



2022

Interim Report 中期報告

VESON
HOLDINGS
銳信控股



VESON HOLDINGS LIMITED
銳信控股有限公司

(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 : 01399)



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CORPORATE INFORMATION 公司資料

REGISTERED OFFICE

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

註冊辦事處

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

PRINCIPAL PLACE OF BUSINESS IN THE PRC

SCUD Industrial Park
Fuzhou Pilot Free Trade Zone
No. 98 Jiangbin East Avenue
Mawei District, Fuzhou
Fujian Province, PRC

中國主要營業地點

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福州市馬尾區
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福州自貿試驗區
飛毛腿工業園

PLACE OF BUSINESS IN HONG KONG

Room 1017, 10/F Leighton Centre
77 Leighton Road
Causeway Bay, Hong Kong

香港營業地點

香港銅鑼灣
禮頓道77號
禮頓中心10樓1017室

BOARD OF DIRECTORS

Executive Directors

Feng Ming Zhu (Chairman)
Lian Xiu Qin (Chief Executive Officer)

董事會

執行董事

馮明竹(主席)
連秀琴(行政總裁)

Non-Executive Directors

Hou Li (term of appointment expired on
27 May 2022)
Loke Yu

非執行董事

侯立(任期於2022年5月27日屆滿)
陸海林

Independent Non-Executive Directors

Heng Ja Wei Victor
Lam Yau Yiu
Cheung Wai Kwok Gary

獨立非執行董事

邢家維
林友耀
張為國

CORPORATE INFORMATION 公司資料

COMPANY SECRETARY

Yeung Mun Tai (FCCA, CPA)

公司秘書

楊滿泰(FCCA、CPA)

AUTHORISED REPRESENTATIVES

Feng Ming Zhu
Yeung Mun Tai

獲授權代表

馮明竹
楊滿泰

LEGAL ADVISER

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Taikoo Place
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法律顧問

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香港
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INDEPENDENT AUDITOR

BDO Limited
25th Floor, Wing On Centre
111 Connaught Road, Central
Hong Kong

獨立核數師

香港立信德豪會計師事務所有限公司
香港
干諾道中111號
永安中心25樓

AUDIT COMMITTEE

Heng Ja Wei Victor (Chairman)
Lam Yau Yiu
Cheung Wai Kwok Gary

審核委員會

邢家維(主席)
林友耀
張為國

REMUNERATION COMMITTEE

Heng Ja Wei Victor (Chairman)
Lam Yau Yiu
Cheung Wai Kwok Gary

薪酬委員會

邢家維(主席)
林友耀
張為國

CORPORATE INFORMATION 公司資料

NOMINATION COMMITTEE

Cheung Wai Kwok Gary (Chairman)
Heng Ja Wei Victor
Lam Yau Yiu

提名委員會

張為國(主席)
邢家維
林友耀

CORPORATE GOVERNANCE COMMITTEE

Lam Yau Yiu (Chairman)
Heng Ja Wei Victor
Cheung Wai Kwok Gary
Loke Yu
Feng Ming Zhu

企業管治委員會

林友耀(主席)
邢家維
張為國
陸海林
馮明竹

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Suntera (Cayman) Limited
Suite 3204, Unit 2A
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P.O. Box 1586
Gardenia Court
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Grand Cayman, KY1-1100
Cayman Islands

股份過戶登記總處

Suntera (Cayman) Limited
Suite 3204, Unit 2A
Block 3, Building D
P.O. Box 1586
Gardenia Court
Camana Bay
Grand Cayman, KY1-1100
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心17樓

PRINCIPAL BANKERS

The Export-Import Bank of China
Bank of Communications
Fujian Haixia Bank
China Merchants Bank
China Construction Bank
Xiamen International Bank
Bank of China

主要往來銀行

中國進出口銀行
交通銀行
福建海峽銀行
招商銀行
中國建設銀行
廈門國際銀行
中國銀行

WEBSITE

www.vesonhldg.com

網站

www.vesonhldg.com

FINANCIAL HIGHLIGHTS

財務摘要

		Six months ended 30 June 截至6月30日止六個月		
		2022 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 RMB'000 人民幣千元 (Unaudited) (未經審核)	% Change 變動百分比 (+/-)
Turnover	營業額	3,151,541	3,194,976	-1.4%
Profit for the period	期內溢利	12,447	8,592	+44.9%
Profit for the period attributable to owners of the Company	本公司擁有人應佔 期內溢利	14,214	10,382	+36.9%
Basic and diluted earnings per share (RMB cents)	每股基本及攤薄 盈利(人民幣分)	1.30	0.95	+36.8%

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

INDUSTRY REVIEW

According to the data released by IDC, a market research agency, it is predicted that the global smartphone shipments will decline by 3.5% to 1.31 billion units in 2022, and the 5G mobile phone business will increase by 25.5% and deliver a shipment of 700 million units in 2022, accounting for 53% of the new phone shipments. As affected by certain factors such as weak demand, inflation, supply chain constraints and geopolitical tensions, the smartphone industry has seen three consecutive quarters of declines in global smartphone supply and demand. Volatile COVID-19 pandemic (the “Pandemic”) situation and China’s lockdown policies not only affected market demand, but also caused uncertainties in the supply chain and manufacturing, and many mobile phone manufacturers therefore decided to cut orders for 2022. IDC expects that the mobile phone industry will encounter less obstacles in the second half of 2022, and will recover at a growth rate of 5% in 2023. IDC also predicts a five-year compound annual growth rate of 1.9% through 2026 as the market rebounds.

In 2022, due to the overall poor consumer sentiment in the smartphone market, sales of mainstream smartphone brands in China will decline to varying degrees as compared with the same period in 2021. However, the decline in mobile phone sales is not only happening in China, but globally as well. Due to the economic uncertainties and inflation caused by the ongoing Pandemic, consumers prefer to increase level of saving, resulting in reduced spending power. Coupled with the unattractiveness of insignificant upgrade of new products and other factors, the frequency of smartphone replacements has decreased. As a result of the more uncertain outlook for overseas markets, many mobile phone manufacturers have begun to adopt more conservative operation strategies, which will bring about huge challenges to the market throughout the year.

Looking ahead, the stabilising Pandemic will provide good conditions for the recovery of the

行業回顧

根據市場調查機構IDC的公佈資料，預測2022年全球智能手機出貨量將衰退3.5%至13.1億部，2022年5G手機業務將會增長25.5%，佔新機出貨量的53%，出貨量為7億部。智能手機產業隨著需求疲軟、通貨膨脹、供應鏈限制和地緣政治緊張局勢等因素的影響，令全球智能手機在供需方面已連續三個季度下滑。反覆的新型冠狀病毒疫情（「疫情」）以及中國封控政策不僅影響市場需求，同時也造成供應鏈與製造的不確定性，也因此使許多手機商決定調降2022年的訂單。IDC預計2022年下半年手機行業阻力有望減弱，2023年將會以5%的增速復蘇。IDC預計隨著市場反彈，到2026年將實現1.9%的五年年複合成長率。

於2022年，智能手機市場整體消費情緒不佳，中國主流的智能手機品牌的銷售額，與2021年同期相比均有不同程度的下降。而手機銷量的下降不僅限於中國，事實上，全球範圍內也是如此。持續的疫情帶來的經濟不確定性及通貨膨脹，消費者傾向於提高儲蓄，令消費能力下降，加上新產品升級幅度小而不具吸引力等因素，導致了智能手機的換機頻率正在不斷減少。而更加不明朗的海外市場前景，令眾多手機廠商開始採取更加保守的運營策略，全年市場將迎來巨大挑戰。

展望未來，隨著疫情穩定，智能手機及平板電腦的供需應該具備良好

MANAGEMENT DISCUSSION AND ANALYSIS

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supply and demand of smartphones and tablets. The Pandemic has accelerated the change in people's lifestyle, as reflected by the facts that people spend more time working remotely and studying through online systems, and online shopping, video conferencing and online game applications are being used more and more frequently, all of which will boost the demand for smart electronic products and related accessories. With the increasing effort on promotion of low to middle priced 5G devices, the global 5G device market is expected to realise healthy growth and become an important impetus for the overall smartphone market.

IMPACT OF THE PANDEMIC AND RESPONSE MEASURES

The main business of Veson Holdings Limited (the "Company") and its subsidiaries (together the "Group") is the provision of lithium-ion batteries for smart electronic products such as smartphones, tablets, smart wearables and power banks to well-known international and domestic mobile communication companies and internet technology companies. The outbreak of the Pandemic inevitably impacted on the smartphone industry and the Group's ODM business operations. In the first half of 2022, COVID-19 continued to rage globally. Although various countries have started vaccination against the novel coronavirus, it still takes a certain period of time for the global economy to recover from the damages caused by the Pandemic. It is expected that the global economic environment will remain complicated and severe in the second half of 2022. The production of the Group's ODM business located in Fuzhou, China and bare battery cell business located in Dongguan, China was normal throughout the first half of 2022. However, the market demand for the Group's ODM batteries products and bare battery cells still had not returned to the pre-Pandemic level. The environment for work resumption in India is still challenging. As a result of the suspension of production and work due to the Pandemic control measures imposed by the Indian government, project investment and production and operation have been put on hold.

的恢復條件。疫情加速改變了人們的生活方式，人們會花更多的時間在線上工作和學習，網上購物、視頻會議、線上遊戲應用也越來越頻繁，而這些都將激發對智能電子產品以及周邊配件的需求。隨著中低價位5G設備的推廣力度不斷加大，預計全球5G設備市場將呈現健康增長，並成為整體智能手機市場的重要推動力。

疫情影響及應對措施

銳信控股有限公司（「本公司」），連同其附屬公司統稱（「本集團」）主營業務是為國內外知名移動通訊企業及互聯網科技企業供應智能手機、平板電腦、智能穿戴及移動電源等智能電子產品用的鋰離子電池。疫情不可避免地對智能手機行業及本集團的ODM業務營運產生影響。於2022年上半年，新型冠狀病毒疫情繼續在全球肆虐。儘管各國已開始接種新型冠狀病毒疫苗，但全球經濟仍需一定時間才能從疫情的損害中恢復。預計於2022年下半年全球經濟環境仍將複雜及嚴峻。於2022年上半年，本集團位於中國福州的ODM業務及位於中國東莞的電芯業務的均正常生產，但本集團ODM電池產品及電芯的市場需求仍然未能回復至疫情之前的水平。印度復工環境仍嚴峻，受印度政府疫情管控措施影響停產、停工，項目投資及生產經營處中止狀態。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

During the six months period from 1 January 2022 to 30 June 2022 (“the Review Period”), in view of the continued recurrence of the Pandemic, the Group was highly concerned about the prevention and control of the Pandemic and actively adopted various measures to ensure orderly production and timely delivery of its products as scheduled. The Company communicated with suppliers and customers in a timely manner, carefully negotiated emergency measures and implementation plans, and evaluated the changing trend of customer demand and the level of risk from certain aspects including the fulfillment and alteration of existing customer orders, and the increase and continuity of subsequent orders.

Aiming at improving profitability, preserving financial strength and enhancing the Group’s long term competitiveness, the Company has continuously evaluated the sustainability of customers and suppliers, and balanced purchase orders and sales orders to control inventory growth. The Company focused on monitoring changes to orders from major customers and preparing forecasts on overseas markets’ recovery status, to analyse the potential impact of subsequent changes on the Company’s production and operation plans. In respect of capital management, the Company evaluated the impact of the Pandemic on capital and material reserves from time to time, and has been monitoring its capital receipt and payment to ensure that the Company is paid back on time.

