售附屬公司、聯營公司及合營企業或重大投資。

### 或然負債

於二零二零年六月三十日，本集團並無任何或然負債（二零一九年十二月三十一日：無）。

### 中期期後事項

中期之後直至本報告日期，並無重大事件。

## REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

### TO THE BOARD OF DIRECTORS OF CONFIDENCE INTELLIGENCE HOLDINGS LIMITED

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

## INTRODUCTION

We have reviewed the interim financial information set out on pages 19 to 45, which comprises the condensed consolidated balance sheet of Confidence Intelligence Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2020 and the condensed consolidated income statement, the condensed consolidated statement of comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## 中期財務資料審閱報告

致信懇智能控股有限公司董事會

*(於開曼群島註冊成立的有限公司)*

## 引言

本核數師(以下簡稱「我們」)已審閱列載於第19至45頁的中期財務資料，此中期財務資料包括信懇智能控股有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)於二零二零年六月三十日的簡明綜合資產負債表與截至該日止六個月期間的簡明綜合收益表、簡明綜合全面收益表、簡明綜合權益變動表和簡明綜合現金流量表，以及主要會計政策概要和其他附註解釋。香港聯合交易所有限公司證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及香港會計師公會頒布的香港會計準則第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」擬備及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論，並僅按照我們協定的業務約定條款向閣下(作為整體)報告我們的結論，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。



## SCOPE OF REVIEW

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

## CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”.

## OTHER MATTER

The comparative information for the condensed consolidated balance sheet is based on the audited financial statements as at 31 December 2019. The comparative information for the condensed consolidated income statement, the condensed consolidated statement of comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows, and related explanatory notes, for the period ended 30 June 2019 has not been audited or reviewed.

### **PricewaterhouseCoopers**

*Certified Public Accountants*

Hong Kong, 14 August 2020

## 審閱範圍

我們已根據香港會計師公會頒布的香港審閱委聘準則第2410號「實體之獨立核數師審閱中期財務資料」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據《香港審計準則》進行審計的範圍為小，故不能令我們可保證我們將知悉在審計中可能被發現的所有重大事項。因此，我們不會發表審計意見。

## 結論

按照我們的審閱，我們並無發現任何事項，令我們相信 貴集團的中期財務資料未有在各重大方面根據香港會計準則第34號「中期財務報告」擬備。

## 其他事項

簡明綜合資產負債表的比較資料是根據二零一九年十二月三十一日的經審核財務報表。截至二零一九年六月三十日止期間的簡明綜合收益表、簡明綜合全面收益表、簡明綜合權益變動表和簡明綜合現金流量表的比較資料以及相關的附註解釋乃未經審核或審閱。

### **羅兵咸永道會計師事務所**

*執業會計師*

香港，二零二零年八月十四日

## CONDENSED CONSOLIDATED INCOME STATEMENT

FOR THE SIX MONTHS ENDED 30 JUNE 2020

## 簡明綜合收益表

截至二零二零年六月三十日止六個月

		Unaudited six months ended 30 June 未經審核 截至六月三十日止六個月		
			2020	2019
		Note	二零二零年	二零一九年
		附註	RMB'000	RMB'000
			人民幣千元	人民幣千元
Revenue	收益	6	103,941	129,298
Cost of sales	銷售成本	7	(83,176)	(84,491)
<b>Gross profit</b>	<b>毛利</b>		<b>20,765</b>	44,807
Other income	其他收入	8	2,569	1,749
Other (losses)/gains, net	其他(虧損)/收益淨額	9	(2,694)	36
Selling and distribution expenses	銷售及分銷開支	7	(842)	(863)
Administrative expenses	行政開支	7	(16,070)	(28,791)
Net impairment losses on financial assets	金融資產減值虧損淨額	7	(79)	-
<b>Operating profit</b>	<b>經營溢利</b>		<b>3,649</b>	16,938
Finance costs, net	融資成本淨額		(24)	(869)
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>		<b>3,625</b>	16,069
Income tax expense	所得稅開支	10	(493)	(3,414)
<b>Profit for the period attributable to equity holders of the Company</b>	<b>本公司權益持有人應佔期內溢利</b>		<b>3,132</b>	12,655
<b>Earnings per share attributable to equity holders of the Company</b>	<b>本公司權益持有人應佔每股盈利</b>			
Basic and diluted (RMB cents)	基本及攤薄(人民幣分)	11	1.25	6.86

The above condensed consolidated income statement should be read in conjunction with the accompanying notes.

上述簡明綜合收益表應與隨附附註一併閱讀。

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2020

## 簡明綜合全面收益表

截至二零二零年六月三十日止六個月

		Unaudited six months ended 30 June	
		未經審核	
		截至六月三十日止六個月	
		2020	2019
		二零二零年	二零一九年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
<b>Profit for the period</b>	期內溢利	<b>3,132</b>	12,655
<b>Other comprehensive income:</b>	其他全面收益：		
<i>Item that will not be reclassified to profit or loss</i>	不會重新分類至損益的項目		
Currency translation differences	貨幣換算差額	<b>1,914</b>	(235)
<i>Item that may be reclassified to profit or loss</i>	可能重新分類至損益的項目		
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	<b>12</b>	(10)
<b>Total comprehensive income for the period attributable to equity holders of the Company</b>	本公司權益持有人應佔期內全面收益總額	<b>5,058</b>	12,410

The above condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

上述簡明綜合全面收益表應與隨附附註一併閱讀。

## CONDENSED CONSOLIDATED BALANCE SHEET 簡明綜合資產負債表

AS AT 30 JUNE 2020

於二零二零年六月三十日

			Unaudited 未經審核	Audited 經審核
			30 June 2020	31 December 2019
			二零二零年 六月三十日	二零一九年 十二月 三十一日
		Note 附註	RMB'000 人民幣千元	RMB'000 人民幣千元
<b>ASSETS</b>	<b>資產</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	13	114,939	120,262
Investment in an associate	於一間聯營公司之投資		-	-
Prepayments and deposits	預付款項及按金	14	2,416	1,168
Deferred tax assets	遞延稅項資產		1,346	725
			<b>118,701</b>	122,155
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨	15	20,819	24,239
Contract assets	合約資產	16	6,080	38,545
Trade receivables	貿易應收款項	16	54,031	26,610
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項	14	1,573	3,733
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產		1	-
Cash and cash equivalents	現金及現金等價物		133,897	139,172
			<b>216,401</b>	232,299
<b>Total assets</b>	<b>資產總值</b>		<b>335,102</b>	354,454
<b>EQUITY</b>	<b>權益</b>			
<b>Equity attributable to equity holders of the Company</b>	<b>本公司權益持有人應佔權益</b>			
Share capital	股本		2,250	2,250
Share premium	股份溢價		98,676	98,676
Retained earnings	保留盈利		51,703	49,217
Reserves	儲備		131,102	128,530
<b>Total equity</b>	<b>權益總額</b>		<b>283,731</b>	278,673

## CONDENSED CONSOLIDATED BALANCE SHEET (CONTINUED)

AS AT 30 JUNE 2020

## 簡明綜合資產負債表(續)

於二零二零年六月三十日

			Unaudited 未經審核	Audited 經審核
			30 June 2020	31 December 2019
			二零二零年 六月三十日	二零一九年 十二月 三十一日
		Note 附註	RMB'000 人民幣千元	RMB'000 人民幣千元
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-Current liabilities</b>	<b>非流動負債</b>			
Bank and other borrowings	銀行及其他借款		-	1,600
Lease liabilities	租賃負債		2,738	4,783
Deferred government grants	遞延政府補助		10,367	10,519
			<b>13,105</b>	16,902
<b>Current liabilities</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	17	9,506	16,192
Other payables and accruals	其他應付款項及 應計款項	18	15,548	25,161
Lease liabilities	租賃負債		4,004	3,848
Contract liabilities	合約負債	18	510	462
Current income tax liabilities	即期所得稅負債		2,383	3,707
Deferred government grants	遞延政府補助		2,939	2,905
Bank and other borrowings	銀行及其他借款		3,376	6,604
			<b>38,266</b>	58,879
<b>Total liabilities</b>	<b>負債總額</b>		<b>51,371</b>	75,781
<b>Total equity and liabilities</b>	<b>權益及負債總額</b>		<b>335,102</b>	354,454

The above condensed consolidated balance sheet should be read in conjunction with the accompanying notes.

