

Yinsheng Digifavor Company Limited

銀盛數惠數字有限公司

Incorporated in the Cayman Islands with limited liability

於開曼群島註冊成立的有限公司

Stock Code 股份代號：3773

2024

中期報告
INTERIM REPORT



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Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Dr. ZHOU Jinhua (appointed as the chairman on 26 January 2024)

Mr. GUAN Heng (Chief Executive Officer)

Mr. HUANG Junmou (resigned as the chairman and appointed as the honorary chairman on 26 January 2024)

Non-executive Directors

Mr. FAN Weiguo

Mr. YU Zida

Independent Non-executive Directors

Mr. ZHANG Mingqun

Ms. ZOU Guoying

Dr. LI Yao

JOINT COMPANY SECRETARIES

Mr. HUNG Hing Hung

Ms. WONG Wai Ling

AUTHORISED REPRESENTATIVES

Dr. ZHOU Jinhua

Ms. WONG Wai Ling

AUDIT COMMITTEE

Ms. ZOU Guoying (Chairlady)

Mr. ZHANG Mingqun

Dr. LI Yao

REMUNERATION COMMITTEE

Mr. ZHANG Mingqun (Chairman)

Mr. HUANG Junmou

Ms. ZOU Guoying

NOMINATION COMMITTEE

Dr. LI Yao (Chairman) (appointed as the chairman on 26 January 2024)

Mr. HUANG Junmou (resigned as the chairman on 26 January 2024)

Ms. ZOU Guoying

董事會

執行董事

周金黃博士 (於二零二四年一月二十六日獲委任為主席)

關恒先生 (行政總裁)

黃俊謀先生 (於二零二四年一月二十六日辭任主席並獲委任為榮譽主席)

非執行董事

范衛國先生

喻子達先生

獨立非執行董事

張鳴群先生

鄧國英女士

李耀博士

聯席公司秘書

洪慶虹先生

黃慧玲女士

授權代表

周金黃博士

黃慧玲女士

審核委員會

鄧國英女士 (主席)

張鳴群先生

李耀博士

薪酬委員會

張鳴群先生 (主席)

黃俊謀先生

鄧國英女士

提名委員會

李耀博士 (主席) (於二零二四年一月二十六日獲委任為主席)

黃俊謀先生 (於二零二四年一月二十六日辭任主席)

鄧國英女士

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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

**HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S
REPUBLIC OF CHINA (THE "PRC")**

13/F, Building C2, Nanshan iPark
No. 1001, Xueyuan Boulevard
Nanshan District, Shenzhen, PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai, Hong Kong

PRINCIPAL SHARE REGISTRAR

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

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

LEGAL ADVISORS

As to Hong Kong law:

Eric Chow & Co. in Association with Commerce & Finance Law Offices
3401, Alexandra House
18 Charter Road, Central
Hong Kong

開曼群島註冊辦事處

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

**總部及中華人民共和國（「中國」）主要營
業地點**

中國深圳市南山區
學苑大道1001號
南山智園C2棟13樓

香港主要營業地點

香港灣仔
皇后大道東248號
大新金融中心40樓

主要股份過戶登記處

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

香港證券登記處

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

法律顧問

香港法例：

周俊軒律師事務所與
北京市通商律師事務所聯營
香港
中環遮打道18號
歷山大廈3401室

Corporate Information

公司資料

As to Cayman Islands law:

Maples and Calder (Hong Kong) LLP
26th Floor, Central Plaza
18 Harbour Road, Wanchai
Hong Kong

AUDITOR

Moore CPA Limited
Registered Public Interest Entity Auditors
801-806, Silvercord, Tower I
30 Canton Road, Tsim Sha Tsui
Kowloon, Hong Kong

PRINCIPAL BANKERS

Shenzhen Tairan Sub-branch,
China Construction Bank Co., Limited
1st Floor, No. 304 Building, Third Area
Che Gongmiao Tairan Industrial Area
Futian District, Shenzhen, PRC

Shenzhen Wanxiang Sub-branch,
Bank of China Limited
No. 10-16, 1st Floor, Dingfeng Building
No. 1036 Baoan Road South
Luohu District, Shenzhen, PRC

Shenzhen Baozhong Sub-branch,
China Everbright Bank Co., Limited
No. A98-A106, 1st Floor, Hongfa Lingyu Block 4
No. 1004 Chuangye Yi Road
Baoan District, Shenzhen, PRC

STOCK CODE

3773

COMPANY'S WEBSITE

www.ysdf.com.cn

開曼群島法律：

邁普達律師事務所（香港）有限法律責任合夥
香港
灣仔港灣道18號
中環廣場26樓

核數師

大華馬施雲會計師事務所有限公司
註冊公眾利益實體核數師
香港九龍
尖沙咀廣東道30號
新港中心I座801-806室

主要往來銀行

中國建設銀行股份有限公司
深圳市泰然支行
中國深圳市福田區
車公廟泰然工業區
第三小區304棟首層

中國銀行股份有限公司
深圳市萬象支行
中國深圳市羅湖區
寶安南路1036號
鼎豐大廈首層10-16號

中國光大銀行股份有限公司
深圳市寶中支行
中國深圳市寶安區
創業一路1004號
宏發領域四棟首層A98-A106號

股份代號

3773

公司網站

www.ysdf.com.cn

Management Discussion and Analysis

管理層討論及分析

The board (the “**Board**”) of directors (the “**Directors**”) of Yinsheng Digifavor Company Limited (the “**Company**”) is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2024 (the “**Reporting Period**”), together with the comparative figures for the corresponding period in 2023.

BUSINESS REVIEW

Looking back at the first half of 2024, although the overall macroeconomic recovery was less than expected, the digital economy had penetrated deeply into all aspects of China's socio-economic activities. As the trend of digitalisation is becoming increasingly prominent, digital equity-based products and services become ubiquitous, which is reshaping the consumption pattern of the nationals. The core needs of consumers will be more focused on digital equity products, which undoubtedly become one of the key motivators of the Group's development. We continue to solidify our strengths in our core business, deploy diversified digital equity business to drive income growth, grasp business opportunities in the everchanging digital economy, further strengthen our risk resilience ability to cope with complex and volatile market environment through implementing a number of measures such as strategy of reducing costs and enhancing efficiency, promoting refined management and improving operational efficiency and maintain the continued profitability of the Group.

In the first half of 2024, with the concerted efforts of the Board and the management of the Company, as well as the significant efforts and contributions of all staff, the Group continued to successfully develop the digital marketing business. Driven by the strong growth of our digital marketing business income in the first half of 2024, the Group's revenue for the six months ended 30 June 2024 was approximately RMB61.3 million, which increased by approximately 99.0% as compared to revenue of approximately RMB30.8 million for the six months ended 30 June 2023. Gross profit increased by approximately 96.3% from approximately RMB24.5 million for the six months ended 30 June 2023 to approximately RMB48.1 million for the six months ended 30 June 2024. Profit attributable to owners to the Company for the six months ended 30 June 2024 was approximately RMB21.3 million, which significantly increased by approximately 2,266.7% as compared to profit attributable to owners of the Company of approximately RMB0.9 million for the six months ended 30 June 2023, mainly due to (i) during the Reporting Period, the management of the Company continued to optimize the cost structure of its principal business segments and adopted marketing strategies which were more precise than that in the corresponding period of previous year, resulting in an increase of overall profit margin for the six months ended 30 June 2024 as compared to the six months ended 30 June 2023; and (ii) the transaction amount of digital marketing increased significantly as compared to the six months ended 30 June 2023.

銀盛數惠數字有限公司(「**本公司**」)董事(「**董事**」)會(「**董事會**」)欣然公佈本公司及其附屬公司(統稱為「**本集團**」)截至二零二四年六月三十日止六個月(「**報告期**」)的未經審核綜合中期業績連同二零二三年同期的比較數字。

業務回顧

回顧二零二四年上半年，儘管整體宏觀經濟復甦不及預期，但數字經濟已深入滲透到中國社會經濟活動的各個方面。數字化的趨勢日益明顯，數字權益類商品和服務無處不在，正在重塑國民的消費模式。消費者的核心需求將更加聚焦於數字權益商品，這無疑成為本集團發展的關鍵動力之一。我們繼續夯實主業優勢，佈局數字權益多元業務以驅動收入增長，把握不斷變化的數字經濟商業機遇，通過實施降本增效策略、推動精細化管理以及提升運營效率等多項措施，進一步強化我們的風險抵禦能力，以應對複雜多變的市場環境，並保持本集團持續的盈利能力。

於二零二四年上半年，在本公司董事會和管理層群策群力，以及全體員工作出重大的努力和貢獻下，本集團持續成功開拓數字營銷業務，受到數字營銷業務收入於二零二四年上半年有強勁增長的帶動下，截至二零二四年六月三十日止六個月本集團的收益約人民幣61.3百萬元，較截至二零二三年六月三十日止六個月的收益約人民幣30.8百萬元增長約99.0%。毛利由截至二零二三年六月三十日止六個月的約人民幣24.5百萬元增加約96.3%至截至二零二四年六月三十日止六個月的約人民幣48.1百萬元。截至二零二四年六月三十日止六個月的本公司擁有人應佔溢利約人民幣21.3百萬元，較截至二零二三年六月三十日止六個月的本公司擁有人應佔溢利約人民幣0.9百萬元大幅增加約2,266.7%，主要是由於(i)本公司管理層於報告期內持續優化各主營業務版塊的成本結構並採取比去年同期更精準的營銷策略，令到截至二零二四年六月三十日止六個月的整體毛利率較截至二零二三年六月三十日止六個月有所上升；及(ii)數字營銷交易額較截至二零二三年六月三十日止六個月大幅增加。

Management Discussion and Analysis

管理層討論及分析

In the first half of 2024, the Group continued to extend the use of the strategic target set in 2023 to deeply explore the blue ocean of data traffic of digital equity business while further aggregating the resources of the Group to successfully develop an equity-based digital marketing service business with a higher gross profit margin. The digital marketing business of the Group achieved revenue of approximately RMB7.7 million in the first half of 2024, representing a significant increase as compared to the revenue of approximately RMB0.5 million in the corresponding period last year. For the six months ended 30 June 2024, the Group's income from digital marketing business accounted for approximately 12.6% of the Group's total income.

Shenzhen Niannianka Network Technology Co., Ltd. ("Shenzhen NNK"), an operating entity of the Group, has successively won bids in the first half of 2024 for a number of digital marketing and equity-related product projects for large state-owned banks, joint-stock commercial banks (such as Bank of China Limited, Industrial and Commercial Bank of China Limited, China Construction Bank Corporation and Postal Savings Bank of China Co., Ltd.) and renowned internet brands (such as QQ music and Alipay) in China, which helped to maintain the Group's competitiveness within the industry. As more new customer businesses will be launched successively in the second half of 2024, the Board expects that the proportion of new businesses will continue to increase in the coming years.

