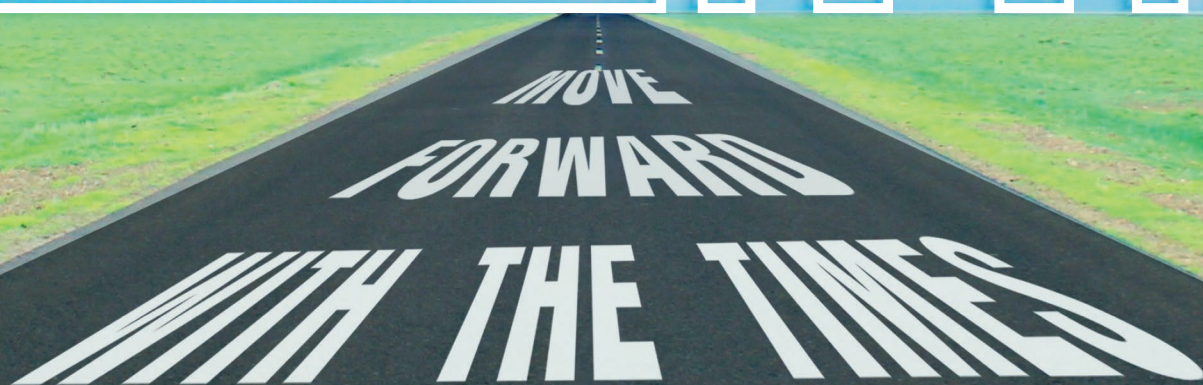


Mobicon Group Limited
萬保剛集團有限公司
(股份編號 Stock Code : 1213)



與時並進



2022/2023
INTERIM REPORT
中期報告



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CORPORATE INFORMATION

公司資料

BOARD OF DIRECTORS

Executive Directors

Hung Kim Fung, Measure (Chairman)
Yeung Man Yi, Beryl (Deputy Chairman and Chief Executive Officer)
Hung Ying Fung
Yeung Kwok Leung, Allix

Independent Non-Executive Directors

Charles E. Chapman
(resigned on 31 August 2022)
Leung Wai Cheung
Ku Wing Hong, Eric
Ip Fu Wa, Benthony (appointed on 31 August 2022)

AUDIT COMMITTEE

Leung Wai Cheung (Chairman)
Charles E. Chapman
(resigned on 31 August 2022)
Ku Wing Hong, Eric
Ip Fu Wa, Benthony (appointed on 31 August 2022)

REMUNERATION COMMITTEE

Leung Wai Cheung (Chairman)
Yeung Man Yi, Beryl
Ku Wing Hong, Eric

NOMINATION COMMITTEE

Hung Kim Fung, Measure (Chairman)
Charles E. Chapman
(resigned on 31 August 2022)
Leung Wai Cheung
Ip Fu Wa, Benthony (appointed on 31 August 2022)

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

PRINCIPAL PLACE OF BUSINESS

7/F New Trend Centre
704 Prince Edward Road East
San Po Kong
Kowloon
Hong Kong

COMPANY SECRETARY

Tsoi Ho Yin

董事會

執行董事

洪劍峯(主席)
楊敏儀(副主席兼行政總裁)
洪英峯
楊國樑

獨立非執行董事

Charles E. Chapman
(於二零二二年八月三十一日辭任)
梁偉祥
古永康
葉富華(於二零二二年八月三十一日委任)

審核委員會

梁偉祥(主席)
Charles E. Chapman
(於二零二二年八月三十一日辭任)
古永康
葉富華(於二零二二年八月三十一日委任)

薪酬委員會

梁偉祥(主席)
楊敏儀
古永康

提名委員會

洪劍峯(主席)
Charles E. Chapman
(於二零二二年八月三十一日辭任)
梁偉祥
葉富華(於二零二二年八月三十一日委任)

註冊辦事處

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

主要營業地點

香港
九龍
新蒲崗
太子道東704號
新時代工貿商業中心7樓

公司秘書

蔡浩賢

CORPORATE INFORMATION

公司資料

AUDITORS

HLB Hodgson Impey Cheng Limited
Certified Public Accountants
31/F Gloucester Tower
The Landmark
11 Pedder Street, Central
Hong Kong

核數師

國衛會計師事務所有限公司
香港執業會計師
香港
中環畢打街11號
置地廣場
告羅士打大廈31樓

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

MUFG Fund Services (Bermuda) Limited
4th Floor North Cedar House
41 Cedar Avenue
Hamilton HM12
Bermuda

主要股份過戶登記處

MUFG Fund Services (Bermuda) Limited
4th Floor North Cedar House
41 Cedar Avenue
Hamilton HM12
Bermuda

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Hong Kong Registrars Limited
Shops 1712–1716, 17/F
Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

股份過戶登記分處

香港證券登記有限公司
香港灣仔
皇后大道東183號
合和中心
17樓1712–1716室

PRINCIPAL BANKERS

Dah Sing Bank, Limited
DBS Bank (Hong Kong) Limited
Hang Seng Bank Limited

主要往來銀行

大新銀行有限公司
星展銀行(香港)有限公司
恒生銀行有限公司

LEGAL ADVISERS

David Fong & Co., Solicitors
Unit A, 12/F, China Overseas Building
139 Hennessy Road
Wan Chai
Hong Kong

法律顧問

方良佳律師事務所
香港灣仔
軒尼詩道139號
中國海外大廈
12樓A室

CORPORATE WEBSITE

<http://www.mobicon.com>

公司網站

<http://www.mobicon.com>

INVESTOR RELATIONS CONTACT

Telephone no: (852) 2397 6628
Facsimile no: (852) 2397 0339

投資者關係聯絡

電話號碼：(852) 2397 6628
傳真號碼：(852) 2397 0339

STOCK CODE

1213

股份代號

1213

FINANCIAL HIGHLIGHTS

財務摘要

Six months ended
30 September
截至九月三十日止六個月

		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	% Change 變動
Results 業績				
Revenue	收益	219,424	259,886	(15.6)
Gross Profit	毛利	58,268	70,469	(17.3)
EBITDA	未計利息、稅項、折舊及 攤銷費用前盈利	12,459	20,784	(40.1)
Profit Attributable to Equity Holders of the Company	本公司權益持有人 應佔溢利	2,587	7,299	(64.6)
Basic earnings per Share (HK cents)	每股基本盈利(港仙)	1.3	3.6	(63.9)
Interim Dividend per Share (HK cent)	每股中期股息(港仙)	0.5	0.5	–
		At 30 September 2022 二零二二年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2022 二零二二年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)	% Change 變動
Financial Position 財務狀況				
Total Assets	資產總值	321,872	355,925	(9.6)
Net Assets	資產淨值	170,707	188,169	(9.3)
Net Cash Balance	現金結餘淨額	(32,220)	(32,072)	(0.5)
Total Equity Attributable to Equity Holders of the Company	本公司權益持有人應佔權益 總額	126,458	137,279	(7.9)

REPORT OF THE DIRECTORS

董事會報告

The Board of Directors (the “Board”) of Mobicon Group Limited (the “Company”) is pleased to present the unaudited condensed consolidated financial statements of the Company and its subsidiaries (the “Group”) as at and for the six months ended 30 September 2022 (the “Period”) together with comparative figures and explanatory notes in this interim report.

INTERIM DIVIDEND

By a Board resolution passed on 25 November 2022 (Friday), the Board had resolved to declare an interim dividend of HK\$0.005 per ordinary share for the six months ended 30 September 2022 (2021: HK\$0.005 per ordinary share). The interim dividend will be payable on 23 December 2022 (Friday) to shareholders whose names appear on the Register of Members of the Company as at 14 December 2022 (Wednesday).

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed from 12 December 2022 (Monday) to 14 December 2022 (Wednesday), both dates inclusive, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Hong Kong Registrars Limited at its office situated at Shops 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on 9 December 2022 (Friday).

萬保剛集團有限公司(「本公司」)董事會(「董事會」)欣然呈列本公司及其附屬公司(「本集團」)於二零二二年九月三十日及截至該日止六個月(「本期間」)之未經審核簡明綜合財務報表，連同本中期報告所載比較數字及闡釋附註。

中期股息

董事會已藉於二零二二年十一月二十五日(星期五)通過之董事會決議案，議決宣派截至二零二二年九月三十日止六個月之中期股息每股普通股0.005港元(二零二一年：每股普通股0.005港元)。中期股息將於二零二二年十二月二十三日(星期五)派付予於二零二二年十二月十四日(星期三)名列本公司股東名冊之股東。

暫停辦理股份過戶登記手續

本公司將於二零二二年十二月十二日(星期一)至二零二二年十二月十四日(星期三)(包括首尾兩日)期間暫停辦理股份過戶登記手續，期間將不會進行任何股份過戶登記。為符合資格獲派中期股息，所有股份過戶文件連同有關股票須不遲於二零二二年十二月九日(星期五)下午四時三十分，送達本公司之香港股份過戶登記分處香港證券登記有限公司之辦事處，地址為香港灣仔皇后大道東183號合和中心17樓1712–1716號舖，以辦理登記手續。

REPORT OF THE DIRECTORS

董事會報告

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN EQUITY AND DEBT SECURITIES

As at 30 September 2022, the interests and short positions of each Director and chief executive of the Company and his/her associates in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO or the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code"), were as follows:

董事及主要行政人員於股本及債務證券之權益

於二零二二年九月三十日，本公司各董事及主要行政人員以及其聯繫人士於本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中擁有已記錄於本公司根據證券及期貨條例第352條存置之登記冊之權益及淡倉，或已根據證券及期貨條例第XV部第7及8分部或上市發行人董事進行證券交易的標準守則（「標準守則」）另行知會本公司及香港聯合交易所有限公司（「聯交所」）之權益及淡倉如下：

Ordinary shares of HK\$0.10 each in the Company

本公司每股面值0.10港元之普通股

Name of Directors 董事姓名	Long/short position 好倉／淡倉	Number of shares 股份數目			Percentage 百分比
		Personal interests 個人權益	Corporate interests 公司權益	Total interests 權益總計	
Dr. Hung Kim Fung, Measure 洪劍峯博士	Long 好倉	–	90,000,000 (Note (a)) (附註(a))	90,000,000	45%
Ms. Yeung Man Yi, Beryl 楊敏儀女士	Long 好倉	–	90,000,000 (Note (a)) (附註(a))	90,000,000	45%
Mr. Hung Ying Fung 洪英峯先生	Long 好倉	26,990,000	–	26,990,000	13.50%
Mr. Yeung Kwok Leung, Allix 楊國樑先生	Long 好倉	–	30,000,000 (Note (b)) (附註(b))	30,000,000	15%

REPORT OF THE DIRECTORS

董事會報告

Notes:

- (a) These shares are held by M2B Holding Limited, a company owned as to 50% by Dr. Hung Kim Fung, Measure and the remaining 50% by his wife, Ms. Yeung Man Yi, Beryl. Accordingly, Dr. Hung Kim Fung, Measure and Ms. Yeung Man Yi, Beryl were deemed to be interested in 90,000,000 shares of the Company under the SFO. The interests of Dr. Hung Kim Fung, Measure and Ms. Yeung Man Yi, Beryl were in respect of the same interest and duplicated each other.
- (b) These shares are held by Bestmark Management Limited, a company owned as to 50% by Mr. Yeung Kwok Leung, Allix and the remaining 50% by his wife, Ms. Wan Lam Keng. Accordingly, Mr. Yeung Kwok Leung, Allix and Ms. Wan Lam Keng were deemed to be interested in 30,000,000 shares of the Company under the SFO. The interests of Mr. Yeung Kwok Leung, Allix and Ms. Wan Lam Keng were in respect of the same interest and duplicated each other.

