



Best Mart 360 Holdings Limited

優品360控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：2360

Interim Report 2021

2021 中期報告

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CORPORATE INFORMATION 公司資料

BOARD OF DIRECTORS

Executive directors

Mr. Lin Tsz Fung (*Chairman*)

Ms. Hui Ngai Fan

Independent non-executive directors

Mr. Sze Irons *BBS JP*

Ms. Choy So Yuk *BBS JP*

Mr. Lee Ka Lun

COMPANY SECRETARY

Mr. Ko Wilson Wai Shun

AUTHORISED REPRESENTATIVES

Mr. Lin Tsz Fung

Mr. Ko Wilson Wai Shun

AUDIT COMMITTEE

Mr. Lee Ka Lun (*Chairman*)

Mr. Sze Irons *BBS JP*

Ms. Choy So Yuk *BBS JP*

REMUNERATION COMMITTEE

Mr. Sze Irons *BBS JP* (*Chairman*)

Ms. Choy So Yuk *BBS JP*

Mr. Lin Tsz Fung

NOMINATION COMMITTEE

Ms. Choy So Yuk *BBS JP* (*Chairman*)

Mr. Lee Ka Lun

Ms. Hui Ngai Fan

REGISTERED OFFICE

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執行董事

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許毅芬女士

獨立非執行董事

施榮懷先生 *BBS JP*

蔡素玉女士 *BBS JP*

李家麟先生

公司秘書

高偉舜先生

授權代表

林子峰先生

高偉舜先生

審核委員會

李家麟先生 (*主席*)

施榮懷先生 *BBS JP*

蔡素玉女士 *BBS JP*

薪酬委員會

施榮懷先生 *BBS JP* (*主席*)

蔡素玉女士 *BBS JP*

林子峰先生

提名委員會

蔡素玉女士 *BBS JP* (*主席*)

李家麟先生

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Cayman Islands

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Certified Public Accountants

獨立核數師

香港立信德豪會計師事務所有限公司
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LEGAL ADVISER

Gallant

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何耀棟律師事務所

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STOCK CODE

2360

股份代號

2360

COMPANY WEBSITE

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公司網址

www.bestmart360.com

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

The Group mainly operates leisure food chain retail stores under the brand name of “Best Mart 360°” (“優品360°”), with stores in prime shopping and residential locations in Hong Kong and Macau. Under the mission of offering the “Best Quality” and “Best Price” to customers, the Group adheres to its belief in global procurement and has sold more than 900 brands and approximately 3,000 SKUs of imported products, offering them a more diversified range of choices. The Group keeps moving with the times and constantly strives to improve its product portfolio and store layout to provide customers with a more comfortable and enjoyable shopping experience. The Company’s product range includes confectioneries, snacks, nuts and dried fruits, biscuits and pastries, cereals and milk, personal care and household products, frozen and chilled food, groceries, rice and noodles, and beverages and alcohol. In addition to procurement, the Company owns a number of high-quality private labels to achieve better price advantage and also exercises a higher degree of quality control over its products to further enhance the Group’s brand awareness and customer loyalty.

本集團主要經營「優品360°」品牌休閒食品連鎖零售店舖，在香港和澳門各優越購物及民生地段開設門店。以「優質」和「優價」為宗旨，堅持環球採購信念，銷售超過900個品牌及約3000個SKU的進口產品，為顧客提供更多元化的選擇。集團與時並進，不斷努力優化產品組合及改善店舖佈置，為顧客帶來更舒適愉快的購物體驗。公司採購產品種類包括朱古力及糖果，零食，堅果及乾果，餅乾糕點，穀類食品及奶類，個人護理及家庭用品，急凍及冷凍食品，糧油雜貨，米及面吃，以及飲品及酒類。除了採購以外，公司擁有多個高質自家品牌，以取得更好價格優勢，亦對產品行使較高程度的品質監控，進一步提升本集團的品牌知名度及顧客忠誠度。

MARKET OVERVIEW

Hong Kong continued to face a challenging operating environment in 2021 so far. According to the visitor arrival statistics released by the Hong Kong Tourism Board, as Hong Kong is maintaining stringent immigration control measures amidst the novel coronavirus pandemic, visitor arrivals from 1 January 2021 to 30 September 2021 dropped by 98.2% as compared to the corresponding period in 2020. While there appeared to be an initial sign of recovery in August and September year-on-year, Hong Kong's inbound tourism remained at a standstill when compared to the period before the implementation of various anti-epidemic measures, such as border closures and mandatory quarantine. During the six months ended 30 September 2021, economic activities in various sectors gradually recovered as the vaccination rate against novel coronavirus steadily picked up, the epidemic situation in Hong Kong remained under control, and the various levels of group gathering restrictions and social distancing measures have been relaxed by the Hong Kong government, coupled with the disbursement of the first consumption vouchers under the Consumption Voucher Scheme by the Hong Kong government which helped stimulate local consumption. According to the Census and Statistics Department, as at 30 September 2021, the value of total retail sales in Hong Kong for the first nine months of 2021 was provisionally estimated at approximately HK\$258,137 million, representing an increase of 8.0% as compared with the corresponding period in 2020.

市場概覽

二零二一年至今，本港繼續面對充滿挑戰的經營環境。根據香港旅遊發展局公佈的訪港旅客統計，受新型冠狀病毒影響，香港仍維持嚴謹的入境管制措施，於二零二一年一月一日至二零二一年九月三十日期間，訪港旅客人次較二零二零年同期下跌98.2%，當中雖然八月份及九月份按年暫見復甦勢頭，但相對封關及強制檢疫等防疫措施實施之前，本港入境旅遊仍然處於停滯狀態。於截至二零二一年九月三十日止六個月，隨著新冠疫苗接種率漸漸提升，本港疫情持續受控，於本期內香港政府推出放寬不同程度的限聚令及社交距離措施，加上政府陸續發放第一期消費券，刺激本地消費，各行各業經濟活動逐步恢復。根據政府統計處資料，截至二零二一年九月三十日，本港首九個月零售業總銷貨價值的臨時估計約為258,137百萬港元，較二零二零年同期上升8.0%。

BUSINESS REVIEW

For the six months ended 30 September 2021 (the “**Period**”/ “**Period under Review**”), the Group recorded revenue of approximately HK\$862,978,000, representing an increase of approximately 21.7% from that of approximately HK\$709,387,000 for the six months ended 30 September 2020 (the “**Corresponding Period Last Year**”). The increase in revenue mainly reflected the success of the Group’s expansion strategy and product mix optimisation. The Group’s retail stores in Hong Kong and Macau increased from 115 as at 30 September 2020 to 129 as at 30 September 2021. Gross profit for the Period under Review amounted to approximately HK\$279,132,000 with a gross profit margin of 32.3%, as compared to a gross profit of approximately HK\$222,761,000 with a gross profit margin of 31.4% for the Corresponding Period Last Year. Gross profit margin increased by 0.9 percentage point, which was mainly due to the product adjustment strategy and the constant effort to improve bargaining power, which enabled the Group to control the Group’s procurement costs effectively.

Profit attributable to owners of the Group for the Period under Review amounted to approximately HK\$22,699,000 (six months ended 30 September 2020: approximately HK\$35,689,000), representing a decrease of approximately 36.4% compared to the Corresponding Period Last Year. The decrease in profit was mainly due to the fact that the Group received an aggregate amount of approximately HK\$21,189,000 subsidy income from the governments of Hong Kong and Macau in the Corresponding Period Last Year, while neither government had introduced any subsidy schemes during the Period under Review. Excluding the related non-recurring subsidy income, the profit attributable to owners of the Company for the six months ended 30 September 2021 increased by approximately 56.5% compared to the Corresponding Period Last Year.

業務回顧

截至二零二一年九月三十日止六個月（「**本期內**」／「**回顧期間**」），本集團錄得收入約862,978,000港元，較截至二零二零年九月三十日止六個月（「**去年同期**」）約709,387,000港元增加約21.7%。收入增加主要反映集團之擴張策略及產品組合優化之成效。本集團之港澳零售店舖由二零二零年九月三十日的115間增加至二零二一年九月三十日的129間。回顧期間毛利約為279,132,000港元，毛利率32.3%，去年同期毛利約為222,761,000港元，毛利率31.4%。毛利率增加0.9個百分點，主要是集團得益於產品之調整策略，以及不斷努力提升議價能力，有效控制集團的採購成本。

回顧期間本集團擁有人應佔溢利約為22,699,000港元（截至二零二零年九月三十日止六個月：約35,689,000港元），較去年同期減少約36.4%，溢利減少主要由於去年同期本集團獲取香港和澳門兩地政府提供總數約21,189,000港元的補貼收入，而回顧期間兩地政府皆未有推出任何補貼計劃。如扣除相關非經常性之補貼收入，截至二零二一年九月三十日止六個月的本公司擁有人應佔溢利較去年同期增加約56.5%。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

During the Period under Review, the Group continued to actively adjust its business strategy and optimise its product mix and portfolio to meet market needs while maintaining the Group's profitability to create greater value for shareholders. In line with the Group's expansion strategy, the Company has further opened a total of 10 retail stores in Hong Kong and Macau during the Period under Review, most of which were located in shopping arcades in community or residential areas, to further expand the Group's retail network. At the same time, the Group expanded its broad range of frozen and chilled food, sauces and condiments, Chinese delicacies, dairy products and alcoholic beverages to promptly meet the market demand for these daily household food products during the Period. In addition, the Group continued to introduce frozen and chilled food products in selected stores in Hong Kong and has established a new global gourmet store, "FoodVille", which opened its first store at LOHAS Park, Tseung Kwan O, to further satisfy the daily needs of different customers.

本集團於回顧期間繼續積極調整業務策略，優化產品結構和組合，以滿足市場所需，同時保持本集團的盈利能力，為股東創造更大價值。為配合集團擴展策略，公司於回顧期間在港澳共新設10間零售店舖，多數位於民生或住宅區的商場，以進一步擴展集團的零售網絡。同時，於本期內，集團因應市場需求擴大各類急凍冰鮮食品、醬油和調味品、南貨、奶品、酒類等產品，涵蓋更為廣泛，迅速滿足市場對該等日常家庭飲食品之需要。此外，集團繼續在香港選定合適的店舖推出急凍食品和冰鮮食品，又新設環球美酒食品店「FoodVille」，第一間店選址在將軍澳日出康城，進一步滿足各種客人生活所需。

CHAIN RETAIL STORES

As at 30 September 2021, the Group operated a total of 129 chain retail stores, including 124 retail stores in Hong Kong and 5 retail stores in Macau (112 retail stores and 3 retail stores respectively as at 30 September 2020). The Group continued to strengthen its presence in the local community, with most of the newly opened retail stores in Hong Kong during the Period under Review locating in shopping arcades in community or residential areas with a view to providing better services to the local community. Moreover, larger retail spaces for new stores will be preferred over time to enable the Company to provide a more optimised and diversified product mix and a more comfortable shopping experience for customers. The rental expense (on a cash basis) to sales revenue ratio of retail stores for the six months ended 30 September 2021 was approximately 11.8% (approximately 12.3% for the six months ended 30 September 2020), representing a decrease of 0.5 percentage point compared to the Corresponding Period Last Year. Such improvement was mainly attributable to the effectiveness of the Group's strategy in selecting retail locations and the improvement in same store sales. During the Period, the Group recorded a 5.6% growth in same store sales performance.

The pandemic outbreak has led to a change in lifestyle for Hong Kong people. An increasing number of Hong Kong people prefer to stay home for meals or even enjoy cooking at home during the pandemic, resulting in a growing demand for quality food ingredients and products. The Group's new global gourmet store, "FoodVille", was launched in response to such demand and the first FoodVille first store was officially opened in September in Tseung Kwan O, which mainly provides globally sourced medium-to-high-end quality food products ranging from wines, chocolates, health food, cheeses, western sauces and ingredients from around the world to satisfy consumers' desire for high-quality tastes.

Furthermore, the Group continued to expand its outbound business. The number of retail stores in Macau increased to 5 as at 30 September 2021 (as at 30 September 2020: 3). The encouraging result of Macau business contributed to the Group's revenue and profitability during the Period under Review.

