



德泰新能源集團有限公司

DeTai New Energy Group Limited

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(香港聯合交易所上市編號 | HK Stock Code : 559)

2023/24

INTERIM REPORT

中期報告



Corporate Information 公司資料

DIRECTORS

Executive Directors

CHENG Chi Kin (*Chairman*)

WONG Siu Keung Joe

Independent Non-executive Directors

CHIU Wai On

MAN Kwok Leung

To Chun Wai

COMPANY SECRETARY

WONG Siu Keung Joe

REGISTERED OFFICE

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Room 905, 9/F., Wings Building

110-116 Queen's Road Central

Hong Kong

STOCK CODE

559

WEBSITE

www.detai-group.com

董事

執行董事

鄭子堅 (主席)

黃兆強

獨立非執行董事

招偉安

萬國樑

杜振偉

公司秘書

黃兆強

註冊辦事處

Clarendon House

2 Church Street

Hamilton HM 11

Bermuda

總辦事處兼主要營業地點

香港

皇后大道中110-116號

永恆商業大廈9樓905室

股份代號

559

網站

www.detai-group.com

Corporate Information 公司資料

AUDITOR

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

LEGAL ADVISER

Michael Li & Co.
19th Floor, Prosperity Tower
39 Queen's Road Central
Hong Kong

BERMUDA PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

MUFG Fund Services (Bermuda) Limited
4th Floor North
Cedar House
41 Cedar Avenue
Hamilton HM 12
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

PRINCIPAL BANKS

Bank of Communications Co., Ltd.
Chong Hing Bank Limited
Sumitomo Mitsui Banking Corporation

核數師

香港立信德豪會計師事務所有限公司
香港
干諾道中 111 號
永安中心 25 樓

法律顧問

李智聰律師事務所
香港
皇后大道中 39 號
豐盛創建大廈 19 樓

百慕達股份過戶登記總處

MUFG Fund Services (Bermuda) Limited
4th Floor North
Cedar House
41 Cedar Avenue
Hamilton HM 12
Bermuda

香港股份過戶登記分處

卓佳登捷時有限公司
香港
夏慤道 16 號
遠東金融中心 17 樓

主要往來銀行

交通銀行股份有限公司
創興銀行有限公司
三井住友銀行

The board (the "Board") of directors (the "Directors") of DeTai New Energy Group Limited (the "Company") hereby announces the unaudited consolidated interim results of the Company and its subsidiaries (the "Group") for the six months ended 31 December 2023 as follows:

德泰新能源集團有限公司(「本公司」)董事(「董事」)會(「董事會」)謹此宣佈本公司及其附屬公司(「本集團」)截至二零二三年十二月三十一日止六個月之未經審核綜合中期業績如下：

Condensed Consolidated Statement of Comprehensive Income 簡明綜合全面收益表

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

		For the six months ended 31 December	
		截至十二月三十一日止六個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
	Notes 附註		
Revenue	收益		
Service income	服務收入	9,573	11,910
Interest income	利息收入	-	227
Trading income	貿易收入	35	-
Dividend income	股息收入	4,240	2,867
		13,848	15,004
Cost of sales	銷售成本	(5,769)	(6,822)
Gross profit	毛利	8,079	8,182
Other income and gains or losses	其他收入及收益或虧損	(20,874)	1,103
General and administrative expenses	一般及行政開支	(12,003)	(9,752)
Selling and distribution expenses	銷售及分銷開支	-	(158)
Finance costs	融資成本	(562)	(717)
Share of loss of an associate	分佔一間聯營公司虧損	(101)	(144)
Reversal of impairment loss/(impairment loss) on loans receivable	應收貸款減值虧損 撥回/(減值虧損)	200	(1,555)
Impairment loss on other receivables and deposits	其他應收款項及按金之減值虧損	-	(3,975)
Net loss on fair value change of financial assets at fair value through profit or loss	按公平值計入損益之金融資產之 公平值變動虧損淨額	(27,927)	(41,017)
Net deficit on revaluation of investment properties	投資物業之重估虧絀淨額	(1,415)	-
Loss before taxation	稅前虧損	(54,603)	(48,033)
Income tax credit	所得稅抵免	49	288
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損	(54,554)	(47,745)

Condensed Consolidated Statement of Comprehensive Income

簡明綜合全面收益表

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

		For the six months ended 31 December	
		截至十二月三十一日止六個月 2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
	Notes 附註		
Other comprehensive income	其他全面收入		
<i>Items that may be subsequently reclassified to profit or loss</i>	<i>其後可能重新分類至損益之項目</i>		
Exchange differences arising on translation of foreign operations	換算海外業務所產生匯兌差額	6,661	7,403
Other comprehensive income for the period	期內其他全面收入	6,661	7,403
Total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內全面收入總額	(47,893)	(40,342)
Loss per share attributable to owners of the Company:	本公司擁有人應佔每股虧損：		
— Basic	— 基本	HK(0.35) cent	HK(0.30) cent
— Diluted	— 攤薄	HK(0.35) cent	HK(0.30) cent
	9	港仙	港仙
		港仙	港仙

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 31 December 2023 於二零二三年十二月三十一日

			31 December 2023 二零二三年 十二月三十一日	30 June 2023 二零二三年 六月三十日
		Notes 附註	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
ASSETS AND LIABILITIES	資產及負債			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	277,689	270,459
Investment properties	投資物業	12	-	15,900
Interest in an associate	於一間聯營公司之權益	13	-	1,919
Total non-current assets	非流動資產總值		277,689	288,278
Current assets	流動資產			
Inventories	存貨		3,943	3,846
Trade receivables, other receivables, deposits and prepayments	貿易應收賬項、其他應收款項、 按金及預付款項	15	9,457	84,794
Loans receivable	應收貸款	16	-	1,200
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產	14	146,787	118,186
Deposits in a financial institution	於金融機構之存款		84,167	67,356
Pledged bank balances	已抵押銀行結餘	20	664	650
Bank balances and cash	銀行結餘及現金		35,676	56,281
Total current assets	流動資產總值		280,694	332,313
Current liabilities	流動負債			
Trade payables, other payables and accruals	貿易應付賬項、其他應付款項 及應計費用	17	4,182	5,679
Contract liabilities	合約負債		3,714	2,378
Borrowings	借貸	18	30,990	46,184
Lease liabilities	租賃負債		339	-
Tax payable	應付稅項		2,399	2,399
Total current liabilities	流動負債總額		41,624	56,640
Net current assets	流動資產淨值		239,070	275,673
Total assets less current liabilities	資產總值減流動負債		516,759	563,951

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 31 December 2023 於二零二三年十二月三十一日

		31 December 2023 二零二三年 十二月三十一日	30 June 2023 二零二三年 六月三十日
		Notes 附註 HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債	177	-
Deferred tax liabilities	遞延稅項負債	38,327	37,803
Total non-current liabilities	非流動負債總額	38,504	37,803
Net assets	資產淨值	478,255	526,148
EQUITY	權益		
Equity attributable to owners of the Company	本公司擁有人應佔權益		
Share capital	股本	784,776	784,776
Reserves	儲備	(306,521)	(258,628)
Total equity	總權益	478,255	526,148

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 31 December 2022 截至二零二二年十二月三十一日止六個月

	Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Contributed surplus 繳入盈餘 HK\$'000 千港元	Exchange reserve 外匯儲備 HK\$'000 千港元	Special reserve 特殊儲備 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total equity 總權益 HK\$'000 千港元
At 1 July 2022 (Audited)	784,776	1,217,887	340,932	(114,677)	(43,246)	(15,990)	(1,560,109)	609,573
Comprehensive income								
Loss for the period	-	-	-	-	-	-	(47,745)	(47,745)
Other comprehensive income								
Exchange difference arising on translation of foreign operations	-	-	-	7,403	-	-	-	7,403
Total comprehensive income for the period				7,403	-	-	(47,745)	(40,342)
At 31 December 2022 (Unaudited)	784,776	1,217,887	340,932	(107,274)	(43,246)	(15,990)	(1,607,854)	569,231

於二零二二年七月一日
(經審核)

期內全面收入總額

於二零二二年十二月三十一日
(未經審核)

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

	Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Contributed surplus 繳入溢餘 HK\$'000 千港元	Exchange reserve 外匯儲備 HK\$'000 千港元	Special reserve 特別儲備 HK\$'000 千港元	Other accumulated reserve 其他儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Total equity 總權益 HK\$'000 千港元
At 1 July 2023 (Audited)	784,776	1,217,887	340,932	(128,271)	(43,246)	(15,990)	(1,629,940)	526,148
Comprehensive income								
Loss for the period	-	-	-	-	-	-	(54,554)	(54,554)
Other comprehensive income								
Exchange difference arising on translation of foreign operations	-	-	-	6,661	-	-	-	6,661
Total comprehensive income for the period	-	-	-	6,661	-	-	(54,554)	(47,893)
At 31 December 2023 (Unaudited)	784,776	1,217,887	340,932	(121,610)	(43,246)	(15,990)	(1,684,494)	478,255

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

		For the six months ended 31 December	
		截至十二月三十一日止六個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Net cash (used in)/generated from operating activities	經營業務(所用)/所得現金淨額	(10,329)	814
Investing activities	投資活動		
Interest income received from banks and a financial institution	已收銀行及一間金融機構之利息收入	2,143	423
Dividend received	已收股息	4,240	2,867
Proceeds from financial assets at fair value through profit or loss	按公平價值計入損益之金融資產之所得款項	-	34,947
Proceeds from disposal of a subsidiary	出售一間附屬公司之所得款項	1,700	-
Proceeds from disposal of interest in an associate	出售一間聯營公司權益之所得款項	1,900	-
Purchase of property, plant and equipment	購置物業、廠房及設備	(282)	(356)
Increase in pledged bank balance	已抵押銀行結餘增加	(14)	(20)
Net cash generated from investing activities	投資活動所得現金淨額	9,687	37,861
Financing activities	融資活動		
Proceeds from borrowings	借貸所得款項	340	-
Interest paid	已付利息	(544)	(710)
Repayment of borrowings	償還借貸	(2,614)	(2,342)
Repayment of principal portion of lease liabilities	償還租賃負債的本金部分	(162)	(166)
Repayment of interest portion of lease liabilities	償還租賃負債的利息部分	(18)	(7)
Net cash used in financing activities	融資活動所用現金淨額	(2,998)	(3,225)
Net (decrease)/increase in cash and cash equivalents	現金及現金等值項目(減少)/增加淨額	(3,640)	35,450
Effect of foreign exchange rate changes	匯率變動之影響	(154)	(1,390)
Cash and cash equivalents at the beginning of the period	期初現金及現金等值項目	123,637	86,773
Cash and cash equivalents at the end of the period	期終現金及現金等值項目	119,843	120,833
Analysis of the balances of cash and cash equivalents	現金及現金等值項目結餘分析		
Deposits in a financial institution	於一間金融機構之存款	84,167	59,681
Cash and cash equivalents included in bank balances and cash	計入銀行結餘及現金之現金及現金等值項目	35,676	61,152
Cash and cash equivalents at the end of the period	期終現金及現金等值項目	119,843	120,833

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

1. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial statements of the Group have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The unaudited condensed consolidated interim financial statements have been prepared under the historical cost basis except for investment properties and certain financial instruments, which are measured at fair value.

These unaudited condensed consolidated interim financial statements should be read in conjunction with the audited consolidated financial statements of the Group for the year ended 30 June 2023. The accounting policies used in the unaudited condensed consolidated interim financial statements are consistent with those followed in the preparation of the Group’s consolidated financial statements for the year ended 30 June 2023, except for the adoption of the new or amended Hong Kong Financial Reporting Standards (“HKFRSs”), which include individual HKFRSs, HKAS and Interpretations (“Int”). The Group has not early adopted any new HKFRSs that have been issued but are not yet effective.

1. 編製基準

本集團之未經審核簡明綜合中期財務報表乃根據香港會計師公會（「香港會計師公會」）所頒佈之香港會計準則（「香港會計準則」）第34號「中期財務報告」及香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄十六之適用披露規定編製。

除投資物業及若干按公平值計量之金融工具外，未經審核簡明綜合中期財務報表乃根據歷史成本法編製。

該等未經審核簡明綜合中期財務報表須與本集團截至二零二三年六月三十日止年度之經審核綜合財務報表一併閱覽。除採納新訂或經修訂香港財務報告準則（「香港財務報告準則」，包括個別香港財務報告準則、香港會計準則及詮釋（「詮釋」））外，未經審核簡明綜合中期財務報表所用會計政策與編製本集團截至二零二三年六月三十日止年度之綜合財務報表所遵循者貫徹一致。本集團並無提早採納任何已頒佈但尚未生效之新訂香港財務報告準則。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

2. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS

2.1 Adoption of new/revised HKFRSs

In the current period, the Group has applied for the first time the following new standards, amendments and interpretations (“the new HKFRSs”) issued by the HKICPA, which are relevant to and effective for the Group’s condensed consolidated financial statements for the annual period beginning on 1 July 2023:

Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies

The adoption of the new/revised HKFRSs has no material impact on the Group’s condensed consolidated financial statements.