上述簡明綜合資產負債表應與隨附附註一併閱讀。

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED 30 JUNE 2020

# 簡明綜合權益變動表

截至二零二零年六月三十日止六個月

Unaudited  
Attributable to equity holders of the Company  
未經審核  
本公司權益持有人應佔

		Share capital	Share premium	Other reserve	Share-based payment reserve	Statutory reserve	Exchange reserve	Retained earnings	Total
		股本	股份溢價	其他儲備	以股份形式 付款儲備	法定儲備	外匯儲備	保留盈利	總額
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
				(Note a)					
				(附註a)					
<b>Balance at 1 January 2020</b>	於二零二零年 一月一日的結餘	2,250	98,676	111,235	752	17,409	(866)	49,217	278,673
<b>Comprehensive income:</b>	全面收益：								
Profit for the period	期內溢利	-	-	-	-	-	-	3,132	3,132
<b>Other comprehensive income:</b>	其他全面收益：								
Currency translation difference	貨幣換算差額	-	-	-	-	-	1,926	-	1,926
<b>Total comprehensive income</b>	全面收益總額	-	-	-	-	-	1,926	3,132	5,058
<b>Transaction with owners</b>	與擁有人的交易								
Appropriation (Note b)	撥款(附註b)	-	-	-	-	646	-	(646)	-
<b>Total transaction with owners</b>	與擁有人的 交易總額	-	-	-	-	646	-	(646)	-
<b>Balance at 30 June 2020</b>	於二零二零年六月 三十日的結餘	2,250	98,676	111,235	752	18,055	1,060	51,703	283,731



# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

## 簡明綜合權益變動表(續)

FOR THE SIX MONTHS ENDED 30 JUNE 2020

截至二零二零年六月三十日止六個月

		Unaudited Attributable to equity holders of the Company 未經審核 本公司權益持有人應佔							
		Share capital	Share premium	Other reserve	Share- based payment reserve	Statutory reserve	Exchange reserve	Retained earnings	Total
		股本	股份溢價	其他儲備	以股份形式 付款儲備	法定儲備	外匯儲備	保留盈利	總額
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
				(Note a) (附註a)					
<b>Balance at 1 January 2019</b>	於二零一九年 一月一日的結餘	-	-	108,415	752	12,285	62	26,631	148,145
<b>Comprehensive income:</b>	全面收益：								
Profit for the period	期內溢利	-	-	-	-	-	-	12,655	12,655
<b>Other comprehensive income:</b>	其他全面收益：								
Currency translation differences	貨幣換算差額	-	-	-	-	-	(245)	-	(245)
<b>Total comprehensive income</b>	全面收益總額	-	-	-	-	-	(245)	12,655	12,410
<b>Transactions with owners</b>	與擁有人的交易								
Capital injection from a pre-IPO investor (Note c)	來自一名首次公開 發售前投資者的 注資(附註c)	-	-	8,820	-	-	-	-	8,820
Effect of reorganisation in respect of the acquisition of Shenzhen Confidence Intelligence Electronic Co., Ltd. ("Shenzhen Confidence") (Note d)	就收購深圳信懋 智能電子有限公司 (「深圳信懋」)進行 的重組的影響 (附註d)	-	-	(6,000)	-	-	-	-	(6,000)
Appropriation (Note b)	撥款(附註b)	-	-	-	-	2,436	-	(2,436)	-
<b>Total transactions with owners</b>	與擁有人的交易總額	-	-	2,820	-	2,436	-	(2,436)	2,820
<b>Balance at 30 June 2019</b>	於二零一九年六月 三十日的結餘	-	-	111,235	752	14,721	(183)	36,850	163,375

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

FOR THE SIX MONTHS ENDED 30 JUNE 2020

Notes:

- (a) Other reserve represents the combined share capital and capital reserve of the companies comprising the Group, after elimination of inter-company transactions and balances in relation to the reorganisation.
- (b) The PRC laws and regulations require companies registered in the PRC to provide for certain statutory reserves, which are to be appropriated from the profit after income tax (after offsetting accumulated losses from prior years) as reported in their respective statutory financial statements, before profit distributions to equity holders. All statutory reserves are created for specific purposes. A PRC company is required to appropriate an amount of not less than 10% of statutory profits after income tax to statutory surplus reserves, prior to distribution of its post-tax profits of the current year. A company may discontinue the contribution when the aggregate sum of the statutory surplus reserve is more than 50% of its registered capital. The statutory surplus reserves shall only be used to make up losses of the company, to expand the company's operations, or to increase the capital of the company. In addition, a company may make further contribution to the discretionary surplus reserve using its post-tax profits in accordance with resolutions of the board of directors.
- (c) On 29 December 2018, Million Way Limited ("Million Way"), a pre-IPO Investor held by Mr. Yuen Hoi Po, subscribed for 7% of equity interest of Shenzhen Confidence at RMB8,819,400. The considerations were fully settled on 11 February 2019.
- (d) On 12 March 2019, Xinzhi (Shenzhen) Electronic Co., Ltd.\* (信智(深圳)電子有限公司) ("Xinzhi (Shenzhen)") acquired the entire equity interest in Shenzhen Confidence from Mr. Li Hao ("Mr. Li"), Mr. Yuan Shuntang ("Mr. Yuan"), Mr. Zhang Bizhong and Million Way, at total consideration of RMB6,000,000.

\* For identification purposes only

The above condensed consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

## 簡明綜合權益變動表(續)

截至二零二零年六月三十日止六個月

附註：

- (a) 其他儲備指組成本集團的公司經對銷集團內公司間就重組之交易及結餘後的合併股本及資本儲備。
- (b) 中國法律及法規規定，中國註冊公司於向權益持有人作出溢利分派前，須就自其各自法定財務報表所呈報的所得稅後溢利(抵銷過往年度的累計虧損後)轉撥的若干法定儲備計提撥備。所有法定儲備均就特定目的而設立。中國公司於分派其當前年度的稅後溢利前，須轉撥不少於所得稅後法定溢利10%的金額至法定盈餘儲備。當法定盈餘儲備的總額超出註冊資本的50%時，公司可停止轉撥。法定盈餘儲備將僅用於彌補公司虧損、擴充公司營運或增加公司資本。此外，公司可根據董事會決議案，進一步轉撥其稅後溢利至酌情盈餘儲備。
- (c) 二零一八年十二月二十九日，茂譽有限公司(「茂譽」)(由袁海波先生持有的首次公開發售前投資者)以代價人民幣8,819,400元認購深圳信懋7%股權。有關代價已於二零一九年二月十一日悉數結清。
- (d) 於二零一九年三月十二日，信智(深圳)電子有限公司(「信智(深圳)」)自李浩先生(「李先生」)、袁順唐先生(「袁先生」)、張必鍾先生及茂譽收購深圳信懋的全部股權，總代價為人民幣6,000,000元。

上述簡明綜合權益變動表應與隨附附註一併閱讀。

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2020

## 簡明綜合現金流量表

截至二零二零年六月三十日止六個月

		Unaudited six months ended 30 June 未經審核 截至六月三十日止六個月	
		2020 RMB'000 人民幣千元	2019 二零一九年 RMB'000 人民幣千元
<b>Cash flows from operating activities</b>	<b>經營活動現金流量</b>		
Cash generated from operation	經營所得現金	7,720	16,306
Income tax paid	已付所得稅	(2,438)	(3,408)
Interest received	已收利息	483	41
Net cash generated from operating activities	經營活動所得現金淨額	5,765	12,939
<b>Cash flows from investing activities</b>	<b>投資活動現金流量</b>		
Purchase of properties, plant and equipment	購置物業、廠房及設備	(9,488)	(3,249)
Proceeds from disposal of properties, plant and equipment	出售物業、廠房及設備之所得款項	480	-
Purchase of financial assets at fair value through profit or loss	購買按公平值計入損益的金融資產	(8,952)	-
Proceeds from disposal of financial assets at fair value through profit or loss	出售按公平值計入損益的金融資產所得款項	9,615	-
Receipt of government grants	收取政府補助	1,430	11,015
Net cash (used in)/generated from investing activities	投資活動(所用)/所得現金淨額	(6,915)	7,766
<b>Cash flows from financing activities</b>	<b>融資活動現金流量</b>		
Repayments of bank borrowings	償還銀行借款	(3,454)	(7,289)
Payment of interests on borrowings	支付借款利息	(296)	(664)
Capital injection from a shareholder	股東注資	-	8,820
Payment of acquisition of subsidiaries	就收購附屬公司支付款項	-	(6,000)
Payment of capital element of lease liabilities	支付租賃負債本金部分	(1,889)	(1,494)
Payment of interest element of lease liabilities	支付租賃負債利息部分	(211)	(246)
Net cash used in financing activities	融資活動所用現金淨額	(5,850)	(6,873)
<b>(Decrease)/increase in cash and cash equivalents</b>	<b>現金及現金等價物(減少)/增加</b>	<b>(7,000)</b>	13,832
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	139,172	14,979
Currency translation differences	貨幣換算差額	1,725	(283)
<b>Cash and cash equivalents at end of the period</b>	<b>期末現金及現金等價物</b>	<b>133,897</b>	28,528

The above condensed consolidated statement of cash flows should be read in conjunction with the accompanying notes.

上述簡明綜合現金流量表應與隨附附註一併閱讀。

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 1. General information

Confidence Intelligence Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 7 December 2018 as an exempted company with limited liability under the Companies Law Cap. 22, Law 3 of 1961 as consolidated and revised of the Cayman Islands. The address of its registered office is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the “Group”) are principally engaged in the provision of electronic manufacturing service. The ultimate holding company of the Company is Skyflying Company Limited (“Skyflying Company”), a company incorporated in the British Virgin Islands (“BVI”). The ultimate controlling party of the Group is Mr. Li.

These condensed consolidated interim financial information (“Interim Financial Information”) is presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand (“RMB’000”), unless otherwise stated.