Save as disclosed above and other than certain non-beneficial ordinary shares of the subsidiaries held in bare trust for the Group, as at 30 September 2022, none of the Directors or the chief executive of the Company had an interest or short position in any shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register maintained by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO or the Model Code.

MODEL CODE FOR SECURITIES TRANSACTIONS

During the Period, the Company has adopted a Code of Conduct regarding Directors' transactions in securities of the Company (the "Code of Conduct") on terms no less exacting than the required standard set out in the Model Code under Appendix 10 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). Having made all reasonable enquiries with the Directors of the Company, the Company was of the view that the Directors had complied with the said Code of Conduct throughout the Period.

DIRECTORS' INTERESTS IN CONTRACTS

Save as disclosed in Note 19 to the condensed consolidated interim financial information, no contract of significance in relation to the Group's business to which the Company or its subsidiaries was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the Period or at any time during the Period.

附註：

- (a) 該等股份由M2B Holding Limited持有，該公司由洪劍峯博士擁有50%，餘下50%則由彼之妻子楊敏儀女士擁有。因此，根據證券及期貨條例，洪劍峯博士及楊敏儀女士被視為於90,000,000股本公司股份中擁有權益。洪劍峯博士及楊敏儀女士擁有之權益乃相同的權益，並互相重複。
- (b) 該等股份由Bestmark Management Limited持有，該公司由楊國樑先生擁有50%，餘下50%則由彼之妻子雲林瓊女士擁有。因此，根據證券及期貨條例，楊國樑先生及雲林瓊女士被視為於30,000,000股本公司股份中擁有權益。楊國樑先生及雲林瓊女士之權益乃相同的權益，並互相重複。

除上文披露者外以及除為本集團以被動信託形式持有附屬公司若干非實益普通股外，於二零二二年九月三十日，本公司董事或主要行政人員概無於本公司或其相聯法團(定義見證券及期貨條例第XV部)之任何股份、相關股份或債券中擁有已記錄於本公司根據證券及期貨條例第352條規定存置之登記冊之任何權益或淡倉，或已根據證券及期貨條例第XV部第7及8分部或標準守則另行知會本公司及聯交所之任何權益或淡倉。

證券交易之標準守則

於該期間，本公司已採納有關董事進行本公司證券交易之操守準則(「操守準則」)，有關條款不較香港聯合交易所有限公司證券上市規則(「上市規則」)附錄10標準守則所載的標準寬鬆。在向本公司董事作出一切合理查詢後，本公司認為，董事於該期間一直遵守上述操守準則。

董事於合約之權益

除簡明綜合中期財務資料附註19披露者外，本公司或其附屬公司概無訂立與本公司業務有關而本公司董事直接或間接於其中擁有重大權益，且於本期間結束時或本期間內任何時間有效之任何重大合約。

REPORT OF THE DIRECTORS

董事會報告

INTERESTS OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS IN THE SHARE CAPITAL OF THE COMPANY

As at 30 September 2022, so far as is known to the Directors of the Company, the following persons (other than a Director or the chief executive of the Company) had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

主要股東及其他人士於本公司股本中擁有之權益

於二零二二年九月三十日，據本公司董事所知悉，下列人士（不包括本公司董事或主要行政人員）於本公司股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司披露之權益或淡倉：

Name 名稱	Long/short position 好倉／淡倉	Number of shares 股份數目		Percentage 百分比
		Beneficial owner 實益擁有人	Family interests 家族權益	
M2B Holding Limited	Long 好倉	90,000,000 (Note (a)) (附註(a))	–	45%
Bestmark Management Limited	Long 好倉	30,000,000 (Note (b)) (附註(b))	–	15%
Ms. Wan Lam Keng 雲林瓊女士	Long 好倉	–	30,000,000 (Note (b)) (附註(b))	15%

Notes:

- (a) Please refer to Note (a) under the section headed "Directors' and Chief Executive's Interests in Equity and Debt Securities".
- (b) Please refer to Note (b) under the section headed "Directors' and Chief Executive's Interests in Equity and Debt Securities".

附註：

- (a) 請參閱「董事及主要行政人員於股本及債務證券之權益」一節附註(a)。
- (b) 請參閱「董事及主要行政人員於股本及債務證券之權益」一節附註(b)。

Save as disclosed above, as at 30 September 2022, according to the register of interests required to be kept by the Company under Section 336 of the SFO, there was no person who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

除上文披露者外，於二零二二年九月三十日，按本公司根據證券及期貨條例第336條須予存置之權益登記冊所記錄，概無任何人士於本公司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分部之條文須向本公司披露之任何權益或淡倉。

REPORT OF THE DIRECTORS

董事會報告

DEALINGS IN COMPANY'S LISTED SECURITIES

The Company has not redeemed any of its listed shares during the six months ended 30 September 2022. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's listed shares during the six months ended 30 September 2022.

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Company had complied with the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the "Code") throughout the Period, except for the deviation stated below:

According to the code provision B.2.2 of the Code, every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years. None of the Directors of the Company, except Mr. Ip Fu Wa, Benthony who was appointed as an independent non-executive Director of the Company on 31 August 2022, was appointed for specific term but all of the Directors are subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the provisions of the Company's Bye-laws. According to the Bye-laws of the Company, the Chairman and Managing Director are not subject to retirement by rotation or be taken into account in determining the number of Directors to retire, which deviated from code provision B.2.2 of the Code. As continuation is a key factor to the successful implementation of any long term business plans, the Board believes that the present arrangement is most beneficial to the Company and its shareholders as a whole.

AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group. It has also discussed with the Directors about the risk management, internal controls and financial reporting matters including the reviewing of the unaudited condensed consolidated financial statements for the six months ended 30 September 2022. The Audit Committee comprises three independent non-executive Directors, who currently are Dr. Leung Wai Cheung (Chairman), Mr. Ip Fu Wa, Benthony and Mr. Ku Wing Hong, Eric.

買賣本公司上市證券

截至二零二二年九月三十日止六個月，本公司概無贖回其任何上市股份。截至二零二二年九月三十日止六個月，本公司或其任何附屬公司概無購買或出售本公司任何上市股份。

遵守企業管治常規守則

本公司於該期間一直遵守上市規則附錄14所載企業管治守則(「守則」)，惟下列偏離事項除外：

根據守則之守則條文B.2.2，每名董事(包括按指定任期委任之董事)須至少每三年輪值退任一次。除葉富華先生(於二零二二年八月三十一日獲委任為本公司獨立非執行董事)外，概無本公司董事按指定任期委任，惟所有董事均須根據本公司之公司細則條文，於本公司股東週年大會輪值退任及重選連任。根據本公司之公司細則，主席及董事總經理毋須輪值退任或於釐定退任董事人數時計算在內，此規定偏離守則之守則條文B.2.2。由於人事方面之延續性乃成功落實任何長期業務計劃之主要關鍵，董事會相信，現行安排最符合本公司及其股東的整體利益。

審核委員會

審核委員會已與管理層審閱本集團採納之會計原則及慣例，並與董事討論風險管理、內部監控及財務報告事宜，包括審閱截至二零二二年九月三十日止六個月之未經審核簡明綜合財務報表。審核委員會現時由三位獨立非執行董事梁偉祥博士(主席)、葉富華先生及古永康先生組成。

REPORT OF THE DIRECTORS

董事會報告

REMUNERATION COMMITTEE

The Company established a remuneration committee for the purpose of making recommendations to the Board on the Company's policy and structure for the remuneration of all Directors and senior management of the Group. The remuneration committee also has the duty to make recommendation on the remuneration packages of all executive Directors and senior management and make recommendations to the Board on the remuneration of non-executive Directors. The remuneration committee comprises two independent non-executive Directors, who currently are Dr. Leung Wai Cheung (Chairman) and Mr. Ku Wing Hong, Eric, and one executive Director, who currently is Ms. Yeung Man Yi, Beryl.

NOMINATION COMMITTEE

The Company established a nomination committee for formulating policy and making recommendations to the Board on nominations, appointment of Directors and Board succession. The nomination committee comprises one executive Director, who currently is Dr. Hung Kim Fung, Measure (Chairman), and two independent non-executive Directors, who currently are Mr. Ip Fu Wa, Benthony and Dr. Leung Wai Cheung.

INTERNAL CONTROL

The Board undertakes to periodically review the internal control and risk management systems of the Group to ensure their effectiveness and efficiency and is responsible for maintaining effective internal control system of the Group.

MEMBERS OF THE BOARD

As at the date of this report, the Board comprises Dr. Hung Kim Fung, Measure, Ms. Yeung Man Yi, Beryl, Mr. Hung Ying Fung and Mr. Yeung Kwok Leung, Allix as executive Directors and Mr. Ip Fu Wa, Benthony, Dr. Leung Wai Cheung and Mr. Ku Wing Hong, Eric as independent non-executive Directors.

APPRECIATION

I would like to take this opportunity to express my gratitude to my fellow Directors and all members of the staff for their loyalty and dedication and the continuous support from our customers, suppliers, bankers and shareholders.

