

# 2020 / 2021

## INTERIM REPORT

## 中期報告



**UMP HEALTHCARE HOLDINGS LIMITED**

**聯合醫務集團有限公司**

(Stock Code 股份代號: 722)

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



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# Corporate Information

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Dr. Sun Yiu Kwong (*Chairman and Chief Executive Officer*)  
Ms. Kwok Cheuk Kwan, Jacquen (*Managing Director*)  
Mr. Tsang On Yip, Patrick  
Dr. Sun Man Kin, Michael  
Mr. Lee Kar Chung, Felix  
Dr. Lee Pak Cheung, Patrick

#### Independent Non-executive Directors

Mr. Lee Luen Wai, John *BBS JP*  
Dr. Li Kwok Tung, Donald *SBS JP*  
Mr. Yeung Wing Sun, Mike

### AUDIT COMMITTEE

Mr. Lee Luen Wai, John *BBS JP* (*Chairman*)  
Dr. Li Kwok Tung, Donald *SBS JP*  
Mr. Yeung Wing Sun, Mike

### REMUNERATION COMMITTEE

Dr. Li Kwok Tung, Donald *SBS JP* (*Chairman*)  
Mr. Yeung Wing Sun, Mike  
Mr. Tsang On Yip, Patrick

### NOMINATION COMMITTEE

Dr. Sun Yiu Kwong (*Chairman*)  
Mr. Lee Luen Wai, John *BBS JP*  
Dr. Li Kwok Tung, Donald *SBS JP*

### AUTHORISED REPRESENTATIVES

Mr. Lee Kar Chung, Felix  
Ms. Ma Hoi Wan

### COMPANY SECRETARY

Ms. Ma Hoi Wan

### HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS

Room 1404–1408, 14th Floor  
Wing On House  
71 Des Voeux Road Central  
Hong Kong

### 董事會

#### 執行董事

孫耀江醫生 (*主席兼行政總裁*)  
郭卓君女士 (*董事總經理*)  
曾安業先生  
孫文堅醫生  
李家聰先生  
李柏祥醫生

#### 獨立非執行董事

李聯偉先生 (*銅紫荊星章·太平紳士*)  
李國棟醫生 (*銀紫荊星章·太平紳士*)  
楊榮樂先生

### 審核委員會

李聯偉先生 (*銅紫荊星章·太平紳士*) (*主席*)  
李國棟醫生 (*銀紫荊星章·太平紳士*)  
楊榮樂先生

### 薪酬委員會

李國棟醫生 (*銀紫荊星章·太平紳士*) (*主席*)  
楊榮樂先生  
曾安業先生

### 提名委員會

孫耀江醫生 (*主席*)  
李聯偉先生 (*銅紫荊星章·太平紳士*)  
李國棟醫生 (*銀紫荊星章·太平紳士*)

### 授權代表

李家聰先生  
馬凱雲女士

### 公司秘書

馬凱雲女士

### 總部及主要營業地點

香港  
中環德輔道中71號  
永安集團大廈  
14樓1404–1408室

# Corporate Information 公司資料

## REGISTERED OFFICE

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

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

## HONG KONG BRANCH SHARE REGISTRAR

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

## AUDITOR

KPMG  
Public Interested Entity Auditor registered in  
accordance with the Financial Reporting Council Ordinance  
8th Floor, Prince's Building  
10 Charter Road  
Central, Hong Kong

## LEGAL ADVISER

Allen & Overy  
9th Floor, Three Exchange Square  
Central, Hong Kong

## PRINCIPAL BANKER

Hang Seng Bank Limited  
20th Floor  
83 Des Voeux Road Central  
Hong Kong

## STOCK CODE

722

## COMPANY WEBSITE

[www.ump.com.hk](http://www.ump.com.hk)

## 註冊辦事處

Cricket Square  
Hutchins Drive  
PO Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

## 開曼群島主要股份過戶登記處

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

## 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
皇后大道東183號  
合和中心  
54樓

## 核數師

畢馬威會計師事務所  
《財務匯報局條例》下的  
註冊公眾利益實體核數師  
香港中環  
遮打道十號  
太子大廈八樓

## 法律顧問

安理國際律師事務所  
香港中環  
交易廣場三座九樓

## 主要往來銀行

恒生銀行有限公司  
香港  
中環德輔道中83號  
20樓

## 股份代號

722

## 公司網站

[www.ump.com.hk](http://www.ump.com.hk)



# Management Discussion and Analysis

## 管理層討論及分析

### BUSINESS OVERVIEW AND OUTLOOK

Healthcare is not only a cornerstone to the overall well-being of citizens but it is also the foundation of economic and social development. In the last six months, COVID-19 continued to pose unprecedented risks and opportunities for our Group. As the third and fourth waves of COVID-19 hit the shores of Hong Kong, widespread fear of the contagion as well as sustained economic volatility ensued. Against this backdrop, however, our Group continued to record steady revenue performance in the six months ended 31 December 2020, which testified to our reputation as one of the premier medical service providers in Hong Kong. Further, the perceptible shock of COVID-19 and the resulting social distancing protocols validated our continued investment in technology. We believe COVID-19 has expedited public reception toward medical technology and we are poised to use it as an enabler to enhance our service quality and reach.

In Hong Kong, despite the impact of the contagion, we were able to capitalize on our extensive business network to provide uninterrupted offline clinical services to outpatients as well as policyholders of corporates and insurance companies at the primary care entry level. Our commitment to communal healthcare extended to provide year-round, all-encompassing medical services in areas such as general and specialist services, regular health check-ups, medical imaging and laboratory services, dental services, physiotherapy clinics and cosmetic dermatology centre. We firmly believe that our core strength in Hong Kong lies in our dynamic, full-service ecosystem that can fulfill our clients' shifting demand.

Our competitive differentiation shone through in the time of COVID-19. When social distancing in Hong Kong became commonplace, our clients and their employees relied more than ever on our continuous, innovative corporate healthcare solutions and tailor-made third-party administration services such as 24/7 customer care hotline to address their rising needs. Our agile business models also gave us the flexibility to seize online business opportunities while contributing to the containment of the COVID-19 impact as a socially responsible healthcare group. As concerns over the rising COVID-19 rose to an alarming level, we expanded our online products offering to include same-day-delivery of COVID-19 screening test kits. We believe our swift response and expansion in time of crisis are testament to our professionalism and our belief in the growth prospects within the region.

### 業務回顧及展望

醫療保健不單是人民福祉的磐石，其更是經濟及社會發展的基石。過去六個月，新型冠狀病毒繼續為本集團帶來前所未見的危與機。隨著香港爆發第三及第四波新型冠狀病毒疫情，對疫情的恐慌在社會蔓延，其經濟動盪亦揮之不去。然而，在如此困境中，本集團於截至2020年12月31日止六個月繼續錄得穩健的收入業績，證明本集團確是香港優秀的醫療服務供應者之一。此外，新型冠狀病毒所帶來的震盪及因此實施的社區隔離措施，印證我們持續投資科技有理。我們相信，新型冠狀病毒已提高普羅大眾對醫療技術的接受程度，而我們亦準備以此提升我們的服務質素及擴大市場。

於香港，儘管受到疫情影響，惟我們仍能利用我們的廣大業務網絡，向門診病人以及企業和保險公司的保單持有人提供無間斷的線下基層醫療門診服務。我們對全民醫療的承諾已擴展至全年無休的全方面醫療服務，例如普通科和專科服務、定期健康檢查、醫學影像及化驗服務、牙科服務、物理治療診所及美容皮膚科中心。我們深信，我們於香港的核心優勢在於能夠滿足客戶不斷變化需求、動力滿盈而涵蓋全方位服務的生態圈。

在新型冠狀病毒疫情期間，我們領先同儕的競爭優勢顯露無遺。當社交距離措施已成為香港社會常態之時，我們的客戶及其員工相較以往任何時間也更依重我們不斷創新的企業醫療解決方案和定制的第三方管理服務，如透過24小時客戶服務專線滿足他們不斷增加的需要。應事迅敏的業務模式也讓我們靈活把握線上商機，同時作為一間力行社會責任的醫療集團，為遏制新型冠狀病毒影響作出貢獻。新型冠狀病毒疫情更趨嚴峻之際，大眾憂懼難免，有見及此，我們擴大了線上產品的範疇，包括即日送遞新型冠狀病毒篩查測試包。我們於危機之中當機立斷並擴大規模，相信已足證我們的專業精神及對區內發展前景的信心。

# Management Discussion and Analysis

## 管理層討論及分析

In the last six months, while our offline clinics uncharacteristically dropped in patient volume during the COVID-19 outbreak, our online consultation services have garnered significant interest from our existing and new customers as Hong Kong citizens became wary of going to public places. The abrupt shift in market sentiment justifies our timely decision to augment our offline network with an expanding online presence. To further improve our digital footprint, our information technology teams in Hong Kong and China have been working around the clock to refine our web-and-app-based telemedicine platforms in both regions. As an indication to our adaptability to the evolving needs of our customers, during the peak of the COVID-19 pandemic, we leveraged on technology to overcome the barriers of social distancing and provide cutting-edge, web-based teleconsultation to multiple Hong Kong-based conglomerates, reputable insurance companies and private clients.

We believe the future delivery of healthcare is hinged upon finding an optimal balance between online and offline service platforms. In the coming future, we will continue to invest in technology to connect patients to the most appropriate care medium to make healthcare more accessible and affordable to the general public. Capitalizing on our vast customer base, in-house medical teams, and proprietary technology, we will continue to deepen the integration between online and offline healthcare services.

Our focus on providing quality health services expands beyond the borders of Hong Kong. Currently, our Greater China network boasts more than 800 self-owned and affiliated medical service points across Hong Kong, Macau, Beijing, Tianjin, Shanghai, as well as other major cities in the GBA including Guangzhou, Shenzhen, Zhuhai, Zhongshan, Dongguan and Foshan. Further, our remote consultation platform in China serves as a crucial portal to connect family doctors to deliver on-demand, face-to-face online consultations to insured policyholders.

In recent years, consistent with the Chinese government's emphasis on improving the quality of primary care, the Group has broadened the breadth and depth of our family doctor and nurse training through our revered GOLD™ training and GOLD™-EN training programmes, respectively. Despite the restrictions placed upon cross-border traveling during COVID-19, we continued to administer a combination of online and offline trainings to our students in the Mainland to optimum effect.

過去六個月，由於香港民眾避免前往公眾場所，我們的實體診所於新型冠狀病毒爆發期間的患者就診人次因而減少，情況與過去迥然不同，但我們的線上應診服務則得到現有及新客戶的青睞。面對市場情緒遽變，我們亦因時制宜作出決定，以不斷壯大的線上業務來增強線下網絡。為了進一步提升我們的線上業務版圖，我們於香港及中國的資訊科技團隊一直日以繼夜工作，以完善這兩個地區的遠程醫療網絡及應用平台。我們運用科技打破社會距離措施造成的隔閡，向香港多間綜合企業、信譽良好的香港保險公司和私人客戶提供嶄新的網上遠程應診服務，印證我們能夠適應不斷變化的客戶需求。

我們相信，未來的醫療服務取決於線上與線下服務平台之間的最佳平衡。我們日後將繼續投資於科技，為患者找到最合適的服務媒介，讓普羅大眾獲得更可及且可負擔的醫療服務。依靠龐大的客戶群、內部醫療團隊及專有技術，我們將繼續深化線上與線下醫療服務融合。

我們專注於提供優質醫療服務，並拓展至香港以外。目前，我們的大中華區網絡坐擁超過800個自營及附屬醫療服務點，遍布香港、澳門、北京、天津、上海，以及廣州、深圳、珠海、中山、東莞及佛山等大灣區其他主要城市。此外，我們於中國的遠程應診平台乃連接家庭醫生的重要門戶，以按需要為保單持有人提供面對面的線上應診。

近年，為配合中國政府注重提高基層醫療服務質素，本集團分別透過備受認可的GOLD™金牌培訓課程及GOLD™-EN金牌護士培訓課程，擴大家庭醫生及護士培訓課程的廣度及深度。儘管跨境旅遊於新型冠狀病毒肆虐期間受到限制，惟我們繼續為內地學員提供線上線下並行的培訓，以達到最佳效果。

## Management Discussion and Analysis 管理層討論及分析

We undertook the mission of fostering efficient collaboration between well-trained doctors and patients in a bid to build a scalable but agile medical service platform. Our unique GOLD™ and GOLD™-EN programmes have delivered trainings to almost 1,000 doctors and nurses cumulatively in Mainland China, with a focus on GBA. Our clinic network with various regional and local governments consists of 45 established PPP with over 40 others scheduled to be built. Our expansion even in the time of global economic uncertainty made us one of the largest outpatient clinic networks in the GBA. We will deploy more GOLD™-trained doctors and GOLD™-EN-trained nurses to our existing and new PPP or to our virtual care platform down the road to enhance the standard and reach of medical services in GBA.

Innovation is the key to sustained success especially in a vast and growing market such as Mainland China. Our Group has made tremendous headway in being a market-leading trendsetter. In August 2020, we have officially launched our Internet hospital business. As the only Hong Kong-based healthcare platform with an Internet hospital license, we will continue to provide patients and Mainland residents with licensed telemedicine services through our network of highly qualified doctors and the development of strategic partnerships with new and existing specialist group.

The technique of making use of the right time to introduce the right business decision for the future is the essence of the art of management. This is what we meant by: “運籌帷幄，決勝千里 (Devising strategies within a command post that will assure victory a thousand miles away)”. Contrary to widespread pessimism in the economic outlook, we have confidence in the growth engine of China especially in the field of healthcare. Our stable cashflow position enabled us to ramp up our expansion plan to open a new headquarter in the central business district of Shenzhen with a total floor space of approximately 11,000 sq. feet to facilitate the administration of GOLD™ and GOLD™-EN trainings as well as the capturing of potential GBA-based business opportunities.

Our unwavering commitment in GBA will also bring synergy to the heart of our Hong Kong business. Spurred on by our service excellence and increasing brand presence in the GBA, once traveling resumes, Mainland travelers will be gravitated towards our existing primary care network, growing specialist services scope and differentiated healthcare solutions in Hong Kong. We are poised to strengthen our self-reinforcing business flywheel by capturing the flows of talent and business opportunities between the two regions.

我們的使命是於德術並優的醫生與患者之間建立高效合作，打造一個可擴展且靈活的醫療服務平台。我們獨特的GOLD™金牌培訓課程及GOLD™-EN金牌護士培訓課程聚焦大灣區，至今已累計為近千名中國內地醫生和護士提供培訓。我們與各地區及地方政府合作開設的診所網絡由45個現已建成的PPP加上另外逾40個計劃興建的PPP組成。儘管全球經濟環境不明朗，但我們亦無停下擴張步伐，並已成為大灣區其中一個最大門診網絡。我們於未來將部署更多GOLD™金牌培訓課程及GOLD™-EN金牌護士培訓課程的受訓醫生及護士於現有及新設的PPP診所或虛擬醫療平台，以提高大灣區的醫療服務水平及擴大市場。

持續成功的關鍵在於創新，特別是在中國內地這般龐大和不斷增長的市場。本集團走在前沿，引領市場風向。於2020年8月，我們正式開展互聯網醫院業務。作為唯一獲頒發互聯網醫院牌照的香港醫療保健平台，我們將透過旗下的良醫網絡以及與新進和現有專科醫生集團發展的戰略夥伴關係，繼續為患者和內地居民提供合法的遠程醫療服務。

精準拿捏時機，繼而推出正確的商業決策的技巧，可謂管理藝術的精髓所在，亦即「運籌帷幄，決勝千里」。現今社會對經濟前景彌漫悲觀情緒，我們卻敢於反其道而行，對中國的增長動力充滿信心，當中尤以醫療領域為然。我們穩定的現金流狀況讓我們可以加大擴張計劃，在深圳的商業中心區域設立總樓面空間約為11,000平方呎的新總部，用於GOLD™金牌培訓課程及GOLD™-EN金牌護士培訓課程的管理工作，以及捕捉大灣區的潛在商機。

我們對大灣區的堅定承諾也將為香港核心業務帶來協同效益。在我們於大灣區的卓越服務和聲譽日隆的品牌效益推動下，一旦內地與香港恢復正常旅遊往來，內地旅客將為我們現有的基層醫療網絡、不斷增長的專科服務範圍和香港領先同儕的醫療解決方案所吸引。我們將通過把握兩地之間的人才及商機流動，加強集團本身不斷自我增強的業務體系。

# Management Discussion and Analysis

## 管理層討論及分析

Our goal is to build on our existing business practice that exemplifies our corporate vision, which is “to give everyone access to trusted and affordable care so that everyone can freely pursue their dreams without worrying about their health.” Such vision and our development trajectory are intertwined. We firmly believe that we can maximize our growth potential while continuing to be a pioneer of change in the healthcare space.

### OUR BUSINESS

UMP's business scope consists of the following business lines:

#### 1. Hong Kong & Macau Corporate Healthcare Solution Services

UMP provides corporate healthcare solutions through the design and administration of tailored healthcare benefits plans for its Contract Customers. The extension of Third Party Administration service to our insurance company clients since last year enriched UMP's corporate healthcare solutions scope. UMP aims to provide convenient, reliable, coordinated, comprehensive and affordable healthcare services through our well-established and multi-specialties UMP Network. As at 31 December 2020, the UMP Network comprises more than 800 points of services located across Hong Kong and Macau.

The Group's Contract Customers comprise (i) insurance companies, who enter into contracts with the Group for healthcare services for their policyholders or employees of their policyholders and (ii) corporations, who enter into contracts with the Group for healthcare services for their employees and/or their dependants. When designing healthcare benefits plans, the Group collaborates closely with the Contract Customers and designs and refines corporate healthcare benefits plans, with each plan tailored to each customer's needs based on factors such as industry or occupational health-related concerns, scope of healthcare benefits desired, employee demographic as well as their budget.

我們的目標是在現有業務實踐上再接再厲，體現我們的企業願景，「讓所有人獲得可信任及可負擔的服務，從而在不用擔心健康的考慮下，追求自己的夢想」。這個願景與我們的發展路徑互相補足及重疊。我們堅信我們能夠盡展增長潛力，並繼續在醫療保健領域擔當變革的先驅。

### 我們的業務

聯合醫務的業務範疇包括以下業務線：

#### 1. 香港及澳門企業醫療保健解決方案服務

聯合醫務通過設計及管理針對其合約客戶度身定製的醫療保健福利計劃，提供企業醫療保健解決方案。自去年起，本集團將第三方管理服務拓展至我們保險公司客戶，擴大聯合醫務的企業醫療保健解決方案範圍。聯合醫務旨在通過完善及多個不同專科的UMP網絡，提供便捷、可靠、協調、全面及實惠的醫療保健服務。於2020年12月31日，UMP網絡包括超過800個位於香港及澳門的服務點。

本集團的合約客戶包括(i)保險公司，為彼等保單持有人或保單持有人的僱員就醫療保健服務與本集團訂立合約；及(ii)企業，為彼等僱員及／或彼等之受養人就醫療保健服務與本集團訂立合約。在設計醫療保健福利計劃時，本集團與合約客戶密切合作，設計及優化企業醫療保健福利計劃，根據行業或有關的職業健康問題、所需醫療福利的範圍、僱員特徵及其預算開支等因素，針對每一客戶的需求提供度身定製的計劃。



# Management Discussion and Analysis

## 管理層討論及分析

### 2. Hong Kong & Macau Clinical Healthcare Services

UMP provides medical, dental and auxiliary services to Self-paid Patients. For medical services, UMP provides (i) general practice services, which serves as the first point of contact for the patients and (ii) specialist services covering more than 16 different specialties. For dental services, UMP provides both primary dental care and secondary dental care such as dental implants. For auxiliary services, UMP provides services such as medical imaging and laboratory services, physiotherapy and vision care.

