INTERIM REPORT 中期報告

2020



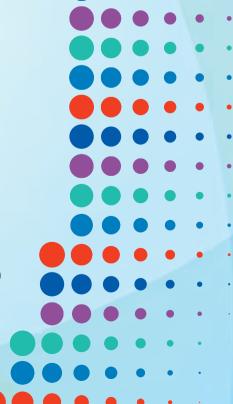
Life Healthcare Group Limited

蓮和醫療健康集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock Code 股份代碼:00928



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Corporate Information

公司資料

EXECUTIVE DIRECTORS

Mr. Xu Xueping (Chairman)

Mr. Man Wai Lun

NON-EXECUTIVE DIRECTORS

Ms. Shan Hua

Ms. Fu Xiaoji

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Liu Xinghua

Mr. Cheng Chun Man

Ms. Zheng Xin

AUDIT COMMITTEE

Mr. Cheng Chun Man (Chairman)

Mr. Liu Xinghua

Ms. Zheng Xin

REMUNERATION COMMITTEE

Mr. Liu Xinghua (Chairman)

Mr. Xu Xueping

Mr. Cheng Chun Man

NOMINATION COMMITTEE

Mr. Cheng Chun Man (Chairman)

Mr. Man Wai Lun

Ms. Zheng Xin

AUTHORISED REPRESENTATIVES

Mr. Xu Xueping

Mr. Chung Yuk Lun

COMPANY SECRETARY

Mr. Chung Yuk Lun

AUDITOR

ZHONGHUI ANDA CPA Limited

Unit 701, 7/F

Citicorp Centre

18 Whitfield Road

Causeway Bay

Hong Kong

執行董事

徐學平先生(主席) 文偉麟先生

非執行董事

单华女士

傅晓姬女士

獨立非執行董事

刘兴华先生

鄭振民先生

鄭欣女士

審核委員會

鄭振民先生(主席)

刘兴华先生

鄭欣女士

薪酬委員會

刘兴华先生(主席)

徐學平先生

鄭振民先生

提名委員會

鄭振民先生(主席)

文偉麟先生

鄭欣女士

授權代表

徐學平先生

鍾育麟先生

公司秘書

鍾育麟先生

核數師

中匯安達會計師事務所有限公司

香港

銅鑼灣

威非路道18號

萬國寶通中心

7樓701室

Corporate Information 公司資料

PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited

REGISTERED OFFICE

Cricket Square, Hutchins Drive P.O. Box 2681 Grand Cayman KYI-IIII Cayman Islands

PRINCIPAL OFFICE IN HONG KONG

Office A, 18/F Aubin House 171–172 Gloucester Road Wanchai Hong Kong

COMPANY'S WEBSITE

www.lifehealthcare.com

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Suntera (Cayman) Limited 3rd Floor, Royal Bank House 24 Shedden Road, George Town Grand Cayman KYI-III0 Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

LISTING INFORMATION

The Stock Exchange of Hong Kong Limited Stock Code: 00928

主要往來銀行

香港上海滙豐銀行有限公司

註冊辦事處

Cricket Square, Hutchins Drive P.O. Box 2681 Grand Cayman KYI-IIII Cayman Islands

香港主要辦事處

香港 灣仔 告士打道I7I-I72號 安邦商業大廈 I8樓A室

公司網站

www.lifehealthcare.com

開曼群島主要股份過戶登記處

Suntera (Cayman) Limited 3rd Floor, Royal Bank House 24 Shedden Road, George Town Grand Cayman KYI-III0 Cayman Islands

香港股份過戶登記分處

卓佳登捷時有限公司 香港 皇后大道東183號 合和中心54樓

上市資料

香港聯合交易所有限公司股份代號: 00928

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 September 2020 截至二零二零年九月三十日止六個月

Unaudited 未經審核

Six months ended 30 September

截至九月三十日止六個月 2020 2019 **二零二零年** 二零一九年

		Notes 附註	二零二零年 HK\$'000 千港元	二零一九年 HK\$'000 千港元
Continuing operations Turnover Cost of sales and services	持續經營業務 營業額 銷售及服務成本	4	91,746 (77,687)	6,810 (1,490)
Gross profit	毛利		14,059	5,320
Other income and gains Selling and distribution costs Administrative and other expenses Share of results of associates Finance costs	其他收入及收益 銷售及分銷成本 行政及其他開支 分佔聯營公司之業績 財務成本		462 (1,596) (6,927) (2,749) (64)	837 (255) (15,092) (3,040) (176)
Operating profit (loss)	經營溢利(虧損)		3,185	(12,406)
Profit (Loss) before taxation Income tax	除税前溢利(虧損) 所得税	5	3,185 (1,439)	(12,406) (48)
Profit (Loss) for the period	期內溢利(虧損)		1,746	(12,454)
Profit (Loss) for the period attributable to Owners of the Company Non-controlling interests	以下人士應佔期內溢利 (虧損) 本公司擁有人 非控股權益		376 1,370	(12,454) -
			1,746	(12,454)
Other comprehensive income (expense) that may be reclassified subsequently to profit or loss: Exchange differences arising from translations Share of foreign currency reserve of associates	日後可能重新分類至損益 之其他全面收益(開支): 換算所產生匯兑差額 分佔聯營公司之外幣		8,357	(11,904)
	儲備		3,687	(1,846)
			12,044	(13,750)
Total comprehensive income (expense) for the period	期內全面收益(開支)總額		13,790	(26,204)

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 September 2020 截至二零二零年九月三十日止六個月

		Notes 附註	未經 Six mont 30 Sep 截至九月三- 2020	dited 審核 hs ended tember 十日止六個月 2019 二零一九年 HK\$'000 千港元
Total comprehensive income (expense) for the period attributable to: Owners of the Company Non-controlling interests	以下人士應佔期內全面收益 (開支)總額: 本公司擁有人 非控股權益		12,290 1,500	(26,204)
	,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		13,790	(26,204)
				(Restated) (經重列)
Earnings (Loss) per share — (expressed in HK cents per share) — Basic and diluted	每股盈利(虧損) — (以每股港仙列示) — 基本及攤薄	8	0.03	(1.16)

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

As at 30 September 2020 於二零二零年九月三十日

		Notes 附註	Unaudited 未經審核 30 September 2020 二零二零年 九月三十日 HK\$'000 千港元	Audited 經審核 31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元
Non-current assets Property, plant and equipment Right-of-use assets Interest in associates Equity investment at fair value through other comprehensive income Prepayment	非流動資產 物業、廠房及設備 使用權資產 於聯營公司之權益 透過其他全面收益 按公平值列賬之股本投資 預付款項	9	1,560 1,526 20,938 34,998 12,743	1,998 1,880 20,000 825 13,789
			71,765	38,492
Current assets Inventories Loan receivables Loan interest receivables Trade and other receivables Bank balances and cash	流動資產 存貨 應收貸款 應收貸款利息 應收貿易及其他應收款項 銀行結餘及現金	 1	50,018 17,154 3,945 164,212 19,322	9 17,154 2,402 58,314 187,578
			254,651	265,457
Current liabilities Trade and other payables Contract liabilities Tax payable Lease liabilities	流動負債 應付貿易及其他應付款項 合約負債 應付税項 租賃負債	13	29,280 526 1,851 1,133	51,143 509 878 1,049
			32,790	53,579
Net current assets	流動資產淨值		221,861	211,878
Total assets less current liabilities	總資產減流動負債		293,626	250,370
Non-current liability Lease liabilities	非流動負債 租賃負債		310	826
Net assets	資產淨值		293,316	249,544

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

As at 30 September 2020 於二零二零年九月三十日

			Unaudited 未經審核	Audited 經審核
			30 September	31 March
			2020	2020 二零二零年
				三月三十一日
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Capital and reserves	股本及儲備			
Share capital	股本	14	64,251	53,543
Reserves	儲備		225,452	193,888
Equity attributable to owners	本公司擁有人應佔權益			
of the Company			289,703	247,431
Non-controlling interests	非控股權益		3,613	2,113
Total equity	權益總額		293,316	249,544

