



PERFECT GROUP INTERNATIONAL HOLDINGS LIMITED
保發集團國際控股有限公司

(Incorporated in 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: 03326



INTERIM REPORT 2020 中期報告

保發珠寶產業中心
PERFECT GROUP JEWELLERY INDUSTRY PARK



保發集團大廈
PERFECT TOWER



*Perfection by
Perfect Jewellery*

Contents 目錄

Corporate Information 公司資料	3
Management Discussion and Analysis 管理層討論及分析	6
Other Information 其他資料	13
Report on Review of Condensed Consolidated Financial Statements 簡明綜合財務報表審閱報告	20
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income 簡明綜合損益及其他全面收益表	22
Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表	24
Condensed Consolidated Statement of Changes in Equity 簡明綜合權益變動表	26
Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表	28
Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註	29

Corporate Information

公司資料

Executive Directors

Mr. Kan Kin Kwong (*Chairman and Chief Executive Officer*)
Ms. Shek Mei Chun
Mr. Chung Chi Keung

Independent Non-executive Directors

Mr. Fan Chor Ho
Mr. Lee Ka Wing (appointed on 1 May 2020)
Mr. Wong Wai Keung Frederick
Mr. Li Cheuk Wai (resigned on 1 May 2020)

Audit Committee

Mr. Wong Wai Keung Frederick (*Chairman*)
Mr. Lee Ka Wing (appointed on 1 May 2020)
Mr. Fan Chor Ho
Mr. Li Cheuk Wai (resigned on 1 May 2020)

Remuneration Committee

Mr. Lee Ka Wing (*Chairman*) (appointed on 1 May 2020)
Mr. Chung Chi Keung
Mr. Wong Wai Keung Frederick
Mr. Li Cheuk Wai (*Chairman*) (resigned on 1 May 2020)

Nomination Committee

Mr. Kan Kin Kwong (*Chairman*)
Mr. Fan Chor Ho
Mr. Lee Ka Wing (appointed on 1 May 2020)
Mr. Li Cheuk Wai (resigned on 1 May 2020)

Risk Management Committee

Mr. Kan Kin Kwong (*Chairman*)
Ms. Shek Mei Chun
Mr. Lee Ka Wing (appointed on 1 May 2020)
Mr. Li Cheuk Wai (resigned on 1 May 2020)

執行董事

簡健光先生 (*主席兼行政總裁*)
石美珍女士
鍾志強先生

獨立非執行董事

范佐浩先生
李家榮先生 (於2020年5月1日獲委任)
黃煒強先生
李卓威先生 (於2020年5月1日辭任)

審核委員會

黃煒強先生 (*主席*)
李家榮先生 (於2020年5月1日獲委任)
范佐浩先生
李卓威先生 (於2020年5月1日辭任)

薪酬委員會

李家榮先生 (*主席*) (於2020年5月1日獲委任)
鍾志強先生
黃煒強先生
李卓威先生 (*主席*) (於2020年5月1日辭任)

提名委員會

簡健光先生 (*主席*)
范佐浩先生
李家榮先生 (於2020年5月1日獲委任)
李卓威先生 (於2020年5月1日辭任)

風險管理委員會

簡健光先生 (*主席*)
石美珍女士
李家榮先生 (於2020年5月1日獲委任)
李卓威先生 (於2020年5月1日辭任)

Corporate Information 公司資料

Company Secretary

Mr. Tam Chun Wa

Auditor

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

Legal Advisers

As to Hong Kong Law

Loeb & Loeb LLP
21st Floor, CCB Tower
3 Connaught Road Central
Hong Kong

As to Cayman Islands Law

Conyers Dill & Pearman
2901, One Exchange Square,
8 Connaught Place, Central,
Hong Kong

Principal Bankers

The Bank of East Asia, Limited
Millennium City 5 BEA Tower
418 Kwun Tong Road
Hong Kong

OCBC Wing Hang Bank Limited
Unit 01, 22/F,
Crocodile Centre,
79 Hoi Yuen Road,
Kwun Tong, Kowloon

公司秘書

譚鎮華先生

核數師

德勤•關黃陳方會計師行
香港
金鐘道88號
太古廣場一座35樓

法律顧問

有關香港法律

樂博律師事務所有限法律責任合夥
香港
干諾道中3號
中國建設銀行大廈21樓

有關開曼群島法律

Conyers Dill & Pearman
香港
中環康樂廣場8號
交易廣場一座2901室

主要往來銀行

東亞銀行有限公司
香港
觀塘道418號
創紀之城五期東亞銀行中心

華僑永亨銀行有限公司
九龍觀塘
開源道79號
鱸魚恤中心
22樓01室

Corporate Information

公司資料

Principal Share Registrar and Transfer Office in the Cayman Islands

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

Hong Kong Branch Share Registrar

Union Registrars Limited
Suites 3301-04, 33/F.
Two Chinachem Exchange Square
338 King's Road
North Point, Hong Kong

Registered Office

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

Place of Business in Hong Kong and Headquarter

26th Floor,
YHC Tower
No. 1 Sheung Yuet Road
Kowloon
Hong Kong

Company's Website Address

www.hkperjew.com.hk

Stock Code

3326

開曼群島股份過戶登記總處

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

香港股份過戶登記分處

聯合證券登記有限公司
香港北角
英皇道338號
華懋交易廣場2期
33樓3301至04室

註冊辦事處

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

香港營業地點及總部

香港
九龍
常悅道1號
恩浩國際中心
26樓

公司網址

www.hkperjew.com.hk

股份代號

3326

Management Discussion and Analysis

管理層討論及分析

Business outlook and future prospects

The Group is one of the top fine jewellery manufactures and wholesalers with over 30 years of history in Hong Kong. The principal business of the Group is designing, manufacturing and sales of high-end fine jewellery (primarily mounted with diamonds) (“Jewellery Business”) and the development and sales of properties for the Group’s integrated and comprehensive industry park located at 1st Ring Road South Extension Foshan, Guangdong Province, the People’s Republic of China (the “PRC”) (“Property Development”) with the development plan to build an integrated and comprehensive industry park (the “Perfect Group Jewellery Industry Park”).

In the first half of the year, for the Jewellery Business, the Group continued to suffer from weak buying behaviours of customers in the Dubai region. Further, the outbreak of the 2019 Novel Coronavirus (“Covid-19”) and the resultant quarantine measures and travel restrictions imposed by worldwide countries in early 2020 have had negative impact on the Group’s sales in the jewellery business. These measures and travel restrictions restrained our sales team from visiting our customers in our Dubai Office, and our Group to participate in various shows, fairs and exhibitions. Most of the shows, fairs and exhibitions were postponed or canceled during the period. The visits to our customers, our Dubai Office and the participation of shows, fairs and exhibitions are significant part of logistics and marketing activities of the Group.

Since the second half of 2018, the Group has started to deliver the completed units in Perfect Group Jewellery Industry Park to customers. The construction work at the Perfect Group Jewellery Industry Park was completed. Revenue is recognised at a point in time when the customer obtains the control of the property and the Group has the present right to payment and consideration is probable. As the units that the Group intended to sell have been sold and most of the sales proceeds have been received, the delivery of the units sold and the revenue recognition are proceeded as scheduled. The Group will sell the remaining units once necessary approvals are obtained from the relevant authorities. The management company of the Group in Perfect Group Jewellery Industry Park are now in full operation. The Group has also leased out part of the units of Perfect Group Jewellery Industry Park that may not be able to obtain the approval for sales in the short term.

業務展望及未來前景

本集團為香港頂尖優質珠寶製造商及批發商之一，擁有逾30年歷史。本集團的主要業務是設計、製造及出售主要鑲嵌鑽石的高端優質珠寶（「珠寶業務」）及就本集團位於中華人民共和國（「中國」）廣東省佛山一環南延線的綜合全面產業中心項目開發及銷售物業（「物業發展」），發展計劃為建設一個綜合全面產業中心（「保發珠寶產業中心」）。

於本年度上半年，就珠寶業務而言，本集團仍受到迪拜地區客戶購買意慾疲弱的影響。此外，2019新型冠狀病毒（「Covid-19」）疫情以及2020年初世界各國強制實施之隔離措施及旅遊限制對本集團之珠寶業務銷售造成負面影響。該等措施及旅遊限制令銷售團隊拜訪迪拜辦事處之客戶、本集團參加多項展出、交易會以及展覽會受阻。於本期間內，大部份展出、交易會以及展覽會被延後或取消。拜訪客戶、本集團的迪拜辦事處，以及參加多項展出、交易會以及展覽會為本集團物流及市場推廣活動的重要一環。

自2018年下半年開始，本集團已開始向客戶交付保發珠寶產業中心的已完工單位。保發珠寶產業中心的建築工程已完工。物業發展之收益於客戶取得相關物業之控制權時確認，本集團現時有權收取付款且代價屬恰當。由於本集團擬出售的單位已售出，亦已收取大部份銷售所得款項，已售單位之交付及收益確認按計劃進行。一旦自相關部門獲得必要審批，本集團將出售剩餘單位。本集團於保發珠寶產業中心之管理公司現正全面運作。由於保發珠寶產業中心的部分單位可能無法於短期內獲得銷售批准，故本集團亦出租該等單位。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL REVIEW

Overall Revenue

The Group's revenue for the six months ended 30 June 2020 was approximately HK\$261.3 million (six months ended 30 June 2019: approximately HK\$302.4 million), representing a decrease of approximately HK\$41.1 million or 13.6% from the corresponding period of 2019. The decrease in the Group's revenue was primarily due to the significant decrease in revenue amounting to approximately HK\$115.3 million or 66.7% from the corresponding period from Jewellery Business which was partly offset by the increase in recognition of revenue from property development business ("Property Development") during the period.

The revenue of Jewellery Business and Property Development represents approximately 22.0% and 78.0% of our total revenue, respectively.

Jewellery Business

Revenue

The Group's revenue for Jewellery Business during the six months ended 30 June 2020 was approximately HK\$57.6 million (six months ended 30 June 2019: approximately HK\$172.9 million), representing a significant decrease of approximately HK\$115.3 million or 66.7% from the corresponding period of 2019. The significant decrease was primarily due to the continued weak buying behaviours of customers in the Dubai region and the impact of Covid-19, leading to the cancellation or postponement of regular jewellery shows, fairs and exhibitions scheduled to be held in Hong Kong and overseas and thus, restricted the Group's sales team from visiting the customers and Dubai office.

Gross profit and gross profit margin

The gross profit decreased from approximately HK\$44.5 million to HK\$14.2 million, representing a significant decrease of approximately HK\$30.3 million or 68.1% which is in line with the significant decrease in the sales of Jewellery Business. The gross profit margin was approximately 24.7% for the period ended 30 June 2020 (six months ended 30 June 2019: 25.8%), which is similar to that for the 2019 period.

財務回顧

整體收益

截至2020年6月30日止六個月，本集團之收益約為261,300,000港元(截至2019年6月30日止六個月：約302,400,000港元)，自2019年同期減少約41,100,000港元或13.6%。本集團收益減少主要由於珠寶業務之收益自同期大幅下降約115,300,000港元或66.7%，惟部分由期內確認物業發展業務(「物業發展」)之收益增長所抵銷。

珠寶業務及物業發展之收益分別佔本集團總收益約22.0%及78.0%。

珠寶業務

收益

於截至2020年6月30日止六個月，本集團珠寶業務之收益約為57,600,000港元(截至2019年6月30日止六個月：約172,900,000港元)，自2019年同期大幅減少約115,300,000港元或66.7%。該顯著減少主要由於迪拜地區客戶購買意慾持續疲弱及受Covid-19影響，導致計劃於香港及海外定期舉行之珠寶展出、交易會及展覽被取消或延後，本集團銷售團隊拜訪客戶及迪拜辦事處受阻。

毛利及毛利率

毛利由約44,500,000港元減少至14,200,000港元，大幅減少約30,300,000港元或68.1%，與珠寶業務之銷售額之顯著減少相符。截至2020年6月30日止期間之毛利率約為24.7%(截至2019年6月30日止六個月：25.8%)，與2019年期間之毛利率相若。

Management Discussion and Analysis

管理層討論及分析

Property Development

Revenue, gross profit and gross profit margin

Revenue of approximately HK\$203.7 million for the six months ended 30 June 2020 (six months ended 30 June 2019: HK\$129.5 million) was recorded for the Property Development. The gross profit recognised for the six months ended 30 June 2020 was approximately HK\$101.5 million (six months ended 30 June 2019: HK\$53.3 million) and the gross profit margin was approximately 49.8% (six months ended 30 June 2019: approximately 41.2%) which were primarily due to the slightly increase in selling price of units and lowering of estimated cost.