This Interim Financial Information has not been audited.

## 簡明綜合中期財務資料附註

### 1. 一般資料

信懋智能控股有限公司（「本公司」）於二零一八年十二月七日根據開曼群島法例第22章公司法（一九六一年第3號法例，經綜合及修訂）於開曼群島註冊成立為獲豁免有限責任公司。其註冊辦事處地址為Clifton House, 75 Fort Street, P.O. Box1350, Grand Cayman, KY1-1108, Cayman Islands。

本公司為一家投資控股公司。本公司及其附屬公司（統稱「本集團」）主要從事提供電子製造服務。本公司的最終控股公司為於英屬處女群島（「英屬處女群島」）註冊成立的公司Skyflying Company Limited（「Skyflying Company」）。本集團的最終控股人士為李先生。

除另有說明外，該等簡明綜合中期財務資料（「中期財務資料」）以人民幣（「人民幣」）呈列，所有數值均約整至最接近千位（「人民幣千元」）。

本中期財務資料尚未審核。



## 2. Basis of presentation

This Interim Financial Information for the six months ended 30 June 2020 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 ‘Interim financial reporting’ issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). This Interim Financial Information does not include all the notes of the type normally included in annual consolidated financial statements. Accordingly, this Interim Financial Information should be read in conjunction with the annual consolidated financial statements for the year ended 31 December 2019, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

## 3. Summary of significant accounting policies

The accounting policies applied are consistent with those of the annual consolidated financial statements for the year ended 31 December 2019, as described in those annual consolidated financial statements, except for the estimation of income tax and the adoption of new and amended standards. Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

### 3.1 New and amended standards adopted by the Group

A number of new or amended standards became applicable for the current reporting period. The Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards.

### 3.2 Impact of standards issued but not yet applied by the Group

Certain new accounting standards and interpretations have been published that are not mandatory for this reporting period and have not been early adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

## 2. 編製基準

截至二零二零年六月三十日止六個月的本中期財務資料已按照香港會計師公會（「香港會計師公會」）頒佈的香港會計準則（「香港會計準則」）第34號「中期財務報告」編製。本中期財務資料不包含通常載於全年綜合財務報表內的全部類別附註。因此，本中期財務資料應與截至二零一九年十二月三十一日止年度的全年綜合財務報表一併閱讀，有關全年綜合財務報表乃根據香港財務報告準則（「香港財務報告準則」）編製。

## 3. 重大會計政策概要

除所得稅估計及採納之新訂及經修訂準則外，所採用的會計政策與截至二零一九年十二月三十一日止年度的全年綜合財務報表內所述該等全年綜合財務報表所採用之會計政策貫徹一致。中期所得稅乃按照預期年度總盈利所適用之稅率予以預提。

### 3.1 本集團採納的新訂及經修訂準則

多項新訂或經修訂準則已適用於本報告期間。本集團並無因採納該等準則而更改其會計政策或作出追溯調整。

### 3.2 已發佈但本集團尚未採納的準則的影響

若干新訂會計準則及詮釋已頒佈，惟於本報告期間尚未強制生效，亦未獲本集團提早採納。預期該等準則於當前或未來報告期間不會對本集團及可預見未來交易產生重大影響。

#### 4. Estimates

The preparation of this Interim Financial Information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this Interim Financial Information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements in the annual report for the year ended 31 December 2019.

#### 5. Financial Risk Management

##### (a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

This Interim Financial Information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the annual report for the year ended 31 December 2019. There have been no significant changes in the risk management policies since the year end.

#### 4. 估計

編製本中期財務資料要求管理層作出會影響會計政策應用及資產及負債以及收入及開支呈報金額之判斷、估計及假設。實際結果可能有別於該等估計。

於編製本中期財務資料時，管理層於應用本集團會計政策時所作之重大判斷及估計不確定因素之主要來源與截至二零一九年十二月三十一日止年度之年報內的綜合財務報表所應用者相同。

#### 5. 財務風險管理

##### (a) 財務風險因素

本集團業務承受多種財務風險：市場風險（包括外匯風險及利率風險）、信貸風險及流動資金風險。本集團的整體風險管理計劃重點關注金融市場的不可預測性，並尋求盡量減低對本集團財務表現的潛在不利影響。

本中期財務資料並無包括所有須載於全年財務報表之財務風險管理資料及披露，並應與截至二零一九年十二月三十一日止年度之年報一併閱讀。自年末以來，風險管理政策並無任何重大變動。

## 5. Financial risk management (Continued)

### (b) Fair value estimation

The Group's financial instruments measured at fair value are grouped into three different levels of a fair value hierarchy. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The Group's financial assets that are measured at fair value and included in level 1 at 30 June 2020 is approximate RMB1,000 (31 December 2019: Nil).

During the six months ended 30 June 2020, there were no transfers between level 1, 2, and 3.

The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for sale securities) is based on quoted (unadjusted) market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

## 5. 財務風險管理(續)

### (b) 公平值估計

本集團按公平值計量的金融工具分為三個不同的公平值級別。以下為不同級別之定義：

- 相同資產或負債在活躍市場之報價(未經調整)(第一級)。
- 除第一級內的報價外，資產或負債之可觀察直接(即價格)或間接(即源自價格者)輸入資料(第二級)。
- 並非根據可觀察市場數據而釐定之資產或負債之輸入資料(即不可觀察之輸入資料)(第三級)。

本集團於二零二零年六月三十日按公平值計量並計入第一級的金融資產約為人民幣1,000元(二零一九年十二月三十一日：零)。

截至二零二零年六月三十日止六個月，第一、第二及第三級之間並無轉移。

於活躍市場中買賣的金融工具(如公開買賣的衍生工具及可供出售證券)的公平值乃基於結算日的市場報價(未經調整)計算。本集團持有的金融資產所用的市場報價為當前的買入價。該等工具被列入第一級。

## 5. Financial risk management (Continued)

### (b) Fair value estimation (Continued)

The carrying amounts of the Group's other financial assets including trade receivables, deposits and other receivables and cash and cash equivalents; and financial liabilities including trade payables, other payables and accruals, lease liabilities and bank and other borrowings, approximate their fair values as at 30 June 2020 and 31 December 2019.

## 6. Revenue and segment information

The Company is an investment holding company and the Group is principally engaged in the business of electronics manufacturing services ("EMS").

The chief operating decision-maker has been identified as the Directors of the Company. The Directors review the Group's internal reporting in order to assess performance and allocate resources. The Directors have determined the operating segment based on these reports.

The Directors consider the Group's operation from a business perspective and determine that the Group has one reportable operating segment being the EMS.

The Directors assess the performance of the operating segment based on a measure of revenue and gross profit.

During the six months ended 30 June 2020 and 2019, all the Group's revenues are from contracts with customers and are recognised over time.

## 5. 財務風險管理(續)

### (b) 公平值估計(續)

本集團其他金融資產(包括貿易應收款項、按金及其他應收款項以及現金及現金等價物)及金融負債(包括貿易應付款項、其他應付款項及應計款項、租賃負債及銀行及其他借款)的賬面值與截至二零二零年六月三十日及二零一九年十二月三十一日的公平值相若。

## 6. 收益及分部資料

本公司為一家投資控股公司，本集團主要從事電子製造服務業務(「EMS」)。

主要營運決策者已確定為本公司董事。董事審閱本集團的內部報告以評估表現及分配資源。董事已根據該等報告決定經營分部。

董事從商業角度考慮本集團的營運，並決定本集團擁有一個可呈報經營分部(即EMS)。

董事按照收益及毛利的計量評估經營分部的表現。

截至二零二零年及二零一九年六月三十日止六個月，本集團的所有收益來自與客戶訂立的合約，並隨時間予以確認。



## 6. Revenue and segment information (Continued)

### (a) Segment revenue by customers' geographical location

The Group is domiciled in the People's Republic of China (the "PRC"). The Group's revenue by geographical location, which is determined by the location of customers, is as follows:

		<b>Unaudited</b>	
		<b>six months ended 30 June</b>	
		未經審核	
		截至六月三十日止六個月	
		2020	2019
		二零二零年	二零一九年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
The PRC	中國	103,919	129,254
The United States of America (the "USA")	美利堅合眾國 (「美國」)	22	44
		<b>103,941</b>	<b>129,298</b>

### (b) Non-current assets by geographical location

As at 30 June 2020 and 31 December 2019, all of the Group's non-current assets were located in the PRC.