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

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

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

		Share capital 股本 HK\$'000 千港元	Share premium 股份 溢價 HK\$'000 千港元	Contributed surplus (Note a) 繳入盈餘 (附註a) HK\$*000 千港元	Translation reserve 換算儲備 HK\$'000 千港元	Revaluation reserve 重估儲備 HK\$'000 千港元	Other reserve (Note b) 其他儲備 (附註b) HK\$'000 千港元	Share option reserve 購股權 儲備 HK\$'000	Accumulated profit (losses) 累計 溢利(虧損) HK\$*000 千港元	Total 總計 HK\$'000 千港元	Non- controlling interests 非控股 權益 HK\$'000 千港元	Total equity 權益 總額 HK\$'000 千港元
At I April 2019 (audited)	於二零一九年四月一日 (經審核)	53,543	1,275,023	167,780	(4,256)	-	5,518	17,136	(1,226,403)	288,341	-	288,341
Loss for the period Other comprehensive income arising from exchange difference on	期內虧損 換算匯兑差額產生之 其他全面收益	-	-	-	- (11,004)	-	-	-	(12,454)	(12,454)	-	(12,454)
,	分佔聯營公司之 外幣換算儲備		-		(11,904)					(11,904)	_	(11,904)
Total comprehensive expense for the period	期內全面開支總額	-	-	-	(13,750)	-	-	_	(12,454)	(26,204)	-	(26,204)
At 30 September 2019 (unaudited)	於二零一九年九月三十日 (未經審核)	53,543	1,275,023	167,780	(18,006)	-	5,518	17,136	(1,238,857)	262,137	-	262,137
At 31 March 2020	於二零二零年三月三十一日	53,543	1,275,023	167,780	(17,780)	(2,532)	5,518	17,136	(1,251,257)	247,431	2,113	249,544
Profit (loss) for the period Other comprehensive income	期內溢利(虧損) 期內其他全面收益	-	-	-	-	-	-	-	376	376	1,370	1,746
(expense) for the period: (開支): Total comprehensive income (expense) 期內全面收益(lofor the period	期內全面收益(開支)總額	-	-		11,913		-	-	376	11,913	1,501	13,790
Placing of new shares under general mandate	根據一般授權配售新股份	10,708	19,274	-	-	-	-	-	-	29,982	-	29,982
At 30 September 2020	於二零二零年九月三十日	64,251	1,294,297	167,780	(5,867)	(2,532)	5,518	17,136	(1,250,881)	289,702	3,614	293,316

Notes:

- (a) The contributed surplus represents the difference between nominal value of the shares of subsidiaries acquired by the Company and the nominal value of the shares of the Company issued for the acquisition pursuant to the reorganisation in April 2002.
- (b) The other reserve represents the release of share options expenses from share options reserve upon exercise of share options.
- 附註:
- (a) 繳入盈餘指本公司所收購附屬公司股份面 值與本公司根據於二零零二年四月之重組 進行收購所發行本公司股份面值之差額。
- (b) 其他儲備指購股權獲行使後自購股權儲備 轉出之購股權開支。

Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

Unaudited 未經審核

Six months ended
30 September

截至九月三十日止六個月

2020 2019 二零二零年 二零一九年 HK\$'000 HK\$'000

		千港元	千港元
Net cash generated from (used in) operating activities	經營業務所得(所用) 現金淨額	(172,135)	185,229
Net cash generated from investing activities: Investment in new companies Interest received	投資活動所得現金淨額: 投資新公司 已收利息	(34,174) 331	- 161
		(33,843)	161
Net cash (used in)/from financing activities: Issue of new shares Interest paid Principal portion of lease payments	融資活動(所用)/所得現金淨額: 發行新股份 已付利息 租賃付款本金部分	29,983 (33) (476)	- (176) (1,401)
		29,474	(1,577)
Net increase/(decrease) in cash and cash equivalents Cash and cash equivalents at I April Effect of foreign exchange rate changes	現金及現金等價物增加/(減少) 淨額 於四月一日之現金及現金等價物 匯率變動之影響	(176,504) 187,575 8,251	183,813 21,065 (10,755)
Cash and cash equivalents at 30 September, represented by bank balances and cash	於九月三十日之現金及現金等價物, 指銀行結餘及現金	19,322	194,123
Analysis of the cash and cash equivalents	現金及現金等價物分析		
Bank balances and cash	銀行結餘及現金	19,322	194,123

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

I GENERAL

Life Healthcare Group Limited (the "Company") is a company incorporated in the Cayman Islands as an exempted company with limited liability under Companies Law of the Cayman Islands on 12 March 2001 and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") as of 29 April 2002. The address of the registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KYI-IIII, the Cayman Islands and the principal place of business of the Company in Hong Kong is Office A, 18/F Aubin House, 171–172 Gloucester Road, Wanchai, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (the "Group") are principally engaged in healthcare products and services business, money lending business and securities trading and investment business.

The presentation currency of the unaudited condensed consolidated financial statements is Hong Kong dollars ("HK\$"). For the convenience of the unaudited condensed consolidated financial statements users, the results and financial position of the Company and its subsidiaries are presented in HK\$ as the Company's shares are listed on the Stock Exchange. All values are rounded to the nearest thousand (HK\$'000) except otherwise indicated.

2 BASIS OF PREPARATION

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

I 一般資料

蓮和醫療健康集團有限公司(「本公司」)為於二零零一年三月十二日根據開曼群島公司法在開曼群島註冊成立之獲豁免有限公司(「聯事人日在香港主人日本香港主人公司之註冊辦事處地址為公司之註冊辦事處地址為公司之註冊辦事處地址為公司之註冊辦事處地域為公司之註冊辦事處地域為公司之註冊所以對於香港等人之。

本公司為投資控股公司。本公司及 其附屬公司(「本集團」)主要從事健 康產品及服務業務、借貸業務以及 證券買賣及投資業務。

未經審核簡明綜合財務報表之呈列 貨幣為港元(「港元」)。由於本公司 股份於聯交所上市,為方便未經審 核簡明綜合財務報表之使用者,本 公司及其附屬公司之業績及財務狀 況均以港元呈列。除另行説明外, 所有價值均調整至最接近之千位數 (千港元)。

2 編製基準

未經審核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」及聯交所證券上市規則附錄十六之適用披露規定編製。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

3 PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values.

The accounting policies used in the condensed consolidated interim financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2020 except as described below.

In the current interim period, the Group has applied, for the first time, the following amendments ("revised HKFRSs") issued by the HKICPA which are effective for the Group's financial year beginning I April 2020.

Amendments to HKAS I and Definition of Material

HKAS 8

Amendments to HKFRS 3 Definition of a Business

Amendments to HKFRS 9, Interest Rate Benchmark Reform HKAS 39 and HKFRS 7

The adoption of these revised HKFRSs did not result in significant changes to the Group's accounting policies, presentation of the Group's financial statements and amounts reported for the current and prior periods. The Group has not applied any new or revised HKFRSs that are not yet effective for current interim period.