By order of the Board
Hung Kim Fung, Measure
Chairman

Hong Kong, 25 November 2022

薪酬委員會

本公司已成立薪酬委員會，以就本公司向本集團全體董事及高級管理人員發放薪酬之政策及架構向董事會提出推薦建議。薪酬委員會亦負責就全體執行董事及高級管理人員的薪酬待遇提出推薦建議，並就非執行董事的薪酬向董事會提出推薦建議。薪酬委員會現時由兩位獨立非執行董事梁偉祥博士(主席)及古永康先生及一位執行董事楊敏儀女士組成。

提名委員會

本公司已成立提名委員會，以就董事的提名、委任及董事會繼任制定政策及向董事會提出推薦建議。提名委員會現時由一位執行董事洪劍峯博士(主席)及兩位獨立非執行董事葉富華先生及梁偉祥博士組成。

內部監控

董事會承諾定期檢討本集團之內部監控及風險管理制度，確保其成效及效益，並負責維持本集團行之有效之內部監控制度。

董事會成員

於本報告日期，董事會成員包括執行董事洪劍峯博士、楊敏儀女士、洪英峯先生及楊國樑先生；以及獨立非執行董事葉富華先生、梁偉祥博士及古永康先生。

致謝

本人謹藉此機會衷心感謝各位董事及全體員工克盡己職之忠誠服務，並對客戶、供應商、往來銀行及股東之鼎力支持，致以衷心謝意。

承董事會命
主席
洪劍峯

香港，二零二二年十一月二十五日

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FINANCIAL RESULTS

The Group recorded a revenue of approximately HK\$219 million during the Period, representing a decrease of approximately 15.8% as compared with the revenue of approximately HK\$260 million recorded in the six months ended 30 September 2021 (the “Corresponding Period”).

During the Period, the Group’s gross profit decreased from approximately HK\$70 million recorded in the Corresponding Period by approximately 17.1% to approximately HK\$58 million and the gross profit margin decreased to approximately 26.6% (Corresponding Period: approximately 27.1%). In terms of the three core business operations of the Group, the gross profit margin of the distribution business of electronic components, electrical components and equipment under the brand of **MOBICON** (the “Electronic and Electrical Trading Business”), the computer business which includes (i) the retail sales of computer products and smartphone accessories under the brand of **VideoCom** (the “Computer Retail Business”) and (ii) the distribution of computer products and consumer products under the brand of **APower** (the “Computer Distribution Business” together with the Computer Retail Business, the “Computer Business”) and the cosmetic and online retail business mainly under the brand of **wishh!** (the “Cosmetic and Online Retail Business”) were approximately 28.3%, 21% and 25.3%, respectively (Corresponding Period: approximately 28.4%, 23.2% and 23.4%, respectively). Other income recorded during the Period was approximately HK\$5 million (Corresponding Period: approximately HK\$1 million), which was mainly attributed to the recognition of government grants of approximately HK\$2.7 million. The Group recorded operating profit of approximately HK\$8.4 million for the Period as compared to that of HK\$17.3 million in the Corresponding Period. The total operating expenses for the Period was approximately HK\$55 million (Corresponding Period: approximately HK\$54 million).

財務業績

於該期間，本集團錄得收益約二億一千九百萬港元，較截至二零二一年九月三十日止六個月（「去年同期」）錄得約二億六千萬港元減少約15.8%。

於該期間，本集團之毛利由去年同期約七千萬港元減少約17.1%至約五千八百萬港元，而毛利率則下跌至約26.6%（去年同期：約27.1%）。從本集團三大核心業務分析，以**MOBICON**品牌從事電子元件、電氣元件和儀器分銷業務（「電子、電氣元件買賣業務」）、電腦業務，當中包括(i)以**VideoCom**為品牌的電腦產品及智能手機配件零售業務（「電腦零售業務」）及(ii)以**APower**為品牌的電腦產品及消費品分銷業務（「電腦分銷業務」，與電腦零售業務統稱「電腦業務」）及以**wishh!**為主要品牌的化妝品業務及網上零售業務（「化妝品及網上零售業務」）之毛利率分別約為28.3%、21%及25.3%（去年同期：分別約28.4%、23.2%及23.4%）。本集團於該期間錄得其他收入約五百萬港元（去年同期：約一百萬港元），主要來自確認政府補助約二百七十萬港元。本集團於該期間錄得經營溢利約八百四十萬港元，而去年同期溢利約一千七百三十萬港元。該期間的經營開支維持約為五千五百萬港元（去年同期：約五千四百萬港元）。



MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The distribution and selling expenses of the Group for the Period were approximately HK\$17 million, representing a decrease of approximately 10.5% from those recorded in the Corresponding Period of approximately HK\$19 million. The general and administrative expenses increased by approximately 5.6% or approximately HK\$2 million to approximately HK\$38 million for the Period from approximately HK\$36 million recorded in the Corresponding Period. Finance costs for the Period were approximately HK\$1.4 million, representing an increase of approximately 55.6% (Corresponding Period: approximately HK\$0.9 million).

Accordingly, the profit attributable to the equity holders of the Company was approximately HK\$2.6 million (Corresponding Period: approximately HK\$7.3 million), representing basic earnings per share of HK\$0.013 (Corresponding Period: basic earnings per share of HK\$0.036). The Board has resolved to declare an interim dividend of HK0.5 cents per ordinary share (the Corresponding Period: HK0.5 cents per ordinary share) for the six months period ended 30 September 2022, totaling HK\$1 million.

在該期間，本集團的分銷及銷售費用約一千七百萬港元，較去年同期錄得有關費用約一千九百萬港元減少約10.5%。而一般及行政管理費用則由去年同期約三千六百萬港元上升約5.6%或約二百萬港元至約三千八百萬港元。該期間的融資成本為約一百四十萬港元(去年同期：約九十萬港元)，增加約55.6%。

基於上文所述，本公司權益持有人應佔溢利約二百六十萬港元(去年同期：約七百三十萬港元)，每股基本盈利為0.013港元(去年同期：每股基本盈利0.036港元)。董事會議決就截至二零二二年九月三十日止六個月期間宣派中期股息每股普通股0.5港仙(去年同期：每股普通股0.5港仙)，合共一百萬港元。



**MANTECH
ELECTRONICS**



Photo taken in September 2022

Under Construction

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW

During the Period, the Group operated in three core business operations, namely: (1) the Electronic and Electrical Trading Business; (2) the Computer Business which includes (i) the Computer Retail Business; and (ii) the Computer Distribution Business; and (3) the Cosmetic and Online Retail Business under the brand of **wishh!**, accounted for approximately 68%, 19% and 13% of the Group's total revenue respectively for the Period.

Electronic and Electrical Trading Business

The Electronic and Electrical Trading Business is the primary contributor to the Group's revenue during the Period. It contributed revenue of approximately HK\$150 million as compared with approximately HK\$193 million recorded in the Corresponding Period, representing a decrease of approximately 22.3%. Under the combined influence of currency exchange rate changes and rising interest rates, the demand for electronic components has become more conservative. Nevertheless, the Group is optimistic about the Electronic and Electrical Trading Business.

The aggregate revenue of all of the Group's overseas subsidiaries was approximately HK\$90 million, representing an overall decrease of approximately 1.1% as compared with that of approximately HK\$91 million recorded in the Corresponding Period. The revenue of the Group's subsidiaries located in South Africa was approximately HK\$69 million (Corresponding Period: approximately HK\$75 million), representing a decrease of approximately 8%. The strength of the United States dollar has led to the continuous weakening of the value of South African currency. The Group is considering raising product prices, and actively striving for overseas suppliers to settle transactions in Renminbi in order to reduce the impact of foreign exchange.

In terms of geographical segments, the revenue from Hong Kong, the Asia Pacific region (other than Hong Kong), South Africa, Europe and other regions accounted for approximately 47%, 19%, 31%, 2% and 1%, respectively of the Group's total revenue during the Period.

業務回顧

在該期間，本集團經營三大核心業務，即：(1) 電子、電氣元件買賣業務、(2) 電腦業務，當中包括 (i) 電腦零售業務；及(ii) 電腦分銷業務及(3) 以 **wishh!** 品牌經營的化妝品及網上零售業務。電子、電氣元件買賣業務、電腦業務及化妝品及網上零售業務分別佔本集團於該期間的總收益約68%、19%及13%。

電子、電氣元件買賣業務

於該期間，電子、電氣元件買賣業務為本集團收益的主要來源，收益約為一億五千萬港元，而去年同期則為一億九千三百萬港元，減少約22.3%。期內，在貨幣匯率變動及利息持續上升的共同影響下，以致電子元件的需求變趨保守。儘管如此，本集團對電子及電氣元件買賣業務持樂觀態度。

本集團所有海外附屬公司之總收益約為九千萬港元，較去年同期約九千一百萬港元減少約1.1%。本集團在南非的附屬公司錄得收益約六千九百萬港元(去年同期：約七千五百萬港元)，跌幅約為8%。美元的強勢導致南非幣值持續轉弱，集團考慮以提升產品價格，並積極爭取海外供應商以人民幣為支付結算交易，減少匯兌造成的影響。

按地區分類，香港、亞太地區(不包括香港)、南非、歐洲、及其他地區於該期間佔本集團總收益分別約47%、19%、31%、2%及1%。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Computer Business

The revenue of the Computer Retail Business for the Period was approximately HK\$9 million (Corresponding Period: approximately HK\$10 million), representing a decrease of approximately 10%. The revenue of the Computer Distribution Business for the Period recorded approximately HK\$33 million (Corresponding Period: approximately HK\$31 million), representing an increase of approximately 6.5%. The Group expects the demand for computer and mobile accessories will remain stable but the profit margin of flash memory will be under pressure due to fierce competition.

Cosmetic Business and Online Retail Business

The revenue of the Cosmetic Business and Online Retail Business increased to approximately HK\$28 million or about 7.7% during the Period (Corresponding Period: approximately HK\$26 million). The consumer sentiment became conservative in the uncertain economic environment and store sales were inevitably hit. It is expected that the implementation of the “mask order” will continue and weaken the demand for makeup cosmetic products. Regarding the online retail business, the Group will allocate additional resources, strengthen the procurement of Japanese products and e-commerce to cope with the continuous increase in online shopping consumption pattern and market competition.

OUTLOOK

The trade conflict between the United States and the PRC, the adverse impact of the war in Ukraine on the Group's customers for their sale of finished products to the European markets and the consumer sentiment have also been adversely affected by the rising inflation globally. Any deterioration of the situation may have negative impact on our revenue. The sporadic outbreak of COVID-19 in certain regions in the PRC has adversely affected the electronic components supply chain. It is expected that the material shortage, supply and logistics delay will be improved after gradual stabilisation of the epidemic.