於2022年1月1日至2022年6月30日六個月期間(「回顧期間」)，鑑於疫情持續反復，本集團高度關注疫情防控，並積極採取各種措施以確保有序生產及如期及時交付產品。本公司及時與供應商、客戶溝通，認真磋商應急措施和實施方案，並從現有客戶訂單的履行及變更、後續訂單的增加及持續性等方面，評估客戶需求變動趨勢及風險程度。

為改善盈利能力，維持財務實力及提高本集團的長期競爭力，本公司持續評估客戶和供應商的可持續經營狀況，平衡採購訂單和銷售訂單，以控制庫存的增長。本公司重點關注重大客戶的訂單變化，加強對境外市場復甦進行預判，分析其後續變化對本公司生產經營計劃的潛在影響。資金管理方面，本公司不時評估疫情對資金及物料儲備的影響，對本公司的資金收付進行了持續監控，以保證應收貨款按時回款。

MANAGEMENT DISCUSSION AND ANALYSIS

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The Pandemic was a test to crisis management capabilities of enterprises. The Company's comprehensive internal decision-making system allowed the Group to take many effective measures in response to the Pandemic promptly. Although there are still many uncertainties ahead, the Company will continue to monitor the development of the Pandemic on a regular basis, and evaluate its impact on the Group's operations and financial performance to take appropriate measures when necessary.

BUSINESS REVIEW

The current operations of the Group mainly comprise its ODM business and bare battery cell business. At present, more than 90% of the Group's revenue is derived from the ODM business, which mainly supplies lithium-ion batteries to manufacturers of well-known telecommunication brands at home and abroad and enjoys stable market share in the end market.

During the Review Period, the Group recorded a consolidated turnover of approximately RMB3,151.5 million (2021: RMB3,195.0 million), which decreased by approximately 1.4% as compared to that for the corresponding period in 2021. The Group recorded profit for the period attributable to owners of the Company of approximately RMB14.2 million (2021: RMB10.4 million), and basic and diluted earnings per share of approximately RMB1.30 cents (2021: RMB0.95 cents). The ODM business recorded a turnover of approximately RMB3,009.7 million (2021: RMB3,037.3 million), accounting for approximately 95.5% (2021: 95.1%) of the Group's consolidated turnover. The bare battery cell business recorded a turnover of approximately RMB73.8 million (2021: RMB92.1 million), accounting for approximately 2.3% (2021: 2.9%) of the Group's consolidated turnover.

疫情考驗企業面臨危機時的敏捷度。本公司完善的內部決策機制幫助本集團針對疫情迅速採取了許多應對舉措。儘管前方還有許多未知，本公司將繼續定期監察疫情的發展，並評估其對本集團營運及財務表現的影響並採取必要的適當措施。

業務回顧

本集團目前的營運主要由ODM業務及電芯業務組成。目前，本集團超過九成的收入來自ODM業務，主要為國內外知名通訊產品品牌製造商供應鋰離子電池，並擁有穩定的終端市場份額。

於回顧期間，本集團錄得綜合營業額約人民幣3,151,500,000元(2021年：人民幣3,195,000,000元)，較2021年同期減少約1.4%。本集團錄得本公司擁有人應佔期內溢利約人民幣14,200,000元(2021年：人民幣10,400,000元)，並錄得每股基本及攤薄盈利約人民幣1.30分(2021年：人民幣0.95分)。ODM業務錄得營業額約人民幣3,009,700,000元(2021年：人民幣3,037,300,000元)，佔本集團綜合營業額約95.5%(2021年：95.1%)。電芯業務錄得營業額約人民幣73,800,000元(2021年：人民幣92,100,000元)，佔本集團綜合營業額約2.3%(2021年：2.9%)。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

ODM Business

Capitalising on its experience in manufacturing lithium-ion batteries and R&D on application technology, the Group's experienced ODM product development team is able to jointly develop, design and optimise battery solutions that best align with customer needs. Backed by premium bare battery cell resources, state-of-the-art protection circuit design and precise production process control, the Group has secured a leading position in the industry. The Group attaches great importance to the safety of using batteries for electronic products. In the pursuit of high efficiency and endurance for its batteries, more rigorous safety review on its battery products is required to be conducted to ensure that all the batteries delivered meet high safety standards.

The lithium-ion battery products supplied by the ODM business mainly consist of mobile phone batteries, tablet batteries, notebook batteries and power banks. During the Review Period, turnover of mobile phone batteries represented approximately 79.9% (2021: 92.6%) of turnover of the ODM business and the sales volume of mobile phone batteries decreased by approximately 20.4% to approximately 58.4 million pieces (2021: 73.3 million pieces) and recorded a turnover of approximately RMB2,404.1 million (2021: RMB2,811.9 million), which decreased by approximately 14.5% year-on-year. In terms of product mix, mobile phone batteries, tablet batteries, notebook batteries and power banks contributed approximately 79.9%, 10.4%, 3.9% and 3.8% (2021: 92.6%, 0.2%, 2.1% and 4.8%) of the Group's ODM turnover respectively. As a result, the ODM business segment recorded a net profit of approximately RMB64.0 million (2021: RMB66.9 million).

ODM業務

憑藉本集團多年來專注鋰離子電池的生產及應用技術上的研發，本集團經驗豐富的ODM產品開發團隊能合作開發、設計與完善最貼近客戶需求的電池解決方案。本集團優質的電芯資源、全國先進的保護電路設計以及精準的生產工藝控制，已達到了行業上領先的地位。本集團十分重視電子產品電池的使用安全。在追求高效能與續航力之同時，必須更為嚴格檢視電池的安全性，確保所有出廠的電池均符合高安全性的標準。

ODM業務所供應的鋰離子電池產品主要包括手機電池、平板電池、筆記本電池及移動電源。於回顧期間，手機電池營業額約佔ODM業務營業額79.9% (2021年：92.6%)以及手機電池銷售量減少約20.4%至約5,840萬顆(2021年：7,330萬顆)及錄得營業額約人民幣2,404,100,000元(2021年：人民幣2,811,900,000元)，同比減少約14.5%。按產品組合計，手機電池、平板電池、筆記本電池及移動電源的營業額分別約佔本集團ODM業務營業額79.9%、10.4%、3.9%及3.8% (2021年：92.6%、0.2%、2.1%及4.8%)。因此，ODM業務分部錄得淨溢利約人民幣64,000,000元(2021年：人民幣66,900,000元)。

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Bare Battery Cell Business

During the Review Period, the bare battery cell business segment recorded a consolidated turnover of approximately RMB73.8 million (2021: RMB92.1 million), which decreased by approximately 19.9% year-on-year, and recorded a net profit of approximately RMB7.0 million (2021: RMB5.5 million).

Prospects

In 2022, due to the impact of the Pandemic on the global economy, the smartphone industry has faced severe challenges. Due to the uncertainty in the development of the Pandemic across the globe, consumers have reduced their spending on non-essential items, resulting in a significant decrease in the global demand for smartphones in 2022. Looking ahead, in anticipation of the stabilisation of the Pandemic, the supply and demand of smartphones and tablets are expected to have good conditions for recovery. As the Pandemic accelerates the change in people's future lifestyle, people spend more time working remotely and studying through online systems, and online shopping, video conferencing and online game applications are being used more and more frequently, all of which will boost the demand for smart electronic products and related accessories. Although the business environment in the coming future will be full of challenges, the Group will proactively pay attention to the application of lithium-ion batteries in new industries and new fields and seize opportunities for access to the market. The Group will also focus on improving profitability, preserving financial strength and enhancing its long term competitiveness. Despite the short-term pressure on profitability, the Group is confident that it can overcome the difficulties ahead and continue to create long-term value for shareholders and deliver the objective to achieve sustainable growth in the long run.

電芯業務

於回顧期間，電芯業務分部錄得綜合營業額約人民幣73,800,000元(2021年：人民幣92,100,000元)，同比減少約19.9%，及錄得淨溢利約人民幣7,000,000元(2021年：人民幣5,500,000元)。

前景

於2022年，由於疫情對環球經濟的影響，智能手機行業面臨嚴峻的挑戰。由於全球疫情發展的不確定性，令消費者減少了對非必需品的支出，2022年全球智能手機需求出現大幅下滑。展望未來，隨著疫情穩定，智能手機及平板電腦的供需應該具備良好的恢復條件。疫情加速改變了未來人們的生活方式，人們花更多的時間在線上工作和學習，網上購物、視頻會議、線上遊戲應用也越來越頻繁，而這些都將激發對智能電子產品以及周邊配件的需求。儘管未來的營商環境將充滿挑戰，但本集團會積極關注鋰離子電池在新行業、新領域的應用情況，把握市場切入機會。本集團亦將專注於提高盈利能力，維持財務實力及增強其長期競爭力。儘管短期內盈利能力受壓，但本集團相信我們能夠克服未來的困難，並繼續為股東創造長期價值，實現長期可持續增長的目標。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

FINANCIAL REVIEW

During the Review Period, the Group recorded a consolidated turnover of approximately RMB3,151.5 million (2021: RMB3,195.0 million), which decreased by approximately 1.4% as compared to that for the same period in 2021. Gross profit for the Group was approximately RMB262.7 million (2021: RMB273.6 million), which decreased by approximately 4.0% as compared to that for the same period in 2021. The Group recorded a profit for the period and a profit for the period attributable to owners of the Company of approximately RMB12.4 million (2021: RMB8.6 million) and approximately RMB14.2 million (2021: RMB10.4 million) respectively. The Group recorded EBITDA of approximately RMB116.1 million (2021: RMB91.1 million), which increased by approximately 27.5% as compared to that for the same period in 2021. Basic and diluted earnings per share was approximately RMB1.30 cents (2021: RMB0.95 cents).

Turnover by segments

During the Review Period, a turnover of approximately RMB3,009.7 million (2021: RMB3,037.3 million) was generated from the ODM business segment, which accounted for approximately 95.5% (2021: 95.1%) of the Group's consolidated turnover. A turnover of approximately RMB73.8 million (2021: RMB92.1 million) was generated from the bare battery cell business segment, which accounted for approximately 2.3% (2021: 2.9%) of the Group's consolidated turnover.

財務回顧

於回顧期間，本集團錄得綜合營業額約人民幣3,151,500,000元(2021年：人民幣3,195,000,000元)，較2021年同期減少約1.4%。本集團的毛利約人民幣262,700,000元(2021年：人民幣273,600,000元)，相比2021年同期減少約4.0%。本集團錄得期內溢利及本公司擁有人應佔期內溢利分別約人民幣12,400,000元(2021年：人民幣8,600,000元)及約人民幣14,200,000元(2021年：人民幣10,400,000元)。本集團錄得未計利息、稅項、折舊及攤銷前盈利約人民幣116,100,000元(2021年：人民幣91,100,000元)，較2021年同期增加約27.5%。每股基本及攤薄盈利約人民幣1.30分(2021年：人民幣0.95分)。

各分部營業額

於回顧期間，約人民幣3,009,700,000元(2021年：人民幣3,037,300,000元)營業額來自ODM業務分部，佔本集團綜合營業額約95.5%(2021年：95.1%)。約人民幣73,800,000元(2021年：人民幣92,100,000元)營業額來自電芯業務分部，佔本集團綜合營業額約2.3%(2021年：2.9%)。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Sales by Major Products

During the Review Period, sales of approximately RMB2,404.1 million (2021: RMB2,811.9 million) came from mobile phone batteries, which accounted for approximately 76.3% (2021: 88.0%) of the Group's consolidated turnover. Sales of tablet batteries, notebook batteries and power banks amounted to approximately RMB311.4 million (2021: RMB5.4 million), RMB117.1 million (2021: RMB63.0 million) and RMB113.6 million (2021: RMB144.8 million), accounted for approximately 9.9% (2021: 0.2%), 3.7% (2021: 2.0%) and 3.6% (2021: 4.5%) of the Group's consolidated turnover respectively. The sales of bare battery cells contributed sales of approximately RMB73.8 million (2021: RMB92.1 million) during the Review Period, which accounted for approximately 2.3% (2021: 2.9%) of the Group's consolidated turnover.

Segment Results

The ODM business segment recorded a net profit of approximately RMB64.0 million (2021: RMB66.9 million) during the Review Period. In the first half of 2022, both the supply and demand of smartphones were adversely affected by the worldwide spread of the Pandemic, resulting in reduction or delay in customer orders in varying degrees. The global demand of smartphones was still weak due to consumers' tendency to avoid unnecessary spending under such uncertain economic environment deeply disrupted by the outbreak of the Pandemic. Despite the slight rebound of sales order volume in the first half of 2022, the overall demand for the Group's ODM battery products during the entire Review Period remained weak in comparison to that of the pre-pandemic level.