Overall gross profit and gross profit margin

Overall gross profit increased from approximately HK\$97.8 million to HK\$115.7 million, representing an increase of approximately HK\$17.9 million or 18.3%. With respect to the gross profit, approximately HK\$14.2 million related to Jewellery Business, representing a significant decrease of approximately 68.1%, and approximately HK\$101.5 million related to Property Development, representing a significant increase of 90.4%.

Other Income

Other income comprised primarily of rental income from investment properties held in the PRC of approximately HK\$3.0 million (six months ended 30 June 2019: approximately HK\$533,000). The Group also received bank interest income of approximately HK\$1.7 million (six months ended 30 June 2019: approximately HK\$2.7 million).

Finance costs

The finance costs for the six months ended 30 June 2020 was approximately HK\$594,000 (six months ended 30 June 2019: approximately HK\$1.6 million). The finance costs comprised of interests on short term financing, loan interest of bank borrowing in the PRC and interest on lease liabilities. The finance costs decreased primarily due to the bank borrowing in PRC was fully repaid during the period.

物業發展

收益、毛利及毛利率

物業發展錄得截至2020年6月30日止六個月之收益約203,700,000港元(截至2019年6月30日止六個月：129,500,000港元)。截至2020年6月30日止六個月之已確認毛利約為101,500,000港元(截至2019年6月30日止六個月：53,300,000港元)及毛利率約為49.8%(截至2019年6月30日止六個月：約41.2%)，此乃主要由於單位售價小幅上漲及估計成本回落。

整體毛利及毛利率

整體毛利由約97,800,000港元增加至115,700,000港元，增加約17,900,000港元或18.3%。至於毛利，約14,200,000港元與珠寶業務相關，大幅減少約68.1%，及約101,500,000港元與物業發展相關，大幅增加90.4%。

其他收入

其他收入主要包括來自於中國持有之投資物業之租金收入約3,000,000港元(截至2019年6月30日止六個月：約533,000港元)。本集團亦收取銀行利息收入約1,700,000港元(截至2019年6月30日止六個月：約2,700,000港元)。

融資成本

截至2020年6月30日止六個月之融資成本約為594,000港元(截至2019年6月30日止六個月：約1,600,000港元)。融資成本包括短期融資之利息、中國銀行借貸之貸款利息以及租賃負債之利息。融資成本減少主要由於中國銀行借貸已於本期間悉數償還。

Management Discussion and Analysis

管理層討論及分析

Selling and Distribution Costs

The selling and distribution costs for the six months ended 30 June 2020 was approximately HK\$3.6 million (six months ended 30 June 2019: approximately HK\$8.6 million), a significant decrease of approximately HK\$5.0 million, or approximately 58.6%, as compared with corresponding period in 2019.

The significant decrease was primarily attributed to the jewellery shows, fairs and exhibitions normally held during the period were cancelled or postponed, leading to the significant decrease of the show expenses from approximately HK\$3.6 million to approximately HK\$52,000.

General and Administrative Expenses

The general and administrative expenses for the six months ended 30 June 2020 was approximately HK\$21.1 million (six months ended 30 June 2019: approximately HK\$27.0 million), representing a decrease of approximately HK\$5.9 million or 21.8% from the corresponding period of 2019. The decrease in general and administrative expenses was primarily attributable to the decrease in salaries expense from HK\$17.3 million to HK\$10.8 million, representing a decrease of approximately 37.6%, as compared with the corresponding period of 2019 as a result of reduction in salary for both staff and Directors.

Profit for the Period

As a result of the above factors, profit for the six months ended 30 June 2020 was approximately HK\$46.9 million (six months ended 30 June 2019: approximately HK\$57.7 million), representing a decrease of approximately 18.8%.

銷售及分銷成本

截至2020年6月30日止六個月之銷售及分銷成本約為3,600,000港元(截至2019年6月30日止六個月：約8,600,000港元)，較2019年同期大幅減少約5,000,000港元或約58.6%。

顯著減少主要由於通常於本期間舉行之珠寶展出、交易會及展覽被取消或延後，導致展覽開支由約3,600,000港元大幅下降至約52,000港元。

一般及行政開支

截至2020年6月30日止六個月之一般及行政開支約為21,100,000港元(截至2019年6月30日止六個月：約27,000,000港元)，自2019年同期減少約5,900,000港元或21.8%。一般及行政開支減少主要由於薪金開支由17,300,000港元減少至10,800,000港元，由於支付予員工及董事之薪酬減少，其較2019年同期減少約37.6%。

期內溢利

由於上述因素，截至2020年6月30日止六個月之溢利約為46,900,000港元(截至2019年6月30日止六個月：約57,700,000港元)，減少約18.8%。

Management Discussion and Analysis

管理層討論及分析

Liquidity and financial resources

As at 30 June 2020, the Group had current assets of approximately HK\$558.6 million (as at 31 December 2019: approximately HK\$831.2 million) which comprised of bank balances and cash of approximately HK\$103.8 million (as at 31 December 2019: approximately HK\$173.8 million) and properties held for sale of approximately HK\$206.6 million (as at 31 December 2019: approximately HK\$322.8 million). As at 30 June 2020, the current liabilities amounted to approximately HK\$213.9 million (as at 31 December 2019: approximately HK\$508.7 million). The significant decrease is primarily due to contract liabilities which is receipt in advance from customers. The current ratio, being the ratio of current assets to current liabilities, was approximately 2.61 as at 30 June 2020 (as at 31 December 2019: approximately 1.63).

Despite the outbreak of Covid-19 which had a negative impact on the operations of the Jewellery Business, the Group together with other businesses can maintain its healthy cash flow requirements as a whole. As at the period ended 30 June 2020, the Group after repaying all the bank borrowings (as at 31 December 2019: HK\$49.2 million) continued to maintain bank balances and cash of approximately HK\$103.8 million with an undrawn standby facilities with the bank to cater for the future operation requirements. The Directors believe that the Group has adequate working capital to support its ongoing operations and development requirements.

Gearing ratio

As the Group has repaid all bank borrowings, based on total borrowings divided by equity, the gearing ratio was approximately nil (as at 31 December 2019: approximately 8.8%).

Charge of assets

There was a charge on the Group's assets as at 30 June 2020 of approximately HK\$242.8 million (as at 31 December 2019: approximately HK\$237.8 million).

流動資金及財務資源

於2020年6月30日，本集團有流動資產約558,600,000港元(於2019年12月31日：約831,200,000港元)，包括銀行結餘及現金約103,800,000港元(於2019年12月31日：約173,800,000港元)，以及持作出售物業約206,600,000港元(於2019年12月31日：約322,800,000港元)。於2020年6月30日，流動負債約為213,900,000港元(於2019年12月31日：約508,700,000港元)。顯著減少主要由於預收客戶款項的合約負債所致。於2020年6月30日，流動比率(即流動資產與流動負債的比率)約為2.61(於2019年12月31日：約1.63)。

儘管Covid-19疫情對珠寶業務之營運造成不利影響，本集團連同其他業務(作為整體)能夠保持穩健的現金流量需求。於截至2020年6月30日止期間，本集團償還所有銀行借貸(於2019年12月31日：49,200,000港元)後，另持有銀行及現金結餘約103,800,000港元，亦擁有備用銀行融資以滿足未來運營需要。董事相信本集團擁有充裕營運資金以支持其營運及發展需求。

資本負債比率

由於本集團已償還所有銀行借貸，資本負債比率(按借貸總額除以權益)約為零(於2019年12月31日：約8.8%)。

資產抵押

於2020年6月30日，本集團有資產抵押約242,800,000港元(於2019年12月31日：約237,800,000港元)。

Management Discussion and Analysis

管理層討論及分析

Capital commitments

As at 30 June 2020, the Group did not have any significant commitments contracted for but not provided in the consolidated financial statements (as at 31 December 2019: nil).

Contingent liabilities

The Group had no material contingent liabilities as at 30 June 2020 (as at 31 December 2019: nil).

Employee and remuneration policy

As at 30 June 2020, the Group had a total of approximately 143 employees (six month ended 30 June 2019: 134 employees) in Hong Kong and the PRC. The increase in head count was mainly due to the full operation of the Perfect Group Jewellery Industry Park management company in the PRC. The total salaries and related costs for the six months ended 30 June 2020 amounted to approximately HK\$10.8 million (six months ended 30 June 2019: HK\$17.3 million). During the six months ended 30 June 2020, the staff salary and related costs was HK\$7.0 million (six months ended 30 June 2019: HK\$11.1 million). The Directors' remuneration was HK\$3.6 million (six months ended 30 June 2019: HK\$4.4 million). The main reason for the decrease was primarily attributed to voluntary decrease in executive directors' remuneration and higher control over the salary and wages expenditure. Further, there was no share based payment expense for the six months ended 30 June 2020 (six month ended 30 June 2019: HK\$1.4 million).

The Group offered competitive remuneration package as an incentive to staff to improve their work performance. The Company has a share option scheme in place as a means to encourage and reward the eligible employees (including the Directors of the Company) for contributions to the Group's performance and business development, based on their individual performance. The employees' remuneration, promotion and salary are assessed by reference to their work performance, working experience and professional qualifications and the prevailing market practice.

資本承擔

於2020年6月30日，本集團並無任何已訂立但未於綜合財務報表撥備的重大承擔(於2019年12月31日：無)。

或然負債

於2020年6月30日，本集團概無任何重大或然負債(於2019年12月31日：無)。

僱員及薪酬政策

於2020年6月30日，本集團於香港及中國共有143名僱員(截至2019年6月30日止六個月：134名僱員)。員工人數上升主要由於於中國保發珠寶產業中心之管理公司全面運作。截至2020年6月30日止六個月，薪金及相關成本總額約為10,800,000港元(截至2019年6月30日止六個月：17,300,000港元)。於截至2020年6月30日止六個月，員工薪酬及相關成本為7,000,000港元(截至2019年6月30日止六個月：11,100,000港元)。董事酬金為3,600,000港元(截至2019年6月30日止六個月：4,400,000港元)。該減少主要由於執行董事自願下調薪酬及薪資支出收緊。此外，截至2020年6月30日止六個月概無以股份支付款項開支(截至2019年6月30日止六個月：1,400,000港元)。

本集團提供具競爭力之薪酬待遇，以鼓勵員工不斷進步。本公司現有一項購股權計劃，以根據個人表現鼓勵及獎賞合資格僱員(包括本公司董事)對本集團表現及業務發展作出之貢獻。僱員之薪酬、晉升及薪金乃基於其工作表現、工作經驗、專業資格及當前市場慣例而評估。

Management Discussion and Analysis

管理層討論及分析

Future plans and prospects

The Group has started to explore the general trading business of jewellery related products in the PRC by investing RMB950,000, equivalents to approximately HK\$1,111,000 in a 19% equity interest associated company in Shenzhen. The Group hopes that through this associated company the Group could be more active in the participation in the PRC jewellery business in the PRC and could grasp the opportunities in the PRC Jewellery business after Covid-19 has been contained.

Currently, the management company in the Perfect Group Jewellery Industry Park is now in full operation and a number of units in the Perfect Group Jewellery Industry Park were rented out.

During the period, the Group has implemented certain cost cutting measures such as tighter control over the production overhead and head count to ensure healthy development of the Group and such measures are expected to continue. Following the recent precautionary and control measures imposed by the government against Covid-19 in Hong Kong and in the regions where our customers are based, the Group has started to send sales team to visit our customers at their offices in recent months.

Interim dividend

The Board, after considering the current market situation and the operation of the Group, resolved not to declare interim dividend for the period.