### 3. PRC Healthcare Business

Our PRC Healthcare Business currently consists of (i) health check-up business; (ii) corporate healthcare solutions business for contract customers; (iii) selected outpatient services such as family medicine within the clinics we own and operate; (iv) provision of online tele-consultation service and (v) provision of professional training to doctors and nurses under our GOLD™ training programme. Our current focus is on the development of our PRC Healthcare Business in Beijing, Shanghai, Guangzhou, Shenzhen and other GBA, through both building a sizeable offline PPP network and an online presence through our tele-consultation platform.

## BUSINESS LINES ANALYSIS

### Hong Kong & Macau Corporate Healthcare Solution Services

Revenue for this business line has decreased 5.9% from HK\$129.9 million to HK\$122.3 million (before inter-segment elimination) due to a general decrease in patient visits.

### Hong Kong & Macau Clinical Healthcare Services

Revenue for this business line has increased approximately 5.7% from HK\$201.6 million to HK\$213.1 million (before inter-segment elimination) due to a general increase in number of health check-ups and average spending per visit.

Our business lines in Hong Kong and Macau are mature and continue to generate profit and operating cash flows for investment in new growth areas.

### 2. 香港及澳門臨床醫療保健服務

聯合醫務向自費患者提供醫療、牙科及輔助服務。醫療服務方面，聯合醫務提供(i)全科醫療服務，為患者的首個接觸點；及(ii)專科服務，覆蓋超過16個不同專科。牙科服務方面，聯合醫務提供基本牙科護理及第二層牙科護理(例如植牙)。輔助服務方面，聯合醫務提供醫學影像及化驗服務、物理治療以及眼科護理等服務。

### 3. 中國保健業務

我們的中國保健業務目前包括(i)體檢業務；(ii)服務合約客戶的企業醫療保健解決方案業務；(iii)在我們擁有及營運的診所內提供選定門診服務(如家庭醫學)；(iv)提供在線遠程醫療服務；及(v)根據我們的GOLD™金牌培訓課程向醫生及護士提供專業培訓。我們目前的重點是同時透過打造具規模的實體PPP網絡以及透過我們的遠程醫療服務平台提供的網上服務，在北京、上海、廣州、深圳及大灣區內的其他地區發展中國保健業務。

## 業務線分析

### 香港及澳門企業醫療保健解決方案服務

來自此業務線的收入由129.9百萬港元減少5.9%至122.3百萬港元(分部間抵銷前)，乃由於就診人次整體下降。

### 香港及澳門臨床醫療保健服務

來自此業務線的收入由201.6百萬港元增加約5.7%至213.1百萬港元(分部間抵銷前)，乃由於提供的體檢次數及平均診費整體增加。

我們在香港和澳門的業務線已經發展成熟，並持續產生利潤和經營現金流而可用於投資新的增長領域。

# Management Discussion and Analysis

## 管理層討論及分析

### PRC Healthcare Business

Revenue for this business line has decreased approximately 26.3% from HK\$27.7 million to HK\$20.4 million (before inter-segment elimination) primarily due to the decrease in the number of health check-ups which was a direct result of COVID-19 impacted travel restrictions. We continue to invest in people and technology for the rapid development of GOLD™ medical professional training and the virtual care businesses in Mainland China and mainly the GBA. Mainland China presents significant growth opportunities and is a point of focus for us as we continue to innovate and develop new business lines.

The following table sets out the revenue for our business lines for the six months ended 31 December 2020 and the corresponding period for comparison:

### Revenue by business lines

		按業務線劃分收入		
		Six months ended 31 December		Increase/
		截至12月31日止六個月		(decrease)
		2020	2019	增加/
		2020年	2019年	(減少)
		HK\$'000	HK\$'000	
		千港元	千港元	
Hong Kong & Macau Corporate Healthcare Solution Services	香港及澳門企業醫療保健解決方案服務	122,275	129,914	(5.9%)
Hong Kong & Macau Clinical Healthcare Services	香港及澳門臨床醫療保健服務	213,054	201,633	5.7%
PRC Healthcare Business	中國保健業務	20,406	27,697	(26.3%)
<b>TOTAL</b>	<b>合計</b>	<b>355,735</b>	<b>359,244</b>	<b>(1.0%)</b>

(1) Business lines revenue presented above are before inter-segment sales elimination.

### 中國保健業務

來自此業務線的收入由27.7百萬港元減少約26.3%至20.4百萬港元(分部間抵銷前)，乃主要由於因應新型冠狀病毒而實施的旅遊限制，從而令提供的體檢次數減少。我們繼續在中國內地(主力是在大灣區)投資於人才及科技以推動GOLD™金牌醫療專業培訓及遠程醫療業務的迅速發展。中國大陸蘊藏可觀的增長機遇，也是我們繼續創新和發展新業務線的重點所在。

下表載列我們截至2020年12月31日止六個月以及相應期間的業務線收入以供比較：

(1) 上表所呈列業務線收入為進行分部間銷售抵銷前。

# Management Discussion and Analysis

## 管理層討論及分析

### FINANCIAL REVIEWS

#### 1HFY2021 compared to 1HFY2020

##### Revenue

During 1HFY2021, we primarily generated revenue from (i) the provision of corporate healthcare solutions to Contract Customers in Hong Kong and Macau; (ii) the provision of clinical healthcare services in Hong Kong and Macau and (iii) the provision of healthcare services in the PRC.

Total consolidated revenue decreased by 1.5% from HK\$306.8 million in 1HFY2020 to HK\$302.1 million in 1HFY2021, primarily due to a decrease in revenue from HK\$27.7 million to HK\$20.4 million from the PRC Healthcare Business.

##### *Provision of corporate healthcare solution services to Contract Customers in Hong Kong and Macau*

Revenue from the provision of corporate healthcare solution services to Contract Customers in Hong Kong and Macau decreased 5.8% from HK\$129.1 million in 1HFY2020 to HK\$121.6 million in 1HFY2021.

- **Medical.** Revenue generated from the provision of Medical Services to Contract Customers decreased by 5.9% from HK\$116.7 million for 1HFY2020 to HK\$109.8 million for 1HFY2021, primarily due to a decrease in the number of visits from patients seeking Medical Services.
- **Dental.** Revenue generated from the provision of Dental Services to Contract Customers decreased by 4.8% from HK\$12.4 million for 1HFY2020 to HK\$11.8 million for 1HFY2021, primarily due to a decrease in the number of visits from the patients seeking Dental Services.

##### 財務回顧

#### 2021財政年度上半年與2020財政年度上半年比較

##### 收入

於2021財政年度上半年，我們的收入主要產生自(i)於香港及澳門向合約客戶提供企業醫療保健解決方案；(ii)於香港及澳門提供臨床醫療保健服務及(iii)於中國提供醫療保健服務。

總綜合收入由2020財政年度上半年306.8百萬港元減少1.5%至2021財政年度上半年302.1百萬港元，乃主要由於來自中國保健業務的收入由27.7百萬港元減少至20.4百萬港元。

##### *於香港及澳門向合約客戶提供企業醫療保健解決方案服務*

來自向香港及澳門的合約客戶提供企業醫療保健解決方案服務的收入由2020財政年度上半年129.1百萬港元減少5.8%至2021財政年度上半年121.6百萬港元。

- **醫療。**向合約客戶提供醫療服務的收入由2020財政年度上半年116.7百萬港元減少5.9%至2021財政年度上半年109.8百萬港元，乃主要由於尋求醫療服務的患者就診次數減少。
- **牙科。**向合約客戶提供牙科服務的收入由2020財政年度上半年12.4百萬港元減少4.8%至2021財政年度上半年11.8百萬港元，乃主要由於尋求牙科服務的患者就診次數減少。

# Management Discussion and Analysis

## 管理層討論及分析

### Provision of clinical healthcare services in Hong Kong and Macau

- **Medical.** Revenue generated from the provision of Medical Services to Self-paid Patients increased by 9.2% from HK\$121.5 million for 1HFY2020 to HK\$132.7 million for 1HFY2021, primarily due to an increase in the average spending per visit.
- **Dental.** Revenue generated from the provision of Dental Services to Self-paid Patients decreased by approximately 3.5% from HK\$28.4 million for 1HFY2020 to HK\$27.4 million for 1HFY2021 due to the decrease in number of self-paid patient visits.

### PRC Healthcare Business

Revenue generated from the PRC Healthcare Business decreased from HK\$27.7 million in 1HFY2020 to HK\$20.4 million in 1HFY2021, primarily due to a decrease in the number of health check-ups for PRC residents traveling abroad for study or work and health check-ups for corporate employees and insurance scheme members, which was significantly impacted by COVID-19 related travel restrictions.

### Other Income and Gains

Other income and gains primarily comprise administrative support fees (including fees derived from providing administrative support to Affiliated Doctors, Affiliated Dentists and Affiliated Auxiliary Services Providers), bank interest income, interest income from financial assets at amortised cost, dividend income from investments at fair value through other comprehensive income and investments at fair value through profit or loss, gain on disposal of subsidiaries and fixed assets, and other income.

Other income and gains decreased by 65.1% from HK\$10.9 million in 1HFY2020 to HK\$3.8 million in 1HFY2021. The decrease was primarily due to decrease in dividend income received from an investment at fair value through other comprehensive income.

### 於香港及澳門提供臨床醫療保健服務

- **醫療。**向自費患者提供醫療服務的收入由2020財政年度上半年121.5百萬港元增加9.2%至2021財政年度上半年132.7百萬港元，乃主要由於次均診費增加。
- **牙科。**向自費患者提供牙科服務的收入由2020財政年度上半年28.4百萬港元減少約3.5%至2021財政年度上半年27.4百萬港元，乃主要由於自費患者就診次數減少。

### 中國保健業務

來自中國保健業務的收入由2020財政年度上半年27.7百萬港元減至2021財政年度上半年20.4百萬港元，乃主要由於為到海外留學或工作的中國居民提供的體檢次數以及為企業僱員及保險計劃成員提供的體檢次數受到新型冠狀病毒相關出入境限制的顯著影響而減少。

### 其他收入及收益

其他收入及收益主要包括行政支援費用（包括向聯屬醫生、聯屬牙醫及聯屬輔助服務提供者提供行政支援所產生的費用）、銀行利息收入、按攤銷成本計量的金融資產的利息收入、按公允價值計入其他全面收入的投資以及按公允價值計入損益的投資之股息收入、出售附屬公司及固定資產之收益，以及其他收入。

其他收入及收益由2020財政年度上半年10.9百萬港元減少65.1%至2021財政年度上半年3.8百萬港元。其減少主要由於從一項按公允價值計入其他全面收入的投資收取的股息收入減少所致。



# Management Discussion and Analysis

## 管理層討論及分析

### Professional Services Expenses

Professional services expenses primarily comprise fees paid to Doctors, Dentists and Auxiliary Services Providers for Medical Services, Dental Services and Auxiliary Services rendered within the UMP Network, as well as fees paid to third party laboratories and testing centres for services rendered to the Group.

Professional services expenses decreased by 9.3% from HK\$122.2 million for 1HFY2020 to HK\$110.8 million for 1HFY2021, primarily due to a decrease in the cost of services rendered by doctors, dentists and other professionals.

### Property Rental and Related Expenses

Property rental and related expenses decreased by 34.9% from HK\$6.3 million for 1HFY2020 to HK\$4.1 million for 1HFY2021, primarily due to the rental concessions granted by landlords of various premises.

### Depreciation and Amortisation

Depreciation and amortisation, which comprises of depreciation of the right-of-use assets and depreciation and amortisation of other non-current assets, increased by 14.1% from HK\$35.4 million in 1HFY2020 to HK\$40.4 million for 1HFY2021, primarily due to the increase of depreciation because of decoration and acquisitions of plant and equipment.

### Other Expenses, net

Other expenses, net primarily comprise provision of impairment loss, warrants expenses and general overhead expenses such as utilities, operation and other administrative expenses such as audit fees, legal fees, repair and maintenance expenses incurred with respect to the Group's offices and medical equipment, printing expenses and bank charges.

### 專業服務費用

專業服務費用主要包括就醫生、牙醫及輔助服務提供者於UMP網絡內提供的醫療服務、牙科服務及輔助服務向其支付的費用，以及就第三方化驗及檢測中心向本集團提供的服務而支付的費用。

專業服務費用由2020財政年度上半年122.2百萬港元減少9.3%至2021財政年度上半年110.8百萬港元，主要由於醫生、牙醫及其他專業人士提供服務的成本減少。

### 物業租金及相關開支

物業租金及相關開支由2020財政年度上半年6.3百萬港元減少34.9%至2021財政年度上半年4.1百萬港元，主要由於不同處所的業主給予租金減免。

### 折舊及攤銷

折舊及攤銷(包括使用權資產折舊以及其他非流動資產之折舊及攤銷)由2020財政年度上半年的35.4百萬港元增加14.1%至2021財政年度上半年的40.4百萬港元，主要是由於裝修工程以及購置機器及設備令折舊增加。

### 其他開支淨額

其他開支淨額主要包括減值虧損撥備、認股權證開支以及日常開銷，例如水電、經營及其他行政開支(例如審核費用、法律費用、與本集團辦公室及醫療設備相關的維修及保養開支、印刷費及銀行收費)。

# Management Discussion and Analysis

## 管理層討論及分析

Other expenses, net, increased by 403.1% from approximately HK\$6.4 million in 1HFY2020 to HK\$32.2 million in 1HFY2021, primarily due to an impairment of other assets of HK\$4.1 million, an impairment of deposit of HK\$4.1 million in 1HFY2021, and a reversal of the non-cash equity-settled share-based payment expense of approximately HK\$15.2 million was recorded in 1HFY2020 since the associated terms and conditions for the Second and Third Vesting Milestones had not been met before its expiration on 14 November 2019, which did not recur in 1HFY2021.

其他開支淨額由2020財政年度上半年的約6.4百萬港元增加403.1%至2021財政年度上半年的32.2百萬港元，主要由於2021財政年度上半年內有其他資產之減值為4.1百萬港元，按金之減值為4.1百萬港元，及2020財政年度上半年內撥回非現金以權益結算的股份支付開支約15.2百萬港元，原因為第二項及第三項歸屬里程碑之相關條款及條件並無在其於2019年11月14日屆滿前達成，而此項目於2021財政年度上半年並無再次出現。

### Summary of operational data for 1HFY2021 with comparative figures for 1HFY2020

Revenue by operating segment

### 2021財政年度上半年的經營數據與2020財政年度上半年比較數據概要

按經營分部劃分收入

		Six months ended 31 December 截至12月31日止六個月		Increase/ (decrease)
		2020 2020年	2019 2019年	增加/ (減少)
		HK\$'000 千港元	HK\$'000 千港元	
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	
<b>Provision of corporate healthcare solution services</b>	<b>提供企業醫療保健 解決方案服務</b>	<b>124,523</b>	132,418	(6.0%)
Medical	醫療	112,723	119,962	(6.0%)
Dental	牙科	11,800	12,456	(5.3%)
<b>Provision of clinical healthcare services</b>	<b>提供臨床醫療保健 服務</b>	<b>177,620</b>	174,395	1.8%
Medical	醫療	150,164	145,952	2.9%
Dental	牙科	27,456	28,443	(3.5%)
<b>TOTAL</b>	<b>合計</b>	<b>302,143</b>	306,813	(1.5%)

# Management Discussion and Analysis

## 管理層討論及分析

Number of visits by operating segment

按經營分部劃分就診次數

		Six months ended 31 December 截至12月31日止六個月		Increase/ (decrease)
		2020 2020年	2019 2019年	增加/ (減少)
<b>Provision of corporate healthcare solution services</b>	<b>提供企業醫療保健解決 方案服務</b>	<b>408,427</b>	636,819	(35.9%)
Medical	醫療	395,260	621,427	(36.4%)
Dental	牙科	13,167	15,392	(14.5%)
<b>Provision of clinical healthcare services</b>	<b>提供臨床醫療保健 服務</b>	<b>119,542</b>	144,134	(17.1%)
Medical	醫療	105,127	124,749	(15.7%)
Dental	牙科	14,415	19,385	(25.6%)
<b>TOTAL</b>	<b>合計</b>	<b>527,969</b>	780,953	(32.4%)

### KEY FINANCIAL POSITION ITEMS

#### Right-of-use assets

Under HKFRS 16, right-of-use assets are recognised at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. The recognised right-of-use assets are depreciated on a straight-line basis over the shorter of the estimated useful life and the lease term.

As at 31 December 2020, the Group's right-of-use assets amounted to HK\$75.5 million (30 June 2020: HK\$82.2 million).

### 主要財務狀況項目

#### 使用權資產

根據香港財務報告準則第16號，使用權資產於租賃開始日期確認。使用權資產按成本減去任何累計折舊和任何減值虧損後的金額計量，並就租賃負債的任何重新計量進行調整。使用權資產的成本包括已確認的租賃負債金額、已產生的初始直接成本以及在開始日期或之前已作出的租賃付款減已收到的任何租賃優惠。已確認的使用權資產以直線法按估計可使用年期和租期之較短者計提折舊。

於2020年12月31日，本集團的使用權資產為75.5百萬港元（2020年6月30日：82.2百萬港元）。

# Management Discussion and Analysis

## 管理層討論及分析

### Financial Assets at Amortised Cost

Financial assets at amortised cost primarily represent the marketable corporate bonds issued by listed corporations with fixed interest rates from 4.25% to 8.50% per annum. The marketable debt securities which will mature within one year and more than one year are classified as current assets and non-current assets, respectively. The Group receives related interest payments semi-annually and annually.

As at 31 December 2020 and 30 June 2020, the Group's financial assets at amortised cost amounted to HK\$50.0 million (of which HK\$17.1 million is classified as current assets and HK\$32.9 million is classified as non-current assets) and HK\$55.8 million (of which HK\$35.6 million is classified as current assets and HK\$20.2 million is classified as non-current assets), respectively.