連鎖零售店舖

於二零二一年九月三十日，本集團合共經營129間連鎖零售店舖，包括124間香港零售店舖及5間澳門零售店舖（於二零二零年九月三十日分別為112間及3間）。本集團繼續加強本地民生地區之佈局，於回顧期間內在香開設的新零售店舖大多位於社區或住宅區購物商場，冀為本地社區提供更佳服務。而且，新開設之店舖會逐漸趨向租用較大面積之店舖，以提供更多空間配合公司產品之組合優化及多元化，及為顧客帶來更加舒適的購物體驗。截至二零二一年九月三十日止六個月零售店舖的租金開支（按現金收付制）對銷售收入比率約為11.8%（截至二零二零年九月三十日止六個月約12.3%），較去年同期下降0.5百分點，比率之改善主要由於本集團的選舖策略得宜，以及同店銷售額提升。期內，本集團同店銷售表現錄得5.6%增長。

疫情致使香港人的生活習慣有所改變。疫情期間，足不出戶安坐家中生活的日子使得愈來愈多香港人喜歡留在家中用膳，甚至親自下廚一享入廚之樂，這樣一來香港人對優質主食材食品的需求亦愈來愈高。本集團推出全新環球美酒食品店「FoodVille」也應運而生，首間分店已於九月份在將軍澳正式開業，主打中高端的環球優質食品，搜羅世界各地美酒、朱古力、健康食品、芝士、西式醬料及食材等，滿足消費者高質生活品味。

此外，集團繼續對外擴展業務。截至二零二一年九月三十日集團於澳門的零售店舖數目增至5間，澳門業務於本期內成績令人欣喜，為本集團之收益及盈利帶來更多貢獻（二零二零年九月三十日：3間）。

THE PRODUCTS

During the Period under Review, the Group adhered to its global procurement policy by sourcing a broad spectrum of products worldwide to optimise its product portfolio. For the six months ended 30 September 2021, the Group has sold more than 900 brands and approximately 3,000 SKUs of products, offering customers a diversified range of choices. In addition to optimising its product range, the Group will also be embarked on sorting the wheat from the chaff to make room for more new products and flavours in order to attract customers.

During the Period, the Group endeavoured to enrich the product mix. Besides constantly offering a wider range of masks at competitive prices, the Group also broadened its range of products such as frozen and chilled food, sauces and condiments, Chinese delicacies, dairy products and alcoholic beverages to promptly meet the market demand and changes for these daily household food products. The number of SKUs for the above products during the Period under Review increased from approximately 470 in the Corresponding Period Last Year to approximately 880 during the Period, and the revenue derived from these products has also up more than doubled compared to the Corresponding Period Last Year, accounting for approximately 22.8% of the Group's total revenue for the Period under Review (for the Corresponding Period Last Year: approximately 13.4%). This product strategy has enriched the product selection to meet the market needs of the local community, strengthened the Group's sales and stabilised its income stream. As at 30 September 2021, the Group had 36 retail stores located in Hong Kong that provides frozen and chilled food products (18 stores as at 30 September 2020).

產品

本集團於回顧期間持續貫徹其環球採購政策，在全球各地搜羅各式產品，優化產品組合。截至二零二一年九月三十日止六個月，本集團共銷售超過900個品牌及約3000個SKU的產品，為顧客提供多元化的選擇。在優化產品多元之同時，集團亦會適當地去蕪存菁，以騰空更多空間讓新產品新口味展示，吸引客人選購。

集團於期內努力豐富貨品種類，除了繼續以具競爭力的價格為顧客提供更多種類的口罩外，更擴大各類急凍冰鮮食品、醬油和調味品、南貨、奶品、酒類等產品，涵蓋更為廣泛，迅速滿足市場對該等日常家庭飲食的需求及轉變。上述之有關產品於回顧期間的SKU數目由去年同期約470多個增加至本期內約880個，其收益比去年同期亦增加超過一倍，佔本集團於回顧期間的總收入約22.8%（佔去年同期總收入：約13.4%）。此產品策略既豐富了符合本地社區市場需求的產品選擇，亦加強本集團的銷售，穩定收入來源。於二零二一年九月三十日，本集團共有36間位於香港的零售店舖（於二零二零年九月三十日共有18間）供應急凍食品和冰鮮食品。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

During the Period under Review, the Group continued to actively develop its private label products to maintain more flexible and effective control of its product quality, availability and profitability. For the six months ended 30 September 2021, sales derived from private label products amounted to approximately HK\$140,044,000, representing an increase of approximately 1.7 times from approximately HK\$50,968,000 for the six months ended 30 September 2020, and accounted for approximately 16.2% of the Group's overall revenue for the Period under Review (for the Corresponding Period Last Year: approximately 7.2%). During the Period under Review, the Group has developed a cumulative total of 11 private labels and more than 150 products, including masks, canned Chinese delicacies, cereals, milk, honey, nuts and dried fruits and a wide range of leisure food products.

MEMBERSHIP SCHEME

Given that the retail business of the Group is consumer-driven, substantial efforts have been placed in developing and reinforcing its customer base. Accordingly, the Group has established a membership scheme since April 2015 to promote consumer loyalty, stimulate sales and expand customer base. In order to further deepen customer stickiness and expand customers' coverage, the Group has used big data analysis and reformulated its marketing strategy, and launched a new membership mobile app 2.0 in June 2020. The membership rewards under this new membership scheme have also been fully optimised and enhanced, with more membership benefits such as APP e-stamp promotion, special offers for selected products and access to latest market information, which enable the Group to attract more new members. Through diversified marketing strategies, the Group aims to strengthen the membership core from within and attract new customers through outward expansion, adopt an effective and targeted approach in fostering the ties between members and the Group, thereby generating recurring businesses with members and driving sustainable growth for the Group's business.

於回顧期間，本集團繼續積極開發自家品牌產品，使更靈活有效監控產品品質、供應量及利潤。截至二零二一年九月三十日止六個月，自家品牌產品的銷售額約為140,044,000港元，較截至二零二零年九月三十日止六個月約50,968,000港元增加約1.7倍，佔本集團回顧期間整體收入比例約16.2%（去年同期：約7.2%）。於回顧期間，本集團已累計開發了11個自家品牌及超過150款產品，產品包括口罩、南貨罐頭、米糧、牛奶、蜜糖、堅果乾果、及各式各樣的休閒食品。

會員計劃

本集團之零售業務以顧客為導向，故投放了巨大努力於發展及鞏固其顧客基礎。有見及此，本集團自二零一五年四月起設立會員計劃，藉以提升顧客忠誠度、刺激銷售及擴展顧客基礎。為進一步深化顧客的黏貼度及擴大其覆蓋面，本集團運用大數據分析及重新制定營銷策略，並於二零二零年六月推出新的會員手機應用程式2.0。新計劃下之會員獎賞亦全面優化及提升，享有更多會員福利如APP電子印花推廣計劃、精選產品優惠及接收最新市場資訊等，有助集團吸納更多新會員。本集團期望透過提供多元化的推廣策略，向內鞏固會員核心及向外延展吸納新顧客，有效及具目標性地促進會員與本集團之間的聯繫，從而促使會員重複惠顧並帶動本集團業務的可持續增長。

During the Period under Review, the number of the Group's registered fans and members increased from approximately 1,519,300 as at 30 September 2020 to approximately 1,764,600 as at 30 September 2021, representing an increase of approximately 16.1%. Since the launch of the mobile app, the number of mobile app members has reached 637,100 as at 30 September 2021 (as at 30 September 2020: 368,200).

EMPLOYEES

As at 30 September 2021, the number of full-time and part-time employees of the Group was 900 (30 September 2020: 798). In order to retain talented staff and strengthen the cohesion and loyalty among employees, the Group regularly reviews and updates its employee benefit plans and remuneration packages with reference to labour market supply and labour cost trend, as well as individual performance, and provides appropriate incentives. Staff costs (excluding Directors' emoluments) for the six months ended 30 September 2021 accounted for approximately 10.1% of the revenue (six months ended 30 September 2020: approximately 9.6%). The relative increase in the ratio of staff costs to revenue as compared to the Corresponding Period Last Year was mainly due to the recruitment of additional management personnel and office staff during the Period under Review to support the Group's active development of the various expansion and enhancement projects, as well as recruitment of additional warehouse staff to cope with the expansion of retail store network in Hong Kong and Macau. At the same time, in order to boost the morale of frontline staff and attract more talents to join the Company, during the Period under Review, the Group has made a relatively large improvement to the remuneration package of frontline staff to align with store expansion needs.

於回顧期間，本集團的登記粉絲及會員人數由二零二零年九月三十日約1,519,300名上升至二零二一年九月三十日約1,764,600名，增加約16.1%。自推出手機應用程式以來，截至二零二一年九月三十日止，使用手機應用程式的會員人數已達637,100名（截至二零二零年九月三十日止：368,200名）。

僱員

於二零二一年九月三十日本集團全職及兼職僱員人數為900名（二零二零年九月三十日：798名）。為了挽留人才，以及加強僱員凝聚力及忠誠度，本集團參考勞工市場供應及勞工成本趨勢，並依據僱員個人表現，定期檢討更新僱員福利計劃及薪酬待遇，並給予適當獎勵。截至二零二一年九月三十日止六個月的員工成本（不包括董事酬金）佔收入比率約10.1%（截至二零二零年九月三十日止六個月：約9.6%）。員工成本佔收入比率較去年同期相對上升主要是由於集團為正積極準備各項拓展、優化項目，於回顧期間增聘管理人員及寫字樓員工以支援發展，並增聘多位倉務人員以應付港澳零售店鋪網絡之擴充。同時，為了提高前線員工士氣及吸納更多人才加入公司，集團於回顧期間為前線人員的薪金待遇作了比較大幅度的提升，以應付店鋪擴充的需要。

OUTLOOK

As the novel coronavirus pandemic appears to be under control for the time being, the market expects a gradual easing of global travel restrictions, especially the resumption of traveller clearance between Hong Kong and Mainland China as soon as possible. Local business sentiment has generally improved, which is beneficial to the continued recovery of business and investment activities. The Group will continue to closely monitor the various factors affecting the Group's operations, so as to promptly implement the necessary and appropriate business measures to capture market opportunities and maximise returns for shareholders and investors.

Looking ahead, the Group will continue its effort in persistently seeking appropriate opportunities to expand its retail network in Hong Kong and Macau and continue to review the geographical distribution of its stores, with a particular focus on increasing its presence in residential areas, to better meet the consumption needs of the local community. At the same time, the Group will review store expansion opportunities in the market from time to time, adjust the layout of existing retail stores on an ongoing basis with an aim to provide a comfortable and leasurable shopping experience for customers, and enhance the sales efficiency of each retail store. The Group will continue to strengthen the core competitiveness of its brands, adhere to its business mission of offering the "Best Quality" and "Best Price" to its customers, source a diversified range of global food products for customers, strive to expand its product range in a meticulous manner to meet the daily needs and necessities of the local community, and further develop the Group's private label products to enrich customers' choices. The Group will also continue to carefully control the procurement costs of the Group's products to maintain its price competitiveness.

展望

隨著新型冠狀病毒疫情暫見受控，市場憧憬全球旅遊限制逐步放寬，尤其是本港盡快與內地恢復通關。本地營商氣氛普遍有所改善，有利商業投資活動的持續恢復。本集團將繼續密切留意影響本集團營運的各項因素的發展，從而迅速實施必要及適當的業務措施，以抓緊市場機遇，為股東及投資者帶來最佳回報。

展望未來，本集團將繼續致力於不斷尋找適當機會以拓展其於香港及澳門零售網絡，並持續審視店舖的區域分佈，尤其加大於住宅區域之佈局，以更好地滿足本地社區的消費需求。同時，本集團將不時審視市場的店面擴張機會，持續調整現有零售店舖之空間佈局，務求為顧客提供舒適及休閒的購物體驗，並提升每間零售店舖之銷售效率。本集團將繼續加強品牌的核心競爭力，堅持「優質」及「優價」的經營使命，為顧客搜羅多元化之環球食品，致力於精心擴大產品範圍，以滿足本地社區的日常起居所需和生活必需品，並進一步發展本集團的自家品牌產品，豐富顧客的選擇，本集團亦將繼續認真控制本集團產品的採購成本，保持價格競爭力。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

The Board is of the view that business diversification can effectively expand the Group's income stream and generate satisfactory returns for the shareholders of the Group. The retail network of "FoodVille", the Group's new global gourmet store, will continue to be expanded in the future to satisfy the needs of different customer groups for healthy lifestyle and quality food, targeting large and medium-to-high-end shopping malls in Hong Kong as well as stores with larger area and locations with high customer traffic and population density.

In addition, the Group will further expand its business from the business-to-customer (B2C) segment to business-to-business (B2B) segment with an expectation of wholesaling the Group's private label products and other imported products to not only other retailers in Hong Kong but also other enterprises in overseas markets, with a view to generate more stable income streams for the Group.