未來計劃及展望

透過投資人民幣950,000元(相當於約1,111,000港元)予深圳一間擁有19%權益的聯營公司，本集團已開始在中國拓展珠寶相關產品的綜合貿易業務。本集團希望透過該聯營公司，本集團能在中國更積極參與中國珠寶業務，且待Covid-19得到控制後，能把握中國珠寶業務之機會。

保發珠寶產業中心之管理公司現正全面運作，且保發珠寶產業中心的多個單位已租出。

於本期間內，本集團已採取若干措施削減成本，例如加強對生產費用及員工人數的監控，以確保本集團的良性發展，預期該等措施將會持續實施。隨著近期香港及我們客戶所處地區政府所執行的Covid-19防控措施有所放寬，本集團的銷售團隊於近幾個月已開始到客戶辦公室拜訪客戶。

中期股息

經考慮當前市況及本集團的營運後，董事會議決不宣派本期間之中期股息。

Other Information 其他資料

Disclosure of interests

Interests of Directors and chief executive officers

As of the date of this report, the Directors and the chief executive officer of the Company had the following interests in the shares, underlying shares and debentures of the Company, its associated corporations (within the meaning of the Securities and Future Ordinance (“SFO”)) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.

Ordinary shares of one-third Hong Kong cent each of the Company

權益披露

董事及主要行政人員的權益

於本報告日期，本公司董事及主要行政人員於本公司、其相聯法團(定義見證券及期貨條例(「證券及期貨條例」))之股份、相關股份及債券中擁有下列記錄於本公司根據證券及期貨條例第352條所存置的登記冊，或根據上市公司董事進行證券交易的標準守則須通知本公司及聯交所的權益。

本公司每股面值三分之一港仙的普通股

Name of Director/ chief executive officers	Capacity/nature of interest	Number of shares (Long Position)	Approximately percentage of shareholdings in the Company 佔本公司股權的 概約百分比
董事／主要行政人員姓名	身份／權益性質	股份數目(好倉)	
Mr. Kan Kin Kwong (“Mr. Kan”) 簡健光先生(「簡先生」)	Interest of controlled corporation 受控制法團權益	886,959,000 shares (note 1) 886,959,000股(附註1)	66.44%
	Beneficial owner 實益擁有人	7,320,000 shares 7,320,000股	
	Beneficial owner 實益擁有人	1,350,000 shares (note 3) 1,350,000股(附註3)	
	Interest of spouse 配偶權益	1,260,000 shares (note 4) 1,260,000股(附註4)	
Mr. Chung Chi Keung (“Mr. Chung”) 鍾志強先生(「鍾先生」)	Interest of controlled corporation 受控制法團權益	30,375,000 shares (note 2) 30,375,000股(附註2)	2.34%
	Beneficial owner 實益擁有人	1,260,000 shares (note 3) 1,260,000股(附註3)	
Ms. Shek Mei Chun 石美珍女士	Interest of spouse 配偶權益	895,629,000 shares (note 5) 895,629,000股(附註5)	66.44%
	Beneficial owner 實益擁有人	1,260,000 shares (note 3) 1,260,000股(附註3)	

Other Information

其他資料

Name of Director/ chief executive officers	Capacity/nature of interest	Number of shares (Long Position)	Approximately percentage of shareholdings in the Company 佔本公司股權的 概約百分比
董事／主要行政人員姓名	身份／權益性質	股份數目(好倉)	
Mr. Fan Chor Ho 范佐浩先生	Beneficial owner 實益擁有人	900,000 shares (note 3) 900,000股(附註3)	0.07%
Mr. Wong Wai Keung Frederick 黃煒強先生	Beneficial owner 實益擁有人	900,000 shares (note 3) 900,000股(附註3)	0.07%

Notes:

- Among these 886,959,000 shares, 729,000,000 shares, 57,339,000 shares and 100,620,000 shares are held by Immaculate Diamonds Limited, King Jewel Limited and Classic Sapphire Holdings Limited, respectively. The entire issued capital of Immaculate Diamonds Limited and King Jewel Limited are owned by Mr. Kan. 50% of the issued capital of Classic Sapphire Holdings Limited are held by Mr. Kan. Under the SFO, Mr. Kan is deemed to be interested in all the shares of the Company held by Immaculate Diamonds Limited, King Jewel Limited and Classic Sapphire Holdings Limited.
- These shares are held by Classic Emerald Holdings Limited, the entire issued capital of which is held by Mr. Chung. Under the SFO, Mr. Chung is deemed to be interested in all the shares of the Company held by Classic Emerald Holdings Limited.
- These underlying shares represent the shares of the Company to be issued upon the exercise of the share options granted by the Company to the Directors or chief executive pursuant to the share option scheme of the Company.
- Mr. Kan and Ms. Shek are spouses. Under the SFO, Mr. Kan is deemed to be interested in the shares of the Company which may be issued upon the exercise of the share options granted by the Company to Ms. Shek.
- Mr. Kan and Ms. Shek are spouses. Under the SFO, Ms. Shek is deemed to be interested in all the shares of the Company held by Mr. Kan and all the shares of the Company in which Mr. Kan is deemed to be interested.

Save as disclosed above, none of the Directors, nor their associates had any other interests or short positions in any shares, underlying shares of the Company or any of its associated corporations as recorded in the register required to be kept under section 336 of the SFO.

附註：

- 該等 886,959,000 股股份當中，729,000,000 股、57,339,000 股及 100,620,000 股分別由 Immaculate Diamonds Limited、King Jewel Limited 及 Classic Sapphire Holdings Limited 持有。Immaculate Diamonds Limited 及 King Jewel Limited 之全部已發行股本由簡先生持有，而 Classic Sapphire Holdings Limited 已發行股本之 50% 由簡先生持有。根據證券及期貨條例，簡先生被視為於 Immaculate Diamonds Limited、King Jewel Limited 及 Classic Sapphire Holdings Limited 所持有之本公司所有股份中擁有權益。
- 該等股份由 Classic Emerald Holdings Limited 持有，該公司之全部已發行股本由鍾先生持有。根據證券及期貨條例，鍾先生被視為於 Classic Emerald Holdings Limited 所持有本公司之所有股份中擁有權益。
- 該等相關股份指本公司根據本公司之購股權計劃授予董事或主要行政人員之購股權獲行使後將予發行之本公司股份。
- 簡先生與石女士為配偶關係。根據證券及期貨條例，簡先生被視為於本公司授予石女士之購股權獲行使後可予發行之本公司股份中擁有權益。
- 簡先生與石女士為配偶關係。根據證券及期貨條例，石女士被視為於簡先生所持有之本公司所有股份及簡先生被視為擁有權益之本公司所有股份中擁有權益。

除上文所披露者外，根據證券及期貨條例第 336 條所存置的登記冊所記錄，並無董事及彼等的聯繫人士於本公司或其任何相聯法團的任何股份或相關股份中擁有任何其他權益或淡倉。

Other Information 其他資料

Substantial shareholders

As of the date of this report, the following persons or corporations, other than the Directors or chief executive of the Company disclosed above, had interests or short positions in the shares and underlying shares of the Company as recorded in the register of the substantial shareholders maintained by the Company pursuant to Section 336 of the SFO:

Ordinary shares of one-third Hong Kong cent each of the Company

主要股東

於本報告日期，按照本公司根據證券及期貨條例第336條所存置的主要股東名冊所記錄，下列人士或公司(上文披露的本公司董事或主要行政人員除外)於本公司之股份及相關股份中擁有權益或淡倉：

本公司每股面值三分之一港仙的普通股

Name of shareholder 股東姓名／名稱	Capacity/nature of interest 身份／權益性質	Number of shares (Long position) 股份數目(好倉)	Approximately percentage of shareholdings in the Company 佔本公司股權的 概約百分比
Immaculate Diamonds Limited Immaculate Diamonds Limited	Beneficial owner 實益擁有人	729,000,000 shares 729,000,000股	54.00%
Richemont Asset Management Limited Richemont Asset Management Limited	Beneficial owner 實益擁有人	91,460,997 shares 91,460,997股	6.77%
Chow Chin Yui Angela 周芊汝	Interest of controlled corporation 受控制法團權益	93,436,782 shares (note 1) 93,436,782股(附註1)	6.92%
Classic Sapphire Holdings Limited Classic Sapphire Holdings Limited	Beneficial owner 實益擁有人	100,620,000 shares 100,620,000股	7.45%
Chan Wing Sum 陳永森	Interest of a controlled corporation 受控制法團權益	100,620,000 shares (note 2) 100,620,000股(附註2)	7.45%
Classic Amber Holdings Limited Classic Amber Holdings Limited	Beneficial owner 實益擁有人	101,250,000 shares 101,250,000股	7.50%
Luo Jacky 羅惠源	Interest of a controlled corporation 受控制法團權益	101,250,000 shares (note 3) 101,250,000股(附註3)	7.50%

Other Information

其他資料

Notes:

1. These shares are held by Richemont Asset Management Limited and Cachet Asset Management Limited, the entire issued capital of which is held by Ms. Chow Chin Yui Angela, Under the SFO, Ms. Chow Chin Yui Angela is deemed to be interested in all the shares of the Company held by Richemont Asset Management Limited and Cachet Asset Management Limited.
2. These shares are held by Classic Sapphire Holdings Limited, 50% of the issued capital of which is held by Mr. Chan Wing Sum. Under the SFO, Mr. Chan Wing Sum is deemed to be interested in all the shares of the Company held by Classic Sapphire Holdings Limited.
3. These shares are held by Classic Amber Holdings Limited, the entire issued capital of which is held by Mr. Luo Jacky. Under the SFO, Mr. Luo Jacky is deemed to be interested in all the shares of the Company held by Classic Amber Holdings Limited.

Save as disclosed above, the Company has not been notified by any persons or corporations, other than the Directors or chief executive of the Company, who had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO as of the date of this report.

Share Option Scheme

Particulars of the Company's share option scheme are set out in note 20 to the Condensed Consolidated Financial Statements.

附註：

1. 該等股份由Richemont Asset Management Limited及臻卓資產管理有限公司持有，該公司之全部已發行股本由周芊汝女士持有。根據證券及期貨條例，周芊汝女士被視為於Richemont Asset Management Limited及臻卓資產管理有限公司所持有之本公司所有股份中擁有權益。
2. 該等股份由Classic Sapphire Holdings Limited持有，該公司已發行股本之50%由陳永森先生持有。根據證券及期貨條例，陳永森先生被視為於Classic Sapphire Holdings Limited所持有之本公司所有股份中擁有權益。
3. 該等股份由Classic Amber Holdings Limited持有，該公司之全部已發行股本由羅惠源先生持有。根據證券及期貨條例，羅惠源先生被視為於Classic Amber Holdings Limited所持有之本公司所有股份中擁有權益。

除上文所披露者外，於本報告日期，本公司並無獲任何人士或公司(不包括本公司的董事或主要行政人員)知會，按照本公司根據證券及期貨條例第336條所存置的登記冊所記錄其於本公司的股份或相關股份中擁有權益或淡倉。

購股權計劃

本公司購股權計劃之詳情載於簡明綜合財務報表附註20。

Other Information 其他資料

Code on corporate governance practices

The Company is committed to maintaining good standards of corporate governance to safeguard the interests of the shareholders of the Company and to enhance corporate value and responsibility. During the six months ended 30 June 2020, the Company has adopted and complied with the code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 of the Listing Rules, with the exception of the deviation from code provision A.2.1 of the CG Code as explained below.

According to code provision A.2.1 of the CG Code, the role of chairman and chief executive officer should be separate and should not be performed by the same individual. The role of the chief executive officer of the Company is performed by Mr. Kan Kin Kwong, who is also the chairman of the Company. Mr. Kan as the founder of the Group has extensive experience and knowledge in the fine jewellery industry and is responsible for managing the overall operations and planning of the business development and strategies of the Group. The Directors consider that vesting the role of the chairman and the chief executive officer of the Company with Mr. Kan is beneficial to the management and business development of the Group. The balance of power and authority is ensured by the operations of the Board and the senior management, which comprise experienced and high calibre individuals. The Board will continue to review and consider splitting the roles of the chairman and the chief executive officer of the Company at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

Directors' Securities Transactions

The Company adopted the Model Code as the code of conduct for Directors in their dealings in the securities of the Company. Having made specific enquiry of all Directors, the Directors have complied with the Model Code during the six months ended 30 June 2020.