## 6. 收益及分部資料 (續)

### (a) 按客戶地理位置劃分的分部收益

本集團在中華人民共和國(「中國」)註冊成立。本集團按地理位置(基於客戶位置釐定)劃分的收益如下：

		<b>Unaudited</b>	
		<b>six months ended 30 June</b>	
		未經審核	
		截至六月三十日止六個月	
		2020	2019
		二零二零年	二零一九年
		RMB'000	RMB'000
		人民幣千元	人民幣千元

### (b) 按地理位置劃分的非流動資產

於二零二零年六月三十日及二零一九年十二月三十一日，本集團的所有非流動資產均位於中國。

## 7. Expenses by nature

Expenses included in cost of sales, selling and distribution expenses, administrative expenses and net impairment losses on financial assets are analysed as follows:

## 7. 按性質劃分的開支

計入銷售成本、銷售及分銷開支、行政開支以及金融資產減值虧損淨額的開支分析如下：

		<b>Unaudited</b>	
		<b>six months ended 30 June</b>	
		未經審核	
		截至六月三十日止六個月	
		2020	2019
		二零二零年	二零一九年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Cost of raw materials and consumables used	使用原材料及消耗品成本	<b>38,917</b>	38,133
Subcontracting charges	分包費用	<b>3,094</b>	335
Employee benefit expenses and manpower service expenses, including Directors' emoluments (Note 20)	僱員福利開支及人力資源服務開支，包括董事酬金(附註20)	<b>27,807</b>	34,986
Rental expenses of short-term leases in respect of:	以下各項的短期租賃租金開支：		
– machineries	– 機器	<b>8,079</b>	9,317
– offices, warehouses, production plant and staff quarters	– 辦公室、貨倉、生產廠房及員工宿舍	<b>454</b>	148
Utilities	水電費	<b>2,138</b>	2,019
Depreciation (Note 13)	折舊(附註13)	<b>11,926</b>	9,702
Auditor's remuneration	核數師酬金		
– Audit services (excluding listing expenses)	– 審計服務 (不包括上市開支)	<b>533</b>	551
Listing expenses	上市開支	–	11,156
Professional fees	專業費用	<b>1,704</b>	4,051
Provision for inventories (Note 15)	存貨撥備(附註15)	<b>605</b>	–
Provision for trade receivables	貿易應收款項撥備	<b>79</b>	–
Other tax and surcharges	其他稅項及附加費	<b>1,012</b>	1,123
Transportation	交通運輸	<b>234</b>	245
Travelling expenses	差旅費	<b>300</b>	494
Others	其他	<b>3,285</b>	1,885
Total cost of sales, selling and distribution expenses, administrative expenses and net impairment losses on financial assets	銷售成本、銷售及分銷開支、行政開支以及金融資產減值虧損淨額總額	<b>100,167</b>	114,145

## 8. Other income

## 8. 其他收入

**Unaudited**  
**six months ended 30 June**  
未經審核  
截至六月三十日止六個月

<b>2020</b>	2019
二零二零年	二零一九年
<b>RMB'000</b>	RMB'000
人民幣千元	人民幣千元

Government grants	政府補助	<b>2,569</b>	1,691
Equipment rental income	設備租金收入	-	58
		<b>2,569</b>	1,749

## 9. Other (losses)/gains, net

## 9. 其他(虧損)/收益淨額

**Unaudited**  
**six months ended 30 June**  
未經審核  
截至六月三十日止六個月

<b>2020</b>	2019
二零二零年	二零一九年
<b>RMB'000</b>	RMB'000
人民幣千元	人民幣千元

Loss on disposal of properties, plant and equipment	出售物業、廠房及設備的虧損	<b>(2,665)</b>	(575)
Exchange differences	匯兌差額	<b>(525)</b>	611
Fair value gain on revaluation of financial assets at fair value through profit or loss	重估按公平值計入損益的金融資產之公平值收益	<b>496</b>	-
		<b>(2,694)</b>	36

## 10. Income tax expense

Subsidiaries in the PRC are subject to corporate income tax ("CIT") in accordance with the PRC CIT Law. According to the PRC CIT Law and the relevant regulations, the CIT tax rate applicable is 25% unless preferential rates are applicable in the cities where the subsidiaries are located.

If a subsidiary in the PRC is subject to CIT and qualified as High and New Technology Enterprise, the applicable CIT tax rate is 15%.

During the six months ended 30 June 2020 and 2019, Shenzhen Confidence Intelligence Electronic Co., Ltd, the Group's subsidiary in the PRC has qualified for high and new technology enterprise status and is therefore subject to PRC corporate income tax ("CIT") at a preferential income tax rate of 15%.

During the six months ended 30 June 2020 and 2019, no provision for Hong Kong profits tax has been made in the Interim Financial Information as the Group had no assessable profit in Hong Kong.

## 10. 所得稅開支

根據中國企業所得稅法，中國附屬公司須繳納企業所得稅（「企業所得稅」）。根據中國企業所得稅法及相關法規，除非優惠稅率適用於附屬公司所在城市，否則適用的企業所得稅稅率為25%。

倘中國附屬公司須繳納企業所得稅並具備高新技術企業資格，則適用的企業所得稅稅率為15%。

截至二零二零年及二零一九年六月三十日止六個月，本集團在中國的附屬公司深圳信懋智能電子有限公司合資格獲頒高新技術企業地位，因此享有中國企業所得稅（「企業所得稅」）優惠所得稅率15%。

截至二零二零年及二零一九年六月三十日止六個月，由於本集團並無香港應課稅溢利，故並無於中期財務資料作出香港利得稅撥備。

**Unaudited**  
**six months ended 30 June**  
未經審核  
截至六月三十日止六個月  
**2020**                      2019  
**二零二零年**              二零一九年  
**RMB'000**                RMB'000  
人民幣千元              人民幣千元

Current income tax	即期所得稅		
– PRC Corporate income tax ("CIT")	– 中國企業所得稅 (「企業所得稅」)	<b>1,114</b>	3,410
Deferred income tax	遞延所得稅	<b>(621)</b>	4
Income tax expense	所得稅開支	<b>493</b>	3,414

## 11. Earnings per share

The basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the six months ended 30 June 2020 and 2019. The weighted average number of ordinary shares used for such purpose has been retrospectively adjusted for the effects of the issue of shares in connection with the capitalisation of shares which took place on 20 September 2019.

## 11. 每股盈利

每股基本盈利按本公司權益持有人應佔溢利除以截至二零二零年及二零一九年六月三十日止六個月的已發行普通股加權平均數計算。用作該目的普通股加權平均數已就與二零一九年九月二十日資本化股份有關之股份發行的影響作出追溯調整。

		Unaudited six months ended 30 June 未經審核 截至六月三十日止六個月	
		2020 二零二零年	2019 二零一九年
Profit attributable to equity holders of the Company (RMB'000)	本公司權益持有人應佔溢利(人民幣千元)	3,132	12,655
Weighted average number of ordinary shares in issue (thousands of shares)	已發行普通股加權平均數(千股)	250,000	184,526
Basic and diluted earnings per share (RMB cents)	每股基本及攤薄盈利(人民幣分)	1.25	6.86

There were no differences between the basic and diluted earnings per share as there were no potential dilutive ordinary shares outstanding during the six months ended 30 June 2020 and 2019.

由於截至二零二零年及二零一九年六月三十日止六個月並無潛在攤薄普通股，故每股基本及攤薄盈利並無差異。

## 12. Dividends

No dividend has been paid or declared by the Company during the six months ended 30 June 2020 and 2019.

## 12. 股息

本公司於截至二零二零年及二零一九年六月三十日止六個月並無支付或宣派股息。

### 13. Properties, plant and equipment

### 13. 物業、廠房及設備

		Right-of-use assets 使用權資產 RMB'000 人民幣千元	Furniture and fixtures 傢俬及裝置 RMB'000 人民幣千元	Office equipment 辦公設備 RMB'000 人民幣千元	Plant and machineries 廠房及機器 RMB'000 人民幣千元	Motor vehicles 汽車 RMB'000 人民幣千元	Leasehold improvements 租賃物業裝修 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>As at 1 January 2020 (audited)</b>	<b>於二零二零年一月一日 (經審核)</b>							
Cost	成本	16,637	1,025	2,775	173,566	1,714	2,548	198,265
Accumulated depreciation	累計折舊	(8,840)	(439)	(1,031)	(65,258)	(1,048)	(1,387)	(78,003)
Net book amount	賬面淨值	7,797	586	1,744	108,308	666	1,161	120,262
<b>Six months ended 30 June 2020 (unaudited)</b>	<b>截至二零二零年六月 三十日止六個月 (未經審核)</b>							
Opening net book amount	期初賬面淨值	7,797	586	1,744	108,308	666	1,161	120,262
Additions	添置	-	9	607	5,926	-	3,206	9,748
Depreciation	折舊	(1,645)	(132)	(456)	(8,784)	(162)	(747)	(11,926)
Disposals	出售	-	-	-	(3,145)	-	-	(3,145)
Closing net book amount	期末賬面淨值	6,152	463	1,895	102,305	504	3,620	114,939
<b>As at 30 June 2020 (unaudited)</b>	<b>於二零二零年六月 三十日(未經審核)</b>							
Cost	成本	16,637	1,034	3,382	165,359	1,714	5,754	193,880
Accumulated depreciation	累計折舊	(10,485)	(571)	(1,487)	(63,054)	(1,210)	(2,134)	(78,941)
Net book amount	賬面淨值	6,152	463	1,895	102,305	504	3,620	114,939

### 13. Properties, plant and equipment (Continued)

### 13. 物業、廠房及設備(續)

		Right-of-use assets	Furniture and fixtures	Office equipment	Plant and machineries	Motor vehicles	Leasehold improvements	Total
		使用權資產	傢俬及裝置	辦公設備	廠房及機器	汽車	租賃物業裝修	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>As at 1 January 2019</b>		<b>於二零一九年一月一日</b>						
Cost	成本	18,792	765	1,220	136,204	1,714	2,548	161,243
Accumulated depreciation	累計折舊	(6,390)	(222)	(538)	(49,697)	(710)	(828)	(58,385)
Net book amount	賬面淨值	12,402	543	682	86,507	1,004	1,720	102,858
<b>Six months ended 30 June 2019 (unaudited)</b>		<b>截至二零一九年六月三十日止六個月(未經審核)</b>						
Opening net book amount	期初賬面淨值	12,402	543	682	86,507	1,004	1,720	102,858
Additions	添置	690	187	703	2,359	-	-	3,939
Depreciation	折舊	(1,787)	(95)	(193)	(7,178)	(169)	(280)	(9,702)
Disposals	出售	-	-	-	(575)	-	-	(575)
Closing net book amount	期末賬面淨值	11,305	635	1,192	81,113	835	1,440	96,520

The recognised right-of-use assets are related to properties and plant and machinery.