### Lease liabilities

Under HKFRS 16, lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

As at 31 December 2020 and 30 June 2020, the carrying amount of lease liabilities amounted to HK\$83.0 million (of which HK\$51.4 million is classified as current liabilities and HK\$31.6 million is classified as non-current liabilities) and HK\$86.5 million (of which HK\$43.4 million is classified as current liabilities and HK\$43.1 million is classified as non-current liabilities).

### LIQUIDITY AND FINANCIAL RESOURCES

The Group has historically funded its operations primarily by cash generated from operating activities. Upon the listing of the shares of the Company on the Hong Kong Stock Exchange, the Group intended to satisfy its liquidity requirements using a combination of cash generated from operating activities and net proceeds from the Global Offering. The Group may also seek to borrow to satisfy liquidity requirements. As of 31 December 2020, the Group had a cash and cash equivalents of HK\$235.0 million.

As of the date of this report, the Group did not have any bank borrowings or outstanding bank loans and did not enter into any bank loan facilities.

### 按攤銷成本計量的金融資產

按攤銷成本計量的金融資產主要指上市公司發行的適銷公司債券，按固定年利率4.25%至8.50%計息。於一年內及一年後到期的適銷債務證券分別分類為流動資產及非流動資產。本集團每半年及每年收取相關利息付款。

於2020年12月31日及2020年6月30日，本集團按攤銷成本計量的金融資產分別為50.0百萬港元（其中17.1百萬港元分類為流動資產而32.9百萬港元分類為非流動資產）及55.8百萬港元（其中35.6百萬港元分類為流動資產而20.2百萬港元分類為非流動資產）。

### 租賃負債

根據香港財務報告準則第16號，租賃負債在租賃開始日期以在租賃期內將作出的租賃付款的現值確認。在開始日期之後，租賃負債的金額予以上調以反映利息的增加，並就已作出的租賃付款而減少。

於2020年12月31日及2020年6月30日，租賃負債的賬面值分別為83.0百萬港元（其中51.4百萬港元分類為流動負債而31.6百萬港元分類為非流動負債）及86.5百萬港元（其中43.4百萬港元分類為流動負債而43.1百萬港元分類為非流動負債）。

### 流動資金及財務資源

本集團過往主要透過經營活動所得現金支持其業務經營。本公司股份於香港聯交所上市後，本集團擬動用經營活動所得現金及全球發售所得款項淨額來滿足其流動資金需求。本集團亦可能尋求借款來滿足流動資金需求。截至2020年12月31日，本集團持有的現金及現金等價物為235.0百萬港元。

截至本報告日期，本集團並無任何銀行借款或未償還銀行貸款，亦無訂立任何銀行貸款融資。



# Management Discussion and Analysis

## 管理層討論及分析

### CAPITAL STRUCTURE

There has been no significant change in the capital structure of the Company during the period ended 31 December 2020. The capital of the Company comprises ordinary shares and other reserves.

### MATERIAL ACQUISITION OR DISPOSAL OF SUBSIDIARIES

There was no material acquisition or disposal of subsidiaries undertaken by the Group during 1HFY2021.

### CAPITAL EXPENDITURE

The capital expenditure during the period was primarily related to decoration and the acquisitions of plant and equipment for the Group's medical centres. For 1HFY2021, the Group incurred capital expenditure in an aggregate amount of approximately HK\$15.0 million (1HFY2020: HK\$17.8 million).

### FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group continues to strengthen its current business and explore growth opportunities. The Group did not have any specific future plan for material investments or capital assets as of 31 December 2020.

### INDEBTEDNESS Contingent Liabilities

As at 31 December 2020, the Group did not have any material off-balance sheet arrangements.

### Capital Commitment

The Group has no material outstanding capital commitment as at 31 December 2020.

### 資本結構

截至2020年12月31日止期間，本公司的資本結構並無重大變動。本公司的資本包括普通股及其他儲備。

### 重大收購或出售附屬公司

本集團於2021財政年度上半年並無重大收購或出售附屬公司。

### 資本開支

期內資本開支主要有關裝修及為本集團醫務中心購置機器及設備。於2021財政年度上半年，本集團產生資本開支合共約15.0百萬港元（2020財政年度上半年：17.8百萬港元）。

### 重大投資或資本資產的未來計劃

本集團繼續加強現有業務及探求不同增長機遇。本集團於2020年12月31日並無任何重大投資或資本資產的具體未來計劃。

### 債務 或然負債

於2020年12月31日，本集團並無任何重大資產負債表外安排。

### 資本承擔

本集團於2020年12月31日並無重大未履行資本承擔。

# Management Discussion and Analysis

## 管理層討論及分析

### PLEDGE OF ASSETS

As at 31 December 2020, the Group has pledged certain deposits with an aggregate carrying amount of HK\$1.0 million (30 June 2020: HK\$1.4 million) in connection with a surety bond issued by a bank in favour of an independent third party for potential damages of dental equipment and potential disruption of Medical Services, and a bank guarantee issued by a bank in favour of a landlord for leasing of a medical centre of the Group.

### EMPLOYEE AND REMUNERATION POLICY

As at 31 December 2020, the Group had a total of 451 (30 June 2020: 452) full-time employees. For 1HFY2021, the staff cost (including Directors' remuneration in the form of salaries and other benefits) was approximately HK\$60.0 million (1HFY2020: HK\$72.6 million).

The Group ensures that the pay levels of its employees are competitive and employees are rewarded on a performance related basis, together with reference to the profitability of the Group, prevailing remuneration benchmarks in the industry, and market conditions within the general framework of the Group's remuneration system.

In addition, the Company also adopted the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme, where eligible employees and consultants are entitled to subscribe for the Shares for their contribution to the Group. As at 31 December 2020, 27,008,000 options remained outstanding under the Pre-IPO Share Option Scheme and none of the share options under the Pre-IPO Share Option Scheme have been exercised during 1HFY2021. As at 31 December 2020, 19,270,000 options granted under the Post-IPO Share Option Scheme and none of the share options under the Post-IPO Share Option Scheme have been exercised during 1HFY2021.

The Company has also adopted the Share Award Scheme to provide an incentive and reward to selected participants for their contribution to the Group. Certain Shares have been purchased and no Shares have been granted under the Share Award Scheme during 1HFY2021.

### 資產抵押

於2020年12月31日，本集團抵押賬面值合共1.0百萬港元（2020年6月30日：1.4百萬港元）的若干存款，乃有關由一間銀行向一名獨立第三方就潛在牙科設備損壞及醫療服務的潛在干擾發出的履約保證以及由一間銀行就本集團租賃一間醫務中心向業主作出的銀行擔保。

### 僱員及薪酬政策

於2020年12月31日，本集團共有451名（2020年6月30日：452名）全職僱員。於2021財政年度上半年，員工成本（包括以薪金及其他福利形式的董事薪酬）約為60.0百萬港元（2020財政年度上半年：72.6百萬港元）。

本集團確保其僱員的薪金水平具競爭力，僱員按工作表現基準獲得獎勵，且經參考本集團盈利能力、行業內現行的薪酬基準以及本集團薪酬體系整體框架內的市場狀況。

此外，本公司亦採納首次公開發售前購股權計劃及首次公開發售後購股權計劃，而合資格僱員及顧問因彼等對本集團作出貢獻而有權認購股份。於2020年12月31日，27,008,000份購股權尚未根據首次公開發售前購股權計劃行使，並無購股權已於2021財政年度上半年根據首次公開發售前購股權計劃獲行使。於2020年12月31日，根據首次公開發售後購股權計劃授出的19,270,000份購股權尚未獲行使，並無購股權已於2021財政年度上半年根據首次公開發售後購股權計劃獲行使。

本公司亦採納股份獎勵計劃，以就選定參與者對本集團作出貢獻而向彼等提供獎勵及回報。於2021財政年度上半年，本公司已根據股份獎勵計劃購入若干股份而並無授出股份。

## Management Discussion and Analysis 管理層討論及分析

The remuneration packages of the Directors are reviewed by the Remuneration Committee and approved by the Board, according to the relevant Director's experience, responsibility, workload and the time devoted to the Group, the Company's operating results and comparable market statistics.

### INTERIM DIVIDEND

The Board has declared an interim dividend of HK1.00 cent per ordinary share for the six months ended 31 December 2020 (FY2020 interim dividend: HK0.65 cent). The interim dividend will be payable to the shareholders of the Company whose names appear on the register of members of the Company on Thursday, 18 March 2021. It is expected that the interim dividend will be paid on or about Friday, 9 April 2021.

董事薪酬方案由薪酬委員會審閱並由董事會批准，乃根據相關董事的經驗、職責、工作量及於本集團投放的時間、本公司的經營業績及可資比較市場數據決定。

### 中期股息

董事會已宣派截至2020年12月31日止六個月的中期股息每股普通股1.00港仙(2020財政年度中期股息：0.65港仙)。中期股息將派付予於2021年3月18日(星期四)名列本公司股東名冊的本公司股東。預期中期股息將於2021年4月9日(星期五)或前後派付。

# Corporate Governance Highlights

## 企業管治摘要

### COMPLIANCE WITH THE CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining high standards of corporate governance and transparency. The Company confirms that it has complied with the code provisions of the Corporate Governance Code contained in Appendix 14 to the Listing Rules during the six months ended 31 December 2020, save for the deviation from code provision A.2.1 as mentioned below.

According to code provision A.2.1 of the Corporate Governance Code, the roles of the chairman and chief executive should be separate and should not be performed by the same individual. Dr. Sun Yiu Kwong, the Chairman of the Board, is also the Chief Executive Officer. The Board believes that vesting the roles of both chairman and chief executive in an experienced and qualified person such as Dr. Sun Yiu Kwong provides the Company with strong and consistent leadership while allowing effective and efficient planning and implementation of business decisions and strategies. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Group.

The Board will review the corporate governance structure and practices from time to time and shall make necessary arrangements when the Board considers appropriate.

### THE BOARD

As of the date of this report, the Board comprised nine Directors, including six executive Directors, namely Dr. Sun Yiu Kwong as Chairman and Chief Executive Officer, Ms. Kwok Cheuk Kwan, Jacquen as Managing Director, Mr. Tsang On Yip, Patrick, Dr. Sun Man Kin, Michael, Mr. Lee Kar Chung, Felix and Dr. Lee Pak Cheung, Patrick; and three independent non-executive Directors, namely Mr. Lee Luen Wai, John *BBS JP*, Dr. Li Kwok Tung, Donald *SBS JP* and Mr. Yeung Wing Sun, Mike.

### 遵守企業管治常規

本公司致力維持高水平的企業管治及透明度。本公司確認，除下文所述對於企業管治守則第A.2.1條之要求的偏離外，其於截至2020年12月31日止六個月已遵守上市規則附錄十四所載之企業管治守則的守則條文。

根據企業管治守則條文第A.2.1條，主席與行政總裁應有區分，並不應由一人同時兼任。孫耀江醫生為董事會主席亦為行政總裁。董事會認為，由孫耀江醫生這樣經驗豐富的合資格人士擔任主席兼行政總裁可為本公司提供強而有力和穩定的領導，同時確保對業務決策及策略作出有效及高效的規劃和實施。董事會認為，此結構不會影響本集團董事會與管理層之間的權力及授權平衡。

董事會將不時審閱企業管治架構及常規，並於其認為適當時作出必要安排。

### 董事會

於本報告日期，董事會由九位董事組成，包括六位執行董事，分別為孫耀江醫生（作為主席兼行政總裁）、郭卓君女士（作為董事總經理）、曾安業先生、孫文堅醫生、李家聰先生及李柏祥醫生；及三位獨立非執行董事，分別為李聯偉先生（*銅紫荊星章，太平紳士*）、李國棟醫生（*銀紫荊星章，太平紳士*）及楊榮樂先生。



# Corporate Governance Highlights

## 企業管治摘要

### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its own code of conduct for dealing in securities of the Company by the Directors.

Having made specific enquiry with all Directors, the Company confirmed that the Directors have complied with the Model Code during the six months ended 31 December 2020.

Relevant employees who are likely to be in possession of inside information of the Group are also subject to compliance with the Code of Conduct for Securities Transactions by Employees on terms that are no less exacting than those set out in the Model Code. To the best knowledge of the Company, there was no incident of non-compliance of the Code of Conduct for Securities Transactions by Employees during the six months ended 31 December 2020.

### REVIEW OF INTERIM RESULTS

The Audit Committee, which comprises three independent non-executive Directors, namely Mr. Lee Luen Wai, John *BBS JP* (Chairman), Dr. Li Kwok Tung, Donald *SBS JP* and Mr. Yeung Wing Sun, Mike, has reviewed, together with the management of the Company, the unaudited interim results of the Group for the six months ended 31 December 2020 and considered that they were prepared in compliance with the relevant accounting standards, the Listing Rules and the applicable legal requirements, and that the Company has made appropriate disclosure thereof.

### 進行證券交易的標準守則

本公司已採納標準守則作為董事買賣本公司證券的行為守則。

經對全體董事作出具體查詢後，本公司確認董事於截至2020年12月31日止六個月內均遵守標準守則。

可能掌握本集團內幕消息的相關僱員亦須遵守僱員進行證券交易的操守準則，其條款不遜於標準守則所訂標準。就本公司所知，截至2020年12月31日止六個月並無出現違反僱員進行證券交易的操守準則的情況。

### 審閱中期業績

審核委員會由三名獨立非執行董事組成，即李聯偉先生(銅紫荊星章、太平紳士)(主席)、李國棟醫生(銀紫荊星章、太平紳士)及楊榮樂先生，彼等已與本公司管理層審閱本集團截至2020年12月31日止六個月的未經審核中期業績，並認為該等中期業績已根據有關會計準則、上市規則及適用法律規定編製，且本公司已作出適當披露。

## Other Information 其他資料

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

As at 31 December 2020, the interests and short positions of the Directors and Chief Executive of the Company in the shares, underlying shares and/or debentures (as the case may be) of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or which were required to be entered into the register required to be kept by the Company under section 352 of the SFO or which were otherwise required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code were set out below:

#### (I) The Company

Name of Director 董事姓名	Long/short position 好倉/淡倉	Capacity 身份	Number of Shares/ underlying shares 股份/相關股份數目	Notes 附註	Approximate percentage of shareholding 概約持股比例 (%)
Dr. Sun Yiu Kwong 孫耀江醫生	Long position 好倉	Beneficial owner 實益擁有人	17,548,000		
	Long position 好倉	Interest held by his controlled corporations 權益由其控制法團持有	248,463,278	1	
	Long position 好倉	Beneficial owner 實益擁有人	700,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	2,300,000	4	
			269,011,278		35.13
Ms. Kwok Cheuk Kwan, Jacquen 郭卓君女士	Long position 好倉	Beneficial owner 實益擁有人	17,948,657		
	Long position 好倉	Beneficial owner 實益擁有人	11,380,000	2	
	Long position 好倉	Beneficial owner 實益擁有人	500,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	1,500,000	4	
			31,328,657		4.09

### 董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於2020年12月31日，董事及本公司最高行政人員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、相關股份及／或債權證（視乎情況而定）中，擁有根據證券及期貨條例第XV部第7及第8分部而須知會本公司及香港聯交所之權益及淡倉（包括彼等根據該等證券及期貨條例條文而被視作或當作擁有之權益及淡倉），或根據證券及期貨條例第352條須記錄於本公司存置之登記名冊內之權益及淡倉，或根據標準守則而須知會本公司及香港聯交所之權益及淡倉如下：

#### (I) 本公司

## Other Information 其他資料

Name of Director 董事姓名	Long/short position 好倉/淡倉	Capacity 身份	Number of Shares/ underlying shares 股份/相關股份數目	Notes 附註	Approximate percentage of shareholding 概約持股比例 (%)
Mr. Tsang On Yip, Patrick 曾安業先生	Long position 好倉	Beneficial owner 實益擁有人	100,000		
	Long position 好倉	Beneficial owner 實益擁有人	600,000	2	
	Long position 好倉	Beneficial owner 實益擁有人	400,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	1,500,000	4	
			2,600,000		0.34
Dr. Sun Man Kin, Michael 孫文堅醫生	Long position 好倉	Beneficial owner 實益擁有人	16,142,000		
	Long position 好倉	Beneficial owner 實益擁有人	400,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	1,500,000	4	
			18,042,000		2.36
Mr. Lee Kar Chung, Felix 李家聰先生	Long position 好倉	Beneficial owner 實益擁有人	1,388,000		
	Long position 好倉	Beneficial owner 實益擁有人	10,242,000	2	
	Long position 好倉	Beneficial owner 實益擁有人	500,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	1,500,000	4	
			13,630,000		1.78
Dr. Lee Pak Cheung, Patrick 李柏祥醫生	Long position 好倉	Beneficial owner 實益擁有人	20,042,959		
	Long position 好倉	Beneficial owner 實益擁有人	400,000	3	
	Long position 好倉	Beneficial owner 實益擁有人	1,500,000	4	
			21,942,959		2.87

## Other Information 其他資料

Name of Director 董事姓名	Long/short position 好倉/淡倉	Capacity 身份	Number of Shares/ underlying shares 股份/相關股份數目	Notes 附註	Approximate percentage of shareholding 概約持股比例 (%)
Mr. Lee Luen Wai, John <i>BBS JP</i> 李聯偉先生(銅紫荊星章·太平紳士)	Long position 好倉	Beneficial owner 實益擁有人	220,000		
	Long position 好倉	Beneficial owner 實益擁有人	300,000	4	
			520,000		0.07
Dr. Li Kwok Tung, Donald <i>SBS JP</i> 李國棟醫生(銀紫荊星章·太平紳士)	Long position 好倉	Beneficial owner 實益擁有人	328,000		
	Long position 好倉	Beneficial owner 實益擁有人	300,000	4	
			628,000		0.08
Mr. Yeung Wing Sun, Mike 楊榮樂先生	Long position 好倉	Beneficial owner 實益擁有人	20,000		
	Long position 好倉	Beneficial owner 實益擁有人	200,000	4	
			220,000		0.03

Notes:

- (1) Dr. Sun Yiu Kwong was deemed to be interested in the 203,457,278 Shares held by East Majestic Group Limited, being his controlled corporation, and was also deemed to be interested in 45,006,000 Shares held by EM Team Limited, also being his controlled corporation.
- (2) These Shares represented the underlying Shares under the options granted by the Company on 18 August 2015 pursuant to the Pre-IPO Share Option Scheme.
- (3) These Shares represented the share award granted by the Company on 17 July 2018 pursuant to the Share Award Scheme.
- (4) These Shares represented the underlying Shares under the options granted by the Company on 6 November 2018 pursuant to the Post-IPO Share Option Scheme.