企業管治常規守則

本公司致力於維持良好的企業管治標準以保障本公司股東權益、提升企業價值及責任感。截至2020年6月30日止六個月，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」）之守則條文，惟下文所述偏離企業管治守則的守則條文第A.2.1條除外。

根據企業管治守則的守則條文第A.2.1條，主席與行政總裁的職責應有區分，並不應由同一人兼任。本公司行政總裁的職責由簡健光先生履行，而彼亦為本公司主席。簡先生為本集團創辦人，於優質珠寶業擁有豐富經驗，負責管理本集團整體業務以及制定業務發展及策略。董事認為，將本公司主席與行政總裁的職責交付簡先生有利於本集團的管理及業務發展。董事會及高級管理層（由經驗豐富的人才組成）的運作確保權力與授權的平衡。董事會將不斷並於適當時候根據本集團整體情況檢討及考慮區分本公司主席與行政總裁的職責。

董事之證券交易

本公司已採納標準守則，作為董事進行本公司證券交易的操守準則。經向全體董事作出具體查詢後，董事於截至2020年6月30日止六個月期間已遵守標準守則的規定。

Other Information

其他資料

Changes in information of Directors

Pursuant to Rule 13.51B (1) of the Listing Rules, the changes to information of Directors subsequent to the date of the annual report of the Company for the year ended 31 December 2019 are set out as follows: Mr. Wong Wai Keung, Frederick, the independent non-executive Director, joined Da Sen Holdings Group Limited (Stock Code: 1580), a company listed on the Stock Exchange, as an independent non-executive director, the chairman and a member of the Audit Committee, a member of the Nomination Committee, a member of the Remuneration Committee and a member of the Risk Management Committee on 27 May 2020.

Pre-emptive rights

There are no provisions for pre-emptive rights under the Company's memorandum and articles of association or the Laws of Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

Purchase, sale or redemption of listing securities

Neither the Company nor its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2020.

Sufficiency of public float

Since the Listing Date and up to the date of this report, the Company has maintained sufficient public float.

Audit committee

The audit committee of the Company ("Audit Committee") comprises three independent non-executive Directors, namely Mr. Fan Chor Ho, Mr. Lee Ka Wing and Mr. Wong Wai Keung Frederick. Mr. Wong Wai Keung Frederick is the Chairman of the Audit Committee.

Review of Results by Audit Committee

The Audit Committee and the Company's auditors have reviewed the unaudited condensed consolidated financial statements for the six months ended 30 June 2020.

董事資料變動

根據上市規則第13.51B(1)條，本公司截至2019年12月31日止年度的年報刊發日期後的董事資料變動載列如下：獨立非執行董事黃煒強先生於2020年5月27日加入大森控股集團有限公司（聯交所上市公司，股份代號：1580），擔任獨立非執行董事、審核委員會主席兼成員、提名委員會成員、薪酬委員會成員及風險管理委員會成員。

優先購買權

本公司之組織章程大綱及細則以及開曼群島法例並無有關優先購買權之條文，規定本公司須按比例向現有股東發售新股。

購買、出售或贖回上市證券

於截至2020年6月30日止六個月，本公司及其任何附屬公司概無購買、出售或贖回本公司的任何上市證券。

足夠公眾持股量

自上市日期起至本報告日期止，本公司一直維持足夠公眾持股量。

審核委員會

本公司審核委員會（「審核委員會」）由三名獨立非執行董事范佐浩先生、李家榮先生及黃煒強先生組成。黃煒強先生為審核委員會主席。

審核委員會審閱業績

審核委員會及本公司核數師已審閱截至2020年6月30日止六個月之未經審核簡明綜合財務報表。

Other Information 其他資料

Appreciation

I would like to take this opportunity to thank our committed staff for their dedication and contributions, and our customers, business partners and Directors for their continuous support. Our success would not have been possible without their dedication, contributions, efforts, time and confidence.

By order of the Board
Perfect Group International Holdings Limited
Kan Kin Kwong
Chairman

Hong Kong, 17 August 2020

致謝

本人謹此對各忠誠員工所作出的努力和貢獻，以及客戶、業務夥伴及董事對本集團之不斷支持表示衷心感謝。本集團之成功全賴彼等對本集團之奉獻、貢獻、努力、時間及信心。

承董事會命
保發集團國際控股有限公司
主席
簡健光

香港，2020年8月17日

Report on Review of Condensed Consolidated Financial Statements

簡明綜合財務報表審閱報告

Deloitte.

德勤

TO THE BOARD OF DIRECTORS OF PERFECT GROUP INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Introduction

We have reviewed the condensed consolidated financial statements of Perfect Group International Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 22 to 64, which comprise the condensed consolidated statement of financial position as of 30 June 2020 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six months period then ended and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

致保發集團國際控股有限公司董事會

(於開曼群島註冊成立之有限公司)

引言

本核數師已審閱載於第22頁至第64頁的保發集團國際控股有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)之簡明綜合財務報表，該等簡明綜合財務報表包括於2020年6月30日的簡明綜合財務狀況表與截至該日止六個月的相關簡明綜合損益及其他全面收益表、權益變動表及現金流量表，以及若干解釋附註。香港聯合交易所有限公司證券上市規則規定，編製中期財務資料報告必須符合其相關規定及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」(「香港會計準則第34號」)。貴公司董事須負責根據香港會計準則第34號編製及呈列該等簡明綜合財務報表。本核數師的責任是根據本核數師的審閱對該等簡明綜合財務報表作出結論，並根據我們已協定的聘用條款，將此結論僅向閣下整體報告，而不作其他用途。本核數師概不就本報告的內容而向任何其他人士負責或承擔任何責任。

Report on Review of Condensed Consolidated Financial Statements 簡明綜合財務報表審閱報告

Scope of Review

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

Conclusion

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

Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong

17 August 2020

審閱範圍

本核數師已根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體之獨立核數師對中期財務資料的審閱」進行審閱。有關該等簡明綜合財務報表的審閱工作包括主要向負責財務及會計事宜的人員查詢，並進行分析和其他審閱程序。由於審閱的範圍遠較按照香港核數準則進行審核的範圍為小，因此不能保證本核數師會注意到在審核中可能會被識別的所有重大事項。因此，本核數師不會發表任何審核意見。

結論

根據本核數師的審閱工作，本核數師並沒有注意到任何事項，使本核數師相信簡明綜合財務報表在所有重大方面並無按照香港會計準則第34號的規定編製。

德勤•關黃陳方會計師行

執業會計師

香港

2020年8月17日

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
Revenue	3	261,316	302,350
Cost of goods sold		(145,647)	(204,595)
Gross profit		115,669	97,755
Other income	4	5,513	4,170
Impairment loss recognised on trade receivables		(8,473)	(425)
Other gains and losses	5	(759)	16,119
Selling and distribution costs		(3,559)	(8,598)
General and administrative expenses		(21,115)	(26,995)
Finance costs	6	(594)	(1,567)
Share of result of an associate		(84)	(54)
Profit before taxation	7	86,598	80,405
Taxation	8	(39,736)	(22,701)
Profit for the period		46,862	57,704
Other comprehensive income (expense) for the period			
Items that will not be reclassified to profit or loss:			
Revaluation of property, plant and equipment upon transfer to investment properties			
— Surplus on revaluation		7,521	7,602
— Deferred taxation		(1,892)	(1,953)
Item that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of foreign operations		(1,040)	(952)
Other comprehensive income for the period		4,589	4,697
Total comprehensive income for the period		51,451	62,401

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income 簡明綜合損益及其他全面收益表

For the six months ended 30 June 2020
截至2020年6月30日止六個月

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
Profit (loss) for the period attributable to:	下列人士應佔期內溢利 (虧損)：		
Owners of the Company	本公司擁有人	46,897	45,398
Non-controlling interests	非控股權益	(35)	12,306
		46,862	57,704
Total comprehensive income (expense) attributable to:	下列人士應佔全面收益 (開支)總額：		
Owners of the Company	本公司擁有人	51,486	48,625
Non-controlling interests	非控股權益	(35)	13,776
		51,451	62,401
Earnings per share	每股盈利		
— Basic	— 基本	10	3.47 HK cents 港仙
			3.36 HK cents 港仙
— Diluted	— 攤薄		3.47 HK cents 港仙
			3.36 HK cents 港仙

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2020

於 2020 年 6 月 30 日

			At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
	Notes 附註			
Non-current assets		非流動資產		
Property, plant and equipment	11	物業、廠房及設備	98,115	110,338
Investment properties	11	投資物業	139,125	119,905
Right-of-use assets	11	使用權資產	20,820	26,728
Rental deposits		租賃按金	273	273
Interest in an associate	12	於一間聯營公司之權益	798	888
Deferred tax assets		遞延稅項資產	379	353
			259,510	258,485
Current assets		流動資產		
Inventories	13	存貨	183,173	186,383
Properties held for sale	14	持作出售物業	206,571	322,849
Trade and other receivables	15	貿易及其他應收款項	65,095	130,893
Loan receivable from an associate	16	應收一間聯營公司貸款	—	17,328
Bank balances and cash		銀行結餘及現金	103,792	173,781
			558,631	831,234
Current liabilities		流動負債		
Trade and other payables	17	貿易及其他應付款項	77,191	127,837
Contract liabilities		合約負債	89,250	258,884
Lease liabilities		租賃負債	6,888	8,129
Taxation payable		應繳稅項	40,489	64,577
Government grants		政府補助金	54	—
Bank loans — amount due within one year	18	銀行貸款 — 於一年內到期	—	49,259
			213,872	508,686
Net current assets		流動資產淨值	344,759	322,548
Total assets less current liabilities		資產總值減流動負債	604,269	581,033

Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表

At 30 June 2020
於 2020 年 6 月 30 日

		Notes	At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
		附註		
Non-current liabilities	非流動負債			
Provision for long service payments	長期服務金撥備		898	898
Deferred tax liabilities	遞延稅項負債		14,960	13,293
Lease liabilities	租賃負債		4,546	7,428
			20,404	21,619
Net assets	資產淨值		583,865	559,414
Share capital and reserves	股本及儲備			
Share capital	股本	19	4,500	4,500
Reserves	儲備		579,335	554,849
Equity attributable to owners of the Company	本公司擁有人應佔權益		583,835	559,349
Non-controlling interests	非控股權益		30	65
			583,865	559,414

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2020
截至2020年6月30日止六個月

		Share capital	Share premium	Special reserve	Property revaluation reserve	Exchange reserve	Share option reserve	Statutory surplus reserve	Retained profits	Total	Non-controlling interest	Total
		股本	股份溢價	特別儲備	重估儲備	匯兌儲備	購股權儲備	盈餘儲備	保留溢利	總計	非控股權益	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
				(Note a) (附註a)				(Note b) (附註b)				
At 1 January 2019 (audited)	於2019年1月1日 (經審核)	4,500	93,840	(4,436)	1,891	(3,300)	11,261	5,435	364,069	473,260	85,075	558,335
Profit for the period	期內溢利	-	-	-	-	-	-	-	45,398	45,398	12,306	57,704
Revaluation of property, plant and equipment upon transfer to investment properties	轉移至投資物業後重估物業、廠房及設備	-	-	-	-	-	-	-	-	-	-	-
— Surplus on revaluation	— 重估盈餘	-	-	-	5,259	-	-	-	-	5,259	2,343	7,602
— Deferred taxation	— 遞延稅項	-	-	-	(1,367)	-	-	-	-	(1,367)	(586)	(1,953)
Exchange differences arising from translation of foreign operations	換算海外業務時產生的匯兌差額	-	-	-	-	(665)	-	-	-	(665)	(287)	(952)
Total comprehensive income (expense) for the period	期內全面收益(開支)總額	-	-	-	3,892	(665)	-	-	45,398	48,625	13,776	62,401
Dividend (Note 9)	股息(附註9)	-	-	-	-	-	-	-	(40,500)	(40,500)	-	(40,500)
Recognition of equity-settled share-based payment (Note 20)	確認以權益結算以股份支付款項(附註20)	-	-	-	-	-	1,403	-	-	1,403	-	1,403
Transfer	轉移	-	-	-	-	-	-	4,670	(4,670)	-	-	-
Share options lapsed and transfer to retained profits	購股權失效及轉撥至保留溢利	-	-	-	-	-	(23)	-	23	-	-	-
At 30 June 2019 (unaudited)	於2019年6月30日 (未經審核)	4,500	93,840	(4,436)	5,783	(3,965)	12,641	10,105	364,320	482,788	98,851	581,639
At 1 January 2020 (audited)	於2020年1月1日 (經審核)	4,500	93,840	(37,720)	10,116	(10,572)	12,641	20,774	465,770	559,349	65	559,414
Profit (loss) for the period	期內溢利(虧損)	-	-	-	-	-	-	-	46,897	46,897	(35)	46,862
Revaluation of property, plant and equipment upon transfer to investment properties	轉撥至投資物業後重估物業、廠房及設備	-	-	-	-	-	-	-	-	-	-	-
— Surplus on revaluation	— 重估盈餘	-	-	-	7,521	-	-	-	-	7,521	-	7,521
— Deferred taxation	— 遞延稅項	-	-	-	(1,892)	-	-	-	-	(1,892)	-	(1,892)
Exchange differences arising from translation of foreign operations	換算海外業務時產生的匯兌差額	-	-	-	-	(1,040)	-	-	-	(1,040)	-	(1,040)
Total comprehensive income (expense) for the period	期內全面收益(開支)總額	-	-	-	5,629	(1,040)	-	-	46,897	51,486	(35)	51,451
Dividend (Note 9)	股息(附註9)	-	-	-	-	-	-	-	(27,000)	(27,000)	-	(27,000)
Transfer	轉移	-	-	-	-	-	-	6,815	(6,815)	-	-	-
Share options lapsed and transfer to retained profits	購股權失效及轉撥至保留溢利	-	-	-	-	-	(1,220)	-	1,220	-	-	-
At 30 June 2020 (unaudited)	於2020年6月30日 (未經審核)	4,500	93,840	(37,720)	15,745	(11,612)	11,421	27,589	480,072	583,835	30	583,865