經確認的使用權資產與物業、廠房及機器有關。

#### 14. Prepayments, deposits and other receivables

#### 14. 預付款項、按金及其他應收款項

		Unaudited 未經審核 30 June 2020 於 二零二零年 六月三十日 RMB'000 人民幣千元	Audited 經審核 31 December 2019 於 二零一九年 十二月 三十一日 RMB'000 人民幣千元
<b>Current portion</b>	<b>即期部分</b>		
Prepayments	預付款項	1,224	2,010
Rental and other deposits (Note)	租金及其他按金(附註)	344	1,718
Other receivables (Note)	其他應收款項(附註)	5	5
		<b>1,573</b>	3,733
<b>Non-current portion</b>	<b>非即期部分</b>		
Prepayments of property, plant and equipment	購買物業、廠房及設備之預付款項	1,606	413
Rental deposits	租賃按金	810	755
		<b>2,416</b>	1,168
		<b>3,989</b>	4,901

Note:

As at 30 June 2020 and 31 December 2019, the carrying amounts of deposits and other receivables approximated their fair values.

附註：

於二零二零年六月三十日及二零一九年十二月三十一日，按金及其他應收款項的賬面值與其公平值相若。

#### 15. Inventories

During the six months ended 30 June 2020, the cost of inventories recognised as expense and included in cost of sales amounted to approximately RMB39,404,000 (30 June 2019: RMB37,722,000), which included provision of inventories amounting to approximately RMB605,000 (30 June 2019: Nil).

#### 15. 存貨

截至二零二零年六月三十日止六個月，金額約為人民幣39,404,000元(二零一九年六月三十日：人民幣37,722,000元)的存貨成本確認為開支並計入銷售成本，其包括約人民幣605,000元(二零一九年六月三十日：零)之存貨撥備。



## 16. Contract assets and trade receivables

## 16. 合約資產及貿易應收款項

		<b>Unaudited</b> 未經審核	Audited
		<b>30 June</b> <b>2020</b>	31 December 2019
		於二零二零年 六月三十日	於二零一九年 十二月三十一日
		<b>RMB'000</b> 人民幣千元	RMB'000 人民幣千元
Contract assets	合約資產	<b>6,080</b>	38,545
Trade receivables	貿易應收款項	<b>54,146</b>	27,605
Less: Provision for impairment of trade receivables	減：貿易應收款項減值撥備	<b>(115)</b>	(995)
Trade receivables	貿易應收款項	<b>54,031</b>	26,610
Contract assets and trade receivables	合約資產及貿易應收款項	<b>60,111</b>	65,155

Contract assets represent the Group's rights to consideration for work completed but unbilled for its services. The contract assets are transferred to trade receivables when the rights become unconditional which generally takes one to three months. The balances of contract assets as at 30 June 2020 and 31 December 2019 represented the amounts of services that were completed but unbilled before the period/year-end.

As at 30 June 2020 and 31 December 2019, the carrying amounts of contract assets and trade receivables approximated their fair values.

The Group's sales are on credit terms primarily from 30 to 90 days.

合約資產指本集團就其服務已完成但未開票工程收取代價的權利。當權利成為無條件時（一般需時一至三個月），合約資產轉撥至貿易應收款項。於二零二零年六月三十日及二零一九年十二月三十一日的合約資產結餘指於該期間／年末之前已完成但未開票的服務金額。

於二零二零年六月三十日及二零一九年十二月三十一日，合約資產及貿易應收款項的賬面值與其公平值相若。

本集團銷售的信貸期主要介乎30至90日。

## 16. Contract assets and trade receivables (Continued)

As at 30 June 2020 and 31 December 2019, the aging analysis of trade receivables, based on invoice date, was as follows:

## 16. 合約資產及貿易應收款項(續)

於二零二零年六月三十日及二零一九年十二月三十一日，貿易應收款項按發票日期的賬齡分析如下：

		<b>Unaudited</b> 未經審核 <b>30 June</b> <b>2020</b> 於二零二零年 六月三十日 <b>RMB'000</b> 人民幣千元	Audited 經審核 31 December 2019 於二零一九年 十二月 三十一日 RMB'000 人民幣千元
1 to 3 months	1 至 3 個月	<b>41,299</b>	25,679
Over 3 months	超 3 個月	<b>12,732</b>	931
		<b>54,031</b>	26,610

## 17. Trade payables

## 17. 貿易應付款項

		<b>Unaudited</b> 未經審核 <b>30 June</b> <b>2020</b> 於二零二零年 六月三十日 <b>RMB'000</b> 人民幣千元	Audited 經審核 31 December 2019 於二零一九年 十二月 三十一日 RMB'000 人民幣千元
Trade payables	貿易應付款項	<b>9,506</b>	16,192

As at 30 June 2020 and 31 December 2019, the aging analysis of trade payables, based on invoice date, was as follows:

於二零二零年六月三十日及二零一九年十二月三十一日，貿易應付款項按發票日期的賬齡分析如下：

		<b>Unaudited</b> 未經審核 <b>30 June</b> <b>2020</b> 於二零二零年 六月三十日 <b>RMB'000</b> 人民幣千元	Audited 經審核 31 December 2019 於二零一九年 十二月 三十一日 RMB'000 人民幣千元
Within 1 month	1個月內	<b>7,694</b>	13,446
1 to 2 months	1至2個月	<b>1,499</b>	1,366
2 to 3 months	2至3個月	<b>313</b>	669
Over 3 months	3個月以上	-	711
		<b>9,506</b>	16,192

As at 30 June 2020 and 31 December 2019, the carrying amounts of trade payables approximated their fair values.

於二零二零年六月三十日及二零一九年十二月三十一日，貿易應付款項之賬面值與其公平值相若。

## 18. Contract liabilities, other payables and accruals

## 18. 合約負債、其他應付款項及應計費用

		<b>Unaudited</b> 未經審核 <b>30 June</b> <b>2020</b> 於二零二零年 六月三十日 <b>RMB'000</b> 人民幣千元	Audited 經審核 31 December 2019 於二零一九年 十二月 三十一日 RMB'000 人民幣千元
Payable for operating expenses	與經營開支有關的應付款項	<b>3,252</b>	3,892
Payable for acquisition of properties, plant and equipment	有關收購物業、廠房及設備之應付款項	<b>1,507</b>	54
Other tax payables	其他應付稅項	<b>4,578</b>	6,007
Other payables	其他應付款項	<b>798</b>	811
Accruals	應計費用	<b>5,413</b>	14,397
Contract liabilities	合約負債	<b>510</b>	462
		<b>16,058</b>	25,623

As at 30 June 2020 and 31 December 2019, the carrying amounts of contract liabilities, other payables and accruals approximated their fair values.

於二零二零年六月三十日及二零一九年十二月三十一日，合約負債、其他應付款項及應計費用的賬面值與其公平值相若。

## 19. Capital commitments

Capital expenditure contracted for at the end of the period/year but not yet incurred is as follows:

## 19. 資本承擔

於期／年末已訂約但未產生的資本開支如下：

		<b>Unaudited</b> 未經審核 <b>30 June</b> <b>2020</b> 於二零二零年 六月三十日 <b>RMB'000</b> 人民幣千元	Audited 經審核 31 December 2019 於二零一九年 十二月 三十一日 RMB'000 人民幣千元
Contracted but not provided for	已訂約但尚未撥備	<b>2,716</b>	2,215

## 20. Related party transactions

Related parties are those parties that have the ability to control, jointly control or exert significant influence over the other party in holding power over the investee; exposure, or rights, to variable returns from its involvement with the investee; and the ability to use its power over the investee to affect the amount of the investor's returns. Parties are also considered to be related if they are subject to common control or joint control. Related parties may be individuals or other entities.

The ultimate holding company and controlling shareholder of the Group are disclosed in Note 1.