各主要產品銷售額

於回顧期間，約人民幣2,404,100,000元(2021年：人民幣2,811,900,000元)的銷售額來自手機電池，約佔本集團綜合營業額76.3%(2021年：88.0%)。平板電池、筆記本電池及移動電源的銷售額分別約為人民幣311,400,000元(2021年：人民幣5,400,000元)、人民幣117,100,000元(2021年：人民幣63,000,000元)及人民幣113,600,000元(2021年：人民幣144,800,000元)，分別約佔本集團綜合營業額9.9%(2021年：0.2%)、3.7%(2021年：2.0%)及3.6%(2021年：4.5%)。於回顧期間，電芯銷售貢獻銷售額約人民幣73,800,000元(2021年：人民幣92,100,000元)，佔本集團綜合營業額約2.3%(2021年：2.9%)。

分部業績

於回顧期間，ODM業務分部錄得淨溢利約人民幣64,000,000元(2021年：人民幣66,900,000元)。2022年上半年智能手機供需兩面均受全球各地疫情不利影響，導致客戶訂單不同程度減少或延後。由於消費者傾向於避免在受疫情爆發嚴重干擾的不確定經濟環境中產生不必要的支出，全球智能手機的需求仍然疲弱。儘管2022年上半年銷售訂單量輕微回升，但相較疫情之前的水平，整個回顧期間內對本集團ODM電池產品的整體需求仍然疲軟。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

The bare battery cell business segment recorded a net profit of approximately RMB7.0 million (2021: RMB5.5 million) during the Review Period.

Cost of Sales

During the Review Period, the Group's consolidated cost of sales amounted to approximately RMB2,888.9 million (2021: RMB2,921.4 million), representing a decrease of approximately 1.1% as compared to that for the corresponding period of 2021. The decrease in cost of sales was in line with the decrease in sales revenue during the Review Period. Direct materials, direct labour and other production costs accounted for approximately 90.1%, 6.1% and 3.8% (2021: 91.6%, 5.2% and 3.2%) of the Group's consolidated cost of sales respectively.

Gross Profit and Gross Profit Margin

The Group recorded a gross profit margin of 8.3% (2021: 8.6%) for the Review Period. For the ODM business, the overall gross profit margin for the Review Period was approximately 8.2% (2021: 8.1%). For the bare battery cell business, the overall gross profit margin for the Review Period was approximately 17.3% (2021: 19.7%).

於回顧期間，電芯業務分部錄得淨溢利約為人民幣7,000,000元(2021年：人民幣5,500,000元)。

銷售成本

於回顧期間，本集團綜合銷售成本約人民幣2,888,900,000元(2021年：人民幣2,921,400,000元)，較2021年同期減少約1.1%。銷售成本減少與於回顧期間銷售收入減少一致。直接材料、直接人工及其他生產成本分別佔本集團的綜合銷售成本約90.1%、6.1%及3.8%(2021年：91.6%、5.2%及3.2%)。

毛利及毛利率

於回顧期間，本集團錄得毛利率8.3%(2021年：8.6%)。ODM業務於回顧期間的整體毛利率約為8.2%(2021年：8.1%)。電芯業務於回顧期間的整體毛利率則約為17.3%(2021年：19.7%)。

MANAGEMENT DISCUSSION AND ANALYSIS

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Other revenue of approximately RMB21.8 million (2021: RMB14.9 million) mainly comprised bank interest income and government grant. The increase in other revenue was mainly due to the increase in bank interest income and government grants during the Review Period.

Selling and distribution expenses of approximately RMB42.6 million (2021: RMB41.5 million) accounted for approximately 1.4% (2021: 1.3%) of the Group's consolidated turnover for the first half of 2022. Selling and distribution expenses mainly comprised transportation expenses, office expenses, staff salaries and welfare, entertainment expenses and repair and maintenance expenses. Selling and distribution expenses increased as a result of the increase in repair and maintenance expenses and office expenses during the Review Period.

Administrative expenses of approximately RMB172.5 million (2021: RMB168.6 million) accounted for approximately 5.5% (2021: 5.3%) of the Group's consolidated turnover for the first half of 2022. Administrative expenses mainly comprised R&D expenses, staff salaries and welfare, depreciation and amortisation expenses and bank charges. The increase in administrative expenses was mainly attributable to the increase in staff salaries and welfare and amortisation expenses during the Review Period.

Finance costs of approximately RMB41.6 million (2021: RMB40.0 million) mainly represent interest on bank borrowings. The increase in finance costs was in line with the increase in bank borrowings used to finance capital expenditure during the Review Period.

其他收益約人民幣21,800,000元(2021年：人民幣14,900,000元)，主要包括銀行利息收入及政府津貼。其他收益增加乃主要由於於回顧期間銀行利息收入及政府津貼增加所致。

銷售及分銷開支約人民幣42,600,000元(2021年：人民幣41,500,000元)，佔本集團於2022年上半年的綜合營業額約1.4%(2021年：1.3%)。銷售及分銷開支主要包括運輸費、辦公費、員工薪金及福利、招待費以及維修及保養開支。銷售及分銷開支增加乃由於於回顧期間的維修及保養開支以及辦公費用增加所致。

行政開支約人民幣172,500,000元(2021年：人民幣168,600,000元)，佔本集團於2022年上半年的綜合營業額約5.5%(2021年：5.3%)。行政開支主要包括研發費用、員工薪金及福利、折舊及攤銷費用及銀行收費。行政開支增加乃主要由於於回顧期間員工薪金及福利以及攤銷費用增加所致。

融資成本約人民幣41,600,000元(2021年：人民幣40,000,000元)主要指銀行借貸利息。融資成本增加與於回顧期間用於為資本開支提供資金的銀行借貸增加一致。



MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

Profit for the period Attributable to Owners of the Company

During the Review Period, as a result of the global outbreak of the Pandemic, the business environment became unprecedentedly challenging. Although significant efforts were made to temporarily adjust the Group's scale of operation and cut down discretionary spending, the effect of such actions was not able to completely offset the negative impact caused by the rapidly deteriorating environment. The Group recorded profit attributable to owners of the Company as a result of the gradual recovery in sales order volume and the increase in revenue contributed by tablet batteries and notebook batteries. For the six months ended 30 June 2022, profit for the period attributable to owners of the Company amounted to approximately RMB14.2 million (2021: RMB10.4 million).

Treasury Management and Cash Funding

The Group's funding and treasury policy is designed to maintain a diversified and balanced debt profile and financing structure. The Group continues to monitor its cash flow position and debt profile, and its centralised treasury function leads the enhancement of the cost-efficiency of funding initiatives. In order to maintain financial flexibility and adequate liquidity for the Group's operations, potential investments and growth plans, the Group has built a strong base of funding resources and will keep exploring cost-efficient ways of financing.

本公司擁有人應佔期內溢利

於回顧期間，由於全球爆發疫情，營商環境面臨前所未有的挑戰。儘管已作出巨大的努力臨時調整本集團的營運規模及縮減酌情支出，但此等行動的效果並不能完全抵消環境迅速惡化所造成的負面影響。由於銷售訂單量逐步恢復以及平板電池及筆記本電池貢獻的收入增加，本集團錄得本公司擁有人應佔溢利。截至2022年6月30日止六個月，本公司擁有人應佔期內溢利約為人民幣14,200,000元(2021年：人民幣10,400,000元)。

庫務管理及融資

本集團的融資及庫務政策旨在維持債務狀況及融資構架多元化及平衡。本集團持續監控其現金流量狀況和負債組合，並由本集團的庫務部門中央統籌以提升融資活動的成本效益。本集團已建立雄厚的資金來源基礎並將持續尋求符合成本效益的融資途徑，為本集團的營運、潛在投資及發展計劃，維持靈活及充足的流動資金。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Liquidity and Financial Resources

Cash and cash equivalents as at 30 June 2022 held by the Group amounted to approximately RMB175.3 million (at 31 December 2021: RMB226.7 million) and were principally denominated in RMB. The decrease in cash and cash equivalents was mainly due to the decrease in cash flows generated from operating activities during the Review Period. The Group recorded a net cash outflow from operating activities of approximately RMB403.6 million for the six months ended 30 June 2022 (2021: RMB14.0 million). Net cash inflow from investing and financing activities for the six months ended 30 June 2022 amounted to approximately RMB241.8 million (2021: net cash outflow RMB258.2 million) and RMB106.5 million (2021: RMB232.9 million) respectively.

The Group's outstanding borrowings as at 30 June 2022 amounting to approximately RMB1,315.4 million (at 31 December 2021: RMB1,175.0 million) were principally denominated in RMB and carried fixed interest rates. A total of RMB989.6 million of the interest-bearing borrowings will fall due during the next 12 months after the end of the Review Period. There was no particular seasonality of the Group's borrowings. The Group monitored its capital by gearing ratio, which is calculated as the total debt of the Group divided by the total equity of the Group. Total debt to equity ratio of the Group expressed as a percentage of interest bearing borrowings over the total equity of approximately RMB1,053.4 million (at 31 December 2021: RMB1,061.4 million) was approximately 124.9% as at 30 June 2022 (as at 31 December 2021: 110.7%). Bank deposits pledged for banking facilities as at 30 June 2022 was approximately RMB741.0 million (as at 31 December 2021: RMB988.7 million).

流動資金及財務資源

本集團於2022年6月30日持有的現金及現金等價項目約為人民幣175,300,000元(於2021年12月31日:人民幣226,700,000元),並主要以人民幣計值。現金及現金等價項目減少乃主要由於於回顧期間經營活動產生的現金流量減少。本集團於截至2022年6月30日止六個月錄得經營活動產生現金流出淨額約人民幣403,600,000元(2021年:人民幣14,000,000元)。截至2022年6月30日止六個月,投資活動及融資活動產生現金流入淨額分別約為人民幣241,800,000元(2021年:現金流出淨額人民幣258,200,000元)及人民幣106,500,000元(2021年:人民幣232,900,000元)。

於2022年6月30日,本集團的未償還借款約人民幣1,315,400,000元(於2021年12月31日:人民幣1,175,000,000元)主要以人民幣計值,並按固定利率計息。計息借款合計人民幣989,600,000元將於回顧期間結束後的未來12個月內到期。本集團的借款並無季節性。本集團通過資本負債比率監控其資金,計算方式為本集團總負債除以本集團總權益。本集團的總負債對權益比率按計息借款除以總權益約人民幣1,053,400,000元(於2021年12月31日:人民幣1,061,400,000元)計算,於2022年6月30日的比率約為124.9%(於2021年12月31日:110.7%)。於2022年6月30日,本集團就銀行融資質押的銀行存款約為人民幣741,000,000元(於2021年12月31日:人民幣988,700,000元)。



MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

As at 30 June 2022, the Group's current ratio was approximately 1.1 times (at 31 December 2021: 1.1 times) based on current assets of approximately RMB4,061.1 million (at 31 December 2021: RMB4,537.9 million) and current liabilities of approximately RMB3,649.7 million (at 31 December 2021: RMB4,182.0 million).

Trade receivable turnover days were approximately 123 days for the six months ended 30 June 2022 as compared to approximately 111 days for the year ended 31 December 2021. Inventory turnover days were approximately 40 days for the six months ended 30 June 2022 as compared to approximately 28 days for the year ended 31 December 2021. Trade payable turnover days were approximately 72 days for the six months ended 30 June 2022 as compared to approximately 62 days for the year ended 31 December 2021.

Net Current Assets and Net Assets

The Group's net current assets as at 30 June 2022 were approximately RMB411.4 million, which increased by approximately 15.6% from the balance of approximately RMB355.9 million recorded as at 31 December 2021. Net assets as at 30 June 2022 were approximately RMB1,053.4 million, which decreased by approximately RMB8.0 million from the balance as at 31 December 2021.