Condensed Consolidated Statement of Changes in Equity 簡明綜合權益變動表

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

Notes:

- (a) Special reserve represents the reserve arising from the business transfer of the jewellery business of the shareholders by then to the Group on 26 June 2015.
- (b) In accordance with relevant laws and regulations for foreign investment enterprises in the People's Republic of China (the "PRC"), the PRC subsidiaries are required to transfer 10% of their profit after taxation reported in their statutory financial statements prepared under relevant accounting principles and financial regulations applicable to enterprises established in the PRC (the "PRC GAAP") to the statutory surplus reserve.

附註：

- (a) 特別儲備指於2015年6月26日將當時股東之珠寶業務轉移至本集團而產生之儲備。
- (b) 根據中華人民共和國(「中國」)外商投資企業相關法律法規，中國附屬公司需要將按照適用於中國設立之企業相關之會計原則及財務規例(「中國公認會計原則」)編製之法定財務報表中所呈報之除稅後溢利之10%轉撥為法定盈餘儲備。

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2020

截至2020年6月30日止六個月

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash (used in) from operating activities	經營活動(所用)所得現金淨額	(7,637)	248,226
Investing activities	投資活動		
Repayment from an associate	來自一間聯營公司的還款	17,155	–
Interest received	已收利息	2,853	2,698
Purchase of property, plant and equipment	購置物業、廠房及設備	(925)	(1,391)
Advance to an associate	向一間聯營公司墊款	–	(17,688)
Acquisition of interest in an associate	收購一間聯營公司的權益	–	(1,111)
Payments for rental deposits	租賃按金付款	–	(62)
Net cash from (used in) investing activities	投資活動所得(所用)現金淨額	19,083	(17,554)
Financing activities	融資活動		
Repayment of bank loans	償還銀行貸款	(49,059)	(150,904)
Dividends paid	已付股息	(27,000)	(40,500)
Repayments of lease liabilities	償還租賃負債	(4,102)	(3,719)
Interest paid	已付利息	(594)	(3,127)
New bank loan raised	新增銀行貸款	–	45,837
Net cash used in financing activities	融資活動所用現金淨額	(80,755)	(152,413)
Net (decrease) increase in cash and cash equivalents	現金及現金等值物(減少)增加淨額	(69,309)	78,259
Cash and cash equivalents at beginning of the period	期初的現金及現金等值物	173,781	218,114
Effect of foreign exchange rate changes	外匯匯率變動影響	(680)	(1,737)
Cash and cash equivalents at the end of the period	期末的現金及現金等值物	103,792	294,636

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

1. GENERAL AND BASIS OF PREPARATION

Perfect Group International Holding Limited (the “Company”) was incorporated in the Cayman Islands on 16 June 2015 and its shares were listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 4 January 2016. The registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and the principal place of business of the Company is at 26/F, YHC Tower, 1 Sheung Yuet Road, Kowloon Bay, Hong Kong. The Company’s immediate and ultimate holding company is Immaculate Diamonds Limited, a company incorporated in the British Virgin Islands (“BVI”).

The Company is an investment holding company. The principal activities of the subsidiaries of the Company are designing, manufacturing and exporting of fine jewellery and property development.

The condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is different from the functional currencies of the Company and its subsidiaries (the “Group”). The reason for selecting HK\$ as its presentation currency is because most of the shareholders of the Company are located in Hong Kong.

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

1. 一般資料及編製基準

保發集團國際控股有限公司(「本公司」)於2015年6月16日在開曼群島註冊成立，其股份於2016年1月4日在香港聯合交易所有限公司(「聯交所」)上市。本公司的註冊辦事處為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。本公司的主要營業地點是香港九龍灣常悅道1號恩浩國際中心26樓。本公司的直接最終控股公司為一間在英屬處女群島(「英屬處女群島」)註冊成立的公司 Immaculate Diamonds Limited。

本公司為一間投資控股公司。本公司附屬公司的主要業務為設計、製造及出口優質珠寶以及物業發展。

簡明綜合財務報表以港元(「港元」)呈列，與本公司及其附屬公司(「本集團」)的功能貨幣不同。選擇港元作為其呈列貨幣的原因為大多數本公司股東位於香港。

簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則附錄16之適用披露規定而編製。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

1A. SIGNIFICANT EVENTS AND TRANSACTIONS IN THE CURRENT INTERIM PERIOD

The outbreak of the 2019 Novel Coronavirus (“Covid-19”) and the subsequent quarantine measures and travel restrictions imposed in worldwide countries in early 2020 have had negative impact on the Group’s sales in the jewellery business. On the other hand, The Government of Hong Kong Special Administrative Region (the “Government”) has announced some financial measures and support for corporates to overcome the impact arising from the pandemic. As such, the financial positions and performance of the Group were affected in different aspects, including reduction in revenue in respect of Covid-19-related subsidies as disclosed in the relevant notes.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for investment properties which are measured at fair values.

Other than changes in accounting policies resulting from application of the amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and application of certain accounting policies which became relevant to the Group, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2020 are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2019.

1A. 本中期期間的重大事件及交易

於 2020 年初爆發的 2019 新型冠狀病毒 (「Covid-19」) 疫情以及世界各國隨後實施之隔離措施及旅遊限制對本集團之珠寶業務銷售造成負面影響。另一方面，香港特別行政區政府 (「政府」) 已宣佈部分財務措施，並為企業提供支持，以克服疫情帶來的影響。因此，本集團的財務狀況及業績在不同方面受到影響，包括相關附註所披露獲得 Covid-19 相關補貼之收益減少。

2. 主要會計政策

簡明綜合財務報表乃根據歷史成本基準編製，惟按公平值計量的投資物業除外。

除應用香港財務報告準則 (「香港財務報告準則」) 之修訂本及應用若干與本集團相關之會計政策產生的會計政策變動外，截至 2020 年 6 月 30 日止六個月的簡明綜合財務報表所用的會計政策及計算方法與編製本集團截至 2019 年 12 月 31 日止年度的年度綜合財務報表所用者一致。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

2. PRINCIPAL ACCOUNTING POLICIES – continued

Application of amendments to HKFRSs

In the current interim period, the Group has applied the Amendments to References to the Conceptual Framework in HKFRS Standards and the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on or after 1 January 2020 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKAS 1 and HKAS 8	Definition of Material
Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform

Except as described below, the application of the amendments to HKFRSs in the current period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

Impacts of application on Amendments to HKAS 1 and HKAS 8 "Definition of Material"

The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

2. 主要會計政策 – 續

應用香港財務報告準則之修訂本

於本中期期間，本集團於編製本集團簡明綜合財務報表時已首次應用由香港會計師公會頒佈且於2020年1月1日或之後開始之年度期間強制生效之香港財務報告準則中對概念框架的提述之修訂本及以下香港財務報告準則之修訂本：

香港會計準則第1號及香港會計準則第8號 (修訂本)	重要性的定義
香港財務報告準則第3號 (修訂本)	業務的定義
香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號 (修訂本)	利率基準改革

除下文所述者外，於本期間應用該等修訂本並無對本期間及過往期間之本集團財務狀況及表現及／或該等簡明綜合財務報表所載的披露造成重大影響。

應用香港會計準則第1號及香港會計準則第8號 (修訂本)「重大的定義」之影響

該等修訂本提供重大的新定義，列明「倘資料遭忽略、錯誤陳述或隱瞞時可合理預期會影響一般用途財務報表主要使用者根據該等財務報表作出的決定，該等財務報表有關特定實體的資料，則資料屬重大」。該等修訂本亦澄清重大與否視乎資料的性質或幅度，在財務報表(作為整體)中以單獨或與其他信息結合考慮。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

2. PRINCIPAL ACCOUNTING POLICIES – continued

Application of amendments to HKFRSs – continued

Impacts of application on Amendments to HKAS 1 and HKAS 8 “Definition of Material” – continued

The application of the amendments in the current period had no impact on the condensed consolidated financial statements. Changes in presentation and disclosures on the application of the amendments, if any, will be reflected on the consolidated financial statements for the year ending 31 December 2020.

Accounting policies newly applied by the Group

In addition, the Group has applied the following accounting policies which became relevant to the Group in the current interim period.

Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

Government grants relate to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Such grants are presented under “other income”.

2. 主要會計政策 – 續

應用香港財務報告準則之修訂本 – 續

應用香港會計準則第1號及香港會計準則第8號(修訂本)「重大的定義」之影響 – 續

於本期間應用該等修訂本對簡明綜合財務報表並無影響。應用該等修訂本對呈列或披露的變動(如有)將於截至2020年12月31日止年度之綜合財務報表中反映。

本集團新應用的會計政策

此外，本集團已應用下列於本中期間與本集團相關的會計政策。

政府補助

除非能合理確定本集團將遵守政府補助所附帶的條件及將獲發有關補助，否則不會確認政府補助。

政府補助於本集團將該補貼擬用於補償的相關成本確認為開支的期間內，有系統地在期內於損益確認。

與收入有關的應收政府補助是作為已產生的開支或虧損的補償，或是旨在給予本集團即時且無未來相關成本的財務支援，於其應收期間在損益確認。該等補助於「其他收入」項下呈列。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION

Revenue represents amounts received and receivable for the sales of fine jewellery products net of discounts and returns and sales of properties during both periods.

Manufacturing and sales of jewellery products (revenue recognised at a point in time)

For manufacturing and sales of jewellery products to the wholesale market, revenue is recognised when control of the goods has transferred, being when the goods have been shipped to the wholesaler's specific location (upon delivery of goods).

Property development (revenue recognised at a point in time)

For contracts entered into with customers on sales of properties, the relevant properties specified in the contracts are not based on customer's specifications. Revenue from property development is therefore recognised at a point in time when the completed property is transferred to customers, being at the point that the customer obtains the control of the completed property and the Group has present right to payment and collection of the consideration is probable.

Information reported to the executive directors of the Company, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on the revenues and profits from different types of business divisions.