Regarding the Computer Business, the Group expects that the demand for computer products and accessories will be stable, but the profit margin of flash memory products will be pressured due to fierce competition. Nevertheless, our purchasing team will continue to source unique and safety products for Hong Kong market.

The Group expects the sales on skincare products will increase during autumn and winter in 2022. It is likely to ease the pressure on cosmetic business caused by the “mask order”, which is still being enforced. The Group will devote more resources on the online retail business and strengthen the procurement of Japanese products. The Group will strive to improve the profit margin of products by investing in exclusive distributorship products. We will continue to monitor the situation and tailor our strategies flexibly to improve profitability.

電腦業務

本集團電腦零售業務於該期間錄得收益約九百萬港元(去年同期：約一千萬港元)，下跌約10%。本集團電腦分銷業務於該期間錄得約三千三百萬港元(去年同期：約三千一百萬港元)，上升約6.5%。本集團預期電腦及手機配件的需求將保持穩定，但快閃記憶體利潤率因競爭激烈而面臨壓力。

化妝品及網上零售業務

該期間，化妝品及網上零售業務的收益上升約7.7%至約二千八百萬港元(去年同期：約二千六百萬港元)。經濟前景不明朗，消費者購買意欲變得保守，令商店銷售無可避免地受到打擊。預期「口罩令」仍會維持，減少了對彩妝產品的需求。網上零售業務方面，集團會增撥資源，擴大日本貨品的採購和強化電子商務，來應對網購消費模式的持續增加及市場競爭。

展望

中美之間的貿易磨擦、烏克蘭戰爭對本集團客戶向歐洲市場銷售成品產生不利影響及全球通脹持續上升減低消費者的消費意欲。如情況惡化將對集團收益產生負面影響。新冠疫情於中國部分地區零星爆發之不利因素對電子元件供應鏈造成不利影響。預計材料短缺、供應及物流延誤情況會隨疫情漸趨穩定得以改善。

電腦業務方面，本集團預計電腦產品及配件的需求將保持穩定，但閃存產品的毛利率會因競爭激烈而受壓。儘管如此，我們的採購團隊將繼續採購獨特和安全認證的產品，適合本港市場。

隨著秋冬季的來臨，集團預計二零二二年下半年度在護膚品銷售方面會有所提升，可望舒緩仍然實施的「口罩令」對化妝品業務帶來的壓力。集團將調整在網上零售業務的資源分配，並強化日本貨品的採購。本集團亦會投放資源在獨家經銷產品，致力提高產品的利潤率。我們將繼續密切關注情況，靈活調整策略以提升盈利。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2022, the Group's cash and bank balances amounted to approximately HK\$32 million and the net current assets were approximately HK\$126 million. As at 30 September 2022, the current ratio was approximately 1.9 (as at 31 March 2022: approximately 1.9). Out of the Group's cash and bank balances, about 40.6% and 9.6% were denominated in Hong Kong dollars and Renminbi, respectively. The balance of approximately 15.4%, 19.7%, 7.6%, 3.1%, 1% and 3% of its total cash and bank balances was denominated in United States dollars, South African Rand, Malaysia Ringgit, Singapore dollars, Euro and others, respectively.

The Group generally finances its operation by internally generated resources and banking facilities provided by banks. As at 30 September 2022, the Group had banking facilities for overdrafts, loans and trade finance from banks totaling approximately HK\$94 million (as at 31 March 2022: approximately HK\$89 million), with an unused balance of approximately HK\$29 million (as at 31 March 2022: approximately HK\$20 million). During the Period, the Group's borrowings bore interest at rates ranging from 3.0% to 10.7% per annum (as at 31 March 2022: ranging from 2.2% to 7% per annum). The Directors believe that the Group's existing financial resources are sufficient to fulfill its current commitments and working capital requirements.

Compared with the audited balances as at 31 March 2022, the Group's trade receivables decreased by about 19.7% to approximately HK\$46 million and the Group's trade payables decreased by about 17.7% to approximately HK\$27 million. In the meantime, the Group's inventories decreased by about 8.6% to approximately HK\$173 million. The debtors turnover days, the creditors days and the inventory days for the Period were 43 days, 38 days and 204 days, respectively (as at 31 March 2022: 43 days, 36 days and 185 days, respectively). The Group recorded net operating cash inflow of approximately HK\$15 million and decreased in borrowings of approximately HK\$4.6 million for the Period, compared with the net operating cash inflow of approximately HK\$20 million and decreased in borrowings of approximately HK\$9 million for the Corresponding Period.

流動資金及財政資源

截至二零二二年九月三十日，本集團之現金及銀行結餘約為三千二百萬港元，而流動資產淨值則約為一億二千六百萬港元。截至二零二二年九月三十日，流動比率在約1.9水平（截至二零二二年三月三十一日：約1.9）。於本集團的現金及銀行結餘中，約40.6%及9.6%分別以港元及人民幣列值，其餘約15.4%、19.7%、7.6%、3.1%、1%及3%的總現金及銀行結餘則分別以美元、南非蘭特、馬來西亞林吉特、新加坡元、歐元及其他貨幣列值。

本集團一般以內部資源及多家銀行提供之銀行融資撥付其業務資金。截至二零二二年九月三十日，本集團獲多家銀行提供銀行融資作透支、貸款及貿易融資之用，總額約九千四百萬港元（截至二零二二年三月三十一日：約八千九百萬港元），其中約二千九百萬港元（截至二零二二年三月三十一日：約二千萬港元）結餘尚未動用。於該期間，本集團之借貸以介乎每年3.0%至10.7%（截至二零二二年三月三十一日：介乎每年2.2%至7%）之利率計息。董事相信，本集團現有財務資源足以應付其現時的承擔及營運資金所需。

與二零二二年三月三十一日的經審核結餘相比，本集團應收貿易賬款減少約19.7%至約四千六百萬港元，而本集團應付貿易賬款則減少約17.7%至約二千七百萬港元。與此同時，本集團的存貨減少約8.6%至約一億七千三百萬港元，該期間之應收賬週轉期、應付賬週轉期及存貨週轉期分別為43日、38日及204日（截至二零二二年三月三十一日：分別為43日、36日及185日）。於該期間內，本集團錄得經營現金流入淨額約一千五百萬港元，及貸款減少約四百六十萬港元，而去年同期則錄得經營現金流入淨額約二千萬港元及借貸減少約九百萬港元。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

CAPITAL STRUCTURE

As at 30 September 2022, the Group's gross borrowing repayable amounted to approximately HK\$65 million (as at 31 March 2022: approximately HK\$69 million). After deducting cash and cash equivalents of approximately HK\$32 million, the Group's net borrowings amounted to approximately HK\$32 million (as at 31 March 2022: approximately HK\$32 million). The total equity as at 30 September 2022 was approximately HK\$171 million (as at 31 March 2022: approximately HK\$188 million). Accordingly, the Group's net gearing ratio, based on net borrowings to total equity, increased to 36.4% (as at 31 March 2022: 33%). The Group will continue to adopt a prudent financing and treasury policy in managing the Group's bank balances and maintain a strong and health liquidity to ensure that the Group is well placed to take advantage of future business opportunities.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES

Most of the Group's transactions were denominated in Hong Kong dollars, Renminbi and United States dollars. Given that the exchange rate of Hong Kong dollars against Renminbi has been and is likely to be under control and that the Hong Kong Government's policy of linking the Hong Kong dollars to the United States dollars remains in effect, the Directors consider that the risks faced by the Group on foreign exchange will remain minimal and no hedging or other alternative measures have been undertaken by the Group. As at 30 September 2022, the Group had no significant risk exposure pertaining to foreign exchange contracts, interest rates, currency swaps, or other financial derivatives.

CHARGES ON ASSETS

As at 30 September 2022, the properties and bank balances with carrying value of approximately HK\$24 million have been pledged to secure the general banking facilities granted to the Group's subsidiaries in Singapore, Portugal and South Africa.

CONTINGENT LIABILITIES

The Group had no contingent liabilities as at 30 September 2022.

SIGNIFICANT INVESTMENTS HELD

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

資本結構

截至二零二二年九月三十日，本集團須償還之借貸總額約為六千五百萬港元(截至二零二二年三月三十一日：約六千九百萬港元)。扣除現金及現金等值物約三千二百萬港元後，本集團借貸淨額約為三千二百萬港元(截至二零二二年三月三十一日：約三千二百萬港元)。於二零二二年九月三十日之權益總額約為一億七千一百萬港元(截至二零二二年三月三十一日：約一億八千八百萬港元)。因此，按借貸淨額除權益總額計算之本集團淨資產負債比率上升至36.4%(截至二零二二年三月三十一日：33%)。本集團將繼續採取審慎的融資和財政政策以管理本集團的銀行結餘，亦會維持穩健的流動資金，以確保本集團隨時可從日後商機獲利。

匯率波動風險

本集團大部分交易以港元、人民幣及美元列值。鑑於港元兌人民幣之匯率一直並極可能繼續保持穩定，加上香港政府仍然實施港元與美元掛鈎之政策，故董事認為本集團承受之外匯風險仍屬輕微，因而本集團暫時亦沒有採取任何對沖交易或其他替代措施。截至二零二二年九月三十日，本集團並無承擔任何有關外匯合約、利率、貨幣掉期或其他金融衍生工具之重大風險。

資產抵押

截至二零二二年九月三十日，本集團將賬面值約二千四百萬港元之物業及銀行結餘作抵押，作為本集團新加坡、葡萄牙及南非附屬公司獲授之一般銀行融資額度之抵押品。

或然負債

截至二零二二年九月三十日，本集團並無任何或然負債。

持有重大投資

於期內，本集團概無持有任何重大投資。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As at 30 September 2022, the Group did not have any material investments and future plans for material investments or capital assets.

EMPLOYMENT, TRAINING AND REMUNERATION POLICY

As at 30 September 2022, the Group had a total of 387 full-time employees inclusive of its staff in Hong Kong and overseas subsidiaries. The Group has developed its human resources policies and procedures based on the performance, merits and market conditions. Remuneration packages are normally reviewed on a regular basis. Apart from salary payments, other staff benefits include provident fund contributions, medical insurance coverage and performance-based bonuses (based on the Group's financial results as well as individual performance).

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

The Group did not have any material acquisitions and disposals of subsidiaries, associates and joint investments during the Period.