3 主要會計政策

未經審核簡明綜合財務報表乃按歷 史成本基準編製,惟若干按公平值 計量之財務工具除外。

除下文所述者外,簡明綜合中期財 務資料所採用會計政策與編製本集 團截至二零二零年三月三十一日止 年度之全年綜合財務報表所遵循者 一致。

於本中期期間,本集團已首次應用 以下由香港會計師公會頒佈並由二 零二零年四月一日開始之本集團財 政年度生效之修訂本(「經修訂香港 財務報告準則」)。

香港會計準則第1號 重大性之 及香港會計準則 定義 第8號(修訂本) 香港財務報告準則 業務之定義 第3號(修訂本)

香港財務報告準則 利率基準 第9號、香港會計 改革 準則第39號及香 港財務報告準則 第7號(修訂本)

採納該等經修訂香港財務報告準則 並無導致當前及過往期間本集團之 會計政策、本集團財務報表之呈列 方式及所報告金額出現任何重大變 動。本集團並無應用任何於本中期 期間尚未生效之新訂或經修訂香港 財務報告準則。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION

HKFRS 8 "Operating segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision makers ("CODM") in order to allocate resources to the segment and to assess its performance. Relevant information was reported to the executive directors of the Company, being the CODM, for the purposes of resource allocation and assessment of segment performance focusing on types of goods or services delivered or provided.

The Group is engaged in the following three operating segments for its operations, each of which represents an operating and reportable segment of the Group under HKFRS 8.

- I. Healthcare products and services business
- 2. Money lending business
- 3. Securities trading and investments business

4 營業額及分部資料

香港財務報告準則第8號「經營分部」 規定按本集團各組成部分之內部報 告確定經營分部。該等內部報子 由主要營運決策者(「主要營運決策者))定期審閱,以便對各分部進決 資源分配及表現評估。就資部分配及分部表現評估向本公司執行配 及分部表現評估向本公司執行配 (即主要營運決策者)報告之相關務 之種類。

本集團從事以下三個經營分部,各經營分部指香港財務報告準則第8號項下本集團之經營及可呈報分部。

- I. 健康產品及服務業務
- 2. 借貸業務
- 3. 証券買賣及投資業務

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION (Continued)

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

For the six months ended 30 September 2020 (Unaudited)

Continuing operations

4 營業額及分部資料(續)

以下為本集團按可呈報及經營分部 劃分之營業額及業績分析:

截至二零二零年九月三十日止六個月 (未經審核)

持續經營業務

		Healthcare products and services business 健康產品及服務業務 HK\$'000	Money lending business 借貸 業務 HK\$'000 千港元	Securities trading and investments business 証券買賣及 投資業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Turnover External sales	營業額 對外銷售	90,202	1,544	_	91,746
Segment (loss) profit	分部(虧損)溢利	10,226	59	-	10,285
Interest revenue Other income and gains Unallocated expenses Share of result of associates	利息收益 其他收入及收益 未分配支出 分佔聯營公司之業績				331 131 (4,813) (2,749)
Profit before taxation	除税前溢利				3,185

Disaggregation of revenue from contracts with customers: *Geographical markets*

For both current and previous interim periods ended 30 September 2020 and 2019, all revenues from healthcare products and services were recognised in PRC.

Timing of revenue recognition

For both current and previous interim periods ended 30 September 2020 and 2019, all revenues from healthcare products and services were recognised at a point in time.

來自客戶合約收益分析:

地區市場

截至二零二零年及二零一九年九月 三十日止當前及過往中期期間,全 部健康產品及服務收益均於中國確 認。

收益確認時間

截至二零二零年及二零一九年九月 三十日止當前及過往中期期間,全 部健康產品及服務收益均於某一時 間點確認。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION (Continued)
For the six months ended 30 September 2019 (Unaudited)

Continuing operations

4 營業額及分部資料(續) 截至二零一九年九月三十日止六個月 (未經審核) 持續經營業務

				Securities	
		Healthcare	Money	trading and	
		services	lending	investments	
		business	business	business	Total
		健康服務	借貸	證券買賣及	
		業務	業務	投資業務	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
_	₩₩ ₩ ₩ ^ ~				
Turnover	營業額	0.5-0	4040		
External sales	對外銷售	2,570	4,240	_	6,810
Segment (loss) profit	分部(虧損)溢利	(7,241)	583	(36)	(6,694)
Interest revenue	利息收益				161
Unallocated expenses	未分配支出				(2,833)
Share of result of associates	分佔聯營公司之業績				(3,040)
Loss before taxation	除税前虧損				(12,406)

The accounting policies of the operating segments are the same as the Group's accounting policies.

Segment profit (loss) represents the profit (loss) resulted in each segment without allocation of other income and gain and unallocated corporate expenses. This is the measure for reporting to the Group's CODM for the purpose of resource allocation and performance assessment.

經營分部之會計政策與本集團之會 計政策相同。

分部溢利(虧損)指各分部所產生溢利(虧損),並無分配其他收入及收益以及未分配公司支出。此乃就資源分配及表現評估向本集團主要營運決策者匯報之措施。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION (Continued)

Segment assets and liabilities

Amounts of segment assets and liabilities of the Group are not reviewed by the Group's CODM or otherwise regularly provided to the CODM, accordingly, segment assets and liabilities are not presented.

5 PROFIT (LOSS) BEFORE TAXATION

Profit (loss) before taxation is arrived at after charging/(crediting):

Continuing operations

4 營業額及分部資料(續) 分部資產及負債

本集團之分部資產及負債金額未經 本集團主要營運決策者審閱或以其 他方式定期呈交主要營運決策者, 故未有呈列分部資產及負債。

5 除税前溢利(虧損)

除税前溢利(虧損)已扣除/(計入):

持續經營業務

Unaudited 未經審核

Six months ended 30 September

截至九月三十日止六個月

20202019二零二零年二零一九年HK\$'000HK\$'000千港元千港元

Cost of inventories recognised as expenses	確認為開支之存貨成本	_	192
Depreciation of property, plant and equipment	物業、廠房及設備折舊	504	1,554
Depreciation of right-of-use assets	使用權資產折舊	401	1,370
Bank interest income	銀行利息收入	(331)	(161)
Legal and professional fees and expenses	法律及專業費用及開支	754	3,561

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

6 INCOME TAX Continuing operations

6 所得税 持續經營業務

Unaudited 未經審核 Six months ended 30 September 截至九月三十日止六個月 2020 2019 二零二零年 二零一九年 HK\$'000 HK\$'000 千港元 千港元 本公司及其附屬公司應佔之 Taxation attributable to the Company and 相關税項: its subsidiaries: 即期税項 Current tax 香港利得税 Hong Kong Profits Tax 48 中國企業所得税 PRC Enterprise Income Tax ("EIT") (「企業所得税」) 1,439 1,439 48

Pursuant to the laws and regulations of the Cayman Islands and the British Virgin Islands ("BVI"), the Group is not subject to any income tax in the Cayman Islands and BVI for both interim periods.

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

Under the Law of PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% from I January 2008 onwards. Income tax represents PRC Enterprise Income Tax provided based on the assessable profit of PRC subsidiaries.

根據開曼群島及英屬處女群島(「英屬處女群島」)法律及法規,於兩個中期期間,本集團毋須於開曼群島及英屬處女群島繳納任何所得稅。

香港利得税乃就兩個中期期間之估計應課稅溢利按稅率16.5%計算。

根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施條例,中國附屬公司自二零零八年一月一日起之稅率為25%。所得稅指按中國附屬公司應課稅溢利計提撥備之中國企業所得稅。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

7 DIVIDENDS

No dividends were paid, declared or proposed during both interim periods. The directors have determined that no dividend will be paid in respect of the current interim period.

8 EARNINGS (LOSS) PER SHARE

Earnings (loss) per share

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

Weighted average number of ordinary shares

7 股息

於兩個中期期間概無派付、宣派或 建議派付任何股息。董事議決不會 就本中期期間派付股息。

8 每股盈利(虧損) 每股盈利(虧損)

本公司擁有人應佔每股基本及攤薄 盈利(虧損)乃按以下數據計算:

普通股加權平均數

Unaudited 未經審核 Six months ended 30 September 截至九月三十日止六個月 2020 2019 二零二零年 二零一九年 '000 '000 千股 千股

Weighted average number of ordinary shares at 30 September

於九月三十日普通股加權 平均數

1,123,521

1,070,857

(經重列)

The figure for 2019 is restated on a post share consolidation basis.

