

SoftMedx Healthcare Limited

京玖醫療健康有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 648)



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

CHEUNG Wai Kwan WANG Jianguo

Independent Non-executive Directors

HU Xuezhen LIN Pinzhuo YIU Chun Wing

AUDIT COMMITTEE

YIU Chun Wing *(Chairperson)* HU Xuezhen LIN Pinzhuo

NOMINATION COMMITTEE

LIN Pinzhuo *(Chairperson)* HU Xuezhen YIU Chun Wing

REMUNERATION COMMITTEE

HU Xuezhen *(Chairperson)* LIN Pinzhuo YIU Chun Wing

RISK MANAGEMENT COMMITTEE

YIU Chun Wing *(Chairperson)* LIN Pinzhuo WANG Jianguo

COMPANY SECRETARY

LAM Sung Him, Gaston

STOCK CODE

648

REGISTERED OFFICE

Level 38, Infinitus Plaza 199 Des Voeux Road Central Hong Kong

SHARE REGISTRAR

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

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited The Hong Kong and Shanghai Bank Corporation Limited

AUDITORS

CL Partners CPA Limited Certified Public Accountants

WEBSITE ADDRESS

www.648.com.hk

MANAGEMENT DISCUSSION AND ANALYSIS

REVIEW OF FINANCIAL RESULTS

SoftMedx Healthcare Limited (the "Company", together with its subsidiaries, the "Group") is principally engaged in medical and well-being business. The Group recorded revenue of HK\$13.6 million for the six months ended 30 June 2022 with gross profit of HK\$5.9 million and gross profit margin of 43.0%. The consolidated loss and consolidated loss attributable to the owners of the Company amounted to HK\$2.4 million (2021: HK\$9.9 million) and HK\$2.4 million (2021: HK\$9.9 million) respectively.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 June 2022, the Group's total assets and net liabilities amounted to HK\$26.2 million (31 December 2021: HK\$19.1 million) and HK\$327.2 million (31 December 2021: HK\$324.9 million) respectively. Its cash and bank balances amounted to HK\$1.5 million (31 December 2021: HK\$3.7 million) and liquidity ratio (calculated based on the Group's total assets to total liabilities) was 0.07 (31 December 2021: 0.06). The Group's total borrowings amounted to HK\$271.6 million (31 December 2021: HK\$272.0 million), including borrowings of HK\$215.3 million (31 December 2021: HK\$217.1 million) and bonds payable of HK\$56.4 million (31 December 2021: HK\$54.9 million). For the six months ended 30 June 2022, the Group's net cash outflow from operating activities amounted to HK\$5.1 million (2021: HK\$1.7 million), net cash inflow from investing activities amounted to HK\$0.2 million (2021: outflow of HK\$0.9 million) and net cash inflow from financing activities amounted to HK\$2.8 million (2021: HK\$1.9 million). As a result, the Group recorded a net cash outflow of HK\$2.1 million (2021: HK\$0.7 million).

CORPORATE DEVELOPMENT AND FUTURE PROSPECTS

Since 27 November 2017, trading in the shares of the Company has been suspended under the direction of the Securities and Futures Commission ("SFC"). Trading in the shares of the Company remains suspended pending the fulfilment of the resumption conditions imposed by The Stock Exchange of Hong Kong Limited ("Stock Exchange"). The Company has been taking active steps to address the concerns of the SFC and the Stock Exchange. Despite the Company's very limited resources resulted from the long suspension of trading and heavy indebtedness as well as the disruptive impact of the COVID-19 pandemic on the Group's business activities, the Company has been continuously exploring business opportunities to enhance long term shareholders' value. The Company, as a natural extension of its medical and well-being business segment and leveraging on its resources and business connections, has commenced the business of distribution of medical equipment and products in 2021. Notwithstanding the challenges arising from the Sino-United States trade conflict, the war in Ukraine, the disruptive changes in the business environment and disruption of supply chains in the midst of the COVID-19 pandemic as well as the worldwide interest and inflation hikes, the business progressed well in 2022 and 2023. With the opening up of the global, Hong Kong and China economy, the Group is confident that the business will further thrive in 2023 and beyond. Looking ahead, the challenges arising from the above adverse factors will continue to take a hit on the global economy and may inevitably affect the Group's business operations. But the Company is confident that it will be able to survive all these challenges with the support of its stakeholders and its businesses will improve steadily with good prospects. While adopting the newly established policies in ensuring disciplined execution of prudent financial, liquidity and cash flow management, the Company will continue to seek new business opportunities with a view to achieving earning growth and enhancing the long term value of all of its stakeholders.

