



賽生藥業控股有限公司\*

SciClone Pharmaceuticals (Holdings) Limited

(於開曼群島註冊成立的有限公司)

(Incorporated in the Cayman Islands with limited liability)

股份代號 Stock Code: 6600

2022

Interim Report

中期報告



\*僅供識別 For identification purpose only



# 目錄

## Contents

公司資料	2
Corporate information	
財務摘要及業務回顧	4
Financial highlights and business review	
管理層討論及分析	19
Management discussion and analysis	
企業管治及其他資料	30
Corporate governance and other information	
簡明合併財務報表審閱報告	54
Report on review of condensed consolidated financial statements	
簡明合併全面收益表	56
Condensed consolidated statements of comprehensive income	
簡明合併資產負債表	58
Condensed consolidated balance sheets	
簡明合併權益變動表	60
Condensed consolidated statements of changes in equity	
簡明合併現金流量表	62
Condensed consolidated statements of cash flows	
財務資料附註	64
Notes to the financial information	
釋義及詞彙表	113
Definitions and glossary	



# 公司資料

## Corporate Information

### 董事會

#### 執行董事

趙宏先生(首席執行官兼總裁)

#### 非執行董事

Li Zhenfu先生(主席)

Daniel Luzius Vasella博士

Lin Shirley Yi-Hsien女士

李泉女士

石岑先生

王海霞女士

#### 獨立非執行董事

劉國恩博士

Chen Ping博士

Gu Alex Yushao先生

Wendy Hayes女士

### 審核委員會

Wendy Hayes女士(主席)

李泉女士

Gu Alex Yushao先生

### 薪酬委員會

Gu Alex Yushao先生(主席)

趙宏先生

Chen Ping博士

### 提名委員會

Li Zhenfu先生(主席)

Wendy Hayes女士

劉國恩博士

### 聯席公司秘書

潘蓉容女士

陳倩敏女士

### 授權代表

趙宏先生

潘蓉容女士

### 核數師

羅兵咸永道會計師事務所

### Board of Directors

#### Executive Director

Mr. Zhao Hong (*Chief Executive Officer and President*)

#### Non-executive Directors

Mr. Li Zhenfu (*Chairman*)

Dr. Daniel Luzius Vasella

Ms. Lin Shirley Yi-Hsien

Ms. Li Quan

Mr. Shi Cen

Ms. Wang Haixia

#### Independent Non-executive Directors

Dr. Liu Guoen

Dr. Chen Ping

Mr. Gu Alex Yushao

Ms. Wendy Hayes

### Audit Committee

Ms. Wendy Hayes (*Chairwoman*)

Ms. Li Quan

Mr. Gu Alex Yushao

### Remuneration Committee

Mr. Gu Alex Yushao (*Chairman*)

Mr. Zhao Hong

Dr. Chen Ping

### Nomination Committee

Mr. Li Zhenfu (*Chairman*)

Ms. Wendy Hayes

Dr. Liu Guoen

### Joint Company Secretaries

Ms. Pan Rongrong

Ms. Chan Sin Man Nico

### Authorised Representatives

Mr. Zhao Hong

Ms. Pan Rongrong

### Auditor

PricewaterhouseCoopers

### 註冊辦事處

PO Box 309, Ugland House  
Grand Cayman, KY1-1104  
Cayman Islands

### 總部及中國主要地點

中國  
上海市淮海中路381號  
中環廣場22樓

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香港  
銅鑼灣告士打道311號  
皇室堡大廈3401A室

### 股份過戶登記總處

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall, Cricket Square  
Grand Cayman, KY1-1102  
Cayman Islands

### 香港證券登記處

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

### 香港法律顧問

高偉紳律師行

### 合規顧問

邁時資本有限公司

### 主要往來銀行

中國民生銀行股份有限公司香港分行  
花旗銀行香港分行  
中國銀行(香港)有限公司

### 網站

www.sciclone.com

### 股份代號

6600

### Registered Office

PO Box 309, Ugland House  
Grand Cayman, KY1-1104  
Cayman Islands

### Head Office and Principal Place in the PRC

22/F, Central Plaza  
381 Middle Huaihai Road, Shanghai  
PRC

### Principal Place of Business in Hong Kong

3401A, Windsor House  
311 Gloucester Road, Causeway Bay  
Hong Kong

### Principal Share Registrar

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall, Cricket Square  
Grand Cayman, KY1-1102  
Cayman Islands

### Hong Kong Share Registrar

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

### Hong Kong Legal Adviser

Clifford Chance

### Compliance Adviser

Maxa Capital Limited

### Principal Banks

China Minsheng Banking Corp., Ltd. Hong Kong Branch  
Citibank N.A., Hong Kong Branch  
Bank of China (Hong Kong) Limited

### Website

www.sciclone.com

### Stock Code

6600

# 財務摘要及業務回顧

## Financial Highlights and Business Review

### 財務摘要

烏克蘭戰爭、全球供應鏈中斷和全球創新高的高通脹使擁有國際業務的企業於2022年上半年經營艱難。隨著中國Covid-19疫情反覆，各行各業的商業活動受到影響。然而，我們成功應對該等挑戰，並在運營中表現出極大的彈性。憑藉獨特的「Go-To-Patient」（「GTP」）模式，我們能夠直接通過我們的數字門戶與更多醫生及患者建立聯繫，並通過更多渠道將產品高效地配送給患者。我們在加快產品管線及提升產品開發能力方面亦取得了穩步進展。「走向患者」、「走向數字化」及「走向創新」是我們擁抱瞬息萬變的世界以實現可持續增長戰略的基石。

截至2022年6月30日止六個月，我們實現收入人民幣1,475.1百萬元，較去年同期增長10.8%。2022年上半年毛利增至人民幣1,134.1百萬元，較2021年上半年增長8.4%。受全球估值暴跌、生物醫藥企業現金緊缺以及美元升值影響，經考慮投資的公允價值虧損變動人民幣80.5百萬元及許可人因財務困難無法撥付其進一步開發的不確定性而對相關無形資產計提全額減值虧損人民幣40.3百萬元後，純利下調至人民幣532.2百萬元。撇除公允價值虧損變動及上述減值虧損的影響外，對比截至2021年6月30日止六個月的純利，一般業務經營的核心純利增長4.9%至人民幣653.0百萬元。經營現金流量達到人民幣523.9百萬元，較截至2021年6月30日止六個月增加人民幣215.6百萬元或69.9%。

我們亦在充裕的資產負債表上建立可持續增長。於2022年6月30日，現金及現金等價物以及現金存款總額（3至12個月或以浮動利率計息）約為人民幣26億元，其與淨資產的金額相若。此外，借款總額與總資產的比率維持在27.8%的穩健水平。另一方面，全球生物醫藥企業的財務困難為我們提供難得的併購機遇，以支持本公司的發展目標。我們正在積極尋找潛在目標，將繼續投資促進增長，並在面臨經濟衰退壓力時保持謹慎。

### Financial Highlights

War in Ukraine, global supply chain disruption and world-wide record high inflation made the first half of 2022 difficult for businesses with international presence. Domestically as China faced several new waves of Covid-19 outbreak, business activities of various industries were interrupted. However, we managed to rise to these challenges and demonstrated great resilience and flexibility in the course of operations. With unique “Go-To-Patient” (“GTP”) model, we were able to connect with more physicians and patients directly through our digital portal and deliver our products efficiently to patients through more channels. We have also made steady progress to accelerate product pipeline and enhance product development capabilities. “Go-To-Patients”, “Go Digital” and “Go Innovation” are cornerstones of our strategy to embrace the fast-changing world for achieving sustainable growth.

We achieved revenue of RMB1,475.1 million for the six months ended June 30, 2022, 10.8% up from the same period last year. Our gross profit grew to RMB1,134.1 million for the first half of 2022, 8.4% ahead of the first half of 2021. Affected by global valuation plunge and cash crunch in biotech companies and appreciation of USD, our net profit was lowered to RMB532.2 million after considering change in fair value loss of an investment of RMB80.5 million and full impairment loss of RMB40.3 million against the related intangible assets considering the uncertainty arising from the financial difficulties of the licensor to fund for their further developments. Excluding the impact of the change in fair value loss and impairment loss mentioned above, core net profit from normal business operation increased by 4.9% to RMB653.0 million as compared with the net profit for the six months ended June 30, 2021. Operating cash flow reached RMB523.9 million, RMB215.6 million, or 69.9%, higher than that of six months ended June 30, 2021.

We also built our sustainable growth on a strong balance sheet. As at June 30, 2022, the total cash and cash equivalents and cash deposits (from 3 to 12 months or in floating rates) amounted to approximately RMB2.6 billion, which were approximately our net assets. In addition, the ratio of total borrowings to total assets remained healthy at 27.8%. Global financial difficulties of biotech companies on the other hand provided us a rare opportunity of merger and acquisition to support the Company's development goal. We are actively searching for potential targets and will continue to invest for growth, while remaining cautious in the face of recessionary pressure.

### 業務回顧

我們是一家以成為腫瘤及重症感染領域中領先專業製藥公司為目標的生物製藥公司，兩者均為中國最大且發展迅速，並存在重大未滿足醫療需求的治療領域。為實現目標，我們實施「雙輪驅動」戰略——利用商業化專業知識及培養產品開發能力。在商業化方面，我們的上市產品具有強大現金產生能力，而在產品開發方面，已經建立了具有首創／最佳潛力的創新在研產品。

### 商業化

於2022年6月30日，我們的銷售及營銷團隊由約770名僱員（於2021年12月31日：720名）組成，系統性地部署覆蓋中國的醫院及其他醫療機構以及把握最新的市場動態，包括分配至免疫事業部（「IBU」）的約510名僱員、腫瘤事業部（「OBU」）的約220名僱員及負責市場准入及商業營運的約40名僱員。我們的銷售及營銷團隊從事線下及線上營銷及學術推廣活動，以產生市場需求及為我們的自有產品、授權引入產品（安其思除外）及推廣產品建立品牌知名度。

我們創新的GTP模式及有效的產品生命週期管理可反映我們於商業化方面富有技術及經驗。日達仙的銷售已證明該等獨特的商業化能力，這些能力亦應用於推廣其他產品。

#### 1) GTP模式：

為通過藥房實現銷售多元化並擴大日達仙的銷售，我們早於2015年試行GTP平台，此後通過將日達仙的銷售從醫院擴展至藥房，增強日達仙對患者的可及性。我們於2018年開始通過GTP平台產生銷量。於2018年、2019年、2020年及2021年，通過GTP模式的銷量分別佔日達仙總銷量超過20%、30%、50%及60%，意味著日達仙通過零售渠道日益接觸更多患者。截至2022年6月30日止六個月，通過GTP模式的銷量佔日達仙總銷量超過72%，而去年同期則約為60%。

### Business Review

We are a biopharmaceutical company with the development goal of becoming a leading specialty pharma in oncology and severe infection, two of the largest and fast-growing therapeutic areas with significant unmet medical needs in China. To achieve our goal, we implement “two-wheel drive” strategy — harnessing commercialization expertise and cultivating product development capabilities. In commercialization, our marketed products have strong cash generation ability while in product development, an innovative pipeline with first-in-class/best-in-class potential has been established.

### Commercialization

As at June 30, 2022, our sales and marketing team comprised approximately 770 employees (as at December 31, 2021: 720) systematically deployed to cover hospitals and other medical institutions in China and to capture the latest market dynamics, including approximately 510 employees assigned to the immunology business unit (“IBU”), approximately 220 employees to the oncology business (“OBU”) unit and approximately 40 employees responsible for market access and commercial operations. Our sales and marketing team engages in offline and online marketing and academic promotional activities to generate market demand and build brand recognition for our proprietary, in-licensed (except for Angiomax), and promotion products.

We are skilled and experienced in commercialization, which can be reflected in our innovative GTP model and effective life-cycle management of products. These unique capabilities have been validated by our sales of Zadaxin and are being applied to promote other products as well.

#### 1) GTP model:

In order to diversify our sales channels and promote Zadaxin’s sales to patients through pharmacies, we piloted our GTP platform back in 2015 which had since enhanced Zadaxin’s accessibility to patients by extending the sales of Zadaxin beyond hospitals into pharmacies. We started to generate sales volume through GTP platform in 2018. In 2018, 2019, 2020 and 2021, sales volume through our GTP model contributed to more than 20%, 30%, 50% and 60% of our total sales volume of Zadaxin, respectively, signifying the increasing accessibility of Zadaxin to patients through retail channels. For the six months ended June 30, 2022, sales through GTP model contributed to more than 72% of total sales volume of Zadaxin as compared with approximately 60% for the same period last year.

## 財務摘要及業務回顧

### Financial Highlights and Business Review

於2022年6月30日，GTP模式(包括IBU及OBU)有超過153,000名註冊患者、超過109,000名註冊醫生及800間DTP藥房。

在GTP模式下，患者可將處方上傳至線上平台，其後藥物將直接配送至該等患者。在設有試行互聯網醫院的城市，患者可以直接在線上獲得諮詢和電子處方。GTP亦為本公司向患者提供增值服務(如綜合學術及患者教育)的平台。該模式為我們的患者提供了極大的便利和全方位的支持。

多年來，我們持續投資GTP平台及其他數字技術，以加強我們的跨職能合作。通過我們對技術及線上平台的積極開發和投資，我們旨在以更低成本接觸更多的利益相關者、客戶及患者，以實現更高的營運效率及合規性。目前GTP模式下的合作如下：

- ✓ DTP連鎖藥房：鄰客、高濟、思派、圓心、國藥關愛優及上藥雲健康旗下「益藥•藥房」；
- ✓ 商業保險供應商：零氦、眾安保險及鎂信健康；
- ✓ 供應鏈及其他數字患者服務：上海順豐醫藥供應鏈控股有限公司及零氦科技；
- ✓ 其他零售銷售渠道：阿里健康及京東健康。

As at June 30, 2022, GTP model (IBU and OBU together) had more than 153,000 registered patients, more than 109,000 registered doctors and 800 DTP pharmacies.

Under GTP model, patients can upload prescriptions to the online platform and drugs will be delivered to them directly. In the cities with pilot internet hospitals, patients can get consultations and e-prescriptions directly online. GTP is also a platform for the Company to provide value added services to patients such as comprehensive academic and patient education. The model provides great convenience and all-around support to our patients.

Throughout the years, we have been investing in our GTP platform and other digital technologies to enhance our cross-functional collaboration. With our active development and investment in technologies and online platforms, we aim to achieve better operational efficiency and compliance by reaching more stakeholders, customers and patients with lower costs. The current co-operations under GTP model:

- ✓ DTP chains: Link Pharmacies, Gaoji Health, Medbanks, Yuanxin, Sinopharm Care Plus and “Yiyao Pharmacies” of SPH Cloud Health;
- ✓ Commercial insurance providers: LinkDoc, Zhong An Insurance and Medi Trust;
- ✓ Supply Chains and other digital patient services: Shanghai SF Pharmaceuticals Supply Chain Holdings Co., Ltd., and LinkDoc Technology;
- ✓ Other retail sales channels: Ali Health and JD Health.



# 財務摘要及業務回顧

## Financial Highlights and Business Review

截至2022年6月30日止六個月，GTP模式的主要更新為：

- ✓ 將在廣東及天津試行的互聯網醫院融入GTP模式，進一步提升患者的數字化可及性；
- ✓ 加強免e在線（「免e在線」）及泰骨聯盟（「泰骨聯盟」）的患者通訊和教育功能，將藥品採購、配送、商業保險及其他服務（如輸注預約）整合到Hi-Doctor平台；
- ✓ 完成設立重點城市的擇泰門診輸注中心，以提供由電子處方至輸注的閉環服務。

### 2) 生命週期管理：

我們的已上市產品的可持續增長受我們持續進行的臨床研究及學術推廣以擴大其臨床應用所推動。

我們一直資助支持研究人員進行隨機對照試驗（「RCT」）及真實世界研究（「RWS」），以研究已上市產品在腫瘤、重症感染、疫苗及其他治療領域的潛在臨床應用。截至本中期報告日期，我們在中國和海外（美國及意大利）有超過10項正在進行的臨床研究。於2022年上半年，產品生命週期管理的主要成果如下：

- i) 發表研究報告：
  - ✓ 於2022年4月在Cancer Research上發表「胸腺法新（Ta1，日達仙的通用名）於胞葬作用中逆轉腫瘤相關巨噬細胞的M2極化」研究。研究得出結論，Ta-1通過逆轉胞葬作用激活的巨噬細胞的M2極化以提高化療的療效，表明化療後立即注射Ta-1可能有助於乳腺癌患者的高度協同抗腫瘤作用；

For the six months ended June 30, 2022, our major updates of GTP model:

- ✓ Integrated pilot internet hospitals in Guangdong and Tianjin into GTP model, which further improve digital access to patients;
- ✓ Enhanced patient communication and education functions of Immunology Online (“免e在線”) and Healthy Bone Alliance (“泰骨聯盟”) and consolidated drug purchase, delivery, commercial insurance and other services such as infusion appointments into Hi-Doctor platform;
- ✓ Completed the establishment of outpatient infusion centres for Zometa in key cities to provide closed-loop services from e-prescription to infusion.

### 2) Lifecycle management:

The sustainable growth of our marketed products is driven by our ongoing clinical studies and academic promotions to expand their clinical adoptions.

We have been sponsoring investigators to conduct randomized controlled trials (“RCT”) and real-world studies (“RWS”) to discover our marketed products’ potential clinical adoptions in oncology, severe infection, vaccine and other therapeutic areas. As of the date of this interim report, we have more than 10 on-going clinical studies in China and overseas (the U.S. and Italy). The major results of our lifecycle management of products for the first half of 2022 are as follows:

- i) Research publications:
  - ✓ A research study “Thymosin  $\alpha$ -1 (Ta1, generic name of Zadaxin) reverses M2 polarization of tumor-associated macrophages during efferocytosis” was published in Cancer Research in April 2022. The research concluded that Ta-1 improved the curative effect of chemotherapy by reversing M2 polarization of efferocytosis-activated macrophages, suggesting that Ta-1 injection immediately after chemotherapy may contribute to highly synergistic anti-tumor effects in breast cancer patients;

## 財務摘要及業務回顧

### Financial Highlights and Business Review

- ✓ 於2022年5月在Hepatology International上發表的一項針對120名乙型肝炎病毒(「HBV」)相關的慢加急性肝衰竭(「ACLF」)患者的臨床研究證明，胸腺法新對HBV相關的ACLF患者安全，並能顯著改善90天非肝移植存活率(75% v.s. 53.4% , P = 0.03)和180天非肝移植存活率(66.1% v.s. 48.3% , P = 0.063)；
  - ✓ 於2022年7月在International Journal of Radiation Oncology, Biology, Physics上發表的一項II期臨床研究表明，與歷史對照組相比，局部晚期非小細胞肺癌(「LANSCLC」)患者在同步放化療(「CCRT」)的同時及之後接受胸腺法新的治療，可顯著減少2級及以上放射性肺炎和3至4級淋巴細胞減少症的發生。Ta1可能通過調節炎症反應及增強對病原體的免疫反應發揮其對放射性肺炎的保護作用。Ta1是一款有前景在LANSCLC中連同CCRT及鞏固免疫療法作進一步開發的藥物。
- ii) 其他研究進展：
- ✓ 在1,106名患者中進行膿毒症RCT及在504名患者中進行胰腺炎RCT的數據分析已完成，並正在準備發表；
  - ✓ 已完成有關Ta1聯合PD-1抗體和阿帕替尼對晚期胃癌療效RCT的75%患者入組；
  - ✓ 美國一項預防老年血液透析患者Covid-19感染的胸腺法新(Ta-1)試驗計劃已完成90%患者入組；
  - ✓ 啟動三項擇泰對早期乳腺癌患者骨健康的RWS。
- ✓ A clinical study in 120 patients with hepatitis B virus (「HBV」) related acute-on-chronic liver failure (「ACLF」) published in Hepatology International in May 2022 proved thymosin  $\alpha$ 1 is safe for patients with HBV-related ACLF and significantly improves the 90-day liver transplantation-free survival rate (75% v.s. 53.4%, P=0.03) and 180-day liver transplantation-free survival rate (66.1% v.s. 48.3%, P=0.063);
  - ✓ A Phase II clinical study published in International Journal of Radiation Oncology, Biology, Physics in July 2022 demonstrated that administration of Ta1 during and after concurrent chemoradiotherapy (「CCRT」) was associated with significant reductions in Grade  $\geq$ 2 radiation pneumonitis and Grade 3–4 lymphopenia in patients with locally advanced non-small cell lung cancer (「LANSCLC」) compared to historic controls. Ta1 may exert its protective effects against radiation pneumonitis by modulating inflammatory reactions and enhancing immune response against pathogens. Ta1 is a promising drug that could be explored further in combination with CCRT and consolidative immunotherapy in LANSCLC.
- ii) Other study progresses:
- ✓ Statistics analyses report of RCT for sepsis in 1,106 patients and RCT for pancreatitis in 504 patients has been completed and is in preparation for publication;
  - ✓ Completed 75% patient enrolment of RCT of Ta1 combined with PD-1 antibody and apatinib in advanced gastric cancer;
  - ✓ A pilot trial of thymalfasin (Ta-1) to prevent Covid-19 infection in elderly renal dialysis patients in the U.S. completed 90% patient enrolment;
  - ✓ Initiated three RWS of Zometa on bone health in patients with early breast cancer.

## 財務摘要及業務回顧 Financial Highlights and Business Review

基於我們對日達仙生命週期管理的工作，除官方適應症（用於治療慢性乙型肝炎及免疫功能受損患者的疫苗增強劑）外，胸腺法新已被納入若干專業協會（包括中華醫學會（「CMA」）、中國臨床腫瘤學會、中國醫師協會及中國抗癌協會（「CACA」））發佈的治療指南與共識。

截至2022年6月30日止六個月，胸腺法新已被納入另外三份治療指南與共識：1)《中華醫學會胃癌臨床診療指南(2021)\*》；2)《終末期肝病合併感染診治專家共識(2021)\*》；3)《中國腫瘤整合診治指南—胃癌》。

總結而言，胸腺法新已被納入以下治療指南與共識：

- ✓ 膿毒症(2014年及2020年)；
- ✓ 胰腺癌(2019年及2021年\*)；
- ✓ 肝癌(2017年、2018年、2019年及2020年)；
- ✓ Covid-19(2020年)；
- ✓ 治療肝移植後HCC復發(2021年\*)
- ✓ 淋巴瘤(2017年、2019年及2021年)；
- ✓ TACE(2018年及2021年)；
- ✓ 癌症相關性疲乏(2021年)；
- ✓ 終末期肝病合併感染(2018年及2022年\*)；
- ✓ 胃癌(2022年\*)及其他。

\* 發表年份

Based on our efforts in life cycle management of Zadaxin, in addition to official indications (for treatment of chronic hepatitis B and vaccine enhancement in patients with impaired immunity), thymosin  $\alpha$ 1 has been included in treatment guidelines and consensuses issued by several professional associations including the Chinese Medical Association (“CMA”), the Chinese Society of Clinical Oncology, Chinese Medical Doctor Association and China Anti-Cancer Association (“CACA”).

For the six months ended June 30, 2022, thymosin  $\alpha$ 1 was included in three more treatment guidelines and consensuses: 1) Guidelines for Clinical Diagnosis and Treatment of Gastric Cancer (CMA) (《中華醫學會胃癌臨床診療指南(2021)\*》); 2) Treatment Consensuses of End-stage Liver Disease Complicated with Infections (《終末期肝病合併感染診治專家共識(2021)\*》); 3) Guidelines for Integrated Diagnosis and Treatment of Cancer in China — Gastric Cancer (CACA) (《中國腫瘤整合診治指南—胃癌》).

In summary, thymosin  $\alpha$ 1 has been included in below treatment guidelines and consensuses:

- ✓ sepsis (2014 and 2020);
- ✓ pancreatic cancer (2019 and 2021\*);
- ✓ liver cancer (2017, 2018, 2019 and 2020);
- ✓ Covid-19 (2020);
- ✓ HCC recurrence after hepatectomy (2021\*);
- ✓ lymph cancer (2017, 2019 and 2021);
- ✓ TACE (2018 and 2021);
- ✓ CRF (2021);
- ✓ end-stage liver disease complicated with infections (2018 and 2022\*);
- ✓ gastric cancer (2022\*) and others.

\* Year of publication

## 財務摘要及業務回顧

### Financial Highlights and Business Review

根據擇泰的臨床研究，唑來膦酸(擇泰的化合物)因其抗腫瘤效果獲：1)《中國抗癌協會乳腺癌診治指南與規範(2021)》；2)《早期乳腺癌患者骨健康管理中國專家共識(2022)》；3)《骨改良藥物安全性管理專家共識》推薦。

#### 產品開發

近年，我們開始通過授權引入模式開發多種在研候選藥物。我們在各個階段(從部分早期在研產品的IND申報到部分後期在研產品的關鍵性臨床試驗)獲得許可並參與產品開發過程。

我們的產品開發流程通過業務開發、研發及監管事務團隊的共同努力進行。該等團隊積極尋求開發及商業化針對靶向療法、免疫療法及增強化療方案的產品，該等產品具有成為首創/同類最優產品的潛力。於2022年上半年，我們的產品開發團隊共有100人。

為提升產品開發能力，於2022年6月，本公司委任毛力博士為副總裁、研發部總經理兼首席醫學官。毛博士為上呼吸消化道惡性腫瘤方面的世界知名醫生及科學家，於美國及中國擁有逾35年豐富的腫瘤學臨床實踐、臨床和基礎研究以及領導經驗。彼將負責組建科學顧問委員會，以支持產品開發，並將為本集團產品開發委員會的主席。

憑藉我們在產品開發方面的努力，在我們的關鍵治療領域以及高價值/高增長領域(腫瘤及重症感染)，目前已開發出多種處於不同開發階段的在研候選藥物。截至本中期報告日期，我們已建立由9種在研候選藥物組成的產品組合，其中5種在海外處於III期或後期階段並將在中國採取快速上市策略，4種在海外或中國處於臨床前至II期臨床試驗的早期階段。

While Zoledronic Acid (the compound of Zometa), based on the clinical studies of Zometa, has been recommended in: 1) Guidelines and Standards for Breast Cancer Diagnosis and Treatment (《中國抗癌協會乳腺癌診治指南與規範(2021)》); 2) Chinese Expert Consensus on Bone Health Management in Patients with Early Breast Cancer by Chinese Anti-Cancer Association (《早期乳腺癌患者骨健康管理中國專家共識(2022)》); 3) Expert Consensus on Safety Management of Bone Modifying Drugs (《骨改良藥物安全性管理專家共識》) for its anti-tumor effect.

#### Product Development

In recent years, we started the development of a number of pipeline drug candidates through in-licensing model. We acquire licenses and get involved in the product development process from various stages, ranging from IND filing for some of our early-stage pipeline products, to pivotal clinical trials for some of our late-stage pipeline products.

Our product development process is carried out through the joint efforts of our Business Development, Research & Development, and Regulatory Affair teams. These teams actively seek to develop products focusing on targeted therapies, immunotherapy and enhanced chemotherapy options with first/best-in-class potential. In the first half of 2022, our product development teams consisted of 100 members.

In order to enhance product development capabilities, in June 2022, the Company appointed Dr. Mao Li as the Vice President, General Manager of R&D and Chief Medical Officer. Dr. Mao is a worldwide prominent physician-scientist in upper aerodigestive tract malignancies, with more than 35 years of extensive experience in clinical practice, clinical and basic research, and leadership in the field of oncology both in the U.S. and China. He will be in charge of establishing the Scientific Advisory Board to support product development and will also chair for the Group's Drug Development Committee.

Our efforts in product development have yielded a pipeline of potential drug candidates in different stages of development spanning our key therapeutic areas and also high-value/high-growth sectors: oncology and severe infection. As of the date of this interim report, we have built a portfolio of 9 pipeline drug candidates, 5 of which are in phase III or later stages overseas with a fast-to-market strategy in China, and 4 are in earlier stages from pre-clinical to phase II clinical trials overseas or in China.

## 財務摘要及業務回顧 Financial Highlights and Business Review

下表概述截至本中期報告日期我們在研資產的作用機制、適應症／臨床應用及開發狀況。

The following table summarizes the mechanism of action, indication(s)/clinical adoptions, and development status of our pipeline assets as of the date of this interim report.