The Group has established a wholly foreign-owned enterprise in Shenzhen, the People's Republic of China (the "PRC") in December 2019 under the name of 深圳優品叁陸零商業有限公司 (Shenzhen Best Mart 360 Commerce Limited) and sent our Hong Kong-based staff to set up a formal office in Futian District, Shenzhen, in April 2021 to commence staff recruitment and preliminary work for the opening of chain retail stores. The Group expects to officially open its first retail store in Shenzhen at the end of 2021, marking the Group's first presence in the Mainland China market, with the objective of expanding its operating model to other cities in the Greater Bay Area, thereby extending the Group's sales network to the whole nation.

Lastly, the Board would like to express its sincere gratitude to the management team and employees for their tireless efforts despite challenging conditions in actively coping with difficulties arising from the pandemic in the retail industry over the past two years. We will continue to adhere to our sustainability strategy to maximise the interests of the shareholders and the Company.

董事局認為，實現業務多元化發展能夠有效拓展本集團的收入來源，為本集團股東創造理想的回報。未來會繼續拓展本集團全新環球美酒食品店「FoodVille」之零售網絡，以迎合不同客戶群對健康生活及優質食品的需求，並以香港大型中高端購物商場、面積較大且人流量及人口密度高的店舖為目標。

除此之外，本集團進一步拓展業務，由商家對顧客(Business-to-Customer, B2C)至企業對企業(Business-to-Business, B2B)，展望將本集團的自家品牌產品以及其他進口產品，以批發形式出售予本港其他零售商，甚至其他海外市場的企業，期望為本集團帶來更多穩定收入來源。

本集團已於二零一九年十二月在中華人民共和國(「中國」)深圳成立一間外商獨資企業，名為深圳優品叁陸零商業有限公司，並於二零二一年四月派駐香港同事前往深圳福田區正式設立辦公室，展開招聘及開設連鎖零售店舖之前期工作。本集團期望於二零二一年年底於深圳正式開設首間零售店舖，作為本集團於內地市場的首個據點，目標是將相關經營模式輻射至大灣區其他城市，進而將本集團之銷售網絡拓展至全國。

最後，董事會衷心感謝管理層團隊及僱員之不懈奮鬥，感謝他們一直風雨同舟，積極面對過去兩年因應疫情出現的零售業困境，未來我們將繼續堅守可持續發展策略，致力為股東及本公司締造最佳利益。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

FINANCIAL REVIEW

Revenue

For the six months ended 30 September 2021, the revenue recorded by the Group amounted to approximately HK\$862,978,000, representing an increase of approximately 21.7% as compared to approximately HK\$709,387,000 for the six months ended 30 September 2020. The increase in revenue mainly reflected the success of the Group's expansion strategy and product mix optimisation.

Profit attributable to Owners of the Company

Profit attributable to owners of the Company for the six months ended 30 September 2021 amounted to approximately HK\$22,699,000 representing a decrease of approximately 36.4% from approximately HK\$35,689,000 for the six months ended 30 September 2020. The decrease in profit was mainly due to the fact that the Group received an aggregate amount of approximately HK\$21,189,000 subsidy income from the governments of Hong Kong and Macau in the Corresponding Period Last Year, while neither government had introduced any subsidy schemes during the Period under Review.

Cost of Sales

For the six months ended 30 September 2021, the cost of sales of the Group was approximately HK\$583,846,000 representing an increase of approximately 20.0% as compared to approximately HK\$486,626,000 for the six months ended 30 September 2020. The increase in cost of sales of the Group was generally in line with the increase in revenue for the six months ended 30 September 2021 following the opening of additional new retail stores in Hong Kong and Macau.

財務回顧

收入

截至二零二一年九月三十日止六個月，本集團的收入約為862,978,000港元，較截至二零二零年九月三十日止六個月約709,387,000港元增加約21.7%。收入增加主要反映集團之擴張策略及產品組合優化之成效。

本公司擁有人應佔溢利

截至二零二一年九月三十日止六個月的本公司擁有人應佔溢利約為22,699,000港元，較截至二零二零年九月三十日止六個月約35,689,000港元減少約36.4%。溢利減少主要由於去年同期本集團獲取香港和澳門兩地政府提供總數約21,189,000港元的補貼收入，而回顧期間兩地政府皆未有推出任何補貼計劃。

銷售成本

截至二零二一年九月三十日止六個月，本集團的銷售成本約為583,846,000港元，較截至二零二零年九月三十日止六個月約486,626,000港元增加約20.0%。本集團的銷售成本增加，與截至二零二一年九月三十日止六個月隨著更多新零售店舖於香港及澳門開業後的收入增加大致相符。

Gross Profit and Gross Profit Margin

For the six months ended 30 September 2021, the gross profit of the Group was approximately HK\$279,132,000, representing an increase of approximately 25.3% from approximately HK\$222,761,000 for the six months ended 30 September 2020, while the gross profit margin for the six months ended 30 September 2021 was approximately 32.3%, representing an increase of approximately 0.9 percentage points from approximately 31.4% for the six months ended 30 September 2020. The increase in gross profit margin of the Group for the Period under Review was mainly due to the product adjustment strategy and the constant effort to improve bargaining power, which enabled the Group to control its procurement costs effectively.

Other Income and other gains, net

For the six months ended 30 September 2021, other income and other gains, net of the Group recorded an income of approximately HK\$271,000, while the other income and other gains, net of the Group for the six months ended 30 September 2020 recorded a gain of approximately HK\$22,408,000. The decrease in other income and other gains, net was mainly a result of the Company not obtaining any government grants during the Period.

Selling and Distribution Expenses

For the six months ended 30 September 2021, selling and distribution expenses of the Group amounted to approximately HK\$216,023,000, representing an increase of approximately 19.1% from approximately HK\$181,441,000 for the six months ended 30 September 2020. The increase in selling and distribution expenses during the Period under Review was mainly due to the increase of rental expenses due to the increase in the number of retail stores in Hong Kong and Macau and the recruitment of additional frontline and warehouse staff to cope with the expansion of retail store network in Hong Kong and Macau.

毛利及毛利率

截至二零二一年九月三十日止六個月，本集團的毛利約為279,132,000港元，較截至二零二零年九月三十日止六個月約222,761,000港元增加約25.3%，而截至二零二一年九月三十日止六個月的毛利率約為32.3%，較截至二零二零年九月三十日止六個月的約31.4%增加約0.9個百分點。本集團於回顧期間的毛利率上升，主要是得益於產品之調整策略，以及不斷努力提升議價能力，有效控制集團的採購成本。

其他收入及其他收益淨額

截至二零二一年九月三十日止六個月，本集團的其他收入及其他收益淨額錄得收入約271,000港元，而本集團截至二零二零年九月三十日止六個月的其他收入及其他收益淨額錄得收益約22,408,000港元。其他收入及其他收益淨額減少主要是由於本公司於本期內並無獲取任何政府補助。

銷售及分銷開支

截至二零二一年九月三十日止六個月，本集團的銷售及分銷開支約為216,023,000港元，較截至二零二零年九月三十日止六個月約181,441,000港元增加約19.1%。於回顧期間的銷售及分銷開支增加主要是由於香港及澳門的零售店舖數目增加令租金開支增加，以及增聘多位前線及倉務人員以應付港澳零售店舖網絡之擴充。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

Administrative and Other Expenses

For the six months ended 30 September 2021, administrative and other expenses of the Group amounted to approximately HK\$32,692,000, representing an increase of approximately 57.7% from approximately HK\$20,733,000 for the six months ended 30 September 2020. The increase in administrative and other expenses was mainly due to the recruitment of additional management personnel and office staff during the Period under Review to support the Group's active development of the various expansion and enhancement projects.

Finance Costs

Finance costs of the Group for the six months ended 30 September 2021 amounted to approximately HK\$3,824,000, representing a decrease of approximately 26.7% from approximately HK\$5,219,000 for the six months ended 30 September 2020. The decrease in finance costs was mainly attributable to the decrease in interest expenses on lease liabilities from approximately HK\$4,037,000 for the six months ended 30 September 2020 to approximately HK\$3,102,000 for the six months ended 30 September 2021.

Income Tax Expenses

The income tax expenses of the Group increased from approximately HK\$2,087,000 for the six months ended 30 September 2020 to approximately HK\$4,165,000 for the six months ended 30 September 2021, representing an increase of approximately 99.6% mainly due to the increase in assessable profit of a major operating subsidiary.

行政及其他開支

截至二零二一年九月三十日止六個月，本集團的行政及其他開支約為32,692,000港元，較截至二零二零年九月三十日止六個月約20,733,000港元增加約57.7%。行政及其他開支增加，主要是由於集團為正積極準備各項拓展、優化項目，於回顧期間增聘管理人員及寫字樓員工以支援發展。

融資成本

本集團截至二零二一年九月三十日止六個月的融資成本約為3,824,000港元，較截至二零二零年九月三十日止六個月約5,219,000港元減少約26.7%。融資成本減少主要可歸因於租賃負債的利息開支由截至二零二零年九月三十日止六個月約4,037,000港元減少至截至二零二一年九月三十日止六個月約3,102,000港元。

所得稅開支

本集團的所得稅開支由截至二零二零年九月三十日止六個月約2,087,000港元，增加至截至二零二一年九月三十日止六個月約4,165,000港元，增幅約為99.6%，主要原因是一間主要營運附屬公司之應課稅溢利增加。

Financial Position, Liquidity and Financial Resources

As at 30 September 2021, the Group's total cash and bank balances (including cash and cash equivalents) were approximately HK\$54,762,000 (as at 31 March 2021: approximately HK\$91,312,000), representing a decrease of approximately 40.0% which was mainly due to the renovation of the new office premises and the payment of final dividend. The current ratio (calculated by current assets divided by current liabilities) of the Group remained relatively stable at approximately 1.0 as at 31 March 2021 and as at 30 September 2021.

As at 30 September 2021, the Group has total bank borrowings of approximately HK\$98,922,000, representing a decrease of approximately 8.0% as compared with approximately HK\$107,496,000 as at 31 March 2021. The total unutilised banking facility extended by commercial banks as at 30 September 2021 amounted to approximately HK\$197,002,000. The carrying amounts of the Group's borrowings are denominated in Hong Kong dollars, secured and approximate to their fair value.

The gearing ratio of the Group as at 30 September 2021 was approximately 27.0% as compared to that of approximately 29.2% as at 31 March 2021, which was calculated by the total debts divided by the total equity at the end of the respective financial period and multiplied by 100%. The total debts of the Group refer to bank borrowings. The decrease in gearing ratio was mainly due to the repayment of bank borrowings within the Period.

The Group financed its liquidity and working capital requirements through a combination of various sources, including but not limited to cash generated from the Group's operations, bank borrowings, net proceeds from the Share Offer, and other external equity and debt financings as and when appropriate.

Capital Structure

The capital structure of the Company comprises of issued share capital and reserves. As at 30 September 2021, the Company had 1,000,000,000 Shares in issue.

財務狀況、流動資金及財務資源

於二零二一年九月三十日，本集團的現金及銀行結餘總額（包括現金及現金等值項目）約為54,762,000港元（於二零二一年三月三十一日：約91,312,000港元），減幅約為40.0%，有關減少主要是由於整修新辦公室物業及支付末期股息所致。本集團的流動比率（按流動資產除以流動負債計算）相對穩定，於二零二一年三月三十一日及二零二一年九月三十日均維持於約1.0倍。

於二零二一年九月三十日，本集團的銀行借款總額約為98,922,000港元，較於二零二一年三月三十一日約107,496,000港元減少約8.0%。本集團於二零二一年九月三十日獲商業銀行所提供的未使用銀行融資合共約為197,002,000港元。本集團的借款為有抵押，其賬面值以港元計值，並與其公平值相若。

本集團的資產負債比率是按各財政期末的全部債務除以總權益再乘以100%計算，其於二零二一年九月三十日約為27.0%，而於二零二一年三月三十一日則約為29.2%。本集團全部債務是指銀行借款。資產負債比率減少，主要是由於本期內償還銀行借款。

本集團已於適當時候透過不同資金來源（包括但不限於本集團經營所得現金、銀行借款、股份發售所得款項淨額，以及其他外部股本及債務融資），為其流動資金及營運資金需求提供資金。

資本架構

本公司的資本架構由已發行股本及儲備組成。於二零二一年九月三十日，本公司有1,000,000,000股已發行股份。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

Capital Commitments

Details of the capital commitments are set out in note 20.