二零一九年數字按照股份合併後基 準重述。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

8 EARNINGS (LOSS) PER SHARE (Continued)
Earnings (loss) per share (Continued)
Profit (loss)

8 每股盈利(虧損)(續) 每股盈利(虧損)(續) 溢利(虧損)

> Unaudited 未經審核

Six months ended
30 September

截至九月三十日止六個月

2020 二零二零年 二零-

二零一九年 HK\$'000

HK\$'000 千港元

千港元

2019

Profit (loss) for the period attributable to the 本公司擁有人應佔期內溢利 owners of the Company (虧損)

376 (12,454)

9 PROPERTY, PLANT AND EQUIPMENT

During the current interim period, additions to the Group's property, plant and equipment is nil (six months ended 30 September 2020: HK\$1,560,000).

9 物業、廠房及設備

於本中期期間,本集團並無添置物業、廠房及設備(截至二零二零年九月三十日止六個月:1,560,000港元)。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

10 INTEREST IN ASSOCIATES

10 於聯營公司之權益

		Unaudited	Audited
		未經審核	經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Unlisted investments:	非上市投資:		
Share of net assets	分佔資產淨值	35,286	34,348
Loan to an associate	借予一家聯營公司之貸款	10,448	10,448
Impairment loss	減值虧損	(24,796)	(24,796)
		20,938	20,000

II LOAN RECEIVABLES AND LOAN INTEREST RECEIVABLES

Ⅱ 應收貸款及應收貸款利息

		Unaudited	Audited
		未經審核	經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
ecured loan receivables	應收有抵押貸款	17,154	17,154
		·	

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

II LOAN RECEIVABLES AND LOAN INTEREST RECEIVABLES

(Continued)

At 30 September 2020, loans to third parties with an aggregate principal amount of approximately HK\$17,154,000 (31 March 2020: HK\$17,154,000) are secured, bear interest at 18% (31 March 2020: ranging from 5% to 18%) per annum and are repayable within one year and thus classified as current assets. The loan receivables are due for settlement at the date specified in the respective loan agreement.

As at 30 September 2020, loan receivables amounting to approximately HK\$17,154,000 (31 March 2020: HK\$17,154,000) together with interest receivables arising from the same third parties of approximately HK\$3,945,000 (31 March 2020: HK\$2,402,000) guaranteed by independent third parties.

During the current interim period, the directors of the Company have individually assessed and considered that there is no indication of impairment on the loan and interest receivables. No impairment loss of loan and interest receivables was recognised in profit or loss.

Ⅱ 應收貸款及應收貸款利息(續)

於二零二零年九月三十日,借予第三方本金總額約17,154,000港元(二零二零年三月三十一日:17,154,000港元)之貸款為有抵押、按年利率18厘(二零二零年三月三十一日:介乎5厘至18厘)計息及須於一年內償還,故分類為流動資產。應收貸款於各貸款協議所指定之日期到期清償。

於二零二零年九月三十日,應收貸款約17,154,000港元(二零二零年三月三十一日:17,154,000港元)連同相同第三方所產生應收利息約3,945,000港元(二零二零年三月三十一日:2,402,000港元)獲獨立第三方擔保。

於本中期期間,本公司董事已作出個別評估,認為應收貸款及利息並 無減值跡象。概無於損益確認應收 貸款及利息之減值虧損。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

II LOAN RECEIVABLES AND LOAN INTEREST RECEIVABLES

(Continued)

The ageing analysis of loan receivables presented based on the loans draw down date at the end of the reporting periods is as follows:

Ⅱ 應收貸款及應收貸款利息(續)

於報告期末,按貸款提取日期呈列 應收貸款之賬齡分析如下:

		Unaudited	Audited
		未經審核	經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Over 365 days	365日以上	17,154	17,154
		17,154	17,154

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

II LOAN RECEIVABLES AND LOAN INTEREST RECEIVABLES

(Continued)

Loan interest receivables

Loan interest receivables represented interest accrued on the loan receivables not yet due according to the terms of the relevant loan agreement. The ageing analysis of loan interest receivables presented based on the loans draw down date at the end of the reporting periods is as follows:

Ⅱ 應收貸款及應收貸款利息(續)

應收貸款利息

應收貸款利息指根據相關貸款協議 之條款尚未到期應收貸款之應計 利息。於報告期末,按貸款提取日 期呈列應收貸款利息之賬齡分析如 下:

		Unaudited 未經審核	Audited 經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
I to 90 days	Ⅰ至90日	772	772
91 to 180 days	91至180日	772	772
181 to 365 days	181至365日	1,544	858
Over 365 days	365日以上	857	-
		3,945	2,402

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

12 TRADE AND OTHER RECEIVABLES

12 應收貿易及其他應收款項

		Unaudited 未經審核	Audited 經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Trade receivables	應收貿易款項	9,054	47,818
Less: allowance for trade receivables	減:應收貿易款項撥備	(94)	(90)
		8,960	47,728
Prepayments and deposits	預付款項及按金	139,932	5,699
Other receivables	其他應收款項	15,320	4,887
		164,212	58,314

For receivables from healthcare products and services, the Group allows a credit period ranging from 30–90 days.

就健康產品及服務之應收款項而言,本集團容許之信貸期介乎30至90日。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

12 TRADE AND OTHER RECEIVABLES (Continued)

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

12 應收貿易及其他應收款項(續)

於報告期末,按發票日期呈列應收 貿易款項之賬齡分析如下:

		Unaudited	Audited
		未經審核	經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Within 90 days	90日內	6,059	47,530
91-180 days	91至180日	2,679	-
181–365 days	181至365日	222	198
		8,960	47,728

13 TRADE AND OTHER PAYABLES

13 應付貿易及其他應付款項

		Unaudited 未經審核	Audited 經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Trade payables	應付貿易款項	16,759	41,439
Accruals and other payables	應計費用及其他應付款項	12,521	9,704
		29,280	51,143

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

13 TRADE AND OTHER PAYABLES (Continued)

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

13 應付貿易及其他應付款項(續)

於報告期末,按發票日期呈列應付 貿易款項之賬齡分析如下:

		Unaudited 未經審核	Audited 經審核
		At	At
		30 September	31 March
		2020	2020
		於二零二零年	於二零二零年
		九月三十日	三月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Within 90 days	90日內	6,654	41,438
91-180 days	91至180日	10,105	I
		16,759	41,439

The credit period granted by suppliers is normally 30 to 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

供應商給予之信貸期一般介乎於30至90日。本集團已制訂財務風險管理政策,確保所有應付款項於信貸期限內清償。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

14 SHARE CAPITAL

14 股本

Number of

		shares 股份數目 '000	HK\$'000
		千股	千港元
Authorised: Ordinary shares of HK\$0.01 each At I April 2019, 30 September 2019 and 31 March 2020 (audited)	法定: 每股面值0.01港元之普通股 於二零一九年四月一日、 二零一九年九月三十日及 二零二零年三月三十一日		
Share consolidation (Note (b))	(經審核) 股份合併(附註(b))	50,000,000 (40,000,000)	500,000
Ordinary shares of HK \$0.05 each At 30 September 2020 (unaudited)	每股面值0.05港元之普通股 於二零二零年九月三十日 (未經審核)	10,000,000	500,000
Issued and fully paid: Ordinary shares of HK\$0.01 each At I April 2020 (audited)	已發行及繳足: 每股面值0.01港元之普通股 於二零二零年四月一日(經審核)	5,354,285	53,543
Issue of new shares (Note a) Share consolidation (Note b)	發行新股份(附註a) 股份合併(附註b)	1,070,840 (5,140,100)	10,708
Ordinary shares of HK\$0.05 each At 30 September 2020 (unaudited)	每股面值0.05港元之普通股 於二零二零年九月三十日(未經審核)	1,285,025	64,251

Notes:

- (a) Allotment and issuance of ordinary shares of the Company on 17 August 2020 pursuant to the placing agreement dated 30 July 2020 (details of which are disclosed in the announcement of the Company dated 30 July 2020 and 17 August 2020).
- (b) Share consolidation pursuant to which every five (5) ordinary shares in the share capital of the company are consolidated into one (I) consolidated share effective on 23 September 2020.