產品名稱	作用機制	適應症／臨床應用	合作夥伴	合作夥伴於海外的狀況	於中國的狀況
Product Name	Mechanism of Action	Indication(s)/ Clinical Adoptions	Partner	Partner's Overseas Status	Status in China
<b>後期：</b>					
<b>Late stage:</b>					
Vibativ	對細胞壁及細胞膜的雙重抗菌活性	HABP/VABP複雜性皮膚及皮膚結構感染	Cumberland Pharmaceuticals (美國)	已上市	獲得臨床試驗豁免並已於2021年9月提交NDA
	Dual antibacterial activity on cell wall and cell membrane	HABP/VABP complicated skin and skin structure infections	Cumberland Pharmaceuticals (U.S.)	Marketed	Obtained clinical trial waiver and submitted NDA in September 2021
Vaborem® (MEM/VAB)	碳青霉烯 + β - 內酰胺酶抑制劑	cUTI、cIAI、HABP、VABP及菌血症	美納里尼集團 (意大利)	已上市	準備就於中國進行註冊研究而提交IND
	Carbapenem + β -lactamase inhibitor	cUTI, cIAI, HABP, VABP and Bacteremia	Menarini Group (Italy)	Marketed	In preparation of IND submission for registration study in China
DANYELZA® (那西妥單抗)	靶向GD2	高危神經母細胞瘤	Y-mAbs Therapeutics, Inc. (美國)	於2020年11月自FDA取得BLA	在博鰲及天津進行試點推出；於2021年7月向國家藥監局提交BLA及2021年9月於澳門提交BLA
DANYELZA® (naxitamab)	Targeting GD2	High risk neuroblastoma	Y-mAbs Therapeutics, Inc. (U.S.)	Obtained BLA from FDA in November 2020	Held pilot launch in Bo'Ao and Tianjin; Submitted BLA to the NMPA in July 2021 and submitted BLA in Macau in September 2021
		那西妥單抗及GM-CSF聯合伊立替康及替莫唑胺用於高危神經母細胞瘤患者 (203號研究)		正在進行美國II期試驗	於2022年6月獲得國家藥監局的IND批准
		Naxitamab and GM-CSF in combination with IT in patients with high-risk neuroblastoma (Study 203)		US Phase II trial on-going	Obtained IND approval from the NMPA in June 2022
		復發二線骨肉瘤		正在進行美國II期試驗	於2022年7月提交Pre-IND申請
		Relapsed second-line osteosarcoma		US Phase II trial on-going	Submitted Pre-IND application in July 2022

## 財務摘要及業務回顧

### Financial Highlights and Business Review

產品名稱	作用機制	適應症／臨床應用	合作夥伴	合作夥伴於海外的狀況	於中國的狀況
Product Name	Mechanism of Action	Indication(s)/ Clinical Adoptions	Partner	Partner's Overseas Status	Status in China
Omburtamab	靶向B7-H3表達細胞	CNS／神經母細胞瘤的 軟腦膜轉移	Y-mAbs Therapeutics, Inc. (美國)	於2021年4月 向EMA提交MAA； 於2022年3月 向FDA提交BLA；	—
	Targeting B7-H3 — expressing cells	CNS/leptomeningeal metastasis from neuroblastoma	Y-mAbs Therapeutics, Inc. (U.S.)	Submitted MAA to EMA in April 2021; Submitted BLA to the FDA in March 2022	—
RRx-001	Myc抑制劑及CD47- SIRP $\alpha$ 通路拮抗劑	小細胞肺癌	EpicentRx, Inc. (美國)	正在進行 美國III期試驗	於2021年7月獲得國家藥監局對三線及 以上SCLC III期研究的IND批准； 患者入組準備中
	Myc inhibitor and antagonist of CD47- SIRP $\alpha$ pathway	Small cell lung cancer	EpicentRx, Inc. (U.S.)	US Phase III trial on-going	Obtained IND approval for Phase III study of 3rd and beyond SCLC from the NMPA in July 2021; In preparation of patient enrolment
		結直腸癌  Colorectal cancer		已完成美國II期 (+伊立替康)  US Phase II (+irinotecan) completed	—  —
<b>早期：</b>					
<b>Early stage:</b>					
PEN-866	HSP90-SN38微型 偶聯物	實體瘤	Tarveda Therapeutics (美國)	正在進行 美國II期籃子試驗	於2022年6月獲得對第一／二期肺癌的 IND批准
	Mini-conjugate of HSP90-SN38	Solid tumors	Tarveda Therapeutics (U.S.)	US Phase II basket trial On-going	Obtained IND approval for Phase I/II in lung cancer in June 2022
HSP90-PI3K SMDC	HSP90-PI3K微型 偶聯物	實體瘤	Tarveda Therapeutics (美國)	臨床前	致力進行先導偶聯物優化
	Mini-conjugate of HSP90-PI3K	Solid tumors	Tarveda Therapeutics (U.S.)	Pre-clinical	Spared efforts in lead conjugate optimization

# 財務摘要及業務回顧

## Financial Highlights and Business Review

產品名稱	作用機制	適應症／臨床應用	合作夥伴	合作夥伴於海外的狀況	於中國的狀況
Product Name	Mechanism of Action	Indication(s)/ Clinical Adoptions	Partner	Partner's Overseas Status	Status in China
PT-112	含鉑化合物	晚期前列腺癌	Phosplatin Therapeutics (美國)	正在進行美國II期試驗	已完成I期並啟動II期試驗
	Platinum-containing compounds	Late stage prostate cancer 膽管癌 Cholangiocarcinoma	Phosplatin Therapeutics (U.S.)	US Phase II trial on-going 已完成美國I期試驗 (+吉西他濱) US Phase I trial (+gemcitabine) completed	Completed Phase I and initiated Phase II trial
ABTL-0812	Akt/mTOR抑制劑	子宮內膜／肺／胰腺癌	Ability Pharma (西班牙)	正在進行歐盟II期試驗	已獲得IND
	Akt/mTOR inhibitor	Endometrial/lung/ pancreatic cancer	Ability Pharma (Spain)	EU Phase II on-going	Obtained IND

### 1) 主要在研產品里程碑：

- Vaborem® (注射用美羅培南偉博巴坦) (「Vaborem®」) (MEM/VAB)**：於報告期後，本公司與A. Menarini Asia-Pacific Holdings Pte. Ltd. (美納里尼集團「美納里尼」) 的旗下公司訂立許可及合作協議，授權本集團根據此前美納里尼與Melinta Therapeutics的許可協議於中國獨家開發及商業化Vaborem® (MEM/VAB)。

Vaborem® (MEM/VAB)為碳青黴烯以及A類及C類絲氨酸酶β-內酰胺酶的新型苯硼酸β-內酰胺酶抑制劑的固定劑量組合，專開發用於抑制碳青霉烯類耐藥腸桿菌科細菌感染(「CRE」)(包括克雷伯氏肺炎桿菌碳青黴烯酶(「KPC」)產生的細菌，其為最常見的CRE類型之一)。

CRE已成為全球公共衛生威脅，並已被世界衛生組織列為需新抗菌藥物選擇的三種關鍵病原體之一。根據CHINET，CR-KP感染的發病率於過去10年在中國快速上升。由CRE引起的侵入性感染患者的呈報死亡率一直很高，但對CRE具有活性的抗菌劑的數量很少，且通常與顯著的毒性及／或次優的藥代動力學參數相關。

### 1) Key pipeline milestones:

- Vaborem® (Meropenem+Vaborbactam) (“Vaborem® (MEM/VAB)”)**: Subsequent to the Reporting Period, the Company and A. Menarini Asia-Pacific Holdings Pte. Ltd., part of The Menarini Group (“Menarini”), entered into a license and collaboration agreement granting the Group the exclusive right to develop and commercialize Vaborem® (MEM/VAB) in China under Menarini’s license agreement with Melinta Therapeutics.

Vaborem® (MEM/VAB) is a fixed dose combination of a carbapenem and a novel boronic acid β-lactamase inhibitor of class A and class C serine β-lactamases, which was specifically developed to inhibit carbapenem-resistant enterobacterales (“CRE”), including Klebsiella pneumoniae carbapenemase (“KPC”)-producing bacteria, one of the most common types of CRE.

CRE has become a public health threat worldwide, which the World Health Organization has listed as one of the three critical pathogens in need of new antimicrobial options. The incidence of CR-KP infections is rising fast in China over the last 10 years according to CHINET. Rates of mortality in patients with invasive infections caused by CRE have been reported high but antimicrobial agents with activity against CRE are few in number and often associated with significant toxicities and/or suboptimal pharmacokinetic parameters.

## 財務摘要及業務回顧

### Financial Highlights and Business Review

Vaborem® (MEM/VAB)已在(其中包括)美國、歐盟及其他國家批准上市用於治療患有複雜性泌尿道感染(「cUTI」)(包括急性腎盂腎炎)的成人。在部分地區，其亦獲批准用於治療患有複雜性腹腔內感染(「cIAI」)及HABP/VABP。倘Vaborem® (MEM/VAB)於中國獲批准，其將滿足國內尚未滿足的重大醫療需求。

#### 報告期後(預期)里程碑

本公司正準備在中國提交Vaborem® (MEM/VAB)的註冊研究的IND。

- **DANYELZA®(那西妥單抗):** DANYELZA®(那西妥單抗)為第一款靶向神經節苷脂GD2的人源化單克隆抗體。GD2是一種神經母細胞瘤細胞表面的腫瘤抗原。除了已驗證的臨床獲益，DANYELZA®(那西妥單抗)還具有給藥便捷和患者依從性高的優勢。它的靜脈輸注時間只需30至60分鐘，使得門診用藥具有可執行性。另外，患者接受DANYELZA®(那西妥單抗)治療前不需要進行自體造血幹細胞移植，也不需要與IL-2(白血球介素-2)療法聯合使用。

除治療復發／難治性高危神經母細胞瘤的患者(1歲及以上，及成人)外，我們的業務合作夥伴Y-mAbs Therapeutics, Inc. (「Y-mAbs」)正在擴大那西妥單抗的適應症，如復發二線骨肉瘤(正在進行II期試驗)。

Vaborem® (MEM/VAB) has been granted marketing authorisations in the U.S. and the European Union, among other countries, for adults with complicated urinary tract infections (“cUTI”) including acute pyelonephritis. In select territories, it has also been approved for the treatment of complicated intra-abdominal infections (“cIAI”) and HABP/VABP. Once approved in China, Vaborem® (MEM/VAB) will meet significant unmet medical needs in the country.

#### Post-Reporting Period (Expected) Milestones

The Company is in preparation of Vaborem® (MEM/VAB) IND submission of registration study in China.

- **DANYELZA® (naxitamab):** DANYELZA® (naxitamab) is the first humanized, monoclonal antibody targeting GD2, a tumor antigen on the cell surface of neuroblastoma. In addition to demonstrated clinical benefits, DANYELZA® (naxitamab) has the advantages of convenient administration and high patient compliance. It has short infusion time (30–60 minutes), which makes it possible to be administered in outpatient setting. There is no requirement of pre-treatment with autologous stem cell transplant or combination with IL-2 (Interleukin-2) therapy when patients receive DANYELZA® (naxitamab).

Except for the treatment of patients (one year of age and older, and adults) with relapsed/refractory high-risk neuroblastoma, our partner Y-mAbs Therapeutics, Inc. (“Y-mAbs”) is expanding naxitamab’s indications such as relapsed second-line osteosarcoma (Phase II trial ongoing).



# 財務摘要及業務回顧

## Financial Highlights and Business Review

### 報告期內里程碑事件

於2022年4月及6月，國家藥監局分別受理及批准本公司DANYELZA®(那西妥單抗)及GM-CSF聯合伊立替康及替莫唑胺用於原發難治性或首次復發的高危神經母細胞瘤患者的IND申請(「203號研究」)。203號研究是一項國際、單臂、多中心的II期臨床試驗。這將是中國研究中心首次參與神經母細胞瘤免疫治療的國際多中心臨床研究並擔當重要角色。

### 報告期後(預期)里程碑

- ✓ 我們於2022年7月就復發二線骨肉瘤向國家藥監局提交DANYELZA®(那西妥單抗)的Pre-IND申請；
- ✓ 我們預期DANYELZA®(那西妥單抗)的生物製品許可申請(「BLA」)將於2022年內獲國家藥監局批准；
- ✓ 我們旨在於2022年下半年在香港提交DANYELZA®(那西妥單抗)的BLA。

- **Omburtamab**：Omburtamab為我們於2020年12月自Y-mAbs獲得授權引入的另一種在研候選藥物，用於治療CNS／神經母細胞瘤的軟腦膜轉移。Y-mAbs正在進行臨床試驗的其他治療領域包括擴散型內因性腦橋神經膠質瘤(正在進行I期試驗)及促結締組織增生性小圓細胞腫瘤(正在進行II期試驗)。

Omburtamab靶向人體實體瘤(包括胚瘤、惡性上皮腫瘤、肉瘤及腦癌)內的B7-H3 — 表達細胞，並與B7-H3分子上的FG環依賴構象(一個對其生物學功能至關重要的區域)結合。Omburtamab有望成為第一個針對CNS／神經母細胞瘤的軟腦膜轉移患者的靶向療法。

### Milestones during the Reporting Period

In April and June, 2022, the NMPA accepted and approved the Company's IND application of DANYELZA® (naxitamab) and GM-CSF in combination with IT in patients with high-risk neuroblastoma with primary refractory disease or in first relapse ("STUDY 203"), respectively. STUDY 203 is an international single-arm, multi-center, Phase II clinical trial. It will be the first time that Chinese research centers join and play an important role in international multi-center clinical study of immunotherapy on neuroblastoma.

### Post-Reporting Period (Expected) Milestones

- ✓ We submitted Pre-IND application of DANYELZA® (naxitamab) for relapsed second-line osteosarcoma to the NMPA in July 2022;
- ✓ We expect Biologics License Application ("BLA") of DANYELZA® (naxitamab) to be approved by the NMPA within 2022;
- ✓ We aim to submit BLA of DANYELZA® (naxitamab) in Hong Kong in the second half of 2022.

- **Omburtamab**: Omburtamab is another pipeline drug candidate we licensed from Y-mAbs in December 2020, which is used to treat CNS/leptomeningeal metastasis from neuroblastoma. Other therapeutic areas under clinical trials by Y-mAbs include diffuse intrinsic pontine glioma (Phase I trial on-going) and desmoplastic small round cell tumor (Phase II trial on-going).

Omburtamab targets B7-H3-expressing cells in human solid tumors, including embryonal tumors, carcinomas, sarcomas, and brain tumors, and binds to an FG loop dependent conformation on the B7-H3 molecule, a domain critical for its biologic function. Omburtamab may potentially become the first targeted therapy for pediatric patients with CNS/leptomeningeal metastasis from neuroblastoma.

## 財務摘要及業務回顧

### Financial Highlights and Business Review

#### 報告期內里程碑事件

Y-mAbs於2022年2月與美國食品藥物管理局(「FDA」)完成BLA前會議，並於2022年3月底就CNS／神經母細胞瘤的軟腦膜轉移向FDA重新提交omburtamab的BLA。於2022年5月底，omburtamab的BLA獲FDA受理及優先評審。

#### 報告期後(預期)里程碑

根據處方藥使用者付費法，FDA設定目標日期為2022年11月30日。我們預期omburtamab的BLA將於2022年底獲得FDA批准。

- **RRx-001**：於2020年6月，我們自EpicentRx, Inc.(「EpicentRx」)獲得授權引入RRx-001。RRx-001最初自航天工業發現及獲取，並由EpicentRx開發為新的同類首創療法。RRx-001是一種耐受性良好的下一代小分子免疫療法，靶向實體瘤。其有潛力將耐鉑腫瘤轉化為對鉑類敏感的腫瘤，並可能有廣泛的臨床應用，用作單一療法或與化療、免疫療法、放療及靶向藥劑聯合使用。於2021年7月，本公司已自國家藥監局獲得RRx-001於中國進行三線及以上SCLC的MRCT III期研究的IND批准。

#### 報告期內里程碑事件

本公司已為患者招募進行準備工作。

#### 報告期後(預期)里程碑

預期此三線及以上SCLC的MRCT III期研究的首名患者給藥將於2022年第三季度完成。截至本中期報告日期，RRx-001為全球唯一已於實體瘤治療領域進入III期臨床試驗的CD47小分子靶向藥物。

本公司無法保證其將能夠成功開發或最終成功上市任何在研產品。本公司股東及潛在投資者於買賣本公司股份時務請審慎行事。

#### Milestones during the Reporting Period

Y-mAbs completed Pre-BLA meeting with the Food and Drug Administration (the "FDA") in the U.S. in February 2022 and re-submitted BLA of omburtamab on CNS/leptomeningeal metastasis from neuroblastoma to the FDA at the end of March 2022. At the end of May 2022, BLA of omburtamab was accepted and granted priority review by the FDA.

#### Post-Reporting Period (Expected) Milestones

The FDA set an action date of November 30, 2022, under the Prescription Drug User Fee Act. We expect the BLA of omburtamab to be approved by the FDA by the end of 2022.

- **RRx-001**: In June 2020, we in-licensed RRx-001 from EpicentRx, Inc. ("EpicentRx"). RRx-001, which was initially identified and sourced from the aerospace industry and has been developed by EpicentRx as a novel first-in-class therapy. RRx-001 is a well-tolerated next generation small molecule immunotherapeutic treating solid tumors. It has the potential to convert platinum-resistant tumors into platinum sensitive tumors and may have wide clinical adoptions as monotherapy or in combination with chemotherapy, immunotherapy, radiation and targeted agents. In July 2021, the Company has obtained the IND approval of RRx-001 MRCT Phase III study in the 3rd line and beyond SCLC in China from the NMPA.

#### Milestones during the Reporting Period

The Company has been laying the groundwork for patient recruitment.

#### Post-Reporting Period (Expected) Milestones

The first patient is expected to be dosed for this MRCT Phase III study in the 3rd line and beyond SCLC in the third quarter of 2022. As of date of this interim report, RRx-001 is globally the only small molecule CD47 targeted drug that has entered phase III clinical trials in the field of solid tumor treatment.

**The Company cannot guarantee that it will be able to develop, or ultimately market, any of the products in its pipeline successfully. Shareholders and potential investors of the Company are advised to exercise due care when dealing in the shares of the Company.**

### 2) 與研究機構進行戰略合作

除與業務合作夥伴進行緊密合作外，我們亦與外部研究機構合作，以提升我們的研發能力。於2022年1月，我們與中國藥科大學共建實驗室，其將為雙方進行研發及人才培訓的長期平台。

### 醫藥行業重大政策的影響

於報告期內及截至本中期報告日期，中國醫藥行業出台多項改革政策，帶量採購（「VBP」）仍是對醫藥公司的經營中最具影響力的一項。

#### ✓ 擇泰

於2022年1月21日，國家組織藥品聯合採購辦公室刊發第七批VBP的藥品清單。我們的產品擇泰所用的化合物唑來膦酸注射劑名列於清單。於2022年7月，擇泰參與唑來膦酸注射劑的第七批VBP競標，但擇泰並無中標。該投標由華潤雙鶴藥業股份有限公司、揚子江藥業集團四川海蓉藥業有限公司、仁合益康集團、四川科倫藥業股份有限公司、石藥集團恩必普藥業有限公司及齊魯製藥分別生產的六種唑來膦酸新仿製注射劑中標。因此，該六種中標的唑來膦酸新仿製注射劑將由公立醫院及其他公立醫療機構優先採購，使其能夠增加市場份額。然而，擇泰仍可由公立醫院及其他公共醫療機構的醫生按照相關處方規定為患者處方，或在藥房購買。

我們相信，我們的整體業務、經營業績及財務狀況將不會因擇泰從第七批VBP中剔除而受到重大影響：

- 1) 現時，擇泰於中國骨轉移市場的市場份額不高。儘管擇泰並無中標，但其仍可由公立醫院及其他公共醫療機構的醫生按照相關處方規定為患者處方，而我們認為擇泰仍有充足市場繼續增長；

### 2) Establishment of strategic cooperation with research organizations

Except for the close collaborations with our partners, we also established cooperation with external research organizations to enhance our research and development capabilities. In January 2022, we entered into the cooperation with China Pharmaceutical University to set up a joint laboratory, which will be a long-term platform for research and development and talent training for both parties.

### Impacts of Significant Policies with Respect to Pharmaceutical Industry

During the Reporting Period and as of the date of this interim report, a number of reform policies were issued in China pharmaceutical industry, and volume-based procurement (“VBP”) remained the most influential one for the operation of pharmaceutical companies.

#### ✓ Zometa

On January 21, 2022, National Joint Procurement Office released drug list for the seventh batch of VBP. Zoledronic Acid, the compound for our product Zometa, was on the list. In July 2022, we participated in the seventh batch of VBP for Zoledronic Acid injection with Zometa but Zometa did not win the bid. The bid was won by six generic Zoledronic Acid injections, produced by China Resources Double Crane Pharmaceutical Company Limited, Sichuan Hairong Pharmaceutical Co., Ltd. of Yangtze River Pharmaceutical Group, Ren He Yi Kang Group, Sichuan Kelun Pharmaceutical Co., Ltd., CSPC NBP Pharmaceutical Co., Ltd. and Qilu Pharmaceutical, respectively. As a result, such six bid-winning generic Zoledronic Acid injection will be procured by public hospitals and other public medical institutions with priority, enabling them to increase their market share. However, Zometa can still be prescribed by doctors at public hospitals and other public medical institutions for patients in compliance with relevant prescription regulations, or be purchased at pharmacies.

We believe that our overall business, results of operations and financial conditions will not be materially affected by the exclusion of Zometa in the seventh batch of VBP:

- 1) Currently Zometa’s market share is not high in China’s bone metastasis market. Zometa did not win the bid but can still be prescribed by doctors at public hospitals and other public medical institutions for patients in compliance with relevant prescription regulations and we consider the market is sufficient for Zometa to continue to grow;

## 財務摘要及業務回顧

### Financial Highlights and Business Review

- 2) 我們已確認擇泰的新發展領域(如早期乳癌患者的骨健康管理)。這些新發展領域以擇泰的臨床試驗作支持，費用由患者自行承擔或由私人醫療保險承保；
  - 3) 我們自2021年第一季度起開發門診輸注中心項目，截至2022年6月在主要城市完成設立。我們亦一直將擇泰納入GTP模式，例如為擇泰推廣數字化門戶泰骨聯盟，並將藥品採購、交付、商業保險及輸注預約等其他服務整合至Hi-Doctor平台，以使患者可通過醫院以外的渠道購買擇泰，並為患者提供增值服務。我們將應用商業化專業知識，通過GTP模式及生命週期管理，推動擇泰的持續增長。
- 2) We have identified new areas of development for Zometa such as bone health management in patients with early breast cancer, which is supported by clinical studies of Zometa and paid by patients' own pockets or covered by private medical insurance;
  - 3) We have been developing our project of Outpatient Infusion Centers since Q1 2021 and completed the establishment in key cities as of June 2022. We have also been incorporating Zometa into our GTP model such as promoting digital portal Healthy Bone Alliance (“泰骨聯盟”) for Zometa and consolidating drug purchase, delivery, commercial insurance and other services such as infusion appointments into Hi-Doctor platform to enhance patient access of Zometa outside hospitals and provide value-added services to patients. We will apply our commercialization expertise through GTP model and life-cycle management to drive continuous growth of Zometa.

# 管理層討論及分析

## Management Discussion and Analysis

截至6月30日止六個月

Six months ended June 30,

		2022年 2022		2021年 2021	
		人民幣百萬元 RMB million	%	人民幣百萬元 RMB million	%
收入	Revenue	1,475.1	100.0	1,331.3	100.0
收入成本	Cost of revenue	(341.0)	(23.1)	(285.4)	(21.4)
<b>毛利</b>	<b>Gross profit</b>	<b>1,134.1</b>	<b>76.9</b>	1,045.9	78.6
銷售及營銷開支	Selling and marketing expenses	(279.5)	(18.9)	(251.3)	(18.9)
行政開支	Administrative expenses	(95.3)	(6.5)	(88.2)	(6.6)
研發開支	R&D expenses	(50.0)	(3.4)	(39.5)	(3.0)
其他收入	Other income	7.3	0.5	38.2	2.9
其他開支	Other expenses	—	—	(16.5)	(1.2)
其他（虧損）／收益淨額	Other (losses)/gains, net	(129.4)	(8.8)	9.9	0.7
<b>經營利潤</b>	<b>Operating profit</b>	<b>587.2</b>	<b>39.8</b>	698.5	52.5
融資收入	Finance income	8.0	0.5	3.1	0.2
融資成本	Finance costs	(16.7)	(1.1)	(22.3)	(1.7)
融資成本淨額	Finance costs, net	(8.7)	(0.6)	(19.2)	(1.4)
<b>所得稅前利潤</b>	<b>Profit before income tax</b>	<b>578.5</b>	<b>39.2</b>	679.3	51.0
所得稅開支	Income tax expenses	(46.3)	(3.1)	(56.6)	(4.3)
<b>本公司擁有人應佔 期內利潤</b>	<b>Profit for the period attributable to owners of the Company</b>	<b>532.2</b>	<b>36.1</b>	622.7	46.8

# 管理層討論及分析

## Management Discussion and Analysis

### 收入

### Revenue

		截至6月30日止六個月			
		2022年		2021年	
		2022		2021	
		人民幣百萬元		人民幣百萬元	
		RMB million	%	RMB million	%
自有產品	Proprietary product	1,179.4	80.0	1,102.3	82.8
授權引入產品	In-licensed products	123.9	8.4	54.2	4.1
為業務合作夥伴 銷售推廣產品	Promotion products for business partners	171.8	11.6	174.8	13.1
<b>合計</b>	<b>Total</b>	<b>1,475.1</b>	<b>100.0</b>	<b>1,331.3</b>	<b>100.0</b>

截至2022年6月30日止六個月，因中國若干城市的Covid-19疫情再次爆發令患者到醫院就診減少，我們的產品銷售受到影響。然而，我們的收入仍增長至約人民幣1,457.1百萬元，較2021年上半年增長約10.8%。總收入來自(i)自有產品日達仙；(ii)授權引入產品；及(iii)於中國為業務合作夥伴銷售推廣產品。

#### 自有產品

日達仙的銷售收入由去年同期的人民幣1,102.3百萬元增加人民幣77.1百萬元或7.0%至2022年上半年的人民幣1,179.4百萬元。

通過生命週期管理擴大臨床應用、醫生及患者對臨床益處的認可增加，以及通過GTP模式提供線上醫療健康服務的趨勢，推動日達仙的穩定增長。

For the six months ended June 30, 2022, our sales of products were affected by reduction of patients' hospital visits due to resurgence of Covid-19 infections in certain cities of China. However, our revenue still grew to approximately RMB1,475.1 million, up by approximately 10.8% over the first half of 2021. The total revenue was generated by (i) our proprietary product, Zadaxin; (ii) our in-licensed products; and (iii) promotion products for our business partners in China.

#### Proprietary product

Revenue from sales of Zadaxin increased by RMB77.1 million, or 7.0% from RMB1,102.3 million for the same period last year to RMB1,179.4 million in the first half of 2022.

The expansion of clinical adoptions through life cycle management, the increased recognition of clinical benefits from physicians and patients, and the trend of online healthcare service through GTP model, fueled the stable growth of Zadaxin.

日達仙為我們的自有產品。我們於1990年代開發日達仙，並於1996年獲批准在中國進行銷售。作為中國首個品牌胸腺法新藥物，日達仙擁有強大的品牌認知度及來自醫生及目標患者對產品的忠誠度的優勢，其中多數患者為自費或由私人醫療保險承保。日達仙的收入主要來自向中國獨家進口商及分銷商的銷售。根據「兩票制」，在我們向獨家進口商銷售日達仙後，獨家進口商會將其作為進口藥品通過中國海關清關，並進一步分銷至醫院及藥房。於2021年11月，本公司訂立進口及分銷協議，以委聘我們的非主要股東之一上藥國際供應鏈有限公司為日達仙在中國的獨家進口商及分銷商。就日達仙的海外銷售（如韓國、泰國、阿根廷、意大利及柬埔寨）而言，我們主要依賴海外業務合作夥伴進行營銷、推廣、銷售及分銷。

### 授權引入產品

就於中國銷售授權引入產品而言，我們透過我們的全資附屬公司賽生醫藥江蘇有限公司（「賽生江蘇」）進口及分銷該等產品。我們透過所管理的分銷網絡確認向分銷商銷售授權引入產品的收入。

截至2022年6月30日止六個月，授權引入產品的收入由去年同期的人民幣54.2百萬元增加至人民幣123.9百萬元。該增長主要來自擇泰及DANYELZA®（那西妥單抗）。

#### 1) 擇泰

儘管多個城市於2022年上半年就遏制Covid-19疫情而實施的措施影響擇泰在醫院的使用，惟於報告期內，擇泰的銷量達至人民幣95.1百萬元。

擇泰為我們從諾華引進的授權引入產品，適用於治療多發性骨髓瘤患者及已發生骨轉移的實體瘤患者，以及惡性高鈣血症。於2021年1月完成IDL轉讓後，我們成為擇泰的上市許可持有人。於2021年將註冊分銷商由諾華轉為賽生江蘇期間，部份擇泰仍通過諾華的分銷網絡銷售，而我們將通過諾華銷售並從諾華轉移至我們的利潤確認為其他收入。我們於2021年下半年完成將分銷商由諾華轉為賽生江蘇，並自此確認產品收入。

Zadaxin is our proprietary product. We developed Zadaxin in 1990s and obtained the approval for its sales in China in 1996. As the first branded thymalfasin drug in China, Zadaxin possesses the advantage of its strong brand recognition and product loyalty from the doctors and target patients, the majority of whom are self-paying or covered by private medical insurance. We generate revenue of Zadaxin primarily through the sales to our exclusive importer and distributor in China. In compliance with the “two-invoice system”, after our sales of Zadaxin to the exclusive importer, it clears the products through customs of China as an imported drug and distributes further to hospitals and pharmacies. In November 2021, the Company entered into an import and distribution agreement to engage Shanghai Pharmaceutical Lin-gang Special Area Co., Ltd., one of our non-substantial shareholders, as our exclusive importer and distributor of Zadaxin in China. For Zadaxin’s overseas sales, such as in South Korea, Thailand, Argentina, Italy and Cambodia, we primarily rely on overseas partners to handle marketing, promotion, sales and distribution.

### In-licensed products

As for sales of our in-licensed products in China, we import and distribute them through our wholly-owned subsidiary SciClone Pharmaceuticals (Jiangsu) Co., Ltd. (“SciClone Jiangsu”). We recognize revenue of the sales of in-licensed products to our distributors through the distribution network we manage.

For the six months ended June 30, 2022, our revenue of in-licensed products grew to RMB123.9 million from RMB54.2 million for the same period last year. The increase was primarily contributed by Zometa and DANYELZA® (naxitamab):

#### 1) Zometa

Although the use of Zometa in hospitals was affected by the measures to contain Covid-19 outbreaks in many cities in the first half of 2022, sales of Zometa reached RMB95.1 million for the Reporting Period.

Zometa is our in-licensed product from Novartis indicated for the treatment of patients with multiple myeloma and patients with documented bone metastases from solid tumors, and hypercalcemia of malignancy. After completing IDL transfer in January 2021, we became MAH of Zometa. During the transfer of registered distributor from Novartis to SciClone Jiangsu in 2021, Zometa was partially sold through the distribution network of Novartis and we recognized those sales by Novartis through profit transferred from Novartis in other income. We completed the conversion of distributor from Novartis to SciClone Jiangsu in the second half of 2021 and recognized product revenue since then.

## 管理層討論及分析

### Management Discussion and Analysis

- 2) *DANYELZA®* (那西妥單抗)  
截至2022年6月30日止六個月，*DANYELZA®* (那西妥單抗) 為本公司貢獻收入約人民幣24.2百萬元。

於2020年12月，我們自Y-mAbs獲得授權引入*DANYELZA®* (那西妥單抗)。為在獲得國家藥監局的BLA批准前加快向中國兒科患者提供該創新治療，本公司已分別於2021年6月及12月在海南博鳌樂城國際醫療旅遊先行區試點及中國(天津)自由貿易試驗區試點推出*DANYELZA®* (那西妥單抗)。

於2021年10月，*DANYELZA®* (那西妥單抗) 獲納入京惠保海外特藥目錄，進一步擴大該創新藥品於中國對患者的可及性。京惠保是北京為重大疾病提供的基礎醫療保險的補充保障。

除向海南及天津的銷售外，於2022年1月，*DANYELZA®* (那西妥單抗) 根據台灣特別進口政策開始於當地產生收入。

#### 為業務合作夥伴銷售推廣產品

為業務合作夥伴銷售推廣產品所得收入由去年同期的人民幣174.8百萬元輕微減少人民幣3.0百萬元或1.7%至2022年上半年的人民幣171.8百萬元。該等推廣產品由醫院處方及使用。於報告期內，由於若干城市的患者到醫院就診及手術的數目於新一波Covid-19疫情爆發期間減少，故銷量下降。

我們為業務合作夥伴銷售的推廣產品包括法祿達、甲氨蝶呤及艾去適(我們為輝瑞推廣及銷售)以及和樂生、美司納及安道生(我們為百特推廣及銷售)。於2022年2月，我們已成功重續與百特訂立的五年合作協議。雙方均同意加強於腫瘤領域在研產品開發及創新業務模式互相支持。

- 2) *DANYELZA®* (naxitamab)  
*DANYELZA®* (naxitamab) contributed approximately RMB24.2 million revenue for the six months ended June 30, 2022.

In December 2020, we in-licensed *DANYELZA®* (naxitamab) from Y-mAbs. In order to accelerate provision of this innovative therapy to pediatric patients in China prior to the BLA approval by the NMPA, the Company had pilot launch of *DANYELZA®* (naxitamab) in Hainan Bo'Ao Lecheng International Medical Tourism Pilot Zone and China (Tianjin) Pilot Free Trade Zone in June and December 2021, respectively.

In October 2021, *DANYELZA®* (naxitamab) was included in the list of overseas special drugs of Jing Hui Bao (京惠保), a supplement coverage to basic medical insurance for serious diseases in Beijing, which further improved the accessibility of this innovative drug to patients in China.

Except for selling to Hainan and Tianjin, in January 2022, *DANYELZA®* (naxitamab) started to generate revenue from Taiwan based on local special import policy.

#### Promotion products for business partners

Revenue from sales of promotion products for business partners slightly decreased by RMB3.0 million, or 1.7% from RMB174.8 million for the same period last year to RMB171.8 million in the first half of 2022. These promotion products are prescribed and used in hospitals. During the Reporting Period, the sales volume declined as a result of fewer hospital visits and operations by patients in the new waves of Covid-19 outbreak in certain cities.

Our promotion products for business partners include Farlutal, Methotrexate, and Estracyt, which we promote and sell for Pfizer, and Holoxan, Mesna and Endoxan, which we promote and sell for Baxter. In February 2022, we successfully renewed the Five-Year Cooperation Agreement with Baxter and both parties agreed to strengthen the mutual support in the development of pipeline products in the field of oncology and innovative business models.