Pledge of Assets

As at 30 September 2021, the bank borrowings and other banking facilities of the Group are secured by:

- (i) the corporate guarantee provided by the Company and a subsidiary; and
- (ii) property, plant and equipment of office premises of the Group with carrying amount of HK\$173,846,000 (as at 31 March 2021: HK\$176,342,000).

Foreign Currency Risk

The Group operates in Hong Kong and Macau and is exposed to foreign exchange risk from (i) the purchase of products from various overseas suppliers mainly from Japan, Europe, Korea and the United States, which purchases are primarily settled in foreign currencies; and (ii) the revenue generated from the operation in Macau. Nevertheless, taking into account the retail industry practice, the Group's current operation and the stable exchange rate of Macau Pataca historically, the Directors do not consider the Group is subject to material foreign exchange risk. The Directors will regularly review and assess the change in risks and take proactive measures and monitor closely of its exposure to such currency movement.

Treasury Policies

The Group adopts prudent treasury management policies and does not engage in any highly leveraged or speculative derivative products. Cash balances are mostly placed in Hong Kong dollars bank deposit with appropriate maturity period for meeting future funding requirements.

USE OF PROCEEDS FROM THE SHARE OFFER

The shares of the Company were listed on the Main Board on 11 January 2019. The net proceeds from the share offer (the "Net Proceeds") amounted to approximately HK\$213.7 million (after deducting the underwriting fees and related expenses).

資本承擔

有關資本承擔的詳情載於附註20。

資產抵押

於二零二一年九月三十日，本集團銀行借款及其他銀行融資以下列項目作抵押：

- (i) 本公司及一間附屬公司提供的企業擔保；及
- (ii) 賬面值為173,846,000港元(於二零二一年三月三十一日：176,342,000港元)的本集團辦公室物業的物業、廠房及設備。

外幣風險

本集團於香港及澳門經營業務，並因(i)向不同海外供應商(主要來自日本、歐洲、韓國及美國)採購產品，且有關採購主要以外幣結算；及(ii)澳門營運所得收入，而面對外幣風險。儘管如此，考慮到零售業慣例、本集團當前營運狀況及澳門元匯率一直穩定，董事認為本集團面對的外幣風險並不重大，會定期檢討審視風險變化，並將就有關貨幣變化所帶來的風險，採取主動措施以及作出嚴密監察。

庫務政策

本集團採取審慎的庫務管理政策，不投購任何高槓桿或投機性衍生產品。現金結餘一般存於設定適當到期日的港元銀行存款賬戶，以滿足未來資金需要。

股份發售的所得款項用途

本公司股份已於二零一九年一月十一日在主板上市。來自股份發售的所得款項淨額(「所得款項淨額」)約為213,700,000港元(扣除包銷費用及相關開支後)。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

As at 30 September 2021, approximately HK\$209.9 million (representing approximately 98.2% of the Net Proceeds) had been utilised. Set out below is the breakdown of the use of the Net Proceeds up to 30 September 2021:

於二零二一年九月三十日已動用約209,900,000港元(相當於所得款項淨額約98.2%)。下表載列截至二零二一年九月三十日的所得款項淨額分列的用途：

		Revised allocation of Net Proceeds (as disclosed in the announcement of the Company dated 15 January 2020)	Further revised allocation of Net Proceeds (as disclosed in the announcement of the Company dated 24 August 2020)	Amount of proceeds used up to 30 September 2021	Unutilised amount of proceeds as at 30 September 2021
	Original Amount of Net Proceeds allocated	the announcement of the Company dated 15 January 2020	the announcement of the Company dated 24 August 2020	to 30 September 2021	proceeds as at 30 September 2021
	原定分配的所得款項淨額	經修訂分配的所得款項淨額	經進一步修訂分配的所得款項淨額	截至二零二一年九月三十日已動用的所得款項淨額	截至二零二一年九月三十日未動用的所得款項淨額
	approximately (概約)	approximately (概約)	approximately (概約)	approximately (概約)	approximately (概約)
	HK\$'million	HK\$'million	HK\$'million	HK\$'million	HK\$'million
	百萬港元	百萬港元	百萬港元	百萬港元	百萬港元
Specific use of Net Proceeds	所得款項淨額的特定用途				
Opening of new retail stores	開設新零售店舖	142.1	112.1	98.1	-
Intensifying and broadening marketing efforts	加強及擴大市場營銷力度	28.9	28.9	13.9	0.3
Upgrading information technology systems	提升資訊科技系統	21.6	21.6	8.6	-
General working capital	一般營運資金	21.1	21.1	21.1	-
Outbound Investment	對外投資	-	30.0	12.0	3.5
Acquisition of Property	收購物業	-	-	60.0	-
		213.7	213.7	213.7	3.8

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

As at 30 September 2021, approximately HK\$3.8 million (representing approximately 1.8% of the Net Proceeds) had not yet been utilized. It is expected that the remaining Net Proceeds will be fully utilised by 2022.

The unutilised Net Proceeds have been placed as bank balances with licensed banks in Hong Kong as at the date of this report.

EMPLOYEES AND REMUNERATION POLICIES

Following the enhancement of front-line staffing structure, the number of employees of the Group increased from a total of 793 employees (excluding five Directors) as at 30 September 2020 to a total of 895 employees (excluding five Directors) as at 30 September 2021. The staff costs (excluding Directors' emoluments) for the six months ended 30 September 2021 was approximately HK\$86,847,000 (six months ended 30 September 2020: approximately HK\$67,788,000).

The remuneration policy of the Group to reward the employees is based on their performance, qualifications, experience and competence. Remuneration package typically comprises salary, contribution to pension schemes, discretionary annual bonus, performance-related bonus, sales target bonus and miscellaneous duties-related allowances. The Group conducts annual review on the performance of the employees and make reference to such performance review for assessing discretionary annual bonus, salary adjustments and promotion appraisals. The remuneration package of the executive Directors and the senior management is determined with reference to those paid by comparable companies, time commitment and performance of the Directors and senior management, as well as the performance of the Group. A remuneration committee is set up for reviewing the Group's emolument policy and structure of all remuneration of the Directors and senior management of the Group with reference to their experience, responsibilities, workload and time devoted to the Group and performance of the Group.

於二零二一年九月三十日，有約3,800,000港元（相當於所得款項淨額約1.8%）尚未使用。預期餘下的所得款項淨額將於二零二二年或之前用畢。

於本報告日期，所得款項淨額的未使用部分已存入香港持牌銀行，作為銀行結餘。

僱員及薪酬政策

經過前線員工架構優化後，本集團僱員數目由二零二零年九月三十日的合共793名（不計五名董事），上升至二零二一年九月三十日的合共895名（不計五名董事）。截至二零二一年九月三十日止六個月的員工成本（不包括董事酬金）約為86,847,000港元（截至二零二零年九月三十日止六個月：約67,788,000港元）。

本集團的薪酬政策旨在獎勵僱員，薪酬乃按彼等的工作表現、資歷、經驗及工作能力而定。薪酬待遇一般包括薪金、退休金計劃供款、酌情年終花紅、表現掛鈎花紅、銷售目標花紅及雜項開支津貼。本集團每年評核僱員表現，並參考有關的表現評核的結果，來評估是否給予酌情年終花紅、薪金調整及晉升機會。執行董事及高級管理層的薪酬待遇乃參考同類公司的薪酬水平、董事及高級管理層付出的時間與表現，以及本集團表現而定。本集團設立薪酬委員會，以針對本集團董事及高級管理層收取的所有薪酬，檢討本集團有關的酬金政策及架構，當中參考各董事及高級管理層的經驗、職責、工作量及為本集團付出的時間，以及本集團的表現。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

The Company has adopted a share option scheme (the “**Share Option Scheme**”) on 18 December 2018 for the purpose of providing incentives and rewards to the participants for their contributions to the Group. As at the date of this report, no option has been granted under the Share Option Scheme.

The Group places great importance on the continuous development and training of the employees, and is devoted to the continuous improvement in the skills and quality of service of the employees. The Group offers various in-house training programmes to the newly recruited employees and frontline staff and management in various aspects, such as technical skills and knowledge, occupational safety and compliance with the laws. During the Period under Review, the Group had also improved the modules of in-house training by introducing video programmes lectures for the orientation of newly recruited front-line staff.

MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not have any material acquisitions or disposals for the six months ended 30 September 2021.

MATERIAL INVESTMENTS

For the six months ended 30 September 2021, the Group did not have any material investments.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

The Group did not have other plans for material investments and capital assets as at 30 September 2021.

CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities as at 30 September 2021.

本公司已於二零一八年十二月十八日採納一項股份期權計劃(「**購股權計劃**」)，藉以向參與者提供獎勵或報酬，以答謝彼等對本集團所作貢獻。於本報告日期，並無根據購股權計劃授出任何購股權。

本集團非常注重僱員的持續發展及培訓，並關注於持續改善僱員技能及服務質素。本集團為新聘請僱員及前線員工及管理人員提供不同方面的內部培訓課程，其內容包括技術能力及知識、職業安全意識及遵守法律等。於回顧期間，本集團亦已改善內部培訓單元，為新入職的前線員工引入視像課程講座。

重大收購及出售

截至二零二一年九月三十日止六個月，本集團並無進行任何重大收購或出售。

重大投資

截至二零二一年九月三十日止六個月，本集團並無任何重大投資。

未來涉及重大投資及資本資產的計劃

本集團於二零二一年九月三十日並無其他涉及重大投資及資本資產的計劃。

或然負債

本集團於二零二一年九月三十日並無任何重大或然負債。

INTERIM DIVIDEND

The Board has recommended to declare an interim dividend of HK1.5 cents per share for the six months ended 30 September 2021 (for the six months ended 30 September 2020: HK2.0 cents per share), representing an aggregate amount of HK\$15,000,000 to the Shareholders whose names appear on the register of members of the Company on Wednesday, 15 December 2021. The interim dividend is expected to be paid on or around Thursday, 30 December 2021.

To ascertain shareholders' entitlement to the interim dividend, the register of members of the Company will be closed from Monday, 13 December 2021 to Wednesday, 15 December 2021 (both days inclusive) during which no transfer of shares will be effected. In order to qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 10 December 2021.

EVENT AFTER THE END OF THE PERIOD

No significant events occurred since the end of the Period and up to the date of this report.

中期股息

董事會建議向於二零二一年十二月十五日(星期三)名列本公司股東名冊的股東宣派截至二零二一年九月三十日止六個月的中期股息每股1.5港仙(截至二零二零年九月三十日止六個月:每股2.0港仙),涉及款項合共15,000,000港元。中期股息預期將於二零二一年十二月三十日(星期四)或前後派付。

為確定股東獲派中期股息的資格,本公司的股份過戶登記處將由二零二一年十二月十三日(星期一)起至二零二一年十二月十五日(星期三)(首尾兩日包括在內)暫停辦理股份過戶登記手續,期間將不會處理任何股份過戶登記。為符合中期股息的資格,所有已填妥的股份過戶表格連同有關股票,必須不遲於二零二一年十二月十日(星期五)下午四時三十分前送交本公司於香港的股份過戶登記分處香港中央證券登記有限公司,地址為香港灣仔皇后大道東183號合和中心17樓1712至1716號舖。

期後事項

自期末起至本報告日期止,未有發生任何重要事件。

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

As at 30 September 2021, the interests and short positions of the Directors and chief executive officer of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (“SFO”)) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he or she is taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO to be entered in the register referred to therein, or which will be required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”) as set out in Appendix 10 to the Listing Rules, were as follows:

董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於二零二一年九月三十日，各董事及本公司最高行政人員於本公司或其相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份或債權證中，擁有須根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所的權益及淡倉（包括彼等根據證券及期貨條例有關條文被假設或被視為擁有的權益及淡倉），或將須根據證券及期貨條例第352條記入該條所提及的登記冊內的權益及淡倉，或將須根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）通知本公司及聯交所的權益及淡倉如下：

(a) Interest in the Shares of the Company

(a) 於本公司股份的權益

Name of Director	Nature of interests	Class and number of issued Shares held	Long/Short position	Approximate percentage of the issued Shares as at 30 September 2021 於二零二一年九月三十日 佔已發行股份的 概約百分比
董事姓名	權益性質	所持已發行股份 類別及數目	好倉／淡倉	
Mr. Lin Tsz Fung	Interest in controlled corporation	375,000,000 ordinary Shares (Note 1)	Long position	37.5%
林子峰先生	於受控制法團的權益	375,000,000股 普通股 (附註1)	好倉	
Ms. Hui Ngai Fan	Interest in controlled corporation	375,000,000 ordinary Shares (Note 2)	Long position	37.5%
許毅芬女士	於受控制法團的權益	375,000,000股 普通股 (附註2)	好倉	

OTHER INFORMATION 其他資料

Notes:

- These 375,000,000 Shares were directly held as to 206,250,000 Shares (being approximately 20.63%) by United East Global Limited (“United East”) and as to 168,750,000 Shares (being approximately 16.87%) by Universal Tycoon Limited (“Universal Tycoon”), both of which in turn were wholly-owned by Mr. Lin Tsz Fung. Mr. Lin Tsz Fung is therefore deemed to be interested in the aggregate of 375,000,000 Shares held by United East and Universal Tycoon under the SFO.
- These 375,000,000 Shares were directly held as to 200,000,000 Shares (being 20%) by Sea Wealth Ventures Limited (“Sea Wealth”), as to 95,000,000 Shares (being 9.5%) by Sino Sea Enterprises Limited (“Sino Sea”) and as to 80,000,000 Shares (being 8%) by Giant Blessing Global Limited (“Giant Blessing”), all of which in turn were wholly-owned by Ms. Hui Ngai Fan. Ms. Hui Ngai Fan is therefore deemed to be interested in the aggregate of 375,000,000 Shares held by Sea Wealth, Sino Sea and Giant Blessing under the SFO.