3. 收益及分部資料

收益指於兩個期間銷售優質珠寶產品(扣除折扣及退貨)及銷售物業的已收及應收金額。

製造及銷售珠寶產品(於某一時點確認收益)

就製造及銷售珠寶產品至批發市場而言，收益於貨品控制權轉移時(即貨品已付運至批發商的特定地點(貨品交付時))確認。

物業發展(於某一時點確認收益)

就銷售物業與客戶訂立的合約而言，合約中規定的相關物業並非基於客戶要求。物業發展的收益於已竣工物業轉移予客戶的某一時點(即客戶獲得已竣工物業的控制權而本集團擁有收取付款之現時權利及可能收取代價的時間點)確認。

就資源分配及評估分部表現而向本公司執行董事(即主要營運決策人(「主要營運決策人」))報告之資料乃集中於各類業務部門之收益及溢利。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

Property development (revenue recognised at a point in time) – continued

The Group's operating and reportable segments under HKFRS 8 are as follows:

- (i) Manufacturing and sales of jewellery products business represents manufacturing and sales of jewellery products including rings, earrings, pendants, bangles, necklaces and bracelets (“Manufacturing and sales of jewellery products”).
- (ii) Property development business represents the development and sales of properties for the Group's integrated and comprehensive industry park project (“Property development”).

3. 收益及分部資料 – 續

物業發展(於某一時點確認收益) – 續

根據香港財務報告準則第8號，本集團之經營及可報告分部如下：

- (i) 製造及銷售珠寶產品業務指製造及銷售珠寶產品，包括戒指、耳環、吊墜、手鏈、項鏈及手鐲(「製造及銷售珠寶產品」)。
- (ii) 物業發展業務指就本集團於綜合全面產業中心項目開發及銷售物業(「物業發展」)。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(a) Segment revenue and results

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

**For the six months ended 30 June 2020
(unaudited)**

3. 收益及分部資料 – 續

(a) 分部收益及業績

下列為按經營及可報告分部劃分之本集團收益及業績分析：

截至2020年6月30日止六個月(未經審核)

		Manufacturing and sales of jewellery products 製造及 銷售珠寶產品 HK\$'000 千港元	Property development 物業發展 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Segment revenue	分部收益			
External sales	外部銷售	57,578	203,738	261,316
Segment results	分部業績	1,765	88,264	90,029
Unallocated corporate income	未分配企業收入			2,017
Unallocated corporate expenses	未分配企業開支			(5,094)
Finance costs	財務費用			(270)
Share of result of an associate	分佔一間聯營公司業績			(84)
Profit before taxation	除稅前溢利			86,598

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(a) Segment revenue and results – continued

For the six months ended 30 June 2019 (unaudited)

		Manufacturing and sales of jewellery products 製造及 銷售珠寶產品 HK\$'000 千港元	Property development 物業發展 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Segment revenue	分部收益			
External sales	外部銷售	172,867	129,483	302,350
Segment results	分部業績	25,497	46,666	72,163
Unallocated corporate income	未分配企業收入			15,761
Unallocated corporate expenses	未分配企業開支			(6,435)
Finance costs	財務費用			(1,030)
Share of result of an associate	分佔一間聯營公司業績			(54)
Profit before taxation	除稅前溢利			80,405

Segment results represent the profit earned by each segment and is arrived at without allocation of certain income and expenses (including other income, other gains and losses, general and administrative expenses, finance costs and share of result of an associate). This is the measure reported to the CODM of the Company, for the purposes of resources allocation and assessment of segment performance.

分部業績指各分部賺取之溢利，乃按未分配若干收入及開支(包括其他收入、其他收益及虧損、一般及行政開支、財務費用及分佔一間聯營公司業績)之情況計算。此乃向本公司主要營運決策人報告之方法，以供進行資源分配及評估分部表現。

3. 收益及分部資料 – 續

(a) 分部收益及業績 – 續

截至 2019 年 6 月 30 日止六個月 (未經審核)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(b) Segment assets and liabilities

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

At 30 June 2020 (unaudited)

3. 收益及分部資料 – 續

(b) 分部資產及負債

下列為按經營及可報告分部劃分之本集團分部資產及分部負債分析：

於2020年6月30日(未經審核)

		Manufacturing and sales of jewellery products 製造及 銷售珠寶產品 HK\$'000 千港元	Property development 物業發展 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Assets	資產			
Segment assets	分部資產	289,473	384,786	674,259
Interest in an associate	於一間聯營公司之權益			798
Deferred tax assets	遞延稅項資產			379
Unallocated corporate assets	未分配企業資產			142,705
Consolidated total assets				818,141
Liabilities	負債			
Segment liabilities	分部負債	42,705	135,115	177,820
Taxation payable	應繳稅項			40,489
Deferred tax liabilities	遞延稅項負債			14,960
Unallocated corporate liabilities	未分配企業負債			1,007
Consolidated total liabilities				234,276

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(b) Segment assets and liabilities – continued

At 31 December 2019 (audited)

		Manufacturing and sales of jewellery products 製造及 銷售珠寶產品 HK\$'000 千港元	Property development 物業發展 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
Assets	資產			
Segment assets	分部資產	348,879	615,680	964,559
Interest in an associate	於一間聯營公司之權益			888
Deferred tax assets	遞延稅項資產			353
Unallocated corporate assets	未分配企業資產			123,919
Consolidated total assets	綜合資產總值			1,089,719
Liabilities	負債			
Segment liabilities	分部負債	61,302	390,295	451,597
Taxation payable	應繳稅項			64,577
Deferred tax liabilities	遞延稅項負債			13,293
Unallocated corporate liabilities	未分配企業負債			838
Consolidated total liabilities	綜合負債總額			530,305

3. 收益及分部資料 – 續

(b) 分部資產及負債 – 續

於 2019 年 12 月 31 日 (經審核)

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(b) Segment assets and liabilities – continued

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating segments other than deferred tax assets, interest in an associate and unallocated corporate assets.
- all liabilities are allocated to operating segments other than taxation payable, deferred tax liabilities and unallocated corporate liabilities.

Revenue from external customers, based on location of delivery to customers is as follows:

3. 收益及分部資料 – 續

(b) 分部資產及負債 – 續

就監察分部表現及於分部間分配資源而言：

- 除遞延稅項資產、於一間聯營公司之權益及未分配企業資產外，所有資產均分配至經營分部。
- 除應繳稅項、遞延稅項負債及未分配企業負債外，所有負債均分配至經營分部。

來自外界客戶的收益按向客戶交付地點劃分如下：

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益		
— Hong Kong	— 香港	31,861	112,651
— Dubai	— 迪拜	22,219	60,058
— The PRC	— 中國	207,236	129,641
		261,316	302,350

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

3. REVENUE AND SEGMENT INFORMATION – continued

(b) Segment assets and liabilities – continued

An analysis of the Group's non-current assets (other than deferred tax assets and interest in an associate) by their physical geographical location is as follows:

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Hong Kong	香港	6,255	544
The PRC	中國	251,782	256,539
Dubai	迪拜	296	161
		258,333	257,244

3. 收益及分部資料 – 續

(b) 分部資產及負債 – 續

本集團非流動資產(遞延稅項資產及於一間聯營公司之權益除外)按其實際地理位置劃分的分析如下：

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

4. OTHER INCOME

4. 其他收入

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest income	利息收入	1,732	2,698
Scrap sales	廢棄物銷售	–	293
Rental income	租金收入	2,984	533
Government grants	政府補助	27	–
Others	其他	770	646
		5,513	4,170

During the current interim period, the Group recognised government grants of HK\$27,000 in respect of Covid-19 related subsidies which are related to Employment Support Scheme provided by the Government.

於本中期期間，本集團確認有關Covid-19相關補貼的政府補助人民幣27,000元，該補助與政府提供的保就業計劃有關。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

5. OTHER GAINS AND LOSSES

5. 其他收益及虧損

		Six months ended 30 June	
		截至6月30日止六個月	
		2020	2019
		2020年	2019年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
(Loss) gain on fair value changes on investment properties	投資物業之公平值變動 (虧損) 收益	(660)	579
Net foreign exchange (loss) gain	匯兌(虧損) 收益淨額	(99)	770
Gain on fair value changes upon transfer of properties held for sale to investment properties	持作出售物業轉為投資物業之 公平值變動收益	-	14,770
		(759)	16,119

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

6. FINANCE COSTS

6. 財務費用

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on lease liabilities	租賃負債利息	324	530
Interest on bank loans	銀行貸款利息	270	2,597
Less: Amount capitalised in the cost of qualifying assets	減：合資格資產成本之 資本化金額	-	(1,560)
		594	1,567

In the prior period, borrowing costs capitalised arose on the general borrowing pool and were calculated by applying a capitalisation rate of 6.75% per annum to expenditure on qualifying assets.

於過往期間，資本化借款成本乃於一般借款組合中產生，並按年度資本化率6.75%計算入合資格資產的開支。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

7. PROFIT BEFORE TAXATION

7. 除稅前溢利

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Profit before taxation has been arrived at after charging:	除稅前溢利於扣除下列各項後得出：		
Depreciation of property, plant and equipment included in:	物業、廠房及設備折舊計入下列各項：		
— cost of goods sold	— 已售貨品成本	105	131
— general and administrative expenses	— 一般及行政開支	1,360	1,858
— selling and distribution costs	— 銷售及分銷成本	12	12
		1,477	2,001
Depreciation of right-of-use assets	使用權資產折舊	4,100	3,986
Total depreciation	折舊總額	5,577	5,987
Directors' remuneration	董事酬金		
— fees	— 袍金	1,124	1,256
— salaries and other benefits	— 薪金及其他福利	2,425	2,818
— equity-settled share-based payment	— 以權益結算以股份支付款項	—	287
— retirement benefit scheme contributions	— 退休福利計劃供款	27	27
		3,576	4,388
Other staff's salaries and other benefits	其他員工薪金及其他福利	7,003	11,133
Other staff's retirement benefits scheme contributions	其他員工的退休福利計劃供款	191	629
Other staff's equity-settled share-based payment	其他員工的以權益結算以股份支付款項	—	1,116
Total staff costs	員工成本總額	10,770	17,266
Auditor's remuneration	核數師酬金	600	600
Cost of inventories recognised as expenses (included in cost of goods sold)	已確認為開支的存貨成本 (計入已售貨品成本)	145,647	204,595

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

8. TAXATION

8. 稅項

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
The taxation charge comprises:	稅項支出包括：		
PRC Enterprise Income Tax ("EIT")	中國企業所得稅(「企業所得稅」)		
— Current period	— 本期間	25,433	9,735
PRC Land Appreciation Tax ("LAT")	中國土地增值稅(「土地增值稅」)	14,495	7,883
Hong Kong Profits Tax	香港利得稅		
— Current period	— 本期間	—	1,270
		39,928	18,888
Deferred tax (credit) charge	遞延稅項(抵免)支出	(192)	3,813
		39,736	22,701

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

於2018年3月21日，香港立法會通過2017年稅務(修訂)(第7號)條例草案(「條例草案」)，引入利得稅兩級制。條例草案於2018年3月28日獲簽署成為法律，並於翌日在憲報刊登。根據利得稅兩級制，合資格集團實體首2百萬港元溢利的稅率為8.25%，而超過2百萬港元溢利的稅率為16.5%。不符合利得稅兩級制之集團實體的溢利將繼續按16.5%劃一稅率繳稅。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

8. TAXATION – continued

The Group is engaged in manufacturing of fine jewellery products through processing factories in the PRC under contract processing arrangement. Accordingly, under such 50:50 onshore/offshore arrangement between the Group and the processing factories, certain profits of the Group are not taxable under Hong Kong Profits Tax during both periods. In addition, the processing factories of the Group is subject to the PRC EIT at a rate of 25% on the deemed profit generated in the PRC.

Under the Law of the PRC on EIT and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.

The provision of LAT is estimated according to the requirements set forth in the relevant PRC tax laws and regulations. LAT has been levied at progressive rates ranging from 30% to 60% on the appreciation of land value, represented by the excess of sales proceeds of properties over prescribed direct costs. Prescribed direct costs are defined to include costs of land, development and construction costs, as well as certain costs relating to the property development. According to the State Administration of Taxation's official circulars, LAT shall be payable provisionally upon sales of the properties, followed by final ascertainment of the gain at the completion of the properties development.