附註:

- (a) 於二零二零年八月十七日,根據日期 為二零二零年七月三十日之配售協 議而配發及發行本公司普通股(其詳 情披露於本公司日期為二零二零年 七月三十日及二零二零年八月十七日 之公佈)。
- (b) 根據股份合併,本公司股本中每五 (5)股普通股合併為一(I)股合併股份,於二零二零年九月二十三日生效。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

15 FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

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

Certain Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The fair values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels I to 3) based on the degree to which the inputs to the fair value measurements is observable.

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

15 財務工具之公平值計量

(i) 按循環基準以公平值計量之本 集團財務資產及財務負債公平 值

- 第一級公平值計量指以 在活躍市場就相同資產 或負債取得之報價(未經 調整)進行之計量;
- 第二級公平值計量指以 第一級報價以外之資產 或負債之可觀察輸入數 據(無論是直接(即價格) 或間接(即按價格推算) 進行之計量;及
- 第三級公平值計量指包括並非基於可觀察市場數據之資產或負債輸入數據(不可觀察輸入數據)之估值技術進行之計量。

For the six months ended 30 September 2020 截至二零二零年九月三十日止六個月

15 FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

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

As at 30 September 2019, the Group's equity instrument at fair value through other comprehensive income was measured at cost which approximated to the fair value of such investment and is an appropriate estimate of fair value since these is insufficient information available to measure fair value. There is no transfer between different levels of the fair value hierarchy for the six months ended 30 September 2020.

The directors of the Company consider that the carrying amounts of financial assets and liabilities recorded at amortised cost in the unaudited condensed consolidated financial statements approximate their fair values.

16 CONTINGENT LIABILITIES AND PLEDGE OF ASSETS

The Group has no significant contingent liabilities and pledge of assets at the end of the reporting period.

15 財務工具之公平值計量(續)

(i) 按循環基準以公平值計量之本 集團財務資產及財務負債公平 值(續)

> 本公司董事認為,於未經審 核簡明綜合財務報表按攤銷 成本列賬之財務資產及負債 賬面值與其公平值相若。

16 或然負債及資產抵押

於報告期末,本集團並無重大或然 負債及資產抵押。

FINANCIAL RESULTS

Turnover

For the six months ended 30 September 2020, the Group recorded a turnover of approximately HK\$91.75 million (six months ended 30 September 2019: HK\$6.81 million), representing an increase of approximately 1,247% as compared with the corresponding period last year. Such increase in turnover was primarily attributable to the increase in revenue generated from the healthcare products and services segment. The Group's overall gross profit margin was 15.32% (six months ended 30 September 2019: 78.12%). During the six months ended 30 September 2020 and 2019, the Group's overall gross profit was primarily attributable to the healthcare products and services and money lending segments.

Profit for the interim period

The Group's profit for the six months ended 30 September 2020 was approximately HK\$1.75 million (six months ended 30 September 2019: loss HK\$12.45 million), representing an increase of approximately HK\$14.20 million as compared with the previous interim period. The increase in profit was principally attributable to (i) due to the COVID-19 pandemic, the Company used its existing resources and expanded its arms to sales of medical equipment and epidemic prevention materials, which led to significant increase in revenue; and (ii) significant drop in administrative expense for the Period as some items of expenses were no longer incurred or were considerably reduced during the Period.

BUSINESS REVIEW AND PROSPECTS

Healthcare products and services business

Over the years, the Group has built up its experience in the operation of and understanding in the business environment of the healthcare industry in PRC. Amongst the principal businesses of the Group, the healthcare business became the largest contributor to the Group's revenue in last year. Due to the COVID-19 pandemic, the Company used its existing resources and expanded its arms to sales of medical equipment and epidemic prevention materials, which led to significant increase in revenue.

The Group currently owns one research and development centre in Beijing, which organizes and performs core technologies research and exploitations, and one production and testing centre in Guangzhou, which has Practice License of Medical Institution* (醫療機構執業許可證) and thus can provide services to the clients nationwide.

* For identification purpose only 僅供識別

財務業績

營業額

中期溢利

本集團截至二零二零年九月三十日止六個月之溢利約為1,750,000港元(截至二零一九年九月三十日止六個月:虧損12,450,000港元),較上個中期期間增長約14,200,000港元。溢利增長主要由於(i)因新型冠狀病毒疫情,本公司利用其現有資源,並將其業務擴展到醫療設備及防疫材料的銷售,收入大幅增加;及(ii)因期間內不再發生或大幅減少某些項目的開支,期間內行政開支大幅下降。

業務回顧及前景

健康產品及服務業務

多年來,本集團對於中國健康行業營商環境中經營業務已累積一定經驗及認識。於本集團芸芸主要業務中,健康業務於去年成為本集團貢獻最多收益之業務由於新型冠狀病毒疫情,本公司利用設現有資源,並將其業務擴展到醫療設備及防疫材料的銷售,收入大幅增加。

本集團目前於北京擁有一間專責統籌及 進行核心技術之研究與開發之研發中心, 以及於廣州擁有一間持有醫療機構執業 許可證之生產檢測中心,故可為全國各 地客戶提供服務。

During the reporting period, the Group signed a cooperation agreement with four partners to jointly establish Beijing Life Healthcare Zhongcheng Medical Technologies Co., Ltd.* ("Joint Venture"). As of September 30, 2020, the Joint Venture has completed the registration and started business, and the Group has paid all capital commitments: RMB30,000,000. For details, please refer to the announcement of the Company dated 26 June 2020.

The Group's genetic testing business, urine chemical testing business and other health products and services business are complimentary to each other and create synergy for the Group's healthcare businesses as a whole. The customers and business partners of these businesses are local governments, national institutions and organizations, hospitals and doctors and other overlapping customers, the Company can expand its sales network and cross-sell products in all its businesses, thereby achieving economies of scale and increase in revenue.

Looking forward, the Group intends to enlarge and diversify the types of its genetic testing and health data analysis products, stem cells and other advanced medical technology products, make efforts to extend the product supply, and develop international business, to facilitate more comprehensive services to its customers.

For the six months ended 30 September 2020, this segment recorded a turnover of HK\$90.20 million (six months ended 30 September 2019: HK\$2.57 million) and a profit in segment result of HK\$10.23 million during the six months ended 30 September 2020 (six months ended 30 September 2019: loss HK\$7.24 million). The increase in segment profit was primarily attributable to (i) due to the COVID-19 pandemic, the Company used its existing resources and expanded its arms to sales of medical equipment and epidemic prevention materials, which led to significant increase in revenue; and (ii) significant drop in administrative expense for the Period as some items of expenses were no longer incurred or were considerably reduced during the Period.

本集團於報告期間內與四名合作方簽署合作協定,共同成立北京蓮和眾成醫療科技有限公司(「合營企業」),截至二零二零年九月三十日,合營企業已經完成登記並開始營業,且本集團已經支付全部資本承擔:人民幣30,000,000元。詳情請參閱本公司日期為二零二零年六月二十六日之公佈。

本集團的基因檢測業務、尿液化檢業務 以及其他健康產品及服務業務相輔相成, 為本集團整體醫療健康業務創造了協同 效應。該等業務的客戶和業務夥伴為地 方政府、國家級機構及組織、醫院及醫 生及其他重叠客戶,本公司可擴大銷售 網絡,並於其所有業務中交叉銷售產品, 從而實現規模經濟及增加收入。

展望未來,本集團擬擴大及多元化發展 基因檢測及健康數據分析產品、幹細胞 等先進醫療技術產品之種類,努力擴大 產品供應,開拓國際業務,為客戶提供 更全面服務。

Money lending business

During the six months ended 30 September 2020, money lending business recorded a turnover of interest income of HK\$1.54 million (six months ended 30 September 2019: HK\$4.24 million). Gross profit is 100% for both periods since no cost of finance were required under the money lending business. The source of funding is primarily from share capital which is a definite advantage for this business. The segment result covers internal cost allocation from central management and administrative costs.