Pledge of Assets

As at 30 June 2022, bank loans of approximately RMB1,315.4 million (at 31 December 2021: RMB1,175.0 million) were secured by the Group's assets. Please refer to Notes 14 and 16 of the condensed consolidated financial statements for further detail.

於2022年6月30日，本集團流動比率約為1.1倍（於2021年12月31日：1.1倍），乃根據流動資產約人民幣4,061,100,000元（於2021年12月31日：人民幣4,537,900,000元）及流動負債約人民幣3,649,700,000元（於2021年12月31日：人民幣4,182,000,000元）計算。

於截至2022年6月30日止六個月，應收貿易款項週轉天數約為123日，而於截至2021年12月31日止年度則約為111日。於截至2022年6月30日止六個月，存貨週轉天數約為40日，而於截至2022年12月31日止年度則約為28日。於截至2022年6月30日止六個月，應付貿易款項週轉天數約為72日，而於截至2021年12月31日止年度則約為62日。

流動資產淨值及資產淨值

本集團於2022年6月30日的流動資產淨值約人民幣411,400,000元，較於2021年12月31日錄得的結餘約人民幣355,900,000元增加約15.6%。資產淨值於2022年6月30日約為人民幣1,053,400,000元，較2021年12月31日的結餘減少約人民幣8,000,000元。

資產抵押

於2022年6月30日，為數約人民幣1,315,400,000元（於2021年12月31日：人民幣1,175,000,000元）的銀行貸款乃以本集團的資產作抵押。進一步詳情請參閱簡明綜合財務報表附註14及16。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Commitments

The Group's capital commitments outstanding as at 30 June 2022 amounted to approximately RMB14.7 million (at 31 December 2021: RMB17.0 million) and was mainly attributed to the construction of new factories, staff dormitory and related facilities and acquisition of equipment.

Contingent Liabilities

As at 30 June 2022, the Group did not provide any form of guarantee for any company outside the Group and was not involved in any material legal proceedings for which provision for contingent liabilities was required.

Capital Structure

During the Review Period, there was no change in the share capital of the Company.

Foreign Exchange Exposure

For the six months ended 30 June 2022, the Group conducted its business transactions principally in Renminbi ("RMB"). The Group has not experienced any material difficulties or negative impacts on its operations as a result of fluctuations in currency exchanges rates. Although the Group has certain bank balances denominated in United States Dollars, Japanese Yen, Indian Rupee and Hong Kong Dollars, their proportion to the Group's total assets is insignificant. The Directors considered that no hedging of exchange risk is required and accordingly, no financial instruments were used for hedging purposes during the Review Period. Nevertheless, the management will continue to monitor the Group's foreign exchange exposure and will take prudent measures as and when appropriate.

Significant Investment Held, and Material Acquisition and Disposal

Significant Investment Held

During the Review Period, the Group did not hold any significant investment.

承擔

於2022年6月30日，本集團尚有資本承擔約人民幣14,700,000元(於2021年12月31日：人民幣17,000,000元)，主要用於建設新廠房、員工宿舍及相關設施以及購買設備。

或然負債

於2022年6月30日，本集團並無為本集團以外任何公司提供任何形式的擔保，亦並無牽涉需作出或然負債撥備的任何重大法律訴訟。

資本架構

於回顧期間，本公司股本並無變動。

外匯風險

截至2022年6月30日止六個月，本集團主要以人民幣(「人民幣」)進行其業務交易。本集團並無因匯率波動而面臨任何重大困難或對其營運產生負面影響。儘管本集團擁有若干以美元、日圓、印度盧比及港元為單位的銀行結餘，但佔本集團的總資產比例甚低。董事認為毋須對沖外匯風險，因此於回顧期間並無運用財務工具作對沖。儘管如此，管理層將繼續監察本集團外匯風險，並在適當時採取審慎措施。

持有重大投資以及重大收購及出售

持有重大投資

於回顧期間，本集團概無持有任何重大投資。

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

Material Acquisition and Disposal of Subsidiaries, Associates and Joint Ventures

The Group did not make any material acquisition or disposal of subsidiaries, associates or joint ventures during the Review Period.

Future Plans for Material Investments or Capital Assets

As at 30 June 2022, the Group did not have any specific plan for material investments or capital assets.

Employee and Remuneration Policies

As at 30 June 2022, the Group had 3,155 full-time employees (at 30 June 2021: 3,725). The related employees' costs for the Review Period amounted to RMB264.4 million (six months ended 30 June 2021: RMB222.1 million). The salaries of the Group's employees were determined by reference to the personal performance, professional qualification, industry experience of the relevant employee and relevant market trends. The Group ensures all levels of employees are paid according to market standard and employees are rewarded on a performance-related basis within the framework of the Group's salary, incentives and bonus scheme. The management reviews the remuneration policy of the Group on a regular basis and evaluates the work performance of its employees. The remuneration of the employees includes salaries, allowances, year-end bonus and social insurance. In accordance with the relevant prevailing laws and regulations of the PRC, the Group has participated in the social insurance plans set up by the related local government authorities, including pension funds, medical insurance (including maternity insurance), unemployment insurance and work-related injury insurance. The Group has also participated in the mandatory provident fund scheme for its Hong Kong employees in accordance with the Mandatory Provident Fund Scheme Ordinance (Chapter 485 of the Laws of Hong Kong).

重大收購及出售附屬公司、聯營公司及合營企業

於回顧期間，本集團並未作出任何重大收購或出售附屬公司、聯營公司或合營企業。

重大投資或資本資產之未來計劃

於2022年6月30日，本集團並無任何關於重大投資或資本資產的具體計劃。

僱員及薪酬政策

於2022年6月30日，本集團有3,155名全職僱員（於2021年6月30日：3,725名）。於回顧期間的相關僱員成本為人民幣264,400,000元（截至2021年6月30日止六個月：人民幣222,100,000元）。本集團僱員的薪金乃經參考有關僱員的個人表現、專業資格、行內經驗及相關市場趨勢釐定。本集團確保所有職級僱員的薪酬均符合市場水平，而本集團會根據本集團的薪金、獎勵及花紅計劃並因應僱員的表現對僱員作出獎勵。管理層定期檢討本集團的薪酬政策，並評估僱員的工作表現。僱員薪酬包括薪金、津貼、年終花紅及社會保障。根據中國現行相關法律及法規，本集團已參與本地有關政府機關設立的社會保障計劃，包括退休金、醫療保險（包括生育保險）、失業保險及工傷保險。本集團亦按照強制性公積金計劃條例（香港法例第485章）為香港僱員參與強制性公積金計劃。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料的審閱報告



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TO THE BOARD OF DIRECTORS OF VESON HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

致銳信控股有限公司董事會

(於開曼群島註冊成立之有限公司)

INTRODUCTION

We have reviewed the interim financial information set out on pages 23 to 59, which comprise the condensed consolidated statement of financial position of Veson Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2022, 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 months then ended, and a summary of significant accounting policies and other explanatory information (the “interim financial information”). 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 International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”) issued by the International Accounting Standard Board. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information 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.

引言

本核數師已審閱列載於第23頁至第59頁銳信控股有限公司(「貴公司」)及其附屬公司(合稱「貴集團」)的中期財務資料，此中期財務資料包括於2022年6月30日的簡明綜合財務狀況表與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重大會計政策概要及其他解釋資料(「中期財務資料」)。根據香港聯合交易所有限公司證券上市規則，上市公司必須根據上市規則中的相關規定和國際會計準則理事會頒佈的國際會計準則第34號「中期財務報告」(「國際會計準則第34號」)的規定編製中期財務資料報告。貴公司董事須負責根據國際會計準則第34號編製及呈列此中期財務資料。我們的責任是根據我們的審閱對本中期財務資料作出結論。本報告乃按照我們雙方所協議的委聘條款，僅向閣下(作為整體)報告，除此以外，我們的報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔法律責任。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION 中期財務資料的審閱報告

SCOPE OF REVIEW

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

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with IAS 34.

BDO Limited

Certified Public Accountants

Chan Tsz Hung

Practising Certificate Number P06693

Hong Kong, 31 August 2022

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行審閱。中期財務資料審閱工作包括主要向負責財務及會計事項的人員詢問，並實施分析和其他審閱程序。由於審閱的範圍遠較按照香港審計準則進行審計的範圍為小，所以不能保證我們會注意到在審計中可能發現的所有重大事項。因此我們不會發表任何審計意見。

結論

根據我們的審閱，並無任何事項已引起我們注意，而令我們相信該中期財務資料於所有重大方面並未根據國際會計準則第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

陳子鴻

香港執業證書號碼P06693

香港，2022年8月31日

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
簡明綜合損益及其他全面收益表

For the six months ended 30 June 2022 截至2022年6月30日止六個月

		Six months ended 30 June	
		截至6月30日止六個月	
		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Turnover	營業額	3,151,541	3,194,976
Cost of sales	銷售成本	(2,888,864)	(2,921,411)
Gross profit	毛利	262,677	273,565
Other revenue	其他收益	21,833	14,907
Selling and distribution expenses	銷售及分銷開支	(42,577)	(41,488)
Administrative expenses	行政開支	(172,505)	(168,601)
Other operating expenses	其他經營開支	(5,587)	(15,524)
Impairment loss recognised on trade and notes receivables, net	就應收貿易款項及應收票據確認的減值虧損淨額	(910)	(2,227)
Reversal of impairment loss recognised on prepayments, deposits and other receivables, net	撥回就預付款項、按金及其他應收款項確認的減值虧損淨額	(766)	4,000
Finance costs	融資成本	(41,564)	(40,027)
Profit before income tax	除所得稅前溢利	20,601	24,605
Income tax expense	所得稅開支	(8,154)	(16,013)
Profit for the period	期內溢利	12,447	8,592
Profit for the period attributable to:	下列人士應佔期內溢利：		
Owners of the Company	本公司擁有人	14,214	10,382
Non-controlling interests	非控股權益	(1,767)	(1,790)
		12,447	8,592

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2022 截至2022年6月30日止六個月

		Six months ended 30 June		
		截至6月30日止六個月		
		Note	2022	2021
		附註	RMB cents	RMB cents
			人民幣分	人民幣分
			(Unaudited)	(Unaudited)
			(未經審核)	(未經審核)
Earnings per share	期內本公司擁有人應佔			
attributable to owners	每股盈利			
of the Company for the				
period				
Basic and diluted earnings	每股基本及攤薄			
per share	盈利	9	1.30	0.95

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
簡明綜合損益及其他全面收益表

For the six months ended 30 June 2022 截至2022年6月30日止六個月

		Six months ended 30 June	
		截至6月30日止六個月	
		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Profit for the period	期內溢利	12,447	8,592
Other comprehensive income for the period	期內其他全面收益		
Item that may be reclassified to profit or loss in subsequent periods:	於往後期間可能重新分類至損益的項目：		
Exchange differences arising on translation of financial statements of foreign subsidiaries	海外附屬公司之財務報表進行換算時產生之匯兌差額	(20,409)	(458)
Total comprehensive income for the period, net of tax	期內全面收益總額，扣除稅項	(7,962)	8,134
Attributable to:	下列人士應佔：		
Owners of the Company	本公司擁有人	2,752	10,370
Non-controlling interests	非控股權益	(10,714)	(2,236)
		(7,962)	8,134

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

At 30 June 2022 於2022年6月30日

			30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
		<i>Notes 附註</i>		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	10	776,162	814,889
Investment properties	投資物業		48,459	50,995
Right-of-use assets	使用權資產		26,841	30,282
Intangible assets	無形資產	11	5,269	4,542
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		31,050	34,671
Deferred tax assets	遞延稅項資產		98,623	105,358
Total non-current assets	非流動資產總額		986,404	1,040,737
Current assets	流動資產			
Inventories	存貨		713,773	553,045
Trade and notes receivables	應收貿易款項及應收票據	12	1,939,040	2,504,241
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		353,826	171,507
Amounts due from related parties	應收關連人士款項		123,740	78,722
Current tax recoverable	可收回即期稅項		14,504	14,995
Pledged bank deposits	已抵押銀行存款	16	740,986	988,689
Bank balances and cash	銀行結餘及現金		175,270	226,695
Total current assets	流動資產總額		4,061,139	4,537,894