### 收入成本

我們的收入成本由去年同期的人民幣285.4百萬元增加19.5%至2022年上半年的人民幣341.0百萬元。

收入成本的增長主要由於：i) 產品成本的增加跟隨日達仙及擇泰的銷售增長；ii) 運輸成本增加主要由於烏克蘭戰爭造成貨運中斷及燃料價格上漲；iii) 無形資產攤銷大幅增加，乃由於擇泰於2021年1月的IDL轉讓所致。於2021年完成分銷商轉換前，我們按擇泰相應的產品收入計算將擇泰的部分無形資產攤銷確認為收入成本，而於2022年上半年的全部攤銷計入收入成本。

我們通過行業領先且聲譽良好的CMO Patheon Italia生產我們的自有產品日達仙。我們根據與業務合作夥伴訂立的供應協議將授權引入產品的生產外包予該等業務合作夥伴，包括諾華(就擇泰而言)、Vectan Pharm(就諾彌可而言)及Y-mAbs(就DANYELZA®(那西妥單抗)而言)。我們的生產質量管理標準符合我們經營所在各個市場的良好生產規範(「GMP」)。

截至2022年6月30日止六個月，儘管我們面臨國際供應鏈中斷及全球通脹壓力，我們妥善管理海外CMO、業務合作夥伴及物流公司確保供應充足及穩定以滿足中國及其他國家的需求，並盡量減少貨運成本增加所帶來的影響。

### Cost of revenue

Our cost of revenue increased by 19.5% to RMB341.0 million in the first half of 2022 from RMB285.4 million for the same period last year.

The increase of cost of revenue was mainly attributable to: i) the rise of product costs followed the growth of sales of Zadaxin and Zometa; ii) the increase of freight costs mainly due to the shipping disruption by war in Ukraine as well as the hike of fuel prices; iii) the surge of amortization of intangible assets which was resulted from Zometa's IDL transfer in January 2021. We recognized Zometa's partial amortization of intangible assets in the cost of revenue corresponding to our product revenue of Zometa before the completion of the distributor transfer in 2021 while we recorded the full amortization in the cost of revenue in the first half of 2022.

We manufacture our proprietary product, Zadaxin, through Patheon Italia, an industry-leading and highly reputable CMO. We outsourced the production of in-licensed products to our partners, including Novartis for Zometa, Vectan Pharm for Oravig and Y-mAbs for DANYELZA® (naxitamab) under the Supply Agreement with them. Our production quality management standards remain complied with Good Manufacturing Practice ("GMP") in various markets where we have operations.

For the six months ended June 30, 2022, despite the international supply chain disruption and global inflation pressure, we managed well with our overseas CMO, partners and logistics companies to make sure stable and healthy supply for demands in China and other countries while minimizing the impact from rising freight cost.

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

下表載列我們於所示期間按金額劃分的收入成本佔總收入成本的百分比及佔總收入的百分比：

The following table sets forth our cost of revenue by amount, as a percentage of total cost of revenue and as a percentage of total revenues for the periods indicated:

		截至6月30日止六個月 Six months ended June 30,					
		2022年 2022			2021年 2021		
		人民幣百萬元 RMB million	佔收入百分比 % of revenue	佔收入百分比 % of revenue	人民幣百萬元 RMB million	佔收入百分比 %	佔收入百分比 % of revenue
產品成本	Product costs	212.4	62.3	14.4	205.8	72.1	15.5
倉庫及物流成本	Warehouse and Logistics costs	57.2	16.8	3.9	40.0	14.0	3.0
無形資產攤銷	Amortization of intangible assets	48.1	14.1	3.3	26.7	9.3	2.0
其他	Others	23.3	6.8	1.5	12.9	4.6	0.9
<b>合計</b>	<b>Total</b>	<b>341.0</b>	<b>100.0</b>	<b>23.1</b>	<b>285.4</b>	<b>100.0</b>	<b>21.4</b>

### 毛利

我們的毛利由去年同期的人民幣1,045.9百萬元增加人民幣88.2百萬元或8.4%至2022年上半年的人民幣1,134.1百萬元，而我們的毛利率由去年同期的78.6%輕微減少1.7ppt至2022年上半年的76.9%。除供應鏈中斷及高通脹導致毛利減少外，我們的產品組合變動亦導致毛利率下降。於報告期內，我們從擇泰確認的收入增加，而擇泰與日達仙相比毛利較低，因為它涉及無形資產的攤銷成本。

### Gross Profit

Our gross profit increased by RMB88.2 million, or 8.4%, to RMB1,134.1 million for the first half of 2022 from RMB1,045.9 million for the same period last year, and our gross margin slightly decreased by 1.7ppt to 76.9% in the first half of 2022 from 78.6% for the same period last year. Except for the supply chain disruption and high inflation eroding gross profit, a change of our product mix also resulted in lower gross margin. During the Reporting Period, we generated top-line revenue from Zometa while Zometa had lower gross margin compared with Zadaxin, as it incurred amortization cost of intangible assets.

### 銷售及營銷開支

我們的銷售及營銷開支由去年同期的人民幣251.3百萬元增加人民幣28.2百萬元(或11.2%)至2022年上半年的人民幣279.5百萬元，主要由於以下因素的淨影響所致：1) 隨着銷售及營銷團隊的擴大以及銷量增長，僱員薪酬及銷售激勵花紅增加合共人民幣37.9百萬元(或25.5%)；2) 於2022年上半年，由於業務推廣活動因若干城市的新一波Covid-19疫情爆發而中斷，故營銷及推廣開支以及差旅及會議開支分別減少人民幣6.6百萬元及人民幣3.7百萬元。

### Selling and Marketing Expenses

Our selling and marketing expenses increased by RMB28.2 million, or 11.2%, to RMB279.5 million in the first half of 2022 from RMB251.3 million for the same period last year, which was mainly due to the net effects of: 1) the rise of employee salaries and sales incentive bonus in total amounting to RMB37.9 million, or 25.5%, along with the expansion of our sales and marketing team and sales growth; 2) the decline of marketing and promotion expenses and travel and meeting expenses by RMB6.6 million and RMB3.7 million, respectively in the first half of 2022 when business promotion activities were interrupted by the new waves of Covid-19 outbreak in certain cities.

截至2022年及2021年6月30日止六個月，營銷及推廣開支佔總收入比例保持平穩，分別約為18.9%。

The ratio of selling and marketing expenses to total revenue remained flat at approximately 18.9% for the six months ended June 30, 2022 and 2021 respectively.

### 一般及行政開支

我們的一般及行政開支由去年上半年的人民幣88.2百萬元增加8.0%至2022年同期的人民幣95.3百萬元，主要由於經考慮許可人因財務困難撥付其進一步開發的不確定性而對相關無形資產作出全額減值人民幣40.3百萬元，其被以下所抵銷：i)由於基於成本確認的首次公開發售前購股權的股份酬金開支減少，因此僱員福利減少人民幣23.3百萬元；ii)概無於2021年3月在香港聯交所主板上市完成後產生任何上市開支。

### 研發開支

我們的研發開支由去年同期的人民幣39.5百萬元增加26.6%至2022年上半年的人民幣50.0百萬元，由於我們擴大產品開發團隊及多個產品開發項目有所進展。

### 其他收入及其他開支

於2021年下半年完成將所有省份的分銷商由諾華轉至本公司後，我們將所有產品收入及其攤銷確認為收入成本。

### 其他(虧損)/收益淨額

其他(虧損)/收益主要包括以下項目：

- i) 投資的公允價值虧損變動：我們於一家生物科技公司已投資人民幣80.5百萬元。被投資方因全球行業市場拋售、估值暴跌、交易停擺等再融資困難已進入破產程序。經審慎評估，我們錄得此項投資的公允價值虧損人民幣80.5百萬元；
- ii) 匯兌虧損：2022年上半年匯兌淨虧損為人民幣57.5百萬元，去年同期則為匯兌收益淨額人民幣7.2百萬元。匯兌虧損主要是由於附屬公司將人民幣貨幣資產換算為美元功能貨幣所致。

### 經營利潤

由於上述原因，我們於2022年上半年的經營利潤為人民幣587.2百萬元，而去年同期的經營利潤為人民幣698.5百萬元。

### General and Administrative Expenses

Our general and administrative expenses increased by 8.0% to RMB95.3 million in the first half of 2022 from RMB88.2 million for the same period last year, which was primarily attributable to full impairment of RMB40.3 million against the related intangible assets considering the uncertainty arising from the financial difficulties of the licensor to fund their further developments, offset by i) reduction of employee benefits by RMB23.3 million as a result of the declining share-based compensation expenses of Pre-IPO Share Option based on the cost recognition; ii) no listing expense incurred after the completion of our Listing on the Main Board of the Stock Exchange in March 2021.

### Research and Development Expenses

Our research and development expenses increased by 26.6% to RMB50.0 million in the first half of 2022 from RMB39.5 million for the same period last year, which was due to the expansion of product development team and progress of several product development projects.

### Other Income and Other Expenses

After we completed the conversion of distributor in all provinces from Novartis to the Company in the second half of 2021, we recognized all product revenue and its amortization in the cost of revenue.

### Other (Losses)/Gains, Net

Other (Losses)/Gains mainly included the following items:

- i) The change in fair value loss of an investment: we invested in a biotech company of RMB80.5 million. The investee went into insolvency procedures due to the refinancing difficulties in the globally industry market sell-off, valuation plunge and deals suspension. After the cautious assessment, we recorded fair value loss of RMB80.5 million of this investment;
- ii) Foreign exchange loss: we had net foreign exchange loss of RMB57.5 million in the first half of 2022, compared to net exchange gain of RMB7.2 million for the same period last year. The exchange loss was primarily resulted from the translation of RMB monetary assets into USD functional currency by a subsidiary.

### Operating Profit

As a result of the foregoing, our operating profit was RMB587.2 million in the first half of 2022, compared to RMB698.5 million for the same period last year.

# 管理層討論及分析

## Management Discussion and Analysis

### 財務成本淨額

我們於2022年上半年的財務成本淨額為人民幣8.7百萬元，而去年同期的財務成本淨額為人民幣19.2百萬元，主要由於我們根據還款時間表於2021年償還若干本金導致利息開支減少。

### 所得稅開支

我們的所得稅開支由去年同期的所得稅開支人民幣56.6百萬元減少至2022年上半年的人民幣46.3百萬元，與期內所得稅前利潤減少一致。

### 期內利潤

由於上述原因，我們於2022年上半年的期內利潤為人民幣532.2百萬元，而去年同期的利潤為人民幣622.7百萬元。

撇除投資的公允價值虧損變動人民幣80.5百萬元及經考慮許可人因財務困難無法撥付其進一步開發而對相關無形資產造成全額減值虧損人民幣40.3百萬元後，截至2022年6月30日止期間，一般業務經營核心溢利增加4.9%至人民幣653.0百萬元。

### 其他財務資料

#### 資本結構

本公司繼續維持穩健的財務狀況。我們的總資產由截至2021年12月31日的人民幣4,062.7百萬元增加至截至2022年6月30日的人民幣4,330.1百萬元，而我們的總負債由截至2021年12月31日的人民幣1,745.3百萬元略升至截至2022年6月30日的人民幣1,745.5百萬元。

### Finance Costs, Net

We had net finance costs of RMB8.7 million in the first half of 2022, compared to a net finance costs of RMB19.2 million for the same period last year, primarily due to a decrease in interest expenses on borrowings as we repaid certain principals in 2021 according to the repayment schedule.

### Income Tax Expenses

Our income tax expense decreased to RMB46.3 million in the first half of 2022 from RMB56.6 million for the same period last year, which was in line with the decrease in our profit before income tax during the period.

### Profit for the Period

As a result of the foregoing, our profit for the period was RMB532.2 million in the first half of 2022, compared to the profit of RMB622.7 million for the same period last year.

Excluding the effects of change in fair value loss of an investment of RMB80.5 million and full impairment loss of RMB40.3 million against the related intangible assets considering the uncertainty arising from the financial difficulties of the licensor to fund their further developments, core profit from normal business operation for the period ended June 30, 2022 increased by 4.9% to RMB653.0 million.

### Other Financial Information

#### Capital Structure

The Company continued to maintain a healthy and sound financial position. Our total assets grew to RMB4,330.1 million as of June 30, 2022 from RMB4,062.7 million as of December 31, 2021, and our total liabilities slightly increased to RMB1,745.5 million as of June 30, 2022 from RMB1,745.3 million as of December 31, 2021.

### 流動資金、財務資源及資產負債水平

我們過往主要以經營所得現金，其次以股權及債務融資滿足現金需求。我們在現金及財務管理方面採取審慎的庫務政策。為實現更好的風險控制及盡量降低資金成本，我們的庫務活動集中。現金一般存作主要以港元計值的短期存款。我們會定期檢討我們的流動資金及融資需求。我們將考慮新融資，同時在預期新投資或銀行貸款到期時保持適當資產負債水平。

截至2022年6月30日，我們的現金及現金等價物以及現金存款(3至12個月或以浮動利率計息)合共為人民幣2,586.6百萬元，主要以港元計值。展望未來，我們相信，我們的流動資金需求將通過經營活動產生現金、不時從資本市場籌集的其他資金、以及本公司自全球發售收取的所得款項淨額的組合來滿足。截至2022年6月30日止六個月，我們的經營現金流達到約人民幣523.9百萬元，較截至2021年6月30日止六個月增加約人民幣215.6百萬元。

截至2022年6月30日，我們並無未動用銀行融資。截至2022年6月30日，我們的借款總額約為人民幣1,205.0百萬元，均以美元計值。下表載列截至2022年6月30日我們銀行借款的進一步詳情：

		人民幣百萬元 RMB million	利率 Interest rate
有抵押	Secured	1,205.0	倫敦銀行同業拆息 上浮2.3% LIBOR plus 2.3%
合計	Total	1,205.0	不適用 NA

截至2022年6月30日，我們的資產負債比率(總負債除以總資產)為40.3%(截至2021年12月31日為43.0%)。

### 或有負債

截至2022年6月30日，我們並無任何重大或有負債。

### Liquidity, Financial Resources, and Gearing

We have historically funded our cash requirements principally from cash generated from operations, and to a lesser extent, equity and debt financing. We adopt prudent treasury policies in cash and financial management. To achieve better risk control and minimize cost of funds, our treasury activities are centralized. Cash is generally placed in short-term deposits mostly denominated in HKD. Our liquidity and financing requirements are reviewed regularly. We will consider new financing while maintaining an appropriate level of gearing in anticipation of new investments or maturity of bank loans.

As of June 30, 2022, we had cash and cash equivalents and cash deposits (from 3 to 12 months or in floating rates) together of RMB2,586.6 million, which were predominantly denominated in HKD. Going forward, we believe that our liquidity requirements will be satisfied by using a combination of cash generated from operating activities, other funds raised from the capital markets from time to time and the net proceeds received from the global offering of the Company. For the six months ended June 30, 2022, our operating cash flow reached approximately RMB523.9 million, approximately RMB215.6 million higher than that of six months ended June 30, 2021.

As of June 30, 2022, we had no unutilized banking facilities. Our total borrowings were approximately RMB1,205.0 million as of June 30, 2022, all of which was denominated in USD. The following table sets forth further details of our banking borrowings as of June 30, 2022:

As of June 30, 2022, we had a gearing ratio (total liabilities over total assets) of 40.3% (43.0% as of December 31, 2021).

### Contingent Liabilities

As of June 30, 2022, we did not have any material contingent liabilities.

# 管理層討論及分析

## Management Discussion and Analysis

### 資本開支

我們的資本開支主要包括與辦公用途相關的物業及設備的購買以及無形資產的購買支出。我們的資本開支由去年同期的人民幣172.3百萬元變為2022年上半年的人民幣0.8百萬元。我們計劃使用本公司經營所得現金及全球發售所得款項淨額為我們的計劃資本開支提供資金。

### 重大收購及日後重大投資計劃

截至2022年6月30日，本集團並無任何主要投資及資本資產的計劃。截至2022年6月30日止期間，本集團並無進行任何重大收購、出售或投資。

### 所持重大投資

本集團繼續於其投資戰略中維持審慎資本管理及流動資金風險管理，並遵守嚴格的程序評估及批准投資項目。於決定是否投資若干收購及投資項目時，本公司將主要考慮對該項目的戰略影響及其淨現值作出的評估。截至2022年6月30日，本集團持有Zentalis Pharmaceuticals, Inc. (納斯達克：ZNTL，「Zentalis」) 的531,438股股份(「投資」)，佔Zentalis根據公開信息已發行及發行在外股份的約1.3%。Zentalis為一家臨床階段生物製藥公司，專注於針對癌症基礎生物通路的小分子療法的發現及開發。本集團於2014年12月作出該投資，投資成本為該等股份的面值，而Zentalis於2020年4月在納斯達克上市。截至2022年6月30日，投資的公允價值為約人民幣100.2百萬元，佔本集團總資產的約2.3% (2021年12月31日：7.0%)。於2022年上半年，本集團並未自Zentalis收到任何股息。除上文所披露者外，截至2022年6月30日止六個月，本集團並未持有任何重大投資。

### Capital Expenditure

Our capital expenditures principally comprise expenditures for purchases of property and equipment relating to office use and purchase of intangible assets. Our capital expenditures changed to RMB0.8 million in the first half of 2022 from RMB172.3 million for the same period last year. We plan to fund our planned capital expenditures using cash generated from operations and the net proceeds from the global offering of the Company.

### Material Acquisitions and Future Plans for Major Investments

As of June 30, 2022, the Group did not have any plans for major investments and capital assets. The Group did not conduct any material acquisition, disposal or investment during the period ended June 30, 2022.

### Significant Investments Held

The Group continues to give regard to prudent capital management and liquidity risk management in its investment strategy, and follow stringent procedures to evaluate and approve investment projects. To decide whether to invest in certain acquisition and investment projects, the Company will mainly consider the assessment of the strategic impact and net present value of the project. As of June 30, 2022, the Group held 531,438 shares in Zentalis Pharmaceuticals, Inc. (NASDAQ: ZNTL, the "Zentalis") (the "Investment"), representing approximately 1.3% of the issued and outstanding shares of Zentalis according to the public information. Zentalis is a clinical-stage biopharmaceutical company focusing on discovering and developing small molecule therapeutics targeting fundamental biological pathways of cancers. The Group made the investment in December 2014 with the investment cost as the nominal value of these shares and Zentalis became listed on NASDAQ in April 2020. As of June 30, 2022, the fair value of the Investment was approximately RMB100.2 million, representing approximately 2.3% of the total asset of the Group (December 31, 2021: 7.0%). The Group did not receive any dividend from Zentalis during the first half of 2022. Save as disclosed above, the Group did not hold any significant investments for the six months ended June 30, 2022.

### 外匯風險管理

我們的附屬公司在開曼群島、中國內地及香港營運，並面臨貨幣風險敞口（主要涉及人民幣）帶來的外匯風險。外匯風險主要來自在我們收到或將收到來自業務合作夥伴的外匯付款或我們以外幣向或將向業務合作夥伴付款時我們於開曼群島附屬公司中的所確認資產及負債。我們透過定期審查我們的外匯風險敞口管理我們的外匯風險並盡可能透過自然對沖將該等風險最小化，並在必要時訂立遠期外匯合約。於2022年上半年，我們並未訂立任何遠期合約或其他金融工具以對沖外匯風險敞口。

### 僱員及薪酬政策

截至2022年6月30日，我們擁有逾950名全職僱員，其中大部分居於中國內地，其餘僱員居於香港、美國、意大利及開曼群島。

致力於建立一個具有競爭力、公平的薪酬及福利體系，我們不斷完善我們的薪酬及激勵政策，以確保我們的僱員獲得具競爭力的薪酬組合。根據中國法規的要求，我們參與當地相關市級及省級政府組織的住房公積金及各類僱員社會保障計劃。我們亦為僱員購買商業健康及意外保險。我們亦針對各部門僱員的需求提供定期專項培訓，以便我們的僱員了解最新的行業發展及技術進步。為激勵僱員，我們已授出及計劃於未來繼續向僱員授出以股份為基礎的獎勵，以激勵彼等為我們的增長及發展作出貢獻。

### 報告期後事項

除上文所披露者外，於報告期末後及直至本中期報告日期，概無發生重大事項。

### 展望

董事會認為，自刊發最近期年報以來，本集團業務的未來發展並無重大變動。

### Foreign Exchange Risk Management

Our subsidiaries operate in Cayman Islands, Mainland China and Hong Kong, and they are exposed to foreign exchange risk arising from currency exposure, primarily with respect to RMB. Foreign exchange risk primarily arises from recognized assets and liabilities in our subsidiaries in Cayman Islands when receiving or to receive foreign currencies from, or paying or to pay foreign currencies to business partners. We manage foreign exchange risk by performing regular reviews of our foreign exchange exposures and try to minimize these exposures through natural hedges, wherever possible, and may enter into forward foreign exchange contracts, when necessary. We did not enter into any forward contract or other financial instruments to hedge our exposure to foreign currency risk in the first half of 2022.

### Employees and Remuneration Policy

As of June 30, 2022, we had over 950 full-time employees, most of whom were based in Mainland China, with the remainder in Hong Kong, the U.S., Italy, and the Cayman Islands.

Committed to establishing a competitive, fair remuneration and benefits system, we continually refine our remuneration and incentive policies in order to ensure that our employees receive competitive remuneration packages. As required under the PRC regulations, we participate in housing fund and various employee social security plan that are organized by relevant local municipal and provincial governments. We also purchase commercial health and accidental insurance for our employees. We also provide regular and specialized trainings tailored to the needs of our employees in different departments, so that our employees may stay up to date with the latest industrial developments and technological advancements. In order to incentivize our employees, we have granted and planned to continue to grant share-based incentive awards to our employees in the future to incentivize their contributions to our growth and development.

### EVENTS AFTER THE REPORTING PERIOD

Save as disclosed above, there are no important events that have occurred after the end of the Reporting Period and up to the date of this interim report.

### OUTLOOK

The Board considers that there has been no material change to the future developments in the business of the Group since the publication of the latest annual report.

# 企業管治及其他資料

## Corporate Governance and Other Information

### 遵守企業管治守則

本公司致力維持及確保高水平的企業管治常規，而本公司採納的企業管治原則符合本公司及其股東的利益。

截至2022年6月30日止六個月，本公司已遵守企業管治守則的所有適用守則條文，並採納了其中的絕大多數最佳常規。

### 董事進行證券交易的標準守則

本公司已採納標準守則作為其董事進行證券交易的行為守則。經向董事作出具體查詢後，全體董事確認，截至2022年6月30日止六個月，彼等已遵守標準守則所載的規定標準。

### 董事會及其委員會

本公司董事會、審核委員會、提名委員會和薪酬委員會的組成載列於「公司資料」一節。

### 審核委員會

審核委員會由三名成員組成，即獨立非執行董事Wendy Hayes女士、Gu Alex Yushao先生及非執行董事李泉女士。Wendy Hayes女士目前擔任審核委員會主席。審核委員會連同管理層及核數師已審閱本集團截至2022年6月30日止六個月的未經審核簡明合併業績。

### 有關董事及最高行政人員的資料變動

根據《上市規則》第13.51B(1)條，截至2022年6月30日止六個月及直至本中期報告日期的董事資料變動載列如下：

#### 董事姓名

#### Name of Director

Lin Shirley Yi-Hsien女士

Ms. Lin Shirley Yi-Hsien

### Compliance with Corporate Governance Code

The Company is dedicated to maintaining and ensuring high standards of corporate governance practices and the corporate governance principles of the Company are adopted in the interest of the Company and its Shareholders.

During the six months ended June 30, 2022, the Company has complied with all the applicable code provisions of the CG Code and adopted most of the best practices set out therein.

### Model Code for Securities Transactions by Directors

The Company has adopted the Model Code as its code of conduct for directors' securities transactions. Having made specific enquiry with the Directors, all of the Directors confirmed that they have complied with the required standard as set out in the Model Code during the six months ended June 30, 2022.

### The Board and Its Committees

The compositions of the Board, the Audit Committee, the Nomination Committee and the Remuneration Committee of the Company are as set out in the "Corporate Information" section.

### Audit Committee

The Audit Committee consists of three members, namely Ms. Wendy Hayes, Mr. Gu Alex Yushao, independent non-executive Directors, and Ms. Li Quan, non-executive Director. Ms. Wendy Hayes currently serves as the chairwoman of the Audit Committee. The Audit Committee, together with management and the Auditor, have reviewed the unaudited condensed consolidated results of the Group for the six months ended June 30, 2022.

### Changes to Information Regarding Directors and Chief Executives

Pursuant to Rule 13.51B(1) of the Listing Rules, changes in information of Directors during the six months ended June 30, 2022 and up to the date of this interim report are set out below:

#### 變動詳情

#### Details of Change

於2022年5月20日起獲委任為晟德大藥廠股份有限公司(一間於台灣證券櫃檯買賣中心上市的公司(股份代號: 4123))的獨立董事

Appointed as an independent director of Center Laboratories, Inc. (a company listed on the Taipei Exchange, stock code: 4123) with effect from May 20, 2022



## 中期股息

董事會議決並不就截至2022年6月30日止六個月派付任何中期股息(截至2021年6月30日止六個月：零)。

## Interim Dividend

The Board has resolved not to pay any interim dividend for the six months ended June 30, 2022 (for the six months ended June 30, 2021: nil).

## 購買、出售或贖回上市證券

截至2022年6月30日止六個月，本公司已於聯交所購回合共2,826,500股股份，詳情載列如下：

## Purchase, Sale or Redemption of Listed Securities

During the six months ended June 30, 2022, the Company has repurchased a total of 2,826,500 Shares on the Stock Exchange and the details are set out below:

截至2022年6月30日止 六個月的購回月份	Month of Repurchase in the Six Months Ended June 30, 2022	購回股份數目 Number of Shares Repurchased	每股股份價格 Price Per Share		總代價 Aggregate Consideration 港元 HK\$
			最高 Highest 港元 HK\$	最低 Lowest 港元 HK\$	
3月	March	623,500	8.36	7.99	5,150,393.35
4月	April	828,500	8.50	7.67	6,649,868.25
5月	May	658,000	8.72	8.14	5,527,762.20
6月	June	716,500	8.76	8.00	6,002,500.80
合計	Total	2,826,500			23,330,524.60

於2022年6月30日，1,967,500股購回股份已獲註銷，而859,000股回購股份尚未註銷。

As at June 30, 2022, 1,967,500 repurchased Shares were cancelled and 859,000 repurchased Shares were yet to be cancelled.

除上文所述者外，截至2022年6月30日止期間，本公司或其附屬公司概無購買、出售或贖回本公司任何上市股份的權益。

Save for the above, neither the Company nor any of its subsidiaries purchased, sold or redeemed interest in any of the Company's listed Shares for the period ended June 30, 2022.

## 全球發售所得款項用途

本公司股份於上市日期在聯交所主板上市，經扣除包銷佣金及所有相關開支後，本公司自全球發售收取的所得款項淨額約為2,083.6百萬港元。

## Use of Proceeds from Global Offering

The Shares of the Company were listed on the Main Board of the Stock Exchange on the Listing Date with net proceeds received by the Company from the global offering in the amount of approximately HK\$2,083.6 million after deducting underwriting commissions and all related expenses.

## 企業管治及其他資料 Corporate Governance and Other Information

所得款項淨額已根據招股章程所載用途動用，截至2022年6月30日，約1,422.7百萬港元仍未獲動用。下表載列所得款項淨額的計劃用途及截至2022年6月30日的實際用途：

The net proceeds have been utilized in accordance with the purposes set out in the Prospectus and approximately HK\$1,422.7 million remained unutilized up to June 30, 2022. The table below sets out the planned applications of the net proceeds and actual usage as of June 30, 2022:

所得款項淨額擬定用途	Intended use of net proceeds	Allocation of net proceeds	截至2022年6月30日的已動用所得款項淨額 Amount of net proceeds utilized as of June 30, 2022 百萬港元 HK\$ in million	截至2022年6月30日的所得款項淨額餘額 Balance of net proceeds as of June 30, 2022 百萬港元 HK\$ in million
潛在收購新候選藥物的投資	Investment in potential acquisition of new drug candidates	30%	15.6	609.5
償還現有債務	Repayment of existing debts	28%	583.4	—
為臨床階段候選產品的開發及商業化提供資金	Funds to the development and commercialization of our clinical-stage product candidates	26%	15.2	526.5
招聘及擴充僱員的投資	Investment in recruitment and employee expansion	10%	35.7	172.7
為我們上市產品組合進行額外臨床應用的持續臨床研究提供資金	Funds to ongoing clinical studies for additional clinical adoptions of our marketed product portfolio	6%	11.0	114.0
		100%	660.9	1,422.7

除上文所披露者外，由上市日期起，本集團並未動用所得款項淨額的任何其他部分。招股章程先前披露的所得款項淨額擬定用途並無變動，本公司將根據招股章程所述擬定用途逐步動用所得款項淨額的餘額，並預期於2024年12月31日前悉數動用所得款項淨額。預期時間表乃基於本公司對未來市況及業務營運作出的最佳估計，且仍可根據當前及未來市況發展以及實際業務需求而變動。

Save as disclosed above, since the Listing Date, the Group has not utilized any other portion of the net proceeds. There was no change in the intended use of net proceeds as previously disclosed in the Prospectus, and the Company will gradually utilize the residual amount of the net proceeds in accordance with such intended purposes as stated in the Prospectus and expect to fully utilize the net proceeds by December 31, 2024. The expected timeline is based on the best estimation of future market conditions and business operations made by the Company, and remains subject to change based on current and future development of market conditions and actual business needs.

### 董事於重要交易、安排或合約中的權益

截至2022年6月30日止六個月，概無任何董事於本公司或其任何附屬公司或同系附屬公司作為訂約方的對本公司業務具有重大意義的任何交易、安排或合約中直接或間接擁有重大權益。

### 董事及最高行政人員於本公司或其相聯法團股份、相關股份及債權證的權益及淡倉

於2022年6月30日，本公司董事及最高行政人員於本公司或其任何相聯法團（定義見《證券及期貨條例》第XV部）的股份、相關股份及債權證中，擁有(a)根據《證券及期貨條例》第352條須登記於本條所述的登記冊；或(b)根據《標準守則》須知會本公司及聯交所之權益及淡倉如下：

#### (i) 於股份及相關股份中的權益

董事／最高行政人員姓名	權益性質	股份或相關 股份數目	佔本公司 已發行股本的 概約百分比 (%) <sup>(1)</sup>
Name of Director/ Chief Executive	Nature of Interest	Number of Shares or underlying Shares	Approximate percentage of the issued share capital of the Company (%) <sup>(1)</sup>
Li Zhenfu	受控法團權益 <sup>(2)</sup> Interest in controlled corporation <sup>(2)</sup>	195,104,060	28.54%
趙宏 Zhao Hong	受控法團權益 <sup>(3)</sup> Interest in controlled corporation <sup>(3)</sup>	11,979,690	1.75%
	實益擁有人 <sup>(4)</sup> Beneficial owner <sup>(4)</sup>	16,056,210	2.35%

### Directors' Interests in Transactions, Arrangements or Contracts of Significance

No Director had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance to the business of the Company to which the Company or any of its subsidiaries or fellow subsidiaries was a party during the for the six months ended June 30, 2022.

### Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company or its Associated Corporations

As at June 30, 2022, the interests and short positions of the Directors and chief executives of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which (a) were required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein; or (b) were required to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

#### (i) Interest in Shares and underlying Shares

## 企業管治及其他資料 Corporate Governance and Other Information

附註：

- (1) 根據截至2022年6月30日的已發行股份總數683,518,763股計算。
- (2) GL Trade Investment L.P.持有104,968,370股股份，其普通合夥人為GL Capital Management GP II B.C.I Ltd.（一家於加拿大註冊成立的公司，由GL Capital Management Ltd全資擁有）。GL Capital Management Ltd由GL Partners Capital Management Ltd及Lion River I N.V.分別持有51%及49%的權益。Lion River I N.V.由Assicurazioni Generali S.p.A（一家於意大利證券交易所上市的公司）全資擁有。由於GL Partners Capital Management Ltd由Li Zhenfu先生控制70%的權益，Li Zhenfu先生被視為於GL Trade Investment L.P.所持的104,968,370股股份中擁有權益。

GL Glee Investment Limited持有90,135,690股股份。其由GL China Opportunities Fund L.P.全資擁有，GL China Opportunities Fund L.P.的普通合夥人為GL Capital Management GP L.P.，而GL Capital Management GP L.P.的普通合夥人則為GL Capital Management GP Limited，GL Capital Management GP Limited由GL Partners Capital Management Ltd及Lion River I N.V.分別持有51%及49%權益。Lion River I N.V.由Assicurazioni Generali S.p.A（一家於意大利證券交易所上市的公司）全資擁有。由於GL Partners Capital Management Ltd由Li Zhenfu先生控制70%的權益，Li Zhenfu先生被視為於GL Glee Investment Limited持有的90,135,690股股份中擁有權益。

- (3) Convergence International Holdings Ltd.（「**Convergence**」）持有11,979,690股股份。Convergence由北京諾盛衡康管理諮詢合夥企業（有限合夥）全資擁有，北京諾盛衡康管理諮詢合夥企業（有限合夥）則由其普通合夥人炬力信息及其有限合夥人舟山康諾股權投資合夥企業（有限合夥）（「**舟山康諾**」）分別擁有0.000003957%及99.999996043%的權益。由於趙宏先生持有炬力信息諮詢（北京）有限公司32.44%的股權及舟山康諾40.96%的合夥權益，趙宏先生被視為於Convergence持有的11,979,690股股份中擁有權益。

Notes:

- (1) The calculation is based on the total number of 683,518,763 Shares in issue as of June 30, 2022.
- (2) GL Trade Investment L.P. held 104,968,370 Shares, whose general partner was GL Capital Management GP II B.C.I Ltd., a company incorporated in Canada which was wholly owned by GL Capital Management Ltd. GL Capital Management Ltd was held by GL Partners Capital Management Ltd as to 51% and Lion River I N.V. as to 49%. Lion River I N.V. was wholly owned by Assicurazioni Generali S.p.A, a company listed on Italian Stock Exchange. As GL Partners Capital Management Ltd was controlled by Mr. Li Zhenfu as to 70%, Mr. Li Zhenfu is deemed to be interested in 104,968,370 Shares held by GL Trade Investment L.P.

GL Glee Investment Limited held 90,135,690 Shares. It was wholly owned by GL China Opportunities Fund L.P., whose general partner was GL Capital Management GP L.P., whose general partner was GL Capital Management GP Limited, which was held by GL Partners Capital Management Ltd as to 51% and Lion River I N.V. as to 49%. Lion River I N.V. was wholly owned by Assicurazioni Generali S.p.A, a company listed on Italian Stock Exchange. As GL Partners Capital Management Ltd was controlled by Mr. Li Zhenfu as to 70%, Mr. Li Zhenfu is deemed to be interested in 90,135,690 Shares held by GL Glee Investment Limited.

- (3) Convergence International Holdings Ltd.（「**Convergence**」）held 11,979,690 Shares. Convergence is wholly owned by Beijing Convergence Management Consulting Partnership Enterprise (Limited Partnership)（北京諾盛衡康管理諮詢合夥企業（有限合夥）），which was in turn owned by its general partner, Juli Information, as to 0.000003957%, and its limited partner, Zhoushan Kangnuo Equity Investment Partnership Enterprise (Limited Partnership)（舟山康諾股權投資合夥企業（有限合夥）），「**Zhoushan Kangnuo**」，as to 99.999996043%. As Mr. Zhao Hong is interested in 32.44% equity interests in Juli Information Consulting (Beijing)Co., Ltd.（炬力信息諮詢（北京）有限公司）and 40.96% partnership interests in Zhoushan Kangnuo, Mr. Zhao Hong is deemed to be interested in 11,979,690 Shares held by Convergence.

## 企業管治及其他資料 Corporate Governance and Other Information

(4) 購股權激勵計劃、首次公開發售後購股權計劃及首次公開發售後受限制股份單位計劃下分別授予趙宏先生的11,256,210股股份的購股權、4,000,000股股份的購股權及600,000股受限制股份單位。此外，趙宏先生私人擁有200,000股股份。

(4) Being options for 11,256,210 Shares, options for 4,000,000 Shares, and 600,000 RSUs granted to Mr. Zhao Hong under the Option Incentive Plan, the Post-IPO Option Plan and the Post-IPO RSU Plan, respectively. In addition, there are 200,000 Shares personally owned by Mr. Zhao Hong.

除上文所披露者外，於2022年6月30日，概無本公司董事及最高行政人員於本公司或其相聯法團的股份、相關股份及債權證中擁有根據《證券及期貨條例》第352條須登記於登記冊，或根據《標準守則》須知會本公司及聯交所的任何權益或淡倉。

Save as disclosed above, as at June 30, 2022, none of the Directors and chief executives of the Company had any interests or short positions in the Shares, underlying Shares and debentures of the Company or its associated corporations, recorded in the register required to be kept under section 352 of the SFO or required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

### 主要股東於本公司股份或相關股份中的權益及淡倉

### Substantial Shareholders' Interests and Short Positions in Shares or Underlying Shares of the Company

於2022年6月30日，據本公司董事或最高行政人員所知，主要股東擁有根據《證券及期貨條例》第336條須由本公司存置的登記冊所登記的股份或相關股份的權益或淡倉如下：

As at June 30, 2022, so far as the Directors or the chief executives of the Company were aware, the substantial Shareholders who had interests or short positions in the Shares or underlying Shares as recorded in the register required to be kept by the Company under section 336 of the SFO, were as follows:

股東姓名／名稱	權益性質	股份或相關 股份數目	佔本公司 已發行股本的 概約百分比 (%) <sup>(1)</sup>
Name of Shareholder	Nature of Interest	Number of Shares or underlying Shares	Approximate percentage of the issued share capital of the Company (%) <sup>(1)</sup>
Li Zhenfu先生 Mr. Li Zhenfu	受控法團權益 <sup>(4)</sup> Interest in controlled corporation <sup>(4)</sup>	195,104,060	28.54%
GL Partners Capital Management Ltd	受控法團權益 <sup>(4)</sup> Interest in controlled corporation <sup>(4)</sup>	195,104,060	28.54%
Assicurazioni Generali S.p.A	受控法團權益 <sup>(4)</sup> Interest in controlled corporation <sup>(4)</sup>	195,104,060	28.54%
GL Trade Investment L.P.	實益權益 <sup>(2)</sup> Beneficial interest <sup>(2)</sup>	104,968,370	15.36%
GL Capital Management GP II B.C. I Ltd	受控法團權益 <sup>(2)</sup> Interest in controlled corporation <sup>(2)</sup>	104,968,370	15.36%
GL Capital Management Ltd	受控法團權益 <sup>(2)</sup> Interest in controlled corporation <sup>(2)</sup>	104,968,370	15.36%
Lion River I N.V.	受控法團權益 <sup>(4)</sup> Interest in controlled corporation <sup>(4)</sup>	195,104,060	28.54%

## 企業管治及其他資料 Corporate Governance and Other Information

股東姓名／名稱	權益性質	股份或相關 股份數目	佔本公司 已發行股本的 概約百分比 (%) <sup>(1)</sup>
Name of Shareholder	Nature of Interest	Number of Shares or underlying Shares	Approximate percentage of the issued share capital of the Company (%) <sup>(1)</sup>
GL Glee Investment Limited	實益權益 <sup>(3)</sup> Beneficial interest <sup>(3)</sup>	90,135,690	13.19%
GL China Opportunities Fund L.P.	受控法團權益 <sup>(3)</sup> Interest in controlled corporation <sup>(3)</sup>	90,135,690	13.19%
GL Capital Management GP L.P.	受控法團權益 <sup>(3)</sup> Interest in controlled corporation <sup>(3)</sup>	90,135,690	13.19%
GL Capital Management GP Limited	受控法團權益 <sup>(3)</sup> Interest in controlled corporation <sup>(3)</sup>	90,135,690	13.19%
安瀚有限公司	實益權益 <sup>(5)</sup>	84,523,130	12.37%
Ocean Falcon Limited	Beneficial interest <sup>(5)</sup>		
中銀集團投資有限公司	受控法團權益 <sup>(5)</sup>	84,523,130	12.37%
Bank of China Group Investment Limited	Interest in controlled corporation <sup>(5)</sup>		
中國銀行股份有限公司	受控法團權益 <sup>(5)</sup>	84,523,130	12.37%
Bank of China Limited	Interest in controlled corporation <sup>(5)</sup>		
中央匯金投資有限責任公司	受控法團權益 <sup>(5)</sup>	84,523,130	12.37%
Central Huijin Investment Ltd	Interest in controlled corporation <sup>(5)</sup>		
中國投資有限責任公司	受控法團權益 <sup>(5)</sup>	84,523,130	12.37%
China Investment Corporation	Interest in controlled corporation <sup>(5)</sup>		
Avengers Limited	實益權益 <sup>(6)</sup> Beneficial interest <sup>(6)</sup>	106,536,790	15.59%
CDH Fund V, L.P.	受控法團權益 <sup>(6)</sup> Interest in controlled corporation <sup>(6)</sup>	106,536,790	15.59%
CDH V Holdings Company Limited	受控法團權益 <sup>(6)</sup> Interest in controlled corporation <sup>(6)</sup>	106,536,790	15.59%
China Diamond Holdings V Limited	受控法團權益 <sup>(6)</sup> Interest in controlled corporation <sup>(6)</sup>	106,536,790	15.59%
China Diamond Holdings Company Limited	受控法團權益 <sup>(6)</sup> Interest in controlled corporation <sup>(6)</sup>	106,536,790	15.59%
Ascendent Silver (Cayman) Limited	實益權益 <sup>(7)</sup> Beneficial interest <sup>(7)</sup>	103,497,710	15.14%
Ascendent Capital Partners II, L.P.	受控法團權益 <sup>(7)</sup> Interest in controlled corporation <sup>(7)</sup>	103,497,710	15.14%

## 企業管治及其他資料 Corporate Governance and Other Information

股東姓名／名稱	權益性質	股份或相關 股份數目	佔本公司 已發行股本的 概約百分比 (%) <sup>(1)</sup>
Name of Shareholder	Nature of Interest	Number of Shares or underlying Shares	Approximate percentage of the issued share capital of the Company (%) <sup>(1)</sup>
Ascendent Capital Partners II GP, L.P.	受控法團權益 <sup>(7)</sup> Interest in controlled corporation <sup>(7)</sup>	103,497,710	15.14%
Ascendent Capital Partners II GP, Limited	受控法團權益 <sup>(7)</sup> Interest in controlled corporation <sup>(7)</sup>	103,497,710	15.14%
孟亮 Meng Liang	受控法團權益 <sup>(7)</sup> Interest in controlled corporation <sup>(7)</sup>	103,497,710	15.14%
Boying Investments Limited	實益權益 <sup>(8)</sup> Beneficial interest <sup>(8)</sup>	53,373,820	7.81%
朱偉航 Zhu Weihang	受控法團權益 <sup>(8)</sup> Interest in controlled corporation <sup>(8)</sup>	53,373,820	7.81%

附註：

Notes:

- (1) 根據截至2022年6月30日的已發行股份總數683,518,763股計算。
- (1) The calculation is based on the total number of 683,518,763 Shares in issue as of June 30, 2022.
- (2) GL Trade Investment L.P.是一家於2015年3月25日於加拿大註冊成立的獲豁免有限合夥。其普通合夥人為GL Capital Management GP II B.C. I Ltd. (一家於加拿大註冊成立的公司，由GL Capital Management Ltd全資擁有)，而GL Capital Management Ltd由GL Partners Capital Management Ltd及Lion River I N.V.分別持有51%及49%的權益。Lion River I N.V.是一家於荷蘭註冊成立的公司，由Assicurazioni Generali S.p.A (一家於意大利證券交易所上市的公司)全資擁有。GL Partners Capital Management Ltd是一家於開曼群島註冊成立的有限責任公司，由本公司非執行董事Li Zhenfu先生控制70%的權益。因此，GL Capital Management GP II B.C. I Ltd.、GL Capital Management Ltd、GL Partners Capital Management Ltd、Lion River I N.V.及Assicurazioni Generali S.p.A各自被視為於GL Trade Investment L.P.所持本公司股份中擁有權益。
- (2) GL Trade Investment L.P. was an exempted limited partnership registered in Canada on March 25, 2015. Its general partner was GL Capital Management GP II B.C. I Ltd., a company incorporated in Canada which was wholly owned by GL Capital Management Ltd, which was held by GL Partners Capital Management Ltd as to 51% and Lion River I N.V. as to 49%. Lion River I N.V. was a company incorporated in Netherlands and was wholly owned by Assicurazioni Generali S.p.A, a company listed on Italian Stock Exchange. GL Partners Capital Management Ltd was a limited liability company incorporated in the Cayman Islands and was controlled by Mr. Li Zhenfu, a non-executive director of our Company as to 70%. As such, each of GL Capital Management GP II B.C. I Ltd., GL Capital Management Ltd, GL Partners Capital Management Ltd, Lion River I N.V. and Assicurazioni Generali S.p.A is deemed to be interested in our Shares held by GL Trade Investment L.P.

## 企業管治及其他資料

### Corporate Governance and Other Information

- (3) GL Glee Investment Limited是一家於2011年3月10日在開曼群島註冊成立的有限責任公司，由GL China Opportunities Fund L.P.（一家於開曼群島註冊成立的有限合夥）全資擁有。GL China Opportunities Fund L.P.的普通合夥人為GL Capital Management GP L.P.（一家於開曼群島註冊成立的有限合夥）。GL Capital Management GP L.P.的普通合夥人為GL Capital Management GP Limited，由GL Partners Capital Management Ltd及Lion River I N.V.分別持有51%及49%的權益。Lion River I N.V.為一家於荷蘭註冊成立的公司，由Assicurazioni Generali S.p.A（一家於意大利證券交易所上市的公司）全資擁有。GL Partners Capital Management Ltd是一家於開曼群島註冊成立的有限責任公司，由Li Zhenfu先生控制70%的權益。因此，GL China Opportunities Fund L.P.、GL Capital Management GP L.P.、GL Capital Management GP Limited、Lion River I N.V.、Assicurazioni Generali S.p.A及GL Partners Capital Management Ltd各自被視為於GL Glee Investment Limited所持本公司股份中擁有權益。
- (4) Assicurazioni Generali S.p.A、Lion River I N.V.、GL Partners Capital Management Ltd及Li Zhenfu先生各自被視為於GL Trade Investment L.P.及GL Glee Investment Limited所持本公司股份中擁有權益。
- (5) 安瀚有限公司是一家於2017年3月15日在香港註冊成立的有限公司，由中銀集團投資有限公司全資擁有。中銀集團投資有限公司是一家在香港註冊成立的有限公司，由中國銀行股份有限公司全資擁有。中國銀行股份有限公司是一家在中國成立的股份有限公司，由中央匯金投資有限責任公司持有64.02%的權益。中央匯金投資有限責任公司是一家在中國成立的有限責任公司，由中國投資有限責任公司全資擁有。中國投資有限責任公司是一家由中華人民共和國國務院全資擁有的有限責任公司。因此，中銀集團投資有限公司、中國銀行股份有限公司、中央匯金投資有限責任公司、中國投資有限責任公司及中華人民共和國國務院各自被視為於安瀚有限公司所持本公司股份中擁有權益。
- (3) GL Glee Investment Limited was a limited liability company incorporated in the Cayman Islands on March 10, 2011 and was wholly owned by GL China Opportunities Fund L.P., a limited partnership registered in Cayman Islands whose general partner was GL Capital Management GP L.P., a limited partnership registered in Cayman Islands, whose general partner was GL Capital Management GP Limited, which was held by GL Partners Capital Management Ltd as to 51% and Lion River I N.V. as to 49%. Lion River I N.V. was a company incorporated in Netherlands and was wholly owned by Assicurazioni Generali S.p.A, a company listed on Italian Stock Exchange. GL Partners Capital Management Ltd was a limited liability company incorporated in the Cayman Islands and was controlled by Mr. Li Zhenfu as to 70%. As such, each of GL China Opportunities Fund L.P., GL Capital Management GP L.P., GL Capital Management GP Limited, Lion River I N.V., Assicurazioni Generali S.p.A and GL Partners Capital Management Ltd is deemed to be interested in our Shares held by GL Glee Investment Limited.
- (4) Each of Assicurazioni Generali S.p.A, Lion River I N.V., GL Partners Capital Management Ltd and Mr. Li Zhenfu is deemed to be interested in our Shares held by GL Trade Investment L.P. and GL Glee Investment Limited.
- (5) Ocean Falcon Limited was a limited company incorporated in Hong Kong on March 15, 2017 and was wholly owned by Bank of China Group Investment Limited, a limited company incorporated in Hong Kong which in turn was wholly owned by Bank of China Limited, a joint stock company established in the PRC with limited liability which in turn was held by Central Huijin Investment Ltd. as to 64.02%, a limited liability company established in the PRC which in turn was wholly owned by China Investment Corporation, a limited liability company which was wholly owned by the State Council of the People's Republic of China. As such, each of Bank of China Group Investment Limited, Bank of China Limited, Central Huijin Investment Ltd., China Investment Corporation, and State Council of the People's Republic of China is deemed to be interested in our Shares held by Ocean Falcon Limited.



## 企業管治及其他資料 Corporate Governance and Other Information

- (6) Avengers Limited是一家在開曼群島註冊成立的有限責任公司，由CDH Fund V, L.P.（一家於開曼群島註冊成立的有限合夥）全資擁有。其普通合夥人為CDH V Holdings Company Limited（一家於開曼群島註冊成立的有限責任公司，由China Diamond Holdings V Limited持有80%的權益）。China Diamond Holdings V Limited是一家在英屬維爾京群島註冊成立的有限責任公司，由China Diamond Holdings Company Limited（一家於英屬維爾京群島註冊成立的有限責任公司）全資擁有。因此，CDH Fund V, L.P.、CDH V Holdings Company Limited、China Diamond Holdings V Limited及China Diamond Holdings Company Limited各自被視為於Avengers Limited所持本公司股份中擁有權益。
- (7) Ascendent Silver (Cayman) Limited是一家在開曼群島註冊成立的有限責任公司，由Ascendent Capital Partners II, L.P.全資擁有。Ascendent Capital Partners II, L.P.是一家依照開曼群島法律註冊的獲豁免有限合夥，其普通合夥人為Ascendent Capital Partners II GP, L.P.。Ascendent Capital Partners II GP, L.P.是一家依照開曼群島法律註冊的獲豁免有限合夥，其普通合夥人為Ascendent Capital Partners II GP Limited。Ascendent Capital Partners II GP Limited是一家於開曼群島註冊成立的有限責任公司，由孟亮先生全資擁有。因此，Ascendent Capital Partners II, L.P.、Ascendent Capital Partners II GP, L.P.、Ascendent Capital Partners II GP Limited及孟亮先生各自被視為於Ascendent Silver (Cayman) Limited所持本公司股份中擁有權益。
- (8) Boying Investments Limited為一家於英屬維爾京群島註冊成立的有限責任公司，並由獨立第三方朱偉航先生全資擁有。
- (6) Avengers Limited was a limited liability company incorporated in the Cayman Islands and was wholly owned by CDH Fund V, L.P., a limited partnership registered in the Cayman Islands. Its general partner was CDH V Holdings Company Limited, a limited liability company incorporated in the Cayman Islands which was held by China Diamond Holdings V Limited as to 80%, a limited liability company incorporated in the British Virgin Islands which in turns was wholly owned by China Diamond Holdings Company Limited, a limited liability company incorporated in the British Virgin Islands. As such, each of CDH Fund V, L.P., CDH V Holdings Company Limited, China Diamond Holdings V Limited and China Diamond Holdings Company Limited is deemed to be interested in our Shares held by Avengers Limited.
- (7) Ascendent Silver (Cayman) Limited was a limited liability company incorporated in the Cayman Islands and was wholly owned by Ascendent Capital Partners II, L.P., an exempted limited partnership registered under the laws of the Cayman Islands whose general partner was Ascendent Capital Partners II GP, L.P., an exempted limited partnership registered under the laws of the Cayman Islands whose general partner was Ascendent Capital Partners II GP Limited, a limited liability company incorporated in the Cayman Islands and was wholly owned by Mr. Meng Liang. As such, each of Ascendent Capital Partners II, L.P., Ascendent Capital Partners II GP, L.P., Ascendent Capital Partners II GP Limited and Mr. Meng Liang is deemed to be interested in our Shares held by Ascendent Silver (Cayman) Limited.
- (8) Boying Investments Limited was a limited liability company incorporated in the British Virgin Islands and was wholly owned by Mr. Zhu Weihang, an Independent Third Party.

除上文所披露者外，於2022年6月30日，董事並不知悉任何人士在股份或相關股份中擁有根據《證券及期貨條例》第XV部第2及3分部條文須予披露的權益或淡倉，或將直接或間接持有本公司已發行附有表決權股份5%或以上的權益。

Save as disclosed herein, as at June 30, 2022, the Directors were not aware of any persons who had interests or short positions in Shares or underlying Shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO or, would be, directly or indirectly, interested in 5% or more of the issued voting shares of our Company.

# 企業管治及其他資料

## Corporate Governance and Other Information

### 股份計劃

#### 1. 購股權激勵計劃

下文概述本公司於2018年6月24日採納並於2019年11月13日修訂的購股權激勵計劃的主要條款。購股權激勵計劃的條款不受《上市規則》第17章條文所規限。購股權激勵計劃旨在為合資格的管理層和關鍵僱員提供以績效為驅動、公平且持續的購股權激勵，以留住本公司關鍵人才，使本公司及其僱員與股東的利益保持一致，讓僱員參與本公司的長期發展並分享本公司的價值增長。購股權激勵計劃的參與者必須是已通過試用期的僱員。

##### (a) 購股權的授予及調整

向本公司首席執行官授出購股權應由董事會主席提議，並經董事會批准。向除首席執行官外的任何參與者授出購股權應由本公司的企業執行委員會審議，並經本公司首席執行官批准。

對新聘、晉升或對本公司有特殊貢獻且符合購股權激勵計劃資格的僱員，可經董事會批准後作出補充授予。倘任何參與者不再符合購股權激勵計劃資格，或調職或終止與本公司的僱傭關係或身故，則本公司可根據購股權激勵計劃對該參與者作出調整。對本公司首席執行官作出的調整應由董事會主席提議，並經董事會批准，而對除首席執行官外的任何參與者的調整應由本公司的企業執行委員會審議，並經本公司首席執行官批准。

### Share Plans

#### 1. Option Incentive Plan

The following is a summary of the principal terms of the Option Incentive Plan as adopted by our Company on June 24, 2018 and as amended on November 13, 2019. The terms of the Option Incentive Plan are not subject to the provisions of Chapter 17 of the Listing Rules. The purpose of the Option Incentive Plan is to provide performance-driven, equitable and ongoing option incentives for eligible management and key employees with the view to retaining key talents of our Company, aligning the interests of our Company and its employees and Shareholders, making its employees to attend to long-term development of our Company and to share increased value of our Company. The participants of the Option Incentive Plan shall an employee who has completed his or her probation period.

##### (a) Grant and adjustment of options

Any grant to chief executive officer of our Company shall be proposed by the chairman of the Board and subject to approval of the Board. Any grant to any participants (excluding chief executive officer) shall be considered by the corporate executive committee of our Company and subject to approval of chief executive officer of our Company.

Supplementary grants to the employees who are newly engaged, promoted, or have made special contributions to our Company and eligible under the Option Incentive Plan may be made subject to approval of the Board. In the event that any participant becomes ineligible under the Option Incentive Plan, or is transferred to any other position or terminates his or her employment with our Company, or dies, our Company may make adjustments to such participant pursuant to the Option Incentive Plan. Any adjustments in respect of chief executive officer of our Company shall be proposed by the chairman of the Board and subject to approval of the Board, whilst any adjustments in respect of any participants other than chief executive officer shall be considered by the corporate executive committee of our Company and subject to approval of the chief executive officer of our Company.

**(b) 購股權激勵計劃下的最大股份數目**

購股權激勵計劃項下購股權所涉及的股份須為本公司將予發行的股份。

購股權激勵計劃項下購股權所涉及的最大股份數目不得超過54,778,710股股份，佔於上市日期已發行股份總數的8.08%。

**(c) 行使價及付款**

購股權激勵計劃項下購股權的行使價為2.0462港元(可予調整)。經董事會或其授權代表確認購股權行使申請後，承授人可於按行使價實際支付後行使購股權。

**(d) 購股權的行使及失效**

購股權激勵計劃項下購股權的期限為自授出日期起計八年。於期限內，在滿足行使條件的前提下，參與者有權行使購股權激勵計劃下授予其的購股權或放棄該權利。因參與者的任何原因而於期限內未獲行使的任何購股權，將由董事會於期限屆滿後自動註銷。

**(e) 歸屬時間表**

就初始授予而言，於四年期限內，購股權激勵計劃下所授出購股權的25%將在授出日期的各週年日歸屬。

就2019年作出的補充授予而言，於三年期限內，購股權激勵計劃下所授出購股權的33%、33%及34%將分別在授出日期的各週年日歸屬。

就2020年作出的補充授予而言，於兩年期限內，購股權激勵計劃下所授出購股權的50%及50%將分別在授出日期的各週年日歸屬。

**(b) Maximum number of shares subject to the Option Incentive Plan**

The underlying shares of the options under the Option Incentive Plan shall be the Shares to be issued by our Company.

The maximum number of shares underlying the options under the Option Incentive Plan shall be no more than 54,778,710 Shares, representing 8.08% of the total number of Shares in issue on the Listing Date.

**(c) Exercise price and payment**

The exercise price of options under the Option Incentive Plan shall be HKD2.0462 (subject to adjustment). Upon confirmation by the Board or its authorized representatives on the application of exercising the options, the options shall be exercised upon the actual payment based on the exercise price by the grantees.

**(d) Exercise and lapse of options**

The term of options under the Option Incentive Plan shall be eight years since grant date. Subject to satisfaction of the exercising conditions, participants shall have the right to exercise the options vested to such participant under the Option Incentive Plan or to waive such right during the term. Any options not exercised during the term due to any reason of participants shall be automatically cancelled by the Board upon expiration of the term.

**(e) Vesting schedule**

For initial grants, 25% of options granted under the Option Incentive Plan shall be vested upon each anniversary of grant date during a four-year term.

For supplementary grants during the year of 2019, 33%, 33% and 34% of options granted under the Option Incentive Plan shall be vested upon each anniversary of grant date during a three-year term.

For supplementary grants during the year of 2020, 50% and 50% of options granted under the Option Incentive Plan shall be vested upon each anniversary of grant date during a two-year term.

## 企業管治及其他資料 Corporate Governance and Other Information

作為關鍵非銷售僱員且榮獲本公司年度最佳員工獎的參與者，可在滿足特定歸屬條件的前提下，於授出日期的首個週年日歸屬其獲授予購股權的100%。

購股權激勵計劃下參與者將予歸屬的購股權數目將基於年度績效評估結果決定，倘未達到年度績效目標則不予歸屬任何購股權。

### **(f) 尚未行使的授予**

截至上市日期，本公司根據購股權激勵計劃以零代價向合共130名合資格參與者授出購股權以認購合共54,778,710股股份，佔於上市日期已發行股份總數的8.08%。購股權激勵計劃項下的所有購股權均於2018年12月15日至2021年3月3日（上市日期）期間授出，上市後本公司並無且將不會進一步授出購股權激勵計劃項下的購股權。

Participants who are key non-sales employees and winner of annual Top Staff awards of our Company may vest 100% of options granted to them at the first anniversary of grant date, subject to satisfaction of certain vesting conditions.

The number of options to be vested over participants under the Option Incentive Plan shall be determined based on annual performance evaluation results, and there is no vesting of options if none of annual performance targets is met.

### **(f) Outstanding grants**

As of Listing Date, options to subscribe for an aggregate of 54,778,710 Shares have been granted to a total of 130 eligible participants by our Company at nil consideration under the Option Incentive Plan, representing 8.08% of the total number of Shares in issue on the Listing Date. All the options under the Share Option Incentive Plan were granted between December 15, 2018 and March 3, 2021 (the Listing Date) and the Company did not and will not grant further options under the Option Incentive Plan after the Listing.

## 企業管治及其他資料 Corporate Governance and Other Information

截至2022年6月30日止六個月，根據購股權激勵計劃授出的購股權的變動情況如下：

Movement of the options, which were granted under the Option Incentive Plan, for the six months ended June 30, 2022 is as follows:

### 自截至2022年6月30日止六個月的購股權數目

#### Number of options from the six months ended June 30, 2022

承授人	授出日期	購股權期間	截至2022年1月1日				截至2022年6月30日		行使價 (港元/ 每份購股權) (附註2)	歸屬時間表
			尚未行使 Outstanding as of January 1, 2022	已授出 Granted	已行使 Exercised	已註銷 Cancelled	尚未行使 Outstanding as of June 30, 2022 (Note 1)	行使價 Exercise Price (HKD/ per option) (Note 2)		
Grantee	Date of grant	Option period	Outstanding as of January 1, 2022	Granted	Exercised	Cancelled	Outstanding as of June 30, 2022 (Note 1)	Exercise Price (HKD/ per option) (Note 2)	Vesting Schedule	
<i>董事</i>										
<i>Director</i>										
趙宏先生	自2018年12月15日 及於上市日期前	自授出日期起 計8年	11,256,210	—	—	—	11,256,210	2.0462	自授出日期起 計一至四年	
Mr. ZHAO Hong	Since December 15, 2018 and before the Listing Date	8 years since the date of grant							One year to four years from the date of grant	
<i>本集團的其他僱員</i>										
<i>Other employees of the Group</i>										
本集團的其他僱員	自2018年12月15日 及於上市日期前	自授出日期起 計8年	40,022,500	—	(4,112,000)	(1,256,268)	34,654,232	2.0462	自授出日期起 計一至四年	
Other employees of the Group	Since December 15, 2018 and before the Listing Date	8 years since the date of grant							One year to four years from the date of grant	
合計			51,278,710	—	(4,112,000)	(1,256,268)	45,910,442			
Total										

附註1：不包括已沒收或註銷的購股權

附註2：因股息分配而調整

Note 1: excluding options forfeited or cancelled

Note 2: adjusted due to dividend distribution

### (g) 為購股權激勵計劃設立受託人

本公司正委聘專業受託人，以持有及管理根據購股權激勵計劃將予發行的股份。於設立後，本公司將向受託人發行最多54,778,710股股份。

### (g) Establishment of trustee for the Option Incentive Plan

Our Company is in the process of engaging a professional trustee to hold and manage our Shares to be issued under the Option Incentive Plan. Upon establishment, our Company will issue up to 54,778,710 Share to the trustee.

### 2. 首次公開發售後購股權計劃

首次公開發售後購股權計劃旨在為選定參與者提供機會獲得於本公司的所有人權益，並激勵選定參與者為本公司及其股東的整體利益作出努力，提升本公司及其股份的價值。首次公開發售後購股權計劃將使本公司靈活留任、激勵、獎勵選定參與者並給予酬勞、補償及／或福利。董事會或其代表全權酌情認為已經或將為本集團作出貢獻的任何個人（即本集團任何成員公司或任何聯屬人士的僱員、董事、高級人員、顧問、諮詢人、分銷商、承包商、客戶、供應商、代理、業務合作夥伴、合營企業業務合作夥伴或服務供應商）有權獲提供及獲授購股權。惟倘任何個人，其所處居住地的法律及法規禁止根據首次公開發售後購股權計劃授出、接納或行使購股權，或董事會或其代表認為，為遵守該地的適用法律及法規而排除該有關個人屬必要或合適，則有關人士不合資格獲提供或授予購股權。

#### (a) 最高股份數目

因根據首次公開發售後購股權計劃及任何其他計劃將予授出的全部購股權獲行使而可能發行的股份總數將由股東於採納首次公開發售後購股權計劃後決定，且在任何情況，有關股份總數不得超過67,787,426股股份，佔本報告日期已發行股份的9.94%（「購股權計劃授權上限」）（不包括根據首次公開發售前股份激勵計劃授出的購股權而可能發行的任何股份）。於計算購股權計劃授權上限時，根據首次公開發售後購股權計劃（或本公司任何其他購股權計劃）規則條款已失效的購股權將不予計算。

### 2. Post-IPO Option Plan

The purpose of the Post-IPO Option Plan is to provide selected participants with the opportunity to acquire proprietary interests in our Company and to encourage selected participants to work towards enhancing the value of our Company and its Shares for the benefit of our Company and Shareholders as a whole. The Post-IPO Option Plan will provide our Company with a flexible means of retaining, incentivising, rewarding, remunerating, compensating and/or providing benefits to selected participants. Any individual, being an employee, director, officer, consultant, adviser, distributor, contractor, customer, supplier, agent, business partner, joint venture business partner or service provider of any member of our Group or any affiliate who the Board or its delegate(s) considers, in their sole discretion, to have contributed or will contribute to our Group is entitled to be offered and granted options. However, no individual who is resident in a place where the grant, acceptance or exercise of options pursuant to the Post-IPO Option Plan is not permitted under the laws and regulations of such place or where, in the view of the Board or its delegate(s), compliance with applicable laws and regulations in such place makes it necessary or expedient to exclude such individual, is eligible to be offered or granted options.