重大投資及資本資產的未來計劃

於二零二二年九月三十日，本集團概無任何重大投資及有關重大投資或資本資產的計劃。

僱員、培訓及薪酬政策

截至二零二二年九月三十日，本集團在香港及海外附屬公司合共僱用387名全職員工，並制定按表現、功績及市況釐定之人力資源政策及程序。薪酬待遇一般會定期檢討。除了薪金外，其他員工福利包括強積金供款、醫療保險及個人表現花紅(因應本集團業績及個別員工之表現發放)。

重大收購及出售附屬公司及聯屬公司

本集團於期內概無任何重大收購及出售附屬公司、聯營公司及聯合投資。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF PROFIT OR LOSS

簡明綜合中期損益表

For the six months ended 30 September 2022

截至二零二二年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
	Notes 附註		
Revenue	6	219,424	259,886
Cost of sales		<u>(161,156)</u>	<u>(189,417)</u>
Gross profit		58,268	70,469
Other income and net gains		4,975	1,075
Distribution and selling expenses		<u>(17,049)</u>	<u>(18,524)</u>
General and administrative expenses		<u>(37,763)</u>	<u>(35,764)</u>
Operating profit	7	8,431	17,256
Finance costs	8	<u>(1,393)</u>	<u>(941)</u>
Profit before income tax		7,038	16,315
Income tax expense	9	<u>(1,724)</u>	<u>(3,582)</u>
Profit for the period		<u>5,314</u>	<u>12,733</u>
Profit attributable to:			
		應佔溢利：	
Equity holders of the Company		2,587	7,299
Non-controlling interests		<u>2,727</u>	<u>5,434</u>
		<u>5,314</u>	<u>12,733</u>
Earnings per share attributable to the equity holders of the Company for the period – Basic and diluted (HK cents)	11	<u>1.3</u>	<u>3.6</u>

Details of dividends are disclosed in Note 10 to the condensed consolidated interim financial information.

股息詳情於簡明綜合中期財務資料附註10披露。

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

簡明綜合中期全面收益表

For the six months ended 30 September 2022

截至二零二二年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
Profit for the period	期內溢利	5,314	12,733
Other comprehensive expense:	其他全面開支：		
<i>Item that may be reclassified subsequently to profit or loss</i>	<i>其後可重新分類至損益之項目</i>		
Currency translation differences: – Subsidiaries	貨幣換算差額： – 附屬公司	(21,776)	(1,788)
Other comprehensive expense for the period, net of tax	期內其他全面開支(扣除稅項)	(21,776)	(1,788)
Total comprehensive (expense)/income for the period	期內全面(開支)/收入總額	(16,462)	10,945
Total comprehensive (expense)/income attributable to:	應佔全面(開支)/收入總額：		
Equity holders of the Company	本公司權益持有人	(9,821)	6,090
Non-controlling interests	非控股權益	(6,641)	4,855
		(16,462)	10,945

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

簡明綜合中期財務狀況表

As at 30 September 2022

於二零二二年九月三十日

		Notes 附註	As at 30 September 2022 於二零二二年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 March 2022 於二零二二年 三月三十一日 (Audited) (經審核) HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	40,827	39,316
Right-of-use assets	使用權資產	13	6,293	8,741
Intangible assets	無形資產	13	90	138
Investment properties	投資物業	13	4,433	4,685
Goodwill	商譽	13	-	-
Other receivables	其他應收款項		1,680	2,016
			53,323	54,896
Current assets	流動資產			
Inventories	存貨		172,641	188,877
Trade receivables	應收貿易賬款	14	46,441	57,827
Other receivables and deposits	其他應收款項及按金		16,659	17,023
Current income tax recoverable	可收回即期所得稅		385	82
Cash and bank balances	現金及銀行結餘		32,423	37,220
			268,549	301,029
Total assets	資產總值		321,872	355,925
Current liabilities	流動負債			
Trade payables	應付貿易賬款	15	27,444	33,331
Other payables and accruals	其他應付款項及應計費用		18,647	20,619
Contract liabilities	合約負債	6(a)	1,962	3,240
Loan from a shareholder	股東貸款		30,000	30,000
Lease liabilities	租賃負債	16	4,299	5,929
Borrowings	借貸	17	59,941	69,292
Current income tax liabilities	即期所得稅負債		637	284
			142,930	162,695
Net current assets	流動資產淨值		125,619	138,334

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION (CONTINUED)

簡明綜合中期財務狀況表(續)

As at 30 September 2022

於二零二二年九月三十日

		Notes 附註	As at 30 September 2022 於二零二二年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 March 2022 於二零二二年 三月三十一日 (Audited) (經審核) HK\$'000 千港元
Total assets less current liabilities	資產總值減流動負債		178,942	193,230
Non-current liabilities	非流動負債			
Borrowings	借貸	17	4,702	–
Deferred tax liabilities	遞延稅項負債		1,132	1,698
Lease liabilities	租賃負債	16	2,401	3,363
			8,235	5,061
Net assets	資產淨值		170,707	188,169
Capital and reserves attributable to the equity holders of the Company	本公司權益持有人應佔資本及儲備			
Share capital	股本	18	20,000	20,000
Reserves	儲備		106,458	117,279
			126,458	137,279
Non-controlling interests	非控股權益		44,249	50,890
Total equity	權益總額		170,707	188,169

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

簡明綜合中期權益變動表

For the six months ended 30 September 2022

截至二零二二年九月三十日止六個月

Attributable to equity holders of the Company

本公司權益持有人應佔

		Reserves						Non-	Total	
		儲備						controlling	equity	
		Share capital	Share premium	Capital reserve	Translation reserve	Revaluation reserve	Retained profits	Total reserves	interests	Total equity
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		股本	股份溢價	股本儲備	換算儲備	重估儲備	留存溢利	儲備總額	非控股權益	權益總額
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Balance at 1 April 2022	於二零二二年四月一日之結餘	20,000	16,706	800	(13,680)	5,140	108,313	117,279	50,890	188,169
Total comprehensive (expense)/ income for the period	期內全面(開支)/收入總額	-	-	-	(12,408)	-	2,587	(9,821)	(6,641)	(16,462)
Dividends	股息	-	-	-	-	-	(1,000)	(1,000)	-	(1,000)
Balance at 30 September 2022	於二零二二年九月三十日之結餘	20,000	16,706	800	(26,088)	5,140	109,900	106,458	44,249	170,707
Balance at 1 April 2021	於二零二一年四月一日之結餘	20,000	16,706	800	(15,767)	4,989	98,427	105,155	47,720	172,875
Total comprehensive income for the period	期內全面收入總額	-	-	-	(1,209)	-	7,299	6,090	4,855	10,945
Acquisition of non-controlling interests of a subsidiary	收購一間附屬公司之非控股權益	-	-	-	-	-	48	48	(1,780)	(1,732)
Disposal of subsidiary	出售一間附屬公司	-	-	-	-	-	-	-	(313)	(313)
Dividends paid to non-controlling interests	已派予非控股權益之股息	-	-	-	-	-	-	-	(150)	(150)
Dividends	股息	-	-	-	-	-	(1,000)	(1,000)	-	(1,000)
Balance at 30 September 2021	於二零二一年九月三十日之結餘	20,000	16,706	800	(16,976)	4,989	104,774	110,293	50,332	180,625

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

簡明綜合中期現金流量表

For the six months ended 30 September 2022

截至二零二二年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
Net cash generated from operating activities	經營業務產生之現金淨額	15,322	19,544
Net cash used in investing activities	投資活動動用之現金淨額	(8,605)	(1,663)
Net cash used in financing activities	融資活動動用之現金淨額	(7,403)	(9,695)
Net (decrease)/increase in cash and cash equivalents	現金及現金等值物(減少)/增加淨額	(686)	8,186
Cash and cash equivalents at beginning of the period	期初之現金及現金等值物	34,162	33,525
Effect of foreign exchange rate changes	匯率變動之影響	(2,335)	(6,576)
Cash and cash equivalents at end of the period	期末之現金及現金等值物	31,141	35,135
Analysis of balances of cash and cash equivalents:	現金及現金等值物結餘分析：		
Cash at bank and in hand	銀行及手頭現金	32,423	35,135
Bank overdrafts	銀行透支	(1,282)	—
		31,141	35,135

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

簡明綜合中期財務資料附註

1. GENERAL INFORMATION

Mobicon Group Limited (the “Company”) and its subsidiaries (collectively the “Group”) are principally engaged in the trading and distribution of electronic components, electrical components and equipment and computer products and mobile accessories and trading of cosmetic products.

The Company is a limited liability company incorporated in Bermuda as an exempted company under the Companies Act of Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

The Company’s shares have been listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 7 May 2001.

This condensed consolidated interim financial information are presented in thousands of units of Hong Kong dollars (HK\$’000), unless otherwise stated. This condensed consolidated interim financial information was approved for issue on 25 November 2022.

This condensed consolidated interim financial information has not been audited.

2. BASIS OF PREPARATION

This unaudited condensed consolidated interim financial information for the six months ended 30 September 2022 has been prepared in accordance with the applicable disclosure requirements of Appendix 16 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and Hong Kong Accounting Standard (“HKAS”) 34, “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The unaudited condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 March 2022, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

1. 一般資料

萬保剛集團有限公司(「本公司」)及其附屬公司(統稱「本集團」)主要從事買賣及分銷電子元件、電氣元件及儀器與電腦產品及手機配件，以及買賣化妝品之業務。

本公司根據百慕達公司法在百慕達註冊成立為獲豁免有限公司。其註冊辦事處地址為 Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda。

本公司股份自二零零一年五月七日起在香港聯合交易所有限公司(「聯交所」)上市。

除另有註明外，本簡明綜合中期財務資料以千港元(千港元)列值。本簡明綜合中期財務資料已於二零二二年十一月二十五日獲批准刊發。

本簡明綜合中期財務資料未經審核。

2. 編製基準

截至二零二二年九月三十日止六個月之未經審核簡明綜合中期財務資料乃根據香港聯合交易所有限公司證券上市規則(「上市規則」)附錄16之適用披露規定及香港會計師公會頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」編製。未經審核簡明綜合中期財務資料應與根據香港財務報告準則(「香港財務報告準則」)編製之截至二零二二年三月三十一日止年度之年度財務報表一併閱讀。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

3. ACCOUNTING POLICIES

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 March 2022, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

(a) New and amended standards adopted by the Group

The following new standards, amendments to existing standards and interpretation are mandatory for adoption for the financial year beginning 1 April 2022 for the Group:

Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018 – 2020

The adoption of the above standards and interpretation did not result in any substantial changes to the Group's accounting policies and had no material financial impact on the unaudited condensed consolidated interim financial information.