附註：

- (1) 孫耀江醫生被視為於彼控制之法團 East Majestic Group Limited 持有的 203,457,278 股股份中擁有權益。孫耀江醫生亦被視為於同樣為彼控制之法團 EM Team Limited 持有的 45,006,000 股股份中擁有權益。
- (2) 該等股份指本公司於 2015 年 8 月 18 日根據首次公開發售前購股權計劃授出的購股權項下的相關股份。
- (3) 該等股份指本公司於 2018 年 7 月 17 日根據股份獎勵計劃授出的股份獎勵項下的相關股份。
- (4) 該等股份指本公司於 2018 年 11 月 6 日根據首次公開發售後購股權計劃授出的購股權項下的相關股份。

## Other Information 其他資料

### (II) Associated Corporations (within the meaning of the SFO) Procure Medical Imaging & Laboratory Centre Limited<sup>(1)</sup>

Name of Director 董事姓名	Long/short position 好倉／淡倉	Capacity 身份	Number of shares 股份數目	Approximate percentage of shareholding 概約持股比例 (%)
Dr. Sun Man Kin, Michael 孫文堅醫生	Long position 好倉	Beneficial owner 實益擁有人	625	6.25

### Causeway Bay MRI Centre Limited<sup>(2)</sup>

銅鑼灣磁力共振中心有限公司<sup>(2)</sup>

Name of Director 董事姓名	Long/short position 好倉／淡倉	Capacity 身份	Number of shares 股份數目	Approximate percentage of shareholding 概約持股比例 (%)
Dr. Sun Man Kin, Michael 孫文堅醫生	Long position 好倉	Beneficial owner 實益擁有人	95	6.33

Notes:

- (1) UMP Medical Centre Limited, a wholly-owned subsidiary of the Company, holds 62.5% of the entire issued share capital of Procure Medical Imaging & Laboratory Centre Limited.
- (2) UMP Medical Centre Limited, a wholly-owned subsidiary of the Company, holds 20% of the entire issued share capital of Causeway Bay MRI Centre Limited.

附註：

- (1) 本公司的全資附屬公司聯合醫務中心有限公司持有普康醫學影像及化驗中心有限公司的全部已發行股本的62.5%。
- (2) 本公司的全資附屬公司聯合醫務中心有限公司持有銅鑼灣磁力共振中心有限公司的全部已發行股本的20%。

Save as disclosed above, as at 31 December 2020, none of the Directors or Chief Executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

除上文所披露外，於2020年12月31日，董事或本公司最高行政人員於本公司及其相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中，概無擁有根據證券及期貨條例第XV部第7及第8分部而須知會本公司及香港聯交所之權益或淡倉（包括彼等根據該等證券及期貨條例條文而被視作或當作擁有之權益或淡倉），或須記錄於根據證券及期貨條例第352條存置之登記名冊內之權益或淡倉，或根據標準守則而須知會本公司及香港聯交所之權益或淡倉。

### UPDATE ON DIRECTORS' INFORMATION

In accordance with Rule 13.51B(1) of the Listing Rules, the changes in information required to be disclosed by Directors pursuant to paragraphs (a) to (e) and (g) of Rule 13.51(2) of the Listing Rules since the publication of the Company's 2020 Annual Report is set out below:

Name of Director 董事姓名	Details of Change 變動詳情
Dr. Li Kwok Tung, Donald <i>SBS JP</i>  李國棟醫生（銀紫荊星章，太平紳士）	Dr. Li was appointed as an independent non-executive director of Sino Biopharmaceutical Limited, a company incorporated in Cayman Islands with limited liability, the shares of which are listed on the main board of Stock Exchange (stock code: 1177), on 31 December 2020.  李醫生於2020年12月31日獲委任為中國生物製藥有限公司（一家於開曼群島註冊成立的有限公司，其股份於聯交所主板上市（股份代號：1177））的獨立非執行董事。

### 董事資料更新

根據上市規則第13.51B(1)條，自刊發本公司2020年年報以來，董事根據上市規則第13.51(2)條第(a)至(e)段及第(g)段須予披露的資料變動載列如下：



## Other Information 其他資料

### SHARE OPTION SCHEMES

The Company has adopted two share option schemes, namely the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme.

#### (A) Pre-IPO Share Option Scheme

The Company adopted the Pre-IPO Share Option Scheme on 18 August 2015 under which the maximum number of Shares to be issued upon full exercise of all outstanding share options is 27,008,000, being approximately 3.53% of the issued share capital of the Company as at 31 December 2020.

Details of the options granted and outstanding under the Pre-IPO Share Option Scheme are set out as follows:

Grantee 承授人	Position 職位	Date of grant (dd/mm/yy) (日/月/年)	Exercise price per Share (HK\$) (港元)	Exercise period (dd/mm/yy) (日/月/年)	Number of Shares issuable under the share options 購股權項下可予發行股份數目				
					As at 1 July 2020 於2020年 7月1日	Granted during the period 期內已授出	Exercised during the period 期內已行使	Cancelled/ Lapsed during the period 期內已 註銷/失效	As at 31 December 2020 於2020年 12月31日
<b>Directors</b> 董事									
Ms. Kwok Cheuk Kwan, Jacquen 郭卓君女士	Managing Director and Executive Director 董事總經理兼執行董事	18/08/2015	1.2228	18/08/2016–26/11/2022 18/08/2017–26/11/2022	1,138,000 10,242,000	-	-	-	1,138,000 10,242,000
Mr. Tsang On Yip, Patrick 曾安業先生	Executive Director 執行董事	18/08/2015	1.2228	18/08/2016–26/11/2022 18/08/2017–26/11/2022	60,000 540,000	-	-	-	60,000 540,000
Mr. Lee Kar Chung, Felix 李家聰先生	Executive Director 執行董事	18/08/2015	1.2228	18/08/2017–26/11/2022	10,242,000	-	-	-	10,242,000
				Sub-total: 小計:	22,222,000	-	-	-	22,222,000
<b>Employees</b> 僱員									
In aggregate 合共	-	18/08/2015	1.2228	18/08/2017–26/11/2022	3,186,000	-	-	-	3,186,000
				Sub-total: 小計:	3,186,000	-	-	-	3,186,000
<b>Other eligible grantees</b> 其他合資格承授人									
In aggregate 合共	-	18/08/2015	1.2228	18/08/2016–26/11/2022 18/08/2017–26/11/2022	160,000 1,440,000	-	-	-	160,000 1,440,000
				Sub-total: 小計:	1,600,000	-	-	-	1,600,000
				Total: 總計:	27,008,000	-	-	-	27,008,000

As at 31 December 2020, 27,008,000 options remained outstanding under the Pre-IPO Share Option Scheme.

### 購股權計劃

本公司已採納兩項購股權計劃，即首次公開發售前購股權計劃及首次公開發售後購股權計劃。

#### (A) 首次公開發售前購股權計劃

本公司已於2015年8月18日採納首次公開發售前購股權計劃，於所有尚未行使購股權獲悉數行使後，其項下可發行之股份數目上限為27,008,000股，即本公司於2020年12月31日已發行股本約3.53%。

於首次公開發售前購股權計劃項下授出及未行使的購股權詳情載列如下：

於2020年12月31日，首次公開發售前購股權計劃項下有27,008,000份購股權尚未行使。

## Other Information 其他資料

### (B) Post-IPO Share Option Scheme

The Company adopted the Post-IPO Share Option Scheme on 2 November 2015 under which the maximum number of Share to be issued upon full exercise of all outstanding share option is 19,270,000 Shares, being approximately 2.52% of the issue share capital of the Company as at 31 December 2020.

Details of the options granted and outstanding under the Post-IPO Share Option Scheme are set out as follows:

### (B) 首次公開發售後購股權計劃

本公司於2015年11月2日已採納首次公開發售後購股權計劃，於所有尚未行使購股權獲悉數行使其項下可發行之股份數目上限為19,270,000股股份，即本公司於2020年12月31日已發行股本之約2.52%。

首次公開發售後購股權計劃項下已授出及尚未行使之購股權詳情載列如下：

Grantee 承授人	Position 職位	Date of grant 授出日期 (dd/mm/yyyy) (日/月/年)	Exercise price per Share 每股行使價 (HK\$) (港元)	Exercise period 行使期 (dd/mm/yyyy) (日/月/年)	As at 1 July 2020 於2020年 7月1日	Granted during the period 期內已授出	Exercised during the period 期內已行使	Cancelled/ Lapsed during the period 期內已 註銷/失效	As at 31 December 2020 於2020年 12月31日
<b>Directors</b>									
<b>董事</b>									
Dr. Sun Yiu Kwong 孫耀江醫生	Chairman, Chief Executive Officer and Executive Director 主席、行政總裁兼 執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	2,300,000	-	-	-	2,300,000
Ms. Kwok Cheuk Kwan, Jacquen 郭卓君女士	Managing Director and Executive Director 董事總經理兼執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	1,500,000	-	-	-	1,500,000
Mr. Tsang On Yip, Patrick 曾安業先生	Executive Director 執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	1,500,000	-	-	-	1,500,000
Dr. Sun Man Kin, Michael 孫文堅醫生	Executive Director 執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	1,500,000	-	-	-	1,500,000
Mr. Lee Kar Chung, Felix 李家聰先生	Executive Director 執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	1,500,000	-	-	-	1,500,000
Dr. Lee Pak Cheung, Patrick 李柏祥醫生	Executive Director 執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	1,500,000	-	-	-	1,500,000
Mr. Lee Luen Wai, John <i>BBS JP</i> 李聯偉先生 (銅紫荊星章、太平紳士)	Independent Non-executive Director 獨立非執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	300,000	-	-	-	300,000
Dr. Li Kwok Tung, Donald <i>SBS JP</i> 李國棟醫生 (銅紫荊星章、太平紳士)	Independent Non-executive Director 獨立非執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	300,000	-	-	-	300,000
Mr. Yeung Wing Sun, Mike 楊榮堯先生	Independent Non-executive Director 獨立非執行董事	06/11/2018	2.06	30/06/2019 - 05/11/2023	200,000	-	-	-	200,000
<b>Sub-total 小計</b>					<b>10,600,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,600,000</b>

## Other Information 其他資料

Grantee 承授人	Position 職位	Date of grant 授出日期 (dd/mm/yyyy) (日/月/年)	Exercise price per Share 每股行使價 (HK\$) (港元)	Exercise period 行使期 dd/mm/yyyy (日/月/年)	As at 1 July 2020 於2020年 7月1日	Granted during the period 期內已授出	Exercised during the period 期內已行使	Cancelled/ Lapsed during the period 期內已 註銷/失效	As at 31 December 2020 於2020年 12月31日
<b>Employees</b>									
<b>僱員</b>									
In aggregate 合計		23/03/2017	2.06	30/06/2017 - 29/06/2022	340,000	-	-	-	340,000
		23/03/2017	2.06	30/06/2018 - 29/06/2022	330,000	-	-	-	330,000
		06/11/2018	2.06	30/06/2019 - 05/11/2023	1,000,000	-	-	-	1,000,000
		05/05/2019	1.56	04/05/2020 - 03/05/2025	750,000	-	-	-	750,000
		05/05/2019	1.56	04/05/2021 - 03/05/2025	1,500,000	-	-	-	1,500,000
		05/05/2019	1.56	04/05/2022 - 03/05/2025	2,250,000	-	-	-	2,250,000
				<b>Sub-total 小計</b>	<b>6,170,000</b>	-	-	-	<b>6,170,000</b>
<b>Other eligible grantee(s)</b>									
<b>其他合資格承授人</b>									
In aggregate 合計		06/11/2018	2.06	30/06/2019 - 05/11/2023	1,000,000	-	-	-	1,000,000
		05/05/2019	1.56	04/05/2020 - 03/05/2025	250,000	-	-	-	250,000
		05/05/2019	1.56	04/05/2021 - 03/05/2025	500,000	-	-	-	500,000
		05/05/2019	1.56	04/05/2022 - 03/05/2025	750,000	-	-	-	750,000
				<b>Sub-total 小計</b>	<b>2,500,000</b>	-	-	-	<b>2,500,000</b>
				<b>Total 總計</b>	<b>19,270,000</b>	-	-	-	<b>19,270,000</b>

As at 31 December 2020, none of options granted under the Post-IPO Share Option Scheme during the six months ended 31 December 2020.

於2020年12月31日，概無根據首次公開發售後購股權計劃於截至2020年12月31日止六個月授出購股權。

## Other Information 其他資料

### SHARE AWARD SCHEME

The Company has adopted the Share Award Scheme on 30 June 2016 to recognise the contributions of and provide incentives for the key management personnel including Directors and senior management, employed experts and employees of the Group. Subject to any early termination as may be determined by the Board, pursuant to the trust deed, the Share Award Scheme shall be valid and effective for a term of 10 years commencing on the adoption date. The maximum number of Shares which may be awarded to a selected participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company in each year. The Board shall not make any further award of the awarded Shares which will result in the nominal value of the Shares awarded by the Board under the Share Award Scheme exceeding 2% of the issued share capital of the Company from time to time.

Details of the share award granted and outstanding under the Share Award Scheme are set out as follows:

Name or category of participant 參與人姓名或類別	As at 1 July 2020 於2020年7月1日	Granted during the period 期內授出	Vested during the period 期內歸屬	Cancelled/lapsed during the period 期內註銷/失效	As at 31 December 2020 於2020年12月31日
Directors 董事	2,900,000	-	-	-	2,900,000 (Note 1) (附註1)
Other eligible grantee(s) 其他合資格承授人	400,000	-	-	-	400,000 (Note 1) (附註1)
	2,330,000	-	-	-	2,330,000 (Note 1) (附註1)
<b>In aggregate 總計</b>	<b>5,630,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5,630,000</b>

Note:

1. These awarded shares were granted on 17 July 2018 with the exercise price of HK\$1.5 per award shares.

Certain Shares have been purchased and no Shares have been granted under the Share Award Scheme during the period and none of shares have been vested during the period up to 31 December 2020.

### 股份獎勵計劃

本公司已於2016年6月30日採納股份獎勵計劃，嘉獎及獎勵主要管理人員（包括董事及高級管理層、本集團受僱專家及僱員）所作貢獻。受董事會可能釐定的任何提前終止所限，根據信託契據，股份獎勵計劃於採納日期起計十年期間有效及生效。根據股份獎勵計劃可授予選定參與者的股份數目上限不得超過本公司各年已發行股本的1%。董事會不得授出任何會導致董事會根據股份獎勵計劃授出超過本公司不時已發行股本2%之股份面值的進一步獎勵股份。

股份獎勵計劃項下已授出及尚未行使之股份獎勵詳情載列如下：

附註：

1. 此等獎勵股份是於2018年7月17日授出，行使價為每股獎勵股份1.5港元。

期內已根據股份獎勵計劃購買若干股份及並無授出股份，直至2020年12月31日止期間並無股份歸屬。

## Other Information 其他資料

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

As at 31 December 2020, so far as was known to the Directors of the Company, the following persons/entities (other than the Directors or Chief Executive of the Company) had, or were deemed to have, interests or short positions in the Shares or underlying shares of the Company which would fall to be disclosed to the Company and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO:

### 主要股東於本公司股份及相關股份 的權益及淡倉

於2020年12月31日，據本公司董事所知，以下人士／實體（董事或本公司最高行政人員除外）於本公司之股份或相關股份中擁有或被視為擁有以下權益或淡倉而須根據證券及期貨條例第XV部第2及3分部條文須向本公司及香港聯交所披露，或記錄於本公司須根據證券及期貨條例第336條存置之登記名冊內：

Name of substantial shareholder	Long/short position	Capacity	Number of Shares/ underlying shares	Interests under equity derivatives 股本衍生工具 項下之權益	Notes	Approximate percentage of shareholding 概約持股比例 (%)
主要股東姓名／名稱	好倉／淡倉	身份	股份／相關股份數目		附註	
East Majestic Group Limited	Long position 好倉	Beneficial owner 實益擁有人	203,457,278	-	1	26.57
EM Team Limited	Long position 好倉	Beneficial owner 實益擁有人	45,006,000	-	1	5.88
Cheng Yu Tung Family (Holdings II) Limited	Long position 好倉	Interest held by its controlled corporations 權益由其控制法團持有	112,687,939	-	2	14.72
Cheng Yu Tung Family (Holdings) Limited	Long position 好倉	Interest held by its controlled corporations 權益由其控制法團持有	112,687,939	-	2	14.72
Chow Tai Fook Capital Limited	Long position 好倉	Interest held by its controlled corporation 權益由其控制法團持有	112,687,939	-	2	14.72
Chow Tai Fook (Holding) Limited 周大福(控股)有限公司	Long position 好倉	Interest held by its controlled corporations 權益由其控制法團持有	112,687,939	-	2	14.72
Chow Tai Fook Enterprises Limited 周大福企業有限公司	Long position 好倉	Interest held by its controlled corporation 權益由其控制法團持有	112,687,939	-	2	14.72
Healthcare Ventures	Long position 好倉	Beneficial owner 實益擁有人	112,687,939	-	2	14.72
China Resources Company Limited 中國華潤有限公司	Long position 好倉	Interest held by its controlled corporations 權益由其控制法團持有	91,803,000	-	3	11.99
CR Medical 華潤醫療	Long position 好倉	Interest held by its controlled corporations 權益由其控制法團持有	91,803,000	-	3	11.99



## Other Information 其他資料

### Notes:

1. Dr. Sun Yiu Kwong was deemed to be interested in the 203,457,278 Shares held by East Majestic Group Limited, being his controlled corporation, and was also deemed to be interested in the 45,006,000 Shares held by EM Team Limited, also being his controlled corporation. Dr. Sun's interests in Shares are disclosed in this interim report in the section headed "Directors' and Chief Executive interests and Short Positions in Shares, Underlying Shares and Debentures".
2. Healthcare Ventures was wholly owned by Chow Tai Fook Enterprises Limited ("CTFE"), which was wholly owned by Chow Tai Fook (Holding) Limited ("CTFH"). So far as the Company is aware, CTFH was held as to 81.03% by Chow Tai Fook Capital Limited ("CTFC"), which was in turn held as to 48.98% by Cheng Yu Tung Family (Holdings) Limited ("CYTF") and as to 46.65% by Cheng Yu Tung Family (Holdings II) Limited ("CYTFII"). By virtue of the SFO, CTFE, CTFH, CTFC, CYTF and CYTFII were deemed to be interested in the same parcel of Shares in which Healthcare Ventures was interested.
3. Pinyu Limited was the beneficial owner of the Shares. Pinyu Limited was wholly owned by Unison Champ Premium Limited, which was wholly owned by CR Medical. CR Medical was held as to 35.76% by CRH (Medical) Limited and as to 0.82% by Commotra Company Limited. CRH (Medical) Limited was wholly owned by China Resources Healthcare Group Limited, which was wholly owned by CRH (Healthcare) Limited. Both CRH (Healthcare) Limited and Commotra Company Limited were wholly owned by China Resources (Holdings) Company Limited, which was wholly owned by CRC Bluesky Limited. CRC Bluesky Limited was wholly owned by China Resources INC, which was wholly owned by China Resources Company Limited. By virtue of the SFO, Unison Champ Premium Limited, CR Medical, CRH (Medical) Limited, China Resources Healthcare Group Limited, CRH (Healthcare) Limited, China Resources INC, China Resources (Holdings) Company Limited, CRC Bluesky Limited and China Resources Company Limited were deemed to be interested in the same parcel of Shares in which Pinyu Limited was interested.