Major related parties that had transactions with the Group during the six months ended 30 June 2020 and 2019 were as follows:

### Name of related parties

關聯方姓名

Mr. Li  
李先生  
Mr. Yuan  
袁先生  
Mr. Xu Shizhen ("Mr. Xu")  
許世真先生(「許先生」)

### Relationship with the Company

與本公司的關係

Director and shareholder  
董事兼股東  
Director and shareholder  
董事兼股東  
Director  
董事

#### (a) Transactions with related parties

Save as disclosed elsewhere in the interim financial information, during the six months ended 30 June 2020 and 2019, the following transactions were carried out with related parties at terms mutually agreed by both parties:

(i) *Personal guarantees provided by Mr. Li, Mr. Yuan and Mr. Xu*

During the six months ended 30 June 2019, certain of the Group's bank loans were secured by personal guarantees from Mr. Li, Mr. Yuan and Mr. Xu. The personal guarantee were released and replaced by the corporate guarantee provided by the Company upon listing.

## 20. 關聯方交易

關聯方為有能力控制、共同控制或對於被投資對象持有權力的其他方行使重大影響力的一方；透過參與被投資對象的活動而獲得或有權享有可變回報；以及對被投資對象使用權力的能力，以影響投資者回報的金額。假如各方受到共同控制或聯合控制，亦被視為關聯方。關聯方可以是個人或其他實體。

本集團的最終控股公司及控股股東於附註1披露。

截至二零二零年及二零一九年六月三十日止六個月與本集團存在交易的主要關聯方如下：

#### (a) 與關聯方的交易

除中期財務資料另有披露者外，截至二零二零年及二零一九年六月三十日止六個月，以下交易乃與關聯方按雙方互相協定的條款進行：

(i) *李先生、袁先生及許先生提供的個人擔保*

截至二零一九年六月三十日止六個月，本集團若干銀行貸款以李先生、袁先生及許先生提供的個人擔保作抵押。上市後，個人擔保解除，由本公司提供的公司擔保替代。

## 20. Related party transactions (Continued)

### (b) Key management compensation

Key management compensation including Directors' compensation paid or payable to key management for employee services is shown below:

## 20. 關聯方交易(續)

### (b) 主要管理層薪酬

主要管理層薪酬(包括就僱員服務已付或應付主要管理層的董事薪酬)列示如下:

		Unaudited six months ended 30 June 未經審核 截至六月三十日止六個月	
		2020 二零二零年 RMB'000 人民幣千元	2019 二零一九年 RMB'000 人民幣千元
Wages and salaries	工資及薪金	1,627	1,339
Pension costs – defined contribution plan	退休金成本— 界定供款計劃	17	36
		1,644	1,375

## OTHER INFORMATION

### Directors' Interests In Contracts

There was no contract of significance to which the Company, its holding company, subsidiaries or fellow subsidiaries was a party and in which a director of the Company ("Director" or "Directors") had a material interest, whether directly or indirectly, subsisted at the end of the Interim Period or at any time during the Interim Period.

### Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2020, 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 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 for are as follows:

#### (i) Interests in our Company

Name of Director 董事姓名	Nature of interest 權益性質	Number of Shares <sup>(1)</sup> 股份數目 <sup>(1)</sup>	Percentage of shareholding (%) 持股百分比(%)
Mr. Li 李先生	Interest in a controlled corporation <sup>(2)</sup> 於受控法團的權益 <sup>(2)</sup>	99,881,250 (L)	39.95
Mr. Yuan 袁先生	Interest in a controlled corporation <sup>(3)</sup> 於受控法團的權益 <sup>(3)</sup>	46,950,000 (L)	18.78
Mr. Zhang 張先生	Interest in a controlled corporation <sup>(4)</sup> 於受控法團的權益 <sup>(4)</sup>	27,543,750 (L)	11.02

## 其他資料

### 董事於合約的權益

本公司、其控股公司、附屬公司或同系附屬公司概無訂立於中期期末或中期期間任何時間仍然存續而本公司董事（「董事」）於其中直接或間接擁有重大權益的重大合約。

### 董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於二零二零年六月三十日，本公司董事及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第XV部）的股份、相關股份及債權證中擁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被視為或視作擁有的權益及淡倉）或已記入本公司根據證券及期貨條例第352條存置的登記冊或已根據標準守則另行知會本公司及聯交所的權益或淡倉如下：

#### (i) 於本公司的權益

Notes:

- (1) The letter "L" denotes the person's long position in the Shares.
- (2) These Shares are held by Skyflying Limited (the "Skyflying"). Skyflying is wholly owned by Mr. Li. Mr. Li is also the sole director of Skyflying. Therefore, Mr. Li is deemed or taken to be interested in the Shares held by Skyflying under the SFO.
- (3) These Shares are held by Central Wealth Limited (the "Central Wealth"). Central Wealth is wholly owned by Mr. Yuan. Mr. Yuan is also the sole director of Central Wealth. Therefore, Mr. Yuan is deemed or taken to be interested in the Shares held by Central Wealth under the SFO.
- (4) These Shares are held by Realtime Limited (the "Realtime"). Realtime is wholly owned by Mr. Zhang. Mr. Zhang is also the sole director of Realtime. Therefore, Mr. Zhang is deemed or taken to be interested in the Shares held by Realtime under the SFO.

**(ii) Interests in the ordinary shares of associated corporation**

Name of Director 董事姓名	Name of associated corporation 相聯法團名稱	Nature of interests 權益性質	Number of shares <sup>(1)</sup> 股份數目 <sup>(1)</sup>	Percentage of shareholding (%) 持股百分比(%)
Mr. Li 李先生	Skyflying	Beneficial owner 實益擁有人	1(L)	100
Mr. Yuan 袁先生	Central Wealth	Beneficial owner 實益擁有人	1(L)	100
Mr. Zhang 張先生	Realtime	Beneficial owner 實益擁有人	1(L)	100

Note:

- (1) The letter "L" denotes the person's long position in the shares of the relevant associated corporation.

附註：


- (1) 字母「L」代表該人士於股份的好倉。
- (2) 該等股份由 Skyflying Limited (「Skyflying」) 持有。Skyflying 由李先生全資擁有。李先生亦為 Skyflying 的唯一董事。因此，根據證券及期貨條例，李先生被視為或當作擁有 Skyflying 所持股份的權益。
- (3) 該等股份由 Central Wealth Limited (「Central Wealth」) 持有。Central Wealth 由袁先生全資擁有。袁先生亦為 Central Wealth 的唯一董事。因此，根據證券及期貨條例，袁先生被視為或當作擁有 Central Wealth 所持股份的權益。
- (4) 該等股份由 Realtime Limited (「Realtime」) 持有。Realtime 由張先生全資擁有。張先生亦為 Realtime 的唯一董事。因此，根據證券及期貨條例，張先生被視為或當作擁有 Realtime 所持股份的權益。

**(ii) 於相聯法團的普通股的權益**

附註：

- (1) 字母「L」代表該人士於相關相聯法團股份的好倉。





Save as disclosed above, none of the Directors or chief executive of the Company and/or any of their respective associates had registered any interests or short positions in any shares and underlying shares in, and debentures of, the Company or any associated corporations as at the date of this report, as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to Part XV of the SFO or the Model Code.

### **Directors' Rights to Acquire Shares or Debenture**

Saved as disclosed in the section "Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures", at no time from the Interim Period to the date of this report was the Group a party to any arrangements to enable the Directors to acquire by means of acquisition of shares in, or debt securities, and including debentures, of the Group or any other body corporate.

除上文所披露者外，於本報告日期，概無本公司董事或最高行政人員及／或任何彼等各自的聯繫人於本公司或任何相聯法團的任何股份、相關股份及債權證中擁有記入本公司根據證券及期貨條例第352條須存置的登記冊或已根據證券及期貨條例第XV部或標準守則另行知會本公司及聯交所的任何權益或淡倉。

### **董事收購股份或債權證的權利**

除「董事及最高行政人員於股份、相關股份及債權證的權益及淡倉」一節所披露者外，本集團於中期期間直至本報告日期止任何時間內概無訂立任何安排，致使董事可藉收購本集團或任何其他法人團體的股份或債務證券（包括債權證）獲益。


## Substantial Shareholders' and Others' Interests and Short Positions in Shares and Underlying Shares

So far as the Directors are aware, as at the date of this report, the following corporations/persons (other than our Directors and chief executives of the Company) had interests of 5% or more in the issued 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 which recorded in the register required to be kept by the Company under section 336 of the SFO:

## 主要股東及其他人士於股份及相關股份的權益及淡倉

據董事所知，於本報告日期，以下法團／人士（本公司董事及最高行政人員除外）於已發行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或記入本公司根據證券及期貨條例第336條須存置的登記冊內的5%或以上權益：

Name of Shareholder	Nature of interest	Number of Shares held/ interested <sup>(1)</sup> 持有／擁有權益 的股份數目 <sup>(1)</sup>	Percentage (%) 百分比 (%)
Skyflying	Beneficial owner 實益擁有人	99,881,250 ordinary Shares 99,881,250股普通股	39.95
Central Wealth	Beneficial owner 實益擁有人	46,950,000 ordinary Shares 46,950,000股普通股	18.78
Ms. Zhang Juan 張娟女士	Interest of spouse 配偶權益	46,950,000 ordinary Shares 46,950,000股普通股	18.78
Realtime	Beneficial owner 實益擁有人	27,543,750 ordinary Shares 27,543,750股普通股	11.02
Ms. Chen Juan 陳娟女士	Interest of spouse 配偶權益	27,543,750 ordinary Shares 27,543,750股普通股	11.02
Regan International Growth Fund SPC	Beneficial owner 實益擁有人	24,214,000 ordinary Shares 24,214,000股普通股	9.69



Save as disclosed above, the Company has not been notified of any other relevant interests or short positions in the issued share capital of the Company, other than the Directors and chief executive of the Company, as at the date of this report which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

### **Arrangement for Directors to Purchase Shares or Debenture**

Saved as disclosed in the section “Directors’ and Chief Executive’s Interests and Short Positions in Shares, Underlying Shares and Debentures” above and in the section “Share Option Scheme” below, at no time during the Interim Period were rights to acquire benefits by means of the acquisition of Shares in or debentures of the Company granted to any Director of the Company or their respective spouses or minor children, or were such rights exercised by them, or was the Company, its holding company or any of its subsidiaries a party to any arrangements to enable the Directors of the Company to acquire benefits by means of the acquisition of Shares in, or debt securities (including debentures) of the Company or any other body corporate.