(b) Standards, amendments to standards and interpretations which are not yet effective

The Group has not early applied the new standards, amendments and improvements to existing standards and interpretations that have been issued but are not yet effective.

3. 會計政策

除下述者外，所應用之會計政策與截至二零二二年三月三十一日止年度之年度財務報表所應用者一致，詳見該等年度財務報表。

中期期間收入之稅項按適用於預計全年盈利總額之稅率累計。

(a) 本集團採納的新訂及經修訂準則

以下為本集團於二零二二年四月一日開始的財政年度強制採納的新訂準則、現有準則修訂本及詮釋：

香港會計準則第16號之修訂本	物業、廠房及設備— 作擬定用途前之所得款項
香港會計準則第37號之修訂本	虧損性合約— 履行合約的成本
香港財務報告準則第3號之修訂本	概念框架之提述
香港財務報告準則之修訂本	香港財務報告準則 二零一八年至 二零二零年之 年度改進

採納上述準則及詮釋並無導致本集團之會計政策出現任何重大變動，亦無對未經審核簡明綜合中期財務資料構成重大財務影響。

(b) 尚未生效的準則、準則修訂本及詮釋

本集團並無提早應用已頒佈但尚未生效的新訂準則、現有準則修訂本及改進以及詮釋。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

3. ACCOUNTING POLICIES (Continued)

(b) Standards, amendments to standards and interpretations which are not yet effective (Continued)

The Group is in the process of assessing the potential impact of the new HKFRSs upon initial application but is not yet in a position to state whether the new HKFRSs will have a significant impact on the Group's and the Company's results of operations and financial position.

4. ESTIMATES

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial information, the significant judgments 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 Group's consolidated financial statements for the year ended 31 March 2022.

5. FINANCIAL RISK MANAGEMENT

5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The condensed consolidated interim financial information do not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's consolidated financial statements as at 31 March 2022.

There have been no changes in the risk management policy of the Group since year ended 31 March 2022.

3. 會計政策(續)

(b) 尚未生效的準則、準則修訂本及詮釋(續)

本集團現正評估新訂香港財務報告準則於首次應用時可能構成之影響，惟目前未能指出新訂香港財務報告準則會否對本集團及本公司之經營業績及財務狀況構成重大影響。

4. 估計

於編製中期財務報表時，管理層須作出影響會計政策應用以及資產及負債、收入及開支所呈報金額之判斷、估計及假設。實際結果或有別於該等估計。

於編製此等簡明綜合中期財務資料時，管理層於應用本集團會計政策時作出之重大判斷，以及估計不明朗因素之主要來源，與本集團截至二零二二年三月三十一日止年度之綜合財務報表所應用者相同。

5. 財務風險管理

5.1 財務風險因素

本集團業務令本集團面對各種財務風險：市場風險(包括外匯風險、公平值利率風險、現金流量利率風險及價格風險)、信貸風險及流動資金風險。

簡明綜合中期財務資料並不包括年度財務報表規定之所有財務風險管理資料及披露，並應與本集團截至二零二二年三月三十一日之綜合財務報表一併閱讀。

自截至二零二二年三月三十一日止年度以來，本集團之風險管理政策並無變動。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

5. FINANCIAL RISK MANAGEMENT (Continued)

5.2 Fair value estimation

The table below analyzes financial instruments and investment properties carried at fair value, by valuation method. The different levels have been defined 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).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

During the period, there was no transfer between levels of the fair value hierarchy used in measuring the fair value of financial instruments.

During the period, there were no significant changes in the business or economic circumstances that affect the fair value of the Group's financial assets and financial liabilities. During the period, there were no reclassifications of financial assets.

The following tables present the Group's investment properties that are measured at fair value:

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 30 September 2022 (Unaudited)	於二零二二年九月三十日 (未經審核)				
Investment properties – Properties held outside Hong Kong	投資物業 – 在香港境外持有之物業	–	4,433	–	4,433
As at 31 March 2022 (Audited)	於二零二二年三月三十一日 (經審核)				
Investment properties – Properties held outside Hong Kong	投資物業 – 在香港境外持有之物業	–	4,685	–	4,685

The Group measures its investment properties at fair value. Valuations were performed to determine the fair value for the Group's investment properties as at 31 March 2022. The directors are of the view that valuations of these investment properties as at 30 September 2022 approximate their fair value as at 31 March 2022.

5. 財務風險管理(續)

5.2 公平值估計

下表按估值方法分析以公平值列賬之金融工具及投資物業。各等級界定如下：

- 相同資產或負債在活躍市場之報價(未經調整)(第一級)。
- 除第一級包括之報價外，可直接(即按價格)或間接(即由價格衍生)觀察所得之資產或負債輸入值(第二級)。
- 並非依據觀察所得市場數據之資產或負債輸入值(即非觀察所得輸入值)(第三級)。

期內，並無計量金融工具公平值所用公平值級別之等級轉換。

期內，並無足以影響本集團金融資產及金融負債公平值之重大業務或經濟環境變動。期內，並無金融資產獲重新分類。

下表呈列本集團按公平值計量之投資物業：

本集團按公平值計量其投資物業。本集團已就旗下投資物業進行估值，以釐定有關物業於二零二二年三月三十一日之公平值。董事認為，有關投資物業於二零二二年九月三十日之估值與其於二零二二年三月三十一日之公平值相若。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION

Revenue recognized during the period is as follows:

Revenue

Sales of electronic components, electrical components and equipment
Sales of computer products, mobile accessories and service income
Sales of cosmetic products

收益

銷售電子元件、電氣元件及儀器
銷售電腦產品、手機配件以及服務收入
銷售化妝品

The chief operating decision-maker has been identified as the executive directors of the Company (the "Executive Directors"). The Executive Directors have reviewed the Group's internal reports in order to assess the performance and allocate resources; they have also determined the operating segments based on these reports. The Executive Directors have further considered the business from product perspective and have assessed the performance of three main business segments: (i) Electronic and Electrical Trading Business – Distribution of electronic components, electrical components and equipment; (ii) Computer Business – Retail sales of computer products, mobile accessories, distribution of computer products and provision of IT outsourcing and solution services and (iii) Cosmetic and Online Retail Business – Trading, retail and distribution of cosmetic products through retail shops and online channels.

The Executive Directors have assessed the performance of the operating segments based on segment results before corporate expenses and finance costs.

6. 收益及分部資料

期內確認之收益如下：

Six months ended 30 September 截至九月三十日止六個月

2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
149,790	193,312
41,592	41,058
28,042	25,516
219,424	259,886

本公司已確定執行董事(「執行董事」)為主要經營決策者。執行董事已審閱本集團之內部報告，以評估表現及分配資源；彼等亦已根據該等報告釐定經營分部。執行董事從產品角度進一步考慮業務及評估三個主要業務分部之表現：(i) 電子、電氣元件買賣業務—分銷電子元件、電氣元件及儀器；(ii) 電腦業務—電腦產品、手機配件零售業務、分銷電腦產品及提供資訊科技技術外包及解決方案服務；及(iii) 化妝品及網上零售業務—透過零售店舖及網上渠道買賣、零售及分銷化妝品。

執行董事已根據扣除企業開支及融資成本前之分部業績評估經營分部之表現。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION (Continued)

The segment results for the period ended 30 September 2022 are as follows:

6. 收益及分部資料(續)

截至二零二二年九月三十日止期間之分部業績如下：

		Six months ended 30 September 2022 (Unaudited) 截至二零二二年九月三十日止六個月 (未經審核)				
		Electronic and Electrical Trading Business 電子、 電氣元件 買賣業務 HK\$'000 千港元	Computer Business 電腦業務 HK\$'000 千港元	Cosmetic and Online Retail Business 化妝品 及網上 零售業務 HK\$'000 千港元	Unallocated 未分類 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Revenue from external customers	來自外來客戶之收益	149,790	41,592	28,042	-	219,424
Time of revenue recognition	收益確認時間					
- At a point in time	- 於某一時點	149,790	41,015	28,042	-	218,847
- Over time	- 於一段時間內	-	577	-	-	577
		149,790	41,592	28,042	-	219,424
Segment results	分部業績	5,075	2,005	1,351	-	8,431
Finance costs	融資成本	(1,161)	(97)	(135)	-	(1,393)
Profit before income tax	除所得稅前溢利					7,038
Income tax expense (Note 9)	所得稅開支(附註9)					(1,724)
Profit for the period	期內溢利					5,314

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION (Continued)

The segment results for the period ended 30 September 2021 are as follows:

6. 收益及分部資料(續)

截至二零二一年九月三十日止期間之分部業績如下：

		Six months ended 30 September 2021 (Unaudited) 截至二零二一年九月三十日止六個月 (未經審核)				
		Electronic and Electrical Trading Business 電子、 電氣元件 買賣業務 HK\$'000 千港元	Computer Business 電腦業務 HK\$'000 千港元	Cosmetic and Online Retail Business 化妝品 及網上 零售業務 HK\$'000 千港元	Unallocated 未分類 HK\$'000 千港元	Total 總額 HK\$'000 千港元
Revenue from external customers	來自外來客戶之收益	193,312	41,058	25,516	-	259,886
Time of revenue recognition	收益確認時間					
- At a point in time	- 於某一時點	193,312	40,877	25,516	-	259,705
- Over time	- 於一段時間內	-	181	-	-	181
		<u>193,312</u>	<u>41,058</u>	<u>25,516</u>	<u>-</u>	<u>259,886</u>
Segment results	分部業績	17,820	688	(1,228)	(24)	17,256
Finance costs	融資成本	(769)	(103)	(69)	-	(941)
Profit before income tax	除所得稅前溢利					16,315
Income tax expense (Note 9)	所得稅開支(附註9)					(3,582)
Profit for the period	期內溢利					<u>12,733</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION (Continued)

The segment assets and liabilities as at 30 September 2022 and additions to non-current assets for the period then ended are as follows:

		Electronic and Electrical Trading Business 電子、電氣元件買賣業務 (Unaudited) (未經審核) HK\$'000 千港元	Computer Business 電腦業務 (Unaudited) (未經審核) HK\$'000 千港元	Cosmetic and Online Retail Business 化妝品及網上零售業務 (Unaudited) (未經審核) HK\$'000 千港元	Unallocated 未分類 (Unaudited) (未經審核) HK\$'000 千港元	Total 總額 (Unaudited) (未經審核) HK\$'000 千港元
Assets	資產	272,791	27,064	19,510	2,507	321,872
Liabilities	負債	123,369	13,092	10,614	4,090	151,165
Additions to non-current assets	添置非流動資產	8,604	1,481	26	-	10,111

The segment assets and liabilities as at 31 March 2022 and additions to non-current assets for the year then ended are as follows:

		Electronic and Electrical Trading Business 電子、電氣元件買賣業務 (Audited) (經審核) HK\$'000 千港元	Computer Business 電腦業務 (Audited) (經審核) HK\$'000 千港元	Cosmetic and Online Retail Business 化妝品及網上零售業務 (Audited) (經審核) HK\$'000 千港元	Unallocated 未分類 (Audited) (經審核) HK\$'000 千港元	Total 總額 (Audited) (經審核) HK\$'000 千港元
Assets	資產	305,362	27,514	20,207	2,842	355,925
Liabilities	負債	140,478	12,515	10,674	4,089	167,756
Additions to non-current assets	添置非流動資產	16,694	3,036	1,732	-	21,462

6. 收益及分部資料(續)

於二零二二年九月三十日之分部資產及負債以及截至該日止期間之添置非流動資產如下：

於二零二二年三月三十一日之分部資產及負債以及截至該日止年度之添置非流動資產如下：

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION (Continued)

The Group's revenue is generated mainly within Hong Kong, Asia Pacific, South Africa and Europe.