In view of the prevailing market conditions especially COVID-19 epidemic, the Group is very cautious in granting new loans.

Securities trading and investments business

During the current and the previous interim periods, the Group had no securities trading activities, while the management is cautious about the performance of the securities trading market and the Group will continue to adopt a prudent approach in securities trading business with a view to strengthen the shareholders' value in the long run.

In order to maximise returns to the Company's shareholders and ensure the Company's better operation, the management would continue to seek new business opportunities and investment projects suitable for the Company.

BOARD OF DIRECTORS

As at the date of this report, the Board comprises two executive Directors, namely Mr. Xu Xueping and Mr. Man Wai Lun, two non-executive Directors, namely Ms. Shan Hua and Ms. Fu Xiaoji, and three independent non-executive Directors, namely Mr. Liu Xinghua, Mr. Cheng Chun Man and Ms. Zheng Xin.

The Board has approved the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2020. The Board considers that the said financial statements have been prepared in conformity with the generally accepted accounting standards in Hong Kong and the amounts reflected are based on the best estimates and reasonable, informed and prudent judgment of the Board with an appropriate consideration of materiality.

借貸業務

截至二零二零年九月三十日止六個月,借貸業務錄得利息收入營業額1,540,000港元(截至二零一九年九月三十日止六個月:4,240,000港元)。於兩個期間的毛利均為100%,原因為借貸業務毋須財務費用。資金來源主要來自股本,對此項業務而言具有一定優勢。分部業績涵蓋分配自中央管理及行政成本的內部成本。

鑒於目前的市況,特別是新型冠狀病毒 疫情,本集團批出新貸款時尤其謹慎。

證券買賣及投資業務

於本中期期間及上個中期期間,本集團 並無任何證券買賣活動。管理層關注證 券買賣市場表現,而本集團將繼續就證 券買賣業務採取審慎態度,務求長遠提 升股東價值。

為盡量提高本公司股東回報及確保本公司更有效營運,管理層繼續尋求適合本 公司之新商機和投資項目。

董事會

於本報告日期,董事會由兩名執行董事 (徐學平先生及文偉麟先生)、兩名非執 行董事(单华女士及傅晓姬女士)及三名 獨立非執行董事(刘兴华先生、鄭振民先 生和鄭欣女士)組成。

董事會已批准本集團截至二零二零年九月三十日止六個月之未經審核簡明綜合財務報表。董事會認為上述財務報表已按香港公認會計準則編製,所示金額建基於董事會最佳估計以及合理、知情及謹慎判斷,並對重要性作出適當考慮。

Other Information

附加資料

EMPLOYEES AND REMUNERATION POLICIES

As at 30 September 2020, the Group employed 16 employees excluding Directors (30 September 2019: 10). The Group remunerates its employees based on their performance, working experience and prevailing market standards. Employee benefits include medical insurance coverage, mandatory provident fund for Hong Kong employees, state-managed retirement benefits scheme for PRC employees and share option scheme.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 September 2020, the Group had bank balances and cash of approximately HK\$19.32 million (31 March 2020: approximately HK\$187.58million). The Group mainly relies upon internally generated funds and proceeds from fund raising activities to finance its operations and expansion. The Group had no borrowing as at 30 September 2020.

During the period under review, the Group did not use any financial instruments for hedging purposes.

TREASURY POLICIES

The Group seeks to generate profits in its core businesses through the efficient employment of treasury activities. Treasury activities, if and when undertaken by the Group, aims to enhance the return on surplus cash and to assist those core businesses to run smoothly. Efficient management of surplus cash is achieved by conducting short-term treasury activities when opportunities arise.

All subsidiaries shall comply with the Group's treasury objective and policy. The Group has designated subsidiaries to carry out certain short-term treasury activities including securities investment, fund investment and money lending activities, which formed one of the Group's principal activities to broaden the Group's revenue base and achieve better shareholders' return. The securities investment activities, fund investment activities and money lending activities will only be conducted after having considered the actual working capital needs of the Group. Both the treasury activities and the investment policy are subject to review from time to time.

僱員及薪酬政策

於二零二零年九月三十日,本集團聘用16名僱員(不包括董事)(二零一九年九月三十日:10名)。本集團根據僱員之表現、工作經驗及當時市場標準釐定僱員酬金。僱員福利包括香港僱員享有之醫療保險及強制性公積金、中國僱員享有之國家管理退休福利計劃以及購股權計劃。

流動資金、財務資源及資本架構

於二零二零年九月三十日,本集團之銀行結餘及現金約為19,320,000港元(二零二零年三月三十一日:約187,580,000港元)。本集團主要倚賴內部產生之資金及集資活動所得款項撥付其營運及擴展所需。於二零二零年九月三十日,本集團並無借貸。

於回顧期間內,本集團並無使用任何財 務工具作對沖用途。

庫務政策

本集團透過有效運用庫務活動,務求令 其核心業務可產生溢利。本集團進行庫 務活動時,旨在提升盈餘現金回報,並 協助此等核心業務暢順運作。本集團在 機會出現時進行短期庫務活動,以有效 管理盈餘現金。

所有附屬公司均須遵循本集團之庫務目標及政策。本集團已指定附屬公司對須遵循本集團之庫務日證券投資、基金投資及借貸活動構成本基金投資活動構成本集團之人擴闊本集團之收益活動,以擴闊本集團之收益活動及借資活動及借資活動的發達。本集團須不時檢討庫務活動及投資政策

As the deposit rate offered by licensed banks in Hong Kong is minimal, the Group will continue its ordinary course of business to use its surplus cash to conduct treasury activities if and when opportunities arise. The Group foresees potentially attractive return can be generated from treasury activities.

由於香港持牌銀行提供之存款利率極低, 故於本集團一般業務過程中,其將繼續 在機會出現時動用其盈餘現金進行庫務 活動。本集團預期庫務活動可產生潛在 可觀回報。

MATERIAL ACQUISITION AND DISPOSAL

During the period under review, the Group did not have any material acquisitions or disposal.

PLACING OF NEW SHARES UNDER GENERAL MANDATE IN 2020

On 30 July 2020, the Company conducted a placing of 1,070,840,000 new ordinary shares of HK\$0.01 each ("2020 Placing Share") at a price of HK\$0.028 each to raise a gross proceeds of approximately HK\$29.98 million (the "2020 Placing"). The 2020 Placing was completed on 17 August 2020. As at 30 September 2020, the Company utilized the entire net proceeds for the expansion in existing business.

PLACING OF NEW SHARES UNDER GENERAL MANDATE IN 2017

On 15 August 2017, the Company conducted a placing of 478,000,000 new ordinary shares of HK\$0.01 each ("2017 Placing Share") at a price of HK\$0.18 each to raise a gross proceeds of approximately HK\$86 million (the "2017 Placing"). The net proceeds from the 2017 Placing were approximately HK\$83 million.