### 附註：

1. 孫耀江醫生被視為於彼控制之法團East Majestic Group Limited持有的203,457,278股股份中擁有權益。孫醫生亦被視為於同樣由彼控制之法團EM Team Limited持有的45,006,000股股份中擁有權益。孫醫生於股份之權益已於本中期報告「董事及最高行政人員於股份、相關股份及債權證的權益及淡倉」一節披露。
2. 醫療創業控股由周大福企業有限公司（「周大福企業」）全資擁有，而周大福企業由周大福（控股）有限公司（「CTFH」）全資擁有。就本公司所知，CTFH由Chow Tai Fook Capital Limited（「CTFC」）持有81.03%的股權，而CTFC分別由Cheng Yu Tung Family (Holdings) Limited（「CYTF」）及Cheng Yu Tung Family (Holdings II) Limited（「CYTFII」）持有48.98%及46.65%的股權。根據證券及期貨條例，周大福企業、CTFH、CTFC、CYTF及CYTFII被視為於醫療創業控股擁有權益的同一批股份中擁有權益。
3. 品裕有限公司為股份之實益擁有人。品裕有限公司由Unison Champ Premium Limited全資擁有，而Unison Champ Premium Limited由華潤醫療全資擁有。華潤醫療由華潤集團（醫療）有限公司擁有35.76%以及由合貿有限公司擁有0.82%。華潤集團（醫療）有限公司由華潤健康集團有限公司全資擁有，而華潤健康集團有限公司由華潤集團（健康）有限公司全資擁有。華潤集團（健康）有限公司及合貿有限公司均由華潤（集團）有限公司全資擁有，而華潤（集團）有限公司由CRC Bluesky Limited全資擁有。CRC Bluesky Limited由華潤股份有限公司全資擁有，而華潤股份有限公司由中國華潤有限公司全資擁有。根據證券及期貨條例，Unison Champ Premium Limited、華潤醫療、華潤集團（醫療）有限公司、華潤健康集團有限公司、華潤集團（健康）有限公司、華潤股份有限公司、華潤（集團）有限公司、CRC Bluesky Limited及中國華潤有限公司被視為於品裕有限公司擁有權益的同一批股份中擁有權益。

## Other Information 其他資料

According to disclosure of interest filings available on the Stock Exchange website, Snow Lake China Master Fund, Ltd. ("SLCMF") and Snow Lake China Master Long Fund, Ltd. ("SLCMLF") beneficially owned 100,000,000 and 20,640,000 Shares respectively. Snow Lake Capital (HK) Limited ("SLCHKL"), which was wholly controlled by Mr. Ma Sean, was the investment manager to both SLCMF and SLCMLF respectively. Accordingly, Mr. Ma Sean and SLCHKL were deemed to be interested in aggregate holding of 120,640,000 Shares owned by SLCMF and SLCMLF pursuant to the SFO, representing, for illustrative purpose, 15.75% of the total issued share capital of the Company as at 31 December 2020. Out of these 120,640,000 Shares, 86,984,000 Shares (representing, for illustrative purpose, 11.36% of the total issued share capital of the Company as at 31 December 2020) are interests in cash-settled equity derivatives.

Other than as disclosed above, as at 31 December 2020, the Directors have not been notified by any person (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 pursuant to Section 336 of the SFO.

### INTERIM DIVIDEND

The Board declared an interim dividend of HK1.00 cent (the corresponding period in 2019: HK0.65 cent) per Share for the six months ended 31 December 2020.

The interim dividend will be payable to the shareholders of the Company whose names appear on the register of members of the Company on Thursday, 18 March 2021. It is expected that the interim dividend will be paid on or about Friday, 9 April 2021.

根據聯交所網站可得的權益披露資料，Snow Lake China Master Fund, Ltd. (「SLCMF」) 及 Snow Lake China Master Long Fund, Ltd. (「SLCMLF」) 分別實益擁有100,000,000股及20,640,000股股份。由馬自銘先生全資控制的Snow Lake Capital (HK) Limited (「SLCHKL」) 為SLCMF及SLCMLF之投資管理人。因此，根據證券及期貨條例，馬自銘先生及SLCHKL被視為於SLCMF及SLCMLF合共持有之120,640,000股股份中擁有權益(僅供說明用途，相當於2020年12月31日本公司已發行股本總額15.75%)。於該120,640,000股股份中，86,984,000股股份(僅供說明用途，相當於2020年12月31日本公司已發行股本總額11.36%)為於以現金結算股權衍生工具之權益。

除上文披露外，於2020年12月31日，董事並無知悉任何人士(董事或本公司最高行政人員除外)於本公司股份或相關股份中擁有根據證券及期貨條例第336條須存置的登記名冊所記錄的權益或淡倉。

### 中期股息

董事會派付截至2020年12月31日止六個月的中期股息每股1.00港仙(2019年同期：0.65港仙)。

中期股息將派付予於2021年3月18日(星期四)名列本公司股東名冊上之本公司股東。預期中期股息將於2021年4月9日(星期五)或前後派付。

## Other Information 其他資料

### CLOSURE OF REGISTER OF MEMBERS

Book close dates (both days inclusive)	: Tuesday, 16 March 2021 to Thursday, 18 March 2021
Latest time to lodge transfer with share registrar	: 4:30 p.m. on Monday, 15 March 2021
Address of share registrar	: Hong Kong Branch Share Registrar Tricor Investor Services Limited Level 54, Hopewell Centre 183 Queen's Road East Hong Kong

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

During the six months ended 31 December 2020, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

### SUFFICIENCY OF THE PUBLIC FLOAT

Based on the information publicly available to the Company and to the best knowledge, information and belief of the Directors, the Directors confirm that the Company had maintained a sufficient public float as required under the Listing Rules during the six months ended 31 December 2020.

On behalf of the Board

**Dr. Sun Yiu Kwong**

*Chairman and Chief Executive Officer*

Hong Kong, 25 February 2021

### 暫停辦理股份過戶手續

暫停辦理股份過戶	: 2021年3月16日(星期二)至
登記日期(首尾	2021年3月18日(星期四)
兩天包括在內)	
股份過戶登記截止	: 2021年3月15日(星期一),
辦理股份過戶	下午四時三十分
股份過戶登記地點	: 香港股份過戶登記分處 卓佳證券登記有限公司 香港 皇后大道東183號 合和中心54樓

### 購買、出售或贖回本公司上市證券

截至2020年12月31日止六個月，本公司及本公司任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 足夠公眾持股量

就本公司所得之公開資料所示，並據董事所深知、所悉及所信，董事確認截至2020年12月31日止六個月本公司已維持上市規則所規定之充足公眾持股量。

代表董事會

**孫耀江醫生**

*主席兼行政總裁*

香港，2021年2月25日

# Condensed Consolidated Statement of Profit or Loss

## 簡明綜合損益表

Six months ended 31 December 2020  
截至2020年12月31日止六個月

				Six months ended 31 December	
				截至12月31日止六個月	
				2020	2019
				2020年	2019年
		Notes		HK\$'000	HK\$'000
		附註		千港元	千港元
				(Unaudited)	(Unaudited)
				(未經審核)	(未經審核)
<b>REVENUE</b>	收入	5		<b>302,143</b>	306,813
Other income and gains	其他收入及收益	5		<b>3,827</b>	10,922
Professional services expenses	專業服務費用			<b>(110,765)</b>	(122,181)
Employee benefit expense	員工福利開支			<b>(60,045)</b>	(72,585)
Property rental and related expenses	物業租金及相關開支			<b>(4,129)</b>	(6,270)
Cost of inventories consumed	已耗存貨成本			<b>(15,006)</b>	(15,455)
Depreciation and amortisation	折舊及攤銷			<b>(40,432)</b>	(35,392)
Other expenses, net	其他支出淨額			<b>(32,233)</b>	(6,378)
Finance cost	融資成本			<b>(1,975)</b>	(1,968)
Share of profits and losses of:	分佔利潤及虧損：				
Joint ventures	合資公司			-	(169)
Associates	聯營公司			<b>1,182</b>	967
<b>PROFIT BEFORE TAX</b>	<b>除稅前利潤</b>	6		<b>42,567</b>	58,304
Income tax expense	所得稅費用	7		<b>(9,993)</b>	(9,138)
<b>PROFIT FOR THE PERIOD</b>	<b>期內利潤</b>			<b>32,574</b>	49,166
Attributable to:	以下各方應佔：				
Owners of the Company	本公司擁有人			<b>31,079</b>	45,551
Non-controlling interests	非控股權益			<b>1,495</b>	3,615
				<b>32,574</b>	49,166
<b>EARNINGS PER SHARE</b>	<b>本公司普通權益持有人應佔</b>				
<b>ATTRIBUTABLE TO ORDINARY EQUITY</b>	<b>每股盈利</b>				
<b>HOLDERS OF THE COMPANY</b>		9			
Basic	基本			<b>HK4.105 cents</b> 港仙	HK6.046 cents港仙
Diluted	攤薄			<b>HK4.105 cents</b> 港仙	HK5.990 cents港仙

# Condensed Consolidated Statement of Comprehensive Income

## 簡明綜合全面收入表

Six months ended 31 December 2020  
截至2020年12月31日止六個月

		Six months ended 31 December 截至12月31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)
<b>PROFIT FOR THE PERIOD</b>	<b>期內利潤</b>	<b>32,574</b>	<b>49,166</b>
<b>OTHER COMPREHENSIVE INCOME/(LOSS)</b>	<b>其他全面收入／(虧損)</b>		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:	於其後期間可能重新分類至損益的其他全面收入／(虧損)：		
Exchange differences on translation of foreign operations	折算海外業務的匯兌差額	2,494	(587)
Share of other comprehensive loss of an associate	分佔一間聯營公司的其他全面虧損	-	(18)
Reclassification adjustments for amount transferred to profit or loss on disposal of a subsidiary	於出售一間附屬公司時重新分類調整轉入至損益之金額	1,279	-
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods	於其後期間可能重新分類至損益的其他全面收入／(虧損)淨額	3,773	(605)
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:	於其後期間不會重新分類至損益的其他全面虧損：		
Changes in fair value of equity investments designated at fair value through other comprehensive income	指定為按公允價值計入其他全面收入之股本投資的公允價值變動	(2,411)	(11,376)
<b>OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF TAX</b>	<b>期內其他全面收入／(虧損)，扣除稅項</b>	<b>1,362</b>	<b>(11,981)</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>期內全面收入總額</b>	<b>33,936</b>	<b>37,185</b>
Attributable to:	以下各方應佔：		
Owners of the Company	本公司擁有人	32,441	33,570
Non-controlling interests	非控股權益	1,495	3,615
		<b>33,936</b>	<b>37,185</b>



# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

31 December 2020  
2020年12月31日

			31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
		Notes 附註		
<b>NON-CURRENT ASSETS</b>				
	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	10	99,081	96,424
Right-of-use assets	使用權資產		75,455	82,152
Goodwill	商譽	11	171,264	171,264
Other intangible assets	其他無形資產		75,769	76,972
Investments in associates	於聯營公司的投資		9,729	8,546
Financial assets at amortised cost	按攤銷成本計量的金融資產	12	32,878	20,206
Investments at fair value through other comprehensive income	按公允價值計入其他全面收入的投資	13	21,814	23,187
Deferred tax assets	遞延稅項資產		1,865	1,691
Deposits	保證金		43,116	21,977
<b>Total non-current assets</b>	<b>非流動資產總額</b>		<b>530,971</b>	502,419
<b>CURRENT ASSETS</b>				
	<b>流動資產</b>			
Inventories	存貨		12,492	9,083
Trade receivables	貿易應收款項	14	85,067	74,354
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產		36,609	32,423
Financial assets at fair value through profit or loss	按公允價值計入損益的金融資產		14,522	1,723
Financial assets at amortised cost	按攤銷成本計量的金融資產	12	17,120	35,646
Due from associates	應收聯營公司款項		3,100	2,204
Due from related companies	應收關聯公司款項		1,186	1,220
Tax recoverable	可收回稅項		356	210
Pledged deposits	抵押存款		1,029	1,354
Cash and cash equivalents	現金及現金等價物		235,016	230,671
<b>Total current assets</b>	<b>流動資產總額</b>		<b>406,497</b>	388,888

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

31 December 2020  
2020年12月31日

			31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Trade payables	貿易應付款項	15	40,997	36,370
Other payables and accruals	其他應付款項及應計費用		88,709	62,584
Due to associates	應付聯營公司款項		18	184
Due to related companies	應付關聯公司款項		4,491	2,020
Due to a joint venture	應付一間合資公司款項		34	203
Lease liabilities	租賃負債		51,391	43,420
Tax payable	應付稅項		18,566	14,994
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>204,206</b>	159,775
<b>NET CURRENT ASSETS</b>	<b>流動資產淨額</b>		<b>202,291</b>	229,113
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>總資產減流動負債</b>		<b>733,262</b>	731,532
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		31,646	43,145
Deferred tax liabilities	遞延稅項負債		14,242	14,572
Provision	撥備		3,360	3,308
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>49,248</b>	61,025
<b>Net assets</b>	<b>資產淨額</b>		<b>684,014</b>	670,507
<b>EQUITY</b>	<b>權益</b>			
<b>Equity attributable to owners of the Company</b>	<b>本公司擁有人應佔權益</b>			
Issued capital	已發行股本	16	766	766
Reserves	儲備		623,767	611,080
			<b>624,533</b>	611,846
Non-controlling interests	非控股權益		59,481	58,661
<b>Total equity</b>	<b>權益總額</b>		<b>684,014</b>	670,507

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

Six months ended 31 December 2020  
截至2020年12月31日止六個月

		Attributable to owners of the Company 本公司擁有人應佔											
		Issued capital	Share premium account	Capital contribution reserve	Shares held for the share award scheme	Share-based payment reserve	Fair value reserve	Legal reserve	Exchange fluctuation reserve	Retained profits	Total	Non-controlling interests	Total equity
		已發行股本	股份溢價賬	出資儲備	就股份獎勵計劃持有的股份	以股份為基礎支付的儲備	公允價值儲備	法定儲備	匯兌波動儲備	留存利潤	合計	非控股權益	權益總額
Notes		附註	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
At 1 July 2019 (unaudited and restated)	於2019年7月1日 (未經審核及經重列)	758	387,602	37,294	(14,620)	58,082	7,199	1,240	(2,224)	134,013	609,344	72,967	682,311
Profit for the period	期內利潤	-	-	-	-	-	-	-	-	45,551	45,551	3,615	49,166
Other comprehensive income/(loss) for the period:	期內其他全面收入/(虧損):												
Changes in fair value of equity investments at fair value through other comprehensive income	按公允價值計入其他全面收入之股本投資的公允價值變動	-	-	-	-	-	(11,376)	-	-	-	(11,376)	-	(11,376)
Exchange differences on translation of foreign operations	折算海外業務的匯兌差額	-	-	-	-	-	-	-	(587)	-	(587)	-	(587)
Share of other comprehensive loss of an associate	分佔一間聯營公司的其他全面虧損	-	-	-	-	-	-	-	(18)	-	(18)	-	(18)
Total comprehensive income/(loss) for the period	期內全面收入/(虧損)總額	-	-	-	-	(12,436)	(11,376)	-	(605)	45,551	33,570	3,615	37,185
Equity-settled arrangements	以權益結算之安排	-	-	-	-	(12,436)	-	-	-	-	(12,436)	-	(12,436)
Dividends paid/payable to non-controlling interests	已付/應付非控股權益的股息	-	-	-	-	-	-	-	-	-	-	(4,498)	(4,498)
Purchase of shares for the share award scheme	就股份獎勵計劃購買的股份	-	-	-	(394)	-	-	-	-	-	(394)	-	(394)
Acquisition of non-controlling interest	收購非控股權益	-	-	-	-	-	-	-	-	(194)	(194)	(56)	(250)
Disposal of a subsidiary	出售一間附屬公司	-	-	-	-	-	-	-	-	-	-	492	492
Transfer to legal reserve	轉撥至法定儲備	-	-	-	-	-	-	515	-	(515)	-	-	-
At 31 December 2019 (unaudited)	於2019年12月31日 (未經審核)	758	387,602	37,294	(15,014)	45,646	(4,177)	1,755	(2,829)	178,855	629,890	72,520	702,410
At 30 June 2020 (audited)	於2020年6月30日 (經審核)	766	397,612*	37,294*	(13,430)*	45,151*	(22,301)*	1,364*	(4,019)*	169,409*	611,846	58,661	670,507
Profit for the period	期內利潤	-	-	-	-	-	-	-	-	31,079	31,079	1,495	32,574
Other comprehensive income/(loss) for the period:	期內其他全面收入/(虧損):												
Changes in fair value of equity investments at fair value through other comprehensive income	按公允價值計入其他全面收入之股本投資的公允價值變動	-	-	-	-	-	(2,411)	-	-	-	(2,411)	-	(2,411)
Exchange differences on translation of foreign operations	折算海外業務的匯兌差額	-	-	-	-	-	-	-	2,494	-	2,494	-	2,494
Reclassification adjustments for amount transferred to profit or loss on disposal of a subsidiary	於出售一間附屬公司時重新分類調整轉入至損益之金額	-	-	-	-	-	-	-	1,279	-	1,279	-	1,279
Total comprehensive income/(loss) for the period	期內全面收入/(虧損)總額	-	-	-	-	-	(2,411)	-	3,773	31,079	32,441	1,495	33,936
Equity-settled arrangements	以權益結算之安排	-	-	-	-	709	-	-	-	-	709	-	709
Dividends paid to non-controlling interests	已付非控股權益的股息	-	-	-	-	-	-	-	-	-	-	(675)	(675)
Purchase of shares for the share award scheme	就股份獎勵計劃購買的股份	-	-	-	(170)	-	-	-	-	-	(170)	-	(170)
Final 2020 dividend	2020年末期股息	-	-	-	-	-	-	-	-	(20,293)	(20,293)	-	(20,293)
Transfer to legal reserve	轉撥至法定儲備	-	-	-	-	-	-	1,313	-	(1,313)	-	-	-
At 31 December 2020 (unaudited)	於2020年12月31日 (未經審核)	766	397,612*	37,294*	(13,600)*	45,860*	(24,712)*	2,677*	(246)*	178,882*	624,533	59,481	684,014

\* These reserve accounts comprise the consolidated reserves of HK\$623,767,000 (30 June 2020: HK\$611,080,000) in the condensed consolidated statement of financial position.