Revenue

Hong Kong (country of domicile)
Asia Pacific
South Africa
Europe
Other countries

收益

香港(註冊國家)
亞太地區
南非
歐洲
其他國家

Revenue is allocated based on the country in which the customer is located.

6. 收益及分部資料(續)

本集團之收益主要於香港、亞太地區、南非及歐洲產生。

Six months ended 30 September 截至九月三十日止六個月

2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
102,713	114,386
43,125	64,006
68,743	73,367
3,929	7,571
914	556
219,424	259,886

收益按客戶所在國家分配。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

6. REVENUE AND SEGMENT INFORMATION (Continued)

(a) Contract liabilities

The Group has recognized the following liabilities related to contracts with customers:

Contract liabilities related to sales of electronic components, electrical components and equipment	與銷售電子元件、電氣元件及儀器有關的合約負債
Contract liabilities related to sales of computer products, mobile accessories and service income	與銷售電腦產品、手機配件以及相關服務收入有關的合約負債
Contract liabilities related to sales of cosmetic products	與銷售化妝品有關的合約負債

(b) Revenue recognized in relation to contract liabilities

Revenue of approximately HK\$2,770,000 (2021: approximately HK\$1,082,000) recognized in relation to contract liabilities for the six months ended 30 September 2022 related to carried forward contract liabilities as at 1 April 2022.

6. 收益及分部資料(續)

(a) 合約負債

本集團已確認下列與客戶合約有關的負債：

As at 30 September 2022 於二零二二年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 March 2022 於二零二二年 三月三十一日 (Audited) (經審核) HK\$'000 千港元
245	1,475
1,705	1,739
12	26
1,962	3,240

(b) 就合約負債確認之收益

就截至二零二二年九月三十日止六個月之合約負債(涉及於二零二二年四月一日結轉之合約負債)確認之收益為約2,770,000港元(二零二一年:約1,082,000港元)。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

7. EXPENSES BY NATURE

7. 分類費用

		Six months ended 30 September 截至九月三十日止六個月	
		2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
Cost of inventories expensed	存貨成本開支	156,916	189,417
Employee benefit expense (Note 12)	僱員福利開支(附註12)	27,890	27,397
Amortization of intangible assets	無形資產攤銷	24	21
Depreciation of right-of-use assets	使用權資產折舊	3,253	2,878
Depreciation of property, plant and equipment	物業、廠房及設備折舊	751	629
Provision/(reversal) for impairment of slow-moving inventories (included in cost of sales)	滯銷存貨減值撥備/(撥備撥回)(已計入銷售成本)	2,165	(11)
Expenses related to short-term leases	短期租賃相關開支	3,474	3,408
Provision for impairment of trade receivables (included in general and administrative expenses)	應收貿易賬款減值撥備(已計入一般及行政管理費用)	555	343
Reversal of provision for impairment of trade receivables (included in general and administrative expenses)	應收貿易賬款減值撥備撥回(已計入一般及行政管理費用)	(497)	(52)
Net foreign exchange losses (included in general and administrative expenses)	匯兌虧損淨額(已計入一般及行政管理費用)	1,912	162
Gain on disposal of property, plant and equipment (included in general and administrative expenses)	出售物業、廠房及設備收益(已計入一般及行政管理費用)	-	(11)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

8. FINANCE COSTS

Interest expense on bank loans	銀行貸款之利息開支
Interest expense on lease liabilities	租賃負債之利息開支

8. 融資成本

Six months ended
30 September
截至九月三十日止六個月

2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
1,102	859
291	82
1,393	941

9. INCOME TAX EXPENSE

Hong Kong Profits Tax has been provided at the rate of 16.5% (2021: 16.5%) on the estimated assessable profit arising in or derived from Hong Kong for the six months ended 30 September 2022. Taxation on overseas profit has been calculated on the estimated assessable profit for the periods at the rates of taxation prevailing in the countries in which the Group operates.

The amount of taxation charged/(credited) to the condensed consolidated interim statement of profit or loss represents:

9. 所得稅開支

香港利得稅根據截至二零二二年九月三十日止六個月於香港產生或源自香港之估計應課稅溢利按16.5%(二零二一年: 16.5%)之稅率撥備。海外溢利之稅項按期內估計應課稅溢利以本集團經營業務國家當時之稅率計算。

自簡明綜合中期損益表支銷/(計入)之稅項包括:

Six months ended
30 September
截至九月三十日止六個月

Current income tax	即期所得稅
– Hong Kong Profits Tax	– 香港利得稅
– Overseas taxation	– 海外稅項

Deferred tax credit	遞延稅項抵免
– Overseas taxation	– 海外稅項

Income tax expense	所得稅開支
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The Company is exempted from taxation in Bermuda until 2035.

2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
234	81
1,733	3,848
1,967	3,929
(243)	(347)
1,724	3,582

本公司獲豁免繳納百慕達稅項，直至二零三五年為止。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

10. DIVIDENDS

At a meeting held on 25 November 2022, the directors of the Company declared an interim dividend of HK\$0.005 per ordinary share (2021: HK\$0.005 per ordinary share) for the six months ended 30 September 2022. This interim dividend has not been recognized as a liability at the reporting date. The interim dividend will be payable on 23 December 2022 to shareholders whose names appear on the Register of Members of the Company as at 14 December 2022.

11. EARNINGS PER SHARE

The calculation of basic earnings per share for the six months ended 30 September 2022 is based on the Group's profit attributable to the equity holders of the Company of approximately HK\$2,587,000 (2021: approximately HK\$7,299,000) and on the weighted average number of 200,000,000 ordinary shares (2021: 200,000,000 ordinary shares) in issue during the period.

No diluted earnings per share is presented as there were no potential dilutive ordinary shares in issue during the six months ended 30 September 2022 and 2021.

12. EMPLOYEE BENEFIT EXPENSE

Salaries, wages and other benefits
Pension costs – defined contribution plans

Total employee benefit expense
(including directors' remuneration)

薪金、工資及其他福利
退休金成本 – 定額供款計劃

僱員福利開支總額
(包括董事酬金)

10. 股息

於二零二二年十一月二十五日舉行之會議上，本公司董事宣佈派付截至二零二二年九月三十日止六個月之中期股息每股普通股0.005港元(二零二一年：每股普通股0.005港元)。於報告日期，此中期股息並未確認為負債。中期股息將於二零二二年十二月二十三日派付予於二零二二年十二月十四日名列本公司股東名冊之股東。

11. 每股盈利

截至二零二二年九月三十日止六個月之每股基本盈利乃按本公司權益持有人應佔本集團溢利約2,587,000港元(二零二一年：約7,299,000港元)及期內已發行普通股之加權平均數200,000,000股(二零二一年：200,000,000股普通股)計算。

由於截至二零二二年及二零二一年九月三十日止六個月並無任何已發行人潛在攤薄影響之普通股，故並無呈列每股攤薄盈利。

12. 僱員福利開支

Six months ended 30 September 截至九月三十日止六個月

	2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
Salaries, wages and other benefits	26,590	26,334
Pension costs – defined contribution plans	1,300	1,063
Total employee benefit expense (including directors' remuneration)	27,890	27,397

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

13. PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSETS, INVESTMENT PROPERTIES, GOODWILL AND INTANGIBLE ASSETS

Movement of property, plant and equipment, right-of-use assets, investment properties, goodwill and intangible assets for the six months ended 30 September 2022:

13. 物業、廠房及設備、使用權資產、投資物業、商譽及無形資產

截至二零二二年九月三十日止六個月之物業、廠房及設備、使用權資產、投資物業、商譽及無形資產變動如下：

		Property, plant and equipment 物業、廠房 及設備 HK\$'000 千港元	Right-of-use assets 使用權資產 HK\$'000 千港元	Investment properties 投資物業 HK\$'000 千港元	Goodwill 商譽 HK\$'000 千港元	Intangible assets 無形資產 HK\$'000 千港元
Net book amount as at 31 March 2022 (Audited) and 1 April 2022 (Unaudited)	於二零二二年三月三十一日(經審核)及二零二二年四月一日(未經審核)之賬面淨值	39,316	8,741	4,685	-	138
Additions	添置	8,658	1,453	-	-	-
Amortization	攤銷	-	-	-	-	(24)
Depreciation	折舊	(751)	(3,253)	-	-	-
Exchange differences	匯兌差額	(6,396)	(648)	(252)	-	(24)
Net book amount as at 30 September 2022 (Unaudited)	於二零二二年九月三十日之賬面淨值(未經審核)	40,827	6,293	4,433	-	90

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

14. TRADE RECEIVABLES

The Group normally grants to its customers credit periods for sales of goods ranging from 7 to 90 days. The following is an aging analysis of trade receivables, net of allowance for credit losses, presented based on due dates:

0 to 60 days	零至60日
61 to 120 days	61至120日
121 to 180 days	121至180日
181 to 365 days	181至365日

The maximum exposure to credit risk at the reporting date is the fair values of trade receivables. There is no concentration of credit risk with respect to trade receivables as the Group has a large number of customers. The Group does not hold any collateral as security in respect of its trade receivables.