Reference is made to the announcement dated 30 July 2020, the Board resolved to reallocate the net proceeds as to (i) approximately HK\$50 million for the capital contribution of setting up a wholly-own subsidiary in Beijing; (ii) approximately HK\$10 million for the general working capital of the Group; (iii) approximately HK\$17 million for the capital contribution to Yangzhou Yicai Sunshine Technology Co., Ltd* (揚州醫采陽光科技有限公司); and approximately HK\$6 million for the capital contribution to the joint venture company. As at 30 September 2020, save for the intended

重大收購及出售事項

於回顧期間內,本集團並無任何重大收購或出售事項。

二零二零年根據一般授權配售新股份

於二零二零年七月三十日,本公司按每股0.028港元之價格配售I,070,840,000股每股面值0.01港元之新普通股(「二零二零年配售股份」),以籌集所得款項總額約29,980,000港元(「二零二零年配售事項」)。二零二零年配售事項已於二零二零年八月十七日完成。於二零二零年九月三十日,本公司使用全部所得款項淨額以拓展現有業務。

二零一七年根據一般授權配售新股份

於二零一七年八月十五日,本公司按每股0.18港元之價格配售478,000,000股每股面值0.01港元之新普通股(「二零一七年配售股份」),以籌集所得款項總額約86,000,000港元(「二零一七年配售事項所得款項淨額約為83,000,000港元。

茲提述日期為二零二零年七月三十日之公佈,董事會決議重新分配所得款項淨額(i)約50,000,000港元用於注資於北京設立的一間全資附屬公司;及(ii)約10,000,000港元用於本集團之一般營運資金;(iii)約17,000,000港元將用於注資揚州醫采陽光科技有限公司;及約6,000,000港元將用於注資合營企業。於二零二零年九月三十

Other Information

附加資料

capital contribution to Yangzhou Yicai Sunshine Technology Co., Ltd* (揚州醫采陽光科技有限公司) mentioned above, the Company utilized the net proceeds of the 2017 Placing according to above intended usage. Such unutilized amount is expected to be utilized as intended in the coming I2 months subject to future market developments.

For further details of the 2017 Placing and 2020 Placing, please refer to the announcements of the Company dated 15 August 2017, 6 September 2017, 30 July 2020 and 17 August 2020.

SHARE CONSOLIDATION

The Board proposes that every five (5) issued and unissued shares of HK\$0.01 each in the then share capital of the Company be consolidated into one (I) consolidated share of HK\$0.05 each on 26 August 2020 (the "Share Consolidation"). The Share Consolidation has become effective on 23 September 2020. Please refer to the announcements of the Company dated 26 August 2020 and 21 September 2020 and the circular of the Company dated 3 September 2020 for details.

PLEDGE OF ASSETS

During the six months ended 30 September 2020, the Group had no charge on assets.

CONTINGENT LIABILITIES

As at 30 September 2020, the Group had no significant contingent liabilities.

FOREIGN EXCHANGE EXPOSURE

The Group recognises most of its revenue and incurs most of the expenditures in RMB or HK\$. The Directors consider that the Group's foreign currency exchange risk is insignificant as the majority of the Group's transactions are denominated in functional currency of each individual group entity. The Group currently does not have a foreign currency hedging policy. However, the Group's management will continue to monitor foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises.

* For identification purpose only 僅供識別

日,除前述擬用於注資揚州醫采陽光科 技有限公司的部分外,本公司已根據上 述擬用用途使用二零一七年配售事項所 得款項淨額。未使用金額將根據未來市 場發展,預計會在未來十二個月內按原 計劃用途使用。

有關二零一七年配售事項和二零二零年配售事項之進一步詳情,請參閱本公司日期為二零一七年八月十五日,二零一七年九月六日,二零二零年七月三十日及二零二零年八月十七日之公佈。

股份合併

於二零二零年八月二十六日,董事會建議 將本公司當時股本中每股面值0.01港元的 每五(5)股已發行及未發行股份合併為每 股面值0.05港元的一(1)股合併股份(「股份 合併」)。股份合併自二零二零年九月二十 三日起生效。有關詳情,請參閱本公司日 期為二零二零年八月二十六日及二零二零 年九月二十一日的公佈以及本公司日期為 二零二零年九月三日的通函。

資產抵押

截至二零二零年九月三十日止六個月,本 集團並無抵押資產。

或然負債

於二零二零年九月三十日,本集團並無重 大或然負債。

外匯風險

本集團確認其大部分收益及所產生之大部分支出均以人民幣或港元計值。 國實體之功能貨幣計值,故本集團之功能貨幣計值,故本集團之功能貨幣計值,故本集團自前並無人 匯風險並不重大。本集團目前並無外幣 對沖政策。然而,本集團管理層將繼 監察外匯風險,並將於有需要時考慮對 沖重大外幣風險。

AUDIT COMMITTEE

The unaudited condensed consolidated financial statements of the Company for the six months ended 30 September 2020 have not been audited, but have been reviewed by the Audit Committee. The Audit Committee comprises three independent non-executive Directors. The primary duties of the Audit Committee are, amongst other matters, to communicate with the management of the Company; and review the accounting principles and practices, internal control system, risk management system, interim and annual results of the Group.

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

For the six months ended 30 September 2020, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

INTERIM DIVIDEND

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

DIRECTORS' INTERESTS IN CONTRACTS OF SIGNIFICANCE

No transaction, arrangement or contracts of significance to which the Company or any of its subsidiaries was a party and in which a Director or an entity connected with a Director had a material interest, whether directly and indirectly, subsisted during or at the end of the six months ended 30 September 2020.

審核委員會

本公司截至二零二零年九月三十日止六個月之未經審核簡明綜合財務報表乃未經審核,但已由審核委員會審閱。審核委員會由三名獨立非執行董事組成。審核委員會之主要職責為(其中包括)與本公司管理層溝通,以及審閱本集團之會計原則及慣例、內部監控制度、風險管理制度、中期及年度業績。

購買、出售或贖回本公司之上市證券

截至二零二零年九月三十日止六個月,本公司及其任何附屬公司概無購買、贖回 或出售本公司之任何上市證券。

中期股息

董事會不建議就截至二零二零年九月三十日止六個月派付中期股息(截至二零一九年九月三十日止六個月:無)。

董事於重大合約之權益

於截至二零二零年九月三十日止六個月期間或期末,本公司或其任何附屬公司並無訂立任何重大交易、安排或合約,而董事或與董事有關聯之實體直接或間接於其中擁有重大權益。

CORPORATE GOVERNANCE

The Company has complied with the code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix I4 to the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") during the six months ended 30 September 2020, except for the following deviation:

 Code provision A.4.I of the CG Code provides that non-executive directors should be appointed for a specific term and subject to reelection.

Other than Ms. Fu Xiaoji and Ms. Zheng Xin who have been appointed for a term of two years, the other existing non-executive directors and the independent non-executive directors of the Company were not appointed for specific terms. In accordance with the article 84 of the Articles of Association of the Company, at each annual general meeting, one-third of the directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation provided that every director shall be subject to retirement at an annual general meeting at least once every three years. As such, the Board considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are in line with those of the CG Code.

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' transactions in the Company's securities. Following specific enquiries by the Company, all Directors confirmed that they have complied with the Model Code during the six months ended 30 September 2020.