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

At 30 June 2022 於2022年6月30日

			30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
	<i>Notes</i> <i>附註</i>			
Current liabilities		流動負債		
Trade and notes payables	13	應付貿易款項及 應付票據	2,477,483	3,118,080
Other payables, receipts in advance and accrued charges		其他應付款項、 預收款項及 應計費用	173,858	193,468
Lease liabilities – current portion		租賃負債 — 流動部分	6,535	6,436
Bank loans – current portion	14	銀行貸款 — 流動部分	989,636	861,655
Amounts due to directors		應付董事款項	34	34
Amounts due to related parties		應付關連人士款項	2,160	2,295
Total current liabilities		流動負債總額	3,649,706	4,181,968
Net current assets		流動資產淨值	411,433	355,926
Total assets less current liabilities		資產總額減流動負債	1,397,837	1,396,663

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

At 30 June 2022 於2022年6月30日

		Notes 附註	30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Non-current liabilities	非流動負債			
Lease liabilities – non-current portion	租賃負債 — 非流動部分		13,338	16,590
Bank loans – non-current portion	銀行貸款 — 非流動部分	14	325,717	313,329
Deferred tax liabilities	遞延稅項負債		5,360	5,360
Total non-current liabilities	非流動負債總額		344,415	335,279
Net assets	淨資產		1,053,422	1,061,384
Capital and reserves	資本及儲備			
Share capital	股本	15	107,590	107,590
Reserves	儲備		952,773	950,021
Equity attributable to owners of the Company	本公司擁有人應佔權益		1,060,363	1,057,611
Non-controlling interests	非控股權益		(6,941)	3,773
Total equity	總權益		1,053,422	1,061,384



Feng Ming Zhu
馮明竹
Director
董事



Lian Xiu Qin
連秀琴
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 June 2022 截至2022年6月30日止六個月

		Share capital	Share premium	Capital reserve	Statutory reserve fund	Enterprise expansion fund	Translation reserve	Retained profits/ (Accumulated losses)	Attributable to owners of the Company	Non-controlling interests	Total equity
		股本	股份溢價	資本儲備	法定公積金	企業發展基金	匯兌儲備	保留溢利/ (累計虧損)	本公司應佔部分	非控股權益	總權益
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2021 (Audited)	於2021年1月1日(經審核)	107,590	619,288	186,215	135,813	67,715	(67,030)	(35,768)	1,013,823	10,718	1,024,541
Exchange differences arising on translating foreign operations	換算海外業務時產生之匯兌差額	-	-	-	-	-	(12)	-	(12)	(446)	(458)
Profit for the period	期內溢利	-	-	-	-	-	-	10,382	10,382	(1,790)	8,592
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	(12)	10,382	10,370	(2,236)	8,134
Changes in ownership in a subsidiary without changes in control	於控制權並無變動之附屬公司的所有權變動	-	-	(82)	-	-	-	(1,244)	(1,326)	(3,273)	(4,599)
At 30 June 2021 (Unaudited)	於2021年6月30日(未經審核)	107,590	619,288	186,133	135,813	67,715	(67,042)	(26,630)	1,022,867	5,209	1,028,076
At 1 January 2022 (Audited)	於2022年1月1日(經審核)	107,590	619,288	186,133	143,193	71,117	(64,098)	(5,612)	1,057,611	3,773	1,061,384
Exchange differences on translating foreign operations	換算海外業務時產生之匯兌差額	-	-	-	-	-	(11,462)	-	(11,462)	(8,947)	(20,409)
Profit for the period	期內溢利	-	-	-	-	-	-	14,214	14,214	(1,767)	12,447
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	(11,462)	14,214	2,752	(10,714)	(7,962)
Appropriation	分配	-	-	-	-	-	(11,462)	14,214	2,752	(10,714)	(7,962)
At 30 June 2022 (Unaudited)	於2022年6月30日(未經審核)	107,590	619,288	186,133	143,193	71,117	(75,560)	8,602	1,060,363	(6,941)	1,053,422

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS 簡明綜合現金流量表

For the six months ended 30 June 2022 截至2022年6月30日止六個月

		Six months ended 30 June	
		截至6月30日止六個月	
		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Net cash used in operating activities	經營活動所用現金淨額	(403,556)	(14,026)
Cash flows from investing activities	投資活動現金流量		
Proceeds from disposal of PPE	出售物業、廠房及設備所得款項	-	430
Interest received	已收利息	7,945	5,414
Additions of property, plant and equipment	添置物業、廠房及設備	(11,978)	(98,777)
Decrease/(increase) in pledged bank deposits	已抵押銀行存款減少/(增加)	247,703	(160,510)
Acquisition of shares from NCI	向非控股權益收購股份	-	(4,599)
Addition of intangible assets	添置無形資產	(1,885)	(195)
Net cash generated from/ (used in) from investing activities	投資活動所得/(所用)現金淨額	241,785	(258,237)
Cash flows from financing activities	融資活動現金流量		
Proceeds from bank loans	銀行貸款所得款項	925,157	972,841
(Decrease)/increase in amounts due to related parties	應付關連人士款項(減少)/增加	(135)	1,311
Repayments of bank borrowings	償還銀行借款	(814,286)	(735,571)
Repayment of interest portion of lease liabilities	償還租賃負債之利息部分	(1,057)	(1,494)
Repayment of principal portion of lease liabilities	償還租賃負債之本金部分	(3,170)	(4,166)
Decrease in amount due to a director	應付一名董事款項減少	-	(3)
Net cash generated from financing activities	融資活動所得現金淨額	106,509	232,918

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS 簡明綜合現金流量表

For the six months ended 30 June 2022 截至2022年6月30日止六個月

		Six months ended 30 June	
		截至6月30日止六個月	
		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Net decrease in cash and cash equivalents	現金及現金等價項目減少淨額	(55,262)	(39,345)
Cash and cash equivalents at beginning of period	期初現金及現金等價項目	226,695	211,294
Effect of foreign exchange rate changes	匯率變動之影響	3,837	(228)
Cash and cash equivalents at end of period	期末現金及現金等價項目	175,270	171,721

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

1. GENERAL

Veson Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) is a public limited liability company incorporated in the Cayman Islands on 20 July 2006 as an exempted company and its shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 21 December 2006.

The Group is principally engaged in manufacture and sale of lithium-ion battery modules and related accessories for mobile phones, tablets, notebook and digital electronic appliances. The Group is also engaged in manufacture and sale of lithium-ion bare battery cells.

2. BASIS OF PREPARATION AND SIGNIFICANT EVENTS

The interim financial information has been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” (“IAS 34”) issued by International Accounting Standards Board (“IASB”) and the applicable disclosure requirements under Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). The interim financial information was authorised for issue by the board of directors of the Company on 31 August 2022.

1. 一般資料

銳信控股有限公司(「本公司」，連同其附屬公司，為「本集團」)於2006年7月20日在開曼群島註冊成立為獲豁免之上市有限公司，其股份已於2006年12月21日在香港聯合交易所有限公司(「聯交所」)主板上市。

本集團主要從事手機、平板電腦、筆記本及數碼類電子產品的鋰離子電池模組及有關配件之生產及銷售。本集團亦從事鋰離子電芯之生產及銷售。

2. 編製基準及重大事項

中期財務資料已遵照國際會計準則理事會(「國際會計準則理事會」)頒佈的國際會計準則第34號「中期財務報告」(「國際會計準則第34號」)及香港聯合交易所有限公司證券上市規則(「上市規則」)附錄16適用的披露條文編製。中期財務資料於2022年8月31日獲本公司董事會授權刊發。

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

2. BASIS OF PREPARATION AND SIGNIFICANT EVENTS (Continued)

The interim financial information has been prepared with the same accounting policies adopted in the consolidated financial statements for the year ended 31 December 2021, except for those that relate to new standards or interpretations effective for the first time for periods beginning on or after 1 January 2022. Details of any changes in accounting policies are set out in Note 3. The adoption of the new and revised International Financial Reporting Standards (“IFRSs”) have no material effect on the interim financial information. The Group has not early adopted any new and revised IFRSs that has been issued but not yet effective in the current accounting period.

The preparation of the interim financial information in compliance with IAS 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 interim financial information and their effect are disclosed in Note 4.

2. 編製基準及重大事項(續)

編製中期財務資料所採納的會計政策與截至2021年12月31日止年度之綜合財務報表所採納的相同(除於2022年1月1日或之後開始的期間首次生效的新準則或詮釋相關者外)。有關會計政策變動詳情載於附註3。採納新訂及經修訂國際財務報告準則(「國際財務報告準則」)對中期財務資料並無重大影響。本集團並未提前採納任何於當前會計期間已發行但尚未生效的新訂及經修訂國際財務報告準則。

遵照國際會計準則第34號而編製的中期財務資料要求使用若干判斷、估計及假設，因而影響政策的應用及本年度至今為止呈報的資產及負債、收入及開支的數額。實際結果或有別於該等估計。編製中期財務資料時採用重大判斷及估計的方面及其影響披露於附註4。

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

2. BASIS OF PREPARATION AND SIGNIFICANT EVENTS (Continued)

The interim financial information is presented in Chinese Renminbi (“RMB”), unless otherwise stated. The interim financial information contains 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 2021 annual financial statements. The interim financial information does not include all of the information required for a complete set of financial statements prepared in accordance with IFRSs and should be read in conjunction with the 2021 annual financial statements.

In line with many other manufacturing companies, the Group maintains a net current assets position as part of its business model. The Group has sufficient working capital and unutilised borrowing facilities to service operating activities and ongoing capital expenditures. Accordingly, the impact under COVID-19 is not indicative of any going concern issues, and the interim financial information has been prepared on a going concern basis.

The interim financial information is 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 Hong Kong Institute of Certified Public Accountants (the “HKICPA”). BDO Limited’s independent review report to the Board of Directors is included on pages 21 to 22.

2. 編製基準及重大事項(續)

除另有說明外，中期財務資料均以中國的人民幣（「人民幣」）呈列。中期財務資料包含簡明綜合財務報表及選定說明性附註。該等附註包括對了解自2021年年度財務報表以來本集團財務狀況及表現的變動而言屬重大的事件及交易的說明。中期財務資料並不包括根據國際財務報告準則編製整套財務報表所須的所有資料，且應與2021年年度財務報表一併閱讀。

與許多其他製造企業一樣，作為業務模式的一部分，本集團維持淨流動資產狀況。本集團擁有足夠營運資金及未動用借貸融資可服務於經營活動及持續資本開支。因此，新型冠狀病毒疫情的影響並不表示有任何持續經營問題，故中期財務資料乃按持續經營基準編製。

中期財務資料未經審核，但已由香港立信德豪會計師事務所有限公司根據香港會計師公會（「香港會計師公會」）頒佈的香港審閱工作準則第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發出的獨立審閱報告載列於第21頁至第22頁。

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

3. CHANGES IN IFRSs

The IASB has issued amendments to IFRSs that are first effective for the current accounting period of the Group. Of these, the following amendments are relevant to the Group:

Amendments to IFRS 3	Reference to the Conceptual Framework
Amendment to IFRS 16	COVID-19-Related Rent Concessions beyond 30 June 2021
Amendments to IAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to IAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to IFRSs	Annual Improvements to IFRSs 2018-2020

The new or amended IFRSs that are effective from 1 January 2022 did not have any significant impact on the Group's accounting policies.

4. USE OF JUDGEMENTS AND ESTIMATES

In preparing this interim financial information, 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 2021 annual financial statements, except for those as described in Note 3.