8. 稅項 – 續

本集團根據合約加工安排，透過在中國的加工廠從事製造優質珠寶產品。因此，根據本集團與加工廠之間50：50的在岸／離岸安排，本集團於兩個期間的若干溢利毋須繳納香港利得稅。此外，本集團的加工廠須就於中國產生的設定溢利按稅率25%繳納中國企業所得稅。

根據中國企業所得稅法及企業所得稅法實施條例，中國附屬公司的稅率為25%。

土地增值稅撥備乃根據相關中國稅法及法規的規定估計。土地增值稅就土地增值金額（即物業之銷售所得款項超出指定直接成本之部份）按累進稅率30%至60%徵收。指定直接成本界定為土地成本、發展及建築成本，及其他關於物業發展的成本。按照國家稅務總局之官方公告，銷售物業時應暫繳土地增值稅，到物業發展完成後才最終確認所得收益。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

9. DIVIDEND

9. 股息

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Dividends recognised as distribution during the period	期內已確認為分派之股息		
Final dividend for 2019 of HK\$0.02 (2018: HK\$0.01) per share	2019年末期股息每股0.02港元 (2018年：0.01港元)	27,000	13,500
Special dividend for 2018 of HK\$0.02 (2019: nil) per share	2018年特別股息每股0.02港元 (2019年：無)	–	27,000
		27,000	40,500

The directors of the Company had not declared any interim dividend for the period ended 30 June 2020 (for the six months ended 30 June 2019: interim dividend of HK\$0.01 per share).

本公司董事並無就截至2020年6月30日止期間宣派任何中期股息(截至2019年6月30日止六個月：中期股息每股0.01港元)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

10. EARNINGS PER SHARE

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

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 June 2019 於2019年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)
Profit for the period attributable to owners of the Company and earnings for the purposes of calculating basic and diluted earnings per share	本公司擁有人應佔期內溢利及就計算每股基本及攤薄盈利之盈利	46,897	45,398
		Number of shares 股份數目 '000 千股	'000 千股
Weighted average number of ordinary shares for the purpose of calculating basic and diluted earnings per share	就計算每股基本及攤薄盈利之普通股加權平均數	1,350,000	1,350,000

The computation of diluted earnings per share for the both periods does not assume the exercise of the Company's share options because the exercise price of those share options was higher than the average market price of the shares for both periods.

10. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃根據下列數據計算：

計算兩個期間之每股攤薄盈利並不假設本公司購股權獲行使，原因為該等購股權的行使價高於兩個期間內股份的平均市價。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

11. MOVEMENT IN PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTIES AND RIGHT-OF-USE ASSETS

During the period, the Group incurred approximately HK\$925,000 (six months ended 30 June 2019: HK\$1,391,000) to acquire property, plant and equipment for its operations.

During the period ended 30 June 2020, properties with fair value at the date of transfer of HK\$20,288,000 (six months ended 30 June 2019: HK\$21,168,000) were transferred from property, plant and equipment and right-of-use assets to investment properties due to change of use as a result of commencement of relevant leases. The fair value at the date of transfer was determined by an independent valuer and the excess over the carrying amount of HK\$5,629,000 (six months ended 30 June 2019: HK\$5,649,000), net of deferred taxation of HK\$1,892,000 (six months ended 30 June 2019: HK\$1,953,000), was recognised in other comprehensive income and increased property revaluation reserve at the date of transfer.

During the period ended 30 June 2019, properties with fair value at the date of transfer of HK\$31,552,000 (six months ended 30 June 2020: nil) were transferred from properties held for sale to investment properties due to change of use as a result of commencement of relevant leases. The fair value at the date of transfer was determined by an independent valuer and the excess over the carrying amount of HK\$14,770,000 (six months ended 30 June 2020: nil) was recognised in other gains and losses at the date of transfer.

11. 物業、廠房及設備、投資物業及使用權資產變動

於期內，本集團就其營運收購物業、廠房及設備產生支出約925,000港元(截至2019年6月30日止六個月：1,391,000港元)。

於截至2020年6月30日止期間，由於有關租賃開始而使用途有所改變，於轉移當天公平值為20,288,000港元(截至2019年6月30日止六個月：21,168,000港元)之物業已由物業、廠房及設備及使用權資產轉移至投資物業。轉移當天之公平值由一名獨立評估師釐定，而超出賬面值5,629,000港元(截至2019年6月30日止六個月：5,649,000港元)(扣除遞延稅項1,892,000港元(截至2019年6月30日止六個月：1,953,000港元))之部分已於轉移當天獲確認為其他全面收益和物業重估儲備的增加。

於截至2019年6月30日止期間，由於有關租賃開始而使用途有所改變，於轉移當天公平值為31,552,000港元(截至2020年6月30日止六個月：無)之物業已由持作出售物業轉移至投資物業。轉移當天之公平值由一名獨立評估師釐定，而超出賬面值14,770,000港元(截至2020年6月30日止六個月：無)之部分已於轉移當天獲確認為其他收益及虧損。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

11. MOVEMENT IN PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTIES AND RIGHT-OF-USE ASSETS – continued

The Group's investment properties as at the ended of the current interim period were valued by an independent qualified professional valuer, which is independent of the Group. The valuations by the independent qualified professional valuer are arrived by income approach with reference to market evidence of transaction prices for similar properties and by reference to net rental income allowing for reversionary income potential using the applicable market yields for the respective locations and types of properties. The resulting decrease in fair value of investment properties of HK\$660,000 has been recognised directly in profit or loss for the six months ended 30 June 2020 (six months ended 30 June 2019: increase in fair value of investment properties of HK\$579,000).

During the current interim period, the Group had not entered into any new lease agreements.

During the period ended 30 June 2019, on lease commencement, the Group recognised HK\$7,726,000 of right-of-use assets and HK\$7,664,000 of lease liabilities during the period 30 June 2019.

11. 物業、廠房及設備、投資物業及使用權資產變動 – 續

截至本中期期間結束時，本集團的投資物業由一名與本集團無關的獨立合資格專業估值師進行估值。獨立合資格專業估值師之估值乃參照類似物業交易價格的市場證明，並參照租金淨收入，採用收入法釐定。租金淨收入可根據適用的物業所在地區及類型的市場收益率，以計算潛在的可收回收入。投資物業之公平值因而減少 660,000 港元，已直接於截至 2020 年 6 月 30 日止六個月之損益內確認（截至 2019 年 6 月 30 日止六個月：投資物業之公平值增加 579,000 港元）。

於本中期期間，本集團並無訂立任何新租賃協定。

於截至 2019 年 6 月 30 日止期間開始租賃時，本集團已確認截至 2019 年 6 月 30 日止期間 7,726,000 港元的使用權資產及 7,664,000 港元的租賃負債。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

12. INTEREST IN AN ASSOCIATE

12. 於一間聯營公司的權益

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Cost of investment in an unlisted associate	於非上市聯營公司的投資成本	1,111	1,111
Share of post-acquisition loss	應佔收購後虧損	(258)	(174)
Exchange adjustment	匯兌調整	(55)	(49)
		798	888

Details of the Group's associate at 30 June 2020 and 31 December 2019 are as follows:

本集團聯營公司於2020年6月30日及2019年12月31日之詳情如下：

Name of associate 聯營公司名稱	Place of incorporation and operation 註冊成立及 經營地點	Proportion of ownership interest 所有權權益比例		Proportion of voting power held 所持表決權比例		Principal activity 主要業務
		30 June 2020 2020年 6月30日	December 2019 2019年 12月31日	30 June 2020 2020年 6月30日	December 2019 2019年 12月31日	
深圳保發珠寶文化 發展有限公司	PRC 中國	19%	19%	19%	19%	Trading of fine jewellery 優質珠寶貿易

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

13. INVENTORIES

13. 存貨

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Raw materials	原材料	46,350	48,297
Work in progress	在製品	5,977	6,878
Finished goods	製成品	130,846	131,208
		183,173	186,383

14. PROPERTIES HELD FOR SALE

14. 持作出售物業

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Properties held for sale	持作出售物業	206,571	322,849

The properties for sale were located in the PRC. Properties for sale which are expected to be recovered in more than twelve months after the end of the reporting period are classified under current assets as it is expected to be realised in the Group's normal operating cycle.

In the prior period, properties held for sale with carrying amount of HK\$16,782,000 were transferred to investment properties. During the current interim period, the Group had not transferred any properties held for sale to investment properties.

待售物業位於中國。預期於報告期末後十二個月後收回之待售物業分類為流動資產，因其預期將於本集團正常經營周期內變現。

於上一期間，賬面值16,782,000港元的持作出售物業轉撥至投資物業。於本中期期間，本集團並無轉撥任何持作出售物業至投資物業。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

15. TRADE AND OTHER RECEIVABLES

15. 貿易及其他應收款項

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	55,892	94,259
Less: Allowance for expected credit losses	減：預期信貸虧損撥備	(10,190)	(1,717)
		45,702	92,542
Other receivables, prepayments and deposits	其他應收款項、預付款項及 按金	19,393	38,351
		65,095	130,893

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

15. TRADE AND OTHER RECEIVABLES – continued

The following is an analysis of trade receivables by age, net of allowance for expected credit losses, presented based on the invoice date, which approximates the respective revenue recognition date.

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
0–30 days	0至30日	11,017	38,575
31–60 days	31至60日	1,839	16,502
61–180 days	61至180日	26,668	33,321
181–365 days	181至365日	6,139	3,864
Over 1 year	一年以上	39	280
		45,702	92,542

The Group generally allows a credit period of up to 120 days to its customers. A longer credit period may be granted to large or long established customers with good payment history.

Other receivables, prepayments and deposits mainly consist of payments in advance to suppliers and value-added tax recoverable.

15. 貿易及其他應收款項 – 續

下列為貿易應收款項(扣除預期信貸虧損撥備)按賬齡劃分的分析，根據與各自收益確認日期相若的發票日期呈列。

本集團一般向其客戶批准的信貸期最多為120日，大型或歷史悠久且付款記錄良好的客戶可獲較長的信貸期。

其他應收款項、預付款項及按金主要包括向供應商預付貨款及可收回增值稅。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

16. LOAN RECEIVABLE FROM AN ASSOCIATE

As at 31 December 2019, the amount represented a loan receivable from an associate amounting of RMB15,550,000 (equivalent to HK\$17,328,000) which was unsecured, interest-free and repayable within one year. During the current period, the whole amount had been settled by the associate.

16. 應收一間聯營公司貸款

於2019年12月31日，該款項指應收一間聯營公司貸款人民幣15,550,000元(相當於17,328,000港元)，屬無抵押、不計息且須於一年內償還。於本期間，聯營公司已悉數償還該款項。

17. TRADE AND OTHER PAYABLES

17. 貿易及其他應付款項

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	貿易應付款項	52,424	113,275
Bills payables	應付票據	16,123	-
		68,547	113,275
Accruals and other payables	應計款項及其他應付款項	8,644	14,562
		77,191	127,837

Accruals and other payables mainly consist of payable of staff salaries and benefits.

應計款項及其他應付款項主要包括應付員工薪酬及福利。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

17. TRADE AND OTHER PAYABLES (CONTINUED)

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

17. 貿易及其他應付款項(續)

於期末根據發票日期呈列的貿易應付款項及應付票據的賬齡分析如下：

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
0-60 days	0至60日	65,550	103,843
61-90 days	61至90日	309	2,904
Over 90 days	90日以上	2,688	6,528
		68,547	113,275

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

18. BANK LOANS

During the current period, the Group had not obtained any new bank loans and repaid bank loans of HK\$49,259,000.

In the prior period, the Group obtained new loans in the amount of HK\$45,837,000 and repaid bank loans of HK\$150,904,000. As at 30 June 2019, the bank loans bore effective interest rate ranged from 6% to 7.6% per annum.

18. 銀行貸款

於本期間，本集團並未取得任何新銀行貸款，並已償還銀行貸款49,259,000港元。

於去年同期，本集團取得新銀行貸款45,837,000港元，並償還銀行貸款150,904,000港元。於2019年6月30日，銀行貸款按實際利率介乎每年6%至7.6%計息。

19. SHARE CAPITAL

19. 股本

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Authorised:	法定：		
3,000,000,000 ordinary shares of one third Hong Kong cent each	3,000,000,000股每股面值 三分之一港仙之普通股	10,000	10,000
Issued and fully paid:	已發行及繳足：		
1,350,000,000 ordinary shares of one third Hong Kong cent each	1,350,000,000股每股面值 三分之一港仙之普通股	4,500	4,500

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

19. SHARE CAPITAL – continued

19. 股本 – 續

		Number of ordinary shares 普通股數目	Nominal value of ordinary shares 普通股面值 HK\$'000 千港元
Authorised:	法定：		
At 1 January 2019 (audited), 31 December 2019 (audited) and 30 June 2020 (unaudited)	於2019年1月1日(經審核)、 2019年12月31日(經審核)及 2020年6月30日(未經審核)	3,000,000,000	10,000
Issued and fully paid:	已發行及繳足：		
At 1 January 2019 (audited), 31 December 2019 (audited) and 30 June 2020 (unaudited)	於2019年1月1日(經審核)、 2019年12月31日(經審核)及 2020年6月30日(未經審核)	1,350,000,000	4,500

All shares issued rank pari passu with the then existing in issue in all respects.