本集團於二零二四年上半年持續延用二零二三年設定的戰略目標，在深度挖掘數字權益商品領域的流量藍海的同時，進一步聚合集團資源，成功開拓毛利率較高的權益類數字營銷服務業務。本集團的數字營銷業務於二零二四年上半年實現收益約人民幣7.7百萬元，和去年同期的收益約人民幣0.5百萬元相比有大幅的增長。截至二零二四年六月三十日止六個月，本集團的數字營銷業務收入佔比已達集團總收入的約12.6%。

本集團旗下經營實體深圳市年年卡網絡科技有限公司（「深圳年年卡」）於二零二四年上半年陸續中標中國國內大型國有銀行、股份制商業銀行如中國銀行股份有限公司、中國工商銀行股份有限公司、中國建設銀行股份有限公司、中國郵政儲蓄銀行股份有限公司和知名互聯網品牌如QQ音樂和支付寶等多個數字營銷和權益類產品的項目。該等新中標項目有助維持本集團在行業內的競爭力。隨著更多新客戶業務的於二零二四年下半年陸續落地，董事會預期新業務佔比將會在以後年度持續上升。

Management Discussion and Analysis

管理層討論及分析

OUTLOOK

Since 2023, with the continuous penetration of artificial intelligence (AI) and cloud computing and other digital technologies advancement, the generative AI-empowered large language model has been applied to more complex scenarios, representing a critical moment for the digital transformation of enterprises. Digital economy has become a crucial factor in developing new qualitative productivity and a driving force for economic and social development. The Group will continue to make investment in research and development with the focus on integration strategy and customer value creation, in an effort to foster the continuous growth of its business by strengthening its technical solution capabilities and project delivery capabilities. We will also work on the close strategic collaboration with professional partners such as Guangdong Communication Industry, Shenzhen Commodity Exchange Market Federation and Tencent Zhiying for exploring more sustainable business models in vertical fields such as well-being and health, banking, insurance and digital cultural tourism to provide comprehensive solutions to fulfil the needs of different industries, thereby further enhancing the competitiveness of the Company in the digital marketing service industry and providing customers with more value.

FINANCIAL REVIEW

Revenue

For the six months ended 30 June 2024, the Group recorded a revenue of approximately RMB61.3 million, representing an increase of approximately 99.0% as compared with approximately RMB30.8 million for the corresponding period in 2023. The increase in revenue was mainly due to the increase in transaction volume of digital marketing business during the Reporting Period.

For the six months ended 30 June 2024, the Group achieved an income of approximately RMB7.7 million in the digital marketing business, as compared to the income of approximately RMB0.5 million for the corresponding period in 2023, which was mainly due to the expansion of cooperation between operating subsidiaries of the Group and China's renowned lifestyle service brands such as WeChat Pay, Alipay instant cash reduction, card coupons and credit marketing in the second half of 2023 of which all have achieved remarkable results in the first half of 2024 and the Group has also continued to strengthen the cooperation with customers in financial channels and large state-owned banks in the first half of 2024. The above efforts contributed to a significant increase in digital commodity transactions in the first half of 2024.

展望

從二零二三年開始，伴隨著人工智能、雲計算等數字科技發展不斷滲透，生成式人工智能大模型應用到了更多的複雜場景和企業數位化轉型進入深水區，數字經濟成為培育新質生產力的重要陣地和促進經濟社會發展的加速器。本集團將持續投資研發，圍繞一體化戰略和客戶價值創造，通過強化技術解決方案能力和項目交付能力，令本集團的業務獲得持續增長。我們也會與廣東省通信行業協會、深圳市商品交易市場聯合會、騰訊智影等專業夥伴展開更深入的戰略合作，在福祉及健康、銀行、保險、數字文旅等垂直領域發掘更多可持續的業務模式，提供滿足不同行業要求的全面解決方案，進一步提升本公司在數字營銷服務行業的競爭力，為客戶提供更有價值的企業服務。

財務回顧

收益

截至二零二四年六月三十日止六個月，本集團錄得收益約人民幣61.3百萬元，較二零二三年同期約人民幣30.8百萬元增加約99.0%。收益增加主要是由於報告期內數字營銷業務交易量增加。

截至二零二四年六月三十日止六個月，本集團於數字營銷業務實現收入約人民幣7.7百萬元，而二零二三年同期的收入則約為人民幣0.5百萬元，主要由於本集團的運營附屬公司在二零二三年下半年開始拓展與中國知名生活服務品牌方如微信支付、支付寶立減金、卡券、積分營銷等的合作，該等措施於二零二四年上半年獲得顯著成效，本集團也於二零二四年上半年持續加強與金融渠道客戶和大型國有銀行的合作，以上努力促成了數字商品交易於二零二四年上半年大幅上升。

Management Discussion and Analysis

管理層討論及分析

Cost of Revenue

Cost of revenue increased by approximately 95.1% to approximately RMB11.9 million for the six months ended 30 June 2024 from approximately RMB6.1 million for the six months ended 30 June 2023, mainly due to the increase in cost of digital marketing related services during the Reporting Period.

Gross Profit and Gross Profit Margin

Gross profit increased by approximately 96.3% to approximately RMB48.1 million for the six months ended 30 June 2024 from approximately RMB24.5 million for the six months ended 30 June 2023.

The Group's overall gross profit margin decreased to approximately 78.5% for the six months ended 30 June 2024 from approximately 79.6% for the six months ended 30 June 2023, primarily attributable to the transaction volume of the instant cash reduction business in the first half of 2024 has increased compared to the same period last year, resulting in an increase in the corresponding value tax and surcharges as compared with the same period last year.

Other Income and Other Gains and Losses

Other income and other gains and losses increased by approximately 145.2% to approximately RMB7.6 million for the six months ended 30 June 2024 from approximately RMB3.1 million for the six months ended 30 June 2023. The increase in other income and other gains and losses was primarily due to the increase of refund of value tax from the PRC tax bureau.

Distribution and Selling Expenses

Distribution and selling expenses increased by approximately 43.5% to approximately RMB6.6 million for the six months ended 30 June 2024 from approximately RMB4.6 million for the six months ended 30 June 2023, primarily attributable to the increase in staff costs and travel expenses resulting from the expansion of new digital equity business of the Group in the first half of 2024.

收益成本

收益成本由截至二零二三年六月三十日止六個月約人民幣6.1百萬元增加約95.1%至截至二零二四年六月三十日止六個月約人民幣11.9百萬元，主要由於報告期內數字營銷相關服務的成本增加所致。

毛利及毛利率

毛利由截至二零二三年六月三十日止六個月約人民幣24.5百萬元增加約96.3%至截至二零二四年六月三十日止六個月約人民幣48.1百萬元。

本集團的整體毛利率由截至二零二三年六月三十日止六個月約79.6%減少至截至二零二四年六月三十日止六個月約78.5%，主要歸因於二零二四年上半年的立減金業務交易量較去年同期增加，導致相對應的增值稅和附加稅較去年同期有所增加。

其他收入及其他損益

其他收入及其他損益由截至二零二三年六月三十日止六個月約人民幣3.1百萬元增加約145.2%至截至二零二四年六月三十日止六個月約人民幣7.6百萬元。其他收入及其他損益的增加主要是因為來自中國稅務局的增值稅返還增加所致。

分銷及銷售開支

分銷及銷售開支由截至二零二三年六月三十日止六個月約人民幣4.6百萬元增加約43.5%至截至二零二四年六月三十日止六個月約人民幣6.6百萬元，主要因為本集團於二零二四年上半年拓展新的數字權益業務，相關的員工成本和差旅支出增加所致。

Management Discussion and Analysis

管理層討論及分析

Administration Expenses

Administration expenses decreased by approximately 12.2% to approximately RMB13.7 million for the six months ended 30 June 2024 from approximately RMB15.6 million for the six months ended 30 June 2023, primarily attributable to the decrease in professional and consultant fees as compared with the corresponding period last year as the Group made continuous efforts to improve the administrative costs of each major business segment.

Research and Development Expenses

Research and development expenses increased by approximately 43.2% to approximately RMB5.3 million for the six months ended 30 June 2024 from approximately RMB3.7 million for the six months ended 30 June 2023, primarily due to the increase in staff cost.

Finance Costs

Finance costs decreased by approximately 29.4% to approximately RMB1.2 million for the six months ended 30 June 2024 from approximately RMB1.7 million for the six months ended 30 June 2023, primarily due to the decrease in average bank borrowings as compared with the corresponding period in 2023.

Income Tax Expense

Under the Law of the PRC EIT Law and Implementation Regulations of the PRC EIT Law, the tax rates of the PRC subsidiaries were 25% for the six months ended 30 June 2024 and 2023.

The income tax expense for the six months ended 30 June 2024 represented the provision of the EIT of approximately RMB8.1 million for the PRC subsidiary (six months ended 30 June 2023: approximately RMB1.1 million).

Profit for the Period Attributable to Owners of the Company

As a result of the cumulative effects of the foregoing, the profit for the six months ended 30 June 2024 was approximately RMB21.3 million, as compared with the profit for the six months ended 30 June 2023 of approximately RMB0.9 million.

行政開支

行政開支由截至二零二三年六月三十日止六個月約人民幣15.6百萬元減少約12.2%至截至二零二四年六月三十日止六個月約人民幣13.7百萬元，主要歸因於本集團持續優化各主營業務版塊的行政成本，令到專業和諮詢費用較去年同期有下降。

研發開支

研發開支由截至二零二三年六月三十日止六個月約人民幣3.7百萬元增加約43.2%至截至二零二四年六月三十日止六個月約人民幣5.3百萬元，主要歸因於員工成本增加。

財務成本

財務成本由截至二零二三年六月三十日止六個月約人民幣1.7百萬元減少約29.4%至截至二零二四年六月三十日止六個月約人民幣1.2百萬元，主要由於平均銀行借款較二零二三年同期下降。

所得稅開支

根據中國企業所得稅法及中國企業所得稅法的實施條例，中國附屬公司於截至二零二四年及二零二三年六月三十日止六個月的稅率為25%。

截至二零二四年六月三十日止六個月的所得稅開支為中國附屬公司撥備企業所得稅約人民幣8.1百萬元（截至二零二三年六月三十日止六個月：約人民幣1.1百萬元）。

本公司擁有人應佔期內溢利

由於上述各項的累計影響，截至二零二四年六月三十日止六個月產生溢利約人民幣21.3百萬元，而截至二零二三年六月三十日止六個月產生溢利約人民幣0.9百萬元。

Management Discussion and Analysis

管理層討論及分析

Liquidity, Financial Resources and Capital Structure

The Group's working capital was funded by cash from operating activities, bank loans and proceeds from the global offering.