FUND RAISING ACTIVITIES

The Group did not conduct any equity fund raising activities during the six months ended 30 June 2022.

SIGNIFICANT INVESTMENT AND MATERIAL ACQUISITION AND DISPOSAL

There was no significant investment and material acquisition and disposal during the six months ended 30 June 2022.

CHARGE ON ASSETS OF THE GROUP

No material asset of the Group had been pledged as at 30 June 2022.

CAPITAL COMMITMENT

There was no significant capital commitment of the Group outstanding as at 30 June 2022.

EXPOSURE TO FLUCTUATION IN EXCHANGE RATES

The Group's cash flow from operations is mainly denominated in Hong Kong dollars. Its assets are mostly denominated in Hong Kong dollars, and liabilities are mainly denominated in Japanese Yen and Hong Kong dollars. The Group currently does not have a foreign currency hedging policy but will monitor the foreign exchange exposure closely and consider hedging if there is significant foreign currency exposure.

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2022, the total number of employees of the Group was 13. The Group remunerates its employees based on their performance, working experience and the prevailing market rate. Other employee benefits include retirement benefits, insurance and medical coverage, training programs and share option scheme.

EVENTS AFTER THE REPORTING PERIOD

Details of events after the reporting period are set out in note 14 to the condensed consolidated financial statements.

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

As at 30 June 2022, none of the directors ("Directors") or chief executive of the Company, save for the 9,953,052 shares held by Mr.Chan Ka Chung, has any interest and short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) that were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have taken under such provisions of the SFO), or were recorded pursuant to Section 352 of the SFO, or were otherwise notified to the Company and the Stock Exchange pursuant to The Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules").

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2022, so far as being known to the Directors, there was no person had interests or short position in the shares or underlying shares of the Company which would be required to be notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO or which would be required to be recorded in the register required to be kept under Section 336 of the SFO or who is interested in 5% or more of any class of share capital carrying rights to vote at general meetings of the Company.

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

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

SHARE OPTION SCHEME

The Company's share option scheme was adopted pursuant to a resolution passed on 12 June 2014. The share option scheme has a term of 10 years and is for the purpose of providing incentives to eligible participants for their contribution to the growth of the Group. Under the share option scheme, the Board may grant options to eligible participants to subscribe for shares in the Company. The exercise price is determined by the Board and will not be less than the higher of (i) the closing price of the shares on the grant date; (ii) the average closing price of the shares for the five business days immediately preceding the grant date. The total number of shares issued and to be issued upon exercise of the options granted to each eligible participant (including both exercised and outstanding options) in any 12-month period must not exceed 1% of the total number of shares in issue. Any further grant of share option in excess of such limit must be separately approved by the shareholders of the Company in a general meeting. No share option was granted during the six months ended 30 June 2022 and the Company had no share option outstanding as at 30 June 2022.

SHARE AWARD SCHEME

The Company adopted the share award scheme on 19 June 2015. The scheme has a term of 10 years and is for recognising contributions of the eligible participants and attracting and retaining them for the continual development of the Group. The share award may be satisfied by (a) issuance of new shares, in which case the issue price of the award shares is determined by the Board at its absolute discretion at the time of grant and shall at least be the higher of (i) the closing price of the shares on the grant date; or (ii) the average closing price of the shares for the five trading days immediately preceding the grant date; and (b) acquiring existing shares from the market, in which case the purchase price will be based on the market value of the shares on the date of acquisition. The Board may at its absolute discretion select and grant share award to eligible participant and determine the terms, composition and conditions of the award. The scheme has neither specified the maximum number of securities of the Company that it may hold, the minimum vesting period nor maximum entitlement of each eligible participant. No amount is payable by the eligible participant upon acceptance of the award. The Company did not grant any share award to any person during the six months ended 30 June 2022 and there was no Share held under the scheme as at 30 June 2022.