2. 採納香港財務報告準則

2.1 採納新訂／經修訂香港財務報告準則

於本期間，本集團已首次應用香港會計師公會頒佈之下列與本集團之簡明綜合財務報表相關及於二零二三年七月一日開始之年度期間生效之新訂準則、修訂及詮釋（「新訂香港財務報告準則」）：

香港會計準則第8號之修訂	會計估計之定義
香港會計準則第12號之修訂	與單一交易產生之資產及負債有關之遞延稅項
香港會計準則第1號及香港財務報告準則實務報告第2號之修訂	會計政策之披露

採納新訂／經修訂香港財務報告準則對本集團之簡明綜合財務報表並無重大影響。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

2. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS

(Continued)

2.2 New/revised HKFRSs that have been issued but are not yet effective

The following new/revised HKFRSs, potentially relevant to the Group's condensed consolidated financial statements, have been issued, but are not yet effective and have not been early adopted by the Group.

Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³
Amendments to HKAS 21	Lack of Exchangeability ²
Hong Kong Interpretation 5 (revised)	Presentation of Financial Statements — Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause ¹
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current (the "2020 Amendments") ¹
Amendments to HKAS 1	Non-current Liabilities with Covenants (the "2022 Amendments") ¹

¹ Effective for annual periods beginning on or after 1 January 2024

² Effective for annual periods beginning on or after 1 January 2025

³ Effective date to be determined

2. 採納香港財務報告準則 (續)

2.2 已頒佈但尚未生效之新訂／經修訂香港財務報告準則

下列可能與本集團簡明綜合財務報表有關之新訂／經修訂香港財務報告準則已經頒佈，但尚未生效，亦未獲本集團提早採用。

香港財務報告準則第10號及香港會計準則第28號之修訂	投資者與其聯營公司或合營企業之間出售或注入資產 ³
香港會計準則第21號之修訂	缺乏可交換性 ²
香港詮釋第5號 (經修訂)	財務報表之呈列 — 借貸人對包含按要求償還條款之定期貸款之分類 ¹
香港會計準則第1號之修訂	負債分類為流動或非流動 (「二零二零年修訂」) ¹
香港會計準則第1號之修訂	附帶契諾之非流動負債 (「二零二二年修訂」) ¹

¹ 於二零二四年一月一日或之後開始之年度期間生效

² 於二零二五年一月一日或之後開始之年度期間生效

³ 生效日期待確定

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION

Revenue represents the amounts received and receivable for goods sold to outside customers, net of returns and discounts and sales related taxes, income from hotel operations, interest income from loans receivable and dividend income on listed securities during the period.

3. 收益及分類資料

收益乃指期內經扣除退貨及折扣以及與銷售有關之稅項後向外界客戶出售商品之已收及應收款項、酒店營運之收入、應收貸款之利息收入及上市證券之股息收入。

		For the six months ended 31 December 截至十二月三十一日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Service income: Hotel hospitality business	服務收入： 酒店款待業務	9,573	11,910
Interest income: Money lending services	利息收入： 借貸服務	-	227
Trading income: Liquor and wine	貿易收入： 酒類產品	35	-
Dividend income: Investments in listed securities	股息收入： 上市證券投資	4,240	2,867
		13,848	15,004

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION *(Continued)*

(a) Reportable segments

The Group determines its operating segments based on the reports reviewed by the chief operating decision-makers that are used to make strategic decisions. The chief operating decision-maker has been identified as the Company's executive directors.

The Group currently has four reportable segments. The segments are managed separately as each business offers different products and services and requires different business strategies as follows:

- (i) hotel hospitality business;
- (ii) provision of money lending services;
- (iii) trading and distribution of liquor and wine; and
- (iv) investments in listed securities and funds.

There were no inter-segment transactions between different operating segments for the period. Central revenue and expenses are not allocated to the operating segments as they are not included in the measure of the segments' results that are used by the chief operating decision-makers for assessment of segment performance.

3. 收益及分類資料 (續)

(a) 可報告分類

本集團根據主要營運決策者審閱用於策略決定之報告釐定經營分類。主要營運決策者確定為本公司執行董事。

本集團現時有四個可報告分類。由於各業務提供不同產品及服務，所需業務策略迥異，故本集團個別管理該等分類。該等分類如下：

- (i) 酒店款待業務；
- (ii) 提供借貸服務；
- (iii) 酒類產品買賣及分銷；及
- (iv) 上市證券及基金投資。

不同經營分類於期內並無分類間交易。由於中央收益及開支並無計入主要營運決策者用作評估分類表現之分類業績計量，故有關收益及開支並無分配至經營分類。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION (Continued)

(b) Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable segments:

For the six months ended 31 December 2023

3. 收益及分類資料 (續)

(b) 分類收益及業績

按可報告分類劃分本集團之收益及業績分析如下：

截至二零二三年十二月三十一日止六個月

		Hotel hospitality business 酒店款待 業務	Money lending services 借貸服務	Liquor and wine 酒類產品	Investments in listed securities and funds 上市證券及 基金投資	Unallocated 未分配	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
Segment revenue	分類收益	9,573	-	35	4,240	-	13,848
Segment loss	分類虧損	(911)	(263)	(228)	(46,933)	-	(48,335)
Unallocated corporate income and expenses, net	未分配公司收入及開支淨額						(4,190)
Finance costs	融資成本						(562)
Share of loss of an associate	分佔一間聯營公司虧損						(101)
Net deficit on revaluation of investment properties	投資物業之重估虧損淨額						(1,415)
Loss before taxation	稅前虧損						(54,603)
Other segment information:	其他分類資料：						
Addition to non-current assets	添置非流動資產	282	-	-	-	-	282
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(550)	(170)	-	-	-	(720)
Impairment loss on property, plant and equipment	物業、廠房及設備減值虧損	-	(509)	-	-	-	(509)
Reversal of impairment loss on loans receivable	應收貸款之減值虧損撥回	-	200	-	-	-	200
Net loss on fair value of financial assets at fair value through profit or loss	按公平值計入損益之金融資產之公平值虧損淨額	-	-	-	(27,927)	-	(27,927)

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION (Continued)

(b) Segment revenue and results

(Continued)

For the six months ended 31 December 2022

3. 收益及分類資料 (續)

(b) 分類收益及業績 (續)

截至二零二二年十二月三十一日止六個月

		Hotel hospitality business 酒店款待 業務	Money lending services 借貸服務	Liquor and wine 酒類產品	Investments in listed securities and funds 上市證券及 基金投資	Unallocated 未分配	Total 總計
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue	分類收益	11,910	227	-	2,867	-	15,004
Segment profit/(loss)	分類溢利/(虧損)	392	(1,508)	(179)	(45,931)	-	(47,226)
Unallocated corporate income and expenses, net	未分配公司收入及開支淨額						54
Finance costs	融資成本						(717)
Share of loss of an associate	分佔一間聯營公司虧損						(144)
Loss before taxation	稅前虧損						(48,033)
Other segment information:	其他分類資料：						
Addition to non-current assets	添置非流動資產	356	-	-	-	-	356
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(623)	(163)	-	-	-	(786)
Impairment loss on loans receivable	應收貸款減值虧損	-	(1,555)	-	-	-	(1,555)
Impairment loss on other receivables and deposits	其他應收款項及按金之 減值虧損	-	-	-	(3,975)	-	(3,975)
Net loss on fair value of financial assets at fair value through profit or loss	按公平值計入損益之金融資 產之公平值虧損淨額	-	-	-	(41,017)	-	(41,017)

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION (Continued)

(c) Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable segments:

3. 收益及分類資料 (續)

(c) 分類資產及負債

按可報告分類劃分本集團之資產及負債分析如下：

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Segment assets	分類資產		
Hotel hospitality business	酒店款待業務	284,800	273,631
Money lending services	借貸服務	705	1,418
Liquor and wine	酒類產品	19,143	18,925
Investments in listed securities and funds	上市證券及基金投資	146,993	198,117
Total segment assets	分類資產總值	451,641	492,091
Interest in an associate	於一間聯營公司之權益	-	1,919
Investment properties	投資物業	-	15,900
Deposits in a financial institution	於金融機構之存款	84,167	67,356
Unallocated bank balances and cash	未分配銀行結餘及現金	21,504	41,905
Unallocated corporate assets	未分配公司資產	1,071	1,420
Consolidated total assets	綜合資產總值	558,383	620,591
Segment liabilities	分類負債		
Hotel hospitality business	酒店款待業務	35,705	36,597
Money lending services	借貸服務	516	-
Liquor and wine	酒類產品	2,336	2,297
Investments in listed securities and funds	上市證券及基金投資	25	25
Total segment liabilities	分類負債總額	38,582	38,919
Tax payable	應付稅項	2,399	2,399
Deferred tax liabilities	遞延稅項負債	38,327	37,803
Unallocated corporate liabilities	未分配公司負債	820	15,322
Consolidated total liabilities	綜合負債總額	80,128	94,443

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

3. REVENUE AND SEGMENT INFORMATION (Continued)

(d) Geographical segments

The Group's operations are located in Hong Kong (place of domicile), the People's Republic of China (the "PRC") and Japan. The Group's revenue from external customers and information about its non-current assets (other than financial instruments) by geographical markets are detailed as below:

3. 收益及分類資料 (續)

(d) 地區分類

本集團之營運地點位於香港(原駐地點)、中華人民共和國(「中國」)及日本。本集團按地區市場劃分來自外界客戶之收益及有關其非流動資產(金融工具除外)之資料詳情如下:

		Revenue from external customers 來自外界客戶之收益		Non-current assets 非流動資產	
		For the six months ended			
		31 December 2023	2022	31 December 2023	30 June 2023
		截至十二月三十一日 止六個月 二零二三年	二零二二年	二零二三年 十二月三十一日	二零二三年 六月三十日
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
		(未經審核)	(未經審核)	(未經審核)	(經審核)
Hong Kong	香港	4,240	3,094	-	17,819
PRC	中國	35	-	-	-
Japan	日本	9,573	11,910	277,689	270,459
		13,848	15,004	277,689	288,278

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

4. OTHER INCOME AND GAINS OR LOSSES

4. 其他收入及收益或虧損

		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Bank interest income	銀行利息收入	2,143	423
Rental income	租金收入	170	255
Government grants (note a)	政府補助(附註a)	-	32
Other sundry income	其他雜項收入	141	173
Gain on disposal of a subsidiary (note 10)	出售一間附屬公司之 收益(附註10)	101	-
Gain on disposal of interest in an associate (note 13)	出售一間聯營公司權益之 收益(附註13)	82	-
Loss on derecognition of other receivables (note b)	終止確認其他應收款項之 虧損(附註b)	(23,002)	-
(Impairment loss)/reversal of impairment loss on property, plant and equipment	物業、廠房及設備之 (減值虧損)/ 減值虧損撥回	(509)	220
		(20,874)	1,103

Notes:

附註：

- (a) Government grants represented the subsidies received from the local government in support of the business operation. There were no unfulfilled conditions or contingencies relating to these subsidies.
- (b) The balance represented the loss arising from the equity upon settlement of receivable.

- (a) 政府補助指自地方政府取得用於支持企業運營的補貼。概無與該等補貼有關的未達成條件或或然事項。
- (b) 該結餘指結算應收款項後權益產生的虧損。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

5. FINANCE COSTS

5. 融資成本

		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on bank loans	銀行貸款之利息	128	166
Interest on other loan	其他貸款之利息	416	544
Interest on lease liabilities	租賃負債之利息	18	7
		562	717

6. LOSS BEFORE TAXATION

6. 稅前虧損

		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Loss before taxation is arrived at after charging:	稅前虧損已扣除下列各項：		
Depreciation expenses in respect of:	有關下列各項之折舊開支：		
Owned assets	自有資產	550	623
Right-of-use assets	使用權資產	170	163

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

7. INCOME TAX CREDIT

7. 所得稅抵免

		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Current tax for the period — Japan — PRC	本期間即期稅項 — 日本 — 中國	8 207	8 (5)
Deferred tax	遞延稅項	(264)	(291)
Total income tax credit	所得稅抵免總額	(49)	(288)

Hong Kong profits tax was provided at the rate of 16.5% on the estimated assessable profit arising in Hong Kong for both six months ended 31 December 2023 and 2022. No provision for Hong Kong profits tax has been made for the current and prior periods as the Group has no assessable profits arising in Hong Kong.