As at 30 June 2024, cash and cash equivalents of the Group was approximately RMB63.6 million, as compared with approximately RMB89.8 million as at 31 December 2023. The Group reported net current assets of approximately RMB303.3 million as at 30 June 2024, as compared with approximately RMB281.6 million as at 31 December 2023. The Group's current ratio was approximately 2.7 as at 30 June 2024, as compared with approximately 3.3 as at 31 December 2023.

The bank borrowings of the Group were RMB30.0 million and RMB90.5 million as at 31 December 2023 and 30 June 2024 respectively. As at 31 December 2023 and 30 June 2024, the bank borrowings, being interest-bearing bank borrowings which were denominated in Renminbi, carried fixed interest rates of 3.7% to 4.6% per annum and were repayable in one year.

The Group currently does not adopt any financial instruments for hedging purposes. However, the management will consider the usage of financial instrument for hedging purpose when the need arises.

Trade Receivables

Trade receivables mainly represent receivables from PRC banks in relation to the Group's mobile top-up service. Trade receivables increased from approximately RMB182.4 million as at 31 December 2023 to approximately RMB294.4 million as at 30 June 2024, primarily reflecting the increase in transactions with the PRC banks for their promotion activities for the six months ended 30 June 2024 as compared with the transactions for the year ended 31 December 2023.

流動資金、財務資源及資本結構

本集團的營運資金由經營活動所得現金、銀行貸款及全球發售所得款項撥付。

於二零二四年六月三十日，本集團的現金及現金等價物約為人民幣63.6百萬元，而於二零二三年十二月三十一日約為人民幣89.8百萬元。於二零二四年六月三十日，本集團呈報的流動資產淨值約為人民幣303.3百萬元，而於二零二三年十二月三十一日約為人民幣281.6百萬元。於二零二四年六月三十日，本集團的流動比率約為2.7，而於二零二三年十二月三十一日約為3.3。

本集團於二零二三年十二月三十一日及二零二四年六月三十日的銀行借款分別為人民幣30.0百萬元及人民幣90.5百萬元。於二零二三年十二月三十一日及二零二四年六月三十日，銀行借款（以人民幣計值的附息銀行借款）按每年3.7%至4.6%的固定利率計息並須於一年內償還。

本集團目前並無採納任何金融工具作對沖。然而，管理層在需要時將考慮使用金融工具作對沖。

貿易應收款項

貿易應收款項主要指應就本集團的手機話費代充服務向國內銀行收取的款項。貿易應收款項由二零二三年十二月三十一日約人民幣182.4百萬元增加至二零二四年六月三十日約人民幣294.4百萬元，主要反映截至二零二四年六月三十日止六個月與國內銀行有關其推廣活動的交易較截至二零二三年十二月三十一日止年度有所增加。

Management Discussion and Analysis

管理層討論及分析

Trade receivables turnover days (calculated by the average of the beginning and ending balances of trade receivables of the year/period, divided by the gross transactions value with users for the year/period and multiplied by 365 days for the year ended 31 December 2023 or 181 days for the six months ended 30 June 2024) for the six months ended 30 June 2024 was 6.04 days (for the year ended 31 December 2023: 5.77 days). The Company realised that the increase in transactions with longer credit period would require much closer monitoring of settlements in order to ensure business turnover. The Company will continue to monitor the credit risk by ongoing review of the settlement of customers, and annual evaluation of the credit limits according to the track record and financial position of the counterparties.

Gearing Ratio

As at 30 June 2024, the gearing ratio (calculated by dividing bank borrowings by total equity as at the end of the period) of the Group was 30.2% (as at 31 December 2023: 10.7%).

Capital Expenditures

For the six months ended 30 June 2024, the Group had capital expenditure of approximately RMB0.9 million, as compared with approximately RMB1.2 million for the six months ended 30 June 2023. The expenditure was mainly related to the acquisition of leasehold improvement and computer and office equipment for replacement, in the course of daily operations of approximately RMB0.9 million (six months ended 30 June 2023: approximately RMB0.7 million).

Significant Investments

As at 8 December 2023, the Company's wholly foreign-owned enterprise entered into a shareholders agreement with an independent third party for the establishment of Yinsheng Huitang. Pursuant to the agreement, the Group shall fully pay the share capital of Yinsheng Huitang of RMB5.1 million within 5 years.

Yinsheng Huitang recorded a loss of approximately RMB2.0 million for the six months ended 30 June 2024. Yinsheng Huitang plans to develop businesses such as chronic disease (like diabetes) online consultation, diagnosis and treatment management service platform in the second half of 2024.

截至二零二四年六月三十日止六個月，貿易應收款項周轉天數（按年／期內貿易應收款項的年／期初及年／期末結餘的平均值除以年／期內用戶交易總值，再乘以365天（截至二零二三年十二月三十一日止年度）或乘以181天（截至二零二四年六月三十日止六個月）計算）為6.04天（截至二零二三年十二月三十一日止年度：5.77天）。本公司留意到，信用期較長交易的增加，將需要對結算進行更密切的監控以確保業務周轉。本公司將繼續監察信貸風險，根據對手方的往績紀錄及財務狀況持續檢討客戶結算情況並按年評估信用額度。

負債比率

於二零二四年六月三十日，本集團的負債比率（按銀行借款除以期末總權益計算）為30.2%（於二零二三年十二月三十一日：10.7%）。

資本開支

與截至二零二三年六月三十日止六個月約人民幣1.2百萬元比較，截至二零二四年六月三十日止六個月，本集團的資本開支約為人民幣0.9百萬元。有關開支主要關於在日常營運中購置租賃物業裝修及計算機及辦公設備以作更換約人民幣0.9百萬元（截至二零二三年六月三十日止六個月：約人民幣0.7百萬元）。

重大投資

於二零二三年十二月八日，本公司的外商獨資企業與一名獨立第三方就成立銀盛慧糖訂立一份股東協議。根據協議，本集團須於5年內悉數繳付銀盛慧糖的股本人民幣5.1百萬元。

截至二零二四年六月三十日止六個月，銀盛慧糖錄得的虧損約為人民幣2.0百萬元。銀盛慧糖計劃於二零二四下半年發展慢性病（例如糖尿病）在線諮詢、診斷及治療管理服務平台等業務。

Management Discussion and Analysis

管理層討論及分析

Saved as disclosed above, the Group did not hold any significant investments during the six months ended 30 June 2024.

Capital Commitments

As at 30 June 2024, except for the Group's capital commitment in relation to the establishment of Yinsheng Huitang amounted to RMB2.1 million, the Group had no capital commitment contracted but no provided for.

Foreign Exchange Risk

The Group's reporting currency is in Renminbi to which the Group's material transactions are denominated. The net proceed from global offering are denominated in Hong Kong Dollars, which exposed the Group to market risk arising from changes in foreign exchange rate. The Group currently does not have a foreign currency hedging policy, however, the management of the Group will monitor foreign exchange exposure closely and consider the usage of hedging instruments when the need arises.

Charges on Assets

As at 30 June 2024, the bank borrowings of RMB70.5 million were secured by certain of the Group's trade receivables (2023: RMB30.0 million).

Contingent Liabilities and Guarantees

As at 30 June 2024, the Group did not have any significant contingent liabilities guarantees or any litigation.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in this report, the Group did not have specific plan for material investments or capital assets as at 30 June 2024.

MATERIAL ACQUISITIONS OR DISPOSALS

During the six months ended 30 June 2024, the Group did not conduct any material acquisition or disposal of subsidiaries, associates and joint ventures.

除上述披露外，截至二零二四年六月三十日止六個月，本集團並無持有任何重大投資。

資本承擔

於二零二四年六月三十日，除本集團有關成立銀盛慧糖的資本承擔為人民幣2.1百萬元外，本集團概無已訂約但未撥備的資本承擔。

外匯風險

本集團的呈報貨幣為人民幣，而本集團的重大交易是以人民幣計值。全球發售所得款項淨額乃以港元計值，使本集團面對因外匯匯率變動而產生的市場風險。本集團現時並無外匯對沖政策，然而，本集團管理層會密切監控外匯風險，並於需要時考慮採用對沖工具。

抵押資產

於二零二四年六月三十日，銀行借款人民幣70.5百萬元以本集團的若干貿易應收款項作抵押（二零二三年：人民幣30.0百萬元）。

或然負債及擔保

於二零二四年六月三十日，本集團並無任何重大或然負債、擔保或任何訴訟。

重大投資或資本資產的未來計劃

除本報告所披露者外，於二零二四年六月三十日，本集團並無有關重大投資或資本資產的具體計劃。

重大收購或出售

截至二零二四年六月三十日止六個月，本集團並無進行任何附屬公司、聯營公司及合營企業的重大收購或出售。

Management Discussion and Analysis

管理層討論及分析

INTERIM DIVIDEND

The Board did not recommend the payment of any interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

EMPLOYMENT AND REMUNERATION POLICY

As at 30 June 2024, the Group had 183 full-time employees (as at 31 December 2023: 124). Total staff cost (including Director's remuneration) was approximately RMB19.3 million for the six months ended 30 June 2024, as compared with approximately RMB15.7 million for the six months ended 30 June 2023. All employees have joined the state-managed retirement benefits schemes in the PRC or Mandatory Provident Fund Scheme in Hong Kong which are classified as defined contribution plans. The Group believes that employees are one of its most important assets and the Group strives to offer a competitive remuneration to its employees. The Group has recruited and promoted individuals based on merit and their development potentials. Remuneration package offered to all employees including Directors is determined with reference to their performance, qualifications, experience and the prevailing salary levels in the market. The Group has provided training opportunities for its employees in order to enhance their qualifications and equip them with necessary skills.

EVENTS AFTER THE REPORTING PERIOD

There were no significant events that might affect the Group since 30 June 2024 and up to the date of this interim report.

中期股息

董事會不建議就截至二零二四年六月三十日止六個月派付任何中期股息（截至二零二三年六月三十日止六個月：無）。

僱傭及薪酬政策

於二零二四年六月三十日，本集團共有183名全職僱員（於二零二三年十二月三十一日：124名）。截至二零二四年六月三十日止六個月，員工成本總額（包括董事酬金）約為人民幣19.3百萬元，而截至二零二三年六月三十日止六個月約為人民幣15.7百萬元。所有僱員已參與中國國家管理退休福利計劃或香港強制性公積金計劃（分類為界定供款計劃）。本集團相信僱員乃其最重要資產之一，故本集團致力為其僱員提供具競爭力的薪酬。本集團已按個人的在職表現及發展潛力招聘及晉升僱員。全體僱員（包括董事）的薪酬待遇經參考彼等的表現、資歷、經驗及市場當時的薪金水平釐定。本集團已向其僱員提供培訓機會，以提升其資歷及協助彼等掌握所需技能。

報告期後事項

自二零二四年六月三十日起及直至本中期報告日期並無可能影響本集團的任何重大事項。

Other Information

其他資料

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

During the six months ended 30 June 2024, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares).