所有已發行股份於所有方面與當時現有已發行股份享有同等權益。

20. SHARE-BASED PAYMENTS

Pursuant to written resolutions passed on 14 December 2015, the Company adopted a share option scheme (the "Share Option Scheme"). The Share Option Scheme was valid for a period of 10 years commencing on 14 December 2015.

The purpose of the Share Option Scheme is to enable the Group to grant options to selected participants as incentives or rewards for their contribution to the Group.

20. 以股份支付款項

根據於2015年12月14日通過的書面決議案，本公司已採納購股權計劃(「購股權計劃」)。購股權計劃由2015年12月14日起計有效10年。

購股權計劃之目的是令本集團可以向特選之參與者授予購股權，以鼓勵或報答其對本集團所作之貢獻。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

20. SHARE-BASED PAYMENTS – continued

Under the Share Option Scheme, the directors of the Company may, at its discretion, grant options to subscribe for shares in the Company to eligible participants (“Eligible Participants”) who contribute to the long-term growth and profitability of the Company. Eligible Participants include (i) any employee (whether full-time or part-time including any executive director but excluding any non-executive director) of the Company, any of its subsidiaries or any entity (“Invested Entity”) in which any member of the Group holds an equity interest; (ii) any non-executive directors (including independent non-executive directors) of the Company, any of its subsidiaries or any Invested Entity; (iii) any supplier of goods or services to any member of the Group or any Invested Entity; (iv) any customer of any member of the Group or any Invested Entity; (v) any person or entity that provides research, development or other technological support to any member of the Group or any Invested Entity; (vi) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued by any member of the Group or any Invested Entity; (vii) any adviser (professional or otherwise) or consultant to any area of business or business development of any member of the Group or any Invested Entity; and (viii) any other group or classes of participants who have contributed or may contribute by way of joint venture, business alliance or other business arrangement to the development and growth of the Group.

The maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under this scheme and any other share option schemes adopted by the Group shall not exceed 30% of the share capital of the Company in issue from time to time.

The total number of shares which may be allotted and issued upon exercise of all options to be granted under this scheme and any other share option of the Group must not in aggregate exceed 10% of the shares in issue as at the date of passing of the relevant resolution adopting this scheme.

20. 以股份支付款項 – 續

根據購股權計劃，本公司董事可酌情決定向為本公司之長遠發展和盈利能力作出貢獻之合資格參與者（「合資格參與者」）授予可認購本公司股份之購股權。合資格參與者包括：(i)本公司、其任何附屬公司或由本集團任何成員公司持有股份權益之任何實體（「投資實體」）之任何僱員（無論全職或兼職，包括任何執行董事，惟不包括任何非執行董事）；(ii)本公司、其任何附屬公司或任何投資實體之任何非執行董事（包括獨立非執行董事）；(iii)本集團任何成員公司或任何投資實體之任何貨物或服務供應商；(iv)本集團任何成員公司或任何投資實體之任何顧客；(v)為本集團任何成員公司或任何投資實體提供研究、開發或其他技術支援之任何個人或實體；(vi)本集團任何成員公司或任何投資實體之任何股東，或本集團任何成員公司或任何投資實體所發行之任何證券之任何持有人；(vii)任何向本集團任何成員公司或任何投資實體任何業務範圍或業務發展作出建議人士（專業人士或其他）或顧問；及(viii)透過合資、業務夥伴或其他商業安排而對本集團之發展和增長作出貢獻或可能作出貢獻之任何其他參與者組別或類別。

因根據此計劃及本集團所採納之任何其他購股權計劃已授出但未行使之所有購股權獲行使而可能發行之股份最高數目，不得超過本公司不時已發行股本之30%。

因根據此計劃及本集團任何其他購股權計劃將予授出之所有購股權獲行使而可配發及發行之股份總數合共不得超過通過採納此計劃之有關決議案當日已發行股份之10%。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

20. SHARE-BASED PAYMENTS – continued

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of the grant) in excess of HK\$5,000,000, within any twelve-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of the offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors of the Company, save that such period shall not be more than ten years from the date of the offer of the share options, subject to the provisions for early termination as set out in the Share Option Scheme. Unless otherwise determined by the directors at their absolute discretion, there is no requirement of a minimum period for which an option must be held before an option can be exercised. In addition, there is no performance target which must be achieved before any of the options can be exercised.

The exercise price of the share options is determinable by the directors of the Company, but may not be less than the highest of (i) the closing price of the Company's shares on the date of the offer of the share options; (ii) the average closing price of the Company's shares for the five business days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares on the date of the offer.

20. 以股份支付款項 – 續

授予本公司董事、行政總裁或主要股東，或彼等任何聯繫人士之購股權，須在事前獲得獨立非執行董事批准。此外，在任何十二個月內授予本公司主要股東或獨立非執行董事、或彼等任何聯繫人士之任何購股權，在任何時候若超過本公司已發行股份之0.1%，或其總值（以授出當日之本公司股價計算）超過5,000,000港元，須事前於股東大會上獲股東通過。

授出購股權之要約可於要約日起21日內，由承授人以合計1港元之名義代價接納。所授出購股權之行使期由本公司董事決定，惟自購股權要約日期起計，不應超過十年，並受到購股權計劃中提前終止條款規定所限制。除非由董事全權酌情決定，否則購股權並無規定最少須持有至某個特定時限始可行使。此外，亦無規定須達致某個表現目標始可行使。

購股權之行使價由本公司董事決定，惟不能低於以下之最高價：(i)在購股權要約日期本公司股份之收市價；(ii)緊接要約日期前五個營業日內本公司股份之平均收市價；及(iii)在要約日期本公司股份之面值。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

20. SHARE-BASED PAYMENTS – continued

A summary of movements of the outstanding share options granted to and held by the Company's Eligible Participants:

		Date of grant	Number of share options			Adjusted exercise price
			Outstanding at 1 January 2020	Lapsed during the period	Outstanding at 30 June 2020	
		授出日期	於2020年1月1日尚未行使	期內已失效	於2020年6月30日尚未行使	經調整行使價
			'000 千份	'000 千份	'000 千份	
Directors	董事	31.5.2017 2017年5月31日	6,570	(900)	5,670	HK\$1.07港元
Eligible persons	合資格人士	31.5.2017 2017年5月31日	26,064	(2,241)	23,823	HK\$1.07港元
Total	總計		32,634	(3,141)	29,493	

No share options were exercised during the period (six months ended 30 June 2019: nil). The share options granted under the Share Option Scheme are exercisable commencing from 31 May 2018 to 30 May 2023 (both dates inclusive) for the first tranche ("Tranche 1") and from 31 May 2019 to 30 May 2024 (both dates inclusive) for the second tranche ("Tranche 2"). The closing price of the Company's shares immediately before 31 May 2017, the date on which the share options were granted was HK\$1.07 after the effect of the share subdivision. For Tranche 1, the fair values of the share options determined at the dates of grant using the binomial model for share options granted to directors of the Company and other eligible persons were HK\$0.37 and HK\$0.36, respectively after the effect of share subdivision. For Tranche 2, the fair values of the share options determined at the dates of grant using the binomial model for share options granted to the directors of the Company and other eligible persons were HK\$0.42 and HK\$0.41, respectively after the effect of share subdivision.

20. 以股份支付款項 – 續

已授予本公司合資格參與者及彼等所持有之尚未行使購股權之變動概要：

期內並無購股權獲行使(截至2019年6月30日止六個月：無)。根據購股權計劃所授出之購股權當中，第一批購股權(「第一批」)可由2018年5月31日至2023年5月30日(包括首尾兩日)行使，而第二批購股權(「第二批」)可由2019年5月31日至2024年5月30日(包括首尾兩日)行使。本公司股份於緊接2017年5月31日(即購股權授出日期)前之收市價為1.07港元(計及股份拆細之影響後)。就第一批而言，根據二項式模型釐定授予本公司董事及其他合資格人士之購股權於授出日期之購股權公平值分別為0.37港元及0.36港元(計及股份拆細之影響後)。就第二批而言，根據二項式模型釐定授予本公司董事及其他合資格人士之購股權於授出日期之購股權公平值分別為0.42港元及0.41港元(計及股份拆細之影響後)。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至2020年6月30日止六個月

20. SHARE-BASED PAYMENTS – continued

The following assumptions were used to calculate the fair values of the share options:

		Tranche 1 第一批	Tranche 2 第二批
Grant date	授出日期	31 May 2017 2017年5月31日	31 May 2017 2017年5月31日
Grant date share price (adjusted)	授出日期之股價(經調整)	HK\$1.07 1.07港元	HK\$1.07 1.07港元
Exercise price	行使價	HK\$1.07 1.07港元	HK\$1.07 1.07港元
Expected life	預計年期	6 years 6年	7 years 7年
Expected volatility	預計波幅	52%	53%
Dividend yield	股息率	1.87%	1.87%
Risk-free interest rate	無風險利率	1.00%	1.06%

The valuations were carried out by independent qualified professional valuers, which were not connected with the Group. The binomial model had been used to estimate the fair value of the options. The variables and assumptions used in computing the fair value of the share options were based on the management's best estimate. Changes in variables and assumptions might result in changes in the fair value of the options.

In the prior period, the Group recognised share-based payment expense of HK\$1,403,000 in relation to share options granted by the Company. During the period, share options lapsed of HK\$1,220,000 (six months ended 30 June 2019: HK\$23,000) has been transferred to retained profits of the Group.

20. 以股份支付款項 – 續

以下為計算購股權公平值所使用之假設：

估值乃由與本集團並無關連之獨立合資格專業估值師進行，並使用二項式模型估計購股權之公平值。計算購股權公平值所用之變數及假設乃基於管理層之最佳估計。購股權之公平值可因應變數及假設之轉變而變化。

於過往期間，本集團就本公司授出之購股權確認以股份支付款項開支1,403,000港元。期內，已失效購股權1,220,000港元(截至2019年6月30日止六個月：23,000港元)已轉撥至本集團之保留溢利。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 30 June 2020
截至 2020 年 6 月 30 日止六個月

21. RELATED PARTY TRANSACTIONS

The Group had the following transactions with related parties during the periods:

21. 關連方交易

本集團期內擁有以下與關連方的交易：

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Sales of jewellery products to an associate	向一間聯營公司銷售珠寶產品	254	–
Rental payments for lease liabilities to entities under controlled by a director of the Company	支付予本公司一名董事控制之實體的租賃負債租金	2,822	3,302

Key management personnel include directors of the Company and other senior management of the Group. The remuneration paid or payable during the periods are as follows:

主要管理人員包括本公司的董事及本集團的其他高級管理層。於期內已付或應付薪酬如下：

		Six months ended 30 June 截至6月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Short-term benefits	短期福利	3,955	4,837
Post-employment benefits	離職後福利	36	36
		3,991	4,873

The remuneration of key management personnel is determined by the management of the Company having regard to the performance of individuals and market trends.

主要管理人員薪酬由本公司管理層參考個人表現及市場趨勢釐定。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2020

截至 2020 年 6 月 30 日止六個月

22. PLEDGE OF ASSETS

At the end of the reporting period, the following assets of the Group were pledged to banks to secure credit facilities granted to the Group:

22. 資產抵押

於報告期末，本集團下列資產已抵押予銀行作為本集團獲授信貸額度之擔保：

		At 30 June 2020 於2020年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 December 2019 於2019年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Property, plant and equipment	物業、廠房及設備	93,796	106,149
Right-of-use assets	使用權資產	9,830	11,737
Investment properties	投資物業	139,125	119,905
		242,751	237,791