截至二零二三年及二零二二年十二月三十一日止六個月，於香港產生之估計應課稅溢利按稅率16.5%作出香港利得稅撥備。由於本集團於目前及過往期間均無在香港產生應課稅溢利，故並無就香港利得稅作出撥備。

The subsidiaries established in the PRC are subject to enterprise income tax ("EIT") at tax rates of 25% for both the six months ended 31 December 2023 and 2022. No provision for PRC EIT has been made for the current period and the prior period as the Group has no assessable profits arising in the PRC.

截至二零二三年及二零二二年十二月三十一日止六個月，於中國成立之附屬公司須按稅率25%繳納企業所得稅（「企業所得稅」）。由於本集團並無在中國產生應課稅溢利，故於目前期間及過往期間並無就中國企業所得稅作出撥備。

The Group is also subject to the PRC withholding tax at the rate of 10% (2022: 10%) in respect of dividend income derived from the PRC incorporated companies.

本集團亦須就於中國註冊成立的公司所產生之股息收入按10%（二零二二年：10%）的稅率繳納中國預扣稅。

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7. INCOME TAX CREDIT (Continued)

Under the relevant Japan tax regulations, the profits of the business under tokumei kumiai arrangement which is distributed to a tokumei kumiai investor after deducting any accumulated losses in prior years is only subject to 20.42% withholding income tax in Japan. The withholding tax is final Japanese tax on such distributed tokumei kumiai profits and such profits are not subject to any other Japanese taxes. There is no withholding tax paid or payable for both six months ended 31 December 2023 and 2022 as there is no profit distribution.

The subsidiary established in Japan is subject to prefectural and municipal inhabitant taxes on a per capita basis in accordance with the relevant Japan tax regulations for both six months ended 31 December 2023 and 2022.

8. DIVIDEND

The Directors do not recommend the payment of any interim dividend for the six months ended 31 December 2023 (six months ended 31 December 2022: Nil).

9. LOSS PER SHARE

The calculation of basic and diluted loss per share amount is based on the loss for the period attributable to owners of the Company and the weighted average number of ordinary shares in issue during the period.

7. 所得稅抵免 (續)

根據相關日本稅務規例，匿名夥伴安排項下業務之溢利(於過往年度扣減任何累計虧損後分派至一名匿名夥伴投資者)於日本僅須繳納20.42%之預扣所得稅。預扣稅為有關已分派匿名夥伴溢利之最終日本稅項，而有關溢利毋須再繳納任何其他日本稅項。由於概無溢利分派，故截至二零二三年及二零二二年十二月三十一日止六個月並無已付或應付預扣稅。

截至二零二三年及二零二二年十二月三十一日止六個月，於日本成立之附屬公司須根據相關日本稅務規例按人均基準繳納地市級居民稅。

8. 股息

董事不建議就截至二零二三年十二月三十一日止六個月派付任何中期股息(截至二零二二年十二月三十一日止六個月：無)。

9. 每股虧損

每股基本及攤薄虧損金額乃按本公司擁有人應佔期內虧損及期內已發行普通股加權平均數計算。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

9. LOSS PER SHARE (Continued)

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

9. 每股虧損 (續)

每股基本及攤薄虧損乃按下列數據計算：

		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Loss attributable to owners of the Company for the purpose of basic and diluted loss per share	用作計算每股基本及攤薄虧損之本公司擁有人應佔虧損	(54,554)	(47,745)

		Number of shares 股份數目	
		For the six months ended 31 December 截至十二月三十一日 止六個月	
		2023 二零二三年 '000 千股 (Unaudited) (未經審核)	2022 二零二二年 '000 千股 (Unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	用作計算每股基本虧損之普通股加權平均數	15,695,532	15,695,532

Diluted loss per share amount for both six months ended 31 December 2023 and 2022 was not presented because the convertible preference shares was anti-dilutive. Potential ordinary shares are dilutive when and only when their conversion into ordinary shares would increase loss per share attributable to owners of the Company.

截至二零二三年及二零二二年十二月三十一日止六個月，由於可轉換優先股具有反攤薄效應，並無呈列之每股攤薄虧損金額。潛在普通股於及僅於獲兌換為普通股會增加本公司擁有人應佔每股虧損時，方具有攤薄效應。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

10. DISPOSAL OF A SUBSIDIARY

Disposal of Goldkeen Limited ("Goldkeen")

On 4 December 2023, the Group entered into an agreement with an independent third party to dispose of its entire equity interests of Goldkeen at a consideration of HK\$1,700,000. Gain on disposal amounted to HK\$101,000 for the six months ended 31 December 2023 was analysed as follows:

10. 出售一間附屬公司 出售高健有限公司(「高健」)

於二零二三年十二月四日，本集團與一名獨立第三方訂立協議，以出售其於高健之全部股權，代價為1,700,000 港元。截至二零二三年十二月三十一日止六個月，出售收益為101,000 港元，分析如下：

		For the six months ended 31 December 2023 截至 二零二三年 十二月三十一 止六個月 HK\$'000 千港元
Net assets disposed of	已出售資產淨值	
Investment properties (note 12)	投資物業(附註12)	14,485
Deposits and other receivables	按金及其他應收款項	131
Other payables	其他應付款項	(97)
Borrowings	借貸	(12,920)
Less: Proceeds from disposal	減：出售所得款項	1,599 (1,700)
Gain on disposal	出售收益	(101)
Net cash inflows arising on disposal	出售產生之現金流入淨額	1,700

Cash consideration of HK\$1,700,000 from the disposal of Goldkeen has been fully received by the Group during the six months ended 31 December 2023.

截至二零二三年十二月三十一日止六個月，本集團已全數接獲出售高健所得現金代價1,700,000 港元。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 31 December 2023, the Group acquired items of property, plant and equipment with a cost of approximately HK\$282,000 (six months ended 31 December 2022: HK\$356,000). No disposal of property, plant and equipment incurred during the six months ended 31 December 2023 and 2022.

As at 31 December 2023, the Group pledged hotel land and building with an aggregated carrying value of HK\$273,081,000 to secure banking facilities of the Group (30 June 2023: HK\$269,242,000) (note 20).

11. 物業、廠房及設備

截至二零二三年十二月三十一日止六個月，本集團以成本約282,000港元(截至二零二二年十二月三十一日止六個月：356,000港元)收購物業、廠房及設備項目。截至二零二三年及二零二二年十二月三十一日止六個月，概無出售物業、廠房及設備。

於二零二三年十二月三十一日，本集團已質押賬面總值為273,081,000港元之酒店土地及樓宇作為本集團獲授銀行融資之抵押(二零二三年六月三十日：269,242,000港元)(附註20)。

12. INVESTMENT PROPERTIES

12. 投資物業

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the period/year	期/年初	15,900	19,000
Deficit on revaluation of investment properties	投資物業之重估虧絀	(1,415)	(3,100)
Disposal of a subsidiary (note 10)	出售一間附屬公司(附註10)	(14,485)	-
At end of the period/year	期/年終	-	15,900

The fair values of investment properties as at disposal date and 30 June 2023 have been assessed by an independent qualified valuer. Deficit on revaluation of HK\$1,415,000 has been recognised in the condensed consolidated statement of comprehensive income for the six months ended 31 December 2023 (six months ended 31 December 2022: no fair value change).

As at 30 June 2023, investment properties in Hong Kong with an aggregate carrying value of HK\$15,900,000 has been pledged as the security of other loan (note 20).

於出售日期及二零二三年六月三十日，投資物業公平值已獲獨立合資格估值師評估。截至二零二三年十二月三十一日止六個月，於簡明綜合全面收益表中確認重估虧絀1,415,000港元(截至二零二二年十二月三十一日止六個月：概無公平值變動)。

於二零二三年六月三十日，賬面總值為15,900,000港元的香港投資物業已質押作為其他貸款的抵押(附註20)。

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13. INTEREST IN AN ASSOCIATE

13. 於一間聯營公司之權益

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the period/year	期/年初	1,919	3,235
Share of loss for the period/year	分佔期/年內虧損	(101)	(1,316)
Disposal of interest in an associate	出售於一間聯營公司之權益	(1,818)	-
At end of the period/year	期/年終	-	1,919

Details of the Group's associate are as follows:

本集團之聯營公司詳情如下：

Name of companies 公司名稱	Particulars of issued capital 已發行 股本詳情	Place of incorporation 註冊成立 地點	Percentage of interest held 所持股權 百分比	Principal activities 主要業務
Ming Fong Group Limited ("Ming Fong")	HK\$10,000	Hong Kong	23.11%	Dormant
明豐集團控股 有限公司(「明豐」)	10,000 港元	香港	23.11%	並無經營業務

On 11 December 2023, the Group entered into an agreement with an independent third party to dispose of 23.11% equity interests of Ming Fong at a consideration of HK\$1,900,000. Gain on disposal amounted to HK\$82,000 has been recognised in the condensed consolidated statement of comprehensive income for the six months ended 31 December 2023. Cash consideration of HK\$1,900,000 from the disposal has been fully received by the Group during the six months ended 31 December 2023.

於二零二三年十二月十一日，本集團與一名獨立第三方訂立協議，以出售於明豐之23.11%股權，代價為1,900,000 港元。出售之收益為82,000 港元，已於截至二零二三年十二月三十一日止六個月之簡明綜合全面收益表中確認。截至二零二三年十二月三十一日止六個月，本集團已全數接獲出售所得現金代價1,900,000 港元。

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簡明綜合財務報表附註

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14. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

14. 按公平值計入損益之金融資產

	31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Listed securities in Hong Kong at market value (note)	146,787	118,186

Note:

For the six months ended 31 December 2023, the fair value loss of listed securities was HK\$27,927,000 (six months ended 31 December 2022: HK\$44,727,000), which has been dealt with in the condensed consolidated statement of comprehensive income for the six months ended 31 December 2023.

None of the listed securities are pledged as at 31 December 2023 and 30 June 2023.

The fair value of the listed securities is Level 1 recurring fair value measurement as at 31 December 2023 and 2022.

附註：

截至二零二三年十二月三十一日止六個月，上市證券之公平值虧損為27,927,000港元(截至二零二二年十二月三十一日止六個月：44,727,000港元)，已於截至二零二三年十二月三十一日止六個月之簡明綜合全面收益表中處理。

於二零二三年十二月三十一日及二零二三年六月三十日並無質押任何上市證券。

於二零二三年及二零二二年十二月三十一日，上市證券之公平值屬第1級經常性公平值計量。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

15. TRADE RECEIVABLES, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

Included in the Group's trade receivables, other receivables, deposits and prepayments were trade receivables of HK\$5,434,000 (30 June 2023: HK\$700,000). The Group allows an average credit period of 0 to 90 days to its trade receivables.

15. 貿易應收賬項、其他應收款項、按金及預付款項

本集團之貿易應收賬項、其他應收款項、按金及預付款項包括貿易應收賬項5,434,000港元(二零二三年六月三十日:700,000港元)。本集團就貿易應收賬項給予之平均信貸期介乎0至90日。

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收賬項	5,554	816
Less: Provision for impairment losses	減：減值虧損撥備	(120)	(116)
Trade receivables, net (note)	貿易應收賬項淨額(附註)	5,434	700
Other receivables	其他應收款項	3,400	83,878
Other deposits and prepayments	其他按金及預付款項	623	216
		9,457	84,794

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15. TRADE RECEIVABLES, OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (Continued)

Note:

The ageing analysis of trade receivables, net of allowance for doubtful debts, based on invoice date, is as follows:

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 (Audited) (經審核)
Within 30 days	30日內	4,805	666
31-60 days	31至60日	587	22
Over 90 days	90日以上	42	12
		5,434	700

The movements in the expected credit loss for trade receivables for the six months ended 31 December 2023 and the year ended 30 June 2023 are as follows:

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 (Audited) (經審核)
As the beginning of the period/year	期/年初	116	126
Exchange realignment	匯兌調整	4	(10)
As the end of the period/year	期/年終	120	116

15. 貿易應收賬項、其他應收款項、按金及預付款項(續)

附註：

按發票日期已扣除呆賬撥備後之貿易應收賬項賬齡分析如下：

截至二零二三年十二月三十一日止六個月及截至二零二三年六月三十日止年度貿易應收賬項之預期信貸虧損變動如下：

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16. LOANS RECEIVABLE

16. 應收貸款

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Gross loans and interest receivables	應收貸款及利息總額	220,972	230,689
Less: Provision for impairment losses	減：減值虧損撥備	(220,972)	(229,489)
Carrying amount as at the end of period/year	期／年終之賬面值	-	1,200

As at 31 December 2023, the loans receivable with gross principal amount of HK\$146,894,000 (30 June 2023: HK\$161,894,000) in aggregate and related gross interest receivables of HK\$74,078,000 (30 June 2023: HK\$68,795,000) are due from seven (30 June 2023: eight) independent third parties. These seven (30 June 2023: eight) loans are interest-bearing at rates ranging from 8% to 20% (30 June 2023: 5.5% to 20%) per annum. All the loans are repayable within twelve months from the end of the reporting period and therefore are classified as current assets as at 30 June 2023 and 31 December 2023. No impairment loss (six months ended 31 December 2022: HK\$1,555,000) has been recognised in the condensed consolidated statement of comprehensive income for the six months ended 31 December 2023.