As at 30 June 2024, the Company did not hold any treasury shares.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 to the Rules Governing the Listing of Securities on The Stock Exchange (the "Listing Rules") as its code of conduct regarding Director's securities transactions. Specific enquiries have been made to all Directors and the Directors have confirmed that they have complied with the required standard of dealings set out in the Model Code during the six months ended 30 June 2024.

CORPORATE GOVERNANCE CODE

The Board believes that good corporate governance plays a vital part in maintaining the success of the Company. The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the shareholders of the Company (the "Shareholders") and to enhance corporate value accountability.

For the six months ended 30 June 2024, the Company has complied with all the applicable code provisions as set out in the Corporate Governance Code (the "CG Code") in the Appendix C1 to the Listing Rules. The Company will continue to review the current corporate governance structure from time to time and shall make necessary changes when appropriate and report to Shareholders accordingly.

購買、出售或贖回本公司上市證券

截至二零二四年六月三十日止六個月，本公司及其任何附屬公司並無購買、出售或贖回本公司任何上市證券（包括出售庫存股份）。

於二零二四年六月三十日，本公司並無持有庫存股份。

董事進行證券交易的標準守則

本公司已採納聯交所證券上市規則（「上市規則」）附錄C3所載上市發行人董事進行證券交易的標準守則（「標準守則」）作為董事進行證券交易的操守準則。已向全體董事進行特別查詢而董事均已確認彼等於截至二零二四年六月三十日止六個月已遵守標準守則所載交易標準規定。

企業管治守則

董事會相信，良好的企業管治乃維持公司成功的重要元素。本集團致力維持高標準的企業管治以捍衛本公司的股東（「股東」）的利益及加強企業價值責任。

截至二零二四年六月三十日止六個月，本公司已遵守上市規則附錄C1所載企業管治守則（「企業管治守則」）載列所有適用的守則條文。本公司將繼續不時檢討現有企業管治架構並適時作出必要調整並向股東匯報。

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

As at 30 June 2024, the interest or short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Long Position in the ordinary shares of the Company (the "Shares")

Name of Director	Capacity/Nature of Interests	Number of Shares held	Approximate Percentage of Issued Share Capital ⁽²⁾ 佔已發行股本 概約百分比 ⁽²⁾
董事姓名	身份／權益性質	持有股份數目	
Mr. Huang Junmou ⁽¹⁾ 黃俊謀先生 ⁽¹⁾	Interest in controlled corporation 受控法團權益	44,500,000	10.72%

Notes:

- (1) Mr. Huang Junmou beneficially owns 100% of the issued share capital of Fun Charge Technology Limited ("Fun Charge Technology"). By virtue of the SFO, Mr. Huang Junmou was deemed to be interested in 44,500,000 Shares held by Fun Charge Technology.
- (2) The percentage of shareholding was calculated based on the Company's total issued share capital of 415,000,000 Shares as at 30 June 2024.

董事及最高行政人員於股份、相關股份或債權證中的權益及淡倉

於二零二四年六月三十日，董事及本公司最高行政人員於本公司或其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括彼等根據證券及期貨條例的該等條文被當作或視作擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄於該條所述登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉如下：

於本公司普通股（「股份」）的好倉

附註：

- (1) 黃俊謀先生實益擁有Fun Charge Technology Limited（「Fun Charge Technology」）的全部已發行股本。根據證券及期貨條例，黃俊謀先生被視為於Fun Charge Technology持有的44,500,000股股份中擁有權益。
- (2) 股權百分比乃按於二零二四年六月三十日本公司全部已發行股本415,000,000股股份計算。

Other Information

其他資料

Save as disclosed above, as at 30 June 2024, none of the Directors and chief executive of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which would be required to be recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2024, to the best knowledge of the Directors, the following persons (other than the Directors and chief executive of the Company) had or deemed or taken to have an interest and/or short position in the Shares or the underlying Shares which are required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under section 336 of SFO were as follows:

除上文所披露者外，於二零二四年六月三十日，董事及本公司最高行政人員概無於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有或被視作擁有任何須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關條文彼等被當作或視作擁有的權益或淡倉）或根據證券及期貨條例第352條須記錄於本公司存置的登記冊的任何權益或淡倉，或根據標準守則須知會本公司及聯交所的任何權益或淡倉。

主要股東於股份及相關股份的權益及淡倉

於二零二四年六月三十日，據董事所知，下列人士（董事及本公司最高行政人員除外）於或被視為或當作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3分部的條文須予披露或記錄在本公司根據證券及期貨條例第336條須存置的登記冊內的權益及／或淡倉：

Long positions in the Shares

於股份的好倉

Substantial shareholders	Capacity/Nature of interest	Number of Shares held	Approximate percentage of issued share capital ⁽⁴⁾ 佔已發行股本 概約百分比 ⁽⁴⁾
主要股東	身份／權益性質	持有股份數目	
Fun Charge Technology	Beneficial owner 實益擁有人	44,500,000	10.72%
Spring Harbour Development Limited ⁽¹⁾	Beneficial owner 實益擁有人	119,400,000	28.77%
Ms. Lam Ching Wan ⁽¹⁾ 林靜云女士 ⁽¹⁾	Interested in controlled corporation 受控法團權益	119,400,000	28.77%
China Charge Technology Limited ⁽²⁾	Beneficial owner 實益擁有人	60,000,000	14.46%
Mr. Huang Shaowu ⁽²⁾ 黃紹武先生 ⁽²⁾	Interested in controlled corporation 受控法團權益	60,000,000	14.46%
Harvest Gold Capital Limited ⁽³⁾	Beneficial owner 實益擁有人	56,100,000	13.52%
Mr. Chong Wing Kin ⁽³⁾ 莊永健先生 ⁽³⁾	Interested in controlled corporation 受控法團權益	56,100,000	13.52%

Notes:

附註：

- (1) Ms. Lam Ching Wan is the director and beneficially owns 100% of the issued share capital of Spring Harbour Development Limited. By virtue of the SFO, Ms. Lam Ching Wan was deemed to be interested in 119,400,000 Shares held by Spring Harbour Development Limited.
- (2) Mr. Huang Shaowu is the director and beneficially owns 100% of the issued share capital of China Charge Technology Limited. By virtue of the SFO, Mr. Huang Shaowu was deemed to be interested in 60,000,000 Shares held by China Charge Technology Limited.

- (1) 林靜云女士為Spring Harbour Development Limited董事並實益擁有Spring Harbour Development Limited的100%已發行股本。根據證券及期貨條例，林靜云女士被視為於Spring Harbour Development Limited持有的119,400,000股股份中擁有權益。
- (2) 黃紹武先生為China Charge Technology Limited董事並實益擁有China Charge Technology Limited的100%已發行股本。根據證券及期貨條例，黃紹武先生被視為於China Charge Technology Limited持有的60,000,000股股份中擁有權益。

Other Information

其他資料

- (3) Mr. Chong Wing Kin is the director and beneficially owns 100% of the issued share capital of Harvest Gold Capital Limited. By virtue of the SFO, Mr. Chong Wing Kin was deemed to be interested in 56,100,000 Shares held by Harvest Gold Capital Limited.
- (4) The percentage of shareholding was calculated based on the Company's total issued share capital of 415,000,000 Shares as at 30 June 2024.

Save as disclosed above, as at 30 June 2024, the Directors were not aware of any person (other than the Directors and chief executive of the Company) who had an interest and short position in Shares or underlying Shares which are required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company under Section 336 of the SFO.

DIRECTOR'S INTEREST IN A COMPETING BUSINESS

During the six months ended 30 June 2024 and up to the date of this interim report, none of the Directors or their respective associates (as defined in the Listing Rules) had any interest in any business which were in competition or were likely to compete, either directly or indirectly with the Group's business which needs to be disclosed pursuant to Rule 8.10 of the Listing Rules.

SHARE SCHEMES

Share Award Scheme

As at the date of this report, the Company has not adopt any share award scheme.

Share Option Scheme

The Company adopted the share option scheme (the "Scheme") prepared in accordance with Chapter 17 of the Listing Rules on 14 December 2015 for the primary purpose of providing incentives or rewards to eligible participants (the "Eligible Participants") as defined in the Scheme to recognise and acknowledge their contribution to the Group and motivate them to higher levels of performance.

- (3) 莊永健先生為Harvest Gold Capital Limited董事並實益擁有Harvest Gold Capital Limited的100%已發行股本。根據證券及期貨條例，莊永健先生被視為於Harvest Gold Capital Limited持有的56,100,000股股份中擁有權益。
- (4) 股權百分比乃按於二零二四年六月三十日本公司全部已發行股本415,000,000股股份計算。

除上文所披露者外，於二零二四年六月三十日，董事並不知悉任何人士（董事及本公司最高行政人員除外）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3分部的條文須予披露或記錄在本公司根據證券及期貨條例第336條須存置的登記冊內的權益及淡倉。

董事於競爭業務中的權益

截至二零二四年六月三十日止六個月及直至本中期報告日期，董事或彼等各自的聯繫人（定義見上市規則）概無直接或間接於與本集團業務競爭或可能競爭的任何業務中擁有任何權益而須根據上市規則第8.10條予以披露。

股份計劃

股份獎勵計劃

於本報告日期，本公司並無採納任何股份獎勵計劃。

購股權計劃

本公司於二零一五年十二月十四日採納按上市規則第十七章編製的購股權計劃（「計劃」），主要旨在向根據計劃所定義的合資格參與者（「合資格參與者」）提供鼓勵或獎勵，以嘉許及表揚彼等對本集團的貢獻，以及激勵彼等作出更佳表現。

Other Information 其他資料

Certain provisions of the Scheme were amended and approved in the extraordinary general meeting of the Company held on 4 November 2016, the definition of Eligible Participants in the Scheme was amended to include the advisors, consultants, suppliers, customers, distributors, business partners and such other persons who, in the opinion of the Board, will contribute or have contributed to the Company and/or any of its subsidiaries as participants eligible to participate in the Scheme.

Under the Scheme, the Board may, at its discretion, offer to Eligible Participants options (the “Options”) to subscribe for Shares subject to the terms and conditions stipulated in the Scheme.

Subject to the terms and conditions of the Scheme, the maximum number of Shares in respect of which Options may be granted under the Scheme and under any other share option schemes of the Company must not in aggregate exceed 10% of the total number of Shares issued on 7 January 2016, being 40,000,000 Shares, representing approximately 9.64% of the Company's issued share capital as at the date of this interim report, excluding for this purpose Shares which would have been issuable pursuant to Options which have lapsed in accordance with the terms of the Scheme (or any other share option schemes of the Company).