OTHER INFORMATION

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company adopted the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules as its own code of conduct regarding securities transactions by the Directors. Each of the Directors has confirmed that he/she had complied with the required standards set out in the code during the six months ended 30 June 2022.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Company is committed to achieving and maintaining a high standard of corporate governance. The Company has complied with the provisions of the Corporate Governance Code set out in Appendix 14 to the Listing Rules during the six months ended 30 June 2022 except that as at 30 June 2022 (i) the Board only has one independent non-executive director; (ii) its audit committee comprises only one independent non-executive director who does not possesses the professional qualification required under the Listing Rules; (iii) each of its remuneration committee and nomination committee has only one independent non-executive director; and (iv) the non-executive director is not appointed for a specific term.

As at the date of this report, the Board has three independent non-executive directors and the composition of each of its audit committee, remuneration committee and nomination committee complies with the requirements under the Listing Rules. All the non-executive directors are subject to retirement by rotation at the annual general meetings.

AUDIT COMMITTEE

The principal responsibilities of the audit committee of the Company include: making recommendation to the Board in relation to the appointment, re-appointment and removal of the external auditors; review and monitoring of the external auditors' independence and objectivity; development and implementation of policy on the engagement of external auditors; monitoring integrity of the interim and annual financial statements as well as interim and annual reports and accounts; review of significant financial reporting judgments; ensuring that management has discharged its duty to have an effective internal control system. The audit committee has reviewed the unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2022 and was of the opinion that its preparation is compiled with the applicable accounting standards, the Listing Rules and that adequate disclosure has been made.

By order of the Board

SoftMedx Healthcare Limited

Cheung Wai Kwan

Executive Director

Hong Kong, 19 May 2023

Interim Report 2022

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		For the six months e	ended 30 June
	Notes	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Revenue	2	13,615	_
Cost of goods sold and services		(7,756)	
Gross profit		5,859	_
Other income, gains and losses	4	11,430	9,127
Administrative expenses		(11,941)	(10,833)
Written off of plant and equipment		(345)	_
Finance costs	5	(7,439)	(8,236)
Loss before taxation	7	(2,436)	(9,942)
Income tax expense	6	(10)	<u> </u>
Loss and total comprehensive loss for the period		(2,446)	(9,942)
Loss and total comprehensive loss for the period attributable to:			
Owners of the Company		(2,446)	(9,942)
Non-controlling interests			_
		(2,446)	(9,942)
Loss per share attributable to the owners of the Company			
– Basic and diluted (HK cents)	9	0.8	3.0