#### (a) Maximum number of Shares

The total number of Shares which may be issued upon exercise of all options to be granted under the Post-IPO Option Plan and any other schemes shall be decided by the Shareholders upon adoption of the Post-IPO Option Plan and in no event shall such total number of Shares exceed 67,787,426 Shares, representing 9.94% of the issued Shares as at the date of this report (the "Option Scheme Mandate Limit") (excluding any Shares which may be issued pursuant to the exercise of the options granted under the Pre-IPO Share Incentive Plan). Options which have lapsed in accordance with the terms of the rules of the Post-IPO Option Plan (or any other share option schemes of our Company) shall not be counted for the purpose of calculating the Option Scheme Mandate Limit.

因根據首次公開發售後購股權計劃及本公司任何其他購股權計劃於任何時間已授出惟尚未行使的全部未獲行使購股權獲行使而可能發行(及《上市規則》第17章條文適用)的股份數目整體上限，不得超過我們不時已發行股份的30% (「購股權計劃上限」)。倘根據本公司(或其附屬公司)的任何計劃授出購股權將導致超出購股權計劃上限，則不得授出購股權。

購股權計劃授權上限可通過獲得股東於股東大會事先批准及／或符合按照《上市規則》不時指明的其他要求而隨時更新。然而，更新購股權計劃授權上限不得超出於有關批准當日我們已發行股份的10%。過往根據首次公開發售後購股權計劃及本公司任何其他購股權計劃(及《上市規則》第17章條文適用)授出的購股權(包括根據其條款尚未行使、註銷或失效或已獲行使的購股權)，於計算更新購股權計劃授權上限時，將不予計入。

本公司亦可授出超出購股權計劃授權上限的購股權，惟限授予指明合資格選定參與者，並須先經股東於股東大會批准。

The overall limit on the number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Post-IPO Option Plan and any other share option schemes of our Company at any time (and to which the provisions of Chapter 17 of the Listing Rules are applicable) must not exceed 30% of our Shares in issue from time to time (the “**Option Scheme Limit**”). No options may be granted under any schemes of our Company (or its subsidiaries) if this will result in the Option Scheme Limit being exceeded.

The Option Scheme Mandate Limit may be refreshed at any time by obtaining prior approval of our Shareholders in general meeting and/or such other requirements prescribed under the Listing Rules from time to time. However, the refreshed Option Scheme Mandate Limit cannot exceed 10% of our Shares in issue as at the date of such approval. Options previously granted under the Post-IPO Option Plan and any other share option schemes of our Company (and to which provisions of Chapter 17 of the Listing Rules are applicable) (including those outstanding, cancelled or lapsed in accordance with its terms or exercised), shall not be counted for the purpose of calculating the refreshed Option Scheme Mandate Limit.

Our Company may also grant options in excess of the Option Scheme Mandate Limit, provided such grant is to specifically identified selected participant and is first approved by Shareholders in general meeting.

**(b) 承授人獲授的最高數目**

除非經股東批准，否則因根據首次公開發售後購股權計劃及本公司任何其他購股權計劃授出及將予授出的購股權（包括已獲行使及尚未行使的購股權）於任何12個月期間內獲行使而已向及將向各選定參與者發行的股份總數，不得超出已發行股份總數的1%（「個別限額」）。倘向選定參與者進一步授出購股權將導致已向及將向該選定參與者授出的所有購股權（包括已獲行使、已註銷及尚未行使的購股權）於直至進一步授出當日（包括該日）止12個月期間內獲行使而發行及將予發行的股份總數超出個別限額，則須經股東另行批准，而該選定參與者及其聯繫人須放棄投票。根據《上市規則》第17.03(9)條，將向有關參與者授出的購股權的數量及條款（包括行使價）須於股東批准之前確定，及建議進一步授出購股權的董事會會議的日期應被視作用於計算行使價的日期。

**(c) 行使購股權的時間**

於滿足購股權授出條款及條件後，承授人以董事會不時確定的形式向本公司發出書面通知（聲明購股權已獲行使及獲行使的股份數量），可全部或部分行使購股權。

**(b) Maximum entitlement of a grantee**

Unless approved by our Shareholders, the total number of Shares issued and to be issued upon exercise of the options granted and to be granted under the Post-IPO Option Plan and any other share option scheme(s) of our Company to each selected participant (including both exercised and outstanding options) in any 12-month period shall not exceed 1% of the total number of Shares in issue (the "Individual Limit"). Any further grant of options to a selected participant which would result in the aggregate number of Shares issued and to be issued upon exercise of all options granted and to be granted to such selected participant (including exercised, cancelled and outstanding options) in the 12 month period up to and including the date of such further grant exceeding the Individual Limit shall be subject to separate approval of our Shareholders (with such selected participant and his associates abstaining from voting). The number and terms (including the exercise price) of options to be granted to such participant must be fixed before Shareholders' approval and the date of Board meeting for proposing such further grant should be taken as the date for the purpose of calculating the exercise price pursuant to LR17.03(9).

**(c) Time of exercise of an option**

An option may, subject to the terms and conditions upon which such option is granted, be exercised in whole or in part by the grantee giving notice in writing to our Company in such form as the Board may from time to time determine stating that the option is thereby exercised and the number of Shares in respect of which it is exercised.



**(d) 申請或接納購股權時的應付款項**

當要約信(當中包括經由承授人妥為簽署,並清楚列出接納要約所涉及的股份數目的接納要約函件)的複印本,連同以本公司為受款人及作為購股權授出之代價的1.00港元,須由本公司於要約函件送至承授人之日起20個工作日內收訖,該項要約將被視作已獲接納及要約所涉及之購股權亦將會被視作已獲授出及已經生效。

**(e) 認購價**

於行使購股權時,認購購股權項下每股份應付金額(「認購價」)由董事會釐定,惟不得低於下列各項中最高者:

- (i) 於授出日期聯交所發出的每日報價表所示股份收市價;
- (ii) 股份於緊接授出日期前五個營業日聯交所發出的每日報價表所示平均收市價;及
- (iii) 股份於授出日期的面值。

**(f) 期限**

首次公開發售後購股權計劃自上市日期起計十年期間內有效及具有效力(此後不得根據首次公開發售後購股權計劃提呈或授出其他購股權),惟在行使首次公開發售後購股權計劃屆滿前所授出的任何購股權或根據首次公開發售後購股權計劃規則的規定在其他情況下行使購股權所必需的限度內,首次公開發售後購股權計劃的條文在所有其他方面仍具有十足效力及作用。

**(d) Amount payable on application or acceptance of the option**

An offer shall be deemed to have been accepted and the option to which the offer relates shall be deemed to have been granted and to have taken effect when the duplicate of the offer letter comprising acceptance of the offer duly signed by the grantee with the number of Shares in respect of which the offer is accepted clearly stated therein, together with a remittance in favour of our Company of HKD1.00 by way of consideration for the grant thereof, which must be received by our Company within 20 business days from the date on which the offer letter is delivered to the grantee.

**(e) Subscription price**

The amount payable for each Share to be subscribed for under an option (“Subscription Price”) in the event of the option being exercised shall be determined by the Board but shall be not less than the greater of:

- (i) the closing price of a Share as stated in the daily quotations sheet issued by the Stock Exchange on the date of grant;
- (ii) the average closing price of our Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the date of grant; and
- (iii) the nominal value of a Share on the date of grant.

**(f) Duration**

The Post-IPO Option Plan shall be valid and effective for the period of ten years commencing on the Listing Date (after which, no further options shall be offered or granted under the Post-IPO Option Plan), but in all other respects the provisions of the Post-IPO Option Plan shall remain in full force and effect to the extent necessary to give effect to the exercise of any options granted prior thereto or otherwise as may be required in accordance with the provisions of the rules of the Post-IPO Option Plan.

## 企業管治及其他資料 Corporate Governance and Other Information

截至2022年6月30日止六個月，  
根據首次公開發售後購股權計劃  
授出的購股權的變動情況如下：

Movement of the options, which were granted under the POST-IPO  
Option Plan, for the six months ended June 30, 2022 is as follows:

截至2022年6月30日止六個月的購股權數目										
Number of options for the six months ended June 30, 2022										
承授人	授出日期	購股權期間	緊接授出前的		已授出	已獲行使	已失效	截至2022年		歸屬 時間表
			截至2022年 1月1日 尚未行使	收市價 (港元/每份 購股權)				6月30日 尚未行使 (附註1)	行使價 (港元/ 每份購股權)	
Grantee	Date of grant	Option period	Closing price		Granted	Exercised	Lapsed	Outstanding		Vesting Schedule
			Outstanding as of January 1, 2022	immediately prior to grant (HKD/ per option)				as of June 30, 2022 (Note 1)	Exercise Price (HKD/ per option)	
<i>董事</i>										
<i>Director</i>										
趙宏先生	2022年4月19日	自授出日期起 計10年	—	7.86	4,000,000	—	—	4,000,000	7.892	自授出日期起 計兩年
Mr. ZHAO Hong	April 19, 2022	10 years since the date of grant								Two years from the date of grant
<i>本集團其他僱員</i>										
<i>Other employees of the Group</i>										
	2021年11月9日	自授出日期起 計10年	3,657,500	10.00	—	—	(244,400)	3,413,100	10.18	自授出日期起 計22個月
	November 9, 2021	10 years since the date of grant								22 months from the date of grant
	2021年12月1日	自授出日期起 計10年	77,600	9.07	—	—	(12,400)	65,200	9.29	自授出日期起 計兩年
	December 1, 2021	10 years since the date of grant								Two years from the date of grant
	2022年1月31日	自授出日期起 計10年	—	8.25	143,600	—	(40,000)	103,600	8.40	自授出日期起 計兩年
	January 31, 2022	10 years since the date of grant								Two years from the date of grant
	2022年4月19日	自授出日期起 計10年	—	7.86	14,046,200	—	(590,000)	13,456,200	7.892	自授出日期起 計兩年
	April 19, 2022	10 years since the date of grant								Two years from the date of grant
合計			3,745,100		18,189,800	—	(896,800)	21,038,100		
<b>Total</b>										

截至2022年6月30日止六個月，根據首次公開發售後購股權計劃授出的購股權的公允價值乃按有關假設使用二項式期權定價模型於每個授出日期作出估計，包括行使價介乎7.89港元至8.40港元，購股權期限為10年，無風險利率介乎1.94%至3.02%，相關股份的預期價格波動介乎47.93%至48.71%。於向本集團董事及其他僱員於報告期間授出購股權的授出日期每份購股權的公允價值分別為3.60港元及介乎3.43港元至3.82港元。

此外，本集團估計仍然受聘於本集團的承授人的預期百分比，或(如適用)在歸屬期末是否將滿足歸屬表現條件。本集團僅會確認預期於承授人可無條件享有該等股份獎勵的歸屬期內歸屬的該等購股權的開支。

該等估計及假設的變動可能會對購股權公允價值及預期將歸屬的有關股份獎勵金額的釐定產生重大影響，進而可能對股份酬金開支的釐定產生重大影響。

### 3. 首次公開發售後受限制股份單位計劃

股東於2021年1月22日批准及採納首次公開發售後受限制股份單位計劃。鑒於首次公開發售後受限制股份單位計劃將不涉及授出購股權，故其條款不受《上市規則》第17章條文規限。與根據首次公開發售後受限制股份單位計劃將予授出的獎勵相關的股份總數應為6,689,963股股份。在不影響前述規定的情況下，任何財政年度首次公開發售後受限制股份單位計劃項下可授出的獎勵相關股份總數將不超過截至該財政年度初已發行股份的百分之三(3%)。

於2021年2月10日，本公司向作為信託受託人的Maples Trustee Services (Cayman) Limited發行及配發合共6,689,963股股份，目的是最終由SCLN ESOP Management Limited持有該數目的股份。於2021年2月11日，該數目的股份獲分配予SCLN ESOP Management Limited以根據首次公開發售後受限制股份單位計劃以信託形式為及代表承授人(將於上市後確定)持有股份。本公司已向聯交所申請批准SCLN ESOP Management Limited所持該等數目的股份上市及買賣。

During the six months ended June 30, 2022, the fair value of options granted under the Post-IPO Option Plan were estimated on the date of each grant using the binomial option pricing model with the assumptions including the exercise price ranging from HKD7.89 to HK8.40, option life of 10 years, risk-free interest rate ranging from 1.94%-3.02%, and expected price volatility of the underlying shares ranging from 47.93% to 48.71%. The fair value per option at grant date of the options granted to Directors and other employees of the Group during the Reporting Period are HKD3.60 and ranges from HKD3.43 to HKD3.82, respectively.

In addition, the Group estimates the expected percentage of grantees that will remain in employment with the Group or, where applicable, if the performance conditions for vesting will be met at the end of the vesting period. The Group only recognizes an expense for those share options expected to vest over the vesting period during which the grantees become unconditionally entitled to these share-based awards.

Changes in these estimates and assumptions could have a material effect on the determination of the fair value of the share options and the amount of such share-based awards expected to become vested, which may in turn significantly impact the determination of the share-based compensation expenses.

### 3. Post-IPO RSU Plan

The Post-IPO RSU Plan was approved and adopted by the Shareholders on January 22, 2021. The terms of the Post-IPO RSU Plan are not subject to the provisions of Chapter 17 of the Listing Rules as the Post-IPO RSU Plan will not involve the grant of options. The total number of Shares underlying the awards to be granted under the Post-IPO RSU Plan shall be 6,689,963 Shares. Without prejudice to the foregoing, the total number of Shares underlying the awards to be granted under the Post-IPO RSU Plan in any financial year will not exceed three per cent (3%) of the issued Shares as at the beginning of that financial year.

On February 10, 2021, the Company issued and allotted an aggregate of 6,689,963 Shares to Maples Trustee Services (Cayman) Limited as trustee of a trust with the intent that such number of Shares would ultimately be held by SCLN ESOP Management Limited. On February 11, 2021, such number of Shares were directed to SCLN ESOP Management Limited for the purpose of holding Shares under the Post-IPO RSU Plan on trust for and on behalf of grantees to be determined after the Listing. Application has been made to the Stock Exchange for the listing of and permission to deal in such number of Shares held by SCLN ESOP Management Limited.

## 企業管治及其他資料

### Corporate Governance and Other Information

首次公開發售後受限制股份單位計劃旨在讓本集團董事、高級人員，以及其他關鍵貢獻者及僱員能夠分享本公司的成功，從而確保其利益與本集團的利益更緊密結合，並激勵其為本集團利益而努力。

截至2022年6月30日止六個月，根據首次公開發售後購股權計劃授出的購股權的公允價值，乃結合下表所列假設(或其範圍)使用二項式期權定價模型於每個授出日期估計：

#### (a) 受限制股份單位

獎勵是指向承授人(「承授人」)授出受限制股份單位(「受限制股份單位」)。各受限制股份單位有權於歸屬後收取一股股份(或會因本公司股本變動而根據首次公開發售後受限制股份單位計劃條款作出任何調整)。根據首次公開發售後受限制股份單位計劃授出的尚未行使的受限制股份單位獎勵(「獎勵」)所涉股份數目於任何時候不得超過根據首次公開發售後受限制股份單位計劃仍可供分派的受限制股份單位總數。向一名承授人授出一份獎勵應以獎勵協議作文件證明且受獎勵協議(「獎勵協議」)所規限，由董事會釐定的獎勵條款及條件應於獎勵協議中載明。

#### (b) 授出獎勵

董事會在授出時須說明日期及／或歸屬或根據獎勵授出的受限制股份單位歸屬的任何其他條款及條件(可能包括持續受聘(或其他服務關係)、達到預先設定的績效目標及目的及／或董事會全權及絕對酌情認為合適的其他條件)。

The purpose of the Post-IPO RSU Plan is to enable the directors, officers, and other key contributors and employees of our Group to share the success of our Company, in order to ensure a closer identification of the interests of such persons with those of our Group and stimulate the efforts of such persons on the Group's behalf.

During the six months ended 30 June 2022, the fair value of options granted under the Post-IPO Option Plan were estimated on the date of each grant using the binomial option pricing model with the assumptions (or ranges thereof) in the following table:

#### (a) Restricted Share Unit

An Award represents a grant of restricted share unit ("Restricted Share Unit", each a "RSU" or collectively "RSUs") to the grantees (the "Grantees"). Each RSU shall represent the right to receive one Share (subject to any adjustment in accordance with the terms of the Post-IPO RSU Plan due to changes of share capital of our Company) upon vesting. The number of Shares that are subject to outstanding awards of RSUs granted under the Post-IPO RSU Plan (the "Awards" and each of them, an Award) at any time shall not exceed the aggregate number of RSUs that then remain available for distribution under the Post-IPO RSU Plan. The grant of an Award to a Grantee shall be documented by and subject to an award agreement (the "Award Agreement"), in which the terms and conditions of the Award determined by the Board shall be set out.

#### (b) Grant of Award

At the time of grant, the Board shall specify the date or dates and/or any vesting or any other terms and conditions (which may include continuing employment or other service relationship, achievement of pre-established performance goals and objectives and/or such other conditions that the Board deems appropriate in its sole and absolute discretion) on which RSUs under an Award shall become vested.

為接收其受限制股份單位所涉及的股份，承授人須：(i)在其授出的整個歸屬期內連續不間斷地成為本集團任何成員公司的僱員；及(ii)遵守董事會所確定的任何其他額外責任(「持續僱傭條件」)。倘承授人在其授出的任何歸屬期內的任何時間不再符合持續僱傭條件，則彼將在無事先通知或考慮的情況下自動喪失其受限制股份單位。

倘任何受限制股份單位於根據獎勵協議的條款及條件歸屬前遭沒收，則該受限制股份單位將即時遭沒收及無進一步效力或作用，且將不會就此向承授人作出任何付款。

### (c) 歸屬

在首次公開發售後受限制股份單位計劃條款及適用於各項獎勵的具體條款及條件的規限下，授出的受限制股份單位須受歸屬時間表限制，並須履行相關責任及／或滿足董事會全權酌情確定的其他條件(倘有)。倘未滿足相關條件，受限制股份單位可經董事會全權酌情決定，於相關條件未獲滿足之日自動失效。

截至2022年6月30日，本公司已向本集團董事及僱員授出尚未行使的受限制股份單位(為2,340,500股股份)，佔本公司截至2022年6月30日已發行股份總數約0.34%。

To receive Shares underlying their RSUs, Grantees must: (i) have been an employee of any member of our Group on a continuous and uninterrupted basis throughout the vesting periods of their Grant, and (ii) comply with any other additional obligations determined by the Board (the “**Continued Employment Condition**”). If the Grantee ceases to meet the Continued Employment Condition at any time during any of the vesting periods of their Grant, he or she will automatically and without prior notice or consideration forfeit his or her RSUs.

If any RSU is forfeited prior to vesting in accordance with the terms and conditions of the Award Agreement, then such RSU shall be forfeited with immediate effect and of no further force or effect, and no payment shall be made to the Grantee in respect thereof.

### (c) Vesting

Subject to the terms of the Post-IPO RSU Plan and the specific terms and conditions applicable to each Award, the RSUs granted shall be subject to vesting schedule and to the satisfaction of performance and/or other conditions to be determined by the Board (if any) in its absolute discretion. If such conditions are not satisfied, the RSU shall automatically lapse on the date on which such conditions are not satisfied, as determined by the Board in its absolute discretion.

As of June 30, 2022, the Company had granted to Directors and employees of the Group outstanding RSUs representing 2,340,500 Shares, accounting for approximately 0.34% of the total issued Shares of the Company as of June 30, 2022.

## 企業管治及其他資料 Corporate Governance and Other Information

截至2022年6月30日止六個月，根據首次公開發售後受限制股份單位計劃授出的受限制股份單位的變動情況如下：

Movement of the RSUs, which were granted under the Post-IPO RSU Plan, for the six months ended June 30, 2022 is as follows:

截至2022年6月30日止六個月受限制股份單位的數目  
Number of RSUs from the six months ended June 30, 2022

承授人	授出日期	截至2022年 1月1日 尚未行使 Outstanding as of January 1, 2022	已授出 Granted	已獲行使 Exercised	已註銷 Cancelled	截至2022年 6月30日 尚未行使 (附註1) Outstanding as of June 30, 2022 (Note 1)	歸屬時間 Vesting Schedule
<i>董事</i>							
<i>Director</i>							
趙宏先生	2022年4月19日	—	600,000	—	—	600,000	自授出日期起 計兩年
Mr. ZHAO Hong	April 19, 2022						Two years from the date of grant
<i>本集團其他僱員</i>							
<i>Other employees of the Group</i>							
本集團其他僱員	2022年4月19日	—	1,808,500	—	(68,000)	1,740,500	自授出日期起 計兩年
Other employees of the Group	April 19, 2022						Two years from the date of grant
合計		—	2,408,500	—	(68,000)	2,340,500	
<b>Total</b>							

### 購買股份或債權證之安排

除本中期報告另有披露者外，本公司或其任何附屬公司於截至2022年6月30日止期間任何時間概無訂立任何安排，使董事可以購買本公司或任何其他法人團體的股份或債權證的方式購買權益，亦無董事或任何彼等的配偶或18歲以下子女獲授任何權利以認購本公司或任何其他法人團體的股本或債務證券或行使任何相關權利。

### 股本掛鉤協議

除受限制股份單位計劃外，截至2022年6月30日止期間，本公司概無訂立任何股本掛鉤協議。

### Arrangements to Purchase Shares or Debentures

Save as otherwise disclosed in this interim report, at no time during the period ended June 30, 2022 was the Company or any of its subsidiaries a party to any arrangement that would enable the Directors to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors or any of their spouses or children under the age of 18 were granted any right to subscribe for the equity or debt securities of the Company or any other body corporate or had exercised any such right.

### Equity-linked Agreements

Other than the RSU Plan, during the period ended June 30, 2022, the Company has not entered into any equity-linked agreement.

## 優先購買權

組織章程細則或開曼群島法律並無規定本公司須按比例向現有股東發售新股份的優先購買權條文。

## 發行債權證

截至2022年6月30日止期間，本公司並無發行任何債權證。

## 捐款

截至2022年6月30日止期間，本公司作出合共人民幣1.9百萬元的慈善及其他捐款。

## 重大法律訴訟

截至2022年6月30日止期間，本公司並無牽涉任何重大訴訟或仲裁，且據董事所知並無針對本公司提出或威脅提出的任何重大訴訟或申索。

## 遵守法律法規

本集團已採納內部控制及風險管理政策，以對持續遵守相關法律法規的情況加以監控。據董事會所知，本集團在各方面均已遵守對本公司及其附屬公司的業務及營運產生重大影響的相關法律法規。

## 足夠公眾持股量

根據本公司可公開資料及據董事會所知，於本中期報告日期，本公司根據《上市規則》的規定保持足夠公眾持股量。

## 核數師

截至2022年6月30日止期間，本集團簡明合併財務報表已經羅兵咸永道會計師事務所審閱。

承董事會命

賽生藥業控股有限公司

趙宏

執行董事、首席執行官兼總裁

香港，2022年8月19日

## Pre-emptive Rights

There is no provision for pre-emptive rights under the Articles of Association or the laws of the Cayman Islands that would oblige the Company to offer new shares on a pro rata basis to existing Shareholders.

## Issuance of Debentures

During the period ended June 30, 2022, no issuance of debentures was made by the Company.

## Donations

During the period ended June 30, 2022, the Company made charitable and other donations in a total amount of RMB1.9 million.

## Significant Legal Proceedings

During the period ended June 30, 2022, the Company was not engaged in any litigation or arbitration of material importance and no litigation or claim of material importance is known to the directors to be pending or threatening against the Company.

## Compliance with Laws and Regulations

Our Group has adopted internal control and risk management policies to monitor the on-going compliance with relevant laws and regulations. As far as the Board is concerned, our Group has complied with the relevant laws and regulations that have a significant impact on the business and operation of the Company and its subsidiaries in all aspects.

## Sufficiency of Public Float

According to information that is publicly available to the Company and within the knowledge of the Board, as at the date of this interim report, the Company has maintained a sufficient public float as required under the Listing Rules.

## Auditor

The condensed consolidated financial statements of the Group for the period ended June 30, 2022 have been reviewed by PricewaterhouseCoopers.

For and on behalf of the Board

**SciClone Pharmaceuticals (Holdings) Limited**

**ZHAO Hong**

*Executive Director, Chief Executive Officer and President*

Hong Kong, August 19, 2022

# 簡明合併財務報表審閱報告

## Report on Review of Condensed Consolidated Financial Statements



羅兵咸永道

### 中期財務資料的審閱報告

致賽生藥業控股有限公司董事會  
(於開曼群島註冊成立的有限公司)

#### 引言

我們已審閱列載於第56至112頁的中期財務資料，此中期財務資料包括賽生藥業控股有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)於2022年6月30日的中期簡明綜合資產負債表與截至該日止六個月期間的中期簡明綜合全面收益表、中期簡明綜合權益變動表和中期簡明綜合現金流量表，以及附註，包括主要會計政策和其他解釋信息。香港聯合交易所有限公司證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及國際會計準則第34號「中期財務報告」。貴公司董事須負責根據國際會計準則第34號「中期財務報告」擬備及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論，並僅按照我們協定的業務約定條款向閣下(作為整體)報告我們的結論，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

#### 審閱範圍

我們已根據國際審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據《國際審計準則》進行審計的範圍為小，故不能令我們可保證我們將知悉在審計中可能被發現的所有重大事項。因此，我們不會發表審計意見。

### Report on Review of Interim Financial Information

To the Board of Directors of SciClone Pharmaceuticals (Holdings) Limited  
(incorporated in the Cayman Islands with limited liability)

#### Introduction

We have reviewed the interim financial information set out on pages 56 to 112, which comprises the interim condensed consolidated balance sheet of SciClone Pharmaceuticals (Holdings) Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2022 and the interim condensed consolidated statement of comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the six-month period then ended, and notes, comprising significant accounting policies and other explanatory 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”. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

#### Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. 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 International 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.

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# 簡明合併財務報表審閱報告

## Report on Review of Condensed Consolidated Financial Statements

### 結論

按照我們的審閱，我們並無發現任何事項，令我們相信貴集團的中期財務資料未有在各重大方面根據國際會計準則第34號「中期財務報告」擬備。

羅兵咸永道會計師事務所

執業會計師

香港，2022年8月19日

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with International Accounting Standard 34 "Interim Financial Reporting".

**PricewaterhouseCoopers**

*Certified Public Accountants*

Hong Kong, 19 August 2022

## 簡明合併全面收益表

# Condensed Consolidated Statements of Comprehensive Income

截至2022年6月30日止六個月

For the Six Months Ended 30 June 2022

		截至6月30日止六個月		
		Six months ended 30 June		
		2022年	2021年	
		2022	2021	
		人民幣千元	人民幣千元	
		RMB'000	RMB'000	
		(未經審核)	(未經審核)	
		(Unaudited)	(Unaudited)	
		附註		
		Note		
收入	Revenue	6, 7	1,475,072	1,331,316
收入成本	Cost of revenue	11	(340,941)	(285,377)
<b>毛利</b>	<b>Gross profit</b>		<b>1,134,131</b>	1,045,939
銷售及營銷開支	Sales and marketing expenses	11	(279,538)	(251,281)
行政開支	Administrative expenses	11	(95,266)	(88,187)
研發開支	Research and development ("R&D") expenses	11	(50,034)	(39,507)
其他收入	Other income	8	7,322	38,136
其他開支	Other expenses	8, 11	—	(16,478)
其他(虧損)/收益 — 淨額	Other (losses)/gains — net	9	(129,432)	9,852
<b>經營利潤</b>	<b>Operating profit</b>		<b>587,183</b>	698,474
融資收入	Finance income	10	7,985	3,136
融資成本	Finance costs	10	(16,714)	(22,310)
融資成本淨額	Finance costs, net		(8,729)	(19,174)
<b>所得稅前利潤</b>	<b>Profit before income tax</b>		<b>578,454</b>	679,300
所得稅開支	Income tax expense	12	(46,256)	(56,599)
<b>本公司擁有人應佔期內利潤</b>	<b>Profit for the period attributable to owners of the Company</b>		<b>532,198</b>	622,701

# 簡明合併全面收益表

## Condensed Consolidated Statements of Comprehensive Income

截至2022年6月30日止六個月  
For the Six Months Ended 30 June 2022

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
附註		RMB'000	RMB'000
Note		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
<b>其他全面收益</b>	<b>Other comprehensive income</b>		
不會重新分類至損益的項目	Items that will not be reclassified to profit or loss		
以公允價值計量且其變動計入其他全面收益的股本投資的公允價值變動	Changes in the fair value of equity investments at fair value through other comprehensive income ("FVOCI")	24	4,331
本公司貨幣換算差額	Currency translation differences of the Company	451,655	(37,856)
之後可能重新分類至損益的項目	Items that may be subsequently reclassified to profit or loss		
本公司附屬公司貨幣換算差額	Currency translation differences of the Company's subsidiaries	(329,910)	39,711
<b>期內全面收益總額</b>	<b>Total comprehensive income for the period</b>	<b>460,466</b>	<b>628,887</b>
<b>以下人士應佔全面收益總額：</b>	<b>Total comprehensive income attributable to:</b>		
本公司擁有人	Owners of the Company	460,466	628,887
<b>本公司擁有人應佔每股盈利（人民幣元）</b>	<b>Earnings per share attributable to owners of the Company (RMB)</b>		
每股基本盈利	Basic earnings per share	0.79	0.99
每股攤薄盈利	Diluted earnings per share	0.75	0.92

第64至第112頁的附註為本中期財務資料的組成部分。

The notes on page 64 to page 112 form an integral part of this interim financial information.