附註：

- 該375,000,000股股份由聯東環球有限公司(「聯東環球」)直接持有當中206,250,000股股份(即約20.63%)及環亨有限公司(「環亨」)直接持有當中168,750,000股股份(即約16.87%)，而聯東環球及環亨均由林子峰先生全資擁有。因此，根據證券及期貨條例，林子峰先生被視為於聯東環球及環亨所持有的合共375,000,000股股份中擁有權益。
- 該375,000,000股股份由海富創投有限公司(「海富創投」)直接持有當中200,000,000股股份(即20%)、華海企業有限公司(「華海企業」)直接持有當中95,000,000股股份(即9.5%)及高澤環球有限公司(「高澤環球」)直接持有當中80,000,000股股份(即8%)，而海富創投、華海企業及高澤環球均由許毅芬女士全資擁有。因此，根據證券及期貨條例，許毅芬女士被視為於海富創投、華海企業及高澤環球所持有的合共375,000,000股股份中擁有權益。

(b) Interest in shares of associated corporation

(b) 於相聯法團股份的權益

Name of Director	Name of associate corporation	Nature of interests	Class and number of securities held	Approximate percentage of shareholding in associated corporation as at 30 September 2021 於二零二一年九月三十日佔相聯法團股權的概約百分比
董事姓名	相聯法團名稱	權益性質	所持證券類別及數目	
Mr. Lin Tsz Fung 林子峰先生	(i) United East (i) 聯東環球	Beneficial owner 實益擁有人	100 ordinary shares 100股普通股	100%
	(ii) Universal Tycoon (ii) 環亨	Beneficial owner 實益擁有人	100 ordinary shares 100股普通股	100%
Ms. Hui Ngai Fan 許毅芬女士	(i) Sea Wealth (i) 海富創投	Beneficial owner 實益擁有人	100 ordinary shares 100股普通股	100%
	(ii) Sino Sea (ii) 華海企業	Beneficial owner 實益擁有人	100 ordinary shares 100股普通股	100%
	(iii) Giant Blessing (iii) 高澤環球	Beneficial owner 實益擁有人	100 ordinary shares 100股普通股	100%

Save as disclosed above, as at 30 September 2021, none of the Directors nor chief executive officer of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to the Company and the 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 are 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 Stock Exchange pursuant to the Model Code.

除上文所披露者外，於二零二一年九月三十日，概無董事或本公司最高行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中，擁有任何須根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所的權益或淡倉（包括彼等根據證券及期貨條例有關條文被假設或被視為擁有的權益或淡倉），或須根據證券及期貨條例第352條記入該條所提及的登記冊內的權益或淡倉，或須根據標準守則另行通知本公司及聯交所的權益或淡倉。

DISCLOSURE OF INTERESTS OF SUBSTANTIAL SHAREHOLDERS

As at 30 September 2021, so far as the Directors are aware, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

主要股東的權益披露

於二零二一年九月三十日，據董事所深知，根據證券及期貨條例第336條須存置的登記冊所記錄的下列人士（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權益或淡倉如下：

OTHER INFORMATION 其他資料

Long position in shares

於股份的好倉

Name of Shareholder	Company concerned	Nature of interests	Class and number of securities held	Approximate percentage of total issued shares of the Company as at 30 September 2021 於二零二一年九月三十日佔本公司已發行股份總數的概約百分比
股東姓名／名稱	所涉公司	權益性質	所持證券類別及數目	
United East (Note 1)	the Company	Beneficial owner	206,250,000 ordinary shares	20.63%
聯東環球 (附註1)	本公司	實益擁有人	206,250,000股普通股	
Universal Tycoon (Note 1)	the Company	Beneficial owner	168,750,000 ordinary shares	16.87%
環亨 (附註1)	本公司	實益擁有人	168,750,000股普通股	
Sea Wealth (Note 2)	the Company	Beneficial owner	200,000,000 ordinary shares	20.00%
海富創投 (附註2)	本公司	實益擁有人	200,000,000股普通股	
Sino Sea (Note 2)	the Company	Beneficial owner	95,000,000 ordinary shares	9.5%
華海企業 (附註2)	本公司	實益擁有人	95,000,000股普通股	
Giant Blessing (Note 2)	the Company	Beneficial owner	80,000,000 ordinary shares	8.0%
高澤環球 (附註2)	本公司	實益擁有人	80,000,000股普通股	
Ms. Lee Wai Bing (Note 3)	the Company	Interest of spouse	375,000,000 ordinary shares	37.50%
李惠冰女士 (附註3)	本公司	配偶權益	375,000,000股普通股	

Notes:

- Each of United East and Universal Tycoon is wholly owned by Mr. Lin Tsz Fung. Under the SFO, Mr. Lin Tsz Fung is deemed to be interested in the same number of shares held by United East and Universal Tycoon respectively.
- Each of Sea Wealth, Sino Sea and Giant Blessing is wholly owned by Ms. Hui Ngai Fan. Under the SFO, Ms. Hui Ngai Fan is deemed to be interested in the same number of shares held by Sea Wealth, Sino Sea and Giant Blessing respectively.
- Ms. Lee Wai Bing is the spouse of Mr. Lin Tsz Fung. Under the SFO, Ms. Lee Wai Bing is deemed to be interested in the same number of Shares in which Mr. Lin Tsz Fung is interested.

附註：

- 聯東環球及環亨各自由林子峰先生全資實益擁有。根據證券及期貨條例，林子峰先生被視為於聯東環球及環亨所分別持有的相同數目股份中擁有權益。
- 海富創投、華海企業及高澤環球各自由許毅芬女士全資實益擁有。根據證券及期貨條例，許毅芬女士被視為於海富創投、華海企業及高澤環球所分別持有的相同數目股份中擁有權益。
- 李惠冰女士為林子峰先生的配偶。根據證券及期貨條例，李惠冰女士被視為於林子峰先生擁有權益的相同數目股份中擁有權益。

SHARE OPTION SCHEME

The Company has adopted the Share Option Scheme on 18 December 2018. As at 30 September 2021, no option had been granted, exercised, cancelled or lapsed under the Share Option Scheme and there was no outstanding share option as at the date of this report.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed shares during the six months ended 30 September 2021 and up to the date of this report.

CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance, to formulate good corporate governance practice for improvement of accountability and transparency in operations, and to strengthen the internal control system from time to time so as to ensure to meet with the expectations of the shareholders of the Company.

During the six months ended 30 September 2021 and up to the date of this report, the Company has adopted and complied with all applicable code provisions in the Corporate Governance Code as set out in Appendix 14 to the Listing Rules.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its own code of conduct governing the securities transactions by the Directors. Following a specific enquiry made by the Company on the Directors, all Directors have confirmed that they had complied with the required standard set out in the Model Code during the six months ended 30 September 2021 and up to the date of this report.

購股權計劃

本公司已於二零一八年十二月十八日採納購股權計劃。於二零二一年九月三十日，並無根據購股權計劃已授出、已行使、已註銷或已失效的購股權，於本報告日期亦無尚未行使的購股權。

購回、出售或贖回本公司上市證券

本公司或其任何附屬公司概無於截至二零二一年九月三十日止六個月及直至本報告日期止購回、出售或贖回本公司任何上市股份。

企業管治

本公司致力維持高水平企業管治，制定良好企業管治常規以提高營運的問責性及透明度，並不時加強內部監控系統，確保符合本公司股東的期望。

於截至二零二一年九月三十日止六個月及直至本報告日期止，本公司已採納並遵守上市規則附錄十四所載企業管治守則的所有適用守則條文。

董事進行證券交易的標準守則

本公司已採納上市規則附錄十所列載的標準守則作為其自身規管董事進行證券交易的行為守則。經本公司向董事作出具體查詢後，全體董事均已確認，彼等於截至二零二一年九月三十日止六個月及直至本報告日期止已遵守標準守則所規定的準則。

OTHER INFORMATION 其他資料

CHANGE IN DIRECTORS' INFORMATION UNDER RULE 13.51B(1) OF THE LISTING RULES

Pursuant to Rule 13.51B(1) of the Listing Rules, the disclosable changes and updated information regarding the Directors since the Company's last published annual report and up to the date of this interim report are set out below:

- (1) Mr. Lee Ka Lun, an independent non-executive Director of the Company, is an independent non-executive director of Chong Hing Bank Limited which was delisted from the Main Board of the Stock Exchange on 30 September 2021.

Save as disclosed above, the Company is not aware of any other information which is required to be disclosed under Rule 13.51B(1) of the Listing Rules since the Company's last published annual report and up to the date of this interim report.

REVIEW OF UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Group's unaudited interim condensed consolidated financial statements for the six months ended 30 September 2021 had been reviewed by the Audit Committee of the Company, which was of the opinion that the preparation of such unaudited interim condensed consolidated financial statements complied with the applicable accounting standards and requirements and that adequate disclosures were made. In addition, the Group's unaudited interim condensed consolidated financial statements for the six months ended 30 September 2021 had been reviewed by BDO Limited, the auditor of the Company, in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Hong Kong Institute of Certified Public Accountants.

On behalf of the Board

Best Mart 360 Holdings Limited
Lin Tsz Fung
Chairman

Hong Kong, 26 November 2021

根據上市規則第13.51B(1)條有關董事資料之變更

根據上市規則第13.51B(1)條，自本公司最近刊發之年報日期起直至本中期報告日期，須予披露的有關董事之變動及更新資料如下：

- (1) 本公司獨立非執行董事李家麟先生為創興銀行有限公司之獨立非執行董事，該公司已於二零二一年九月三十日在聯交所主板除牌。

除上文所披露者外，本公司並不知悉自本公司上次刊發年報起至本中期報告日期為止根據上市規則第13.51B(1)條須予披露的任何其他資料。

審閱未經審核中期簡明綜合財務報表

本集團截至二零二一年九月三十日止六個月的未經審核中期簡明綜合財務報表已經由本公司審核委員會審閱，審核委員會認為有關未經審核中期簡明綜合財務報表乃遵照適用會計準則及規定編製，並已作出充分披露。此外，本集團截至二零二一年九月三十日止六個月的未經審核中期簡明綜合財務報表已經由本公司核數師香港立信德豪會計師事務所有限公司按照香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行審閱。

代表董事會

優品360控股有限公司
主席
林子峰

香港，二零二一年十一月二十六日

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表審閱報告



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TO THE BOARD OF DIRECTORS OF BEST MART 360 HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

致優品360控股有限公司董事會

(於開曼群島註冊成立的有限公司)

INTRODUCTION

We have reviewed the interim condensed consolidated financial statements set out on pages 31 to 56 which comprise the condensed consolidated statement of financial position of Best Mart 360 Holdings Limited and its subsidiaries (collectively referred to as the “**Group**”) as of 30 September 2021 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six month period then ended, and a summary of significant accounting policies and other explanatory notes (the “**interim condensed consolidated financial statements**”). The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“**HKAS 34**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). The directors are responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on the interim condensed consolidated financial statements based on our review. This report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