3. 國際財務報告準則變動

國際會計準則理事會頒布多項於本集團的當前會計期間首次生效之國際財務報告準則修訂本。其中，以下修訂與本集團有關：

國際財務報告準則第3號(修訂本)	概念框架之提述
國際財務報告準則第16號(修訂本)	於2021年6月30日後與COVID-19疫情有關的租金寬免
國際會計準則第16號(修訂本)	物業、廠房及設備—擬定用途前之所得款項
國際會計準則第37號(修訂本)	虧損性合約—履行合約的成本
國際財務報告準則(修訂本)	國際財務報告準則2018年至2020年週期之年度改進

自2022年1月1日起生效之新訂或經修訂國際財務報告準則對本集團之會計政策並無任何重大影響。

4. 使用判斷及估計

於編製本中期財務資料時，管理層於應用本集團的會計政策及估計不確定因素的主要來源時所作出的重大判斷，與2021年年度財務報表所應用者一致，惟附註3所載述者除外。

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION

Reportable segments

The Group is engaged in the business of original design manufacturing (“ODM business”) as well as bare battery cells (“Bare battery cell business”). The chief operating decision makers (i.e. the Company’s directors) review the segment information of these businesses and, based on which, allocate resources to segments and assess their performance. The Group’s reportable segments are set out below:

ODM business – Manufacture and supply of lithium-ion battery modules, power banks, and related accessories for branded mobile phone, notebooks and tablets manufacturers within and outside China.

Bare battery cell business – Manufacture and sale of lithium-ion bare battery cells for mobile phones, tablets and power banks.

Others – Sales of raw materials and work-in-progress, rental income and processing income.

5. 分部資料

申報分部

本集團目前經營原廠設計製造(「ODM業務」)及電芯業務(「電芯業務」)，而主要經營決策者(即本公司董事)亦審閱有關該等業務之分部資料，並據此分配分部資源及評估其業績。本集團申報分部載列如下：

ODM業務 – 為中國境內外品牌手機、筆記本及平板電腦製造商生產及供應鋰離子電池模組、移動電源及相關配件。

電芯業務 – 製造及銷售適用於手機、平板電腦及移動電源的鋰離子電芯。

其他 – 銷售原材料及半成品、租金收入及加工收入。

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Reportable segments (Continued)

Segment information about these businesses is presented as follows:

For the six months ended 30 June 2022 (unaudited)

5. 分部資料(續)

申報分部(續)

有關該等業務的分部資料呈列如下：

截至2022年6月30日止六個月 (未經審核)

		ODM business ODM業務 RMB'000 人民幣千元	Bare battery cell business 電池業務 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Total turnover	總營業額	3,534,754	91,642	270,479	3,896,875
Less: Intersegment sales	減：內部銷售	(525,066)	(17,808)	(202,460)	(745,334)
Turnover	營業額	3,009,688	73,834	68,019	3,151,541
Segment profit/(loss)	分部溢利/(虧損)	63,995	7,035	(948)	70,082
Unallocated income	未分配收入				
- Interest income	- 利息收入				7,945
- Others	- 其他				3,530
Unallocated expenses	未分配開支				
- Legal and professional fees	- 法律及專業費用				(370)
- Staff costs	- 員工成本				(14,367)
- Finance costs	- 融資成本				(41,564)
- Others	- 其他				(4,655)
Profit before income tax	除所得稅前溢利				20,601
Income tax	所得稅				(8,154)
Profit for the period	期內溢利				12,447

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

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5. SEGMENT INFORMATION (Continued)

Reportable segments (Continued) For the six months ended 30 June 2021 (unaudited)

5. 分部資料(續)

申報分部(續) 截至2021年6月30日止六個月 (未經審核)

		ODM business ODM業務 RMB'000 人民幣千元	Bare battery cell business 電芯業務 RMB'000 人民幣千元	Others 其他 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Total turnover	總營業額	3,632,203	108,194	292,037	4,032,434
Less: Intersegment sales	減：內部銷售	(594,924)	(16,057)	(226,477)	(837,458)
Turnover	營業額	3,037,279	92,137	65,560	3,194,976
Segment profit	分部溢利	66,892	5,502	7,088	79,482
Unallocated income	未分配收入				
- Interest income	- 利息收入				5,414
- Others	- 其他				3,101
Unallocated expenses	未分配開支				
- Legal and professional fees	- 法律及專業費用				(468)
- Staff costs	- 員工成本				(12,706)
- Finance costs	- 融資成本				(40,027)
- Others	- 其他				(10,191)
Profit before income tax	除所得稅前溢利				24,605
Income tax	所得稅				(16,013)
Profit for the period	期內溢利				8,592

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Reportable segments (Continued)

Segment assets and liabilities are presented as follows:

As at 30 June 2022 (unaudited)

5. 分部資料(續)

申報分部(續)

分部資產及負債呈列如下：

於2022年6月30日(未經審核)

		ODM business ODM業務 RMB'000 人民幣千元	Bare battery cell business 電池業務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Segment assets	分部資產	4,775,696	168,207	4,943,903
Unallocated corporate assets	未分配公司資產			
– Property, plant and equipment	– 物業、廠房及設備			23,876
– Investment properties	– 投資物業			48,459
– Bank balances and cash	– 銀行結餘及現金			1,255
– Prepayments, deposits and other receivables	– 預付款項、按金及其他應收款項			27,122
– Others	– 其他			2,928
Consolidated total assets	綜合資產總額			5,047,543
Segment liabilities	分部負債	3,890,011	96,450	3,986,461
Unallocated corporate liabilities	未分配公司負債			
– Other payables	– 其他應付款項			2,108
– Amounts due to directors	– 應付董事款項			34
– Deferred tax liabilities	– 遞延稅項負債			5,360
– Others	– 其他			158
Consolidated total liabilities	綜合負債總額			3,994,121

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Reportable segments (Continued) As at 31 December 2021 (audited)

5. 分部資料(續)

申報分部(續) 於2021年12月31日(經審核)

		ODM business ODM業務 RMB'000 人民幣千元	Bare battery cell business 電芯業務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Segment assets	分部資產	5,276,332	204,500	5,480,832
Unallocated corporate assets	未分配公司資產			
- Property, plant and equipment	- 物業、廠房及設備			23,156
- Investment properties	- 投資物業			50,995
- Bank balances and cash	- 銀行結餘及現金			6,410
- Prepayments, deposits and other receivables	- 預付款項、按金及其他 應收款項			380
- Amounts due from related parties	- 應收關連人士款項			14,025
- Others	- 其他			2,833
Consolidated total assets	綜合資產總額			5,578,631
Segment liabilities	分部負債	4,380,408	126,273	4,506,681
Unallocated corporate liabilities	未分配公司負債			
- Other payables	- 其他應付款項			3,164
- Amounts due to directors	- 應付董事款項			34
- Amounts due to related parties	- 應付關連人士款項			1,686
- Deferred tax liabilities	- 遞延稅項負債			5,360
- Others	- 其他			322
Consolidated total liabilities	綜合負債總額			4,517,247

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Turnover from major products

The Group's disaggregated turnover from its major products and services were as follows:

5. 分部資料(續)

來自主要產品之營業額

本集團主要產品及服務之分類營業額如下：

		Six months ended 30 June 截至6月30日止六個月	
		2022 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 RMB'000 人民幣千元 (Unaudited) (未經審核) (re-presented) (經重列)
Turnover recognised at a point in time:	於某一時間點確認的營業額：		
ODM business:	ODM業務：		
Mobile phone batteries	手機電池	2,404,118	2,811,850
Tablet batteries	平板電池	311,367	5,412
Notebook batteries	筆記本電池	117,132	63,007
Power banks	移動電源	113,580	144,772
Other batteries	其他電池	36,321	2,871
Others	其他	27,170	9,367
ODM business	ODM業務	3,009,688	3,037,279
Bare battery cell business:	電芯業務：		
Lithium-ion bare battery cells	鋰離子電芯	73,834	92,137
Others	其他	53,687	46,831
		3,137,209	3,176,247
Turnover recognised over time:	在一段時間內確認的營業額：		
Processing income	加工收入	11,127	16,385
Revenue from other sources:	其他收入來源：		
Rental income	租賃收入	3,205	2,344
Total turnover	總營業額	3,151,541	3,194,976



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For the six months ended 30 June 2022 截至2022年6月30日止六個月

5. SEGMENT INFORMATION (Continued)

Geographical information

Analysis of the Group's turnover and results as well as analysis of the Group's carrying amount of each relevant segment's assets and additions to property, plant and equipment and intangible assets by geographical market have not been presented as they are substantially generated from or situated in the PRC.

5. 分部資料(續)

地區資料

本集團並無呈列按地區市場劃分的本集團營業額及業績分析以及本集團每個相關分部的資產及添置物業、廠房及設備及無形資產的賬面值分析，原因為其大部分於中國產生或位於中國。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

6. PROFIT BEFORE INCOME TAX

This is arrived at after charging/(crediting):

6. 除所得稅前溢利

已扣除/(計入)下列項目：

		Six months ended 30 June 截至6月30日止六個月	
		2022 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 RMB'000 人民幣千元 (Unaudited) (未經審核)
Short-term operating lease rentals for office premises	辦公室短期經營租賃租金	11,606	8,674
Depreciation of property, plant and equipment	物業、廠房及設備折舊	54,934	34,250
Depreciation of investment properties	投資物業折舊	2,536	2,536
Depreciation of right-of-use assets	使用權資產折舊	3,472	4,825
Amortisation of intangible assets	無形資產攤銷	1,158	878
Write-off of property, plant and equipment	撇銷物業、廠房及設備	2,919	3,958
Write-off of inventories	撇銷存貨	3,227	9,558
Loss on disposals of property, plant and equipment	出售物業、廠房及設備虧損	66	47
Research and development costs	研發成本	75,116	97,385
Net foreign exchange (gain)/loss	匯兌(收益)/虧損淨額	(2,050)	4,751
Interest income	利息收入	(7,945)	(5,414)
Interest on lease liabilities	租賃負債利息	1,057	1,494
Interest on bank borrowings	銀行借款利息	29,498	18,459
Interest on discounted notes receivables	貼現應收票據利息	11,009	20,074

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7. INCOME TAX EXPENSE

7. 所得稅開支

Six months ended 30 June

截至6月30日止六個月

		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Current tax – PRC	即期稅項－中國		
Enterprise Income Tax:	企業所得稅：		
– Tax for the period	一期內稅項	1,926	649
– (Over)/under provision in prior year	－過往年度(超 額撥備)/ 撥備不足	(507)	1,148
Deferred tax	遞延稅項	6,735	14,216
Income tax expense	所得稅開支	8,154	16,013

No provision for taxation has been made by the Company as it is not subject to tax in the Cayman Islands or other jurisdictions.

由於本公司毋須繳納開曼群島或其他司法權區的稅項，故本公司並無作出稅項撥備。

No provision for Hong Kong Profits Tax has been made as the Group's profits were neither arising in nor derived from Hong Kong during both periods, and all subsidiaries incorporated in Hong Kong incurred tax losses during both periods.

由於在兩個期間內本集團的溢利既非香港產生，亦非來自香港，而所有於香港註冊成立之附屬公司於兩個期間內錄得稅項虧損，故此並無就香港利得稅作出撥備。

The provision for PRC Enterprise Income Tax is based on the estimated taxable income for PRC taxation purposes at the rate of taxation applicable for both periods.

中國企業所得稅撥備乃根據於兩個期間內以適用稅率按就中國稅務目的而言之估計應課稅收入而作出。

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7. INCOME TAX EXPENSE (Continued)

Pursuant to the PRC Enterprise Income Tax Laws, the subsidiaries that established in the PRC are subject to PRC Enterprise Income Tax rate at 25%. Subsidiaries established in the PRC which are qualified as an Advance and New Technology Enterprise (“ANTE”) for a 3-year period are entitled to a concessionary Enterprise Income Tax rate of 15%, subject to the fulfilment of certain conditions on yearly basis during the 3-year period. On 2 December 2019, Dongguan Hongde Battery Co., Ltd. (“Dongguan Hongde”), a subsidiary of the Group, was approved to continue as an ANTE for a period of 3 years and the certificate number is GR201944006396. It is subject to EIT at 15% accordingly. For the six months ended 30 June 2022, the Enterprise Income Tax rate applicable to Dongguan Hongde is 15%.