As at 31 December 2023, the Group held collateral over loans receivable with gross amount of HK\$45,167,000 (30 June 2023: HK\$61,393,000).

於二零二三年十二月三十一日，有應收七名（二零二三年六月三十日：八名）獨立第三方本金總額合共146,894,000港元（二零二三年六月三十日：161,894,000港元）之應收貸款及相關應收利息總額74,078,000港元（二零二三年六月三十日：68,795,000港元）。該七項（二零二三年六月三十日：八項）貸款按每年8厘至20厘（二零二三年六月三十日：5.5厘至20厘）計息。所有貸款須於報告期末起計十二個月內償還，故於二零二三年六月三十日及二零二三年十二月三十一日獲分類為流動資產。截至二零二三年十二月三十一日止六個月，概無減值虧損（截至二零二二年十二月三十一日止六個月：1,555,000港元）已於簡明綜合全面收益表中確認。

於二零二三年十二月三十一日，本集團就總額為45,167,000港元（二零二三年六月三十日：61,393,000港元）之應收貸款持有抵押品。

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16. LOANS RECEIVABLE (Continued)

The movements in the impairment losses allowances for loans receivable are as follows:

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the period/year (Reversal of expected credit loss)/ provision of expected credit loss for the period/year	期/年初 期/年內(預期信貸虧損 撥回)/預期信貸 虧損撥備	229,489	204,033
Written off	撇銷	(16,515)	-
Adjustment on interest receivables arising from the impaired loans	調整減值貸款產生之 應收利息	8,198	16,763
At end of the period/year	期/年終	220,972	229,489

16. 應收貸款(續)

應收貸款之減值虧損撥備變動如下：

Reconciliation of gross carrying amount for loans receivable are as follows:

應收貸款賬面總值之對賬如下：

		Stage 1 第1階段 HK\$'000 千港元	Stage 2 第2階段 HK\$'000 千港元	Stage 3 第3階段 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 July 2022 (Audited)	於二零二二年七月一日之 結餘(經審核)	-	784	213,554	214,338
Financing originated	來自融資	-	18	17,135	17,153
Repayment	還款	-	(802)	-	(802)
Balance at 30 June 2023 and 1 July 2023 (Audited)	於二零二三年六月三十日 及二零二三年七月一日 之結餘(經審核)	-	-	230,689	230,689
Financing originated	來自融資	-	-	8,198	8,198
Repayment	還款	-	-	(1,400)	(1,400)
Written off	撇銷	-	-	(16,515)	(16,515)
Balance at 31 December 2023 (Unaudited)	於二零二三年十二月 三十一日之結餘 (未經審核)	-	-	220,972	220,972

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16. LOANS RECEIVABLE (Continued)

Movements in the expected credit loss in respect of loan receivables are as follows:

16. 應收貸款 (續)

應收貸款之預期信貸虧損變動如下：

		Stage 1 第1階段 HK\$'000 千港元	Stage 2 第2階段 HK\$'000 千港元	Stage 3 第3階段 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 July 2022 (Audited)	於二零二二年七月一日之結餘 (經審核)	-	83	203,950	204,033
(Reversal of expected credit loss)/ expected credit loss for the year	年內(預期信貸虧損撥回)/預期信貸虧損	-	(83)	8,776	8,693
Adjustment on interest receivables	調整應收利息	-	-	16,763	16,763
Balance at 30 June 2023 and 1 July 2023 (Audited)	於二零二三年六月三十日及二零二三年七月一日之結餘 (經審核)	-	-	229,489	229,489
Reversal of expected credit loss for the period	期內預期信貸虧損撥回	-	-	(200)	(200)
Written off	撇銷	-	-	(16,515)	(16,515)
Adjustment on interest receivables	調整應收利息	-	-	8,198	8,198
Balance at 31 December 2023 (Unaudited)	於二零二三年十二月三十一日之結餘 (未經審核)	-	-	220,972	220,972

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17. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

Included in the Group's trade payables, other payables and accruals were trade payables of HK\$2,199,000 (30 June 2023: HK\$1,104,000).

17. 貿易應付賬項、其他應付款項及應計費用

本集團之貿易應付賬項、其他應付款項及應計費用包括貿易應付賬項 2,199,000 港元(二零二三年六月三十日：1,104,000 港元)。

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade payables (note)	貿易應付賬項(附註)	2,199	1,104
Other payables and accruals	其他應付款項及應計費用	1,983	4,575
		4,182	5,679

Note:

The ageing analysis of these trade payables, based on invoice date, is as follows:

附註：

按發票日期之該等貿易應付賬項賬齡分析如下：

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Within 30 days	30 日內	2,141	1,053
31–60 days	31 至 60 日	51	33
61–90 days	61 至 90 日	–	10
Over 90 days	90 日以上	7	8
		2,199	1,104

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18. BORROWINGS

18. 借貸

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Bank loans, secured	有抵押銀行貸款	30,990	33,604
Other loan, secured	有抵押其他貸款	-	12,000
Other loan, unsecured	無抵押其他貸款	-	580
Carrying amount as at the end of period/year	期/年終之賬面值	30,990	46,184

Based on the scheduled repayment dates set out in the loan agreements and ignore the effect of any repayment on demand clause, borrowings are repayable as follows:

根據貸款協議所載預計還款日期且並無計及任何按要求償還條款之影響，借貸須於以下期間償還：

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Within one year or on demand	一年內或按要求償還	30,990	46,184

Bank loans were secured by; (i) land and building with the carrying amount of HK\$273,081,000 (30 June 2023: HK\$269,242,000) (note 11); (ii) the bank balances of HK\$664,000 (30 June 2023: HK\$650,000); and (iii) the entire equity interest of certain subsidiary.

銀行貸款以(i)賬面值為273,081,000港元(二零二三年六月三十日: 269,242,000港元)的土地及樓宇(附註11); (ii)銀行結餘664,000港元(二零二三年六月三十日: 650,000港元); 及(iii)若干附屬公司全部股權作抵押。

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

18. BORROWINGS (Continued)

The abovementioned bank borrowings are charged at floating rates of 0.8% per annum (30 June 2023: 0.94% per annum).

As at 30 June 2023, secured other loan is secured by a legal charge over investment properties with carrying amount of HK\$15,900,000 and is charged at 9% per annum. Unsecured other is charged at 24% per annum as at 30 June 2023.

18. 借貸(續)

上述銀行借貸乃按0.8厘之浮動年利率計息(二零二三年六月三十日：年利率0.94厘)。

於二零二三年六月三十日，已抵押其他貸款以賬面值為15,900,000港元的投資物業法定押記作抵押，並按年利率9厘計息。於二零二三年六月三十日，無抵押其他貸款按年利率24厘計息。

19. SHARE CAPITAL

19. 股本

		Number of shares 股份數目 '000 千股	Amount 金額 HK\$'000 千港元
Ordinary shares of HK\$0.05 each at 30 June 2023 and 31 December 2023	於二零二三年六月三十日及二零二三年十二月三十一日每股面值0.05港元之普通股		
Authorised: As at 30 June 2023 and 31 December 2023	法定： 於二零二三年六月三十日及二零二三年十二月三十一日	30,000,000	1,500,000
Issued and fully paid: As at 30 June 2023 and 31 December 2023	已發行及繳足： 於二零二三年六月三十日及二零二三年十二月三十一日	15,695,532	784,776

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簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

20. PLEDGE OF ASSETS

Save as disclosed elsewhere in these unaudited condensed consolidated financial statements, the Group had pledged the following assets to secure the borrowings of the Group. The carrying amounts of these assets are analysed as follows:

		31 December 2023 二零二三年 十二月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	30 June 2023 二零二三年 六月三十日 HK\$'000 千港元 (Audited) (經審核)
Property, plant and equipment	物業、廠房及設備	273,081	269,242
Investment properties	投資物業	-	15,900
Bank balances	銀行結餘	664	650
		273,745	285,792

20. 資產抵押

除該等未經審核簡明綜合財務報表其他部分所披露外，本集團已質押以下資產作為本集團借貸之抵押。此等資產之賬面值分析如下：

21. RELATED PARTY TRANSACTIONS

In addition to the transactions detailed elsewhere in these unaudited condensed consolidated financial statements, the Group had no other material transactions with related parties for both the six months ended 31 December 2023 and 2022.

Compensation of key management

The key management of the Group comprises all directors of the Company. The short-term benefits were HK\$1,004,000 for the six months ended 31 December 2023 (six months ended 31 December 2022: HK\$1,004,000).

21. 關連人士交易

除該等未經審核簡明綜合財務報表其他部分所詳述之交易外，截至二零二三年及二零二二年十二月三十一日止六個月，本集團與關連人士並無其他重大交易。

主要管理人員報酬

本集團主要管理人員包括本公司全體董事。截至二零二三年十二月三十一日止六個月之短期福利為1,004,000港元(截至二零二二年十二月三十一日止六個月：1,004,000港元)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

22. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

Fair value measurement

The fair value of the Group's listed securities is determined with reference to quoted market price.

The fair value measurement of the Group's financial assets utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurements are categorised into different levels based on how observable the inputs used in the valuation technique utilised are (the "fair value hierarchy"):

Level 1: Quoted prices in active markets for identical items (unadjusted);

Level 2: Observable direct or indirect inputs other than Level 1 inputs;

Level 3: Unobservable inputs (i.e. not derived from market data).

22. 金融工具之公平值計量

公平值計量

本集團上市證券之公平值乃參照市場報價釐定。

本集團金融資產之公平值計量盡可能利用市場可觀察輸入資料及數據。釐定公平值計量採用之輸入數據分類為不同層級，基準為於估值方法中所用輸入數據之可觀察程度（「公平值等級」）：

第1級：相同項目於活躍市場之報價（未經調整）；

第2級：除第1級輸入數據外，可直接或間接觀察輸入數據；

第3級：不可觀察輸入數據（即並非從市場數據中得出之數據）。

	Level 1 第1級 HK\$'000 千港元	Level 2 第2級 HK\$'000 千港元	Level 3 第3級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 31 December 2023 (Unaudited)				
Assets				
Listed securities in Hong Kong at market value	146,787	-	-	146,787

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 31 December 2023 截至二零二三年十二月三十一日止六個月

22. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

22. 金融工具之公平值計量(續)

	Level 1 第1級 HK\$'000 千港元	Level 2 第2級 HK\$'000 千港元	Level 3 第3級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
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At 30 June 2023 (Audited)

於二零二三年六月
三十日(經審核)

Assets

Listed securities in Hong Kong at
market value

資產

按市值計量之
香港上市證券

118,186

-

-

118,186

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting periods. There were no significant transfers of financial assets and liabilities between Level 1, Level 2 and Level 3 fair value hierarchy classifications.

計量公平值所用方法及估值技術與過往報告期間相同。第1級、第2級與第3級公平值等級分類之間並無金融資產及負債之重大轉撥。

23. EVENTS AFTER REPORTING PERIOD

There were no significant events occurred after the reporting period.

23. 報告期後事項

報告期後概無發生重大事項。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL RESULTS AND BUSINESS REVIEW

During the period under review, the Group was engaged in four business segments, (i) hotel hospitality business; (ii) provision of money lending services; (iii) trading and distribution of liquor and wine; and (iv) investments in listed securities. For the six months ended 31 December 2023, the Group recorded a revenue of approximately HK\$13.8 million (six months ended 31 December 2022: approximately HK\$15 million). Loss for the period attributable to owners of the Company was approximately HK\$54.6 million (six months ended 31 December 2022: approximately HK\$47.7 million). Basic loss per share was approximately 0.35 HK cent (six months ended 31 December 2022: approximately 0.3 HK cent).

Hotel Hospitality Business

The revenue for the six months ended 31 December 2023 of the hotel hospitality business was approximately HK\$9.6 million (six months ended 31 December 2022: approximately HK\$11.9 million) and a segment loss of approximately HK\$0.9 million was recorded for the six months ended 31 December 2023 (six months ended 31 December 2022: segment profit of approximately HK\$0.4 million).