\* 該等儲備賬包括於簡明綜合財務狀況表內之綜合儲備623,767,000港元(2020年6月30日: 611,080,000港元)。

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

Six months ended 31 December 2020  
截至2020年12月31日止六個月

		Six months ended 31 December	
		截至12月31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)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>經營活動的現金流量</b>		
Profit before tax	除稅前利潤	42,567	58,304
Total non-cash adjustments	非現金調整總額	47,928	(57,987)
Total working capital adjustments	營運資金調整總額	(37,455)	106,986
<b>Cash generated from operations</b>	<b>經營業務產生的現金</b>	<b>53,040</b>	107,303
Interest received	已收利息	84	902
Hong Kong profits tax paid	已付香港利得稅	(7,071)	(356)
Overseas taxes paid	已付海外稅項	-	(2,578)
<b>Net cash flows from operating activities</b>	<b>經營活動產生的現金流量淨額</b>	<b>46,053</b>	105,271
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	<b>投資活動的現金流量</b>		
Acquisition of a subsidiary/a business	收購附屬公司／業務	-	(8,932)
Purchases of items of property, plant and equipment	購買物業、廠房及設備項目	(14,978)	(17,763)
Proceeds from disposal of a subsidiary	出售附屬公司的所得款項	-	1,422
Purchases of debt investments at fair value through other comprehensive income	購買按公允價值計入其他全面收入的債務投資	(494)	-
Proceeds from redemption of financial assets at amortised cost	贖回按攤銷成本計量的金融資產所得款項	18,843	12,471
Purchase of investments at fair value through profit or loss	購買按公允價值計入損益的投資	(12,602)	-
Purchase of financial assets at amortised cost	購買按攤銷成本計量的金融資產	(12,989)	(15,317)
Other investing activities	其他投資活動	2,093	5,694

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

Six months ended 31 December 2020  
截至2020年12月31日止六個月

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

2020 2019

2020年 2019年

Notes HK\$'000 HK\$'000

附註 千港元 千港元

(Unaudited) (Unaudited)

(未經審核) (未經審核)

Net cash used in investing activities	投資活動使用的現金淨額	(20,127)	(22,425)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	<b>融資活動的現金流量</b>		
Principal portion of lease payments	租賃付款的本金部分	(21,612)	(22,849)
Other financing activities	其他融資活動	(844)	(26,184)
<b>Net cash flows used in financing activities</b>	<b>融資活動使用的現金流量淨額</b>	<b>(22,456)</b>	<b>(49,033)</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物增加淨額</b>	<b>3,470</b>	<b>33,813</b>
Effect of foreign exchange rate changes, net	外匯匯率變動之影響(淨額)	875	346
Cash and cash equivalents at beginning of period	期初現金及現金等價物	230,671	207,644
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>期末現金及現金等價物</b>	<b>235,016</b>	<b>241,803</b>
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>	<b>現金及現金等價物結餘分析</b>		
Cash and bank balances	現金及銀行存款	235,016	241,803
Cash and cash equivalents as stated in the condensed consolidated statement of cash flows	簡明綜合現金流量表內列明之現金及現金等價物	235,016	241,803



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 1. CORPORATE AND GROUP INFORMATION

UMP Healthcare Holdings Limited is a limited liability company incorporated in the Cayman Islands. The principal place of business of the Company is located at Room 1404–1408, 14/F., Wing On House, 71 Des Voeux Road Central, Hong Kong.

During the period, the Group was principally engaged in the provision of healthcare services which include:

- corporate healthcare solution services;
- medical and dental services;
- medical imaging and laboratory services;
- other auxiliary medical services; and
- healthcare management services.

The shares of the Company were listed on the Main Board of the Hong Kong Stock Exchange on 27 November 2015 (the “Listing”).

### 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 31 December 2020 have been prepared in accordance with the Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). They have been prepared under the historical cost convention, except for equity investments, debt investments and a contingent consideration receivable which have been measured at fair value. The unaudited condensed consolidated financial statements are presented in Hong Kong dollars and all values are rounded to the nearest thousand except when otherwise indicated.

The unaudited condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 30 June 2020.

### 1. 公司及集團資料

聯合醫務集團有限公司為在開曼群島註冊成立的有限責任公司。本公司主要營業地點為香港德輔道中71號永安集團大廈14樓1404–1408室。

於本期間，本集團的主要業務為提供醫療保健服務，包括：

- 企業醫療保健解決方案服務；
- 醫療及牙科服務；
- 醫學影像及化驗服務；
- 其他輔助醫療服務；及
- 醫療保健管理服務。

本公司股份於2015年11月27日在香港聯交所主板上市（「上市」）。

### 2. 編製基準

本集團截至2020年12月31日止六個月之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」）頒佈的香港會計準則（「香港會計準則」）第34號「中期財務報告」而編製。除以公允價值計量的股本投資、債務投資以及應收或有代價外，未經審核簡明綜合財務報表已根據歷史成本法編製。未經審核簡明綜合財務報表以港元呈列，且除另有指明者外，所有金額均四捨五入至最近的千位數。

未經審核簡明綜合財務報表並不包括年度財務報表所需的所有資料及披露，並應與本集團截至2020年6月30日止年度之年度綜合財務報表一併閱讀。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the unaudited condensed consolidated financial statements of the Group for the six months ended 31 December 2020 are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 30 June 2020, except for the adoption of the following new and revised Hong Kong Financial Reporting Standards ("HKFRSs"), which are effective for the Group's annual period beginning on 1 July 2020.

- Amendments to HKFRS 3, *Definition of a Business*
- Amendment to HKFRS 16, *Covid-19-Related Rent Concessions*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period. Impacts of the adoption of the amended HKFRSs are discussed below:

#### Amendment to HKFRS 16, *Covid-19-Related Rent Concessions*

The amendment provides a practical expedient that allows a lessee to by-pass the need to evaluate whether certain qualifying rent concessions occurring as a direct consequence of the COVID-19 pandemic ("COVID-19-related rent concessions") are lease modifications and, instead, account for those rent concessions as if they were not lease modifications.

Rent concessions received have been accounted for as negative variable lease payments recognised in profit or loss in the period in which the event or condition that triggers those payments occurred. There is no impact on the opening balance of equity at 1 July 2020.

### 3. 會計政策及披露變動

編製本集團截至2020年12月31日止六個月之未經審核簡明綜合財務報表所採用的會計政策與編製本集團截至2020年6月30日止年度之年度綜合財務報表所採用者一致，惟採納以下於本集團於2020年7月1日開始之年度期間生效之新訂及經修訂香港財務報告準則（「香港財務報告準則」）除外。

- 香港財務報告準則第3號之修訂業務之定義
- 香港財務報告準則第16號之修訂新型冠狀病毒病之相關租金減免

本集團並無應用任何於本會計期間尚未生效的新準則或詮釋。採納經修訂香港財務報告準則的影響討論如下：

#### 香港財務報告準則第16號之修訂新型冠狀病毒病之相關租金減免

有關修訂提供實務權宜安排，允許承租人毋須評估某些因新型冠狀病毒病大流行直接引致的符合條件的租金減免（「新型冠狀病毒病之相關租金減免」）是否屬租賃修訂，而是將有關租金減免作為租賃修訂入賬。

已收到的租金減免已作為觸發該等付款的事件或條件發生期間的負浮動租賃付款在損益中入賬。對2020年7月1日的期初權益結餘並無影響。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments as follows:

- (a) Corporate healthcare solution services (“Corporate Healthcare Solution Services to Contract Customers”) segment engages in the provision of corporate healthcare solutions to contract customers; and
- (b) Clinical healthcare services (“Clinical Healthcare Services”) segment engages in the provision of medical and dental services, health check-up and other auxiliary services.

Management monitors the results of the Group’s operating segments separately for the purpose of facilitating decision-making process of resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measurement of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group’s profit before tax excluding interest income, other income and gains, and share of profits and losses of joint ventures and associates as well as head office and corporate expenses.

Inter-segment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

### 4. 經營分部資料

就管理而言，本集團基於其產品及服務組織業務單位運營，且有如下兩個可呈報經營分部：

- (a) 企業醫療保健解決方案服務（「向合約客戶提供企業醫療保健解決方案服務」）分部為合約客戶提供企業醫療保健解決方案；及
- (b) 臨床醫療保健服務（「臨床醫療保健服務」）包括提供醫療及牙科服務、健康檢查及其他輔助服務。

管理層分別監控本集團各經營分部的業績，以便利資源分配及業績評估的決策流程。分部業績基於可呈報分部利潤／虧損評估，為經調整除稅前利潤的計量方法。經調整除稅前利潤按與本集團除稅前利潤一致的方式計量，當中不包括利息收入、其他收入及收益、分佔合資公司及聯營公司損益以及總辦事處及公司開支。

分部間銷售及轉讓乃參考按當時現行市價向第三方銷售的售價處理。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 4. OPERATING SEGMENT INFORMATION

(Continued)

#### (a) Revenue and results

### 4. 經營分部資料(續)

#### (a) 收入及業績

		Corporate Healthcare Solution Services to Contract Customers 向合約客戶 提供企業 醫療保健 解決方案服務 HK\$'000 千港元	Clinical Healthcare Services 臨床醫療 保健服務 HK\$'000 千港元	Total 合計 HK\$'000 千港元
<b>Six months ended 31 December 2020 (unaudited)</b>	<b>截至2020年12月31日止 六個月(未經審核)</b>			
<b>Segment revenue (note 5):</b>	<b>分部收入(附註5):</b>			
External sales	外部銷售	124,523	177,620	302,143
Inter-segment sales	分部間銷售	660	52,932	53,592
		125,183	230,552	355,735
<i>Reconciliation:</i>	<i>調節:</i>			
Elimination of inter-segment sales	分部間銷售抵銷			(53,592)
Revenue	收入			302,143
<b>Segment results</b>	<b>分部業績</b>	27,461	35,889	63,350
<i>Reconciliation:</i>	<i>調節:</i>			
Interest income	利息收入			1,618
Other income and gains	其他收入及收益			2,209
Share of profits and losses of:	分佔利潤及虧損:			
Joint ventures	合資公司			-
Associates	聯營公司			1,182
Corporate and other unallocated expenses, net	公司及其他未分配 開支淨額			(25,792)
Profit before tax	除稅前利潤			42,567

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 4. OPERATING SEGMENT INFORMATION

(Continued)

#### (a) Revenue and results (Continued)

### 4. 經營分部資料(續)

#### (a) 收入及業績(續)

		Corporate Healthcare Solution Services to Contract Customers 向合約客戶 提供企業 醫療保健 解決方案服務 HK\$'000 千港元	Clinical Healthcare Services 臨床醫療 保健服務 HK\$'000 千港元	Total 合計 HK\$'000 千港元
<b>Six months ended 31 December 2019 (unaudited)</b>	<b>截至2019年12月31日止 六個月(未經審核)</b>			
<b>Segment revenue (note 5):</b>	<b>分部收入(附註5):</b>			
External sales	外部銷售	132,418	174,395	306,813
Inter-segment sales	分部間銷售	791	51,640	52,431
		133,209	226,035	359,244
<i>Reconciliation:</i>	<i>調節:</i>			
Elimination of inter-segment sales	分部間銷售抵銷			(52,431)
Revenue	收入			306,813
<b>Segment results</b>	<b>分部業績</b>	21,927	30,902	52,829
<i>Reconciliation:</i>	<i>調節:</i>			
Interest income	利息收入			3,054
Other income and gains	其他收入及收益			7,868
Share of profits and losses of:	分佔利潤及虧損:			
Joint ventures	合資公司			(169)
Associates	聯營公司			967
Corporate and other unallocated expenses, net	公司及其他未分配 開支淨額			(6,245)
Profit before tax	除稅前利潤			58,304



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 4. OPERATING SEGMENT INFORMATION

(Continued)

#### (b) Information about major customers

Revenue from a major customer which accounted for 10% or more of the Group's revenue from the Corporate Healthcare Solution Services to Contract Customers segment is set out below:

Customer A	客戶A	20,654	22,095
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### 4. 經營分部資料(續)

#### (b) 主要客戶資料

來自一名主要客戶(佔本集團來自向合約客戶提供企業醫療保健解決方案服務分部的收入的10%或以上的客戶)的收入載列如下:

#### Six months ended 31 December

截至12月31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)

### 5. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

### 5. 收入、其他收入及收益

收入之分析如下:

#### Six months ended 31 December

截至12月31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)

Revenue from contracts with customers	客戶合約收入		
Provision of corporate healthcare solution services:	提供企業醫療保健解決方案服務:		
Medical services	醫療服務	112,723	119,962
Dental services	牙科服務	11,800	12,456
Provision of clinical healthcare services:	提供臨床醫療保健服務:		
Medical services	醫療服務	150,164	145,952
Dental services	牙科服務	27,456	28,443
		302,143	306,813

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 5. REVENUE, OTHER INCOME AND GAINS

(Continued)

Disaggregated revenue information

Six months ended 31 December 2020

### 5. 收入、其他收入及收益 (續)

經分拆之收入資料

截至2020年12月31日止六個月

Segments	分部	Corporate Healthcare Solution Services to Contract Customers	Clinical Healthcare Services	Total
		向合約客戶 提供企業 醫療保健 解決方案服務 HK\$'000 千港元	臨床醫療 保健服務 HK\$'000 千港元	
<b>Type of services</b>	<b>服務類型</b>			
Medical services	醫療服務	112,723	150,164	262,887
Dental services	牙科服務	11,800	27,456	39,256
Total revenue from contracts with customers	客戶合約收入總額	124,523	177,620	302,143
<b>Geographical markets</b>	<b>地理市場</b>			
Hong Kong and Macau	香港及澳門	121,615	160,122	281,737
PRC	中國	2,908	17,498	20,406
Total revenue from contracts with customers	客戶合約收入總額	124,523	177,620	302,143

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 5. REVENUE, OTHER INCOME AND GAINS

(Continued)

**Disaggregated revenue information** (Continued)

Six months ended 31 December 2019

### 5. 收入、其他收入及收益 (續)

經分拆之收入資料 (續)

截至2019年12月31日止六個月

Segments	分部	Corporate Healthcare Solution Services to Contract Customers	Clinical Healthcare Services	Total
		向合約客戶 提供企業 醫療保健 解決方案服務	臨床醫療 保健服務	
		HK\$'000 千港元	HK\$'000 千港元	合計 HK\$'000 千港元
<b>Type of services</b>	<b>服務類型</b>			
Medical services	醫療服務	119,962	145,952	265,914
Dental services	牙科服務	12,456	28,443	40,899
Total revenue from contracts with customers	客戶合約收入總額	132,418	174,395	306,813
<b>Geographical markets</b>	<b>地理市場</b>			
Hong Kong and Macau	香港及澳門	129,123	149,993	279,116
PRC	中國	3,295	24,402	27,697
Total revenue from contracts with customers	客戶合約收入總額	132,418	174,395	306,813

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 5. REVENUE, OTHER INCOME AND GAINS

(Continued)

An analysis of other income and gains is as follows:

### 5. 收入、其他收入及收益 (續)

其他收入及收益的分析如下：

		Six months ended 31 December	
		截至12月31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)
<b>Other income and gains</b>	<b>其他收入及收益</b>		
Administrative support fees	行政支援費用	341	663
Bank interest income	銀行利息收入	84	902
Interest income on financial assets at amortised cost	按攤銷成本計量的金融資產的利息收入	1,345	1,962
Interest income on investments at fair value through other comprehensive income	按公允價值計入其他全面收入的投資的利息收入	189	190
Dividend income from investments at fair value through other comprehensive income	按公允價值計入其他全面收入的投資的股息收入	-	4,447
Dividend income from financial assets at fair value through profit or loss	按公允價值計入損益之金融資產的股息收入	61	66
Gain on disposal of subsidiaries	出售附屬公司的收益	-	1,162
Others	其他	1,807	1,530
		<b>3,827</b>	<b>10,922</b>

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 6. PROFIT BEFORE TAX

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

### 6. 除稅前利潤

本集團的除稅前利潤乃扣除／(計入)下列各項後得出：

		Six months ended 31 December	
		截至12月31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)
Amortisation of intangible assets	無形資產攤銷	1,203	1,203
Depreciation of property, plant and equipment	物業、廠房及設備折舊	12,096	10,897
Depreciation of right-of-use assets	使用權資產折舊	27,133	23,292
Equity-settled share-based payment expense (including employees and professional consultants)	以權益結算以股份為基礎的付款開支(包括僱員及專業顧問)	709	2,714
Reversal of equity-settled share-based payment expense	撥回以權益結算以股份為基礎的付款開支	–	(15,150)
Fair value (gain)/loss on financial assets at fair value through profit or loss	按公允價值計入損益之金融資產的公允價值(收益)／虧損	(197)	81
Foreign exchange differences, net	匯兌差額淨值	(103)	(16)
Gain on disposal of subsidiaries	出售附屬公司的收益	–	(1,162)
Loss on disposal of a subsidiary	出售附屬公司的虧損	1,279*	–
Write-off of items of property, plant and equipment	撇銷物業、廠房及設備項目	–	153
Impairment of other assets	其他資產之減值	4,082	–
Impairment of deposit	按金之減值	4,146	–

\* The loss on disposal of a subsidiary above is excluded in note 5 "Revenue, other income and gains".

\* 上列的出售附屬公司的虧損並不包括在附註5「收入、其他收入及收益」之內。



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 7. INCOME TAX

Hong Kong profits tax has been provided at the rate of 16.5% (six months ended 31 December 2019: 16.5%) on the estimated assessable profits arising in Hong Kong during the period. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries/ jurisdictions in which the Group operates.

### 7. 所得稅

香港利得稅已於期內對香港產生的估計應課稅利潤按16.5%（截至2019年12月31日止六個月：16.5%）的稅率計提撥備。其他地區應課稅利潤的稅項按本集團業務所在國家／司法權區的現行稅率計算。

		<b>Six months ended 31 December</b>	
		<b>截至12月31日止六個月</b>	
		<b>2020</b>	<b>2019</b>
		<b>2020年</b>	<b>2019年</b>
		<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>千港元</b>	<b>千港元</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
		<b>(未經審核)</b>	<b>(未經審核)</b>
Current – Hong Kong	即期－香港		
Charge for the period	期內支出	<b>10,231</b>	8,001
Current – Mainland China/Macau	即期－中國內地／澳門		
Charge for the period	期內支出	<b>266</b>	1,583
Deferred	遞延	<b>(504)</b>	(446)
<b>Total tax charge for the period</b>	<b>期內稅項開支總額</b>	<b>9,993</b>	9,138

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 8. DIVIDENDS

### 8. 股息

		Six months ended 31 December	
		截至12月31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)
Dividend recognised as distribution during the period:	期內確認為分派之股息：		
Final dividend for the year ended 30 June 2020:	截至2020年6月30日止年度之末期股息：		
HK2.65 cents (year ended 30 June 2019: HK2.55 cents) per ordinary share	每股普通股2.65港仙(截至2019年6月30日止年度：2.55港仙)	20,293	19,324
Dividend proposed after the end of the reporting period:	報告期末後擬派股息：		
Interim dividend for the six months ended 31 December 2020:	截至2020年12月31日止六個月之中期股息：		
HK1.00 cent (six months ended 31 December 2019: HK0.65 cent) per ordinary share	每股普通股1.00港仙(截至2019年12月31日止六個月：0.65港仙)	7,754	4,926

The proposed interim dividend of HK1.00 cent per ordinary share in respect of the year ending 30 June 2021 was approved by the board of directors on 25 February 2021. The interim dividend of HK0.65 cent per ordinary share in respect of the year ended 30 June 2020 was approved by the board of directors on 26 February 2020.