緒言

本核數師行已審閱第31頁至第56頁所載的優品360控股有限公司及其附屬公司(統稱「**貴集團**»)的中期簡明綜合財務報表，包括於二零二一年九月三十日的簡明綜合財務狀況表及截至該日止六個月期間的相關簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表，以及主要會計政策概要及其他說明附註(「**中期簡明綜合財務報表**»)。根據香港聯合交易所有限公司證券上市規則規定，中期財務資料報告須遵照當中相關條文及香港會計師公會(「**香港會計師公會**»)頒佈的香港會計準則第34號「中期財務報告」(「**香港會計準則第34號**»)編製。貴集團董事須負責依照香港會計準則第34號編製並呈列該等中期簡明綜合財務報表。我們的責任是根據我們的審閱，對中期簡明綜合財務報表作出結論，並按照我們同意的應聘條款，僅向閣下(作為整體)報告，除此之外本報告別無其他目的。我們不會就本報告的內容對任何其他人士負責或承擔責任。

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表審閱報告

SCOPE OF REVIEW

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

CONCLUSION

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

BDO Limited

Certified Public Accountants

Chan Wing Fai

Practising Certificate no. P05443

Hong Kong

26 November 2021

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行審閱。審閱中期財務資料包括主要向負責財務及會計事務的人員作出詢問，以及採用分析性及其他審閱程序。審閱範圍遠小於根據香港審計準則進行審計的範圍，故我們無法保證我們會注意到所有在審計過程中可能發現的重大事項。因此，我們不會發表審計意見。

結論

根據我們的審閱結果，我們並無發現任何事項，令我們相信中期簡明綜合財務報表在各重大方面未有依照香港會計準則第34號編製。

香港立信德豪會計師事務所有限公司

執業會計師

陳永輝

執業證書編號：P05443

香港

二零二一年十一月二十六日

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021 截至二零二一年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
		Notes 附註	
Revenue	收入	6	709,387
Cost of sales	銷售成本		(486,626)
Gross profit	毛利		222,761
Other income and other gains, net	其他收入及其他收益淨額	7	22,408
Selling and distribution expenses	銷售及分銷開支		(181,441)
Administrative and other expenses	行政及其他開支		(20,733)
Operating profit	經營溢利		42,995
Finance costs	融資成本	8	(5,219)
Profit before income tax	除所得稅前溢利	9	37,776
Income tax expense	所得稅開支	10	(2,087)
Profit and total comprehensive income for the period	期內溢利及全面收益總額		35,689
Profit and total comprehensive income attributable to owners of the Company	本公司擁有人應佔溢利及全面收益總額		35,689
Earnings per share attributable to owners of the Company during the period:	期內本公司擁有人應佔每股盈利：		
– Basic and diluted (HK cents)	– 基本及攤薄(港仙)	12	3.6

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

AS AT 30 SEPTEMBER 2021 於二零二一年九月三十日

			30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
		Notes 附註		
ASSETS AND LIABILITIES	資產與負債			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	459,244	431,598
Deposits	按金	15	30,665	37,449
Deposits paid for purchase of property, plant and equipment	購入物業、廠房及設備的已付按金	15	489	7,108
Deferred tax assets	遞延稅項資產		1,857	1,902
			492,255	478,057
Current assets	流動資產			
Inventories	存貨		218,183	198,547
Trade receivables	貿易應收款項	14	3,753	2,927
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	15	67,977	50,359
Cash and bank balances	現金及銀行結餘	16	54,762	91,312
			344,675	343,145
Total assets	總資產		836,930	821,202
Current liabilities	流動負債			
Trade payables	貿易應付款項	17	62,158	59,695
Accruals and other payables	應計費用及其他應付款項	17	43,171	39,229
Bank borrowings	銀行借款	18	98,922	107,496
Lease liabilities	租賃負債		143,479	142,571
Income tax payable	應付所得稅		12,201	8,083
			359,931	357,074
Net current liabilities	流動負債淨值		(15,256)	(13,929)
Total assets less current liabilities	總資產減流動負債		476,999	464,128

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

AS AT 30 SEPTEMBER 2021 於二零二一年九月三十日

			30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Non-current liabilities	非流動負債			
Accruals and other payables	應計費用及其他應付款項	17	2,204	2,163
Lease liabilities	租賃負債		108,965	93,834
			111,169	95,997
Net assets	資產淨值		365,830	368,131
EQUITY	權益			
Equity attributable to owners of the Company	本公司擁有人應佔權益			
Share capital	股本	19	10,000	10,000
Reserves	儲備		355,830	358,131
Total equity	總權益		365,830	368,131

On behalf of the Directors of the Company

代表本公司董事

Lin Tsz Fung

林子峰

Director

董事

Hui Ngai Fan

許靄芬

Director

董事

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021 截至二零二一年九月三十日止六個月

		Share capital 股本 HK\$'000 千港元 (Note 19) (附註19)	Share premium 股份溢價 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 April 2020	於二零二零年四月一日	10,000	349,284	(122,614)	70,012	306,682
Profit and total comprehensive income for the period	期內溢利及全面收益 總額	-	-	-	35,689	35,689
At 30 September 2020 (Unaudited)	於二零二零年九月三十日 (未經審核)	10,000	349,284	(122,614)	105,701	342,371
At 1 April 2021	於二零二一年四月一日	10,000	329,284	(122,614)	151,461	368,131
Profit and total comprehensive income for the period	期內溢利及全面收益 總額	-	-	-	22,699	22,699
Dividend paid (note 11)	已付股息(附註11)	-	-	-	(25,000)	(25,000)
At 30 September 2021 (Unaudited)	於二零二一年九月三十日 (未經審核)	10,000	329,284	(122,614)	149,160	365,830

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021 截至二零二一年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from operating activities	經營業務的現金流量		
Cash generated from operations	經營所得現金	99,574	98,968
Income tax paid	已付所得稅	(3)	(4,060)
Net cash generated from operating activities	經營業務所得現金淨額	99,571	94,908
Cash flows from investing activities	投資業務的現金流量		
Purchase of property, plant and equipment	購入物業、廠房及設備	(14,799)	(10,448)
Net cash flow on acquisition of a subsidiary	收購附屬公司的現金流出淨額	-	(178,227)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項	-	1,131
Payments for reinstatement costs	支付修復成本	(100)	(60)
Bank interest received	已收銀行利息	24	948
Net cash used in investing activities	投資業務所用現金淨額	(14,875)	(186,656)
Cash flows from financing activities	融資業務的現金流量		
Proceeds from bank borrowings	銀行借款所得款項	26,000	91,136
Repayments of bank borrowings	償還銀行借款	(34,574)	(50,648)
Repayment of principal portion of the lease liabilities	償還租賃負債的本金部分	(83,847)	(65,082)
Interest paid	已付利息	(3,825)	(6,788)
Dividend paid	已付股息	(25,000)	-
Net cash used in financing activities	融資業務所用現金淨額	(121,246)	(31,382)
Net decrease in cash and cash equivalents	現金及現金等值項目減少淨額	(36,550)	(123,130)
Cash and cash equivalents at beginning of period	期初現金及現金等值項目	91,312	215,911
Cash and cash equivalents at end of period	期末現金及現金等值項目	54,762	92,781

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1. GENERAL

Best Mart 360 Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands on 24 January 2018. The address of the Company’s registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands and its principal place of business in Hong Kong is 11th Floor, C-Bons International Center, No. 108 Wai Yip Street, Kowloon, Hong Kong.

The Company is an investment holding company and its subsidiaries (collectively referred to as the “**Group**”) are principally engaged in retailing of food and beverage, household and personal care products under the “Best Mart 360° (優品360°)” brand stores in Hong Kong and Macau Special Administrative Region (“**Macau**”).

2. BASIS OF PREPARATION

These unaudited interim condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (“**HKAS 34**”), issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and the applicable disclosure provisions of Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). These unaudited interim condensed consolidated financial statements were authorised for issue on 26 November 2021.

These unaudited condensed consolidated interim financial statements have been prepared with the same accounting policies adopted in the 2020/2021 annual financial statements, except for the accounting policy changes that are expected to be reflected in the annual financial statements for the year ending 31 March 2022. Details of changes in accounting policies are set out in note 3 to the unaudited condensed consolidated interim financial information, the adoption of the new and revised HKFRSs have no material effect on these unaudited interim condensed consolidated financial statements. The Group has not early adopted any new and revised HKFRSs that has been issued but not yet effective in the current accounting period.

1. 一般事項

優品360控股有限公司(「**本公司**»)於二零一八年一月二十四日根據開曼群島法律第22章《公司法》(一九六一年第3號法律，經綜合及修訂)在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands，而其於香港的主要營業地點為香港九龍偉業街108號絲寶國際大廈11樓。

本公司為一間投資控股公司，其附屬公司(統稱「**本集團**»)主要從事在香港及澳門特別行政區(「**澳門**»)「Best Mart 360°(優品360°)」品牌店舖進行食品和飲品、家居和個人護理產品零售業務。

2. 編製基準

該等未經審核中期簡明綜合財務報表已按照香港會計師公會(「**香港會計師公會**»)頒佈的香港會計準則第34號(「**香港會計準則第34號**»)及聯交所證券上市規則(「**上市規則**»)的適用披露條文編製。該等未經審核中期簡明綜合財務報表於二零二一年十一月二十六日獲授權刊發。

該等未經審核簡明綜合中期財務報表乃按照與二零二零／二零二一年年度財務報表所採納的相同會計政策編製，惟不包括預期於截至二零二二年三月三十一日止年度的年度財務報表中反映的會計政策變動。會計政策變動的詳情載於未經審核簡明綜合中期財務資料附註3，採納新訂及經修訂香港財務報告準則對該等未經審核中期簡明綜合財務報表並無重大影響。本集團並無提早採納本會計期間任何已經頒佈但尚未生效的新訂及經修訂香港財務報告準則。

2. BASIS OF PREPARATION (Cont'd)

The preparation of these unaudited interim condensed consolidated financial statements in compliance with HKAS 34 requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. The areas where significant judgments and estimates have been made in preparing the financial statements and their effects are disclosed in note 4.

These unaudited interim condensed consolidated financial statements are presented in Hong Kong Dollars (“**HK\$**”), unless otherwise stated. These interim condensed consolidated financial statements contain condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2020/2021 annual financial statements. These unaudited interim condensed consolidated financial statements and notes do not include all of the information required for a complete set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (the “**HKFRSs**”) and should be read in conjunction with the 2020/2021 consolidated financial statements.

As at 30 September 2021, the Group had net current liabilities of approximately HK\$15,256,000. This condition may affect the Group’s ability to continue as a going concern.

The net current liabilities as at 30 September 2021 included bank borrowings of approximately HK\$98,922,000. Within these bank borrowings, there was a mortgage loan of approximately HK\$84,922,000, out of which approximately HK\$80,999,000 is contractually due for repayment after a year, contains a discretionary repayable on demand clause and is therefore classified as a current liabilities.

2. 編製基準 (續)

編製該等符合香港會計準則第34號的未經審核中期簡明綜合財務報表，需要運用若干判斷、估計及假設，其將影響政策應用及自年初至今的資產與負債、收入及開支的呈報金額。實際結果可能與該等估計有所不同。於編製財務報表過程中涉及作出重大判斷及估計的範疇及其影響於附註4內披露。

除另有指明者外，該等未經審核中期簡明綜合財務報表乃按港元（「**港元**」）呈列。該等中期簡明綜合財務報表載有簡明綜合財務報表及選定說明附註。該等附註包括對理解本集團自二零二零／二零二一年年度財務報表刊發以來的財務狀況及業績變動而言屬重要的事件及交易說明。該等未經審核中期簡明綜合財務報表及附註並不包括根據香港財務報告準則（「**香港財務報告準則**」）編製的整套財務報表所需的全部資料，並應與二零二零／二零二一年綜合財務報表一併閱讀。

於二零二一年九月三十日，本集團的流動負債淨值約為15,256,000港元。此狀況可能影響本集團持續經營的能力。

於二零二一年九月三十日的流動負債淨值中包括為數約98,922,000港元的銀行借款。於該等銀行借款中有一筆為數約84,922,000港元的按揭貸款，其中約80,999,000港元按合約規定將於一年後償還，惟其包含按要求償還的酌情權條款，故此屬流動負債。

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2. BASIS OF PREPARATION (Cont'd)

The directors of the Company considered that it is highly unlikely that the relevant bank will exercise the discretion to demand immediate repayment of the mortgage loan and believes that such mortgage loan will be repaid in accordance with the scheduled dates set out in the relevant loan agreement. A cash flow forecast covering a period of twelve months from the end of the reporting period was also prepared by the directors of the Company and it is considered that the Group would be able to meet the conditions set out in the existing banking facility letter and that these facilities will continue to be available to the Group over the forecast period. On this basis, the Group is able to maintain sufficient liquidity and working capital that enables the Group to realise its assets and discharge its liabilities in the normal course of business.