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Non-current assets Property, plant and equipment 177 609 177		Notes	As at 30 June 2022 <i>HK\$'000</i>	As at 31 December 2021 <i>HK\$'000</i>
Non-current assets Togety, plant and equipment 177 608 Right-of-use assets 575 1,035 Right-of-use asset at fair value through profit and loss 5,439 5,439 Financial asset at fair value through profit and loss 6,173 7,083 Current asset 819 - Inventions 819 - Tade receivables 10 1,529 6,696 Other receivables, prepayments and deposits 11,580 6,696 Tax recoverable 143 - Bank balances and cash 81,167 3,671 Bank balances and cash 81,167 70,913 Tax payable - - 10 Borrowings 11 211,438 140,25 Bonds payable 12 56,362 54,856 Bonds payable 12 349,554 26,372 Lease liabilities 339,556 24,855 Total assets less current liabilities 333,33 76,676 Nor-current liabilities 13,33,33 76,676 <			(Unaudited)	(Audited)
Property, plant and equipment 177 600 Right-of-use assets 557 1,035 Financial asset at fair value through profit and loss 5439 5,439 Current assets				
Right-of-use assets 557 1,035 Financial asset at fair value through profit and loss 5,439 5,439 Current assets 819 7,083 Inventories 819 - Trade receivables 10 1,729 1,665 Other receivables, prepayments and deposits 15,807 6,696 Tax recoverable 143 - Bank balances and cash 1,546 3,671 Current liabilities 81,167 70,913 Tax payables 81,167 70,913 Tax payable 1 211,438 140,425 Bonds payable 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 349,554 267,372 Net current liabilities 349,554 267,372 Non-current liabilities 323,337 (248,257) Total assets less current liabilities 3,838 76,676 Net liabilities 3,838 76,676 Net liabilities 3,838			477	600
Financial asset at fair value through profit and loss 5,439 5,439 Current assets 4 6,173 7,083 Current fores 819 - Trade receivables, prepayments and deposits 15,807 6,696 Tax recoverable 113,807 6,696 Bank balances and cash 1,546 3,671 Current liabilities 20,044 12,032 Current payables 81,167 70,913 Tax payable 1 211,438 140,425 Bonds payable 1 3,67 1,076 Lease liabilities 537 1,076 Net current liabilities 329,510 (255,340 Total assets less current liabilities 323,337 (248,257 Rorrowings 1 3,838 76,676 Non-current liabilities 3,330,600 3,030,600 3,20,460				
Current assets 6,173 7,083 Inventories 819 - Trade receivables 10 1,729 1,665 Other receivables, prepayments and deposits 15,807 6,696 Tax recoverable 143 - Bank balances and cash 1,546 3,671 Bank balances and cash 81,167 70,913 Tax payables 81,167 70,913 Tax payable - 10 Borrowings 11 211,438 140,425 Borrowings 12 56,362 54,856 Lease liabilities 387 1,076 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities (323,337) (248,257) Non-current liabilities (327,175) (324,933) Rorrowings 11 3,838 76,676 Non-current liabilities (327,175) (324,933) Rorrowings 11 3,838 76,6				
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Inventories 819 - Trade receivables 10 1,729 1,665 Other receivables, prepayments and deposits 15,807 6,696 Tax recoverable 143 - Bank balances and cash 1,546 3,671 Current liabilities 20,044 12,032 Cher payables 81,167 70,913 Tax payable - 102 Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Lease liabilities 349,554 267,372 Net current liabilities 323,337 (255,340) Total assets less current liabilities 3,838 76,676 Nor-current liabilities 3,838 76,676 Net liabilities 3,30,660 3,03,660 CAPITAL AND RESERVES 3,350,252 3,348,010 Cheficit attributable to the owners of the Company 3,15,502 3,317,350 Don-controlling interests 7,583 7,5		-	0,1/3	7,083
Trade receivables 10 1,729 1,665 Other receivables, prepayments and deposits 15,807 6,996 Tax recoverable 143 - Bank balances and cash 1,546 3,671 Current liabilities - 20,044 12,032 Current liabilities 81,167 70,913 Tax payable - 102 Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities 349,554 267,372 Non-current liabilities 323,337 (248,257) Non-current liabilities 3,838 76,676 Net liabilities 3,838 76,676 Net liabilities 327,175 324,933 CAPITAL AND RESERVES 3,300,660 3,030,660 Seerves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,58			040	
Other receivables, prepayments and deposits 15,807 6,696 Tax recoverable 143 - Bank balances and cash 1,546 3,671 Current liabilities 81,167 70,913 Tax payables 81,167 70,913 Tax payables 11 211,388 140,225 Borrowings 11 211,388 140,625 Bords payable 12 56,362 54,855 Lease liabilities 349,554 267,372 Net current liabilities 329,510 (255,340 Total assets less current liabilities 323,337 (248,257) Non-current liabilities 33,838 76,676 Non-current liabilities 3,838 76,676 Net liabilities 31 3,838 76,676 Non-current liabilities 327,175 324,933 Non-current liabilities 33,838 76,676 Non-current liabilities 33,838 76,676 Non-current liabilities 33,838 76,676 Non-current liabilities		10		1 665
Tax recoverable 143 — Bank balances and cash 1,546 3,671 Current liabilities 81,167 70,913 Other payables 81,167 70,913 Tax payable 1 211,438 140,425 Bonds payable 12 56,62 54,856 Lease liabilities 349,554 267,372 Net current liabilities 349,554 267,372 Non-current liabilities 323,337 248,257 Non-current liabilities 3,838 76,676 Non-current liabilities 3,838 76,676 Net liabilities 3,333,606 3,030,660 Net liabilities 3,330,660 3,030,660 Reserves 3,350,252 3,348,010 Deficit attributable to the owners of the Company 3,19,592 3,17,350 Non-controlling interests 7,583 7,583		10		