The final dividend of HK2.65 cents per ordinary share, with a scrip dividend alternative, in respect of the year ended 30 June 2020 was approved by the Company's shareholders at the annual general meeting held on 20 November 2020. The final dividend of HK2.55 cents per ordinary share in respect of year ended 30 June 2019 was approved by the Company's shareholders at the annual general meeting held on 20 November 2019.

有關截至2021年6月30日止年度之擬派中期股息每股普通股1.00港仙於2021年2月25日獲董事會批准。有關截至2020年6月30日止年度之中期股息每股普通股0.65港仙於2020年2月26日獲董事會批准。

有關截至2020年6月30日止年度之末期股息每股普通股2.65港仙(連同以股代息選項)於2020年11月20日舉行之股東週年大會上獲本公司股東批准。有關截至2019年6月30日止年度之末期股息每股普通股2.55港仙於2019年11月20日舉行之股東週年大會上獲本公司股東批准。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount is based on the unaudited consolidated profit for the six months ended 31 December 2020 attributable to ordinary equity holders of the Company of HK\$31,079,000, and the weighted average number of ordinary shares of 757,019,355 in issue during the period. The calculation of the basic earnings per share amount for the six months ended 31 December 2019 was based on the unaudited consolidated profit of HK\$45,551,000, and the weighted average number of ordinary shares of 753,422,467 in issue which have excluded the shares held under the share award scheme during the period.

The calculation of the diluted earnings per share amount is based on the unaudited consolidated profit for the six months ended 31 December 2020 attributable to ordinary equity holders of the Company of HK\$31,079,000. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares of 757,019,355 in issue during the period and excluded the shares held under the share award scheme, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares of 102,542 assumed to have been issued at no consideration on the deemed exercise of all share options and shares under the share award scheme into ordinary shares.

The calculation of the diluted earnings per share amount is based on the unaudited consolidated profit for the six months ended 31 December 2019 attributable to ordinary equity holders of the Company of HK\$45,551,000. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares of 753,422,467 in issue during the period and excluded the shares held under the share award scheme, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares of 7,053,638 assumed to have been issued at no consideration on the deemed exercise of all share options and shares under the share award scheme into ordinary shares.

### 9. 本公司普通權益持有人應佔每股盈利

截至2020年12月31日止六個月之每股基本盈利金額乃基於期內本公司普通權益持有人應佔未經審核綜合利潤31,079,000港元及期內已發行普通股加權平均股數757,019,355股計算。截至2019年12月31日止六個月之每股基本盈利金額乃基於期內未經審核綜合利潤45,551,000港元及期內已發行普通股加權平均股數753,422,467股(此並不包括股份獎勵計劃項下預留的股份)計算。

截至2020年12月31日止六個月之每股攤薄盈利金額乃基於期內本公司普通權益持有人應佔未經審核綜合利潤31,079,000港元。計算所用的普通股加權平均股數為計算每股基本盈利所用的期內已發行757,019,355股普通股，並不包括股份獎勵計劃項下預留的股份，以及假設於所有購股權及股份獎勵計劃項下股份被視為已行使為普通股時，按無償方式發行的普通股加權平均股數102,542股。

截至2019年12月31日止六個月之每股攤薄盈利金額乃基於期內本公司普通權益持有人應佔未經審核綜合利潤45,551,000港元。計算所用的普通股加權平均股數為計算每股基本盈利所用的期內已發行753,422,467股普通股，並不包括股份獎勵計劃項下預留的股份，以及假設於所有購股權及股份獎勵計劃項下股份被視為已行使為普通股時，按無償方式發行的普通股加權平均股數7,053,638股。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 31 December 2020, additions of property, plant and equipment amounted to HK\$14,978,000 (six months ended 31 December 2019: HK\$17,768,000).

### 10. 物業、廠房及設備

於截至2020年12月31日止六個月期間，添置物業、廠房及設備項目為14,978,000港元（截至2019年12月31日止六個月：17,768,000港元）。

### 11. GOODWILL

### 11. 商譽

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
At beginning of period/year	期／年初	171,264	163,711
Acquisitions of subsidiaries/businesses (note 17)	收購附屬公司／業務(附註17)	-	7,553
At end of period/year	期／年末	171,264	171,264

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 12. FINANCIAL ASSETS AT AMORTISED COST

### 12. 按攤銷成本計量的金融資產

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
<b>Financial assets at amortised cost</b>	<b>金融資產，按攤銷成本計量</b>	<b>49,998</b>	55,852
Analysed into:	分析作：		
Non-current portion	非即期部分	<b>32,878</b>	20,206
Current portion	即期部分	<b>17,120</b>	35,646
		<b>49,998</b>	55,852

As at 31 December 2020, the Group's financial assets at amortised cost have fixed maturity dates between 2021 and 2023 and fixed interest rates ranging from 4.25% to 8.50% per annum (30 June 2020: 4.25% to 8.50% per annum).

於2020年12月31日，本集團按攤銷成本計量的金融資產具有在2021年至2023年之間的固定到期日，定息年利率介乎4.25%至8.50%（2020年6月30日：年利率介乎4.25%至8.50%）。



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 13. INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

### 13. 按公允價值計入其他全面收入的投資

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
<b>Investments at fair value through other comprehensive income</b>	<b>按公允價值計入其他全面收入的投資</b>		
Unlisted equity investments, at fair value	非上市股本投資，按公允價值計量	5,348	4,745
Listed equity investments, at fair value	上市股本投資，按公允價值計量	10,941	12,948
Listed debt investments, at fair value	上市債務投資，按公允價值計量	5,525	5,494
		<b>21,814</b>	<b>23,187</b>

The above investments were designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

During the period, the Group received dividends in the approximate amounts of nil (30 June 2020: HK\$4,200,000) and HK\$61,000 (30 June 2020: HK\$547,000) from an unlisted equity investment and a listed equity investment, respectively.

以上投資已指定為按公允價值計入其他全面收入，因為本集團認為此等投資在性質上屬策略投資。

於期內，本集團從一項非上市股本投資及一項上市股本投資收取金額分別約為零港元（2020年6月30日：4,200,000港元）及61,000港元（2020年6月30日：547,000港元）的股息。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 14. TRADE RECEIVABLES

### 14. 貿易應收款項

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	85,067	74,354

The Group's trading terms with its contract customers are mainly on credit. The credit period is generally one month, extending up to two months for major customers. Each contract customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a designated policy to monitor and minimise credit risk. Overdue balances are reviewed regularly by senior management. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

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

本集團與其合約客戶之貿易條款主要以信貸方式進行。信貸期一般為1個月，對主要客戶可延長至2個月。每名合約客戶均設有最高信用額度。本集團力求對未償還應收款項維持嚴格控制，並設有指定政策，以監測並將信貸風險減至最低。逾期結餘由高級管理層定期審閱。本集團並無就該等貿易應收款項餘額持有任何抵押品或其他信貸提升保障。貿易應收款項不計息。

於報告期末的貿易應收款項按發票日期及扣除虧損撥備的賬齡分析如下：

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
Within 1 month	1個月內	72,281	54,404
1 to 2 months	1至2個月	9,239	6,235
2 to 3 months	2至3個月	1,269	6,861
Over 3 months	3個月以上	2,278	6,854
		85,067	74,354

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 15. TRADE PAYABLES

An aging analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
Within 1 month	1個月內	21,653	23,861
1 to 3 months	1至3個月	16,812	11,392
Over 3 months	3個月以上	2,532	1,117
		<b>40,997</b>	<b>36,370</b>

The trade payables are non-interest-bearing and are normally settled on terms of ranging from 30 to 90 days.

### 15. 貿易應付款項

於報告期末的貿易應付款項按發票日期的賬齡分析如下：

	31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
Within 1 month	21,653	23,861
1 to 3 months	16,812	11,392
Over 3 months	2,532	1,117
	<b>40,997</b>	<b>36,370</b>

貿易應付款項為免息且一般於30天至90天內結算。

### 16. SHARE CAPITAL

		31 December 2020 2020年 12月31日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2020 2020年 6月30日 HK\$'000 千港元 (Audited) (經審核)
Authorised:	法定：		
5,000,000,000 (30 June 2020: 5,000,000,000) ordinary shares of HK\$0.001 (30 June 2020: HK\$0.001) each	5,000,000,000股(2020年6月30日：5,000,000,000股)每股面值0.001港元(2020年6月30日：0.001港元)的普通股	<b>5,000</b>	5,000
Issued and fully paid:	已發行及繳足：		
765,759,953 (30 June 2020: 765,759,953) ordinary shares of HK\$0.001 (30 June 2020: HK\$0.001) each	765,759,953股(2020年6月30日：765,759,953股)每股面值0.001港元(2020年6月30日：0.001港元)的普通股	<b>766</b>	766

### 16. 股本

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 16. SHARE CAPITAL (Continued)

The movements in the Company's authorised and issued share capital during the period from 1 July 2019 to 31 December 2020 are as follows:

		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 July 2019, at 31 December 2019, at 30 June 2020, at 1 July 2020 and at 31 December 2020	於2019年7月1日、於2019年12月31日、於2020年6月30日、於2020年7月1日及於2020年12月31日	5,000,000,000	5,000
Issued and fully paid:	已發行及悉數繳足：		
At 1 July 2019	於2019年7月1日	757,818,000	758
Shares issued in lieu of cash dividend	發行股份以代替現金股息	7,941,953	8
		(a)	
At 30 June 2020, at 1 July 2020, and at 31 December 2020	於2020年6月30日、於2020年7月1日及於2020年12月31日	765,759,953	766

### 16. 股本(續)

於2019年7月1日至2020年12月31日期間，本公司的法定及已發行股本變動如下：

(a) On 20 November 2019, the Company's shareholders approved at the annual general meeting a final dividend of HK2.55 cents per ordinary share payable in cash with a scrip dividend alternative ("the Scrip Dividend Scheme") for the year ended 30 June 2019 (the "2019 Final Dividend"). During the year ended 30 June 2020, 7,941,953 new shares were issued by the Company at a deemed price of HK\$1.32 per ordinary share, credited as fully paid, to shareholders of the Company who had elected to receive scrip shares in lieu of cash to settle the 2019 Final Dividend of HK\$10,483,000. The remaining balance of the 2019 Final Dividend of HK\$8,841,000 was satisfied by cash. Further details of the Scrip Dividend Scheme are set out in the Company's circular dated 20 December 2019.

(a) 於2019年11月20日，本公司股東於股東週年大會上批准派發截至2019年6月30日止年度的末期股息每股普通股2.55港仙，有關股息以現金支付並附有以股代息備選方案（「以股代息計劃」）（「2019年末期股息」）。截至2020年6月30日止年度，本公司按每股普通股1.32港元的視作價格向選擇收取代息股份以代替現金的本公司股東發行7,941,953股入賬列作繳足之新股份，以支付10,483,000港元的2019年末期股息。2019年末期股息的餘額8,841,000港元已經以現金支付。以股代息計劃的進一步詳情載於日期為2019年12月20日的本公司通函。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 17. BUSINESS COMBINATION

In order to increase the range of healthcare services offered and to continually provide comprehensive and integrated healthcare services for the benefit of the patients, on 1 November 2019, the Group acquired 100% equity interest in Axon Scanning Centre Limited (“Axon”) from several independent third parties for a consideration of HK\$12.5 million. Axon is engaged in the provision of magnetic resonance imaging, scanning and laboratory service in Hong Kong.

The fair values of the identifiable assets and liabilities of Axon as at the date of acquisition were as follows:

### 17. 業務合併

為擴大醫療保健服務範圍，以及繼續為患者提供綜合而完善的醫療保健服務，於2019年11月1日，本集團與數名獨立第三方訂立買賣協議，以12.5百萬港元之代價收購安信醫學掃描中心有限公司（「安信」）之100%股權。安信在香港從事提供磁力共振成像、掃描及化驗服務。

安信之可識別資產及負債於收購日期之公允價值如下：

		Fair value recognised on business combinations 因業務合併 而確認的 公允價值 HK\$'000 千港元
	Notes 附註	
Property, plant and equipment	物業、廠房及設備	2,596
Right-of-use assets	使用權資產	3,324
Trade receivables	貿易應收款項	950
Prepayment, deposits and other receivables	預付款項、保證金及其他應收款項	2,139
Tax recoverable	可收回稅項	66
Cash and bank balances	現金及銀行結餘	568
Other payables and accruals	其他應付款項及應計費用	(715)
Lease liabilities	租賃負債	(3,350)
Deferred tax liabilities	遞延稅項負債	(422)
Provision	撥備	(200)
Total identifiable net assets at fair value	按公允價值列賬的可識別淨資產總額	4,956
Goodwill on acquisition	收購產生的商譽	7,553
		12,509
Satisfied by:	以下列各項償付：	
Cash consideration	現金代價	9,500
Other payables	其他應付款項	3,009
		12,509



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 17. BUSINESS COMBINATION (Continued)

Goodwill arose from the acquisition of Axon represented the premium paid for the benefits of expected synergies from combining operation of Axon and the Group to provide comprehensive and integrated services for the patients. None of the goodwill recognised is expected to be deductible for tax purposes.

An analysis of the cash flows in respect of the combination of Axon is as follows:

### 17. 業務合併 (續)

收購安信產生的商譽指就預期從合併安信及本集團為患者提供綜合及一體化服務的營運帶來的協同效應的效益所支付的溢價。概無已確認商譽預期可作扣稅之用。

與安信合併有關之現金流量分析如下：

		HK\$'000 千港元
Cash consideration	現金代價	(9,500)
Cash and bank balances acquired	所收購現金及銀行結餘	568
Net outflow of cash and cash equivalents included in cash flows used in investing activities	計入投資活動所用現金流量內的現金及現金等價物流出淨額	(8,932)

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 18. COMMITMENTS

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

### 18. 承擔

於報告期末，本集團的資本承擔如下：

		<b>31 December</b>	30 June
		<b>2020</b>	2020
		<b>2020年</b>	2020年
		<b>12月31日</b>	6月30日
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Contracted, but not provided for:	已訂約但未撥備：		
Leasehold improvements	租賃物業裝修	125	21
Fixtures and office equipment	裝置及辦公室設備	31	44
Medical equipment	醫療設備	364	16,276
Computer equipment and software	電腦設備及軟件	2,083	115
		<b>2,603</b>	16,456

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 19. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions, arrangements and balances detailed elsewhere in these unaudited condensed consolidated interim financial statements, the Group had the following material transactions with related parties during the period:

### 19. 關聯方交易

(a) 除該等未經審核簡明綜合中期財務報表其他項目詳述的交易、安排及結餘外，本集團於期內與關聯方有以下重大交易：

		Six months ended 31 December	
		截至12月31日止六個月	
		2020	2019
		2020年	2019年
Notes		HK\$'000	HK\$'000
附註		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Associates:	聯營公司：		
Administrative support fee income	行政支援費收入	198	187
Professional services expense	專業服務費用	1,632	1,526
Healthcare services income	醫療保健服務收入	170	126
Joint ventures:	合資公司：		
Administrative support fee income	行政支援費收入	60	70
Professional services expense	專業服務費用	256	434
Related companies*:	關聯公司*：		
Administrative support fee income	行政支援費收入	-	82
Professional services expense	專業服務費用	-	2,051
Healthcare services income	醫療保健服務收入	-	142
Lease payments/property rental and related expenses	租賃付款／物業租金及相關開支	3,257	3,607
Contract healthcare solution services income	合約醫療保健解決方案服務收入	10,475	10,373
Management fee income	管理費收入	-	3,321

\* Certain directors and/or beneficial shareholders of the Company are also directors and/or beneficial shareholders of these related companies.

\* 本公司若干董事及／或實益股東亦為該等關聯公司的董事及／或實益股東。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 19. RELATED PARTY TRANSACTIONS (Continued)

#### (a) (Continued)

Notes:

- (i) The administrative support fee income was related to administrative support services, such as payroll services, rendered by the Group and was charged at terms mutually agreed between the relevant parties.
- (ii) The professional services expense was related to healthcare services rendered by associates, joint ventures and the related companies and was charged at terms mutually agreed between the relevant parties.
- (iii) The healthcare services income was related to medical services rendered by the Group and was charged at terms mutually agreed between the relevant parties.
- (iv) The lease payments/property rental and related expenses were related to the leasing of certain medical centres or premises for the Group's operation and were charged at terms stipulated in the respective tenancy agreements.
- (v) Contract healthcare solution services income was related to the provision of healthcare services to the employees of related companies and was charged at terms mutually agreed between the relevant parties.
- (vi) The management fee income was related to the administrative and management services rendered by the Group and was charged at terms stipulated in the respective service agreements.

#### (b) Other transactions with related parties

Professional services fees paid to the executive directors of the Company in relation to the rendering of healthcare services to the Group are as follows:

### 19. 關聯方交易 (續)

#### (a) (續)

附註：

- (i) 行政支援費收入與本集團提供並按與相關方互相協定之條款收費的薪酬服務等行政支援服務有關。
- (ii) 專業服務費用與聯營公司、合資公司及關聯公司提供的醫療保健服務相關並以與相關方相互約定的條款收費。
- (iii) 醫療保健服務收入與本集團提供並按與相關方互相協定之條款收費的醫療服務有關。
- (iv) 租賃付款／物業租金及相關開支與就本集團營運租賃若干醫務中心或營運場所並按各租賃協議規定之條款收費有關。
- (v) 合約醫療保健解決方案服務收入與向關聯公司的僱員提供並按與相關方互相協定之條款收費的醫療保健服務有關。
- (vi) 管理費用收入與本集團提供的行政及管理服務相關並根據有關服務協議所規定條款收費。

#### (b) 其他關聯方交易

向本公司執行董事支付有關向本集團提供醫療保健服務的專業服務費如下：

#### Six months ended 31 December

截至12月31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)

Executive directors (note (i))	執行董事(附註(i))	3,377	3,069
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Note:

- (i) The professional services fee related to healthcare services rendered by Dr. Sun Man Kin Michael and Dr. Lee Pak Cheung Patrick, executive directors of the Company.