Subject to earlier termination by the Company in general meeting or by the Board, the Scheme shall be valid and effective for a period of 10 years from the date of its adoption. Since the adoption of the Scheme and up to the date of this interim report, no option had been granted, exercised, lapsed nor cancelled under the Scheme.

For details of the Scheme, please refer to the section headed “Statutory and General Information – F. Share Option Scheme” in Appendix IV to the Company's prospectus dated 24 December 2015 (the “Prospectus”).

計劃的若干條款於二零一六年十一月四日舉行的本公司股東特別大會上經修訂及獲批准，計劃合資格參與者的定義經已修訂，以包含顧問、諮詢師、供應商、客戶、分銷商、業務夥伴及董事會認為將或已對本公司及／或其任何附屬公司作出貢獻的其他人士，作為合資格可參與計劃的參與者。

根據計劃，董事會可酌情根據計劃訂明的條款及條件向合資格參與者授出購股權（「購股權」）以認購股份。

在計劃的條款及條件規限下，根據計劃及本公司任何其他購股權計劃可能授出的購股權所涉及的股份數目上限，合共不得超過於二零一六年一月七日已發行股份總數的10%，即40,000,000股股份（佔本中期報告日期本公司已發行股本約9.64%），就此而言不包括根據計劃（或本公司任何其他購股權計劃）的條款已失效的購股權本應可發行的股份。

除經由本公司於股東大會或經由董事會提前終止外，計劃自其採納日期起計10年內有效及生效。自採納計劃起至本中期報告日期，概無購股權已根據計劃授出、行使、失效或註銷。

有關計劃的詳情，請參閱本公司日期為二零一五年十二月二十四日的招股章程（「招股章程」）附錄四「法定及一般資料－F.購股權計劃」一節。

Other Information

其他資料

AUDIT COMMITTEE

The Company established the audit committee (the “**Audit Committee**”) with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of the CG Code. The primary duties of the Audit Committee are, among other things, to review and supervise the financial reporting process, risk management and internal control systems of the Group, oversee the audit process and select external auditors and assess their independence and qualifications. The Audit Committee comprises three independent non-executive Directors, namely Ms. Zou Guoying, Dr. Li Yao and Mr. Zhang Mingqun. Ms. Zou Guoying is the chairlady of the Audit Committee and she is the independent non-executive Director with the appropriate professional qualifications.

The Audit Committee have reviewed the unaudited consolidated interim results and the interim report of the Company for the six months ended 30 June 2024 and agreed to the accounting principles and practices adopted by the Company.

CHANGE IN INFORMATION OF DIRECTORS

As of the date of this interim report, there has been no change to the information of the Directors and chief executives which is required to be disclosed pursuant to the Listing Rules.

USE OF PROCEEDS FROM GLOBAL OFFERING

The Company's shares were listed on the Main Board of the Stock Exchange on 7 January 2016 and the Company raised net proceeds (after the exercise of the over-allotment option and after deducting the underwriting fees, commissions and other expenses payable by the Company in connection with the global offering of the Company) of approximately HK\$52.0 million. The utilisation of the net proceeds was in accordance with the proposed allocation as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

審核委員會

本公司已成立審核委員會（「**審核委員會**」），其書面職權範圍符合上市規則第3.21條及企業管治守則第D.3段。審核委員會的主要職責為（其中包括）審閱及監察本集團的財務報告程序、風險管理及內部控制系統、監督審核過程及甄選外部核數師及評估彼等的獨立性及資格。審核委員會由三名獨立非執行董事（即鄧國英女士、李耀博士及張鳴群先生）組成。鄧國英女士為審核委員會主席，並為擁有適當專業資格的獨立非執行董事。

審核委員會已審閱本公司截至二零二四年六月三十日止六個月的未經審核綜合中期業績及中期報告，並已同意本公司採納的會計原則及慣例。

董事資料變更

截至本中期報告日期，概無董事及主要行政人員的資料變動須根據上市規則予以披露。

全球發售所得款項用途

本公司股份於二零一六年一月七日在聯交所主板上市，而本公司籌得款項淨額（超額配股權獲行使後及扣除本公司就全球發售應付的包銷費用、佣金及其他開支後）約52.0百萬港元。所得款項淨額的使用乃根據招股章程內「未來計劃及所得款項用途」一節所載的擬定分配而進行。

Other Information 其他資料

The table below sets out the detailed items of the use of proceeds from the initial public offering as at 30 June 2024:

下表載列於二零二四年六月三十日關於首次公開發售所得款項用途之詳細項目：

		Amount utilised			
Net proceeds from the initial public offering as stated in the Prospectus	Net proceeds after the exercise of the over-allotment option	Balance unutilised as at 1 January 2024	during the six months ended 30 June 2024	Balance	
				unutilised as at 30 June 2024	
招股章程	超額配股	於	二零二四年	於	
中首次公開	超額配股	二零二四年	六月三十日	二零二四年	
發售所得	權獲行使後	一月一日	止六個月期間	六月三十日	
款項淨額	所得款項淨額	未動用餘額	已動用金額	未動用餘額	
Approximately in HK\$ million	Approximately in HK\$ million	Approximately in HK\$ million	Approximately in HK\$ million	Approximately in HK\$ million	
約百萬港元	約百萬港元	約百萬港元	約百萬港元	約百萬港元	
Intensify the internet marketing campaigns and online advertisements	用於通過加強互聯網營銷活動及網上廣告	15.7	10.4	–	–
Upgrade the hardware and network infrastructure	用作硬件及網絡基礎設施的升級	15.7	10.4	–	–
Software and research and development activities	用於軟件及研發工作	11.8	7.8	–	–
Source mobile top-up credits	用於採購手機話費充值金額	15.7	10.4	–	–
Potential acquisitions of businesses and assets that are complementary to our business and operations, such as online services and other internet related businesses, or forming strategic alliance with value chain partners	用於進行可與我們的業務及經營形成互補的業務及資產（如在線服務及其他互聯網相關業務）或與價值鏈夥伴建立策略聯盟的業務及資產的潛在收購	11.8	7.8	7.8	3.0
General working capital and other general corporate purposes	一般營運資金及其他一般企業用途	8.0	5.2	–	–
Total	總額	78.7	52.0	7.8	4.8

As at 30 June 2024, the unutilised amount of the net proceeds was approximately HK\$4.8 million in which the intended use was related to the potential acquisitions of businesses and assets that are complementary to the Group's business and operations, or forming strategic alliance with value chain partners. The Group expected to fully utilize such proceeds in 2024.

於二零二四年六月三十日，所得款項淨額未動用金額約為4.8百萬港元，其中擬定用途有關與本集團業務及經營相互補足業務及資產的潛在收購，或與價值鏈夥伴建立策略聯盟。本集團預期於二零二四年全數動用該所得款項。

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

			Six months ended 30 June 截至六月三十日止六個月	
			2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
		NOTES 附註		
Revenue	收益	4	61,312	30,799
Less: Tax surcharge	減：附加稅		(1,309)	(213)
Cost of revenue	收益成本		(11,873)	(6,065)
Gross profit	毛利		48,130	24,521
Other income and expenses	其他收入及開支		7,645	3,074
Distribution and selling expenses	分銷及銷售開支		(6,586)	(4,568)
Administrative expenses	行政開支		(13,735)	(15,628)
Research and development expenses	研發開支		(5,333)	(3,743)
Finance costs	財務成本	5	(1,224)	(1,720)
Profit before income tax	除所得稅前溢利	6	28,897	1,936
Income tax expense	所得稅開支	7	(8,076)	(1,065)
Profit and total comprehensive income for the period	本期內溢利及全面收益總額		20,821	871
Profit/(loss) and total comprehensive income/(expenses) for the period attributable to:	以下人士應佔期內溢利／(虧損)及全面收益／(開支)總額：			
Owners of the Company	本公司擁有人		21,315	871
Non-controlling interests	非控股權益		(494)	—
Earnings per share	每股盈利	9	20,821	871
— Basic and diluted (RMB cents)	— 基本及攤薄（人民幣分）		5.14	0.21

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2024
於二零二四年六月三十日

			As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
	NOTES 附註			
Non-current assets		非流動資產		
Property, plant and equipment	10	物業、廠房及設備	3,833	3,654
Right-of-use assets	10	使用權資產	1,354	1,696
Rental deposits		租賃按金	155	155
Trade receivables	12	貿易應收款項	1,712	2,933
Deferred tax assets		遞延稅項資產	284	80
			7,338	8,518
Current assets		流動資產		
Inventories		存貨	18,047	12,566
Trade receivables	12	貿易應收款項	292,661	179,453
Prepayments, deposits and other receivables		預付款項、按金及其他應收款項	109,349	122,214
Cash and cash equivalents		現金及現金等價物	63,611	89,782
			483,668	404,015
Current liabilities		流動負債		
Trade payables	13	貿易應付款項	32,654	25,173
Other payables and accruals		其他應付款項及應計費用	54,498	62,826
Tax liabilities		稅項負債	2,048	3,712
Lease liabilities		租賃負債	627	723
Borrowings	14	借款	90,520	30,000
			180,347	122,434
Net current assets		流動資產淨值	303,321	281,581
Total assets less current liabilities		總資產減流動負債	310,659	290,099

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2024

於二零二四年六月三十日

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
		NOTES 附註	
Non-current liabilities	非流動負債		
Lease liabilities	租賃負債		8631,124
Deferred tax liabilities	遞延稅項負債	11	9,6739,673
			10,53610,797
Net assets	資產淨值		300,123279,302
Capital and reserves	資本及儲備		
Share capital	股本	15	27,22127,221
Reserves	儲備		273,396252,081
Total equity attributable to owners of the Company	本公司擁有人應佔權益總額		300,617279,302
Non-controlling interests	非控股權益		(494)–
Total equity	總權益		300,123279,302

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

		Attributable to owners of the Company					Non-	
		本公司擁有人應佔					controlling	
		Share capital	Share premium	Capital reserve	Statutory reserves	Retained earnings	Sub-total	interests
		股本	股份溢價	資本儲備	法定儲備	保留盈利	小計	非控股權益
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2023 (audited)	於二零二三年一月一日 (經審核)	27,221	38,037	46,510	10,340	140,841	262,949	–
Profit and total comprehensive income for the period (unaudited)	期內溢利及全面收益總額 (未經審核)	–	–	–	–	871	871	–
At 30 June 2023 (unaudited)	於二零二三年六月三十日 (未經審核)	27,221	38,037	46,510	10,340	141,712	263,820	–
At 1 January 2024 (audited)	於二零二四年一月一日 (經審核)	27,221	38,037	46,510	11,567	155,967	279,302	–
Profit/(loss) and total comprehensive income/ (expenses) for the period (unaudited)	期內溢利/(虧損)及全面收益/(開支)總額 (未經審核)	–	–	–	–	21,315	21,315	(494)
At 30 June 2024 (unaudited)	於二零二四年六月三十日 (未經審核)	27,221	38,037	46,510	11,567	177,282	300,617	(494)