8. DIVIDENDS

No interim dividend was declared for the six months ended 30 June 2022 and 2021.

7. 所得稅開支(續)

根據中國企業所得稅法，本集團在中國成立的附屬公司須按中國企業所得稅率25%繳稅。在中國成立並合資格作為為期三年的高新技術企業(「高新技術企業」)的附屬公司有權享有15%的企業所得稅優惠稅率，惟須於該三年期間每年滿足若干條件。於2019年12月2日，本集團的附屬公司東莞市鴻德電池有限公司(「東莞鴻德」)獲准繼續為高新技術企業，為期三年，證書編號為GR201944006396。其按15%的稅率繳納相應企業所得稅。截至2022年6月30日止六個月，東莞鴻德的適用企業所得稅率為15%。

8. 股息

截至2022年及2021年6月30日止六個月，概無宣派中期股息。

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9. EARNINGS PER SHARE

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

9. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利根據以下數據計算：

		Six months ended 30 June	
		截至6月30日止六個月	
		2022	2021
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Profit for the period attributable to the owners of the Company	本公司擁有人應佔期內溢利	14,214	10,382
		Number of ordinary shares as at 30 June	
		於6月30日之普通股數目	
		2022	2021
		'000	'000
		千股	千股
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Weighted average number of ordinary shares	普通股加權平均數	1,090,001	1,090,001

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2022, the Group acquired plant and machinery at a cost of approximately RMB16,995,000, electronic equipment, furniture and fixtures at a cost of approximately RMB2,107,000 and construction in progress at a cost of approximately RMB2,247,000.

During the six months ended 30 June 2022, the Group has transferred construction in progress at a cost at approximately of RMB5,608,000 to plant and machinery.

11. INTANGIBLE ASSETS

As at 30 June 2022, intangible assets comprise computer software with net carrying amount of approximately RMB5,269,000 (31 December 2021: RMB4,542,000).

10. 物業、廠房及設備

截至2022年6月30日止六個月，本集團購入成本約人民幣16,995,000元之廠房及機器，購入成本約人民幣2,107,000元之電子設備、傢俬及裝置以及購入成本約人民幣2,247,000元之在建工程。

截至2022年6月30日止六個月，本集團將成本約人民幣5,608,000元之在建工程轉撥至廠房及機器。

11. 無形資產

於2022年6月30日，無形資產包括賬面淨值約為人民幣5,269,000元（2021年12月31日：人民幣4,542,000元）的電腦軟件。

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12. TRADE AND NOTES RECEIVABLES

12. 應收貿易款項及應收票據

		30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables	應收貿易款項	1,943,655	2,483,986
Notes receivables	應收票據	90,037	113,997
		2,033,692	2,597,983
Less: Allowance for bad and doubtful debts	減：呆壞賬撥備	(94,652)	(93,742)
		1,939,040	2,504,241

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For the six months ended 30 June 2022 截至2022年6月30日止六個月

12. TRADE AND NOTES RECEIVABLES

(Continued)

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

12. 應收貿易款項及應收票據(續)

於報告期末，應收貿易款項及應收票據的賬齡分析如下(基於發票日期及已扣除撥備)：

		30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
0 to 60 days	0至60日	1,378,160	1,784,758
61 to 180 days	61至180日	418,699	698,869
181 to 365 days	181至365日	142,181	20,614
		1,939,040	2,504,241

The average credit period granted on sale of goods and services ranged from 60 to 90 days.

給予銷售貨品及服務的平均信貸期介乎60至90日。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

13. TRADE AND NOTES PAYABLES

13. 應付貿易款項及應付票據

		30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Trade payables	應付貿易款項	989,352	1,260,795
Notes payables	應付票據	1,488,131	1,857,285
		2,477,483	3,118,080

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

於報告期末，應付貿易款項及應付票據的賬齡分析如下(基於發票日期)：

		30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
0 to 60 days	0至60日	1,938,349	2,084,412
61 to 180 days	61至180日	463,086	570,967
181 to 365 days	181至365日	17,628	404,914
More than 1 year but within 2 years	一年以上但兩年內	2,188	2,764
More than 2 years but within 3 years	兩年以上但三年內	1,663	2,072
Over 3 years	超過三年	54,569	52,951
		2,477,483	3,118,080

Trade and notes payables principally comprise amounts outstanding for trade purchases and ongoing costs. The average credit period taken for trade purchases ranged from 30 to 90 days.

應付貿易款項及應付票據主要包括貿易購貨及持續成本的未支付款項。貿易購貨的平均信貸期介乎30至90日。

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14. BORROWINGS

14. 借款

		30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Bank loans	銀行貸款		
Secured bank loans	有抵押銀行貸款	1,315,353	1,174,984
Less: Amounts shown under current liabilities	減：流動負債項下 所列金額	(989,636)	(861,655)
Amounts shown under non-current liabilities	非流動負債項下所 列金額	325,717	313,329

Particulars of the Group's pledge of assets are set out in Note 16.

本集團抵押資產的詳情載於附註16。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

15. SHARE CAPITAL

	Number of ordinary shares of HK\$0.10 each 每股0.10港元 普通股數目 in Thousands 千股	Amount 金額 RMB'000 人民幣千元
Issued and fully paid:		
as at 31 December 2021 (audited)	已發行及繳足： 於2021年12月31日	
and 30 June 2022 (unaudited)	(經審核)及2022年 6月30日(未經審核)	
	1,090,001	107,590

15. 股本

16. PLEDGE OF ASSETS

As at 30 June 2022, the following assets have been pledged by the Group in favour of the banks as guarantees for the issuance of bank accepted notes for payments to suppliers, as collaterals for electricity expenses payable to landlords and as collaterals for bank and other loans:

16. 資產抵押

於2022年6月30日，本集團已將以下資產抵押予銀行，作為向供應商付款而發出銀行承兌匯票之擔保、作為應付業主電費的抵押物及作為獲得銀行及其他貸款的抵押物：

	30 June 2022 2022年 6月30日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 December 2021 2021年 12月31日 RMB'000 人民幣千元 (Audited) (經審核)
Property, plant and equipment	物業、廠房及設備 443,457	452,913
Investment properties	投資物業 48,459	50,995
Leasehold land held under operating lease included in right-of-use assets	計入使用權資產之根據經營租賃持有之租賃土地 8,756	8,885
Bank deposits	銀行存款 740,986	988,689
	1,241,658	1,501,482

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17. RELATED PARTY TRANSACTIONS

- (a) During the period, the Group had the following transactions with related parties:

17. 關連人士交易

- (a) 於期內，本集團與關連人士進行的交易如下：

		Six months ended 30 June 截至6月30日止六個月	
		2022 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 RMB'000 人民幣千元 (Unaudited) (未經審核)
Rental expenses paid to:	已付租金開支予以下公司：		
Scud Stock (Fujian) Co., Ltd. (Note 1)	福建飛毛腿股份有限公司(附註1)	5,506	5,506
Fujian Scud Technology Co., Ltd. (Note 2)	福建飛毛腿科技有限公司(附註2)	100	206
Rental income received from:	已收以下公司租金收入：		
Scud Stock (Fujian) Co., Ltd. (Note 1)	福建飛毛腿股份有限公司(附註1)	2,345	2,345
Fujian Scud Power Technology Co., Ltd. (Note 5)	福建飛毛腿動力科技有限公司(附註5)	859	-
Purchases of finished goods from EBTEB New Energy Technology Co., Ltd. (Note 3)	向易佰特新能源科技有限公司採購製成品(附註3)	-	684
Purchases of raw materials from EBTEB New Energy Technology Co., Ltd. (Note 3)	向易佰特新能源科技有限公司採購原材料(附註3)	86,932	60,446
Purchases of raw materials from Fujian Scud Power Technology Co., Ltd. (Note 5)	向福建飛毛腿動力科技有限公司採購原材料(附註5)	288	-
Processing income from Fujian Scud Power Technology Co., Ltd. (Note 5)	來自福建飛毛腿動力科技有限公司的加工收入(附註5)	7,567	-

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17. RELATED PARTY TRANSACTIONS 17. 關連人士交易(續) (Continued)

(a) (Continued)

(a) (續)

		Six months ended 30 June 截至6月30日止六個月	
		2022 RMB'000 人民幣千元 (Unaudited) (未經審核)	2021 RMB'000 人民幣千元 (Unaudited) (未經審核)
Processing expense to EBTEB New Energy Technology Co., Ltd. (Note 3)	支付加工費予易佰特新能源科技有限公司 (附註3)	-	278
Sales of raw materials to EBTEB New Energy Technology Co., Ltd. (Note 3)	銷售原材料予易佰特新能源科技有限公司 (附註3)	-	26
Sales of finished goods to EBTEB New Energy Technology Co., Ltd. (Note 3)	銷售製成品予易佰特新能源科技有限公司 (附註3)	126	8
Training expense paid to Fujian Province Scud Technical College (Note 4)	支付培訓費予福建省飛毛腿技師學院 (附註4)	862	332
Sales of finished goods to Scud Communication Technology Co., Ltd. (Note 4)	銷售產成品予飛毛腿通訊技術有限公司 (附註4)	3	-

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17. RELATED PARTY TRANSACTIONS

(Continued)

(a) (Continued)

Notes:

1. A company in which Mr. Fang Jin, the controlling shareholder of the Company, held 70% (31 December 2021: 70%) shareholding interest.
2. A company in which Mr. Fang Jin held 18% (31 December 2021: 18%) shareholding interest.
3. A company with its director being the son of Mr. Fang Jin.
4. A company of which Mr. Fang Jin was a director and had beneficial interest.
5. A company with its director and shareholder holding 93.95% (31 December 2021: 93.95%) shareholding interest of the company being the son of Mr. Fang Jin, the controlling shareholder of the Company.

(b) Other transaction with related party:

As at 30 June 2022, Mr. Fang Jin and the son of Mr. Fang Jin have guaranteed certain bank facilities made to the subsidiaries of the Group of up to an amount of RMB3,984,134,000 (31 December 2021: RMB3,683,127,000).

17. 關連人士交易 (續)

(a) (續)

附註：

1. 一間本公司控股股東方金先生持有其70% (2021年12月31日：70%)股權的公司。
2. 一間方金先生持有其18% (2021年12月31日：18%)股權的公司。
3. 一間方金先生之子為其董事的公司。
4. 一間方金先生為其董事並擁有實益權益的公司。
5. 一間本公司控股股東方金先生之子為其董事及股東並持有其93.95% (2021年12月31日：93.95%)股權之公司。

(b) 與關連人士的其他交易：

於2022年6月30日，方金先生及方金先生的兒子就向本集團附屬公司提供金額最高達人民幣3,984,134,000元(2021年12月31日：人民幣3,683,127,000元)的若干銀行授信作出擔保。

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18. COMMITMENTS AND ARRANGEMENTS

(a) Capital commitments

	30 June 2022 2022年 6月30日 RMB'000 人民幣千元	31 December 2021 2021年 12月31日 RMB'000 人民幣千元
Contracted but not accounted for, in respect of acquisition of property, plant and equipment	14,710	17,012

就收購物業、
廠房及設備
已訂約
但未入賬

(b) Operating lease commitments

At the end of the reporting period, the Group had outstanding minimum commitments under non-cancellable operating leases in respect of land and buildings which fall due as follows:

	30 June 2022 2022年 6月30日 RMB'000 人民幣千元	31 December 2021 2021年 12月31日 RMB'000 人民幣千元
Within one year 於一年內	2,344	4,689

None of the leases includes contingent rentals. The Group does not have an option to purchase the leased land and buildings at the expiry of the lease periods.