# 簡明合併資產負債表

## Condensed Consolidated Balance Sheets

於2022年6月30日

As at 30 June 2022

			於6月30日 2022年 As at 30 June 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 2021年 As at 31 December 2021 人民幣千元 RMB'000
	附註 Note			
<b>資產</b>		<b>Assets</b>		
<b>非流動資產</b>		<b>Non-current assets</b>		
使用權資產	15	Right-of-use assets	26,194	21,983
物業、廠房及設備	16	Property, plant and equipment	8,109	7,895
無形資產	17	Intangible assets	548,700	606,095
以公允價值計量且其變動計入 當期損益的金融資產	23, 24	Financial assets at fair value through profit or loss ("FVPL")	19,429	91,524
以公允價值計量且其變動計入 其他全面收益的金融資產	23, 24	Financial assets at FVOCI	147,204	329,449
遞延稅項資產		Deferred tax assets	3,055	1,520
其他資產	18, 23	Other assets	5,264	5,156
			<b>757,955</b>	1,063,622
<b>流動資產</b>		<b>Current assets</b>		
存貨	19	Inventories	149,876	174,660
貿易應收款項	20, 23	Trade receivables	806,006	546,512
其他流動資產	21	Other current assets	1,183,909	90,212
以公允價值計量且其變動計入 當期損益的金融資產	23, 24	Financial assets at FVPL	119,626	60,188
現金及現金等價物	22, 23	Cash and cash equivalents	1,312,720	2,127,488
			<b>3,572,137</b>	2,999,060
<b>資產總值</b>		<b>Total assets</b>	<b>4,330,092</b>	4,062,682

# 簡明合併資產負債表

## Condensed Consolidated Balance Sheets

於2022年6月30日

As at 30 June 2022

			於6月30日 2022年 As at 30 June 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 2021年 As at 31 December 2021 人民幣千元 RMB'000
<b>權益及負債</b>	<b>Equity and liabilities</b>			
<b>負債</b>	<b>Liabilities</b>			
<b>非流動負債</b>	<b>Non-current liabilities</b>			
借款	Borrowings	27	802,289	762,160
遞延稅項負債	Deferred tax liabilities		17,312	14,981
租賃負債	Lease liabilities	23, 26	12,846	11,175
其他非流動負債	Other non-current liabilities		197	188
			<b>832,644</b>	788,504
<b>流動負債</b>	<b>Current liabilities</b>			
貿易及其他應付款項	Trade and other payables	25	471,702	537,802
租賃負債	Lease liabilities	23, 26	14,092	11,391
借款	Borrowings	27	402,684	382,542
即期稅項負債	Current tax liabilities		24,375	25,035
			<b>912,853</b>	956,770
<b>負債總額</b>	<b>Total liabilities</b>		<b>1,745,497</b>	1,745,274
<b>資產淨值</b>	<b>Net assets</b>		<b>2,584,595</b>	2,317,408
<b>本公司擁有人應佔權益</b>	<b>Equity attributable to owners of the Company</b>			
股本	Share capital	28	232	232
股份溢價	Share premium	28	1,716,909	1,727,026
其他權益	Other equity	29	(3)	(3)
其他儲備	Other reserves	30	249,410	299,759
保留盈利	Retained earnings		618,047	290,394
<b>權益總額</b>	<b>Total equity</b>		<b>2,584,595</b>	2,317,408

第64至第112頁的附註為本中期財務資料的組成部分。

The notes on page 64 to page 112 form an integral part of this interim financial information.

# 簡明合併權益變動表

## Condensed Consolidated Statements of Changes in Equity

截至2022年6月30日止六個月

For the Six Months Ended 30 June 2022

		本公司擁有人應佔					合計
		Attributable to owners of the Company					
		股本	股份溢價	其他權益	其他儲備	保留盈利	
		Share capital	Share Premium	Other equity	Other reserves	Retained earnings	Total
		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
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
(未經審核)	(Unaudited)						
於2022年1月1日的結餘	Balance at 1 January 2022	232	1,727,026	(3)	299,759	290,394	2,317,408
全面收益	Comprehensive income						
期內利潤	Profit for the period	—	—	—	—	532,198	532,198
以公允價值計量且其變動計入 其他全面收益的股權投資的 公允價值變動	Changes in the fair value of equity investments at FVOCI	—	—	—	(193,477)	—	(193,477)
		24					
外幣匯兌	Foreign currency translation	—	—	—	121,745	—	121,745
		30					
全面收益總額	Total comprehensive income	—	—	—	(71,732)	532,198	460,466
與本集團股權持有人的交易	Transactions with equity holders of the Group						
股份酬金開支	Share based compensation expenses	—	—	—	21,383	—	21,383
向僱員股份計劃信託發行普通股	Issuance of ordinary shares to employee share scheme trusts	28, 29	1	(1)	—	—	—
購回和註銷普通股	Repurchase and cancellation of ordinary shares	28, 29	(1)	(19,503)	—	—	(19,504)
行使購股權	Exercise of share options	28, 29	—	9,386	1	—	9,387
股息	Dividends	14	—	—	—	(204,545)	(204,545)
與本集團股權持有人的 交易總額	Total transactions with equity holders of the Group	—	(10,117)	—	21,383	(204,545)	(193,279)
於2022年6月30日的結餘	Balance at 30 June 2022	232	1,716,909	(3)	249,410	618,047	2,584,595

# 簡明合併權益變動表

## Condensed Consolidated Statements of Changes in Equity

截至2022年6月30日止六個月  
For the Six Months Ended 30 June 2022

		本公司擁有人應佔					
		Attributable to owners of the Company					
		股本	股份溢價	其他儲備	保留盈利	合計	
		Share	Share	Other	Retained	Total	
		capital	Premium	reserves	earnings		
		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	
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
附註							
Note							
(未經審核)	<b>(Unaudited)</b>						
於2021年1月1日的結餘	<b>Balance at 1 January 2021</b>	192	—	162,673	148,997	311,862	
<b>全面收益</b>	<b>Comprehensive income</b>						
期內利潤	Profit for the period	—	—	—	622,701	622,701	
以公允價值計量且其變動計入 其他全面收益的股權投資的 公允價值變動	Changes in the fair value of equity investments at FVOCI	24	—	4,331	—	4,331	
外幣匯兌	Foreign currency translation	30	—	1,855	—	1,855	
<b>全面收益總額</b>	<b>Total comprehensive income</b>	—	—	6,186	622,701	628,887	
<b>與本集團股權持有人的交易</b>	<b>Transactions with equity holders of the Group</b>						
發行普通股	Issuance of ordinary shares	28	37	1,727,026	—	1,727,063	
股份酬金開支	Share based compensation expenses		—	37,716	—	37,716	
股息	Dividends	14	—	(4,822)	(771,698)	(776,520)	
<b>與本集團股權持有人的 交易總額</b>	<b>Total transactions with equity holders of the Group</b>	37	1,727,026	32,894	(771,698)	988,259	
於2021年6月30日的結餘	<b>Balance at 30 June 2021</b>	229	1,727,026	201,753	—	1,929,008	

# 簡明合併現金流量表

## Condensed Consolidated Statements of Cash Flows

截至2022年6月30日止六個月

For the Six Months Ended 30 June 2022

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
附註		RMB'000	RMB'000
Note		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
<b>經營活動所得現金流量</b>	<b>Cash flows from operating activities</b>		
經營所得現金	Cash generated from operations	581,325	380,902
已收利息	Interest received	5,403	3,136
已付利息	Interest paid	(16,714)	(29,980)
已付所得稅	Income tax paid	(46,120)	(45,716)
<b>經營活動所得現金淨額</b>	<b>Net cash generated from operating activities</b>	<b>523,894</b>	<b>308,342</b>
<b>投資活動所得現金淨額</b>	<b>Cash flows from investing activities</b>		
就物業、廠房及設備支付的款項	Payments for property, plant and equipment	(740)	(1,228)
就軟件的款項	Payments for software	(104)	(2,455)
就授權的款項	Payments for licenses	—	(168,608)
收購以公允價值計量且其變動計入當期損益的金融資產	Acquisition of financial assets at FVPL	(362,588)	(455,000)
收購定期存款	Acquisition of time deposits	(1,690,943)	—
出售以公允價值計量且其變動計入當期損益的金融資產所得款項	Proceeds from disposal of financial assets at FVPL	303,374	354,000
出售定期存款所得款項	Proceeds from disposal of time deposits	613,103	—
債務投資到期所得款項	Proceeds from maturity of debt investment	6,359	—
受限制現金減少	Decrease in restricted cash	—	162,148
<b>投資活動所用現金淨額</b>	<b>Net cash used in investing activities</b>	<b>(1,131,539)</b>	<b>(111,143)</b>



# 簡明合併現金流量表

## Condensed Consolidated Statements of Cash Flows

截至2022年6月30日止六個月  
For the Six Months Ended 30 June 2022

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
附註		RMB'000	RMB'000
Note		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
<b>融資活動所得現金流量</b>	<b>Cash flows from financing activities</b>		
行使購股權	Exercising of share options	28	9,343
發行普通股	Issuance of ordinary shares	28	—
已付股息	Dividends paid	14	(205,622)
購回普通股的款項	Payments for repurchase of ordinary shares		(18,796)
股票購回交易成本	Share repurchase transaction costs		(55)
租賃付款的本金部分	Principal elements of lease payments	15	(5,613)
償還銀行借款	Repayment of bank borrowing		—
上市開支付款	Payment of listing expenses		—
			(3,179)
<b>融資活動所得／(所用)</b>	<b>Net cash generated from/(used in)</b>		
<b>現金淨額</b>	<b>financing activities</b>		<b>(220,743)</b>
			504,086
<b>現金及現金等價物(減少)／</b>	<b>Net (decrease)/increase in cash and</b>		
<b>增加淨額</b>	<b>cash equivalents</b>		<b>(828,388)</b>
期初現金及現金等價物	Cash and cash equivalents at beginning of period		2,127,488
匯率變動對現金及	Effects of exchange rate changes on cash and		
現金等價物的影響	cash equivalents		13,620
			2,782
<b>期末現金及現金等價物</b>	<b>Cash and cash equivalents at end of period</b>		<b>1,312,720</b>
			1,823,053

第64至第112頁的附註為本中期財務資料的組成部分。

The notes on page 64 to page 112 form an integral part of this interim financial information.

# 財務資料附註

## Notes to the Financial Information

### 1 一般資料及呈列基準

#### 1.1 一般資料

賽生藥業控股有限公司(「本公司」)於2020年5月13日根據開曼群島《公司法》(第22章·1961年第3號法例·經合併及修訂)於開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦公室地址為PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands。

本公司是一家投資控股公司。本公司及其附屬公司(「本集團」)主要從事開發及商業化上市產品組合以及在其重點治療領域(包括腫瘤及重症感染)具有潛力的在研產品。

於2021年3月3日，本公司完成首次公開發售(「首次公開發售」)且其股份於香港聯合交易所有限公司主板(「香港聯交所」)上市。

除另有指明外，本簡明合併中期財務資料均以人民幣(「人民幣」)呈列，並約整至最接近的千元。

本簡明合併中期財務資料未經審核。

### 1 General information and basis of presentation

#### 1.1 General information

Sciclone Pharmaceuticals (Holdings) Limited (the “Company”) was incorporated in the Cayman Islands on 13 May 2020 as an exempted company with limited liability under the Companies Law, Cap 22 (Law 3 of 1961 as combined and revised) of the Cayman Islands. The address of the Company’s registered office is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (the “Group”) is principally engaged in developing and commercializing a portfolio of marketed products as well as pipeline with potential in its focused therapeutic areas including oncology and severe infection.

The Company completed the initial public offering (“IPO”) and had its shares listed on the Main Board of the Stock Exchange of Hong Kong Limited (“HKEx”) on 3 March 2021.

This condensed consolidated interim financial information is presented in Renminbi (“RMB”), rounded to the nearest thousand, unless otherwise stated.

This condensed consolidated interim financial information has not been audited.

## 2 擬備基準及主要會計政策

### 2.1 擬備基準

截至2022年6月30日止六個月的本簡明合併中期財務資料已按國際會計準則第34號「中期財務報告」擬備。

本簡明合併中期財務資料不包括一般載於年度財務報告的所有附註。因此，本報告須與賽生藥業控股有限公司截至2021年12月31日止年度的中期報告及賽生藥業控股有限公司於中期報告期間作出的任何公告一併閱讀。

### 2.2 主要會計政策

除估計所得稅(見附註12)及下文所載的採納新訂及經修訂準則外，已採納的會計政策與截至2021年12月31日止年度及相應中期報告期間所採納的會計政策一致。

### 2.3 本集團採納的新訂及經修訂準則

若干經修訂準則適用於本報告期間。本集團毋須就採納該等經修訂準則更改其會計政策或作出追溯調整。

## 2 Basis of preparation and significant accounting policies

### 2.1 Basis of preparation

This condensed consolidated interim financial information for the six months ended 30 June 2022 has been prepared in accordance with Accounting Standard IAS 34 “Interim Financial Reporting”.

This condensed consolidated interim financial information does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the interim report for the year ended 31 December 2021 and any public announcements made by SciClone Pharmaceuticals (Holdings) Limited during the interim reporting period.

### 2.2 Significant accounting policies

The accounting policies adopted are consistent with those of the year ended 31 December 2021 and corresponding interim reporting period, except for the estimation of income tax (see note 12) and the adoption of new and amended standards as set out below.

### 2.3 New and amended standards adopted by the Group

A number of amended standards became applicable for the current reporting period. The group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these amended standards.

# 財務資料附註

## Notes to the Financial Information

### 2 擬備基準及主要會計政策 (續)

#### 2.3 本集團採納的新訂及經修訂準則(續)

本集團已就自2022年1月1日開始的財務報告期間首次採納以下修訂本：

《國際會計準則》第16號(修訂本)「物業、廠房及設備：作擬定用途前之所得款項」 Amendment to IAS 16, "Property, Plant and Equipment: Proceeds before intended use"	2022年1月1日 1 January 2022
《國際財務報告準則》第3號(修訂本)「引用概念框架」 Amendments to IFRS 3, "Reference to the Conceptual Framework"	2022年1月1日 1 January 2022
《國際會計準則》第37號(修訂本)「虧損性合約 — 履行合約的成本」 Amendments to IAS 37, "Onerous Contracts — Cost of Fulfilling a Contract"	2022年1月1日 1 January 2022
2018年至2020年《國際財務報告準則》之年度改進 Annual Improvements to IFRS Standards 2018–2020	2022年1月1日 1 January 2022

上述修訂對過往期間確認的金額並無任何影響，且預計不會對當前或未來期間產生重大影響。

### 2 Basis of preparation and significant accounting policies (continued)

#### 2.3 New and amended standards adopted by the Group (continued)

The Group has applied the following amendments for the first time for their financial reporting period commencing 1 January 2022:

The amendments listed above did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current or future periods.

**2 擬備基準及主要會計政策**  
(續)

**2.4 尚未採納的新訂及經修訂準則**

已頒佈但尚未生效且本集團並無提早採納的準則及修訂如下：

準則	於以下日期或之後開始的 年度期間生效 Effective for annual periods beginning on or after
Standards	
《國際財務報告準則》第17號「保險合約」 IFRS 17, "Insurance Contracts"	2023年1月1日 1 January 2023
《國際會計準則》第1號（修訂本）「負債分類為流動及非流動」 Amendments to IAS 1, "Classification of Liabilities as Current and Non-current"	2023年1月1日 1 January 2023
《國際會計準則》第1號及《國際財務報告準則實務報告第2號》（修訂本）「會計政策的披露」 Amendments to IAS 1 and IFRS Practice Statement 2, "Disclosure of Accounting Policies"	2023年1月1日 1 January 2023
《國際會計準則》第8號（修訂本）「會計估計的定義」 Amendments to IAS 8, "Definition of Accounting Estimates"	2023年1月1日 1 January 2023
《國際會計準則》第12號（修訂本）— 與單一交易產生的資產及負債相關的遞延稅項 Amendments to IAS 12, "Deferred Tax related to Assets and Liabilities arising from a Single Transaction"	2023年1月1日 1 January 2023
《國際財務報告準則》第10號及《國際會計準則》第28號（修訂本）「投資者與其聯營公司或合資企業之間的資產出售或注入」 Amendments to IFRS 10 and IAS 28, "Sale or Contribution of Assets between An Investor and Its Associate or Joint Venture"	待定 To be determined

預期這些新準則及修訂本生效後不會對本集團的合併財務報表產生重大影響。

**2 Basis of preparation and significant accounting policies** (continued)

**2.4 New and amended standards not yet adopted by the Group**

Standards and amendments that have been issued but not yet effective and not been early adopted by the Group are as follows:

None of these new standards and amendments is expected to have a significant impact on the Group's consolidated financial statements when they become effective.

### 3 金融風險管理

#### 3.1 金融風險因素

本集團的活動使其面對多種金融風險：市場風險(包括外匯風險及利率風險)、信貸風險及流動資金風險。本集團的總體風險管理計劃著眼於金融市場不可預測的情況，致力將可能對本集團財務表現造成的不利影響減至最低。

簡明合併中期財務資料並未包括財務報表規定的所有財務風險管理信息和披露及應與截至2021年12月31日止年度的合併財務報表一併閱讀。

於截至2022年6月30日止六個月期間，任何重大風險管理政策並無重大變動。

#### 3.2 流動資金風險

本集團致力維持充足的現金及現金等價物。鑑於相關業務的多變性質，本集團透過維持充足的現金及現金等價物維持資金的靈活性。

### 3 Financial risk management

#### 3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The overall risk management program of the Group focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance of the Group.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the financial statements and should be read in conjunction with the consolidated financial statements for the year ended 31 December 2021.

There were no significant changes in any material risk management policies during the six months ended 30 June 2022.

#### 3.2 Liquidity risk

The Group aims to maintain sufficient cash and cash equivalents. Due to the dynamic nature of the underlying business, the Group maintains flexibility in funding by maintaining adequate cash and cash equivalents.

### 3 金融風險管理 (續)

#### 3.2 流動資金風險 (續)

下表根據資產負債表日至合約到期日的剩餘期間，將本集團的非衍生金融負債分解至相關到期日組別。

### 3 Financial risk management (continued)

#### 3.2 Liquidity risk (continued)

The table below analyzes the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheets date to the contractual maturity date.

		1年以內 Less than 1 year 人民幣千元 RMB'000	1至2年 Between 1 and 2 years 人民幣千元 RMB'000	2至5年 Between 2 and 5 years 人民幣千元 RMB'000	5年以上 More than 5 years 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
<b>於2022年6月30日 (未經審核) At 30 June 2022 (Unaudited)</b>						
貿易及其他應付款項 (不包括應付薪金及花紅)	Trade and other payables (excluding salaries and bonus payables)	401,201	—	—	—	401,201
借款	Borrowings	428,168	422,902	412,672	—	1,263,742
租賃負債	Lease liabilities	14,493	10,482	2,921	—	27,896
		<b>843,862</b>	<b>433,384</b>	<b>415,593</b>	<b>—</b>	<b>1,692,839</b>
<b>於2021年12月31日 At 31 December 2021</b>						
貿易及其他應付款項 (不包括應付薪金及花紅)	Trade and other payables (excluding salaries and bonus payables)	444,924	—	—	—	444,924
借款	Borrowings	406,751	401,749	389,106	—	1,197,606
租賃負債	Lease liabilities	11,422	9,170	3,032	—	23,624
		<b>863,097</b>	<b>410,919</b>	<b>392,138</b>	<b>—</b>	<b>1,666,154</b>

於2022年6月30日及2021年12月31日，本集團並無衍生金融負債。

As at 30 June 2022 and 31 December 2021, the Group did not have derivative financial liability.

## 財務資料附註

### Notes to the Financial Information

#### 4 公允價值估計

下表根據用於計量公允價值的估值技術的輸入參數的層級，分析本集團於各資產負債表日按公允價值入賬的金融工具。該等輸入參數按照公允價值層級歸類為如下三個層級：

- 相同資產或負債在活躍市場的報價(未經調整)(第一層級)；
- 該資產或負債直接(即價格)或間接(即源自價格)可觀察的除列入第一層級之報價以外的輸入參數(第二層級)；及
- 並非依據可觀察市場數據的資產或負債的輸入參數(即非可觀察輸入參數)(第三層級)。

#### 4 Fair value estimation

The table below analyzes the Group's financial instruments carried at fair value as of each balance sheet date, by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorized into three levels within a fair value hierarchy as follows:

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



#### 4 公允價值估計 (續)

下表列示於2022年6月30日及2021年12月31日按公允價值計量之本集團資產：

#### 4 Fair value estimation (continued)

The following table presents the Group's assets that are measured at fair value as at 30 June 2022 and 31 December 2021:

		第一層級 Level 1 人民幣千元 RMB'000	第二層級 Level 2 人民幣千元 RMB'000	第三層級 Level 3 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
<b>於2022年6月30日 (未經審核)</b>	<b>As at 30 June 2022 (Unaudited)</b>				
以公允價值計量且其變動計入 當期損益的金融資產 — 流動結構性存款 (附註24)	Financial assets at FVPL — Current structured deposits (Note 24)	—	59,000	—	59,000
以公允價值計量且其變動計入 當期損益的金融資產 — 流動可轉讓存款證 (附註24)	Financial assets at FVPL — Current transferable certificate of deposits (Note 24)	—	—	60,626	60,626
以公允價值計量且其變動計入 其他全面收益的金融資產 — 非流動股權投資 (附註24)	Financial assets at FVOCI — Non-Current equity investments (Note 24)	100,224	—	46,980	147,204
以公允價值計量且其變動計入 當期損益的金融資產 — 非流動股權投資 (附註24)	Financial assets at FVPL — Non-Current equity investments (Note 24)	1,421	—	3,784	5,205
以公允價值計量且其變動計入 當期損益的金融資產 — 非流動債務投資 (附註24)	Financial assets at FVPL — Non-Current debt investments (Note 24)	—	—	14,224	14,224
		<b>101,645</b>	<b>59,000</b>	<b>125,614</b>	<b>286,259</b>
<b>於2021年12月31日</b>	<b>As at 31 December 2021</b>				
以公允價值計量且其變動計入 當期損益的金融資產 — 流動結構性存款 (附註24)	Financial assets at FVPL — Current structured deposits (Note 24)	—	50,183	—	50,183
以公允價值計量且其變動計入 當期損益的金融資產 — 流動可轉讓存款證 (附註24)	Financial assets at FVPL — Current transferable certificate of deposits (Note 24)	—	—	10,005	10,005
以公允價值計量且其變動計入 其他全面收益的金融資產 — 非流動股權投資 (附註24)	Financial assets at FVOCI — Non-Current equity investments (Note 24)	284,819	—	44,630	329,449
以公允價值計量且其變動計入 當期損益的金融資產 — 非流動股權投資 (附註24)	Financial assets at FVPL — Non-Current equity investments (Note 24)	1,485	—	—	1,485
以公允價值計量且其變動計入 當期損益的金融資產 — 非流動債務投資 (附註24)	Financial assets at FVPL — Non-Current debt investments (Note 24)	—	—	90,039	90,039
		<b>286,304</b>	<b>50,183</b>	<b>144,674</b>	<b>481,161</b>

#### 4 公允價值估計 (續)

- (a) 在第一層級內的金融工具  
在活躍市場買賣的金融工具的公允價值根據各報告日期的市場報價列賬。當報價可即時和定期從證券交易所、交易商、經紀、業內人士、定價服務者或監管代理獲得，而該等報價代表按公平基準進行的實際和常規市場交易時，該市場被視為活躍市場。本集團持有的金融資產所用市場報價為當時買入價。該等工具列入第一層級。
- (b) 在第二層級內的金融工具  
未於活躍市場買賣的金融工具(例如場外衍生工具)的公允價值利用估值技術釐定。該等估值技術盡量利用可觀察市場數據(倘有)，盡量少依賴實體的特定估計。倘計算金融工具的公允價值所需的所有重大輸入參數為可觀察數據，則該工具列入第二層級。
- (c) 在第三層級內的金融工具  
倘一項或多項重大輸入參數並非根據可觀察市場數據，則該金融工具列入第三層級。

用以估值金融工具的特定估值技術包括：

- 同類型工具的市場報價或交易商報價；
- 貼現現金流量模型及不可觀察輸入參數，主要包括預期未來現金流量及貼現率假設；及
- 可觀察及不可觀察的輸入參數之組合，包括無風險利率及預期波幅等。

#### 4 Fair value estimation (continued)

- (a) **Financial instruments in level 1**  
The fair value of financial instruments traded in active markets is based on quoted market prices at each of the reporting dates. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.
- (b) **Financial instruments in level 2**  
The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value of an instrument are observable, the instrument is included in level 2.
- (c) **Financial instruments in level 3**  
If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- Discounted cash flow model and unobservable inputs mainly including assumptions of expected future cash flows and discount rate; and
- A combination of observable and unobservable inputs, including risk-free rate and expected volatility, etc.

#### 4 公允價值估計 (續)

##### (c) 在第三層級內的金融工具 (續)

本集團資產及負債的第三層級工具包括以公允價值計量且其變動計入當期損益之長期債務投資、以公允價值計量且其變動計入當期損益之可轉讓存款證以及以公允價值計量且其變動計入其他全面收益的長期股權投資(附註24)。

下表呈列截至2022年及2021年6月30日止六個月以公允價值計量且其變動計入當期損益之長期債務投資的第三層級工具變動。

#### 4 Fair value estimation (continued)

##### (c) Financial instruments in level 3 (continued)

Level 3 instruments of the Group's assets and liabilities include long-term debt investments measured at FVPL, transferable certificate of deposits measured at FVPL and long-term equity investment measured at FVOCI (Note 24).

The following table presents the changes in level 3 instruments of long-term debt investments measured at FVPL for the six months ended 30 June 2022 and 2021.

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
期初	At beginning of the period	90,039	52,988
公允價值變動	Changes in fair value	(74,179)	—
債務投資到期	Maturity of a debt investment	(6,359)	—
匯兌差額	Exchange differences	4,723	(525)
期末	At the end of the period	14,224	52,463

# 財務資料附註

## Notes to the Financial Information

### 4 公允價值估計 (續)

#### (c) 在第三層級內的金融工具 (續)

下表呈列截至2022年及2021年6月30日止六個月以公允價值計量且其變動計入當期損益之可轉讓存款證的第三層級工具變動。

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
期初	At beginning of the period	10,005	—
添置	Addition	50,000	10,000
公允價值變動	Changes in fair value	797	—
到期	Maturity	(176)	—
期末	At the end of the period	60,626	10,000

下表呈列截至2022年及2021年6月30日止六個月以公允價值計量且其變動計入其他全面收益之股權投資的第三層級工具變動。

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
期初	At beginning of the period	44,630	52,246
匯兌差額	Exchange differences	2,350	(485)
期末	At the end of the period	46,980	51,761

### 4 Fair value estimation (continued)

#### (c) Financial instruments in level 3 (continued)

The following table presents the changes in level 3 instruments of transferable certificate of deposits measured at FVPL for the six months ended 30 June 2022 and 2021.

The following table presents the changes in level 3 instruments of equity investment measured at FVOCI for the six months ended 30 June 2022 and 2021.

#### 4 公允價值估計 (續)

##### (c) 在第三層級內的金融工具 (續)

下表呈列截至2022年及2021年6月30日止六個月以公允價值計量且其變動計入當期損益之股權投資的第三層級工具變動。

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
期初	At beginning of the period	—	—
添置	Addition	3,588	—
匯兌差額	Exchange differences	196	—
期末	At the end of the period	3,784	—

本集團為進行財務申報設有管理第三層級工具估值的團隊。該團隊逐一管理有關投資的估值工作，至少每年一次使用估值技術釐定本集團第三層級工具的公允價值，必要時還會委聘外部估值專家進行估值。

截至2022年及2021年6月30日止六個月，公允價值層級分類的第一層級、第二層級及第三層級之間並無轉移。

第三層級工具的估值主要包括於非上市公司以公允價值計量且其變動計入當期損益的長期債務投資(附註24)、以公允價值計量且其變動計入當期損益的可轉讓存款證(附註24)及以公允價值計量且其變動計入其他全面收益的股權投資(附註24)。由於該等工具並無於活躍市場買賣，其公允價值乃使用多種適用的估值技術(包括貼現現金流量法等)釐定。

#### 4 Fair value estimation (continued)

##### (c) Financial instruments in level 3 (continued)

The following table presents the changes in level 3 instruments of equity investment measured at FVPL for the six months ended 30 June 2022 and 2021.

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
期初	At beginning of the period	—	—
添置	Addition	3,588	—
匯兌差額	Exchange differences	196	—
期末	At the end of the period	3,784	—

The Group has a team that manages the valuation of level 3 instruments for financial reporting purposes. The team manages the valuation exercise of the investments on a case by case basis. At least once every year, the team would use valuation techniques to determine the fair value of the Group's level 3 instruments. External valuation experts are involved when necessary.

There were no transfers between level 1, 2 and 3 of fair value hierarchy classifications during the six months ended 30 June 2022 and 2021.

The valuation of the level 3 instruments mainly included long-term debt investments measured at FVPL in unlisted companies (Note 24), transferable certificate of deposits measured at FVPL (Note 24) and equity investments measured at FVOCI (Note 24). As these instruments are not traded in an active market, their fair values have been determined by using various applicable valuation techniques, including discounted cash flows approach etc.

# 財務資料附註

## Notes to the Financial Information

### 4 公允價值估計 (續)

#### (c) 在第三層級內的金融工具 (續)

下表概述有關經常性第三層級公允價值計量所用重大不可觀察輸入參數的量化資料。

### 4 Fair value estimation (continued)

#### (c) Financial instruments in level 3 (continued)

The following table summarizes the quantitative information about the significant unobservable inputs used in recurring level 3 fair value measurements.

概述	公允價值		不可觀察 輸入數據	輸入參數範圍		不可觀察輸入參數 與公允價值的關係
Description	Fair value at		Unobservable inputs	Range of inputs		Relationship of unobservable inputs to fair value
	於6月30日 2022年 30 June 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 2021年 31 December 2021 人民幣千元 RMB'000		於6月30日 2022年 30 June 2022 (未經審核) (Unaudited)	於12月31日 2021年 31 December 2021	
以公允價值計量且其變動計入 當期損益的債務投資 Debt investments measured at FVPL	14,224	90,039	預期波幅 Expected volatility	不適用 NA	47.20%	預期波幅越高， 公允價值越低 The higher the expected volatility, the lower the fair value
以公允價值計量且其變動計入 當期損益的股權投資 Equity investments measured at FVPL	3,784	—	預期波幅 Expected volatility	不適用 NA	不適用 NA	預期波幅越高， 公允價值越低 The higher the expected volatility, the lower the fair value
以公允價值計量且其變動計入 當期損益的可轉讓存款證 Transferable certificate of deposits measured at FVPL	60,626	10,005	貼現率 Discount rate	3.23%	3.36%	貼現率越高， 公允價值越低 The higher the discount rate, the lower the fair value
以公允價值計量且其變動計入 其他全面收益的股權投資 Equity investments measured at FVOCI	46,980	44,630	預期波幅 Expected volatility	不適用 NA	不適用 NA	預期波幅越高， 公允價值越高 The higher the expected volatility, the higher the fair value

#### 4 公允價值估計 (續)

##### (c) 在第三層級內的金融工具 (續)

倘預期波幅下降／上升5%而所有其他變量保持不變，截至2022年6月30日及2021年12月31日，以公允價值計量且其變動計入當期損益的債務投資的公允價值將分別增加／減少約零及人民幣146,000元。

倘預期波幅下降／上升5%而所有其他變量保持不變，截至2022年6月30日及2021年12月31日，以公允價值計量且其變動計入當期損益的股權投資的公允價值將分別減少／增加約零。

倘預期貼現率下降／上升5%而所有其他變量保持不變，截至2022年6月30日及2021年12月31日，以公允價值計量且其變動計入當期損益的可轉讓存款證的公允價值將分別增加／減少約人民幣227,000元及約人民幣472,000元。

倘預期波幅下降／上升5%而所有其他變量保持不變，截至2022年6月30日及2021年12月31日，以公允價值計量且其變動計入其他全面收益的股權投資的公允價值將分別減少／增加約零。

本集團不以公允價值計量的金融資產(包括現金及現金等價物、貿易應收款項及其他流動資產(不包括預付款項)、其他資產(不包括預付款項及應收稅款))及本集團不以公允價值計量的金融負債(包括貿易及其他應付款項及租賃負債)屬短期性質，或其利率接近市場利率，故其賬面值與公允價值相若。

#### 4 Fair value estimation (continued)

##### (c) Financial instruments in level 3 (continued)

If the expected volatility had decreased/increased by 5% with all other variables held constant, the fair value of debt investments measured at FVPL would have been increased/decreased by approximately nil and RMB146,000 as of 30 June 2022 and 31 December 2021, respectively.

If the expected volatility had decreased/increased by 5% with all other variables held constant, the fair value of equity investments measured at FVPL would have been decreased/increased by approximately nil as of 30 June 2022 and 31 December 2021, respectively.

If the expected discount rate had decreased/increased by 5% with all other variables held constant, the fair value of transferable certificate of deposit measured at FVPL would have been increased/decreased by approximately RMB227,000 and RMB472,000 as of 30 June 2022 and 31 December 2021, respectively.

If the expected volatility had decreased/increased by 5% with all other variables held constant, the fair value of equity investments measured at FVOCI would have been decreased/increased by approximately nil as of 30 June 2022 and 31 December 2021, respectively.