The hotel hospitality business is one of the core businesses of the Group which contributed approximately 69% of the Group's revenue for the six months ended 31 December 2023. The hotel, One Niseko Resort Towers (the "Resort Towers"), is located in the famous Japanese skiing destination of Niseko, Hokkaido, Japan. Niseko is one of the famous ski resort areas in Japan and is well known for its heavy light powder snow and spectacular backcountry. The Resort Towers consists of 110 units of high-end accommodation and has an onsen with an indoor and outdoor bath. It attracts many tourists globally for skiing in the winter time.

財務業績及業務回顧

於回顧期間，本集團從事四個業務分類：(i) 酒店款待業務；(ii) 提供借貸服務；(iii) 酒類產品買賣及分銷；及(iv) 上市證券投資。截至二零二三年十二月三十一日止六個月，本集團錄得收益約13,800,000港元(截至二零二二年十二月三十一日止六個月：約15,000,000港元)。本公司擁有人應佔期內虧損約54,600,000港元(截至二零二二年十二月三十一日止六個月：約47,700,000港元)。每股基本虧損約0.35港仙(截至二零二二年十二月三十一日止六個月：約0.3港仙)。

酒店款待業務

酒店款待業務截至二零二三年十二月三十一日止六個月之收益約9,600,000港元(截至二零二二年十二月三十一日止六個月：約11,900,000港元)，而截至二零二三年十二月三十一日止六個月之分類虧損則約900,000港元(截至二零二二年十二月三十一日止六個月：分類溢利約400,000港元)。

酒店款待業務是本集團核心業務之一，截至二零二三年十二月三十一日止六個月，有關業務為本集團貢獻約69%的收益。酒店One Niseko Resort Towers (「Resort Towers」)位於日本北海道二世古之著名滑雪勝地。二世古是享譽日本的滑雪度假勝地之一，以其厚厚粉雪及壯觀的鄉郊景緻而聞名。Resort Towers提供110間高檔客房，並設有室內及室外溫泉。在冬季，該地區一直吸引眾多遊客自世界各地前來滑雪。

Management Discussion and Analysis 管理層討論及分析

The Group's business plan to further develop the hotel hospitality business included (i) the renovation of the Resort Towers (the "Renovation Project"); and (ii) the development of the adjacent land to the Resort Towers to build villas (the "Villa Project", and together with the Renovation Project, the "Business Plan"). However, the decline in the tourism industry in Japan coupled with the restrictive measures then in place during the height of the COVID-19 pandemic had caused significant disruptions to the Group's implementation of the Business Plan.

Despite such disruptions, the Group continued to undertake the following actions as a means to attract visitors to the Resort Towers and provide the visitors with a relaxing stay:

- (i) During the six months ended 31 December 2023, the Group partnered with various online travel agencies and published advertisements on social media to offer discounted rates and/or promotional campaigns to attract tourists and domestic residents to visit the Resort Towers. Such campaigns included, but was not limited to, offering discounts to online travel agencies such as Jalan and Rakuten and publishing advertisements of discounted rates on social media platforms such as Instagram and Facebook (currently known as Meta).

本集團進一步發展酒店款待業務的業務計劃，其中包括(i)翻新Resort Towers(「翻新項目」)；及(ii)開發Resort Towers鄰近土地以建造別墅(「別墅項目」，連同翻新項目統稱「業務計劃」)。然而，日本旅遊業衰退，加上當時新型冠狀病毒疫情的高峰期實行的限制措施，均對本集團實施業務計劃造成重大干擾。

儘管面對該等干擾，本集團仍繼續採取以下行動，以吸引遊客前往Resort Towers，並為遊客提供輕鬆愉悅的住宿體驗：

- (i) 截至二零二三年十二月三十一日止六個月，本集團與多家網上旅行社合作，並在社交媒體上發佈廣告，提供折扣及／或促銷活動，以吸引遊客及國內居民前往Resort Towers。此類活動包括但不限於向Jalan及Rakuten等網上旅行社提供折扣，以及在Instagram及Facebook(現稱Meta)等社交媒體平台上發佈折扣廣告。

Management Discussion and Analysis

管理層討論及分析

(ii) Maintenance works at the Resort Towers such as (1) purchasing air purifier units for 92 rooms in the autumn of 2020; (2) purchasing air conditioner units for 21 rooms in the autumn of 2021; (3) purchasing high voltage power switching panels in November 2021; (4) PBX renewal in November 2022; (5) onsen filtering system renewal in April 2023; and (6) emergency facilities renewal in November 2023, were conducted to ensure a pleasant, enjoyable and safe stay for visitors to the Resort Towers.

(ii) Resort Towers 的維護工程，如：(1) 於二零二零年秋季為92間客房購買空氣淨化器；(2) 於二零二一年秋季為21間客房購買空調；(3) 於二零二一年十一月購買高壓電源開關面板；(4) 於二零二二年十一月重續PBX；(5) 於二零二三年四月更新溫泉過濾系統；及(6) 於二零二三年十一月更新緊急設施，以確保入住Resort Towers的遊客擁有輕鬆、愉悅及安全的住宿體驗。

Whilst the tourism and hotel hospitality industry has seen a revival in 2023 as a result of the lifting of the COVID-19 restrictions and the depreciation of the Japanese Yen, the consequences and difficulties caused by the stringent COVID-19 preventative measures adopted in Japan and Hong Kong which had halted the progress of the Business Plan during the peak of the COVID-19 pandemic are far and wide. As such the management of the Group have decided to take a more prudent and risk-averse approach by suspending the Villa Project for the time being.

雖然於二零二三年旅遊業及酒店款待業因解除新型冠狀病毒限制及日元貶值而復甦，但於新型冠狀病毒疫情的高峰期，日本及香港採取嚴格的新型冠狀病毒預防措施，令業務計劃停滯不前，該等措施所產生的負面影響廣泛且深遠，帶來諸多困難。因此本集團管理層決定採取更為審慎及規避風險的做法，暫時中止別墅項目。

Despite the suspension of the Villa Project, the management of the Group is optimistic about the future of its hotel hospitality business and the Group intends to focus on the Renovation Project and implement the business plan as follows:

儘管中止別墅項目，本集團管理層對酒店款待業務的前景持樂觀態度，本集團擬專注於翻新項目並實施以下業務計劃：

November 2023– March 2024 Peak season of the hotel hospitality business in Niseko.

April–October 2024 Renovation works will commence on the annex and one of the two towers.

Off-season refers to the period from April to October of each year when there is less activity for the hotel hospitality business in Niseko.

二零二三年十一月至 二零二四年三月 二世古酒店款待業務的旺季。

二零二四年四月至十月 附屬建築及兩座塔樓的其中一座塔樓的翻新工程將啟動。

淡季指每年四月至十月二世古酒店款待業務活動較少的期間。

Management Discussion and Analysis

管理層討論及分析

November 2024– March 2025	Peak season of the hotel hospitality business in Niseko. Renovation work of the annex and the first tower will be substantially completed and several suites will be available for rental, hence, additional revenue will be recognised. All the substantial renovation work will be suspended to provide a silent and relaxing environment to the Group's guests and customers.	二零二四年十一月至 二零二五年三月	二世古酒店款待業務的 旺季。 附屬建築及第一座塔樓 的翻新工程將基本竣 工，屆時將有數間套房 可供出租，因此將確認 額外收益。 所有大型翻新工程均將 暫停，以便為本集團的 賓客及顧客提供安靜 且輕鬆的環境。
April–October 2025	Renovation work will commence again for another tower during the off-season and it is expected that suites will be available for rental in November 2025.	二零二五年四月至十月	另一座塔樓的翻新工程 將於淡季再次啟動，預 期套房將於二零二五 年十一月可供出租。
November 2025– March 2026	Peak season of the hotel hospitality business in Niseko. Renovation work of the second tower will be substantially completed and all suites (120 suites) will be available for rental, hence, additional revenue will be recognised.	二零二五年十一月至 二零二六年三月	二世古酒店款待業務的 旺季。 第二座塔樓的翻新工程 將基本竣工，所有套房 (120間套房)將可供出 租，因此將確認額外收 益。

In addition to the above, the Group intends to continue (i) partnering with various travel agencies, intermediaries and tour companies to offer discounted rates and/or promotional campaigns; and (ii) the maintenance and upgrading of the facilities, amenities and interior design of the Resort Towers.

Money Lending Services

The Group conducts its money lending business in Hong Kong through its wholly-owned subsidiary, DeTai Finance Limited ("DeTai Finance") which holds a money lender's licence under the Money Lenders Ordinance (Chapter 163 of the laws of Hong Kong). The money lending business is mainly financed by the internal resources of DeTai Finance.

除上文所述外，本集團擬繼續 (i) 與各旅行社、中介機構及旅遊公司合作，提供折扣及／或促銷活動；及 (ii) 維護及升級 Resort Towers 的設施、便利設施及室內設計。

借貸服務

本集團通過其全資附屬公司德泰財務有限公司（「德泰財務」）於香港開展放債業務，德泰財務持有香港法律第163章放債人條例規定的放債人牌照。放債業務主要由德泰財務的內部資源提供資金。

Management Discussion and Analysis

管理層討論及分析

As at 31 December 2023, the Group had loans receivable with gross principal amount of approximately HK\$146.9 million (30 June 2023: approximately HK\$161.9 million). The interest income recorded by the Group from loans receivable was nil for the six months ended 31 December 2023 (six months ended 31 December 2022: approximately HK\$0.23 million). The money lending business recorded a segment loss of approximately HK\$0.3 million for the six months ended 31 December 2023 (six months ended 31 December 2022: segment loss of approximately HK\$1.5 million).

The Group has not solicited new clients nor granted new loans as the management of the Company, which were mainly in charge of the money lending business, has changed in the recent few years. As such, the current management and employees of the Group have been focused on examining the existing loan portfolio of the Group and in recovering the outstanding loans, instead of soliciting new clients or granting new loans.

As at 31 December 2023, the Group's loan portfolio consisted of four individual borrowers and three corporate borrowers and the total outstanding principal amount and interest receivables amounted to approximately HK\$220,972,000. Amongst the seven loans in the Group's loan portfolio as at 31 December 2023, (i) one of the loans was secured by collaterals and a personal guarantee and had an interest rate of 10%; (ii) two of the loans were secured by a personal guarantee only and had interest rates of 8% and 20% respectively; and (iii) the remaining four loans were unsecured and had interest rates ranging from 10% to 16%.

於二零二三年十二月三十一日，本集團有本金總額約146,900,000港元(二零二三年六月三十日：約161,900,000港元)之應收貸款。截至二零二三年十二月三十一日止六個月，本集團並無錄得應收貸款利息收入(截至二零二二年十二月三十一日止六個月：約230,000港元)。截至二零二三年十二月三十一日止六個月，借貸業務錄得分類虧損約300,000港元(截至二零二二年十二月三十一日止六個月：分類虧損約1,500,000港元)。

本集團並無招攬新客戶或發放新貸款，原因為主要負責借貸業務之本公司管理層於近年已變更。因此，本集團目前之管理層及僱員已專注於評估本集團之現有貸款組合及收回未償還貸款，而非招攬新客戶或發放新貸款。

於二零二三年十二月三十一日，本集團的貸款組合包括四名個人借貸人及三名公司借貸人，而未償還本金總額及應收利息約為220,972,000港元。於二零二三年十二月三十一日，於本集團貸款組合的七項貸款中，(i)一項貸款由抵押品及個人擔保作出擔保，利率為10%；(ii)兩項貸款僅由個人擔保作出擔保，利率分別為8%及20%；及(iii)餘下四項貸款均為無擔保，利率介乎10%至16%。

Management Discussion and Analysis

管理層討論及分析

The details regarding the recovery status of the remaining seven outstanding loans in the Group's loan portfolio is set out as follows:

本集團的貸款組合中餘下七項未償還貸款的收回狀況詳情載述如下：

Borrower	Outstanding principal amount and interest receivables as at 31 December 2023 於二零二三年十二月三十一日之未償還本金額及應收利息 港元	Interest rate (per annum) 利率 (每年)	Collateral/ security 抵押品/擔保	Recovery status as at the date of this report 於本報告日期之收回狀況
A	13,611,558	20%	Personal guarantee 個人擔保	The Group had commenced legal proceedings against borrower A in June 2021 and as at the date of this report, such proceedings are still ongoing pending the provision of outstanding original documents as requested by the High Court of Hong Kong. 本集團已於二零二一年六月對借貨人A提起法律訴訟，於本報告日期，該訴訟仍在進行中，以待香港高等法院要求提供尚未提交的原始文件。
B	8,914,360	16%	N/A 不適用	The Group had commenced legal proceedings against borrower B in November 2019 and judgment has been entered into against borrower B for the outstanding principal amount and interest accrued thereon. However, no enforcement action or proceedings had been commenced as of yet as a judgment handed down by a Hong Kong court cannot be enforced in the PRC. 本集團已於二零一九年十一月對借貨人B提起法律訴訟，香港法院已就借貨人B的未償還本金額及應計利息作出判決。然而，截至目前尚未展開執法行動或訴訟，原因為香港法院作出的判決不能於中國執行。

Management Discussion and Analysis

管理層討論及分析

Borrower	Outstanding principal amount and interest receivables as at 31 December 2023 於二零二三年十二月三十一日之未償還本金額及應收利息 借貨人	Interest rate (per annum) 利率 (每年)	Collateral/ security 抵押品 / 擔保	Recovery status as at the date of this report 於本報告日期之收回狀況
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As at the date of this report, the Group has engaged legal advisers as to PRC laws and has instructed them to commence legal proceedings against borrower B in the PRC.