14. 應收貿易賬款

本集團一般給予客戶之售貨信貸期由7日至90日不等。按到期日計算呈列之應收貿易賬款(已扣信貸虧損值撥備)賬齡分析如下：

As at 30 September 2022 於二零二二年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 March 2022 於二零二二年 三月三十一日 (Audited) (經審核) HK\$'000 千港元
43,752	50,919
2,112	6,612
274	154
303	142
46,441	57,827

於報告日期所承受之最高信貸風險為應收貿易賬款之公平值。就應收貿易賬款而言，由於本集團客戶數目眾多，故此並無信貸集中風險。本集團並無就其應收貿易賬款持有任何抵押品作為抵押。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

15. TRADE PAYABLES

The aging analysis of trade payables presented based on the invoice date is as follows:

0 to 60 days	零至60日
61 to 120 days	61至120日
121 to 180 days	121至180日
181 to 365 days	181至365日

15. 應付貿易賬款

應付貿易賬款之賬齡分析(按發票日期呈列)如下:

As at 30 September 2022	As at 31 March 2022
於二零二二年 九月三十日 (Unaudited) (未經審核)	於二零二二年 三月三十一日 (Audited) (經審核)
HK\$'000	HK\$'000
千港元	千港元
22,290	28,533
2,497	2,609
684	309
1,973	1,880
27,444	33,331

16. LEASE LIABILITIES

Current lease liabilities	即期租賃負債
Non-current lease liabilities	非即期租賃負債

16. 租賃負債

As at 30 September 2022	As at 31 March 2022
於二零二二年 九月三十日 (Unaudited) (未經審核)	於二零二二年 三月三十一日 (Audited) (經審核)
HK\$'000	HK\$'000
千港元	千港元
4,299	5,929
2,401	3,363
6,700	9,292

The Group leases various retail stores, offices premises, warehouses and equipment under lease agreements.

During the six months ended 30 September 2022, the Group's operating lease rental payments relating to short-term leases of approximately HK\$3,474,000 (2021: approximately HK\$3,408,000) have been recognized as expenses and included in "expenses related to short-term leases" (Note 7).

本集團根據租賃協議租賃多間零售店舖、辦公物業、貨倉及設備。

於截至二零二二年九月三十日止六個月，本集團與短期租賃有關的經營租賃租金為約3,474,000港元(二零二一年：約3,408,000港元)，有關租金已確認為開支，並計入「短期租賃相關開支」(附註7)。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

17. BORROWINGS

Bank borrowings	銀行借貸
Bank overdrafts	銀行透支
Total Borrowings	借貸總額
The carrying amounts of the above borrowings are repayable:	以上借貸於以下日期內償還之賬面值：
Within one year	一年內
Within a period of more than one year but not exceeding two years	一至兩年內
Within a period of more than two years but not exceeding five years	二至五年內

All bank borrowings are denominated in Hong Kong dollars, United States dollars, South African Rand, Euro and Singapore dollars.

The effective interest rates of the short-term bank loans at the reporting date range from approximately 3.03% to 10.7% (as at 31 March 2022: 2.24% to 7.0%).

The Group's certain banking facilities are secured by corporate guarantees issued by the Company.

As at 30 September 2022, investment properties and certain assets included in "property, plant and equipment" with an aggregate carrying amount of approximately HK\$23,654,000 (as at 31 March 2022: approximately HK\$13,856,000) were pledged as security for certain of the Group's bank borrowings.

As at 30 September 2022, bank loans of approximately HK\$6,328,000 were guaranteed by the non-controlling interests of a subsidiary, Mr. Manuel Arnaldo De Sousa Moutinho and were secured by bank balances and certain assets included in "property, plant and equipment" of approximately HK\$57,000 and approximately HK\$6,864,000 respectively.

17. 借貸

As at 30 September 2022	As at 31 March 2022
於二零二二年 九月三十日 (Unaudited) (未經審核)	於二零二二年 三月三十一日 (Audited) (經審核)
HK\$'000 千港元	HK\$'000 千港元
63,361	66,234
1,282	3,058
64,643	69,292
59,941	69,292
1,625	-
3,077	-
64,643	69,292

所有銀行借貸皆以港元、美元、南非蘭特、歐元及新加坡元列值。

於報告日期，短期銀行貸款之實際利率介乎約3.03%至10.7%（於二零二二年三月三十一日：2.24%至7.0%）。

本集團之若干銀行信貸額以本公司發出的公司擔保作擔保。

於二零二二年九月三十日，計入「物業、廠房及設備」總賬面值為約23,654,000港元（於二零二二年三月三十一日：約13,856,000港元）之投資物業及若干資產已作抵押，作為本集團若干銀行借貸之抵押品。

於二零二二年九月三十日，銀行貸款約6,328,000港元獲附屬公司非控股權益Manuel Arnaldo De Sousa Moutinho先生所擔保，並以分別約57,000港元及約6,864,000港元的銀行結餘及計入「物業、廠房及設備」之若干資產作擔保。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

18. SHARE CAPITAL

18. 股本

		As at 30 September 2022 於二零二二年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元	As at 31 March 2022 於二零二二年 三月三十一日 (Audited) (經審核) HK\$'000 千港元
Authorized: 2,000,000,000 ordinary shares of HK\$0.10 each	法定： 每股面值0.10港元之普通股 2,000,000,000股	200,000	200,000
Issued and fully paid: 200,000,000 ordinary shares of HK\$0.10 each	已發行及繳足： 每股面值0.10港元之普通股 200,000,000股	20,000	20,000

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

19. RELATED PARTY TRANSACTIONS

Save as disclosed in these financial report, the Group had the following significant related party transactions during the period:

- (a) Particulars of significant transactions between the Group and related parties are summarized below:

19. 關聯人士交易

除該等財務報告所披露者外，本集團於期內有以下重大關聯人士交易：

- (a) 本集團與關聯人士進行之重大交易詳情概述如下：

		Six months ended 30 September 截至九月三十日止六個月	
		2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
		Notes 附註	
Rental expenses to M-Bar Limited	向M-Bar Limited支付之租金	(i)	1,392
Purchases from PC Supply Limited and its subsidiaries ("PC Supply Group")	從資電網有限公司及其附屬公司(「資電網集團」)購買	(ii)	636
Sales to PC Supply Group	銷售予資電網集團	(ii)	99
Commission income received from Clover Display Limited	已收取Clover Display Limited之佣金收入	(iii)	4
Commission expense paid to PC Supply Group	已付資電網集團之佣金開支	(iii)	275
Management fee paid to PC Supply Group	已付資電網集團之管理費	(iv)	42
			1,519
			499
			61
			7
			-
			43

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

19. RELATED PARTY TRANSACTIONS (Continued)

- (a) Particulars of significant transactions between the Group and related parties are summarized below: (Continued)

Notes:

- (i) M-Bar Limited is a wholly-owned subsidiary of Mobicon Electronic Supplies Company Limited, is a company beneficially owned by Dr. Hung Kim Fung, Measure (30%), Ms. Yeung Man Yi, Beryl (30%), Mr. Hung Ying Fung (20%) and Mr. Yeung Kwok Leung, Allix (20%), directors and substantial shareholders of the Company. The lease agreements with M-Bar Limited were entered into at terms agreed between the contracting parties.
- (ii) PC Supply Limited is owned as to 99.99% and 0.01% by A Plus Computer Shop Limited ("A Plus") and Ms. Yeung Man Yi, Beryl respectively. A Plus is beneficially owned by Dr. Hung Kim Fung, Measure (30%), Ms. Yeung Man Yi, Beryl (30%), Mr. Hung Ying Fung (20%) and Mr. Yeung Kwok Leung, Allix (20%), directors and substantial shareholders of the Company. Sales to and purchases from PC Supply Group were conducted in the normal course of business at terms as agreed between the contracting parties.
- (iii) Commission income/expense received from PC Supply Group was conducted in the normal course of business at terms as agreed between the contracting parties.
- (iv) Management fee paid to PC Supply Group were conducted in the normal course of business at terms as agreed between the contracting parties.

19. 關聯人士交易(續)

- (a) 本集團與關聯人士進行之重大交易詳情概述如下：(續)

附註：

- (i) M-Bar Limited 為 Mobicon Electronic Supplies Company Limited 之全資附屬公司，該公司由本公司董事兼主要股東洪劍峯博士(30%)、楊敏儀女士(30%)、洪英峯先生(20%)及楊國樑先生(20%)實益擁有。與M-Bar Limited 訂立之租賃協議乃按訂約各方協定之條款訂立。
- (ii) 資電網有限公司分別由香港電腦店有限公司(「香港電腦店」)及楊敏儀女士擁有99.99%及0.01%權益。香港電腦店由本公司董事兼主要股東洪劍峯博士(30%)、楊敏儀女士(30%)、洪英峯先生(20%)及楊國樑先生(20%)實益擁有。與資電網集團進行之銷售及採購交易均於一般業務過程中按訂約各方協定之條款進行。
- (iii) 已收取資電網集團之佣金收入／開支乃於一般業務過程中按訂約各方協定之條款收取。
- (iv) 已支付資電網集團之管理費乃於一般業務過程中按訂約各方協定之條款支付。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION (CONTINUED)

簡明綜合中期財務資料附註(續)

19. RELATED PARTY TRANSACTIONS (Continued)

- (b) Included in other receivables of the Group as at 30 September 2022 were rental deposits paid to M-Bar Limited of approximately HK\$464,000 (as at 31 March 2022: approximately HK\$464,000).

(c) Key management compensation

Short-term employee benefits
Post-employment benefits

短期僱員福利
離職後福利

19. 關聯人士交易(續)

- (b) 於二零二二年九月三十日，本集團其他應收款項包括已支付M-Bar Limited之租金按金約464,000港元(於二零二二年三月三十一日：約464,000港元)。

(c) 主要管理人員報酬

Six months ended 30 September 截至九月三十日止六個月

2022 二零二二年 (Unaudited) (未經審核) HK\$'000 千港元	2021 二零二一年 (Unaudited) (未經審核) HK\$'000 千港元
-	-
-	-
-	-



MOBICON

進取 - 務實 - 翺四方

Hong Kong

China

Malaysia

South Africa

Singapore

Taiwan

Portugal

Mobicon Group Limited

萬保剛集團有限公司

(股份編號 Stock Code : 1213)

2022/2023 Interim Report 中期報告

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