The carrying amounts of the Group's financial assets that are not measured at fair value, including cash and cash equivalents, trade receivables, other current assets (excluding prepayments), other assets (excluding prepayments and tax receivables) and the Group's financial liabilities that are not measured at fair value, including trade and other payables and lease liabilities approximate their fair values due to short maturities or the interest rates are close to the market interest rates.

# 財務資料附註

## Notes to the Financial Information

### 5 關鍵會計估計及判斷

估計及判斷會根據過往經驗及其他因素（包括在有關情況下相信會合理發生的預期未來事件）而持續評估。

本集團對未來作出估計及假設。所得的會計估計如其定義很少會與相關實際結果相同。

在編製該簡明合併中期財務資料時，管理層應用本集團會計政策時作出的重大判斷和估計不確定性的關鍵來源，與截至2021年12月31日止年度合併財務報表所應用的相同。

### 6 分部資料

主要營運決策者已被確定為本集團的執行董事。執行董事整體審查本集團的合併業績，以就資源分配及表現評估作出決策。因此，經確定，本集團的經營為單一經營分部。

截至2022年及2021年6月30日止六個月，總收入的地區資料如下：

### 5 Critical accounting estimates and judgements

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

In preparing the condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2021.

### 6 Segment information

The chief operating decision-maker has been identified as the executive directors of the Group, who reviews the Group's consolidated results as a whole when making decisions about allocating resources and assessing performance. Therefore, it is determined that the Group's operations represent a single operating segment.

For the six months ended 30 June 2022 and 2021, the geographical information on the total revenues is as follows:

		截至6月30日止六個月			
		2022年		2021年	
		2022		2021	
		人民幣千元	%	人民幣千元	%
		RMB'000		RMB'000	
		(未經審核)		(未經審核)	
		(Unaudited)		(Unaudited)	
中國內地	Mainland China	1,425,415	97	1,303,119	98
其他	Others	49,657	3	28,197	2
		1,475,072		1,331,316	



## 6 分部資料 (續)

按資產位置細分的除金融工具及遞延所得稅資產外的非流動資產總額如下：

		於6月30日 As at 30 June		於12月31日 As at 31 December	
		2022年 2022		2021年 2021	
		人民幣千元 RMB'000	%	人民幣千元 RMB'000	%
		(未經審核) (Unaudited)			
中國內地	Mainland China	31,156	5	28,089	4
其他	Others	551,847	95	607,884	96
		583,003		635,973	

截至2022年及2021年6月30日止六個月，對本集團總收入貢獻超過10%的客戶如下：

The customers which contributed over 10% of the total revenue of the Group for the six months ended 30 June 2022 and 2021 are listed as below:

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022	2021年 2021
		(未經審核) (Unaudited)	(未經審核) (Unaudited)
客戶A	Customer A	*	81%
客戶B	Customer B	68%	—

\* 少於10%

\* Less than 10%

## 7 收入

## 7 Revenue

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022	2021年 2021
		人民幣千元 RMB'000	人民幣千元 RMB'000
		(未經審核) (Unaudited)	(未經審核) (Unaudited)
於某一時間點確認 — 產品銷售額	Recognized at a point in time — Product sales	1,475,072	1,331,316

財務資料附註  
Notes to the Financial Information

8 其他收入及其他開支

(i) 其他收入

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
政府補助(a)	Government grants (a)	6,442	6,600
特許權收入	Royalty income	880	—
授權收入(b)	Licensing income (b)	—	31,536
		7,322	38,136

(ii) 其他開支

(ii) Other expenses

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
與授權有關的無形資產攤銷(b)	Amortization of intangible assets associated with licensing (b)	—	16,478

## 8 其他收入及其他開支 (續)

### (ii) 其他開支 (續)

- (a) 政府補助均與收入有關，且不存在政府補助所附帶的未滿足條件或其他或有事項。
- (b) 於2020年2月，本集團與諾華公司和Novartis Pharma AG(統稱「諾華」)訂立若干協議，以購買以下資產的所有權利、所有權和權益：(i) 擇泰產品在中國的銷售授權，包括但不限於進口藥品註冊證(「IDL」)；及(ii)在中國與擇泰產品唯一及獨家相關的諾華商標、域名、商業信息、醫療信息、記錄和銷售授權數據。有關購買總代價60,000,000美元(相當於人民幣424,770,000元)記為無形資產並自2020年2月起按直線法於五年內攤銷。

於本集團在中國取得擇泰產品的IDL之前，作為一項過渡性安排，雙方同意諾華繼續在中國銷售擇泰產品，並向本集團支付銷售利潤，期限為自2020年2月24日起至(a)本集團於中國取得擇泰產品的IDL之日；及(b)自2020年2月24日起一年後(以較早者為準)。諾華支付予本集團的利潤入賬列作「其他收入」中的授權收入及「其他開支」中的相關攤銷開支。

## 8 Other income and other expenses (continued)

### (ii) Other expenses (continued)

- (a) Government grants are all income related and there exist no unfulfilled conditions or other contingencies attaching to these government grants.
- (b) In February 2020, the Group entered into several agreements with Novartis AG and Novartis Pharma AG (collectively “Novartis”) to purchase all of the rights, title and interests in, to and under the assets of (i) marketing authorization, including but not limited to the import drug license (“IDL”) of Zometa product in the PRC and (ii) trademarks, domain names, commercial information, medical information, records and marketing authorization data, in each case relating solely and exclusively to Zometa product in the PRC, from Novartis. The total purchase consideration of USD60,000,000 (equivalent to RMB424,770,000) was recorded as intangible assets and amortized over 5 years on a straight-line basis from February 2020.

Prior to the Group obtains the IDL of Zometa product in the PRC, as a transitional arrangement, it was agreed that Novartis would continue to sell Zometa product in the PRC and pay the profit of the sales to the Group during the period from 24 February 2020 until the earlier of (a) the date of obtaining the IDL for Zometa product in the PRC by the Group and (b) one year from 24 February 2020. The profit to be paid by Novartis to the Group is recorded as licensing income in “Other income” and related amortization expense in “Other Expense”.

**8 其他收入及其他開支 (續)**

**(ii) 其他開支 (續)**

(b) (續)

於2021年1月，本集團完成擇泰的IDL轉讓，並成為擇泰於中國的上市許可持有人（「MAH」）。自此，本集團逐步將中國多個省份的註冊分銷商由諾華轉為本集團，截至2021年6月30日，中國一個重要省份仍在進行該轉換。截至2021年6月30日止六個月，本集團將擇泰產品在已完成註冊經銷商轉換的省份的銷售確認為「收入」，金額為人民幣54,201,000元，相應的無形資產攤銷開支人民幣22,282,600元計入「收入成本」。同時，截至2021年6月30日止六個月，本集團確認授權收入人民幣31,536,000元，相應的無形資產攤銷開支人民幣16,478,000元計入「其他開支」，由於根據與諾華的進一步協定，在完成省級註冊分銷商轉換前，過渡性安排在省級繼續有效。

於2021年下半年，本集團完成將中國所有省份的註冊分銷商由諾華轉為本集團。自此，本集團將擇泰產品的銷售確認為「收入」，相應的無形資產攤銷開支計入「收入成本」。

**8 Other income and other expenses (continued)**

**(ii) Other expenses (continued)**

(b) (continued)

In January 2021, the Group completed the transfer of IDL for Zometa, and became the Marketing Authorization Holder (“MAH”) of Zometa in the PRC. Since then the Group have gradually converted the registered distributor from Novartis to the Group in various provinces in the PRC and as of 30 June 2021, the conversion was still in progress in a significant province in the PRC. For the six months ended 30 June 2021, the Group recognized the sales of Zometa product in the provinces that the registered distributor conversion had been completed as “Revenue” with an amount of RMB54,201,000 with corresponding amortization expense of the intangible assets of RMB22,282,600 recorded in “Cost of revenue”. Meanwhile, for the six months ended 30 June 2021, the Group recognized the licensing income with an amount of RMB31,536,000 with corresponding amortization expense of the intangible assets of RMB16,478,000 recorded in “Other expenses” as the transitional arrangement continued to be effective at provincial level before the completion of the provincial registered distributor conversion as further agreed with Novartis.

The Group completed the conversion of the registered distributor from Novartis to the Group in all the provinces in the PRC during the second half of 2021. Since then, the Group recognized all product sales of Zometa as “Revenue” and corresponding amortization expense of the intangible assets in “Cost of revenue”.

9 其他(虧損)/收益淨額

9 Other (losses)/gains — net

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
以公允價值計量且其變動計入當期損益的 金融資產公允價值變動 — 債務投資(a)	Change in fair value of financial assets at FVPL — debt investments (a)	(74,179)	—
以公允價值計量且其變動計入當期損益的 金融資產公允價值變動 — 結構性存款	Change in fair value of financial assets at FVPL — structured deposits	1,057	1,129
以公允價值計量且其變動計入當期損益的 金融資產公允價值變動 — 可轉讓存款證	Change in fair value of financial assets at FVPL — transferable certificate of deposits	797	—
外匯(虧損)/收益淨額	Net foreign exchange (losses)/gains	(57,466)	7,230
以公允價值計量且其變動計入當期損益的 金融資產公允價值變動 — 股權投資	Change in fair value of financial assets at FVPL — equity investments	—	(378)
其他	Others	359	1,871
		(129,432)	9,852

(a) 本集團投資於一家生物科技公司的可贖回優先股，其作為債務工具入賬，並按公允價值計量且其變動計入當期損益的金融資產計量。該被投資方於2022年上半年進入破產程序並停止經營，鑒於此，管理層認為該債務投資的公允價值在2022年上半年減少至零，並錄得公允價值變動虧損人民幣80,537,000元，考慮到被投資方財務困難帶來的不確定性，為彼等的進一步發展提供資金，我們亦向獲被投資方許可的相關無形資產計提全額減值準備(附註17)。

(a) The Group made investments in redeemable preferred shares of a biotech company which was accounted for as a debt instrument and was measured at financial assets at FVPL. Such investee went into insolvency procedures and ceased its operations during the first half of 2022, in sight of which, management believes that the fair value of such debt investment decreased to nil and recorded change in fair value loss of RMB80,537,000 during the first half of 2022. Full impairment was also provided against the related intangible assets licensed from the investee considering the uncertainty arising from the financial difficulties of the investee to fund for their further developments (Note 17).

財務資料附註  
Notes to the Financial Information

10 融資成本淨額

10 Finance costs, net

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
銀行存款利息收入	Interest income from bank deposits	7,985	3,136
<b>融資收入</b>	<b>Finance income</b>	<b>7,985</b>	<b>3,136</b>
借款利息開支	Interest expenses on borrowings	(16,195)	(21,993)
租賃負債利息開支 (附註15)	Interest expenses on lease liabilities (Note 15)	(519)	(317)
<b>融資成本</b>	<b>Finance costs</b>	<b>(16,714)</b>	<b>(22,310)</b>
<b>融資成本淨額</b>	<b>Finance costs, net</b>	<b>(8,729)</b>	<b>(19,174)</b>

11 按性質劃分的開支

11 Expenses by nature

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
附註		RMB'000	RMB'000
Notes		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
製成品及在製品存貨變動	Changes in inventories of finished goods and work in process	15,102	(10,648)
僱員福利開支	Employee benefit expenses	242,878	218,271
消耗的原材料和貿易商品	Raw materials and trading merchandise consumed	201,890	229,032
市場開發和業務推廣開支	Market development and business promotion expenses	68,817	71,218
運輸開支	Transportation expense	50,573	23,496
無形資產攤銷	Amortization of intangible assets	49,319	44,834
無形資產減值虧損	Impairment losses of intangible assets	40,268	—
專業服務費	Professional service fees	17,761	12,186
特許權費	Royalty fee	17,001	—
研發的測試費及臨床試驗費	Testing and clinical trial fees for R&D	14,058	19,611
差旅及會議開支	Travel and meeting expenses	13,559	26,032
使用權資產攤銷	Amortization of right-of-use assets	6,145	6,834
存貨撇減	Write-down of inventories	5,372	13,382
公用設施及辦公開支	Utilities and office expense	3,918	4,909
物業、廠房及設備折舊	Depreciation of property, plant and equipment	1,348	1,515
上市開支	Listing expense	—	7,735
其他	Others	17,770	12,423
		765,779	680,830

## 財務資料附註 Notes to the Financial Information

### 12 所得稅開支

所得稅開支基於管理層對整個財政年度的預期加權平均實際年所得稅率的估計確認。截至2022年6月30日止年度所使用之估計平均年度稅率為8.0%，而截至2021年6月30日止六個月為8.3%。

### 12 Income tax expense

Income tax expense is recognized based on management's estimate of the weighted average effective annual income tax rate expected for the full financial year. The estimated average annual tax rate used for the year to 30 June 2022 is 8.0%, compared to 8.3% for the six months ended 30 June 2021.

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
即期所得稅	Current income tax	45,462	52,854
遞延所得稅	Deferred income tax	794	3,745
<b>所得稅開支</b>	<b>Income tax expense</b>	<b>46,256</b>	<b>56,599</b>

### 13 每股盈利

(a) 於相應期間，每股基本盈利乃通過將本公司擁有人應佔利潤除以已發行普通股的加權平均數計算。

### 13 Earnings per share

(a) Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the respective period.

		截至6月30日止六個月 Six months ended 30 June	
		2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	2021年 2021 人民幣千元 RMB'000 (未經審核) (Unaudited)
本公司擁有人應佔期內利潤	Profit for the period attributable to owners of the Company	532,198	622,701
已發行普通股的加權平均數 (千股)	Weighted average number of ordinary shares in issue (thousand shares)	672,945	632,096
每股基本盈利 (以每股人民幣表示)	Basic earnings per share (expressed in RMB per share)	0.79	0.99



### 13 每股盈利(續)

- (b) 每股攤薄盈利乃按假設已轉換所有具攤薄潛力的普通股後，經調整發行在外普通股的加權平均數計算得出。截至2022年及2021年6月30日止六個月，每股攤薄盈利乃經考慮行使尚未行使的購股權後應予發行的普通股而計算(使用庫存股票法)。

### 13 Earnings per share (continued)

- (b) Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assumed conversion of all dilutive potential ordinary shares. For the six months ended 30 June 2022 and 2021, diluted earnings per share was calculated by considering the ordinary shares issuable upon the exercise of outstanding share options (using the treasury stock method).

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
本公司擁有人應佔期內利潤	Profit for the period attributable to owners of the Company	532,198	622,701
已發行普通股的加權平均數 (千股)	Weighted average number of ordinary shares in issue (thousand shares)	672,945	632,096
購股權的攤薄影響	Diluted impact of share option	36,598	45,182
每股攤薄盈利的普通股加權 平均數(千股)	Weighted average number of ordinary shares for diluted earnings per share (thousand shares)	709,543	677,278
每股攤薄盈利	Diluted earnings per share	0.75	0.92

# 財務資料附註

## Notes to the Financial Information

### 14 股息

於2022年5月，在股東週年大會上獲得股東批准後，本公司宣派截至2021年12月31日止年度的股息人民幣204,545,000元(折合每股0.35港元)。本公司已於2022年6月22日悉數派付該等股息。

### 14 Dividends

In May 2022, upon approval obtained from the shareholders at the Annual General Meeting, the Company declared dividends of RMB204,545,000 (equals to HKD0.35 per share) for the year ended 31 December 2021. The Company fully paid such dividends on 22 June 2022.

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
期初應付股息	Dividends payable at beginning of the period	—	52,199
期內宣派股息	Declaration of dividends during the period	204,545	776,520
期內已付股息	Dividends paid during the period	(205,622)	(827,303)
匯兌差額	Exchange differences	1,077	(1,416)
期末應付股息	Dividends payable at end of the period	—	—

15 使用權資產

15 Right-of-use assets

		租賃物業 Leased properties 人民幣千元 RMB'000
(未經審核)	(Unaudited)	
於2022年1月1日	At 1 January 2022	
成本	Cost	49,850
累計攤銷	Accumulated amortization	(27,867)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>21,983</b>
截至2022年6月30日止六個月	Six months ended 30 June 2022	
期初賬面淨額	Opening net book amount	21,983
匯兌差額	Exchange differences	371
添置	Additions	9,985
攤銷費用	Amortization charge	(6,145)
<b>期末賬面淨值</b>	<b>Closing net book amount</b>	<b>26,194</b>
於2022年6月30日	At 30 June 2022	
成本	Cost	41,430
累計攤銷	Accumulated amortization	(15,236)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>26,194</b>
(未經審核)	(Unaudited)	
於2021年1月1日	At 1 January 2021	
成本	Cost	77,982
累計攤銷	Accumulated amortization	(69,172)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>8,810</b>
截至2021年6月30日止六個月	Six months ended 30 June 2021	
期初賬面淨額	Opening net book amount	8,810
匯兌差額	Exchange differences	894
添置	Additions	19,880
攤銷費用	Amortization charge	(6,834)
<b>期末賬面淨值</b>	<b>Closing net book amount</b>	<b>22,750</b>
於2021年6月30日	At 30 June 2021	
成本	Cost	29,924
累計攤銷	Accumulated amortization	(7,174)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>22,750</b>

# 財務資料附註

## Notes to the Financial Information

### 15 使用權資產 (續)

簡明合併全面收益表及簡明合併現金流量表中載有關於租賃的下列金額：

### 15 Right-of-use assets (continued)

The condensed consolidated statements of comprehensive income and the condensed consolidated statements of cash flows contain the following amounts relating to leases:

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
使用權資產攤銷	Amortization of right-of-use assets	6,145	6,834
利息開支	Interest expenses	519	317
有關短期租賃的開支	Expenses relating to short-term leases	209	98
經營活動租賃的現金流出	Cash outflow for leases as operating activities	(728)	(415)
融資活動租賃的現金流出	Cash outflow for leases as financing activities	(5,613)	(5,328)

16 物業、廠房及設備

16 Property, plant and equipment

		辦公傢俱及設備 Office furniture and equipment 人民幣千元 RMB'000	車輛 Vehicle 人民幣千元 RMB'000	租賃物業裝修 Leasehold improvements 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
(未經審核)	(Unaudited)				
於2022年1月1日	At 1 January 2022				
成本	Cost	47,897	561	2,751	51,209
累計折舊	Accumulated depreciation	(40,002)	(561)	(2,751)	(43,314)
賬面淨值	Net book amount	7,895	—	—	7,895
截至2022年6月30日	Six months ended 30 June 2022				
止六個月					
期初賬面淨值	Opening net book amount	7,895	—	—	7,895
匯兌差額	Exchange differences	121	—	—	121
添置	Additions	1,443	—	—	1,443
出售	Disposals	(2)	—	—	(2)
折舊費用	Depreciation charge	(1,348)	—	—	(1,348)
期末賬面淨值	Closing net book amount	8,109	—	—	8,109
於2022年6月30日	At 30 June 2022				
成本	Cost	52,130	561	2,691	55,382
累計折舊	Accumulated depreciation	(44,021)	(561)	(2,691)	(47,273)
賬面淨值	Net book amount	8,109	—	—	8,109
(未經審核)	(Unaudited)				
於2021年1月1日	At 1 January 2021				
成本	Cost	44,604	561	2,751	47,916
累計折舊	Accumulated depreciation	(39,150)	(561)	(2,751)	(42,462)
賬面淨值	Net book amount	5,454	—	—	5,454
截至2021年6月30日	Six months ended 30 June 2021				
止六個月					
期初賬面淨值	Opening net book amount	5,454	—	—	5,454
匯兌差額	Exchange differences	(228)	—	—	(228)
添置	Additions	1,228	—	—	1,228
出售	Disposals	(1,074)	—	—	(1,074)
折舊費用	Depreciation charge	(1,515)	—	—	(1,515)
期末賬面淨值	Closing net book amount	3,865	—	—	3,865
於2021年6月30日	At 30 June 2021				
成本	Cost	44,252	561	2,751	47,564
累計折舊	Accumulated depreciation	(40,387)	(561)	(2,751)	(43,699)
賬面淨值	Net book amount	3,865	—	—	3,865

# 財務資料附註

## Notes to the Financial Information

### 17 無形資產

### 17 Intangible assets

		授權 Licenses 人民幣千元 RMB'000	軟件 Software 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
(未經審核)	<b>(Unaudited)</b>			
於2022年1月1日	<b>At 1 January 2022</b>			
成本	Cost	854,569	17,992	872,561
累計攤銷	Accumulated amortization	(176,037)	(14,198)	(190,235)
減值虧損	Impairment losses	(76,231)	—	(76,231)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>602,301</b>	<b>3,794</b>	<b>606,095</b>
截至2022年6月30日止六個月	<b>Six months ended 30 June 2022</b>			
期初賬面淨額	Opening net book amount	602,301	3,794	606,095
匯兌差額	Exchange differences	32,088	—	32,088
添置	Additions	—	104	104
攤銷費用	Amortization charge	(48,088)	(1,231)	(49,319)
減值虧損(a)	Impairment losses (a)	(40,268)	—	(40,268)
<b>期末賬面淨值</b>	<b>Closing net book amount</b>	<b>546,033</b>	<b>2,667</b>	<b>548,700</b>
於2022年6月30日	<b>At 30 June 2022</b>			
成本	Cost	895,203	18,146	913,349
累計攤銷	Accumulated amortization	(230,923)	(15,479)	(246,402)
減值虧損	Impairment losses	(118,247)	—	(118,247)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>546,033</b>	<b>2,667</b>	<b>548,700</b>
(未經審核)	<b>(Unaudited)</b>			
於2021年1月1日	<b>At 1 January 2021</b>			
成本	Cost	753,239	14,360	767,599
累計攤銷	Accumulated amortization	(84,171)	(11,162)	(95,333)
減值虧損	Impairment losses	(19,575)	—	(19,575)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>649,493</b>	<b>3,198</b>	<b>652,691</b>
截至2021年6月30日止六個月	<b>Six months ended 30 June 2021</b>			
期初賬面淨額	Opening net book amount	649,493	3,198	652,691
匯兌差額	Exchange differences	(6,450)	(90)	(6,540)
添置	Additions	6,460	2,455	8,915
攤銷費用	Amortization charge	(43,132)	(1,702)	(44,834)
<b>期末賬面淨值</b>	<b>Closing net book amount</b>	<b>606,371</b>	<b>3,861</b>	<b>610,232</b>
於2021年6月30日	<b>At 30 June 2021</b>			
成本	Cost	752,106	16,725	768,831
累計攤銷	Accumulated amortization	(126,355)	(12,864)	(139,219)
減值虧損	Impairment losses	(19,380)	—	(19,380)
<b>賬面淨值</b>	<b>Net book amount</b>	<b>606,371</b>	<b>3,861</b>	<b>610,232</b>

## 17 無形資產 (續)

附註：

- (a) 截至2022年6月30日止六個月期間，若干候選藥物的許可人因財務困難進入清算程序。考慮到許可人為進一步開發該等在研藥物提供資金的財務困難帶來的不確定性，本公司對與若干候選藥物相關的無形資產錄得人民幣40,268,000元(6百萬美元)的全額減值。減值虧損於截至2022年6月30日止六個月的合併全面收益表中確認為行政開支。

## 17 Intangible assets (continued)

Note:

- (a) During the six months period ended 30 June 2022, the licensor of certain drug candidates went into liquidation procedures due to financial difficulties. Considering the uncertainty arising from financial difficulties of the licensor to fund further developments of these pipeline drugs, the Company recorded full impairment of RMB40,268,000 (USD6 million) on the intangible assets associated with certain drug candidates. The impairment losses were recognized as administrative expenses in the consolidated statements of comprehensive income for the six months ended 30 June 2022.

## 18 其他資產

## 18 Other assets

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
按攤銷成本計量的金融工具：	Financial instruments at amortized costs:		
— 租賃按金	— Rental deposits	5,264	5,156

## 19 存貨

## 19 Inventories

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
原材料	Raw materials	32,000	36,310
製成品	Finished goods	117,848	138,001
在製品	Work in progress	28	349
		149,876	174,660

已就存貨賬面值超過其可變現淨值的金額確認存貨撇減，並計入合併全面收益表的「收入成本」一欄。截至2022年及2021年6月30日止年度的存貨撇減分別為人民幣5,372,000元及人民幣13,382,000元。

Write-downs of inventories were recognized for the amount by which the carrying amount of the inventories exceeds its net realizable value and was recorded in "cost of revenue" in the consolidated statements of comprehensive income. Write-downs of inventories were RMB5,372,000 and RMB13,382,000 for the six months ended 30 June 2022 and 2021, respectively.

# 財務資料附註

## Notes to the Financial Information

### 20 貿易應收款項

### 20 Trade receivables

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
貿易應收款項	Trade receivables	806,006	546,512
減：貿易應收款項減值撥備	Less: allowance for impairment of trade receivables	—	—
貿易應收款項 — 淨額	Trade receivables — net	806,006	546,512

於2022年6月30日及2021年12月31日，本集團貿易應收款項的公允價值與其賬面值相若。

As at 30 June 2022 and 31 December 2021, fair values of the trade receivables of the Group approximated their carrying amounts.

(a) 基於發票日期的貿易應收款項之賬齡分析如下：

(a) Aging analysis of trade receivables based on the invoice date is as follows:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
6個月內	Up to 6 months	805,998	546,512
6至12個月	6 to 12 months	8	—
		806,006	546,512

本集團的貿易應收款項一般在發票日期起的180天內收回。貿易應收款項不收利息。

The Group's trade receivables are generally collectible within 180 days from the invoice date. No interest is charged on the trade receivables.



## 20 貿易應收款項 (續)

(b) 貿易應收款項以下列貨幣計值：

## 20 Trade receivables (continued)

(b) Trade receivables were denominated in following currencies:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
人民幣	RMB	783,288	545,665
美元	USD	22,104	260
港元	HKD	614	587
		<b>806,006</b>	<b>546,512</b>

## 21 其他流動資產

## 21 Other current assets

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
按攤銷成本計量的金融工具：	Financial instruments at amortized costs:		
— 定期存款	— Time deposits	1,154,925	72,759
— 採購返點應收款項	— Purchase rebate receivables	16,298	6,940
— 應收利息	— Interest receivables	2,208	527
— 租賃按金	— Rental deposits	496	624
其他：	Others:		
— 預付臨床試驗費	— Prepaid clinical trial fee	4,675	4,971
— 預付保險	— Prepaid insurance	2,200	2,454
— 向僱員墊款	— Advance to employee	1,231	259
— 其他	— Others	1,876	1,678
		<b>1,183,909</b>	<b>90,212</b>

財務資料附註  
Notes to the Financial Information

22 現金及現金等價物

22 Cash and cash equivalents

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
現金存款及手頭現金	Cash in bank and in hand	1,312,720	2,127,488

以下列貨幣計值：

Denominated in:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
美元	USD	600,114	695,999
人民幣	RMB	375,931	341,131
港元	HKD	321,372	1,090,319
歐元	EUR	15,163	39
瑞士法郎	CHF	140	—
		1,312,720	2,127,488

23 按類別劃分的金融工具

23 Financial instruments by category

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
<b>按簡明合併資產負債表劃分的資產</b>	<b>Assets as per condensed consolidated balance sheet</b>		
按攤銷成本計量的金融資產：	Financial assets at amortized costs:		
— 現金及現金等價物	— Cash and cash equivalents	1,312,720	2,127,488
— 其他流動資產（不包括預付款項）	— Other current assets (excluding prepayments)	1,173,927	80,850
— 貿易應收款項	— Trade receivables	806,006	546,512
— 其他資產（不包括預付款項及應收稅款）	— Other assets (excluding prepayments and tax receivables)	5,264	5,156
以公允價值計量且其變動計入其他全面收益的金融資產：	Financial assets at FVOCI:		
— 以公允價值計量且其變動計入其他全面收益的長期投資	— Long-term investments measured at FVOCI	147,204	329,449
以公允價值計量且其變動計入當期損益的金融資產：	Financial assets at FVPL:		
— 以公允價值計量且其變動計入當期損益的短期投資	— Short-term investments measured at FVPL	119,626	60,188
— 以公允價值計量且其變動計入當期損益的長期投資	— Long-term investments measured at FVPL	19,429	91,524
		<b>3,584,176</b>	<b>3,241,167</b>
<b>按簡明合併資產負債表劃分的負債</b>	<b>Liabilities as per condensed consolidated balance sheet</b>		
按攤銷成本計量的金融負債：	Financial liabilities at amortized costs:		
— 貿易及其他應付款項（不包括應付薪金及花紅）	— Trade and other payables (excluding salaries and bonus payables)	401,201	444,924
— 即期租賃負債	— Lease liabilities-current	14,092	11,391
— 非即期租賃負債	— Lease liabilities-non-current	12,846	11,175
		<b>428,139</b>	<b>467,490</b>

# 財務資料附註

## Notes to the Financial Information

### 24 金融資產及投資

- (a) 以公允價值計量且其變動計入當期損益的金融資產  
以公允價值計量且其變動計入當期損益的金融資產包括以下投資：

### 24 Financial assets and investments

#### (a) Financial assets at FVPL

The financial assets at FVPL comprise the following investments:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
<b>非流動資產</b>	<b>Non-current assets</b>		
— 上市股權投資(i)	— Equity investments Listed (i)	1,421	1,485
— 非上市股權投資	— Equity investments Unlisted	3,784	—
— 債務投資(ii)	— Debt investments (ii)	14,224	90,039
		<b>19,429</b>	<b>91,524</b>
<b>流動資產</b>	<b>Current assets</b>		
以公允價值計量且其變動計入當期損益的短期投資(iii)	Short-term investments measured at FVPL (iii)		
— 可轉讓存款證	— Transferable certificate of deposits	60,626	10,005
— 結構性存款	— Structured deposits	59,000	50,183
		<b>119,626</b>	<b>60,188</b>

24 金融資產及投資 (續)

(b) 以公允價值計量且其變動計入其他全面收益的金融資產

以公允價值計量且其變動計入其他全面收益的金融資產包括以下投資：

24 Financial assets and investments (continued)

(b) Financial assets at FVOCI

The financial assets at FVOCI comprise the following investments:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
— 上市股權投資(i)	— Equity investments Listed (i)	100,224	284,819
— 非上市股權投資	— Equity investments Unlisted	46,980	44,630
		147,204	329,449

## 財務資料附註 Notes to the Financial Information

### 24 金融資產及投資 (續)

- (b) 以公允價值計量且其變動計入其他全面收益的金融資產 (續)

(i) 股權投資 — 上市

上市證券的公允價值根據活躍市場的收盤價確定，其根據所報市價使用其公允價值列賬，而不扣除交易成本。

(ii) 債務投資

於2022年6月30日及2021年12月31日，本集團作出的具有嵌入式衍生工具的債務投資金額分別為人民幣14,224,000元及人民幣90,039,000元。相關被投資方主要從事製藥業務。

該等投資包括：(a)在被投資方無法控制的贖回事件中，本集團有權要求被投資方以保證的預定固定金額贖回本集團所持全部股份的可贖回優先股；(b)附帶一項可以指定價格購買被投資方優先股之認股權證的應收貸款；及(c)在發生被投資方無法控制的轉換事件時可轉換為被投資方的優先股的應收貸款。在確定附帶嵌入式衍生工具的債務投資的現金流量是否僅為支付本金及利息時，該等債務投資會予以整體考慮。因此，這些投資作為債務工具入賬，並作為以公允價值計量且其變動計入當期損益的金融資產計量。

### 24 Financial assets and investments (continued)

- (b) Financial assets at FVOCI (continued)

(i) Equity investments — Listed

The fair value of listed securities is determined based on the closing prices quoted in active markets. They are accounted for using their fair values based on quoted market prices without any deduction for transaction costs.

(ii) Debt investments

As at 30 June 2022 and 31 December 2021, the Group made debt investments with embedded derivatives of RMB14,224,000 and RMB90,039,000, respectively. These investees are principally engaged in pharmaceutical business.

These investments including: (a) redeemable preferred shares that the Group has the right to require and demand the investees to redeem all of the shares held by the Group at guaranteed predetermined fixed amount upon redemption events which are out of control of the investee, (b) loan receivables embedded with a warrant to acquire preferred shares of the investee at an assigned price and (c) loan receivables that can be converted into preferred shares of the investee upon conversion events which are out of control of the investee. Debt investment with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. Hence, these investments are accounted for as debt instruments and are measured at financial assets at FVPL.