Bank balances and cash 1,546 3,671 Current liabilities 20,044 12,032 Current payables 81,167 70,913 Tax payable 1 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Lease liabilities 349,554 267,372 Net current liabilities (323,337) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Net liabilities 3,838 76,676 Saperves 3,030,660 3,030,660 Saperves 3,350,252 3,348,010 Capital attributable to the owners of the Company 3,19,592 3,17,350 Non-controlling interests 3,19,592 3,17,590 <td></td> <td></td> <td></td> <td>-</td>				-
Current liabilities Other payables 81,167 70,913 Tax payable - 102 Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Net liabilities 3,838 76,676 Net liabilities 33,838 76,676 Net liabilities 330,060 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)			1,546	3,671
Other payables 81,167 70,913 Tax payable - 102 Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Net liabilities 3,838 76,676 Net liabilities 327,175) (324,933) CAPITAL AND RESERVES 33,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)		-	20,044	12,032
Tax payable - 102 Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 33,838 76,676 Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Current liabilities	-		
Borrowings 11 211,438 140,425 Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Sorrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Other payables		81,167	70,913
Bonds payable 12 56,362 54,856 Lease liabilities 587 1,076 Net current liabilities (329,510) (255,340) Non-current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Serrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)			-	
Lease liabilities 587 1,076 Adaptities 349,554 267,372 Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Sorrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)				
Net current liabilities 349,554 267,372 Net current liabilities (329,510) (255,340) Non-current liabilities 343,337 (248,257) Non-current liabilities 3,838 76,676 Sorrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)		12		
Net current liabilities (329,510) (255,340) Total assets less current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Sorrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Lease liabilities	-	587	1,076
Non-current liabilities (323,337) (248,257) Non-current liabilities 3,838 76,676 Borrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)		-	349,554	267,372
Non-current liabilities Borrowings 11 3,838 76,676 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 5hare capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Net current liabilities	_	(329,510)	(255,340)
Borrowings 11 3,838 76,676 Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Total assets less current liabilities	_	(323,337)	(248,257)
Net liabilities 3,838 76,676 CAPITAL AND RESERVES (327,175) (324,933) Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Non-current liabilities			
Net liabilities (327,175) (324,933) CAPITAL AND RESERVES 3,030,660 3,030,660 Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Borrowings	11 -	3,838	76,676
CAPITAL AND RESERVES Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)		_	3,838	76,676
Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	Net liabilities		(327,175)	(324,933)
Share capital 13 3,030,660 3,030,660 Reserves (3,350,252) (3,348,010) Deficit attributable to the owners of the Company (319,592) (317,350) Non-controlling interests (7,583) (7,583)	CAPITAL AND RESERVES	- -		
Deficit attributable to the owners of the Company Non-controlling interests (319,592) (317,350) (7,583)	Share capital	13	3,030,660	3,030,660
Non-controlling interests (7,583) (7,583)	Reserves	_	(3,350,252)	(3,348,010)
Non-controlling interests (7,583) (7,583)	Deficit attributable to the owners of the Company		(319,592)	(317,350)
Total deficit (324,933)		_		
	Total deficit	_	(327,175)	(324,933)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Attributab	le to owners of the	Company			
	Share capital <i>HK\$'000</i>	Other reserve* <i>HK\$'000</i>	Shares held for share award scheme* HK\$'000	Accumulated losses* <i>HK\$'000</i>	Subtotal <i>HK\$'000</i>	Non- controlling interests <i>HK\$'000</i>	Total <i>HK\$'000</i>
Balance as at 1 January 2022 (Audited)	3,030,660	387	(8,538)	(3,339,859)	(317,350)	(7,583)	(324,933)
Loss for the year	_	_	_	(2,446)	(2,446)	_	(2,446)
Total comprehensive expense for the year	_	_		(2,446)	(2,446)		(2,446)
Disposal of shares held for share award scheme	_	(387)	8,538	(7,947)	204	_	204
Balance as at 30 June 2022 (Unaudited)	3,030,660	-	-	(3,350,252)	(319,592)	(7,583)	(327,175)
	Share	Attributab Other	Share	Company Accumulated		Non- controlling	
	capital <i>HK\$'000</i>	reserve* HK\$'000	reserve* HK\$'000	losses* <i>HK\$'000</i>	Subtotal HK\$'000	interests HK\$'000	Total <i>HK\$'000</i>
Balance as at 1 January 2021 (Audited)	3,030,660	1,273	(8,538)	(3,314,470)	(291,075)	(25,228)	(316,303)
Loss for the year				(9,942)	(9,942)		(9,942)
Total comprehensive expense for the year				(9,942)	(9,942)		(9,942)
Liquidation of subsidiaries		(886)		886		9,409	9,409
Balance as at 30 June 2021 (Unaudited)							