於本報告日期，本集團已委聘有關中國法律的法律顧問，並已指示彼等於中國對借貨人B提起法律訴訟。

C	72,528,853	8%	Personal guarantee 個人擔保
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The Group will continue the negotiations with borrower C regarding the settlement of the outstanding principal amount and interest receivables. 本集團將繼續與借貨人C就清償未償還本金額及應收利息進行磋商。

However, as at the date of this report, a winding-up petition has been presented against borrower C. Thus the decision of the Group and the negotiations with borrower C will depend on the outcome of the winding-up petition against borrower C.

然而，於本報告日期，已針對借貨人C提出清盤呈請。因此，本集團所作決定以及與借貨人C進行的磋商將視乎借貨人C的清盤呈請結果而定。

Management Discussion and Analysis

管理層討論及分析

Borrower	Outstanding principal amount and interest receivables as at 31 December 2023 HK\$ 於二零二三年十二月三十一日之未償還本金額及應收利息 港元	Interest rate (per annum) 利率 (每年)	Collateral/ security 抵押品/ 擔保	Recovery status as at the date of this report 於本報告日期之收回狀況
D	45,166,688	10%	Collaterals and a personal guarantee 抵押品及個人擔保	<p>The Group had commenced legal proceedings against borrower D, amongst others, in January 2023.</p> <p>本集團已於二零二三年一月對借貨人D(其中包括)提起法律訴訟。</p> <p>However, as at the date of this report, the Group had not received any acknowledgements of service of the writ of summons from borrower D nor the other defendants. The Group will continue to discuss with its legal advisers regarding an application for judgment against borrower D and the other defendants.</p> <p>然而，於本報告日期，本集團尚未收到借貨人D或其他被告的任何傳訊令狀回執。本集團將繼續與其法律顧問討論申請對借貨人D及其他被告作出判決的事宜。</p>
E	14,022,093	10%	N/A 不適用	<p>The Group had commenced legal proceedings against borrower E in November 2020 and as at the date of this report, such proceedings are still ongoing pending the provision of outstanding original documents as requested by the High Court of Hong Kong.</p> <p>本集團已於二零二零年十一月對借貨人E提起法律訴訟，於本報告日期，該訴訟仍在進行中，以待香港高等法院要求提供尚未提交的原始文件。</p>

Management Discussion and Analysis

管理層討論及分析

Borrower	Outstanding principal amount and interest receivables as at 31 December 2023 於二零二三年十二月三十一日之未償還本金額及應收利息 港元	Interest rate (per annum) 利率 (每年)	Collateral/ security 抵押品/ 擔保	Recovery status as at the date of this report 於本報告日期之 收回狀況
F	15,548,623	10%	N/A 不適用	<p>The Group had commenced legal proceedings against borrower F in November 2020 and an application had been made for service out of the jurisdiction on borrower F. However, the Group was unable to successfully serve the writ of summons on borrower F to the address provided by borrower F.</p> <p>本集團已於二零二零年十一月對借貨人F提起法律訴訟，並已申請在司法管轄區外向借貨人F送達傳票。然而，本集團未能成功將向借貨人F發出的傳訊令狀送達至借貨人F提供的地址。</p>

As at the date of this report, the Group has engaged legal advisers as to PRC laws to ascertain whether borrower E has assets in the PRC and the Group will consider commencing legal proceedings against borrower E in the PRC depending on the results of such search.

於本報告日期，本集團已委聘有關中國法律的法律顧問，以確定借貨人E於中國是否有資產，且本集團將考慮於中國對借貨人E提起法律訴訟，惟須視乎該搜查結果而定。

Management Discussion and Analysis

管理層討論及分析

Borrower	Outstanding principal amount and interest receivables as at 31 December 2023 HK\$	Interest rate (per annum)	Collateral/ security	Recovery status as at the date of this report
借貨人	於二零二三年十二月三十一日之未償還本金額及應收利息 港元	利率 (每年)	抵押品/ 擔保	於本報告日期之 收回狀況

As at the date of this report, the Group has engaged legal advisers as to PRC laws to ascertain whether borrower F has assets in the PRC and the Group will consider commencing legal proceedings against borrower F in the PRC depending on the results of such search.

於本報告日期，本集團已委聘有關中國法律的法律顧問，以確定借貨人F於中國是否有資產，且本集團將考慮於中國對借貨人F提起法律訴訟，惟須視乎該搜查結果而定。

G	51,179,822	12%	N/A	不適用
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The Group had commenced legal proceedings against borrower G in November 2020 and an application had been made for service out of the jurisdiction on borrower G. However, the Group was unable to successfully serve the writ of summons on borrower G to the address provided by borrower G.

本集團已於二零二零年十一月對借貨人G提起法律訴訟，並已申請在司法管轄區外向借貨人G送達傳票。然而，本集團未能成功將向借貨人G發出的傳訊令狀送達至借貨人G提供的地址。

As at the date of this report, the Group has engaged legal advisers as to PRC laws to ascertain whether borrower G has assets in the PRC and the Group will consider commencing legal proceedings against borrower G in the PRC depending on the results of such search.

於本報告日期，本集團已委聘有關中國法律的法律顧問，以確定借貨人G於中國是否有資產，且本集團將考慮於中國對借貨人G提起法律訴訟，惟須視乎該搜查結果而定。

Management Discussion and Analysis 管理層討論及分析

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, in respect of the outstanding loan to borrower D which was secured by collaterals and a personal guarantee, the collaterals may have been realised by the joint lender to borrower D. The Group is seeking advice from its legal advisers as to any courses of actions to be taken by the Group to recover the Group's respective share of the amount of the collaterals realised from the joint lender.

As to the two outstanding loans which were secured by personal guarantees, the Group is assessing the conditions of the relevant guarantors and will seek advice from its legal advisers regarding whether to commence legal proceedings against the relevant guarantors.

The Group has adopted a credit policy to manage its money lending business which includes compliance with all applicable laws and regulations, credit assessment on potential borrower and his/its assets, the credibility of the potential borrower, the necessity in obtaining collaterals and determination of suitable interest rate to reflect the risk level of the provision of loan.

The Group has performed credit risk assessment before granting the loans by (a) reviewing the financial information of the potential borrower; and (b) performing an assessment on the financial condition of the potential borrower and its shareholder (for enterprises), such as the type and value of assets owned by the potential borrower.

The Group also assesses and decides the necessity and the value of security/collateral for granting of each loan, whether to an individual or enterprise, on a case by case basis considering factors, including but not limited to, the repayment history, results of public search towards the borrower, the value and location of the assets owned by the borrower and the financial condition of the borrower.

據董事作出一切合理查詢後所深知、全悉及確信，就由抵押品及個人擔保作出擔保的借貸人D的未償還貸款而言，聯合貸款人可能已將抵押品變現予借貸人D。本集團正就採取任何行動向聯合貸款人收回本集團分別應佔抵押品金額尋求法律顧問意見。

至於由個人擔保作抵押的兩項未償還貸款，本集團正在評估相關擔保人的狀況，並將就是否對相關擔保人提起法律訴訟尋求其法律顧問的意見。

本集團已採納信貸政策管理其借貸業務，包括遵守所有適用法律及法規、對潛在借款人及其資產、潛在借款人的可信程度進行信貸評估、獲取抵押品的必要性以及釐定合適利率以反映提供有關貸款的風險水平。

本集團於授出貸款前已進行信貸風險評估，方法是：(a)審閱潛在借款人的財務資料；及(b)對潛在借款人及其股東(就企業而言)的財務狀況進行評估，例如潛在借款人擁有的資產類型及價值。

本集團在考慮(包括但不限於)還款記錄、對借款人進行公開查詢的結果、借款人所擁有資產的價值及位置以及借款人的財務狀況等因素後，亦會按個別案例基準評估及決定授出各筆貸款(無論授予個人或企業)的必要性及抵押／抵押品的價值。

Management Discussion and Analysis

管理層討論及分析

For loan collection/recovery, the Group issues overdue payment reminder to the borrower, instructs its legal advisers to issue demand letter for loans overdue for a longer period of time, negotiates with the borrower for the repayment or settlement of the loan and/or commences legal actions against the borrower.

Liquor and Wine Business

The revenue for the six months ended 31 December 2023 of the liquor and wine business was HK\$35,000 (six months ended 31 December 2022: nil) and a segment loss of approximately HK\$0.2 million was recorded for the six months ended 31 December 2023 (six months ended 31 December 2022: segment loss of approximately HK\$0.2 million).

Investments in Listed Securities

Listed Securities

For the six months ended 31 December 2023, the Group managed a portfolio of listed securities. Details of the listed securities investments are as below:

Listed securities investments as at 31 December 2023

就貸款收回／收款而言，本集團向借款人發出逾期付款通知書、指示其法律顧問就長時間逾期貸款發出還款通知書、與借款人就償還或清償貸款進行協商及／或對借款人開展法律行動。

酒類產品業務

酒類產品業務於截至二零二三年十二月三十一日止六個月之收益為35,000港元（截至二零二二年十二月三十一日止六個月：零），而截至二零二三年十二月三十一日止六個月之分類虧損則約200,000港元（截至二零二二年十二月三十一日止六個月：分類虧損約200,000港元）。

投資於上市證券

上市證券

截至二零二三年十二月三十一日止六個月，本集團管理上市證券組合。有關上市證券投資之詳情如下：

於二零二三年十二月三十一日之上 市證券投資

As at 31 December 2023 於二零二三年十二月三十一日							
Name of listed securities	Stock code	Brief description of the business	Number of shares held	Proportion of shares held	Investment cost	Market value	Approximately percentage to total assets value of the Group
上市證券名稱	股份代號	業務簡述	所持股份數目	所持股份比例	投資成本 HK\$'000 千港元	市值 HK\$'000 千港元	佔本集團資產總值 概約百分比
				(Note a) (附註a)			(Note b) (附註b)
CLP Holdings Limited 中電控股有限公司	2	Generation and supply of electricity 產生及供應電力	218,000	0.009%	17,023	14,050	2.52%

Management Discussion and Analysis

管理層討論及分析

As at 31 December 2023

於二零二三年十二月三十一日

Name of listed securities	Stock code	Brief description of the business	Number of shares held		Investment cost	Market value	Approximately percentage to total assets value of the Group
			所持股份數目	所持股份比例			
上市證券名稱	股份代號	業務簡述			投資成本 HK\$'000 千港元	市值 HK\$'000 千港元	佔本集團 資產總值 概約百分比
				(Note a) (附註a)			(Note b) (附註b)
Shenzhen International Holdings Limited 深圳國際控股有限公司	152	Toll roads and general-environmental protection business; and Logistics business 收費公路及大環保業務；以及物流業務	648,000	0.027%	5,020	4,264	0.76%
Hong Kong Exchanges and Clearing Limited 香港交易及結算所有限公司	388	Principally engaged in the business of provision of operates the only Stock Exchange in Hong Kong 主要從事之業務為經營香港唯一之證券交易所	88,000	0.007%	30,386	23,584	4.22%
Shenzhen Expressway Corporation Limited 深圳高速公路集團股份有限公司	548	Construction, operation, management, investment of toll highways and environmental protection in China 中國收費公路及環保業務的建設、經營管理及投資	640,000	0.086%	5,037	4,038	0.72%
Techntron Industries Company Limited 創科實業有限公司	669	Power equipment business 能源設備業務	10,000	0.001%	927	931	0.17%
Tencent Holdings Limited 騰訊控股有限公司	700	VAS; online advertising; FinTech and business services 增值服務；網絡廣告；金融科技及企業服務	4,800	0.000%	1,653	1,409	0.25%
China Construction Bank Corporation 中國建設銀行股份有限公司	939	Provision of banking and related financial services 提供銀行及相關金融服務	3,000,000	0.001%	16,946	13,950	2.50%
China Mobile Limited 中國移動有限公司	941	Provision of telecommunications and information related services 提供電話及信息相關服務	330,000	0.002%	16,898	21,384	3.83%
AIA Group Limited 友邦保險控股有限公司	1299	Writing of life insurance business, providing life insurance, accident and health insurance 承保壽險業務、提供人壽、意外及健康保險	32,000	0.000%	2,517	2,178	0.39%