## 24 金融資產及投資(續)

(b) 以公允價值計量且其變動計入其他全面收益的金融資產(續)

(iii) 以公允價值計量且其變動計入當期損益的短期投資

以公允價值計量且其變動計入當期損益的短期投資指以美元及人民幣計值的可轉讓存款證及結構性存款，於2022年6月30日及2021年12月31日，其預期年回報率分別介於2.90%至3.55%及1.15%至3.32%之間。除可轉讓存款證外，所有該等投資的回報均無保證，故其合約現金流量不符合僅為支付本金及利息的規定，因此以公允價值計量且其變動計入當期損益。該等投資均未逾期。

公允價值是基於貼現現金流量，採用基於管理層判斷及可轉讓存款證及結構性存款的公允價值分別處於第三層級及第二層級公允價值層級水平的預期回報率計算。

(iv) 損益內確認的金額

## 24 Financial assets and investments (continued)

(b) Financial assets at FVOCI (continued)

(iii) Short-term investments measured at FVPL

The short-term investments measured at FVPL are transferable certificate of deposits and structured deposits denominated in USD and RMB, with expected rates of return ranging from 2.90% to 3.55% per annum and 1.15% to 3.32% per annum as at 30 June 2022 and 31 December 2021, respectively. The returns on all of these investments, except for transferable certificate of deposits, are not guaranteed, hence their contractual cash flows do not qualify for solely payments of principal and interest. Therefore, they are measured at FVPL. None of these investments were past due.

The fair values are based on cash flow discounted using the expected return based on management judgment and the fair value of transferable certificate of deposits and structured deposits are within level 3 and level 2 of the fair value hierarchy, respectively.

(iv) Amounts recognized in profit or loss

		截至6月30日止六個月	
		For the six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
股權投資的公允價值變動	Fair value changes on equity investments	—	(378)
債務投資的公允價值變動	Fair value changes on debt investments	(74,179)	—
以公允價值計量且其變動計入當期損益的短期投資的公允價值變動	Fair value changes on short-term investments measured at FVPL		
— 結構性存款	— Structured deposits	1,057	1,129
— 可轉讓存款證	— Transferable certificate of deposits	797	—

# 財務資料附註

## Notes to the Financial Information

### 24 金融資產及投資 (續)

- (b) 以公允價值計量且其變動計入其他全面收益的金融資產 (續)
- (v) 於其他全面收益中確認的金額

### 24 Financial assets and investments (continued)

- (b) Financial assets at FVOCI (continued)

- (v) Amounts recognized in OCI

		截至6月30日止六個月	
		For the six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
以公允價值計量且其變動計入其他全面收益的股權投資的公允價值變動	Fair value changes on equity investments measured at FVOCI	(193,477)	4,331

### 25 貿易及其他應付款項

### 25 Trade and other payables

		於6月30日	於12月31日
		As at	As at
		30 June	31 December
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
貿易應付款項(a)	Trade payables (a)	98,540	126,920
購買授權應付款項	Payables for purchase of a license	100,671	95,636
應付營銷及推廣開支	Payables for marketing and promotion expenses	75,254	87,948
應付薪金及花紅	Salaries and bonus payable	70,501	92,878
應付研發測試及臨床試驗費	Payables for testing and clinical trial fees for R&D	46,541	48,369
應付專業服務費	Payables for professional service fee	24,183	29,706
其他	Others	56,012	56,345
		471,702	537,802



## 25 貿易及其他應付款項 (續)

- (a) 於各資產負債表日期基於發票日期的貿易應付款項的賬齡分析如下：

## 25 Trade and other payables (continued)

- (a) Aging analysis of the trade payables based on invoice date at the respective balances sheet dates are as follows:

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
少於一年	Less than 1 year	98,540	126,920

## 26 租賃負債

## 26 Lease liabilities

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
於以下期間到期的最低租賃款	Minimum lease payments due		
— 一年內	— Within 1 year	14,493	11,422
— 一至兩年	— Between 1 and 2 years	10,482	9,170
— 兩至五年	— Between 2 and 5 years	2,921	3,032
		27,896	23,624
減：未來融資費用	Less: future finance charges	(958)	(1,058)
租賃負債現值	Present value of lease liabilities	26,938	22,566
一年內	Within 1 year	14,092	11,391
一至兩年	Between 1 and 2 years	10,267	8,536
兩至五年	Between 2 and 5 years	2,579	2,639
		26,938	22,566

# 財務資料附註

## Notes to the Financial Information

### 27 借款

### 27 Borrowings

		於6月30日 As at 30 June 2022年 2022 人民幣千元 RMB'000 (未經審核) (Unaudited)	於12月31日 As at 31 December 2021年 2021 人民幣千元 RMB'000
<b>非流動負債</b>	<b>Non-current liabilities</b>		
一年後到期的長期借款	Long-term borrowings due after one year	802,289	762,160
<b>流動負債</b>	<b>Current liabilities</b>		
一年內到期的長期借款	Long-term borrowings due within one year	402,684	382,542

於2020年6月，SciClone Pharmaceuticals International Limited（「SPIL」）（本公司的一家全資附屬公司）自中國民生銀行股份有限公司香港分行（「貸款人」）獲得一項總額為300百萬美元的銀行融資（「融資」）。SPIL（及其附屬公司，如適用）的絕大部分資產及普通股均被質押作為該融資的抵押品。

於2020年6月，一筆金額為300百萬美元（相當於人民幣2,123,850,000元）的五年期浮動利率貸款（「貸款」）自該項融資中提取。20%的本金首期還款須按以下時間表償還：(i)如果本公司尚未提交首次公開發售申請或在2020年11月4日前完成首次公開發售，首期還款須於2020年11月4日作出；(ii)如果本公司已提交首次公開發售申請但尚未在2020年11月4日前完成首次公開發售，首期還款須在(a)本公司的首次公開發售後的一個月；及(b)2021年3月31日（以較早者為準）之前作出。

本公司於2021年3月3日在香港聯交所主板完成首次公開發售。根據還款時間表，SPIL已分別於2021年3月31日及2021年11月4日償還首期的60百萬美元及第二期的60百萬美元。

In June 2020, SciClone Pharmaceuticals International Limited (“SPIL”), a wholly owned subsidiary of the Company, obtained a bank facility (the “Facility”) with a total amount of USD300 million from China Minsheng Banking Corp., Ltd. Hong Kong Branch (the “Lender”) with substantially all of SPIL’s (and its subsidiaries’, as applicable) assets and common stocks pledged as security for the Facility.

In June 2020, a five-year loan of USD300 million (equivalent to RMB2,123,850,000) (the “Loan”) with floating rate was drawn down from the Facility. The first installment of 20% principal amount shall be repaid according to the following schedule: (i) if the Company has not yet submitted its initial public offering (“IPO”) application or has completed its IPO by 4 November 2020, the first installment shall be made on 4 November 2020; (ii) if the Company has submitted IPO application but not yet completed its IPO before 4 November 2020, the first installment shall be made until the earlier of (a) one month after the Company’s IPO and (b) 31 March 2021.

The Company completed its IPO on the Main Board of the HKEx on 3 March 2021. According to the repayments schedule, SPIL repaid the first installment of USD60 million and the second installment of USD60 million on 31 March 2021 and 4 November 2021, respectively.

## 27 借款 (續)

貸款的剩餘分期還款如下所示：

日期	規定的本金還款
Dates	Required Principal Payments
	千美元
	USD'000
分期付款第三期 3 <sup>rd</sup> installment	60,000
分期付款第四期 4 <sup>th</sup> installment	60,000
分期付款第五期 5 <sup>th</sup> installment	60,000

### 債務發行成本及利息開支

SPIL就該融資產生795,000美元(相當於人民幣5,601,000元)的交易成本，該成本被記作債務發行成本，抵銷該借款的賬面值。該債務發行成本將使用實際利率法在債務的存續期內被攤銷至利息開支。

截至2022年及2021年6月30日止六個月，與該融資協議有關的利息開支分別為2,493,000美元(相當於人民幣16,195,000元)及3,400,000美元(相當於人民幣21,993,000元)。

## 27 Borrowings (continued)

The remaining repayment installments of the Loan are as follows:

日期	規定的本金還款
Dates	Required Principal Payments
	千美元
	USD'000
2022年11月4日 4 November 2022	60,000
2023年11月4日 4 November 2023	60,000
2024年11月4日 4 November 2024	60,000

### Debt Issuance Costs and Interest Expense

SPIL incurred transaction costs of USD795,000 (equivalent to RMB5,601,000) in connection with the Facility, and the costs were recorded as debt issuance costs offsetting the carrying value of the borrowings. The debt issuance costs are being amortized to interest expense over the life of the debt using the effective interest method.

For the six months ended 30 June 2022 and 2021, interest expenses in connection with the Facility Agreement was USD2,493,000 (equivalent to RMB16,195,000) and USD3,400,000 (equivalent to RMB21,993,000), respectively.

財務資料附註  
Notes to the Financial Information

28 股本及股份溢價

28 Share capital and share premium

		已發行 普通股數量 Number of ordinary shares issued	股本 Share capital 人民幣千元 RMB'000	股份溢價 Share premium 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
(未經審核)	(Unaudited)				
於2022年1月1日	At 1 January 2022	681,374,263	232	1,727,026	1,727,258
向僱員股份計劃信託發行 普通股(a)	Issuance of ordinary shares to employee share scheme trusts (a)	3,250,000	1	—	1
行使購股權	Exercise of share options	862,000	—	9,386	9,386
購回及註銷普通股(b)	Repurchase and cancellation of ordinary shares (b)	(1,967,500)	(1)	(19,503)	(19,504)
於2022年6月30日	At 30 June 2022	683,518,763	232	1,716,909	1,717,141
		已發行 普通股數量 Number of ordinary shares issued	股本 Share capital 人民幣千元 RMB'000	股份溢價 Share premium 人民幣千元 RMB'000	合計 Total 人民幣千元 RMB'000
(未經審核)	(Unaudited)				
於2021年1月1日	At 1 January 2021	555,199,800	192	—	192
首次公開發售後發行普通股(c)	Issuance of ordinary shares upon IPO (c)	115,984,500	37	1,727,026	1,727,063
向僱員股份計劃信託發行 普通股(d)	Issuance of ordinary shares to employee share scheme trusts (d)	6,689,963	2	—	2
就受限制股份單位計劃 持有的股份(d)	Shares held for RSU scheme (d)	(6,689,963)	(2)	—	(2)
於2021年6月30日	At 30 June 2021	671,184,300	229	1,727,026	1,727,255

## 28 股本及股份溢價 (續)

- (a) 於2022年3月11日，本公司向賽生購股權管理有限公司(SciClone Option Management Limited) (「購股權信託」) 發行及配發3,250,000股普通股，以便員工行使2020年計劃下獲授的已歸屬購股權。截至2022年6月30日，信託持有的股份入賬列作本公司庫存股份。

於2021年11月11日，本公司向購股權信託發行及配發3,500,000股普通股，以便員工行使2020年計劃下獲授的已歸屬購股權。截至2022年6月30日，購股權信託持有的3,500,000股股份入賬列作本公司庫存股份。

- (b) 截至2022年6月30日止六個月，本公司以總代價人民幣19,504,000元的價格購回2,826,500股流通在外的普通股，其中1,967,500股已註銷，其餘859,000股於2022年6月30日入賬列作本公司庫存股份。
- (c) 於2021年3月3日，本公司在聯交所主板上市後，以每股18.80港元發行115,984,500股新普通股，募集所得款項總額約為2,180,509,000港元(相當於人民幣1,814,837,000元)。扣除與股份發行直接相關的上市開支後，所得款項淨額約為2,075,049,000港元(相當於人民幣1,727,063,000元)。

## 28 Share capital and share premium (continued)

- (a) On 11 March 2022, the Company issued and allotted 3,250,000 ordinary shares to SciClone Option Management Limited (“the Option Trust”) for the purpose of facilitating employees to exercise their vested shares options granted under the 2020 Plan. As of 30 June 2022, the Shares held in the trust are accounted for as treasury shares of the Company.

On 11 November 2021, the Company issued and allotted 3,500,000 ordinary shares to the Option Trust for the purpose of facilitating employees to exercise their vested shares options granted under the 2020 Plan. As of 30 June 2022, the 3,500,000 shares held in the Option Trust were accounted for as treasury shares of the Company.

- (b) During the six months ended 30 June 2022, the Company repurchased 2,826,500 outstanding ordinary shares at prices with a total consideration of RMB19,504,000, among which 1,967,500 shares has been cancelled and the rest of 859,000 shares are accounted for as treasury shares of the Company as at 30 June 2022.
- (c) On 3 March 2021, the Company, upon its listing on the Main Board of the HKEx, issued 115,984,500 new ordinary shares at HKD18.80 per share, and raised gross proceeds of approximately HKD2,180,509,000 (equivalent to RMB1,814,837,000). The net proceeds were approximately HKD2,075,049,000 (equivalent to RMB1,727,063,000) after deducting listing expenses directly relating to the share issuance.

## 財務資料附註 Notes to the Financial Information

### 28 股本及股份溢價 (續)

- (d) 於2021年1月22日，本公司股東批准及採納以股份為基礎的付款計劃（「首次公開發售後受限制股份單位計劃」），據此，本公司合共6,689,963股股份將發行及授予本集團若干董事、高級人員以及其他關鍵貢獻者及僱員，惟於上市後須受若干歸屬條件規限。

於2021年2月10日，本公司就首次公開發售後受限制股份單位計劃發行及配發合共6,689,963股普通股。於2021年2月11日，該數目的普通股獲分配予SCLN ESOP Management Limited（「受限制股份單位信託」），以根據本公司首次公開發售後受限制股份單位計劃以信託形式為及代表承授人持有普通股。

於2021年4月19日，於首次公開發售後受限制股份單位計劃下授出2,408,500股受限制股份單位，其於受限制股份單位信託持有的6,689,963股普通股中入賬列作本公司庫存股份。

### 28 Share capital and share premium (continued)

- (d) On 22 January 2021, the Company's shareholders approved and adopted a share based payment scheme (the "Post-IPO RSU Plan"), under which a total number of 6,689,963 shares of the Company will be issued and granted to certain directors, officers, and other key contributors and employees of the Group subject to certain vesting conditions after the Listing.

On 10 February 2021, the Company issued and allotted an aggregate of 6,689,963 ordinary shares for the Post-IPO RSU Plan. On 11 February 2021, such number of ordinary shares were directed to SCLN ESOP Management Limited ("the RSU Trust") for the purpose of holding ordinary shares under the Company's Post-IPO RSU Plan on trust for and on behalf of grantees.

On 19 April 2022, 2,408,500 of restricted share unit was granted under the Post-IPO RSU Plan, which is included in 6,689,963 ordinary shares held in the RSU Trust accounted for as treasury shares of the Company.

## 29 其他權益

## 29 Other equity

		於2022年6月30日		於2021年12月31日	
		股數	人民幣千元	股數	人民幣千元
		Shares	RMB'000	Shares	RMB'000
庫存股份	Treasury shares	10,275,663	3	10,189,963	3

詳情		股份數目	人民幣千元
Details		Number of shares	RMB'000
於2022年1月1日	At 1 January 2022	10,189,963	3
向僱員股份計劃信託發行 普通股 (附註28(a))	Issuance of ordinary shares to employee share scheme trusts (Note 28(a))	3,250,000	1
購回普通股 (附註28(b))	Repurchase of ordinary shares (Note 28(b))	2,826,500	—
註銷普通股 (附註28(b))	Cancellation of ordinary shares (Note 28(b))	(1,967,500)	—
於信託下行使的購股權	Share options exercised under the trusts	(4,023,300)	(1)
於2022年6月30日	At 30 June 2022	10,275,663	3

		股份數目	人民幣千元
		Number of shares	RMB'000
於2021年1月1日	At 1 January 2021	—	—
向僱員股份計劃信託發行普通股	Issuance of ordinary shares to employee share scheme trusts	10,189,963	3
於2021年12月31日	At 31 December 2021	10,189,963	3

# 財務資料附註

## Notes to the Financial Information

### 30 其他儲備

### 30 Other reserve

		以公允價值 計量且其 變動計入 其他全面收益 的金融資產	股份酬金 儲備	貨幣匯兌 差額	法定盈餘 公積	資本公積	合計
		Financial asset at FVOCI	Share-based compensation reserve	Currency translation differences	Statutory surplus reserve	Capital reserve	Total
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000
(未經審核)	(Unaudited)						
於2022年1月1日的結餘	Balance at 1 January 2022	293,938	226,067	(13,688)	25,841	(232,399)	299,759
外幣匯兌	Foreign currency translation	—	—	121,745	—	—	121,745
以公允價值計量且其變動計入 其他全面收益的股權投資的 公允價值變動	Changes in the fair value of equity investments at FVOCI	(193,477)	—	—	—	—	(193,477)
股份酬金開支	Share-based compensation expenses	—	21,383	—	—	—	21,383
於2022年6月30日的結餘	Balance at 30 June 2022	100,461	247,450	108,057	25,841	(232,399)	249,410
(未經審核)	(Unaudited)						
於2021年1月1日的結餘	Balance at 1 January 2021	190,267	163,054	21,354	15,575	(227,577)	162,673
外幣匯兌	Foreign currency translation	—	—	1,855	—	—	1,855
以公允價值計量且其變動計入 其他全面收益的股權投資的 公允價值變動	Changes in the fair value of equity investments at FVOCI	4,331	—	—	—	—	4,331
股份酬金開支	Share-based compensation expenses	—	37,716	—	—	—	37,716
股息	Dividends	—	—	—	—	(4,822)	(4,822)
於2021年6月30日的結餘	Balance at 30 June 2021	194,598	200,770	23,209	15,575	(232,399)	201,753



### 31 重大關聯方交易

關聯方是指其中一方有能力直接或間接控制另一方或可對另一方的財務及營運決策施加重大影響力。受共同控制、共同重大影響或聯合控制的各方亦被視為關聯方。

以下公司是在本集團有結餘及／或與本集團開展交易的關聯方。

#### (a) 名稱及與關聯方的關係

名稱 Name	關係 Relationship
Avengers Limited	對本公司有重大影響的股東 Shareholder with significant influence over the Company
GL Trade Investment LP	對本公司有重大影響的股東 Shareholder with significant influence over the Company
Ascendent Silver (Cayman) Limited	對本公司有重大影響的股東 Shareholder with significant influence over the Company
GL GLEE Investment Limited	對本公司有重大影響的股東 Shareholder with significant influence over the Company
安瀚有限公司	對本公司有重大影響的股東
Ocean Falcon limited	Shareholder with significant influence over the Company
Convergence International Holdings Ltd.	由本公司行政總裁控制 Controlled by the Company's chief executive officer

### 31 Significant related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, common significant influence or joint control.

The following companies are related parties of the Group that had balances and/or transactions with the Group.

#### (a) Names and relationships with related parties

# 財務資料附註

## Notes to the Financial Information

### 31 重大關聯方交易 (續)

#### (b) 主要管理人員薪酬

就僱員服務已付或應付主要管理人員的薪酬如下：

### 31 Significant related party transactions (continued)

#### (b) Key management personnel compensations

The compensations paid or payable to key management personnel for employee services are shown below:

		截至6月30日止六個月	
		Six months ended 30 June	
		2022年	2021年
		2022	2021
		人民幣千元	人民幣千元
		RMB'000	RMB'000
		(未經審核)	(未經審核)
		(Unaudited)	(Unaudited)
工資、薪金和花紅	Wages, salaries, bonuses	16,040	15,738
以股份為基礎的付款	Share-based payments	4,421	11,926
退休金計劃供款	Contributions to pension plans	171	160
住房公積金、醫療保險和其他社會福利供款	Housing funds, medical insurance and other social welfare contributions	202	192
		<b>20,834</b>	<b>28,016</b>

### 32 期後事項

由2022年6月30日至本報告日期，除於本報告所披露者外，董事並不知悉已發生須予披露的任何重大事項。

### 32 Subsequent Events

As from 30 June 2022 to the date of this report, save as disclosed in this report, the directors are not aware of any significant events requiring disclosure that have occurred.

## 釋義及詞彙表 Definitions and Glossary

「章程細則」或「組織章程細則」 “Articles” or “Articles of Association”	指	本公司於2021年1月22日有條件採納並於上市日期生效的組織章程細則，其概要載於本招股章程附錄四 the articles of association of our Company, conditionally adopted on January 22, 2021 and effective on the Listing Date, a summary of which is set out in Appendix IV to this prospectus
「核數師」 “Auditor”	指	羅兵咸永道會計師事務所 PricewaterhouseCoopers
「審核委員會」 “Audit Committee”	指	董事會審核委員會 the audit committee of our Board
「董事會」 “Board” or “Board of Directors”	指	董事會 the board of Directors
「《企業管治守則》」 “CG Code”	指	《上市規則》附錄十四所載企業管治常規守則 code on corporate governance practices contained in Appendix 14 to the Listing Rules “Director(s)” the director(s) of the Company “Group” collectively, the Company and its subsidiaries
「中國」或「中國內地」 “China”, “Mainland China” or “the PRC”	指	中華人民共和國，就本招股章程而言，不包括香港、澳門特別行政區及台灣 the People’s Republic of China excluding, for the purpose of this prospectus, Hong Kong, Macau Special Administrative Region and Taiwan
「本公司」 “Company” or “our Company”	指	賽生藥業控股有限公司，一家於2020年5月13日在開曼群島註冊成立的獲豁免有限公司 SciClone Pharmaceuticals (Holdings) Limited, an exempted company incorporated in the Cayman Islands with limited liability on May 13, 2020
「CHINET」 “CHINET”	指	中國抗菌素監測網 China Antimicrobial Surveillance Network
「CMO」 “CMO”	指	為製藥行業的其他公司提供合約服務的合約製造機構，提供藥物製造服務 contract manufacturing organization serving other companies in the pharmaceutical industry on a contract basis to provide drug manufacturing service
「CNS」 “CNS”	指	中樞神經系統 central nervous system
「Go-to-Patient」或「GTP」 “Go-to-Patient” or “GTP”	指	一種加強醫生和患者之間的通信，並解決患者通過藥房及其他零售渠道獲得藥物問題的商業模式 a business model to enhance communication among doctors and patients, and to address patients’ access to drugs through pharmacies and other retail channels
「CRF」 “CRF”	指	癌症相關性疲乏 cancer-related fatigue
「董事」 “Director(s)”	指	本公司董事 the director(s) of our Company

## 釋義及詞彙表 Definitions and Glossary

<p>「DTP藥房」 “DTP pharmacies”</p>	指	<p>直送患者藥房，指向患者直接提供有價值的專業服務的藥房。當患者收到醫院的醫生處方，DTP藥房會按照患者的處方於患者所選時間及地點交付有關藥物</p> <p>direct-to-patient pharmacies, which refer to pharmacies that directly provide valuable professional services patients. When patients receive doctor prescriptions from the hospitals, DTP pharmacies deliver the drugs to the patients based on their prescriptions at the time and location of patients' choices</p>
<p>「EMA」 “EMA”</p>	指	<p>歐洲藥品管理局</p> <p>the European Medicines Agency</p>
<p>「德福資本」 “GL Capital Group”</p>	指	<p>我們的最大單一股東，並非法人實體，而是由GL Capital Management GP Limited、GL Capital Management GP L.P.、GL China Opportunities Fund L.P.、GL Glee Investment Limited、GL Capital Management Ltd、GL Capital Management GP II B.C. I Ltd、GL Trade Investment LP及GL Partners Capital Management Ltd組成的一組公司，有關詳情載於本招股章程「主要股東」一節</p> <p>our single largest Shareholder, which is not a legal entity, but a group of companies comprising GL Capital Management GP Limited, GL Capital Management GP L.P., GL China Opportunities Fund L.P., GL Glee Investment Limited, GL Capital Management Ltd, GL Capital Management GP II B.C. I Ltd, GL Trade Investment LP and GL Partners Capital Management Ltd, details of which are set forth in the section headed “Substantial Shareholder” in this prospectus</p>
<p>「本集團」或「我們」 “Group”, “our Group”, “we” or “us”</p>	指	<p>本公司及其附屬公司以及（就本公司成為其現有附屬公司的控股公司之前的期間而言）該等附屬公司或其前身公司（視情況而定）經營的業務</p> <p>our Company and our subsidiaries and, in respect of the period before the Company became the holding company of our present subsidiaries, the businesses operated by such subsidiaries or their predecessors (as the case may be)</p>
<p>「HABP/VABP」 “HABP/VABP”</p>	指	<p>醫院獲得性細菌性肺炎及呼吸機相關細菌性肺炎</p> <p>hospital-acquired bacterial pneumonia and ventilator-associated bacterial pneumonia</p>
<p>「HCC」 “HCC”</p>	指	<p>肝細胞癌</p> <p>hepatocellular carcinoma</p>
<p>「港元」或「港仙」 “HK\$” or “Hong Kong dollar(s)” or “cent”</p>	指	<p>香港法定貨幣港元</p> <p>Hong Kong dollars, the lawful currency of Hong Kong</p>
<p>「香港」 “Hong Kong” or “HK”</p>	指	<p>中國香港特別行政區</p> <p>the Hong Kong Special Administrative Region of the PRC</p>
<p>「香港聯交所」或「聯交所」 “Hong Kong Stock Exchange” or “Stock Exchange”</p>	指	<p>香港聯合交易所有限公司</p> <p>The Stock Exchange of Hong Kong Limited</p>
<p>「上市」 “Listing”</p>	指	<p>股份於香港聯交所主板上市</p> <p>the listing of the Shares on the Main Board of the Hong Kong Stock Exchange</p>

## 釋義及詞彙表 Definitions and Glossary

<p>「上市日期」 “Listing Date”</p>	指	<p>2021年3月3日，股份於香港聯交所上市並獲准於香港聯交所開始買賣的日期 March 3, 2021, the date on which our Shares are listed on the Hong Kong Stock Exchange and from which dealings in our Shares are permitted to commence on the Hong Kong Stock Exchange</p>
<p>「《上市規則》」 “Listing Rules”</p>	指	<p>《香港聯合交易所有限公司證券上市規則》（經不時修訂或補充） the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time</p>
<p>「MAA」 “MAA”</p>	指	<p>上市許可申請 market authorization application</p>
<p>「主板」 “Main Board”</p>	指	<p>由香港聯交所營運的證券市場（不包括期權市場），獨立於香港聯交所GEM並與其併行運作 the stock market (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Hong Kong Stock Exchange</p>
<p>「主板」 “Main Board”</p>	指	<p>由香港聯交所營運的證券市場（不包括期權市場），獨立於香港聯交所GEM並與其併行運作 the stock market (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Hong Kong Stock Exchange</p>
<p>「標準守則」 “Model Code”</p>	指	<p>《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 the model code for securities transactions by directors of listed issuers as set out in Appendix 10 to the Listing Rules</p>
<p>「購股權激勵計劃」 “Option Incentive Plan”</p>	指	<p>本公司於2018年6月24日批准及採納的購股權激勵計劃（經不時修訂），以本公司或任何附屬公司的董事及僱員為受益人；主要條款概要載於本招股章程附錄五「法定及一般資料 — D.股份計劃 — 1.購股權激勵計劃」一節 the option incentive plan approved and adopted by our Company on June 24, 2018, as amended from time to time, for the benefit of any director and employee of the Company or any of our subsidiaries; a summary of the principal terms is set forth in the section headed “Statutory and General Information — D. Share Plans — 1. Option Incentive Plan” in Appendix V to this prospectus</p>
<p>「首次公開發售後購股權計劃」 “Post-IPO Option Plan”</p>	指	<p>於2021年1月22日經由股東決議案採納的首次公開發售後購股權計劃，為選定參與者提供機會購買本公司所有權益；主要條款概要載於本招股章程附錄五「法定及一般資料 — D.股份計劃 — 2.首次公開發售後購股權計劃」一節 the post-IPO share option scheme adopted by Shareholders’ resolution on January 22, 2021, to provide selected participants with the opportunity to acquire proprietary interests in our Company; a summary of principal terms is set forth in the section headed “Statutory and General Information — D. Share Plans — 2. Post-IPO Option Plan” in Appendix V to this prospectus</p>

## 釋義及詞彙表 Definitions and Glossary

<p>「首次公開發售後受限制股份單位計劃」</p> <p><b>“Post-IPO RSU Plan”</b></p>	<p>指</p>	<p>於2021年1月22日經由股東決議案採納的首次公開發售後受限制股份單位計劃，令本集團董事、高級人員以及其他關鍵貢獻者及僱員能夠分享本公司的成功；主要條款概要載於本招股章程附錄五「法定及一般資料 — D.股份計劃 — 3.首次公開發售後受限制股份單位計劃」一節</p> <p>the post-IPO Restricted Share Unit Plan adopted by Shareholders’ resolution on January 22, 2021, to enable the directors, officers, and other key contributors and employees of our Group to share the success of our Company; a summary of principal terms is set forth in the section headed “Statutory and General Information — D. Share Plans — 3. Post-IPO RSU Plan” in Appendix V to this prospectus</p>
<p>「薪酬委員會」</p> <p><b>“Remuneration Committee”</b></p>	<p>指</p>	<p>董事會薪酬委員會</p> <p>the remuneration committee of our Board</p>
<p>「報告期」</p> <p><b>“Reporting Period”</b></p>	<p>指</p>	<p>2022年1月1日至2022年6月30日止六個月期間</p> <p>six months period from January 1, 2022 to June 30, 2022</p>
<p>「人民幣」</p> <p><b>“RMB”</b></p>	<p>指</p>	<p>中國法定貨幣人民幣</p> <p>Renminbi, the lawful currency of the PRC</p>
<p>「受限制股份單位持有實體」</p> <p><b>“RSU Holding Entity”</b></p>	<p>指</p>	<p>SCLN ESOP Management Limited，一家於英屬維爾京群島註冊成立且由Maples Trustee Services (Cayman) Limited全資擁有的有限公司，根據首次公開發售後受限制股份單位計劃以信託形式為及根據首次公開發售後受限制股份單位計劃代表承授人（將於上市後確定）持有股份</p> <p>SCLN ESOP Management Limited, a limited company incorporated in the British Virgin Islands and wholly owned by Maples Trustee Services (Cayman) Limited, holding our Shares pursuant to the Post-IPO RSU Plan on trust for and on behalf of grantees under the Post-IPO RSU Plan which will be determined after the Listing</p>
<p>「股份計劃」</p> <p><b>“Share Plans”</b></p>	<p>指</p>	<p>購股權激勵計劃、首次公開發售後購股權計劃及首次公開發售後受限制股份單位計劃</p> <p>the Option Incentive Plan, Post-IPO Option Plan and Post-IPO RSU Plan</p>
<p>「股份」</p> <p><b>“Share(s)”</b></p>	<p>指</p>	<p>本公司股本中每股面值0.00005美元的普通股</p> <p>ordinary share(s) in the capital of our Company with nominal value of US\$0.00005 each</p>
<p>「股東」</p> <p><b>“Shareholder(s)”</b></p>	<p>指</p>	<p>股份持有人</p> <p>holder(s) of our Shares</p>
<p>「SMDC」</p> <p><b>“SMDC”</b></p>	<p>指</p>	<p>小分子藥物偶聯物</p> <p>small molecule drug conjugate</p>
<p>「附屬公司」</p> <p><b>“subsidiary(ies)”</b></p>	<p>指</p>	<p>具有《上市規則》所賦予的涵義</p> <p>has the meaning ascribed to it under the Listing Rules</p>
<p>「TACE」</p> <p><b>“TACE”</b></p>	<p>指</p>	<p>肝動脈化療栓塞</p> <p>transarterial chemoembolization</p>
<p>「美國」</p> <p><b>“U.S.”</b></p>	<p>指</p>	<p>美利堅合眾國</p> <p>the United States of America</p>
<p>「美元」</p> <p><b>“USD”</b></p>	<p>指</p>	<p>美國法定貨幣</p> <p>the lawful currency of the United States of America</p>