^{*} The total of these accounts as at the reporting dates represents "Reserves" in the consolidated statement of financial position.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended 30 June		
	2022	2021	
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Net cash used in operating activities	(5,109)	(1,723)	
Net cash generated from/(used in) investing activities	205	(862)	
Net cash generated from financing activities	2,779	1,884	
Net decrease in cash and cash equivalents	(2,125)	(701)	
Cash and cash equivalents at the beginning of the period	3,671	1,073	
Cash and cash equivalents at the end of the period	1,546	372	

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM RESULTS

1. BASIS OF PREPARATION

The unaudited condensed consolidated interim results have been prepared in accordance with the applicable disclosure requirements of The Rules ("Listing Rules") Governing the Listing of Securities on the Stock Exchange of and Hong Kong Accounting Standard ("HKAS") 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). The unaudited condensed consolidated interim results have been prepared on the historical cost convention. The unaudited condensed consolidated interim results have been prepared in accordance with the same accounting policies adopted in the annual consolidated financial statements for the year ended 31 December 2021, except for the following new and revised Hong Kong Financial Reporting Standards ("HKFRSS"), issued by the HKICPA that are relevant to its operations and effective for its accounting period beginning on 1 January 2022:

Amendments to HKFRS 3

Reference to the Conceptual Framework

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 HKFRSs

Annual Improvements to HKFRSs 2018–2020

The adoption of the new and revised HKFRSs in the current period does not have material impact on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these unaudited condensed consolidated interim results. The financial information relating to the financial year ended 31 December 2021 that is included in this interim results as being previously reported information or as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. The Company's auditor has expressed a disclaimer opinion on the consolidated financial statements for the year ended 31 December 2021 in relation to the limitation of scope on i) accounting books and records of subsidiaries which had been liquidated and ii) opening balances, comparative figures and related disclosures. The auditor's report also made reference to the net liabilities position of the Group as at 31 December 2021.

Suspension of trading in shares of the Company

Reference is made to the Company's announcement dated 27 November 2017 and made at the request of SFC under section 8(1) of the Securities and Futures (Stock Market Listing) Rules (Cap. 571V) to suspend trading in shares of the Company on the Stock Exchange with effect from 27 November 2017.

Going Concern

The Group incurred a loss of HK\$2.4 million for the six months ended 30 June 2022 and recorded net current liabilities of HK\$329.5 million and net liabilities of HK\$327.2 million as at 30 June 2022. In assessing the appropriateness of the use of the going concern in the preparation of these consolidated financial statements, the Board has given careful consideration to the Group's future liquidity and performance, debt restructuring and available sources of financing, including but not limited to the following:

- (a) The Company is exploring a scheme. The Directors assess that it is probable that the Company would obtain the necessary approvals, considering the Group's financial position published in its most recent consolidated financial statements.
- (b) The Group had in place a loan facility of HK\$8 million to finance its operating costs and a loan facility of HK\$12 million to finance its business operation from a financier; and
- (c) The Group has been continuing to develop its medical and well-being business to improve its cashflow from operations.

The Directors are of the opinion that the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due within the next twelve months from the date of approval for issue of these consolidated financial statements. Accordingly, the Directors are satisfied that it is appropriate to prepare the consolidated financial statements on a going concern basis. However, a material uncertainty relating to the above conditions exists and may cast significant doubt about the Group's ability to continue as a going concern.

2. REVENUE

HK\$'000	For the six months end 2022	ded 30 June 2021
Revenue from contracts with customers		
Medical and well-being business:		
Distribution of medical equipment and products	13,615	14,315
Geographical market		
Hong Kong	13,615	14,315
Timing of revenue recognition		
A point in time	13,615	14,315

3. SEGMENT INFORMATION

The Group's reportable and operating segment under HKFRS 8 is based on the information reported to the executive Directors, being the chief operating decision maker, for resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. During the year, the Group has one (2021: one) reportable segment i.e. medical and well-being business for distribution of medical equipment and products. Segment assets exclude unallocated head office and corporate assets that are managed on a group basis. Segment liabilities exclude borrowings, bonds payable, unallocated head office and corporate liabilities that are managed on a group basis.