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管理層討論及分析

As at 31 December 2023

於二零二三年十二月三十一日

Name of listed securities	Stock code	Brief description of the business	Number of shares held	Proportion of shares held	Investment cost	Market value	Approximately percentage to total assets value of the Group
上市證券名稱	股份代號	業務簡述	所持股份數目	所持股份比例	投資成本 HK\$'000 千港元	市值 HK\$'000 千港元	佔本集團資產總值 概約百分比
				(Note a) (附註a)			(Note b) (附註b)
USPACE Technology Group Limited 洲際航天科技集團有限公司	1725	Electronics manufacturing services business and aerospace business 電子製造服務業務及航天業務	10,850,000	3.440%	56,529	35,588	6.37%
BOC Hong Kong (Holdings) Limited 中銀香港(控股)有限公司	2388	Provision of banking and related financial services 提供銀行及相關金融服務	950,000	0.009%	25,291	20,140	3.61%
Tracker Fund of Hong Kong 盈富基金	2800	Funds management 基金管理	238,000	0.003%	4,859	4,091	0.73%
Meituan 美团	3690	Food delivery, in-store, hotel & travel and new initiatives 餐飲外賣和到店、酒店及旅遊以及新業務	5,480	0.000%	782	449	0.08%
JD.com, Inc. 京東集團股份有限公司	9618	Providing products and services to consumers, third-party merchants, suppliers and other business partner 向消費者、第三方商家、供應商及其他業務合作夥伴提供產品及服務	6,500	0.000%	1,334	731	0.13%
					185,202	146,787	

Note:

附註：

(a) The percentage of shareholdings is calculated with reference to the monthly return of equity issuer on movements in securities for the month ended 31 December 2023 publicly available on the website of the Stock Exchange.

(a) 股權百分比乃參考聯交所網站上可公開查閱的截至二零二三年十二月三十一日止月份之股份發行人的證券變動月報表計算得出。

(b) The Group has the buy and hold strategies and diversify investment in different industries in the listed securities investments.

(b) 本集團設有購入後持有之策略，上市證券投資分散各行各業。

Management Discussion and Analysis

管理層討論及分析

Unrealised gains/(losses) and dividend received for the period ended 31 December 2023

截至二零二三年十二月三十一日止期間
之未變現收益/(虧損)及已收股息

Name of listed securities	Stock code	For the six months ended 31 December 2023	
		Unrealised gains/(losses)	Dividend received
上市證券名稱	股份代號	未變現 收益/(虧損)	已收股息
		HK\$'000 千港元	HK\$'000 千港元
CLP Holdings Limited 中電控股有限公司	2	774	274
Shenzhen International Holdings Limited 深圳國際控股有限公司	152	(207)	–
Hong Kong Exchanges and Clearing Limited 香港交易及結算所有限公司	388	(2,394)	394
Shenzhen Expressway Corporation Limited 深圳高速公路集團股份有限公司	548	(237)	–
Techtronic Industries Company Limited 創科實業有限公司	669	80	9
Tencent Holdings Limited 騰訊控股有限公司	700	(183)	–
China Construction Bank Corporation 中國建設銀行股份有限公司	939	(1,260)	1,261

Management Discussion and Analysis

管理層討論及分析

Name of listed securities	Stock code	For the six months ended	
		31 December 2023	
		截至二零二三年 十二月三十一日止六個月	
		Unrealised gains/ (losses)	Dividend received
上市證券名稱	股份代號	未變現 收益/(虧損)	已收股息
		HK\$'000 千港元	HK\$'000 千港元
China Mobile Limited 中國移動有限公司	941	248	799
AIA Group Limited 友邦保險控股有限公司	1299	(353)	14
USPACE Technology Group Limited 洲際航天科技集團有限公司	1725	(20,940)	–
BOC Hong Kong (Holdings) Limited 中銀香港(控股)有限公司	2388	(2,613)	1,359
Tracker Fund of Hong Kong 盈富基金	2800	(491)	130
Meituan 美团	3690	(221)	–
JD.com, Inc. 京東集團股份有限公司	9618	(130)	–
		(27,927)	4,240

Management Discussion and Analysis

管理層討論及分析

PROSPECTS

The outlook for the hotel hospitality businesses remains of concern. We expect to see a continued recovery in the Japan, although there is some uncertainty as to the sustainability of this recovery. Niseko (where the Resort Towers is located) as a premium skiing and sightseeing destination, at winter, skiing is famous in Niseko and the continuing depreciation of the exchange rate of Japanese Yen, we expect foreign tourists will significant increase.

In view of the unsatisfactory performance of the associate company and the decrease trend of the properties' price in Hong Kong, the Directors decided to dispose of the Group's 23.11% of equity interest in the associate company and the entire equity interest of Goldkeen which possessed the investment properties in Hong Kong and reallocate resources to focus on other core business segments of the Group. The disposal took place on 11 December 2023 and 4 December 2023 respectively. In the meanwhile, the Group will grasp investment opportunities to diversify the Group's business and, at the same time, strive to control the costs to maintain stable return to the shareholders of the Company.

INTERIM DIVIDEND

The Directors do not recommend the payment of any interim dividend for the six months ended 31 December 2023 (six months ended 31 December 2022: Nil).

FINANCIAL RESOURCES, LIQUIDITY AND GEARING

As at 31 December 2023, the Group has in aggregate approximately HK\$120.5 million in deposits in a financial institution, pledged bank balances, and bank balances and cash (30 June 2023: approximately HK\$124.3 million) and the net current assets value was approximately HK\$239.1 million (30 June 2023: approximately HK\$275.7 million).

前景

酒店款待業務的前景依然引起關注。儘管復甦可否持續存在若干不確定因素，我們預計日本將繼續復甦。作為優質滑雪及觀光景點，二世古(Resort Towers所在地)於冬季以滑雪聞名，加上日圓匯率持續貶值，故我們預計外國遊客將大幅增加。

鑑於聯營公司的業績未如理想，加上香港物業價格的下行趨勢，董事決定出售本集團於聯營公司的23.11%股權及高健所擁有位於香港的投資物業的全部股權，並重新分配資源集中於本集團的其他核心業務分類。出售分別於二零二三年十二月十一日及二零二三年十二月四日進行。同時，本集團將把握投資機遇，多元化發展本集團業務，同時致力控制成本，為本公司股東維持穩定回報。

中期股息

董事不建議就截至二零二三年十二月三十一日止六個月派付任何中期股息(截至二零二二年十二月三十一日止六個月：無)。

財務資源、流動資金及資產負債比率

於二零二三年十二月三十一日，本集團於金融機構之存款、已抵押銀行結餘以及銀行結餘及現金合共約120,500,000港元(二零二三年六月三十日：約124,300,000港元)，而流動資產淨值則約239,100,000港元(二零二三年六月三十日：約275,700,000港元)。

Management Discussion and Analysis

管理層討論及分析

The Group's gearing ratio as at 31 December 2023 was approximately 0.06 (30 June 2023: approximately 0.09), being a ratio of total interest bearing debts, including borrowings of approximately HK\$31 million (30 June 2023: approximately HK\$46.2 million) to the total equity of approximately HK\$478.3 million (30 June 2023: approximately HK\$526.1 million).

USE OF PROCEEDS FROM RIGHTS ISSUE

The Company completed a rights issue on 13 June 2018, pursuant to which the Company has issued 10,463,687,800 ordinary shares of the Company of HK\$0.05 each as rights shares at HK\$0.052 per rights share on the basis of two rights shares for every one existing share held on 18 May 2018. The net proceeds from the rights issue (after deducting the expenses) were approximately HK\$523.6 million. The net subscription price per rights share after deducting the related expenses of the rights issue was approximately HK\$0.050.

As set out in the announcements of the Company dated 10 August 2018 and 17 January 2019, the Board resolved to change in use of the net proceeds from the rights issue. The proposed allocation of the net proceeds as stated in the prospectus of the Company dated 21 May 2018 (the "Planned Use of Net Proceeds"), the revised allocation of the net proceeds (the "Revised Use of Net Proceeds"), the utilisation of net proceeds as at 31 December 2023 (the "Utilisation of Net Proceeds") and the remaining balance of the net proceeds are set out below:

於二零二三年十二月三十一日，本集團之資產負債比率約0.06（二零二三年六月三十日：約0.09），即計息債務總額（包括借貸）約31,000,000港元（二零二三年六月三十日：約46,200,000港元）相對總權益約478,300,000港元（二零二三年六月三十日：約526,100,000港元）之比率。

供股所得款項用途

本公司於二零一八年六月十三日完成供股，據此本公司已按於二零一八年五月十八日每持有一股現有股份獲發兩股供股股份之基準，按每股供股股份0.052港元發行10,463,687,800股每股面值0.05港元之本公司普通股作為供股股份。供股所得款項淨額（經扣除開支後）約523,600,000港元。經扣除供股相關開支後，每股供股股份認購價淨額約0.050港元。

誠如本公司日期為二零一八年八月十日及二零一九年一月十七日之公告所載，董事會議決更改供股所得款項淨額之用途。本公司日期為二零一八年五月二十一日的招股章程所述所得款項淨額的建議分配（「所得款項淨額計劃用途」）、所得款項淨額的經修訂分配（「所得款項淨額經修訂用途」）、於二零二三年十二月三十一日所得款項淨額的動用情況（「所得款項淨額動用情況」）及所得款項淨額的餘額載列如下：

Management Discussion and Analysis

管理層討論及分析

Intended use	擬定用途	Planned	Revised	Utilisation of	Balance of	Utilisation of	Remaining
		Use of Net Proceeds disclosed in the Announcements	Use of Net Proceeds disclosed in the Announcements				
		該等公告所披露所得款項淨額	該等公告所披露所得款項淨額	截至二零二三年六月三十日之所得款項淨額	於二零二三年六月三十日之尚未動用所得款項淨額	該期間所得款項淨額	於二零二三年十二月三十一日之所得款項淨額
		計劃用途	經修訂用途	動用情況	淨額結餘	情況	淨額餘額
		HKS million	HKS million	HKS million	HKS million	HKS million	HKS million
		百萬港元	百萬港元	百萬港元	百萬港元	百萬港元	百萬港元
Repayment of outstanding borrowings	償還尚未償還借貸	193.9	193.9	149.3	44.6	4.3	40.3 ^(附註)
Contribution to the facility to be made available to a joint venture company formed with Zhongke International Capital Limited	為與中科國際資本有限公司成立之合營公司將可獲得之融資注資	196	-	-	-	-	-
Expansion of the Group's money lending business	擴展本集團之借貸業務	100	111.3	111.3	-	-	-
Future potential investments and/or general working capital	未來潛在投資及/或一般營運資金	33.7	218.4	218.4	-	-	-
Total	總計	523.6	523.6	479.0	44.6	4.3	40.3

Note:

It is expected that the remaining balance would be utilised on or before 30 December 2024. The remaining balance of the net proceeds allocated for repayment of outstanding borrowings would be utilised for repayment of the remaining instalments of the outstanding bank loan with the last instalment of the outstanding bank loan to be repaid in December 2024.

The amount was equivalent to JPY0.56 billion with reference to an exchange rate of JPY1: HK\$0.072, being the exchange rate used in the prospectus of the Company in relation to the rights issue.

附註：

預期餘額將於二零二四年十二月三十日或之前動用。分配至償還尚未償還借貸的所得款項淨額餘額將用於償還尚未償還銀行貸款剩餘分期付款，尚未償還銀行貸款的最後一期付款於二零二四年十二月償還。

參照1日圓兌0.072港元的匯率(即本公司就供股於招股章程所用的匯率)，該金額等於560,000,000日圓。

Management Discussion and Analysis

管理層討論及分析

The unutilised net proceeds have been placed as the interest bearing deposits with licensed financial institution in Hong Kong.

PLEDGE OF ASSETS

As at 31 December 2023, the Group pledged hotel land and building in Japan with an aggregated carrying value of approximately HK\$273.1 million (30 June 2023: approximately HK\$269.2 million), investment properties in Hong Kong with an aggregate carrying value was nil (30 June 2023: HK\$15.9 million), bank deposit of approximately HK\$0.7 million (30 June 2023: approximately HK\$0.7 million) and the entire equity interest of certain subsidiaries to secure banking facilities of the Group.