附註：

- (i) 專業服務費與本公司執行董事孫文堅醫生及李柏祥醫生提供的醫療保健服務有關。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 19. RELATED PARTY TRANSACTIONS (Continued)

(c) Compensation of key management personnel of the Group:

		Six months ended 31 December	
		截至12月31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)
Short term employee benefits	短期僱員福利	9,302	7,710
Post-employment benefits	離職後福利	34	40
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	9,336	7,750

### 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, pledged deposits, trade receivables, trade payables, the current portion of financial assets included in prepayments, other receivables and other assets, financial liabilities included in other payables and accruals, lease liabilities, balances with a joint venture, related companies and associates approximate to their carrying amounts largely due to the short term maturities/no fixed terms of repayments of these instruments or the effect of discounting is not material.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The fair values of the non-current portion of lease liabilities have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities.

The fair values of listed equity and debt investments are based on quoted market prices.

### 19. 關聯方交易 (續)

(c) 本集團主要管理人員薪酬：

### 20. 金融工具的公允價值及公允價值等級

經管理層評估，現金及現金等價物、已抵押存款、貿易應收款項、貿易應付款項、計入預付款項、其他應收款項及其他資產的金融資產的流動部分、計入其他應付款項及應計費用的金融負債、租賃負債、與一間合資公司、關聯公司及聯營公司結餘的公允價值與賬面值相若，主要因該等工具之到期時間較短／無固定償還期限或貼現影響並不重大。

金融資產及負債的公允價值按自願交易方（而非強迫或清盤銷售）於當前交易中交換該工具的金額入賬。

租賃負債非流動部分的公允價值乃採用現時可得年期、信貸風險及剩餘期限類似的工具的息率貼現預期未來現金流量而計算。

上市股權及債務投資的公允價值基於公開市場報價釐定。

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

The fair values of unlisted equity investments, a contingent receivable and derivative financial instrument have been estimated using either valuation techniques based on discounted cashflow method or based on recent market transaction prices.

#### Fair value hierarchy

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

#### Assets measured at fair value:

As at 31 December 2020 (unaudited)

### 20. 金融工具的公允價值及公允價值等級 (續)

非上市股本投資、一項或有應收款項及衍生金融工具的公允價值按已貼現現金流量方法或按最近市場交易價格的估值法估計。

#### 公允價值等級

下表載列本集團金融工具的公允價值計量等級：

#### 按公允價值計量的資產：

於2020年12月31日(未經審核)

		Fair value measurement using			Total
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
		活躍市場報價 (第一級)	重大可觀察輸入數據 (第二級)	重大不可觀察輸入數據 (第三級)	總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Investments at fair value through other comprehensive income:	按公允價值計入其他全面收入的投資：				
– Unlisted equity investments	– 非上市股本投資	–	–	5,348	5,348
– Listed equity investments	– 上市股本投資	10,941	–	–	10,941
– Listed debt investments	– 上市債務投資	–	5,525	–	5,525
Financial assets at fair value through profit or loss	按公允價值計入損益的金融資產	14,522	–	–	14,522
Other assets	其他資產	–	–	4,930	4,930
		25,463	5,525	10,278	41,266



# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 20. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Assets measured at fair value: (Continued)

As at 30 June 2020 (audited)

		Fair value measurement using 公允價值計量採用的基準			
		Quoted prices in active markets (Level 1) 活躍市場 報價 (第一層) HK\$'000 千港元	Significant observable inputs (Level 2) 重大可觀察 輸入數據 (第二層) HK\$'000 千港元	Significant unobservable inputs (Level 3) 重大不可觀察 輸入數據 (第三層) HK\$'000 千港元	Total          合計          HK\$'000 千港元
Investments at fair value through other comprehensive income:	按公允價值計入其他全面收入的投資：				
- Unlisted equity investments	- 非上市股本投資	-	-	4,745	4,745
- Listed equity investments	- 上市股本投資	12,948	-	-	12,948
- Listed debt investments	- 上市債務投資	-	5,494	-	5,494
Financial assets at fair value through profit or loss	按公允價值計入損益的金融資產	1,723	-	-	1,723
Other assets	其他資產	-	-	9,589	9,589
		14,671	5,494	14,334	34,499

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for financial assets and financial liabilities (six months ended 31 December 2019: Nil).

於期內，金融資產及金融負債第一層與第二層之間並無公允價值計量轉撥，亦無轉至或轉出第三層（截至2019年12月31日止六個月：無）。

### 21. APPROVAL OF THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

The unaudited condensed consolidated interim financial statements were approved and authorised for issue by the Board on 25 February 2021.

### 20. 金融工具的公允價值及公允價值等級 (續)

按公允價值計量的資產：(續)

於2020年6月30日 (經審核)

		Fair value measurement using 公允價值計量採用的基準			
		Quoted prices in active markets (Level 1) 活躍市場 報價 (第一層) HK\$'000 千港元	Significant observable inputs (Level 2) 重大可觀察 輸入數據 (第二層) HK\$'000 千港元	Significant unobservable inputs (Level 3) 重大不可觀察 輸入數據 (第三層) HK\$'000 千港元	Total          合計          HK\$'000 千港元
Investments at fair value through other comprehensive income:	按公允價值計入其他全面收入的投資：				
- Unlisted equity investments	- 非上市股本投資	-	-	4,745	4,745
- Listed equity investments	- 上市股本投資	12,948	-	-	12,948
- Listed debt investments	- 上市債務投資	-	5,494	-	5,494
Financial assets at fair value through profit or loss	按公允價值計入損益的金融資產	1,723	-	-	1,723
Other assets	其他資產	-	-	9,589	9,589
		14,671	5,494	14,334	34,499

### 21. 批准未經審核簡明綜合中期財務報表

未經審核簡明綜合中期財務報表已於2021年2月25日獲董事會批准及授權刊發。

“1HFY2020” 「2020財政年度上半年」	six months ended 31 December 2019; 截至2019年12月31日止六個月；
“1HFY2021” 「2021財政年度上半年」	six months ended 31 December 2020; 截至2020年12月31日止六個月；
“Affiliated Clinic(s)” 「聯屬診所」	clinic(s) which is/are not operated by the Group but which has entered or will enter into an agreement directly with the Group to offer Medical Services, Dental Services and/or Auxiliary Services to the Plan Members; 並非由本集團經營但已經或將直接與本集團訂立協議的診所，據此向計劃成員提供醫療服務、牙科服務及／或輔助服務；
“Affiliated Doctor(s)”, “Affiliated Dentist(s)” or “Affiliated Auxiliary Services Provider(s)” 「聯屬醫生」、「聯屬牙醫」或 「聯屬輔助服務提供者」	doctor(s)/dentist(s)/auxiliary services provider(s) who has entered or will enter into an agreement directly with the Group to provide services to Plan Members and who, in accordance with the terms of such agreement, has received or will receive an amount from the Group based on the volume of Plan Members treated; 已經或將直接與本集團訂立協議提供服務予計劃成員的醫生／牙醫／輔助服務提供者，根據該等協議條款，彼等已經或將按接診的計劃成員數目向本集團收取款項；
“Audit Committee” 「審核委員會」	the audit committee of the Board; 董事會轄下審核委員會；
“Auxiliary Services” 「輔助服務」	includes imaging and laboratory services, physiotherapy, traditional Chinese medicine, vision care and optometry and child health assessment; 包括醫學影像及化驗服務、物理治療、中醫、眼科護理及驗光以及兒童健康發展評估；
“Auxiliary Services Provider(s)” 「輔助服務提供者」	auxiliary services provider(s) who is/are or will be engaged directly by the Group as a consultant to provide Auxiliary Services in the UMP Medical Centres in accordance with the terms of a consultancy agreement with the Group, and the Affiliated Auxiliary Service Providers; 已經或將直接受本集團委聘為顧問以根據與本集團簽訂的顧問協議的條款在聯合醫務中心內提供輔助服務的輔助服務提供者，以及聯屬輔助服務提供者；
“Board” 「董事會」	the board of Directors of the Company; 本公司董事會；

## Glossary 詞彙

“Code of Conduct for Securities Transactions by Employees” 「僱員進行證券交易的操守準則」	the Code of Conduct for Securities Transactions by Employees as adopted by the Company; 本公司所採納僱員進行證券交易的操守準則；
“Company” or “UMP” 「本公司」或「聯合醫務」	UMP Healthcare Holdings Limited, a company incorporated under the laws of the Cayman Islands with limited liability, the shares of which are listed on the main board of the Hong Kong Stock Exchange (stock code: 722); 聯合醫務集團有限公司，一間根據開曼群島法律註冊成立的有限公司，其股份於香港聯交所主板上市(股份代號：722)；
“Contract Customers” 「合約客戶」	collectively, insurance companies and corporations which have entered or will enter into corporate plans with the Group for healthcare benefits for Plan Members; 就計劃成員醫療保健福利已經或將與本集團訂立企業計劃的保險公司及企業的統稱；
“Corporate Governance Code” 「企業管治守則」	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules; 上市規則附錄十四所載企業管治守則；
“COVID-19” 「新型冠狀病毒」	means coronavirus disease 2019, a disease caused by a novel virus designated as severe acute respiratory syndrome coronavirus 2; 2019冠狀病毒疾病，一種由被稱為嚴重急性呼吸系統綜合症冠狀病毒2的新型病毒引起的疾病；
“CR Medical” 「華潤醫療」	China Resources Medical Holdings Company Limited, a company incorporated in the Cayman Islands with limited liability and listed on the Main Board of the Hong Kong Stock Exchange (stock code: 1515); 華潤醫療控股有限公司，一間在開曼群島註冊成立並在香港聯交所主板上市的公司(股份代號：1515)；
“Dental Services” 「牙科服務」	include primary dental services such as scaling and polishing and secondary dental services such as crown and bridge, orthodontics, implants and whitening; 包括基本牙科服務(如洗牙及拋光)以及第二層牙科服務(如牙冠及牙橋、口腔正畸、植齒及牙齒美白)；
“Dentist(s)” 「牙醫」	dentist(s) who is/are or will be engaged directly by the Group as a consultant to provide Dental Services in the UMP Medical Centres in accordance with the terms of a consultancy agreement with the Group, and the Affiliated Dentists; 已經或將直接受本集團委聘為顧問以根據與本集團簽訂的顧問協議的條款在聯合醫務中心內提供服務的牙醫，以及聯屬牙醫；
“Director(s)” 「董事」	the director(s) of the Company; 本公司董事；

“Doctor(s)” 「醫生」	doctor(s) who is/are or will be engaged directly by the Group as a consultant to provide Medical Services in the UMP Medical Centres in accordance with the terms of a consultancy agreement with the Group, and the Affiliated Doctors; 已經或將直接受本集團委聘為顧問以根據與本集團簽訂的顧問協議的條款在聯合醫務中心內提供服務的醫生，以及聯屬醫生；
“FY2020” 「2020財政年度」	the year ended 30 June 2020; 截至2020年6月30日止年度；
“GBA” 「大灣區」	city cluster cross the Guangdong-Hong Kong-Macau region, consisting of Hong Kong, Macau and nine cities in Guangdong Province, namely, Dongguan, Foshan, Guangzhou, Huizhou, Jiangmen, Shenzhen, Zhaoqing, Zhongshan and Zhuhai; 廣東—香港—澳門（粵港澳）地區的城市群，包括香港、澳門及廣東省的九個城市，即東莞、佛山、廣州、惠州、江門、深圳、肇慶、中山及珠海；
“general practitioner” or “general practice” 「全科醫生」或「全科醫療」	doctors trained in general practice and best suited to act as first point of contact for patients, having the required knowledge to refer patients to the appropriate specialists or services as required; 接受全科訓練的醫生，最適合為患者提供首次診斷，已具備按需要轉介患者至適合專科或服務所需的知識；
“Global Offering” 「全球發售」	the offer of the shares of the Company to the public in Hong Kong and outside the United States of America in offshore transactions in reliance on Regulation S, the details of which are set out in “Structure of the Global Offering” of the Prospectus; 本公司向香港公眾人士及依據S規例在美國境外的離岸交易中發售股份，詳情載於招股章程「全球發售的架構」；
“Group”, “we”, “our” or “us” 「本集團」或「我們」	the Company and its subsidiaries; 本公司及其附屬公司；
“Healthcare Ventures” 「醫療創業控股」	Healthcare Ventures Holdings Limited, a company incorporated under the laws of British Virgin Islands with limited liability, which is a substantial shareholder of the Company and wholly-owned subsidiary of Chow Tai Fook Enterprises Limited; 醫療創業控股有限公司，一間根據英屬處女群島法律註冊成立的有限公司，為本公司的主要股東及周大福企業有限公司的全資附屬公司；
“HK\$” 「港元」	Hong Kong dollars, the lawful currency of Hong Kong; 香港法定貨幣港元；
“Hong Kong” 「香港」	Hong Kong Special Administrative Region of the PRC; 中國香港特別行政區；

## Glossary

### 詞彙

<p>“Hong Kong &amp; Macau Clinical Healthcare Services” 「香港及澳門臨床醫療保健服務」</p>	<p>provision of clinical healthcare services to Self-paid Patients as described in “Business Overview and Outlook” of this report; 向自費患者提供臨床醫療保健服務，如本報告「業務回顧及展望」所述；</p>
<p>“Hong Kong &amp; Macau Corporate Healthcare Solution Services” 「香港及澳門企業醫療保健解決方案服務」</p>	<p>provision of corporate healthcare solutions as described in “Business Overview and Outlook” of this report; 提供企業醫療保健解決方案，如本報告「業務回顧及展望」所述；</p>
<p>“Hong Kong Stock Exchange” or “Stock Exchange” 「香港聯交所」或「聯交所」</p>	<p>The Stock Exchange of Hong Kong Limited; 香港聯合交易所有限公司；</p>
<p>“Listing Rules” 「上市規則」</p>	<p>the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange; 香港聯交所證券上市規則；</p>
<p>“Macau” 「澳門」</p>	<p>the Macau Special Administrative Region of the PRC; 中國澳門特別行政區；</p>
<p>“Medical” or “Medical Services” 「醫療」或「醫療服務」</p>	<p>includes general practice and specialist practice; 包括全科醫療及專科醫療；</p>
<p>“Model Code” 「標準守則」</p>	<p>the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules; 上市規則附錄10所載上市發行人董事進行證券交易的標準守則；</p>
<p>“Plan Members” 「計劃成員」</p>	<p>members of the Group’s corporate healthcare benefits plans, who typically include group medical insurance policyholders and employees of corporations and/or their dependants; 本集團企業醫療保健福利計劃成員，一般包括集團醫療保險保單持有人及機構的僱員及／或彼等之受養人；</p>
<p>“Post-IPO Share Option Scheme” 「首次公開發售後購股權計劃」</p>	<p>the post-IPO share option scheme approved and adopted by the Board on 2 November 2015; 董事會於2015年11月2日批准及採納的首次公開發售後購股權計劃；</p>
<p>“PPP” 「PPP」</p>	<p>Public-Private Partnership; 公私營合作；</p>
<p>“PRC” 「中國」</p>	<p>the People’s Republic of China (excluding, for the purpose of this report, Hong Kong, Macau and Taiwan); 中華人民共和國(就本報告而言，不包括香港、澳門及台灣)；</p>

“PRC Healthcare Business” 「中國保健業務」	consists of (i) health check-up business; (ii) corporate healthcare solutions business; (iii) selected outpatient services such as family medicine within the clinics we own and operate and (iv) provision of professional training to doctors and nurses under our GOLD™ training programme etc.; 包括(i)體檢業務；(ii)企業醫療保健解決方案業務；(iii)在我們擁有及營運的診所內提供選定門診服務(如家庭醫學)；及(iv)根據我們的GOLD™金牌培訓課程向醫生及護士提供專業培訓等；
“Pre-IPO Share Option Scheme” 「首次公開發售前購股權計劃」	the pre-IPO share option scheme approved and adopted by the Board on 18 August 2015; 董事會於2015年8月18日批准及採納的首次公開發售前購股權計劃；
“Prospectus” 「招股章程」	the prospectus of the Company dated 17 November 2015; 日期為2015年11月17日的本公司招股章程；
“Remuneration Committee” 「薪酬委員會」	the remuneration committee of the Board; 董事會薪酬委員會；
“Self-paid Patients” 「自費患者」	patients who visit a UMP Medical Centre operated by the Group and pay for services using cash or credit card; 到本集團經營的聯合醫務中心就診並使用現金或信用卡支付服務費用的患者；
“SFO” 「證券及期貨條例」	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended and supplemented from time to time; 香港法例第571章《證券及期貨條例》，經不時修訂及補充；
“Share(s)” 「股份」	ordinary share(s) with a nominal value of HK\$0.001 each in the share capital of the Company; 本公司股本中每股面值0.001港元之普通股；
“Share Award Scheme” 「股份獎勵計劃」	the share award scheme approved and adopted by the Board on 30 June 2016; 董事會於2016年6月30日所批准及採納的股份獎勵計劃；
“specialist practice” or “specialist services” 「專科醫療」或「專科服務」	a range of specialist practice, including Family Medicine, Internal Medicine, Surgery, Paediatrics, Cardiology, Dermatology, Otorhinolaryngology, Orthopaedics, Ophthalmology, Urology, Gastroenterology and Hepatology, Radiology, Endocrinology and Diabetes. Please see <a href="http://www.ump.com.hk">www.ump.com.hk</a> for the updated list of specialist practices; 一系列專科醫療，包括家庭醫學科、內科、外科、兒科、心臟科、皮膚科、耳鼻喉科、骨科、眼科、泌尿科、腸胃肝臟科、放射科、內分泌及糖尿病科等。專科醫療之經更新清單請參閱 <a href="http://www.ump.com.hk">www.ump.com.hk</a> ；



## Glossary 詞彙

“UMP Medical Centre(s)” 「聯合醫務中心」	medical centre(s) offering Medical Services, Dental Services and/or Auxiliary Services which is operated by the Group; 提供醫療服務、牙科服務及／或輔助服務的醫務中心，由本集團經營；
“UMP Network” 「UMP網絡」	consists of (i) UMP Medical Centres which are operated by the Group and (ii) Affiliated Clinics which are clinics not operated by the Group but which has entered into an agreement with the Group to offer Medical Services, Dental Services and/or Auxiliary Services to Plan Members; and 包括(i)本集團經營的聯合醫務中心及(ii)聯屬診所(並非由本集團經營的診所，但已與本集團訂立協議向計劃成員提供醫療服務、牙科服務及／或輔助服務)；及
“Warrants” 「認股權證」	an aggregate of 110,411,000 warrants of the Company issued by the Company on 6 December 2018, and that are exercisable, subject to certain conditions, onto a total of 110,411,000 new Shares of the Company. Please refer to the announcements of the Company dated 27 July 2018, 30 August 2018 and 6 December 2018 and the circular of the Company dated 29 October 2018 for details. 本公司於2018年12月6日發行之合共110,411,000份本公司認股權證，有關認股權證可行使(須符合若干條件)成為合共110,411,000股本公司新股份。詳情請參閱日期分別為2018年7月27日、2018年8月30日及2018年12月6日之本公司公告以及日期為2018年10月29日之本公司通函。



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UMP Healthcare  
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