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

		Six months ended 30 June	
		截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
OPERATING ACTIVITIES	經營活動		
Profit before income tax	除所得稅前溢利	28,897	1,936
Adjustments for:	調整：		
Finance costs	財務成本	1,224	1,720
Depreciation of right-of-use assets	使用權資產折舊	342	418
Depreciation of property, plant and equipment	物業、廠房及設備折舊	747	751
Unrealised net exchange losses	未實現匯兌虧損淨額	99	16
Interest income	利息收入	(181)	(467)
Recognition of impairment loss in respect of trade receivables	就貿易應收款項確認減值虧損	815	—
Operating cash flows before movements in working capital	營運資金變動前經營現金流量	31,943	4,374
Increase in inventories	存貨增加	(5,481)	(8,832)
Increase in trade receivables	貿易應收款項增加	(112,802)	(18,825)
Decrease in prepayments, deposits and other receivables	預付款項、按金及其他應收款項減少	12,865	76,938
Increase in trade payables	貿易應付款項增加	7,481	3,828
Decrease in other payables and accruals	其他應付款項及應計費用減少	(8,328)	(7,546)
Cash (used in)/generated from operations	經營(所用)/所得現金	(74,322)	49,937
Income tax paid	已付所得稅	(9,944)	(1,810)
NET CASH (USED IN)/GENERATED FROM OPERATING ACTIVITIES	經營活動(所用)/所得現金淨額	(84,266)	48,127

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

Six months ended 30 June
截至六月三十日止六個月

2024	2023
二零二四年	二零二三年
RMB'000	RMB'000
人民幣千元	人民幣千元
(unaudited)	(unaudited)
(未經審核)	(未經審核)

INVESTING ACTIVITIES	投資活動		
Withdrawal of structured deposits	提取結構性存款	—	55,000
Placement of structured deposits	存放結構性存款	—	(55,000)
Interest received	所收利息	181	467
Purchase of property, plant and equipment	購買物業、廠房及設備	(926)	(667)
Payment of rental deposits	支付租賃按金	—	(57)
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(745)	(257)
FINANCING ACTIVITIES	融資活動		
New bank borrowings raised	新增銀行借款	844,710	496,893
Repayment of borrowings	償還借款	(784,190)	(546,893)
Interest paid	已付利息	(1,179)	(1,660)
Repayment of interest element of lease liabilities	償還租賃負債的利息部分	(45)	(60)
Repayment of principal element of leases liabilities	償還租賃負債的本金部分	(357)	(429)
NET CASH GENERATED FROM/(USED IN) FINANCING ACTIVITIES	融資活動所得／(所用) 現金淨額	58,939	(52,149)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(26,072)	(4,279)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	89,782	96,217
Effect of foreign exchange rate changes	外匯匯率變動的影響	(99)	(16)
Cash and cash equivalents at the end of the period	期末現金及現金等價物	63,611	91,922

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

1. GENERAL

The Company was incorporated as an exempted company with limited liability in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Company's registered office is located at PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. The address of its principal place of business is 13/F, Building C2, Nanshan iPark, No.1001, Xueyuan Boulevard, Nanshan District, Shenzhen, the People's Republic of China (the “**PRC**”).

The Company is an investment holding company. The principal activity of the Group is engaged in providing mobile top-up service to mobile subscribers in the PRC and providing digital marketing service.

2. BASIS OF PREPARATION

The condensed consolidated financial statements 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 (“**HKICPA**”) as well as the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange.

1. 一般資料

本公司在開曼群島註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司（「**聯交所**」）主板上市。本公司註冊辦事處位於PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands。其主要營業地點地址為中華人民共和國（「**中國**」）深圳市南山區學苑大道1001號南山智園C2棟13樓。

本公司為投資控股公司。本集團從事的主要業務為向中國手機用戶提供手機話費代充服務和提供數字營銷服務業務。

2. 編製基準

簡明綜合財務報表已根據香港會計師公會（「**香港會計師公會**」）頒佈的香港會計準則（「**香港會計準則**」）第34號「中期財務報告」以及聯交所證券上市規則附錄D2的適用披露規定編製。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024
截至二零二四年六月三十日止六個月

2. BASIS OF PREPARATION (Continued)

The mobile top-up service provided by the Group is prohibited and restricted from foreign investment in the PRC pursuant to the applicable PRC laws and regulations. The Group has adopted a series of contracts (the “**Structured Contracts**”) with Shenzhen Niannianka Network Technology Co., Ltd. (“**Shenzhen NNK**”) and its registered shareholders to maintain and exercise the control over the operation of Shenzhen NNK, and to obtain all of its entire economic benefits (the “**VIE Arrangement**”). The Structured Contracts are irrevocable and enabled the Group to:

- exercise effective financial and operational control over Shenzhen NNK;
- exercise equity holders’ voting rights of Shenzhen NNK;
- receive substantially all economic returns generated by Shenzhen NNK in consideration for the business support, technical and consulting services provided by the Group;
- obtain an irrevocable and exclusive right to purchase the entire equity interest in Shenzhen NNK from the registered shareholders; and
- obtain a pledge over the entire equity interest of Shenzhen NNK from the registered shareholders’ as collateral security for all of Shenzhen NNK due to the Group and to secure performance of the registered shareholders’ obligations under the Structured Contracts.

2. 編製基準 (續)

根據適用中國法律及法規，本集團所提供的手機話費充值服務在中國被禁止及限制外商投資。本集團已採納與深圳市年年卡網絡科技有限公司（「**深圳年年卡**」）及其登記股東訂立的一系列合約（「**結構性合約**」），以維持及行使對深圳年年卡經營業務的控制權，並獲得其全部經濟利益（「**可變利益實體安排**」）。結構性合約不可撤銷，並使本集團：

- 行使對深圳年年卡的有效財政及經營控制權；
- 行使深圳年年卡股權持有人的投票權；
- 獲得深圳年年卡產生的絕大部分經濟回報，作為對本集團所提供業務支援、技術及諮詢服務的報酬；
- 獲得自登記股東購買深圳年年卡全部股權的不可撤銷獨家權利；及
- 獲得登記股東對深圳年年卡全部股權的抵押，作為深圳年年卡應付本集團所有款項的抵押品，並確保登記股東會履行於結構性合約下的責任。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

2. BASIS OF PREPARATION (Continued)

The Company does not have any equity interest in Shenzhen NNK. However, as a result of the Structured Contracts, the Company has power over Shenzhen NNK, has rights to variable returns from its involvement with Shenzhen NNK and has the ability to affect those returns through its power over Shenzhen NNK and therefore is considered to have control over Shenzhen NNK. Consequently, the Company regards Shenzhen NNK as an indirect wholly-owned subsidiary and consolidated the financial position and results of Shenzhen NNK in the condensed consolidated financial statements of the Group during both periods.

The preparation of the condensed consolidated financial statements in conformity with HKAS 34 requires the management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. In preparing the condensed consolidated financial statements, the significant judgement made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2023.

The condensed consolidated financial statements include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since 31 December 2023. The condensed consolidated financial statements do not include all of the information required for full set of financial statements prepared in accordance with the Hong Kong Financial Reporting Standards ("HKFRSs") and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2023.

The condensed consolidated financial statements have been prepared on the historical cost basis.

2. 編製基準 (續)

本公司並無擁有深圳年年的任何股權。然而，由於結構性合約，本公司可對深圳年年卡行使權力，有權通過參與深圳年年的業務而獲得可變回報，並有能力透過其可對深圳年年卡行使的權力影響該等回報，故被視為對深圳年年卡擁有控制權。因此，本公司將深圳年年卡視為間接全資附屬公司，並將深圳年年的財務狀況及業績合併入本集團於兩個期間內的簡明綜合財務報表。

編製符合香港會計準則第34號的簡明綜合財務報表需要管理層作出可影響會計政策應用以及按年初至今的資產及負債、收入及開支的呈報金額的判斷、估計及假設。實際業績或有別於該等估計。於編製簡明綜合財務報表時，管理層在應用本集團會計政策時作出的重大判斷及估計不確定性的主要來源，與截至二零二三年十二月三十一日止年度的綜合財務報表所應用者相同。

簡明綜合財務報表包含對理解自二零二三年十二月三十一日以來本集團財務狀況及表現的變動而言屬重大的事件及交易的解釋。簡明綜合財務報表並未包含根據香港財務報告準則（「香港財務報告準則」）編製的全份財務報表所需的所有資料，並應與本集團截至二零二三年十二月三十一日止年度的年度財務報表一併閱讀。

簡明綜合財務報表已按歷史成本法編製。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

2. BASIS OF PREPARATION (Continued)

The condensed consolidated financial statements are presented in Renminbi ("RMB"), which is the same as the functional currency of the Company and its subsidiaries.

All values are rounded to the nearest thousand except when otherwise indicated.

The condensed consolidated financial statements are unaudited but has been reviewed by the Company's audit committee.

3. APPLICATION OF NEW OR AMENDMENTS TO HKFRSs

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those presented in the Group's annual financial statements for the year ended 31 December 2023, except for the following changes in accounting policies resulting from the application of the new or amendments to HKFRSs effective for the accounting periods beginning on or after 1 January 2024:

Amendments to HKAS 1
香港會計準則第1號(修訂本)

Amendments to HKAS 1
香港會計準則第1號(修訂本)

Amendments to HKFRS 16
香港財務報告準則第16號(修訂本)

Amendments to HKAS 7
香港會計準則第7號(修訂本)

Hong Kong Interpretation 5 (Revised)

香港詮釋第5號(經修訂)

Classification of Liabilities as Current or Non-current
將負債分類為流動或非流動

Non-current liabilities with covenants
附帶契諾的非流動負債

Lease Liability in a Sale and Leaseback
售後回租中的租賃負債

Supplier finance arrangements
供應商融資安排

Presentation of Financial Statements – Classification by the Borrower of a Term Loan that
Contains a Repayment on Demand Clause

財務報表的呈列 – 借款人對載有按要求償還條款的定期貸款的分類

The application of the new or amendments to HKFRSs and interpretation in the current interim period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in the condensed consolidated financial statements.