CAPITAL STRUCTURE

The Company had no other changes in capital structure during the six months ended 31 December 2023.

INVESTMENT POSITION AND PLANNING

Financial Assets at Fair Value through Profit or Loss

As at 31 December 2023, the Group managed a portfolio of listed securities with fair value of approximately HK\$146.8 million (30 June 2023: approximately HK\$118.2 million). The global equity market is unstable throughout the period. Accordingly, the listed securities recorded a revaluation loss of approximately HK\$27.9 million in current period (31 December 2022: approximately HK\$44.7 million).

CONTINGENT LIABILITIES

As at 31 December 2023, the Group had no significant contingent liabilities (30 June 2023: Nil).

CAPITAL COMMITMENTS

As at 31 December 2023, the Group had no significant capital commitments (30 June 2023: Nil).

未動用所得款項淨額已作為計息存款存放於香港持牌金融機構。

資產抵押

於二零二三年十二月三十一日，本集團已質押賬面總值約273,100,000港元之日本酒店土地及樓宇(二零二三年六月三十日：約269,200,000港元)、賬面總值為零(二零二三年六月三十日：15,900,000港元)的香港投資物業、為數約700,000港元之銀行存款(二零二三年六月三十日：約700,000港元)及若干附屬公司之全部股權，以作為本集團銀行融資之抵押。

資本結構

於截至二零二三年十二月三十一日止六個月，本公司資本結構並無任何其他變動。

投資狀況及計劃

按公平值計入損益之金融資產

於二零二三年十二月三十一日，本集團管理的上市證券組合公平值約146,800,000港元(二零二三年六月三十日：約118,200,000港元)。於整個期間，全球證券市場不穩定。因此，上市證券於本期間錄得重估虧損約27,900,000港元(二零二二年十二月三十一日：約44,700,000港元)。

或然負債

於二零二三年十二月三十一日，本集團並無重大或然負債(二零二三年六月三十日：無)。

資本承擔

於二零二三年十二月三十一日，本集團並無重大資本承擔(二零二三年六月三十日：無)。

Management Discussion and Analysis

管理層討論及分析

FOREIGN EXCHANGE EXPOSURE

Most of the Group's assets and liabilities are denominated in Hong Kong dollars, Renminbi and Japanese Yen, which are the functional currencies of respective group companies. The Group has not entered into any instruments on the foreign exchange exposure. The Group will closely monitor exchange rate movement and will take appropriate activities to reduce the foreign exchange risk.

EVENTS AFTER REPORTING PERIOD

There were no significant events occurred after the reporting period.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2023, the Group had 23 (30 June 2023: 28) employees in Hong Kong, the PRC and Japan. The Group's remuneration policy is reviewed periodically and determined by reference to market terms, company performance and individual qualifications and performance. Other staff benefits include bonuses awarded on a discretionary basis, medical schemes, mandatory provident fund scheme for Hong Kong employees, and state-sponsored retirement plans for the PRC employees and share option scheme.

CONNECTED TRANSACTIONS

Save as disclosed, the Company did not have any connected transactions which were subject to the reporting requirements under Chapter 14A of the Listing Rules for the six months ended 31 December 2023.

外匯風險

本集團大部分資產及負債以集團公司各自之功能貨幣港元、人民幣及日圓列值。本集團並無就外匯風險訂立任何工具。本集團將密切注視匯率走勢，並採取適當行動以減低外匯風險。

報告期後事項

報告期後概無發生重大事項。

僱員及薪酬政策

於二零二三年十二月三十一日，本集團在香港、中國及日本共聘有23名(二零二三年六月三十日：28名)僱員。本集團之薪酬政策乃定期檢討及參考市場薪酬水平、公司業績及個別員工之資歷與表現釐定。其他員工福利包括酌情獎勵之花紅、醫療計劃、香港僱員適用之強制性公積金計劃、中國僱員適用之國家資助退休計劃及購股權計劃。

關連交易

除所披露者外，截至二零二三年十二月三十一日止六個月，本公司並無進行任何須遵守上市規則第14A章之申報規定之關連交易。

Corporate Governance and Other Information

企業管治及其他資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SECURITIES OF THE COMPANY

As at 31 December 2023, none of the Directors and chief executive of the Company had any interests or short positions in any 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 (the "SFO") which would be 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 they would be taken or deemed to have under such provisions of the SFO); to be recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO; or to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SECURITIES OF THE COMPANY

As at 31 December 2023, so far as was known to the Directors or chief executive of the Company based on the register maintained by the Company pursuant to Part XV of the SFO, the following persons (other than the Directors or chief executive of the Company) had an interest or short positions in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Division 2 and 3 of Part XV of the SFO or to be recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO and were directly or indirectly interest in 5% or more of the nominal value of any class of share capital carrying rights to vote on all circumstances at general meeting of any other members of the Group were as follows:

董事及主要行政人員於本公司證券之權益

於二零二三年十二月三十一日，董事及本公司主要行政人員概無於本公司或其任何相關法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之任何股份、相關股份或債券中，擁有任何根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所之權益或短倉（包括根據證券及期貨條例有關條文被當作或視作擁有之權益及短倉）；本公司須根據證券及期貨條例第352條記錄於登記冊之權益或短倉；或根據上市規則所載上市發行人董事進行證券交易的標準守則（「標準守則」）之規定須知會本公司及聯交所之權益或短倉。

主要股東及其他人士於本公司證券之權益

於二零二三年十二月三十一日，據董事或本公司主要行政人員所知，按照本公司根據證券及期貨條例第XV部存置之登記冊所記錄，下列人士（董事或本公司主要行政人員除外）於股份或相關股份中，擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司及聯交所披露之任何權益或短倉；或記錄於本公司根據證券及期貨條例第336條規定須存置之權益登記冊之權益或短倉，並直接或間接擁有附有權利在任何情況下於本集團任何其他成員公司股東大會中投票之任何類別股本面值5%或以上之權益：

Corporate Governance and Other Information

企業管治及其他資料

Long positions in the shares or underlying shares of the Company

本公司股份或相關股份長倉

Name of substantial shareholder	Capacity	Number of shares held	Number of underlying shares held	Total number of shares and underlying shares held	Approximate percentage of the issued share capital
主要股東姓名	身份	持有股份數目	持有相關股份數目	持有股份及相關股份總數	佔已發行股本概約百分比
Mr. Tong Liang 佟亮先生	Beneficial owner 實益擁有人	4,404,651,375	-	4,404,651,375	28.06%

Note: The percentage is calculated on the basis of 15,695,531,700 shares in issue as at 31 December 2023.

附註：百分比乃根據於二零二三年十二月三十一日之15,695,531,700股已發行股份計算得出。

Save as disclosed above, as at 31 December 2023, so far as was known to the Directors or chief executive of the Company based on the register maintained by the Company pursuant to Part XV of the SFO, no person (other than the Directors or chief executive of the Company) had any interests or short positions in the shares or underlying shares would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or to be recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO.

除上文所披露者外，於二零二三年十二月三十一日，據董事或本公司主要行政人員所知，按照本公司根據證券及期貨條例第XV部存置之登記冊所記錄，概無人士（董事或本公司主要行政人員除外）於股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司及聯交所披露之任何權益或短倉；或根據證券及期貨條例第336條記錄於本公司須存置之權益登記冊之權益或短倉。

Corporate Governance and Other Information

企業管治及其他資料

CHANGES IN INFORMATION OF DIRECTORS

Pursuant to disclosure requirement under Rule 13.51B(1) of the Listing Rules, the changes in information of Directors are set out below:

董事資料之變動

根據上市規則第13.51B(1)條之披露規定，董事資料之變動載列如下：

Name of Directors 董事姓名	Details of changes 變動詳情
Mr. Man Kwok Leung	— resigned as an independent non-executive director of Hong Kong ChaoShang Group Limited (stock code: 2322) with effect from 2 November 2023.
萬國樑先生	— 辭任香港潮商集團有限公司（股份代號：2322）之獨立非執行董事，自二零二三年十一月二日起生效。

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

除上文所披露者外，概無其他資料須根據上市規則第13.51B(1)條予以披露。

DIRECTORS' INTERESTS IN CONTRACTS

Save as disclosed in this interim report, no Director had a material interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company or any its subsidiaries was a party during the Period.

董事於合約之權益

除本中期報告所披露者外，概無董事於本公司或其任何附屬公司於期內訂立並對本集團業務而言屬重要之任何合約中直接或間接擁有重大權益。

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the heading "Directors' and Chief Executive's Interests in Securities of the Company" above, at no time during the period was rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouse or children under 18 years of age, or was any such rights exercised by them; or was the Company and any of its subsidiaries a party to any arrangement to enable the directors, or their respective spouse or children under 18 years of age, to acquire such rights in any other body corporate.

董事購買股份或債券之權利

除上文「董事及主要行政人員於本公司證券之權益」一節所披露者外，期內概無董事或彼等各自之配偶或未滿18歲之子女獲授或行使任何可透過收購本公司股份或債券而獲取利益之權利。本公司及其任何附屬公司並無訂立任何安排，致使董事或彼等各自之配偶或未滿18歲之子女獲得任何其他法人團體之該等權利。

Corporate Governance and Other Information

企業管治及其他資料

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company during the six months ended 31 December 2023.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

During the six months ended 31 December 2023, the Company has complied with the code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 of the Listing Rules except for the following deviations:

Code Provision A.2.1

Code provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Since the resignation of Mr. Chi Chi Hung, Kenneth in March 2020, the Company does not have any officer with the title of Chief Executive Officer. The overall responsibility of supervising and ensuring that the Group functions in line with the order of the Board in terms of day-to-day operations and execution is vested in the Board itself.

Code provision A.4.1

Under the code provision A.4.1 of the CG Code, non-executive directors should be appointed for a specific term, subject to re-election. The existing independent non-executive Directors were not appointed for a specific term as required under the code provision A.4.1 but are subject to retirement by rotation and re-election at annual general meeting in accordance with the Bye-laws of the Company. As such, the Company considers that sufficient measures have been taken to ensure that the Company has good corporate governance practices.

購買、出售或贖回本公司上市證券

截至二零二三年十二月三十一日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

遵守企業管治守則

截至二零二三年十二月三十一日止六個月，本公司已遵守上市規則附錄十四所載企業管治守則（「企業管治守則」）之守則條文，惟下述偏離者除外：

守則條文第 A.2.1 條

守則條文第 A.2.1 條規定主席及行政總裁之職能應予區分，不應由同一人士擔任。自季志雄先生於二零二零年三月辭任以來，本公司並無任何具有行政總裁職稱的高級職員。就日常營運及執行而言，監督及確保本集團職能與董事會指令貫徹一致的整體職責歸屬於董事會本身。

守則條文第 A.4.1 條

根據企業管治守則之守則條文第 A.4.1 條，非執行董事須按特定任期獲委任，並須重選連任。現任獨立非執行董事並非根據守則條文第 A.4.1 條之規定按特定任期獲委任，惟彼等須根據本公司細則於股東週年大會輪值退任及重選連任。因此，本公司認為已採取足夠措施以確保本公司履行良好企業管治慣例。

Corporate Governance and Other Information

企業管治及其他資料

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules as the code of conduct for dealings in the securities of the Company by its Directors (the “Securities Dealings Code”). The Company has made specific enquiries and all the Directors have confirmed that they have complied with the Securities Dealings Code throughout the reporting period.

REVIEW OF INTERIM REPORT

The audit committee currently comprises Mr. Chiu Wai On, Mr. Man Kwok Leung and Mr. To Chun Wai, all of whom are independent non-executive Directors. The Audit Committee has reviewed the unaudited interim report of the Group for the six months ended 31 December 2023.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

The interim results announcement and this interim report are available for viewing on the websites of the Stock Exchange at www.hkexnews.hk and the Company at www.detai-group.com.

By order of the Board

DeTai New Energy Group Limited
Cheng Chi Kin

Chairman and Executive Director

Hong Kong, 29 February 2024

遵守董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易之標準守則作為其董事買賣本公司證券之行為守則（「證券交易守則」）。本公司已作出具體查詢，而全體董事均確認彼等於整個報告期內已遵守證券交易守則。

審閱中期報告

審核委員會目前由全體獨立非執行董事招偉安先生，萬國樑先生及杜振偉先生組成。審核委員會已審閱本集團截至二零二三年十二月三十一日止六個月之未經審核中期報告。

刊發中期業績及中期報告

中期業績公告及本中期報告可於聯交所網站(www.hkexnews.hk)及本公司網站(www.detai-group.com)以供瀏覽。

承董事會命

德泰新能源集團有限公司
主席兼執行董事

鄭子堅

香港，二零二四年二月二十九日



德泰新能源集團有限公司

DeTai New Energy Group Limited