18. 承擔及安排

(a) 資本承擔

	30 June 2022 2022年 6月30日 RMB'000 人民幣千元	31 December 2021 2021年 12月31日 RMB'000 人民幣千元
	14,710	17,012

(b) 經營租賃安排

於報告期末，本集團根據不可撤銷經營租賃就以下期間到期的土地及樓宇尚欠最低承擔如下：

有關租約並不包括或然租金。本集團於租期屆滿時並無購置租賃土地及樓宇的選擇權。

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19. FAIR VALUE

(a) Carrying amount versus fair value

The Group considers that the carrying amount of the following financial assets and financial liabilities are a reasonable approximation of their fair value:

- Trade and notes receivables
- Financial assets included in prepayments, deposits and other receivables
- Amounts due from related parties
- Pledged bank deposits
- Bank balances and cash
- Trade and notes payables
- Financial liabilities included in other payables, contract liabilities and accrued charges
- Lease liabilities
- Bank loans
- Amounts due to directors
- Amounts due to related parties

19. 公平值

(a) 賬面值與公平值比較

本集團認為以下金融資產及金融負債的賬面值為其公平值的合理約數：

- 應收貿易款項及應收票據
- 計入預付款項、按金及其他應收款項的金融資產
- 應收關連人士款項
- 已抵押銀行存款
- 銀行結餘及現金
- 應付貿易款項及應付票據
- 計入其他應付款項、合約負債及應計費用的金融負債
- 租賃負債
- 銀行貸款
- 應付董事款項
- 應付關連人士款項

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19. FAIR VALUE (Continued)

(b) Fair value hierarchy

The level in the fair value hierarchy within which the financial asset or financial liability is categorised is determined on the basis of the lowest level input that is significant to the fair value measurement.

Financial assets and financial liabilities are classified in their entirety into only one of the three levels.

The fair value hierarchy has the following levels:

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

19. 公平值(續)

(b) 公平值層級

金融資產或金融負債所屬的公平值層級乃根據對公平值計量重要的最低層級輸入值而釐定。

金融資產及金融負債整體僅分類至三個層級其中一個。

公平值層級分為以下各級別：

- 第1級 – 相同資產或負債於活躍市場的報價(未經調整)
- 第2級 – 除第1級中所包含報價之外可直接(即價格)或間接(即從價格衍生)觀察到的資產或負債的輸入值
- 第3級 – 並非基於可觀察市場數據的資產或負債的輸入值(不可觀察的輸入值)。

		Level 3 第3級 30 June 2022 2022年 6月30日 RMB'000 人民幣千元	Level 3 第3級 31 December 2021 2021年 12月31日 RMB'000 人民幣千元
Financial assets at fair value through other comprehensive income ("FVTOCI")	按公平值計入其他全面收益(「按公平值計入其他全面收益」)的金融資產		
- Notes receivables	- 應收票據	90,037	113,997

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 中期簡明綜合財務報表附註

For the six months ended 30 June 2022 截至2022年6月30日止六個月

19. FAIR VALUE (Continued)

(c) Transfers during the period

During the six month period to 30 June 2022, there were no transfer into or out of Level 3 fair value measurements.

(d) Valuation techniques

Fair value of notes receivables is determined by income approach in which with reference to the present value of future contractual cash flows discounted at observable market interest rates for instruments with similar characteristics to those held by the Group.

20. COMPARATIVE FIGURES

Certain comparative figures in Note 5 of the interim condensed consolidated financial statements have been reclassified to conform to the current period's presentation.

19. 公平值(續)

(c) 期內轉移

截至2022年6月30日止六個月，第3級公平值計量中並無轉入或轉出。

(d) 估值方法

應收票據的公平值採用收益法釐定，其中已參考與本集團持有的具有類似特徵的工具按可觀察市場利率折現的未來合約現金流量的現值。

20. 比較數字

中期簡明綜合財務報表附5所載若干比較數字已重新分類，以符合本期內的呈列。



OTHER INFORMATION 其他資料

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES

As at 30 June 2022, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares or 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"), as recorded in the register required to be kept under section 352 of the SFO or as notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

SHARE OPTIONS

The Company adopted a new share option scheme (the "Scheme") pursuant to a shareholders' resolution passed on 17 June 2019 for the primary purpose of rewarding participants who have contributed or will contribute to the Group and encouraging participants to work towards enhancing the value of the Company and its shares for the benefit of the Company and its shareholders as a whole. Eligible participants are directors (including executive directors, non-executive directors and independent non-executive directors) and employees of the Group and any advisors, consultants, distributors, contractors, suppliers, agents, customers, business partners, joint venture business partners, promoters and service providers of any member of the Group who the board of directors of the Group considers, in its sole discretion, have contributed or will contribute to the Group. Particulars of the Scheme are set out in the Company's circular dated 29 April 2019.

No options have been granted under the Scheme as at 30 June 2022.

董事及最高行政人員之股份權益及 淡倉

於2022年6月30日，概無本公司董事或最高行政人員於本公司或其任何相聯法團(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)之任何股份、相關股份或債券中擁有根據證券及期貨條例第352條規定存置之登記冊所記錄或根據上市發行人董事進行證券交易之標準守則而須知會本公司及聯交所之任何權益或淡倉。

購股權

本集團已根據2019年6月17日通過的股東決議案採納新的購股權計劃(「該計劃」)，其主要目的為獎勵已或將為本集團作出貢獻的人士及激勵參與者為本公司及其股東的整體利益而致力提升本公司及其股份的價值。合資格參與者為本集團董事(包括執行董事、非執行董事及獨立非執行董事)及僱員，以及本集團董事會全權酌情認為曾經或將為本集團作出貢獻之本集團任何成員公司之任何顧問、諮詢人士、分銷商、承包商、供應商、代理人、客戶、業務夥伴、合營企業業務夥伴、推廣人、服務提供商。該計劃的詳情載於本公司日期為2019年4月29日的通函。

於2022年6月30日，概無根據該計劃授出購股權。

OTHER INFORMATION 其他資料

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the six months ended 30 June 2022 was the Company or any of its holding companies, subsidiaries or fellow subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate and none of the Directors, their spouses or children under the age of 18, had any rights to subscribe for securities of the Company, or had exercised any such rights.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2022, the following persons (other than the Directors or chief executives 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:

Long positions (Ordinary shares of HK\$0.10 each of the Company):

Name of shareholder 股東姓名	Capacity 身份	Number of issued ordinary shares held 所持已發行 普通股數目	Percentage of the issued voting shares of the Company as at 30 June 2022 (Note 1)
			於2022年6月30日 佔本公司已發行 具有投票權股份 之百分比 (附註1)
Swift Joy Holdings Limited 迅悅控股有限公司	Beneficial owner 實益擁有人	423,770,000	38.88%
Right Grand Holdings Limited 正宏控股有限公司	Beneficial owner 實益擁有人	128,568,000	11.80%
Fang Jin 方金	Interest in controlled corporations 受控法團權益	552,338,000	50.67%

董事收購股份或債券之權利

本公司或其任何控股公司、附屬公司或同系附屬公司於截至2022年6月30日止六個月任何時間內概無訂立任何安排，致使董事可透過收購本公司或任何其他法人團體的股份或債券以獲取利益，且亦無董事、彼等的配偶或十八歲以下的子女擁有任何權利認購本公司的證券或行使任何該等權利。

主要股東

於2022年6月30日，以下人士（並非本公司董事或最高行政人員）於本公司之股份或相關股份中擁有根據證券及期貨條例第336條規定存置之登記冊內所記錄之權益或淡倉：

好倉（本公司每股面值0.10港元之普通股）：

OTHER INFORMATION 其他資料

SUBSTANTIAL SHAREHOLDERS (Continued)

Note 1: We have applied the number of shares of the Company in issue as at 30 June 2022, i.e. 1,090,001,246 shares, when calculating this percentage.

Note 2: Each of Swift Joy Holdings Limited and Right Grand Holdings Limited was a private company directly wholly-owned by Mr. Fang Jin.

Note 3: Among 552,338,000 shares, 423,770,000 shares were owned by Swift Joy Holdings Limited and 128,568,000 shares were owned by Right Grand Holdings Limited (see also Note 2 above).

Save as disclosed above, as at 30 June 2022, the Company had not been notified by any persons (other than the Directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO.

CHANGES IN DIRECTORS' INFORMATION

Set out below are changes in information of Directors of the Company pursuant to Rule 13.51B(1) of the Listing Rules:

Name of director 董事姓名

Loke Yu
陸海林

Details of change 變動詳情

Resigned as an independent non-executive director of Crazy Sports Group Limited (Stock Code: 82) on 26 May 2022.
於2022年5月26日辭任瘋狂體育集團有限公司(股份代號：82)之獨立非執行董事。

主要股東(續)

附註1：於計算該百分比時，已採用本公司2022年6月30日之已發行股份數目(即1,090,001,246股股份)計算。

附註2：迅悅控股有限公司及正宏控股有限公司均為方金先生直接全資擁有的私營公司。

附註3：於552,338,000股股份中，423,770,000股股份由迅悅控股有限公司擁有及128,568,000股股份由正宏控股有限公司擁有(亦見上文附註2)。

除上文披露者外，於2022年6月30日，本公司並無獲任何人士(並非本公司董事或最高行政人員)知會彼於本公司股份或相關股份中擁有根據證券及期貨條例第336條存置之登記冊內所記錄之權益或淡倉。

董事的資料變動

下文根據上市規則第13.51B(1)條載列本公司董事的資料變動：

OTHER INFORMATION 其他資料

INTERIM DIVIDEND

In light of the challenging business environment, the Board has decided not to recommend the payment of interim dividend for the six months ended 30 June 2022 (2021 interim dividend: Nil). The Directors will continue to monitor the dividend policy closely to ensure that an optimal balance can be achieved between the retention of sufficient liquidity in the Group to prepare for the future development ahead and the distribution of earnings to the shareholders respectively.

PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the six months ended 30 June 2022, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's securities.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE OF THE LISTING RULES

To the best knowledge of the Directors, the Company complied with all the code provisions set out in the Corporate Governance Code as set out in Part 2 of Appendix 14 of the Listing Rules during the Review Period.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code"). Having made specific enquiries of all Directors, the Directors confirmed to the Company that all Directors have complied with the required standard as set out in the Model Code throughout the six months ended 30 June 2022.

中期股息

鑑於營商環境充滿挑戰，董事會已決定不建議派發截至2022年6月30日止六個月的中期股息(2021年中期股息：無)。董事將持續密切監察股息政策，以確保在保留本集團未來發展所需足夠流動資金與向股東分配盈利之間實現最佳平衡。

購買、出售或贖回證券

於截至2022年6月30日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何證券。

遵守上市規則企業管治守則

據董事所深知，本公司於回顧期間已遵守上市規則附錄14第2部所載企業管治守則的所有守則條文。

上市發行人董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載《上市發行人董事進行證券交易的標準守則》(「標準守則」)。經向全體董事作出特定查詢後，本公司獲董事確認，全體董事於截至2022年6月30日止六個月已遵守標準守則所規定的標準。

OTHER INFORMATION 其他資料

AUDIT COMMITTEE

As at the date of this interim report, the Audit Committee comprises three independent non-executive Directors, namely, Mr. Heng Ja Wei Victor, Mr. Lam Yau Yiu and Mr. Cheung Wai Kwok Gary. The Audit Committee has reviewed with the management the unaudited financial information and interim report of the Company for the six months ended 30 June 2022 before they presented the same to the Board for approval.

ACKNOWLEDGEMENT

The Chairman of the Company would like to thank the Board, management and all members of our staff for their dedication and loyalty. The Chairman of the Company would also like to thank our shareholders and business associates for their strong support to the Group.

On behalf of the Board of
Veson Holdings Limited



Feng Ming Zhu
Chairman

Hong Kong, 31 August 2022

審核委員會

於本中期報告日期，審核委員會由三名獨立非執行董事（即邢家維先生、林友耀先生及張為國先生）組成。審核委員會聯同管理層人員已審閱本公司截至2022年6月30日止六個月的未經審核財務資料及中期報告，繼而提呈董事會以供批准。

致謝

本公司主席謹此感謝董事會、管理層及所有員工勤奮工作及忠誠服務。本公司主席亦感謝股東及業務夥伴對本集團的全力支持。

承董事會命
銳信控股有限公司



馮明竹
主席

香港，2022年8月31日



VESON HOLDINGS LIMITED 銳信控股有限公司

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