The directors of the Company have considered the Group's financial position to conclude that the Group has sufficient financial resources to meet its financial obligations as and when they fall due in the coming twelve months. Accordingly, the Group's consolidated financial statements have been prepared on a going concern basis.

These interim condensed consolidated financial statements are unaudited, but has been reviewed by BDO Limited in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the HKICPA. BDO Limited's independent review report to the Board of Director's is included on pages 29 to 30.

2. 編製基準 (續)

本公司董事認為，相關銀行不大可能會行使其酌情權以要求即時償還該按揭貸款，並相信該按揭貸款將按照相關貸款協議所載的時間表日期償還。本公司董事亦已編製從報告期末起計涵蓋十二個月期間的現金流量預測，並認為本集團將能夠履行現有銀行融資函件中所載的條件，且該等融資將繼續供本集團於上述預測期內使用。在此基礎上，本集團能夠維持充足流動資金及營運資本，足以讓本集團於正常業務過程中變現其資產及解除其負債。

本公司董事已考慮本集團的財務狀況，並推斷本集團有足夠財務資源履行其於未來十二個月到期的財務責任。因此，本集團的綜合財務報表已按持續經營基準編製。

該等中期簡明綜合財務報表未經審核，惟已經由香港立信德豪會計師事務所有限公司按照香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行審閱。香港立信德豪會計師事務所有限公司向董事會出具的獨立審閱報告載於第29頁至第30頁。

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3. SIGNIFICANT ACCOUNTING POLICIES

The HKICPA has issued a number of new or amended HKFRSs that are first effective for the current accounting period of the Group:

- Amendments to HKFRS 16: COVID-19 Related Rent Concession
- 2021 Amendment to HKFRS 16: COVID-19 Related Rent Concessions beyond 30 June 2021
- Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16: Interest Rate Benchmark Reform – Phase 2

The application of the above amendments to HKFRSs during the period has had no material effect on the amounts reported in the unaudited condensed consolidated interim financial information and/or disclosures set out in the unaudited condensed consolidated interim financial information.

3. 重大會計政策

於本集團的本會計期間首次生效的多項由香港會計師公會頒佈的新訂或經修訂香港財務報告準則如下：

- 香港財務報告準則第16號修訂本：COVID-19相關租金減免
- 二零二一年香港財務報告準則第16號修訂本：二零二一年六月三十日以後的COVID-19相關租金減免
- 香港財務報告準則第9號、香港會計準則第39號、香港財務報告準則第7號、香港財務報告準則第4號及香港財務報告準則第16號修訂本：利率基準改革—第二階段

於期內應用上述香港財務報告準則修訂本對未經審核簡明綜合中期財務資料所報金額及／或未經審核簡明綜合中期財務資料所載披露事項並無重大影響。

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In preparing these unaudited interim condensed consolidated financial statements, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to 2020/2021 annual financial statements.

5. SEGMENT INFORMATION

During the period ended 30 September 2021, the Group operates one reportable and operating segment which is the retailing of food and beverage, household and personal care products under the "Best Mart 360° (優品360°)" brand stores in Hong Kong and Macau. The Group determines its operating segment based on information reported to executive directors of the Company who are also the chief operating decision-makers that are used to make strategic decisions. Accordingly, the Group does not present separately segment information.

Geographical segment

The Group's geographical segments are based on the location of the Group's assets. Revenue to external customers disclosed in geographical segments are based on the geographical location of its customers.

The following table presents revenue regarding the Group's geographical segments for the six months ended 30 September 2021 and 30 September 2020 and certain non-current assets information as at 30 September 2021 and 31 March 2021.

4. 重大會計判斷及估計不確定因素的主要來源

於編製該等未經審核中期簡明綜合財務報表時，管理層就應用本集團的會計政策所作出的重大判斷以及估計不確定因素的主要來源，均與二零二零／二零二一年年度財務報表所應用者相同。

5. 分部資料

於截至二零二一年九月三十日止期間內，本集團有一個可報告經營分部，其為在香港及澳門「Best Mart 360°(優品360°)」品牌店舖進行食品和飲品、家居和個人護理產品零售業務。本集團根據向本公司執行董事(亦為主要經營決策者)所匯報並用以作出策略決定的資料來釐定其經營分部。因此，本集團並無獨立呈列分部資料。

地域分部

本集團的地域分部乃根據本集團資產的位置而設立。在地域分部上公開的支付予外部客戶的收入乃根據客戶的地理位置劃分。

下表顯示截至二零二一年九月三十日及二零二零年九月三十日止六個月本集團地域分部的收入以及於二零二一年九月三十日及二零二一年三月三十一日若干非流動資產資料。

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5. SEGMENT INFORMATION (Cont'd)

5. 分部資料(續)

Geographical segment (Cont'd)

地域分部(續)

		Hong Kong	Macau	Mainland China	Total
		香港	澳門	中國內地	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
30 September 2021	二零二一年九月三十日				
(unaudited)	(未經審核)				
Revenue	收入	835,005	27,973	–	862,978
Non-current assets*	非流動資產*	438,091	21,074	79	459,244
30 September 2020	二零二零年九月三十日				
(unaudited)	(未經審核)				
Revenue	收入	692,101	17,286	–	709,387
31 March 2021	二零二一年三月三十一日				
(audited)	(經審核)				
Non-current assets*	非流動資產*	411,056	20,542	–	431,598

* Excludes deposits and deferred tax assets.

* 不包括按金及遞延稅項資產。

Information about major customers

Since none of the Group's sales to a single customer amounted to 10% or more of the Group's total revenue for the six months ended 30 September 2021 (six months ended 30 September 2020: Nil), no information about major customers in accordance with HKFRS 8 Operating Segments is presented.

有關主要顧客的資料

由於本集團向單一顧客的銷售概無佔本集團截至二零二一年九月三十日止六個月的收入總額10%或以上(截至二零二零年九月三十日止六個月:無),故並無按照香港財務報告準則第8號經營分部呈列有關主要顧客的資料。

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6. REVENUE

The Group principally engages in retailing of food and beverage, household and personal care products under the “Best Mart 360° (優品360°)” brand stores in Hong Kong and Macau. All revenue of the Group is recognised at a point in time.

Revenue from the Group’s principal activities during the period is as follows:

6. 收入

本集團主要從事在香港及澳門「Best Mart 360° (優品360°)」品牌店舖進行食品和飲品、家居和個人護理產品零售業務。本集團所有收入均於某個時間點確認。

期內，本集團主要業務的收入如下：

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue from	收入來源		
Retailing sales	零售	870,087	711,428
Less: Sales discounts	減：銷售折扣	(7,109)	(2,041)
		862,978	709,387

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7. OTHER INCOME AND OTHER GAINS, NET

7. 其他收入及其他收益淨額

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest income from bank deposits	銀行存款利息收入	24	948
Losses on written-off/disposal of property, plant and equipment, net	撇銷/出售物業、廠房及設備的虧損淨額	(164)	(198)
Promotion income	推廣收入	-	377
Government grant	政府補助	-	21,189
Others	其他	411	92
		271	22,408

Note:

The government grants recognised during the six months ended 30 September 2020 were mainly related to the COVID-19 related subsidy from Employment Support Scheme of Hong Kong government and government grant from Macau government. During the six months ended 30 September 2020, the Group recognised government grants of HK\$21,053,000 and HK\$136,000 from Employment Support Scheme of Hong Kong government and government grant from Macau government respectively. The Group has elected to present this government grant separately, rather than reducing the related expense. The Group had to commit to spending the assistance on payroll expenses, and not reduce employee head count below prescribed levels for a specified period of time. The Group does not have any unfulfilled obligations relating to this government grants.

During six months ended 30 September 2021 no government grant was recognised by the Group.

附註：

於截至二零二零年九月三十日止六個月確認的政府補助主要與香港政府「保就業」計劃所提供的COVID-19相關補貼以及澳門政府所提供的政府補助有關。於截至二零二零年九月三十日止六個月內，本集團就香港政府「保就業」計劃補助及澳門政府補助分別確認政府補助21,053,000港元及136,000港元。本集團選擇獨立呈列該等政府補助，而非扣減相關開支。本集團須承諾將有關資助用作薪金開支，且於指定期限內不會將僱員人數削減至低於規定人數。本集團並無與該等政府補助有關的未履行責任。

於截至二零二一年九月三十日止六個月內，本集團並無確認政府補助。

8. FINANCE COSTS

8. 融資成本

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest expense on borrowings	借款的利息開支	722	1,182
Interest expense on lease liabilities	租賃負債的利息開支	3,102	4,037
		3,824	5,219

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9. PROFIT BEFORE INCOME TAX

9. 除所得稅前溢利

Profit before income tax is arrived at after charging/(crediting):

除所得稅前溢利乃扣除／(計入)下列各項：

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Directors' emoluments	董事酬金	738	738
Staff costs:	員工成本：		
– Wages, salaries and other benefits	– 工資、薪金及其他福利	83,280	65,035
– Contributions to defined contribution pension plans	– 定額供款退休金計劃供款	3,567	2,753
Depreciation of property, plant and equipment	物業、廠房及設備折舊	93,984	75,571
Exchange differences, net	匯兌差額淨額	(219)	(110)
Cost of inventories recognised as expenses	確認為開支的存貨成本	583,846	486,626
Written-off of inventories	撇銷存貨	2,416	1,338
Service expenses for using the operating facilities of warehouse	使用倉儲營運設施的服務開支	–	6,782
Operating lease payments in respect of retail stores and office	有關零售店舖及辦公室的經營租賃款項		
– Short-term lease expenses	– 短期租賃開支	3,058	5,309
– Contingent rents	– 或然租金	5,873	5,566
		8,931	10,875

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10. INCOME TAX EXPENSE

The income tax expense in the condensed consolidated statement of profit or loss and other comprehensive income during the period represents:

10. 所得稅開支

期內簡明綜合損益及其他全面收益表內的所得稅開支為：

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Current income tax	即期所得稅		
– Hong Kong Profits Tax	– 香港利得稅	4,368	2,527
– Macau Complementary Income Tax (“MCIT”)	– 澳門所得補充稅 (「澳門所得補充稅」)	200	–
		4,568	2,527
– Over-provision in respect of prior year	– 過往年度超額撥備	(447)	–
		4,121	2,527
Deferred income tax	遞延所得稅	44	(440)
Income tax expense	所得稅開支	4,165	2,087

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of Cayman Islands and accordingly, is not subject to income tax in the Cayman Islands.

During the period ended 30 September 2021 and 2020, under the two-tiered profits tax rates regime, the first HK\$2 million of estimated assessable profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of other group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

本公司根據開曼群島公司法在開曼群島註冊成立為獲豁免有限公司，並因此毋須繳納開曼群島所得稅。

截至二零二一年及二零二零年九月三十日止期間，在利得稅兩級制制度下，合資格集團實體首2百萬港元的估計應課稅溢利會按8.25%徵稅，超過2百萬港元的溢利則按16.5%徵稅。其他不符合利得稅兩級制制度的集團實體的溢利將繼續按16.5%劃一稅率徵稅。

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10. INCOME TAX EXPENSE (Cont'd)

MCIT has been provided at the progressive rate on the estimated assessable profits. The maximum tax rate is 12% for the period ended 30 September 2021. No provision of MCIT has been made as the Group has no assessable profit for MCIT for the period ended 30 September 2020.

No provision of Corporate Income Tax ("CIT") for subsidiaries operating in People's Republic of China has been made as the Group has no assessable profit for CIT for the period ended 30 September 2021 and 2020.

11. DIVIDENDS

On 26 November 2021, the Board has resolved to pay an interim dividend of HK1.5 cents per share (for the six months ended 30 September 2020: HK2.0 cents per share), amounting to a total dividend of HK\$15,000,000, in respect of the six months ended 30 September 2021. This interim dividend has not been recognised as a liability in this unaudited interim condensed consolidated financial statements.

On 18 August 2021, a final dividend of HK2.5 cents per share for the year ended 31 March 2021 was approved by the Company's shareholders ("**2021 Final Dividend**"). The 2021 Final Dividend of HK\$25,000,000 was paid during the period ended 30 September 2021.