企業管治

本公司於截至二零二零年九月三十日止六個月一直遵守香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄十四所載企業管治守則(「企業管治守則」)之守則條文,惟以下偏離情況除外:

企業管治守則之守則條文第A.4.1條 規定,非執行董事應按明確任期獲 委任及須重選連任。

遵守董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則(「標準守則」),作為其自身之董事進行本公司證券交易之行為守則。經本公司具體查詢後,全體董事確認彼等於截至二零二零年九月三十日止六個月一直遵守標準守則。

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

As at 30 September 2020, none of the directors, chief executive of the Company or their respective associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this interim report, at no time during the six months ended 30 September 2020 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

董事及主要行政人員於股份、相關股份及債權證之權益及淡倉

於二零二零年九月三十日,董事、本公司 主要行政人員或彼等各自之聯繫人概無 於本公司或其任何相聯法團(定義見證券 及期貨條例第XV部)之股份、相關股份 或債權證中擁有已記錄於根據證券及期 貨條例第352條須存置之登記冊或已根據 標準守則知會本公司及聯交所之任何權 益或淡倉。

董事購入股份或債權證之權利

除本中期報告披露者外,於截至二零二零年九月三十日止六個月內任何時間,本公司或其任何附屬公司並無訂立任何安排以使董事能藉購入本公司或任何其他法人團體之股份或債權證而獲得利益。

Other Information

附加資料

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

As at 30 September 2020, so far as known to the directors of the Company, the following persons and companies had interests and short positions of 5% or more of the issued share capital and underlying shares of the Company (other than the directors or chief executive of the Company) which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Long positions in ordinary shares of HK\$0.05 each of the Company:

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零二零年九月三十日,據本公司董事所知,以下人士及公司(並非董事或本公司主要行政人員)持有本公司已發行股本及相關股份5%或以上而根據證券及期貨條例第XV部第2及3分部條文須向本公司披露或已記錄於本公司根據證券及期貨條例第336條須存置之權益登記冊之權益及淡倉:

於本公司每股面值0.05港元之普通股之 好倉:

Name of shareholder 股東姓名/名稱	Capacity 身份	Number of ordinary shares held 所持普通股數目	Approximate percentage of shareholding 股權概約百分比
王泉森	Beneficial owner 實益擁有人	285,004,079	22.18%
周春燕	Beneficial owner 實益擁有人	244,212,611	19%
Pioneer Environmental International Industries Company Limited (note)	Beneficial owner 實益擁有人(附註)	142,800,000	11.11%
Liu Na (note) 刘娜(附註)	Interest of controlled corporation 受控法團之權益	142,800,000	11.11%

Note:

These interests are held by Pioneer Environmental International Industries Company Limited which is 100% own by Liu Na. Liu Na is therefore deemed to be interested in the shares of the Company held by Pioneer Environmental International Industries Company Limited for the purpose of the SFO.

Save as disclosed above and so far as known to the directors, as at 30 September 2020, no person had an interest or short position in the shares or underlying shares of the Company that would fall to be disclosed to the Company under the provisions of the Divisions 2 and 3 of Part XV of the SFO or which was required to be recorded pursuant to Section 336 of the SFO.

附註:

該等權益由 Pioneer Environmental International Industries Company Limited持有,而該公司由刘娜 I00%擁有。因此,就證券及期貨條例而言,刘娜被 視為於Pioneer Environmental International Industries Company Limited所持本公司股份中擁有權益。

除上文披露者外,據董事所知,於二零二零年九月三十日,概無任何人士於本公司股份或相關股份中擁有任何權益或淡倉而須根據證券及期貨條例第XV部第2及3分部條文向本公司披露或根據證券及期貨條例第336條記錄。

SHARE OPTION SCHEME

On 18 September 2012, the Company adopted a new share option scheme (the "Share Option Scheme") which would be valid for a period of ten years commencing on 18 September 2012. The purpose of the Share Option Scheme is to provide eligible participants with the opportunity to acquire proprietary interests in the Company and to encourage eligible participants to work towards enhancing the value of the Company and the shares for the benefit of the Company and the Shareholders as a whole.

On 7 September 2018, the refreshment of scheme mandate limit under the Share Option Scheme was approved by the shareholders of the Company (the "Shareholders") at the annual general meeting of the Company held on 7 September 2018 by way of an ordinary resolution. The Company is thus entitled to issue a maximum of 535,428,530 shares upon exercise of the share options to be granted under the refreshed scheme mandate limit, representing 10% of the then issued shares as at the date of the annual general meeting. Upon the Share Consolidation becoming effective on 23 September 2020, the maximum shares to be issued by the Company upon exercise of options to be granted by the Company would be adjusted to 107.085,706 consolidated shares of HK\$0.05 each.

During the six months ended 30 September 2020, no share options were exercised by the grantees. As at 30 September 2020, there were 86,040,000 share options outstanding under the Share Option Scheme.

Details of the movement of the share options of the Company under the Share Option Scheme for the six months ended 30 September 2020 are set out below:

購股權計劃

於二零一二年九月十八日,本公司採納一項新購股權計劃(「購股權計劃」),自二零一二年九月十八日起計有效期為十年。購股權計劃旨在為合資格參與者提供機會獲取本公司所有權權益,並鼓勵合資格參與者為本公司及股東整體利益努力提升本公司及股份之價值。

於二零一八年九月七日,本公司股東(「股東」)於本公司於二零一八年九月七天方之股東週年大會上以普通決議授者主題,本公司於本會上以普通決議對,本公司於根據行使時數,本公司於根據行使時東週等時段份之10%。於二十三日股份合併生效後,本公司授出之購股權獲行使時本公司授出之購股權獲行使時本公司授為表別的合併股份107,085,706股。

截至二零二零年九月三十日止六個月,承授人並無行使任何購股權。於二零二零年九月三十日,購股權計劃項下未行使購股權為86,040,000份。

截至二零二零年九月三十日止六個月,購 股權計劃下本公司購股權變動詳情載列 如下:

Grantees	of share o	Expiry dat of share options	e Vesting period	Exercise Share options price held as at (HK\$) 31 March 2020 Granted Exer 於二零二零年	Exercised	Lapsed	Share Consolidation	Share options held as at 30 September 2020 於二零二零年		
承授人	授出 購股權日期	購股權 到期日	歸屬期	行使價 (港元)	三月三十一日 持有之購股權	已授出	已行使	已失效	股份合併	九月三十日 持有之購股權
Consultants 顧問	25.10.2017	24.10.2027	Nil 無	0.1804 (Note) (附註)	430,200,000	-	-	-	(344,160,000)	86,040,000

Note: The exercise price is adjusted to HK\$0.902 upon the Share Consolidation becoming effective on 23 September 2020.

附註: 於股份合併於二零二零年九月二十三日生 效後,行使價調整至0.902港元。

Other Information

附加資料

Changes in Information of Directors

The changes in the information of Directors since the publication of the annual report of the Company for the year ended 31 March 2020 are set out below pursuant to Rule 13.51B(I) of the Listing Rules:

董事資料變動

自本公司截至二零二零年三月三十一日止年度之年報刊發之日起之董事資料變動根據上市規則第13.51B(I)條載列如下:

Name of Directors	Details of Changes	董事姓名	變動詳情
Mr. Zheng Chunlei	 Resigned as an independent non-executive director, a member of the audit committee and a member of the nomination committee of the Company on 31 August 2020 	郑春雷先生	於二零二零年八月三十一 日辭任本公司獨立非執行 董事、審核委員會成員及 提名委員會成員
Ms. Fu Xiaoji	 Appointed as a non-executive director of the Company on 31 August 2020 	傅晓姬女士	• 於二零二零年八月三十一日獲委任為本公司非執行董事
Ms. Zheng Xin	 Appointed as an independent non-executive director, a member of the audit committee and a member of the nomination committee of the Company on 31 August 2020 	鄭欣女士	於二零二零年八月三十一 日獲委任為本公司獨立非 執行董事、審核委員會成 立及提名委員會成員
Mr. Yang Zhiying	 Resigned as an executive director of the Company on 19 October 2020 	杨志英先生	• 於二零二零年十月十九日 辭任本公司執行董事
Mr. Man Wai Lun	 Resigned as an independent non-executive director of China Trustful Group Limited (stock code: 8265) on 9 November 2020 	文偉麟先生	• 於二零二零年十一月九日 辭任中國之信集團有限公 司(股份代號:8265)獨立 非執行董事
	By behalf of the Board Life Healthcare Group Limited Xu Xueping	3	承董事會命 蓮和醫療健康集團有限公司 <i>主席兼執行董事</i>

Chairman and Executive Director

Hong Kong, 27 November 2020

香港,二零二零年十一月二十七日

徐學平