Segment revenue and results

For the six months ended 30 June 2022 HK\$'000	Medical and well-being business	Total
Segment revenue	13,615	13,615
Segment results	2,341	2,341
Unallocated corporate income Unallocated finance costs		2,339 (7,116)
Loss before taxation Taxation	(10)	(2,436) (10)
Loss for the period	=	(2,446)
For the six months ended 30 June 2021		
HK\$'000	Medical and well-being Business	Total
Segment revenue		_
Segment results	(290)	(290)
Unallocated corporate income Unallocated finance costs		(1,416) (8,236)
Loss before taxation Taxation		(9,942)
Loss for the period	_	(9,942)

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM RESULTS

Segment assets and liabilities

As at 30 June 2022 HK\$'000	Medical and well-being business	Total
Segment assets Unallocated assets	23,969	23,969 2,248
Total assets		26,217
Segment liabilities Unallocated liabilities	25,360	25,360 328,032
Total liabilities	_	353,392
As at 31 December 2021 HK\$'000	Medical and well-being business	Total
Segment assets Unallocated assets	16,985	16,985 2,130
Total assets	_	19,115
Segment liabilities Unallocated liabilities	16,975	16,975 327,073

Geographical information

Total liabilities

The Group's operation is located in Hong Kong. The Group's revenue from external customers is all from Hong Kong and non-current assets are located in Hong Kong.

4. OTHER INCOME, GAINS AND LOSSES

	For the six months end	ded 30 June
HK\$'000	2022	2021
Interest income on bank balances	1	_
Rental income	307	62
Gain on liquidation of a subsidiary	-	3,175
Others	11,122	5,890
	11,430	9,127

344,048

5. FINANCE COST

	For the six months end	ed 30 June
HK\$'000	2022	2021
Interest expenses on:		
Bank and other borrowings	5,913	6,550
Bonds payable	1,505	1,649
Lease liabilities	21	37
	7,439	8,236

6. INCOME TAX EXPENSE

	For the six months end	
HK\$'000	2022	2021
Current tax:		
Hong Kong Profits Tax	10	_

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

7. LOSS FOR THE PERIOD

	For the six months	ended 30 June
HK\$'000	2022	2021
Loss for the year has been arrived at after charging:		
Depreciation of property, plant and equipment	87	122
Depreciation of right-of-use assets	478	503
Total depreciation	565	625
Cost of inventories recognised as expenses	7,756	_
Employee salaries and other benefits	9,138	7,399

8. DIVIDEND

The Board does not recommend payment of interim dividend for the six months ended 30 June 2022 (2021: Nil).

9. LOSS PER SHARE

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

	For the six months ended 30 June	
HK\$'000	2022	2021
Loss for the period attributable to owners of the Company	2,446	9,942
'000	For the six months ended 30 June	
Weighted average number of ordinary shares for the purpose of basic		
and diluted loss per share	326,037	326,037

10. TRADE RECEIVABLES

HK\$'000 30 June 202	2 31 December 2021
Trade receivables 1,72	9 1,665
Less: Allowance for credit losses	<u> </u>
1,72	9 1,665
Age	
0 – 30 days	0 366
31 – 90 days 95	2 1,109
91 – 180 days 5 1	7 190
1,72	9 1,037

The above is an aged analysis of the trade receivables based on the invoice date, or otherwise, delivery date, at the end of the reporting period, which approximated the respective revenue recognition dates.

11. BORROWINGS

HK\$'000	30 June 2022	31 December 2021
Borrowings	215,276	217,101
Analysed into: Repayable within one year or on demand Repayable within a period of more than one year	211,438 3,838	140,425 76,676
	215,276	217,101

The amount represented loans with aggregate principal amount of HK\$178,473,000 (as at 31 December 2021: HK\$185,544,000) bearing interest rates ranging from 2% to 8.5% (2021: 2% to 8.5%).

12. BONDS PAYABLE

HK\$'000	30 June 2022 31 December 2021	
Bonds payable Repayable within one year or on demand	56,362	57,891

The amount represented bonds with aggregate principal amount of HK\$49,000,000 (31 December 2021: HK\$49,000,000), bearing interest rates ranging from 5% to 6.5% (31 December 2021: 5% to 6.5%) and effective interest rates ranging from 6% to 9% (31 December 2021: 6% to 9%).

13. SHARE CAPITAL

	Number of shares	Amount HK\$'000
Issued and fully paid: At 31 December 2021 and 30 June 2022	326,037	3,030,660

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM RESULTS

14. EVENTS AFTER THE REPORTING PERIOD

In April 2023, a creditor of the Company filed a winding up petition against the Company relating to its claim for an outstanding debt of HK\$16,175,304, together with the unpaid interest and cost thereon.

15. APPROVAL OF THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS

The unaudited condensed consolidated interim financial statements have been approved for issue by the Board on 19 May 2023.