### **Directors’ Interests in Competing Businesses**

None of the Directors or any of their respective associates has engaged in or has any interest in any business that competes or may compete with the business of the Group, or has any other conflict of interest with the Group during the Interim Period and up to the date of this report.

除上文所披露者外，於本報告日期，概無本公司董事及最高行政人員以外的人士知會本公司，其已發行股本中有任何其他須根據證券及期貨條例第XV部第2及3分部的條文向本公司披露的相關權益或淡倉或記入本公司根據證券及期貨條例第336條須存置的登記冊的相關權益或淡倉。

### **董事購買股份或債權證的安排**

除上文「董事及最高行政人員於股份、相關股份及債權證的權益及淡倉」一節及下文「購股權計劃」一節所披露者外，於中期期間，本公司任何董事或彼等各自的配偶或未成年子女概無獲授權利可藉購入本公司股份或債權證獲益，亦無行使該等權利，本公司、其控股公司或任何附屬公司亦無訂立任何安排，致使本公司董事可藉購入本公司或任何其他法團的股份或債務證券（包括債權證）獲益。

### **董事於競爭性業務的權益**

於中期期間及直至本報告日期，董事或任何彼等各自的聯繫人概無從事任何與本集團業務競爭或可能競爭的業務或擁有該等業務的任何權益，亦無與本集團有任何其他利益衝突。

Mr. Li and Skyflying (together the “Controlling Shareholders”), had entered into a non-competition deed dated 20 September 2019 (the “Non-competition Deed”) in favour of the Company (for itself and on behalf of all members of the Group), pursuant to which, each of the Controlling Shareholders would not, and would procure his/its associates not to (other than through the Group or in respect of each covenant (together with his/its associates), as a holder of not more than 5% of the issued shares or stock of any class or debentures of any company listed on any recognized stock exchange) directly or indirectly carry on, engage or otherwise be interested (in each case whether as shareholder, partner, agent or otherwise and whether for profit, reward or otherwise) in any business which may be in competition with the business carried on by the Group from time to time, except where the Company’s approval is obtained.

In order to ensure the Controlling Shareholders have complied with the Deed of Non-competition, each of the Controlling Shareholders has provided to the Company a written confirmation (i) in respect of his/its compliance with the Non-competition Deed for the Interim Period ; (ii) no personal interests were ever declared by any Controlling Shareholders who are also Directors at the Directors’ meetings ; and (iii) stating that they have not entered into any business which may be in competition with the business carried on by the Group from time to time. As there was no change in terms of the undertaking since the Company’s listing on the Stock Exchange, the independent non-executive Directors of the Company are of the view that the Controlling Shareholders have complied with the Non-competition Deed and no matters are required to bring to the attention of the public.

## Share Option Scheme


A share option scheme was conditionally adopted on 20 September 2019 (the “Share Option Scheme”), which became effective on the Listing Date. The Share Option Scheme is a share incentive scheme and is established to recognise and motivate the contributions that the eligible participants had or may have made to the Group.

李先生及Skyflying (統稱「控股股東」)於二零一九年九月二十日以本公司(為其本身及代表本集團所有成員公司)為受益人訂立不競爭契據(「不競爭契據」)。據此，各控股股東不會亦將促使其聯繫人不會(除非通過本集團或就每位契據承諾人(連同其聯繫人)而言，持有不超過於任何認可證券交易所上市的任何公司已發行股份或任何類別股份或債權證的5%)直接或間接開展、從事任何可能與本集團不時開展的業務競爭的業務或以其他方式於當中擁有相關權益(無論是否作為股東、合夥人、代理或其他方式，亦不論是否為了利益、獎勵或其他原因)，惟獲得本公司批准者除外。

為確保控股股東遵守不競爭契據，各控股股東已向本公司書面確認：(i)其於中期期間遵守不競爭契據；(ii)同時擔任董事的控股股東不曾於董事會議上聲明任何個人利益；及(iii)彼等並無從事任何可能與本集團不時開展的業務競爭的業務。由於自本公司於聯交所上市以來承諾條款並無變動，本公司獨立非執行董事認為控股股東已遵守不競爭契據且並無事項須公眾垂注。

## 購股權計劃

購股權計劃於二零一九年九月二十日獲有條件採納(「購股權計劃」)，於上市日期生效。購股權計劃為一項股份獎勵計劃，旨在認可及激勵曾或可能曾對本集團作出貢獻的合資格參與者。



The Board may, at its absolute discretion, grant options to any employee (full-time or part-time), consultant or adviser of our Group, Directors, shareholder of our Group, or any supplier, customer, business partner or service provider of our Group (together, the “Eligible Participants” or each “Eligible Participant”).

Subject to the terms and conditions of the Share Option Scheme, the maximum numbers of shares in respect of which options may be granted under the Share Option Scheme and any other schemes shall not, in aggregate, exceed 10% of the Shares in issue as at the Listing Date (i.e. 25,000,000 shares) unless approved by the shareholders of the Company. The 10% limited may be renewed by the shareholders of the Company in general meeting from time to time provided always that the 10% limited so renewed must not exceed 10% of the shares in issue at the date of approval of such renewal by the shareholders of the Company.

No option shall be granted to any Eligible Participants which, if exercised in full would result in the total number of the shares issued and to be issued upon exercise of the options already granted or to be granted to such Eligible Participant under the Share Option Scheme (including exercised, cancelled, and outstanding share options) in any 12-month period up to and including the date of such grant exceeding 10% in aggregate of the shares in issue as at the date of such grant.

Subject to earlier termination by the Company in general meeting or by the Directors, the Share Option Scheme shall be valid and effective for a period of ten years from the date of adoption.

No share option has been granted under the Share Option Scheme up to the date of this report.

### Related Party Transactions

Details of material related party transactions entered into by the Group during the Interim Period are set out in note 20 to the condensed consolidated interim financial information. For the six months ended 30 June 2020, none of these related party transactions are connected transaction which are subject to the disclosure requirements of Chapter 14A of the Listing Rules in respect of such transactions.

董事會可全權酌情決定向任何僱員（不論全職或兼職）、本集團顧問或諮詢人、董事、本集團股東或本集團任何供應商、客戶、業務夥伴或服務供應商（統稱「合資格參與者」）授出購股權。

根據購股權計劃的條款及條件，除非經本公司股東批准，否則可根據購股權計劃及任何其他計劃授出的購股權所涉及的最高股份數目，合共不得超過於上市日期已發行股份的10%（即25,000,000股股份）。本公司股東可不時於股東大會上更新10%限額，惟更新後的10%限額始終不得超過本公司股東批准該項更新當日已發行股份的10%。

倘全面行使購股權會導致於截至有關授出日期（包括當日）止任何十二個月期間根據購股權計劃向有關合資格參與者已授出或將授出的購股權（包括已行使、已註銷及尚未行使的購股權）獲行使時已發行及將發行的股份總數超出有關授出日期已發行股份總數的10%，則不得向任何合資格參與者授出購股權。

購股權計劃於採納日期起計十年期間內有效及生效，惟可由本公司經股東大會或由董事提早終止。

截至本報告日期，概無根據購股權計劃授出任何購股權。

### 關聯方交易

本集團於中期間訂立的重大關聯方交易詳情載列於簡明綜合中期財務資料附註20。於截至二零二零年六月三十日止六個月，概無該等關聯方交易為就該等交易須遵守上市規則第14A章的披露規定的關連交易。

## Connected Transactions

During the six months ended 30 June 2020, there were no connected transactions or continuing connected transactions of the Company under Chapter 14A of the Rules Governing the Listing of securities on the Stock Exchange (the “Listing Rules”) which are required to comply with any of the reporting, announcement or independent shareholders’ approval requirements under the Listing Rules.

## Purchase, Sale or Redemption of Listed Securities

Neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities during the Interim Period.