12. EARNINGS PER SHARE

The basic earnings per share attributable to owners of the Company for the period is calculated based on the profit attributable to owners of the Company of approximately HK\$22,699,000 (six months ended 30 September 2020: approximately HK\$35,689,000), and the weighted average number of ordinary shares of 1,000,000,000 (six months ended 30 September 2020: 1,000,000,000 shares) in issue. The Company did not have any potential dilutive shares for the six months ended 30 September 2021 and 2020. Accordingly, the diluted earnings per share are the same as the basic earnings per share.

10. 所得稅開支(續)

澳門所得補充稅乃就估計應課稅溢利以累進稅率計提。截至二零二一年九月三十日止期間的稅率上限為12%。截至二零二零年九月三十日止期間，由於本集團並無錄得就澳門所得補充稅的應課稅溢利，故並無對澳門所得補充稅作出計提。

截至二零二一年及二零二零年九月三十日止期間，由於本集團並無錄得就企業所得稅(「企業所得稅」)的應課稅溢利，故並無對在中華人民共和國經營的附屬公司的企業所得稅作出計提。

11. 股息

於二零二一年十一月二十六日，董事會議決就截至二零二一年九月三十日止六個月派付中期股息每股1.5港仙(截至二零二零年九月三十日止六個月：每股2.0港仙)，股息總額為15,000,000港元。該筆中期股息並未於本未經審核中期簡明綜合財務報表中確認為負債。

於二零二一年八月十八日，截至二零二一年三月三十一日止年度的末期股息每股2.5港仙獲本公司股東批准(「二零二一年末期股息」)。二零二一年末期股息25,000,000港元已於截至二零二一年九月三十日止期間派付。

12. 每股盈利

本公司擁有人應佔期內每股基本盈利乃按本公司擁有人應佔溢利約22,699,000港元(截至二零二零年九月三十日止六個月：約35,689,000港元)以及已發行普通股加權平均數1,000,000,000股(截至二零二零年九月三十日止六個月：1,000,000,000股股份)計算。本公司於截至二零二一年及二零二零年九月三十日止六個月並無任何潛在可攤薄股份。因此，每股攤薄盈利與每股基本盈利相同。

13. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2021, the Group incurred capital expenditures of approximately HK\$14,777,000 (six months ended 30 September 2020: HK\$4,055,000) in leasehold improvements, approximately HK\$2,910,000 (six months ended 30 September 2020: HK\$3,327,000) in office equipment and approximately HK\$3,751,000 (six months ended 30 September 2020: HK\$1,189,000) in furniture and fixtures.

The Group has acquired office premises through acquisition of Allied Wide Limited and right-of-use assets of approximately HK\$178,865,000 has been recognised during six months ended 30 September 2020. There is no such acquisition for the Group during six months ended 30 September 2021.

As at 30 September 2021, right-of-use assets of HK\$414,368,000 (30 September 2020: HK\$392,784,000) were included in the carrying amount of property, plant and equipment.

In addition, the Group has entered into several leases for retail stores in Hong Kong and Macau during the six months ended 30 September 2021. Right-of-use assets amounted to HK\$94,032,000 (30 September 2020: HK\$69,304,000) has been recognised for the current period.

13. 物業、廠房及設備

截至二零二一年九月三十日止六個月內，本集團就租賃物業裝修錄得資本開支約14,777,000港元（截至二零二零年九月三十日止六個月：4,055,000港元）、就辦公室設備錄得資本開支約2,910,000港元（截至二零二零年九月三十日止六個月：3,327,000港元）及就家具及固定裝置錄得資本開支約3,751,000港元（截至二零二零年九月三十日止六個月：1,189,000港元）。

本集團於截至二零二零年九月三十日止六個月內透過收購協弘有限公司而獲得辦公室物業，並確認使用權資產約178,865,000港元。於截至二零二一年九月三十日止六個月內並無此類本集團的收購。

於二零二一年九月三十日，使用權資產414,368,000港元（二零二零年九月三十日：392,784,000港元）乃計入物業、廠房及設備的賬面值。

此外，本集團於截至二零二一年九月三十日止六個月在香港及澳門訂立了多份零售店舖租約。於本期間確認使用權資產94,032,000港元（二零二零年九月三十日：69,304,000港元）。

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14. TRADE RECEIVABLES

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	3,753	2,927

Trade receivables mainly represent the outstanding amounts receivable by the Group from Octopus Cards Limited and credit card companies. The settlement terms with credit card companies and octopus card sales are usually within two business days after the date on which the sales are made. No credit term has been granted to any customers of the retail stores.

The ageing analysis of the Group's trade receivables based on invoice date is as follows:

14. 貿易應收款項

貿易應收款項主要為本集團應收八達通卡有限公司及信用卡公司的未收款項。信用卡公司及八達通卡銷售的結算期通常為作出銷售當日後兩個營業日內。概無向零售店舖的任何顧客授予信貸期。

本集團的貿易應收款項基於發票日期計算的賬齡分析如下：

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	0至30日	3,529	2,699
31-60 days	31至60日	117	187
61-90 days	61至90日	95	22
Over 90 days	超過90日	12	19
		3,753	2,927

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15. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

15. 按金、預付款項及其他應收款項

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Non-current:	非流動：		
Deposits	按金	30,665	37,449
Deposits paid for purchase of property, plant and equipment	購入物業、廠房及設備的已付按金	489	7,108
		31,154	44,557
Current:	流動：		
Prepayments	預付款項	33,375	24,205
Deposits	按金	32,977	24,248
Other receivables	其他應收款項	1,625	1,906
		67,977	50,359

The balances were unsecured, interest-free and with no fixed repayment terms. The Group's deposits and other receivables were neither past due nor impaired as at 30 September 2021 and 31 March 2021.

結餘乃無抵押、免息及並無固定還款期。於二零二一年九月三十日及二零二一年三月三十一日，本集團的按金及其他應收款項既未逾期亦無減值。

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16. CASH AND BANK BALANCES

16. 現金及銀行結餘

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Cash at banks	銀行現金	53,673	90,249
Cash in hand	手頭現金	1,089	1,063
		54,762	91,312

17. TRADE PAYABLES AND ACCRUALS AND OTHER PAYABLES

17. 貿易應付款項以及應計費用及其他應付款項

(a) Trade payables

(a) 貿易應付款項

The ageing analysis of the Group's trade payables based on invoice date is as follows:

本集團的貿易應付款項基於發票日期計算的賬齡分析如下：

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	0至30日	48,145	49,819
31-60 days	31至60日	13,748	8,996
61-90 days	61至90日	170	358
Over 90 days	超過90日	95	522
		62,158	59,695

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17. TRADE PAYABLES AND ACCRUALS, AND OTHER PAYABLES (Cont'd)

17. 貿易應付款項以及應計費用及其他應付款項(續)

(b) Accruals and other payables

(b) 應計費用及其他應付款項

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current:	流動：		
Accruals for employee benefit expenses	應計僱員福利開支	20,736	16,654
Accruals for rental expenses	應計租金開支	4,514	6,493
Accruals for logistic expenses	應計物流開支	7,827	11,429
Contract liabilities in relation to customer loyalty programme (Note (c))	涉及顧客忠誠計劃的合約負債(附註(c))	1,516	384
Accruals for property, plant and equipment	應計物業、廠房及設備費用	517	198
Contract liabilities in relation to cash coupon (Note (c))	涉及現金券的合約負債(附註(c))	230	312
Provision for reinstatement costs	修復成本撥備	1,824	1,464
Accruals for operating and other expenses	應計經營及其他開支	6,007	2,295
		43,171	39,229
Non-current:	非流動：		
Provision for reinstatement costs	修復成本撥備	2,204	2,163

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17. TRADE PAYABLES AND ACCRUALS, AND OTHER PAYABLES (Cont'd)

(c) Contract liabilities

The contract liabilities represented the aggregated amount of the transaction price allocated to the performance obligation that are unsatisfied as of the period ended date. The Group expects the transaction price allocated to the unsatisfied performance obligations will be recognised as revenue when the award points in related to customer loyalty programme and the cash coupons are redeemed. HK\$696,000 of the contract liabilities as of 31 March 2021 has been recognised as revenue due to the redemption of the cash dollars and cash coupon in purchase by customer during the six months ended 30 September 2021.

17. 貿易應付款項以及應計費用及其他應付款項(續)

(c) 合約負債

合約負債指分配至各項於期末未達成的履約責任的交易價格總額。本集團預期，分配至該等未達成履約責任的交易價格將於顧客忠誠計劃的獎賞積分及現金券獲兌換時確認為收入。於截至二零二一年三月三十一日的合約負債696,000港元已基於顧客購物時兌換信用卡現金回贈及現金券而於截至二零二一年九月三十日止六個月確認為收入。

18. BANK BORROWINGS

18. 銀行借款

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current:	即期：		
Secured interest-bearing bank borrowings	有抵押計息銀行借款		
Repayable within one year or contain a repayment on demand clause	須於一年內償還或具有按 要求即時償還條款	98,922	107,496

Bank borrowings bear interest at floating interest rates. The effective interest rates of bank borrowings are ranging from HIBOR plus 1.3% to 1.5% (as at 31 March 2021: HIBOR plus 1.3% to 1.5%) per annum as at 30 September 2021.

銀行借款按浮動利率計息。於二零二一年九月三十日，銀行借款的實際利率介乎香港銀行同業拆息加年利率1.3%至1.5%（於二零二一年三月三十一日：香港銀行同業拆息加年利率1.3%至1.5%）。

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18. BANK BORROWINGS (Cont'd)

As at 30 September 2021, the bank borrowings and other banking facilities of the Group are secured by:

- (i) the corporate guarantee provided by the Company and a subsidiary; and
- (ii) property plant and equipment of office premises of the Group with carrying amount of HK\$173,846,000 (31 March 2021: HK\$176,342,000).

18. 銀行借款(續)

於二零二一年九月三十日，本集團銀行借款及其他銀行融資以下列項目作抵押：

- (i) 本公司及一間附屬公司提供的企業擔保；及
- (ii) 賬面值為173,846,000港元(二零二一年三月三十一日：176,342,000港元)的本集團辦公室物業的物業、廠房及設備。

19. SHARE CAPITAL

19. 股本

		Number 數目	Amount 金額 HK\$'000 千港元
Authorised:	法定：		
At 31 March 2021, 1 April 2021 and 30 September 2021	於二零二一年三月三十一日、二零二一年四月一日及二零二一年九月三十日	10,000,000,000	100,000
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.01 each	每股面值0.01港元的普通股		
At 31 March 2021, 1 April 2021 and 30 September 2021	於二零二一年三月三十一日、二零二一年四月一日及二零二一年九月三十日	1,000,000,000	10,000

20. CAPITAL COMMITMENTS

20. 資本承擔

		30 September 2021 二零二一年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2021 二零二一年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Commitments for acquisition of property, plant and equipment	收購物業、廠房及設備的承擔	964	4,855

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21. RELATED PARTY TRANSACTIONS

21. 關連方交易

(a) Related party transactions

Save as disclosed elsewhere in these interim condensed consolidated financial statements, the Group had the following material transactions with related parties during the period:

(a) 關連方交易

除該等中期簡明綜合財務報表其他章節所披露者外，期內本集團與關連方有下列重大交易：

Name of related parties 關連方名稱	Nature of transaction 交易性質	Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Giant Frame Corporation Limited (Note (i)) 鵬銘有限公司(附註(i))	Lease payment 租賃款項	480	390
Smart Essence Development Limited (Note (ii)) 逸俊發展有限公司(附註(ii))	Lease payment 租賃款項	512	353
		992	743

Notes:

- (i) Giant Fame Corporation Limited is controlled by Mr. Lin Tsz Fung ("Mr. Lin"), one of the directors of the Company.
- (ii) Mr. Lin, one of the directors of the Company, has significant influence over Smart Essence Development Limited.

附註：

- (i) 鵬銘有限公司由本公司其中一名董事林子峰先生(「林先生」)控制。
- (ii) 本公司其中一名董事林先生對逸俊發展有限公司擁有重大影響力。

NOTES TO THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

未經審核中期簡明綜合財務報表附註

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021 截至二零二一年九月三十日止六個月

21. RELATED PARTY TRANSACTIONS (Cont'd)

21. 關連方交易 (續)

(b) Compensation of key management personnel

(b) 主要管理人員薪酬

Remuneration for key management personnel of the Group, including amounts paid to the directors of the Company, is as follows:

本集團主要管理人員的薪酬(包括已付本公司董事的金額)如下:

		Six months ended 30 September 截至九月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Directors' fees	董事袍金	-	-
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	5,261	3,445
Contributions to defined contribution pension plans	定額供款退休金計劃供款	78	75
		5,339	3,520



Best Mart 360 Holdings Limited
優品360控股有限公司