2. 編製基準(續)

簡明綜合財務報表以人民幣(「人民幣」)呈列，與本公司及其附屬公司的功能貨幣相同。

除另有指明外，所有數值均約整至最接近的千位數。

簡明綜合財務報表未經審核，但已經本公司審核委員會審閱。

3. 應用新訂或經修訂香港財務報告準則

除了以下因應用以下自二零二四年一月一日或之後會計期間生效的新訂或經修訂香港財務報告準則而產生的會計政策變動外，截至二零二四年六月三十日止六個月簡明綜合財務報表所採用的會計政策及計算方法與本集團截至二零二三年十二月三十一日止年度的年度財務報表所呈列者相同：

於本期間應用新訂或經修訂香港財務報告準則及詮釋對本集團於本期間及過往期間的財務狀況及表現及／或該等簡明綜合財務報表所載披露並無造成重大影響。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024
截至二零二四年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION

Disaggregation of revenue from contracts with customers

4. 收益及分部資料

客戶合約收益分類

		Six months ended 30 June	
		截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Type of service, at the point of time	於具體時間點的服務類別		
Mobile top-up service	手機話費代充服務	52,229	29,085
Mobile data usage top-up service	手機流量代充服務	16	38
Telecommunication equipment business	電信設備業務	169	9
Dealership business	經銷業務	—	341
Digital marketing service	數字營銷服務		
– Commission income for marketing campaign service	— 營銷活動服務佣金收入	7,684	504
– Service income for marketing campaign service	— 營銷活動服務服務收入	475	—
Type of service, over time*	隨著時間的服務類別*		
Digital marketing service –	數字營銷服務 – 直播服務收入		
Service income for live streaming		739	822
		61,312	30,799

* The Group applies the practical expedient in paragraph 21 of HKFRS 15 and does not disclose information about the remaining performance obligations with original expected durations of one year or less.

* 本集團應用香港財務報告準則第15號第21段的實際權宜方法，並無披露有關原預期期限為一年或以下的剩餘履約責任的資料。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

4. REVENUE AND SEGMENT INFORMATION (Continued)

Segment information

HKFRS 8 “Operating Segments” requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the executive directors, being the chief operating decision makers (the “CODMs”), in order to allocate resources to the segments and to assess their performance.

The CODMs review the Group’s financial performance as a whole, which is generated from the provision of mobile top-up service, mobile data usage top-up service and other top-up service by the Group to customers and determined in accordance with the Group’s accounting policies, for performance assessment. Therefore, no separate segment information is prepared by the Group.

Geographical information

All of the Group’s revenue is derived from customers in the PRC and assets are principally located in the PRC. Therefore, no geographical segment information is presented.

Information about major customers

There was no revenue from individual customers of the Group contributing over 10% of the total revenue of the Group during both periods.

5. FINANCE COSTS

4. 收益及分部資料 (續)

分部資料

香港財務報告準則第8號「經營分部」規定須根據執行董事（即主要經營決策者（「主要經營決策者」））定期審閱有關本集團各組成部分的內部報告識別經營分部，以向分部分配資源及評估其表現。

主要經營決策者審閱本集團整體財務表現，其產生自本集團向客戶提供手機話費充值服務、手機流量充值服務及其他充值服務，並按本集團會計政策釐定以作表現評估。因此，本集團並無獨立編製分部資料。

地理資料

本集團所有收益源自中國客戶而資產亦主要位於中國，故並無呈列地理分部資料。

有關主要客戶的資料

於兩個期間，本集團並無來自單一客戶的收益對本集團收益總額貢獻超過10%。

5. 財務成本

		Six months ended 30 June	
		截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Interest on bank overdrafts	銀行透支利息	395	722
Interest on short-term bank borrowings	短期銀行借款利息	784	938
Interest on lease liabilities	租賃負債利息	45	60
		1,224	1,720

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024
截至二零二四年六月三十日止六個月

6. PROFIT BEFORE INCOME TAX

6. 除所得稅前溢利

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Profit before income tax has been arrived at after charging/(crediting):	除所得稅前溢利乃經扣減／(計入) 以下各項後得出：		
Directors' emoluments	董事酬金	2,689	3,152
Salaries and other benefits, excluding those of directors	工資及其他福利(不包括董事)	14,233	10,609
Retirement benefits schemes contributions, excluding those of directors	退休福利計劃供款(不包括董事)	2,390	1,939
Total staff costs	員工成本總額	19,312	15,700
Depreciation of property, plant and equipment	物業、廠房及設備折舊	747	751
Depreciation of right-of-use assets	使用權資產折舊	342	418
Recognition of impairment loss in respect of trade receivables	就貿易應收款項確認減值虧損	815	—
Interest income	利息收入	(181)	(467)
Auditor's remuneration	核數師酬金		
– Non-audit services	— 非審核服務	180	220

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 June 2024

截至二零二四年六月三十日止六個月

7. INCOME TAX EXPENSE

7. 所得稅開支

		Six months ended 30 June	
		截至六月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Current tax:	即期稅項：		
– PRC Enterprise Income Tax ("EIT")	– 中國企業所得稅(「企業所得稅」)		
Under-provision in prior periods	過往期間撥備不足	284	222
Current year provision	本期間	6,996	843
– PRC withholding tax	– 中國預扣稅	1,000	–
		8,280	1,065
Deferred tax:	遞延稅項：		
– EIT	– 企業所得稅	(204)	–
		8,076	1,065

No provision for Hong Kong Profits Tax was made in the condensed consolidated financial statements as no assessable profit was generated in Hong Kong (six months ended 30 June 2023 (unaudited): Nil).

Under the Law of the PRC on Enterprise Income Tax (the "PRC EIT Law") and Implementation Regulations of the PRC EIT Law, the tax rate of the PRC subsidiaries was 25% (six months ended 30 June 2023 (unaudited): 25%).

Certain PRC subsidiaries of the Group, which are small-size and low-profit enterprise under the PRC EIT Law, are entitled to 20% preferential tax rate with effective period from 1 January 2023 to 31 December 2027. The PRC Enterprise Income Tax is calculated at 25% of the estimated taxable profits of the remaining subsidiaries operating in the PRC (six months ended 30 June 2023 (unaudited): 25%).

由於並無於香港產生應課稅溢利，故簡明綜合財務報表中並無就香港利得稅計提撥備(截至二零二三年六月三十日止六個月(未經審核)：無)。

根據中國企業所得稅法(「中國企業所得稅法」)及中國企業所得稅法實施條例，中國附屬公司的稅率為25%(截至二零二三年六月三十日止六個月(未經審核)：25%)。

本集團若干中國附屬公司為中國企業所得稅法下的小型微利企業，享有20%的優惠稅率，生效期自二零二三年一月一日至二零二七年十二月三十一日。中國企業所得稅乃按於中國經營的餘下附屬公司估計應課稅溢利的25%(截至二零二三年六月三十日止六個月(未經審核)：25%)計算。

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8. DIVIDENDS

No dividend was paid, declared or proposed by the Company for the six months ended 30 June 2024, nor has any dividend been proposed since the end of the reporting period (six months ended 30 June 2023 (unaudited): Nil).

9. EARNINGS PER SHARE

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

8. 股息

本公司並無就截至二零二四年六月三十日止六個月派付、宣派或建議股息，自報告期末以來亦無建議派付任何股息（截至二零二三年六月三十日止六個月（未經審核）：無）。

9. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃基於以下數據計算：

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Earnings for the purpose of basic and diluted earnings per share:	就每股基本及攤薄盈利而言的盈利：		
– Profit for the period attributable to owners of the Company	– 本公司擁有人應佔期內溢利	21,315	871

		Number of shares 股份數目	
		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 '000 千股 (unaudited) (未經審核)	2023 二零二三年 '000 千股 (unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	就每股基本及攤薄盈利而言的普通股加權平均數	415,000	415,000

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9. EARNINGS PER SHARE (Continued)

No diluted earnings per share for the six months ended 30 June 2024 was presented as there were no potential ordinary shares in issue (six months ended 30 June 2023 (unaudited): Nil).

10. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

Property, plant and equipment

During the six months ended 30 June 2024, the Group paid approximately RMB926,000 (unaudited) (for the six months ended 30 June 2023 (unaudited): RMB667,000) for the acquisition of leasehold improvement and computer and office equipment.

Right-of-use assets

The Group leases land and buildings in Hong Kong and the PRC for its operations. Lease contracts are entered into for fixed lease terms of 1 year to 5 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

During the six months ended 30 June 2024, the Group did not enter into any additional office premise lease agreement (six months ended 30 June 2023 (unaudited): right-of-use assets and lease liabilities of both RMB511,000).

11. DEFERRED TAXATION

The deferred tax liabilities represented the tax effect of approximately RMB37,120,000 (31 December 2023: RMB37,120,000) management fee to pay by Shenzhen NNK and to receive by Daily Charge Technology (Shenzhen) Co., Ltd ("Daily Charge SZ") in prior years under the VIE Arrangement.

As at 30 June 2024, the Group had unused tax losses of approximately RMB6,395,000 (31 December 2023: RMB4,598,000) available for offset against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams.

9. 每股盈利(續)

由於並無潛在已發行普通股，因此截至二零二四年六月三十日止六個月並無呈報每股攤薄盈利(截至二零二三年六月三十日止六個月(未經審核): 無)。

10. 物業、廠房及設備以及使用權資產

物業、廠房及設備

截至二零二四年六月三十日止六個月，本集團已就購置租賃物業裝修及計算機及辦公設備而支付約人民幣926,000元(未經審核)(截至二零二三年六月三十日止六個月(未經審核): 人民幣667,000元)。

使用權資產

本集團於香港及中國租賃土地及樓宇用於其運營。租賃合約按1年至5年固定期限訂立。租賃條款乃按個別基準協商，包含各類不同條款及條件。

截至二零二四年六月三十日止六個月，本集團無新增辦公室租賃協議(截至二零二三年六月三十日止六個月(未經審核): 使用權資產及租賃負債均為人民幣511,000元)。

11. 遞延稅項

遞延稅項負債指根據可變利益實體安排，就過往年度深圳年年卡應支付及天天充科技(深圳)有限公司(「天天充深圳」)應收取管理費約人民幣37,120,000元(二零二三年十二月三十一日: 人民幣37,120,000元)的稅務影響。

於二零二四年六月三十日，本集團有未動用稅項虧損約人民幣6,395,000元(二零二三年十二月三十一日: 人民幣4,598,000元)可用於抵銷未來溢利。由於未來溢利來源的不可預測性，並無確認遞延稅項資產。

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11. DEFERRED TAXATION (Continued)

Under the PRC EIT Law, withholding tax is imposed on dividends declared in respect of profits earned by PRC subsidiaries from 1 January 2008 onwards. As at 30 June 2024, the aggregate amount of taxable temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognised amounted to approximately RMB303,085,000 (31 December 2023: RMB267,859,000). The Group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not reversed in the foreseeable future.