## Auditor

PricewaterhouseCoopers, the auditor of the Company, has reviewed the unaudited condensed consolidated interim financial information of the Group for the Interim Period in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. The auditor’s independent review report has been included in page 17 of this report.

## Audit Committee

The Company established the Audit Committee on 20 September 2019 with terms of reference in compliance with the CG Code as set out in Appendix 14 to the Listing Rules for the purpose of to making recommendations to the Board on the appointment and removal of the external auditor, to review the financial statements and related materials and provide advice in respect of the financial reporting process, and to oversee the internal control procedures of our Group. The Audit Committee now comprises three members, all being independent non-executive Directors, namely, Mr. Wong Chun Sek Edmund (Chairman), Mr. Chen Zhong and Mr. Wu Tai Cheung.

The Audit Committee had reviewed the interim results of the Group for the six months ended 30 June 2020.

## 關連交易

截至二零二零年六月三十日止六個月，本公司概無進行聯交所證券上市規則（「上市規則」）第14A章所指須遵守上市規則的任何申報、公告或獨立股東批准規定的關連交易或持續關連交易。

## 購買、出售或贖回上市證券

本公司或其任何附屬公司於中期間概無購買、出售或贖回本公司任何上市證券。

## 核數師

本公司核數師羅兵咸永道會計師事務所已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「實體之獨立核數師審閱中期財務資料」審閱本集團於中期間之未經審核簡明綜合中期財務資料。核數師的獨立審閱報告載於本報告的第17頁。

## 審核委員會

本公司於二零一九年九月二十日成立審核委員會，其職權範圍符合上市規則附錄14所載企業管治守則的規定，旨在就外聘核數師的委任及罷免向董事會提供推薦意見、審閱財務報表及相關材料、就財務申報過程提供意見及監察本集團的內部監控程序。審核委員會目前由三名成員組成，全為獨立非執行董事，即黃俊碩先生（主席）、陳忠先生及胡大祥先生。

審核委員會已審閱本集團截至二零二零年六月三十日止六個月的中期業績。



## Remuneration Committee

The Company established the Remuneration Committee on 20 September 2019 with terms of reference in compliance with the Code for the purpose of making recommendations to the Board on the overall remuneration policy and structure relating to the Directors and senior management of our Group, to review and evaluate their performance in order to make recommendations on the remuneration package of each of the Directors and senior management personnel as well as other employee benefit arrangements. The Remuneration Committee comprises three independent non-executive Directors, namely, Mr. Wu Tai Cheung (Chairman), Mr. Chen Zhong and Mr. Wong Chun Sek Edmund.

## Nomination Committee

The Company established the Nomination Committee on 20 September 2019 with terms of reference in compliance with the Code for the purpose of making recommendations to the Board on the appointment of Directors and the management of the Board succession. The Nomination Committee comprises three independent non-executive Directors, namely Mr. Chen Zhong (Chairman), Mr. Wong Chun Sek Edmund and Mr. Wu Tai Cheung.

## Corporate Governance Practices

The Company recognises the value and importance of achieving high corporate governance standards to enhance corporate performance, transparency and accountability, earning the trust of shareholders and the public. The Board strives to adhere to the principles of corporate governance and adopt sound corporate governance codes to meet the legal and commercial standards by focusing on areas such as internal control, adequate disclosure and accountability to all shareholders.

## 薪酬委員會

本公司於二零一九年九月二十日成立薪酬委員會，其職權範圍符合守則的規定，旨在就與本集團董事及高級管理層相關的整體薪酬政策及架構向董事會提供推薦意見、檢討及評估各董事及高級管理人員的表現以就彼等的薪酬組合以及其他僱員福利安排提供推薦意見。薪酬委員會由三名獨立非執行董事組成，即胡大祥先生(主席)、陳忠先生及黃俊碩先生。

## 提名委員會

本公司於二零一九年九月二十日成立提名委員會，其職權範圍符合守則的規定，旨在就董事委任及董事會繼任管理向董事會提供推薦意見。提名委員會由三名獨立非執行董事組成，即陳忠先生(主席)、黃俊碩先生及胡大祥先生。

## 企業管治常規

本公司認同達致高度企業管治標準，以提高企業表現、透明度及責任乃具有價值並十分重要，因其能贏取股東及公眾的信任。董事會致力專注於內部監控、充足披露以及對全體股東負責等範疇，以依循企業管治原則並採納穩健的企業管治守則以符合法律及商業水平。



The Company has adopted and complied with the code provisions set out in the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 to the Listing Rules during the Interim Period except the following deviation:

CG Code provision A.2.1 stipulates that the roles of chairman of the Board and chief executive should be separate and should not be performed by the same individual. Mr. Li is the chairman of the Board and the chief executive officer of our Group, which was deviated from the CG Code. However, having considered the nature and extent of our Group’s operations, Mr. Li’s extensive experience in the industry, familiarity with the operations of our Group since its business operation, that all major decisions are made in consultation with members of our Board and relevant Board committees, and that there are three independent non-executive Directors on our Board offering independent perspectives, our Board is therefore of the view that there are adequate safeguards in place to ensure sufficient balance of powers and authorities between our Board and the management of our Company and that it is in the best interest of our Group to have Mr. Li taking up both roles. As such, the roles of the chairman and chief executive officer of our Group are not being separated pursuant to the requirement under code provision A.2.1 of the CG Code. The Board will also continue to review and monitor the practices of the Company for the purpose of complying with the CG Code and maintaining a high standard of corporate governance practices of the Company.

### Interest of Compliance Adviser

In accordance with Rule 3A.19 of the Listing Rules, the Company has appointed Dakin Capital Limited to be the compliance adviser. Dakin Capital Limited, being the sponsor of the Company in relation to the Listing, has declared its independence pursuant to Rule 3A.07 of the Listing Rules. Save as provided for in relation to the Share Offer and/or disclosed in the Prospectus, neither Dakin Capital Limited nor any of its associates and none of the directors or employees of Dakin Capital Limited who have been involved in providing advice to the Company as the sponsor, has or may, as a result of the Share Offer, have any interest in any securities of the Company or any other companies of the Group (including options or rights to subscribe for such securities).

於中期期間，本公司已採納及遵守上市規則附錄14所載之企業管治守則（「企業管治守則」）載列的守則條文，惟下述偏離者除外：

企業管治守則條文第A.2.1條規定，董事會主席與行政總裁的角色應予區分，不應由同一人兼任。李先生為本集團董事會主席兼行政總裁，偏離企業管治守則。然而，考慮到本集團業務的性質及規模、李先生的豐富行業經驗及對本集團營運以來業務的熟悉，以及所有主要決策均會諮詢董事會及相關董事會成員，且董事會設有三名獨立非執行董事提供獨立見解，故董事會認為有足夠保障措施確保董事會與本公司管理層之間權力平衡，且李先生兼任兩職符合本集團的最佳利益。因此，並無根據企業管治守則條文第A.2.1條的規定區分本集團主席與行政總裁的角色。董事會亦將繼續檢討及監察本公司常規，確保本公司遵守企業管治守則及維持高水準的企業管治常規。

### 合規顧問權益

根據上市規則第3A.19條，本公司已委聘德健融資有限公司作為合規顧問。作為本公司上市保薦人的德健融資有限公司已根據上市規則第3A.07條聲明其獨立性。除就股份發售規定及／或招股章程所披露者外，德健融資有限公司或其任何聯繫人士以及參與向本公司提供意見的德健融資有限公司任何董事或僱員（作為保薦人）概無因或可能因股份發售而於本公司或本集團任何其他公司的任何證券擁有權益（包括認購該等證券的購股權或權利）。





## CHANGE OF PARTICULARS OF THE DIRECTORS

As at the date of this report, none of the Director nor their respective biographical information had been changed since the date of the Company's 2019 annual report, which are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

### Sufficiency of Public Float

Based on the publicly available information and to the best of the Directors' knowledge, information and belief, the Company had maintained sufficient public float of not less than 25% of its total issued shares as required under the Listing Rules during the Interim Period and up to the date of this report.

### Model Code for Securities Transactions by Directors of Listed Issuers

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules as its code of conduct regarding directors' securities transactions. All Directors of the Company have confirmed that, following specific enquiry by the Company, they have complied with the required standard set out in the Model Code during the Interim Period and up to the date of the report.

By order of the Board

**Mr. LI HAO**

*Chairman & Executive Director*

Hong Kong  
14 August 2020

## 董事詳情變更

自本公司2019年年報日期起直至本報告日期，概無董事或彼等各自的履歷資料有所變更而須根據上市規則第13.51B(1)條披露。

### 足夠公眾持股量

根據公開所得資料以及就董事所深知、盡悉及確信，於中期直至本報告日期，本公司一直維持上市規則所規定的足夠公眾持股量，即不少於已發行股份總數的25%。

### 上市發行人董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載的標準守則，作為其董事進行證券交易的行為守則。經本公司作出具體查詢後，本公司全體董事確認彼等自中期期間起至本報告日期一直遵守標準守則所載規定標準。

承董事會命  
主席兼執行董事  
李浩先生

香港  
二零二零年八月十四日

**CONFIDENCE INTELLIGENCE HOLDINGS LIMITED**

信懇智能控股有限公司