12. TRADE RECEIVABLES

11. 遞延稅項 (續)

根據中國企業所得稅法，自二零零八年一月一日起，就中國附屬公司所賺取溢利宣派的股息將徵收預扣稅。於二零二四年六月三十日，與附屬公司未分派盈利相關的應課稅暫時差額總額（並無就其確認遞延稅項負債）為約人民幣303,085,000元（二零二三年十二月三十一日：人民幣267,859,000元）。本集團能控制撥回暫時差額的時間，而該等差額可能不會於可預見未來撥回。

12. 貿易應收款項

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables	貿易應收款項		
– Mobile top-up service	– 手機話費代充服務	186,886	132,798
– Telecommunication equipment business	– 電信設備業務	10,735	11,385
– Digital marketing service	– 數字營銷服務	97,886	38,522
Less: allowance of credit losses	減：信用虧損撥備	(1,134)	(319)
		294,373	182,386
Less: amount due for settlement with 12 months shown under current assets	減：流動資產所列十二個月內 到期的結算金額	(292,661)	(179,453)
Amount due for settlement after 12 months shown under non-current assets	非流動資產所列十二個月後 到期的結算金額	1,712	2,933

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12. TRADE RECEIVABLES (Continued)

Certain of the Group's borrowings (Note 14) are secured by trade receivables as stated below:

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables	貿易應收款項	107,006	74,463

Trade receivables primarily represent amounts due from financial institutions for mobile top-up services, where the settlement period is typically within 1 day from the transaction date. Due to strengthened cooperation with major PRC banks for their promotion activities, the Group has granted credit period of 30 to 45 days for those trade receivables based on the invoice date. For certain customer channels, the Group has granted a credit period of approximately 30 to 60 days based on the invoice date. The Group does not hold any collateral over these balances (31 December 2023: Same).

Trade receivables from the telecommunication equipment business primarily represent receivables from telecommunication operators, which are repayable by instalments ranging from 6 months to 36 months (31 December 2023: Same).

Trade receivables from digital marketing services mainly represent receivables from digital marketing events, which the Group usually grants a credit period of no more than 30 days (31 December 2023: Same).

12. 貿易應收款項 (續)

本集團若干借款 (附註14) 以貿易應收款項作抵押，詳情如下：

貿易應收款項主要指就手機話費代充服務應收金融機構款項，該等款項的結算期一般為交易日期起計1日內。由於與主要中國銀行就其推廣活動加深合作，本集團已就該等貿易應收款項按發票日期授予30至45天的信用期。就若干客戶渠道而言，本集團基於發票日期授予約30至60天的信用期。本集團並無就該等結餘持有任何抵押品 (二零二三年十二月三十一日：相同情況)。

來自電信設備業務的貿易應收款項主要指應收電信運營商的款項，該等款項須於六個月至三十六個月內分期償還 (二零二三年十二月三十一日：相同情況)。

來自數字營銷服務的貿易應收款項主要指來自數字營銷活動的應收款項，本集團通常授予不超過30天的信用期 (二零二三年十二月三十一日：相同情況)。

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12. TRADE RECEIVABLES (Continued)

The following is an aged analysis of trade receivables net of allowance for credit loss presented based on the date of service provided and revenue recognised, at the end of each reporting period:

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
0 to 30 days	0至30天	156,181	119,056
31 to 60 days	31至60天	59,277	48,948
Over 60 days	60天以上	78,915	14,382
		294,373	182,386

As at 30 June 2024, the Group's trade receivables balance included overdue amounts from the mobile top-up and digital marketing business, with an aggregate carrying amount of approximately RMB40,608,000 (31 December 2023: RMB1,666,000).

Based on the Group's assessment of historical credit loss experience related to these receivables, including all available forward-looking information and expected settlements, the Group does not consider default has occurred despite the contractual payments are overdue more than 90 days due to these customers are mainly reputable banks with strong financial positions. However, the Group would have provided in full for trade receivables overdue more than 180 days because based on historical experience, such receivables are generally not recoverable, unless the Group has reasonable and supportable information that demonstrates otherwise.

During the six months ended 30 June 2024, the Group made an impairment provision of approximately RMB815,000 (six months ended 30 June 2023 (unaudited): Nil).

12. 貿易應收款項 (續)

下列為於各報告期末根據所提供服務日期及經確認收益呈列的貿易應收款項 (扣除信貸虧損撥備) 的賬齡分析：

於二零二四年六月三十日，本集團的貿易應收款項結餘中，包含已逾期的手機話費代充及數字營銷業務金額，賬面值總額為約人民幣40,608,000元 (二零二三年十二月三十一日：人民幣1,666,000元)。

基於本集團對有關該等應收款項過往信用虧損經驗的評估，包括所有可得的前瞻性資料及預期結算，儘管合約付款逾期超過90天，但本集團認為並無發生違約，乃由於該等客戶主要為財務狀況穩健且信譽良好的銀行。然而，根據過往經驗，本集團本應就逾期超過180天的貿易應收款項作出全額撥備，因該等應收款項一般不可收回，除非本集團擁有合理並具理據支持的資料顯示情況並非如此。

截至二零二四年六月三十日止六個月，本集團計提減值撥備約人民幣815,000元 (截至二零二三年六月三十日止六個月 (未經審核)：無)。

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13. TRADE PAYABLES

The Group is normally granted credit terms of about 90 days. The Group has financial risk management policies in place to ensure that all payables are within the credit timeframe.

The following is an aged analysis of trade payables presented based on the date of service mainly provided by the PRC telecommunication companies to the mobile subscribers, at the end of each reporting period:

13. 貿易應付款項

本集團通常獲授約90天的信用期。本集團已制定財務風險管理政策，以確保所有應付款項均在信用期限內。

以下為於各報告期末按主要由中國電信公司向手機用戶提供服務日期呈列的貿易應付款項的賬齡分析：

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
0 to 90 days	0至90天	28,081	19,934
91 to 180 days	91至180天	213	805
181 to 360 days	181至360天	425	208
Over 1 year	超過一年	3,935	4,226
		32,654	25,173

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14. BORROWINGS

14. 借款

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
Short-term bank borrowings	短期銀行借款	40,000	30,000
Bank overdrafts	銀行透支	50,520	—
		90,520	30,000
Representing:			
Unsecured, fixed interest rates ranging from 4.4% to 4.5% per annum and repayable within one year		20,000	—
Secured, fixed interest rates ranging from 3.7% to 4.6% (31 December 2023: fixed interest at 4.0%) per annum and repayable within one year		70,520	30,000
		90,520	30,000

As at 30 June 2024, bank borrowings with amounts of approximately RMB70,520,000 (31 December 2023: RMB30,000,000) were secured by certain of the Group's trade receivables (Note 12) and guarantees from related parties (Note 16(c)).

於二零二四年六月三十日，銀行借款約人民幣70,520,000元（二零二三年十二月三十一日：人民幣30,000,000元）以本集團的若干貿易應收款項（附註12）及關聯方擔保作抵押（附註16(c)）。

As at 30 June 2024, the bank overdrafts facilities in aggregate of approximately RMB110,000,000 (2023: RMB70,000,000) were granted to the Group. As at 30 June 2024, the Group had undrawn bank overdrafts of approximately RMB59,480,000 (31 December 2023: RMB70,000,000).

於二零二四年六月三十日，本集團獲授銀行透支融資合共約人民幣110,000,000元（二零二三年：人民幣70,000,000元）。於二零二四年六月三十日，本集團未提取銀行透支約為人民幣59,480,000元（二零二三年十二月三十一日：人民幣70,000,000元）。

The Group is required to comply with certain restrictive covenants. The Group has complied with these covenants throughout the reporting period (31 December 2023: Same).

本集團須遵守若干限制性契諾。本集團於報告期內一直遵守該等契諾（二零二三年十二月三十一日：相同情況）。

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15. SHARE CAPITAL

Details of authorised and issued capital of the Company are as follow:

		Number of authorised shares 法定股份 數目	Number of issued shares 已發行股份 數目	Issued and fully paid share capital 已發行及繳足股本	
				US\$ 美元	RMB 人民幣元
At 1 January 2023, 31 December 2023, 1 January 2024 and 30 June 2024	於二零二三年一月一日、 二零二三年十二月三十一日、 二零二四年一月一日及 二零二四年六月三十日				
– Ordinary shares of US\$0.01 each	— 普通股每股面值0.01美元	2,000,000,000	415,000,000	4,150,000	271,221,000

15. 股本

有關本公司法定及已發行股本的詳情載列如下：

16. RELATED PARTY DISCLOSURES

(a) The Group entered into the following transactions with the related party:

Name of related party 關聯方名稱	Name of transaction 交易名稱	Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Yinsheng Communication Company Limited ("Yinsheng Communication") 銀盛通信有限公司 (「銀盛通信」)	Purchase of mobile top-up credits 購買手機話費充值金額	1,029,876	454,619

Note: Yinsheng Communication is controlled by Mr. Lin Chong Cheng, the sibling of Ms. Lam Ching Wan, a substantial shareholder of the Company, it became a connected person of the Company under the Listing Rules from 26 October 2021. The transactions disclosed represent purchase of mobile top-up credits by the Group from 1 January 2024 to 30 June 2024 (six months ended 30 June 2023 (unaudited): Same). Such amounts accounted for approximately 15% (six months ended 30 June 2023 (unaudited): 6%) to the total gross purchase amount for the period ended 30 June 2024.

附註：銀盛通信由林重成先生（林靜云女士的兄長）所控制，而林靜云女士是本公司的主要股東，彼於二零二一年十月二十六日根據上市規則成為本公司的關連人士。所披露的交易指本集團於二零二四年一月一日至二零二四年六月三十日購買手機話費充值金額（截至二零二三年六月三十日止六個月（未經審核）：相同情況）。該等金額佔截至二零二四年六月三十日止期間總購買金額約15%（截至二零二三年六月三十日止六個月（未經審核）：6%）。

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16. RELATED PARTY DISCLOSURES (Continued)

(b) Compensation of key management personnel

The remuneration of key management personnel which represents the directors of the Company and key executives of the Group during the period were as follows:

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		RMB'000 人民幣千元	RMB'000 人民幣千元
		(unaudited) (未經審核)	(unaudited) (未經審核)
Salaries and other short term benefits	薪金及其他短期福利	3,395	3,749
Retirement benefit schemes contributions	退休福利計劃供款	193	181
		3,588	3,930

The remuneration of directors and key executives is determined having regard to the performance of individuals and market trends.

(c) Guarantee

As at 30 June 2024, the Group's bank borrowing facilities were amounted to approximately RMB235,000,000 (31 December 2023: RMB200,000,000). The Group's unsecured bank borrowing facilities of RMB75,000,000 (31 December 2023: RMB55,000,000) were guaranteed by Shenzhen NNK, Daily Charge SZ, a substantial shareholder of the Company, Yinsheng Communication and its one of the shareholder and legal representative. The remaining of approximately RMB160,000,000 (31 December 2023: RMB145,000,000), were guaranteed by the Company, Shenzhen Haimeng Investment Company Limited, Daily Charge SZ, a substantial shareholder of the Company, Yinsheng Communication and its one of the shareholder and legal representative.

16. 關聯方披露 (續)

(b) 主要管理人員的酬金

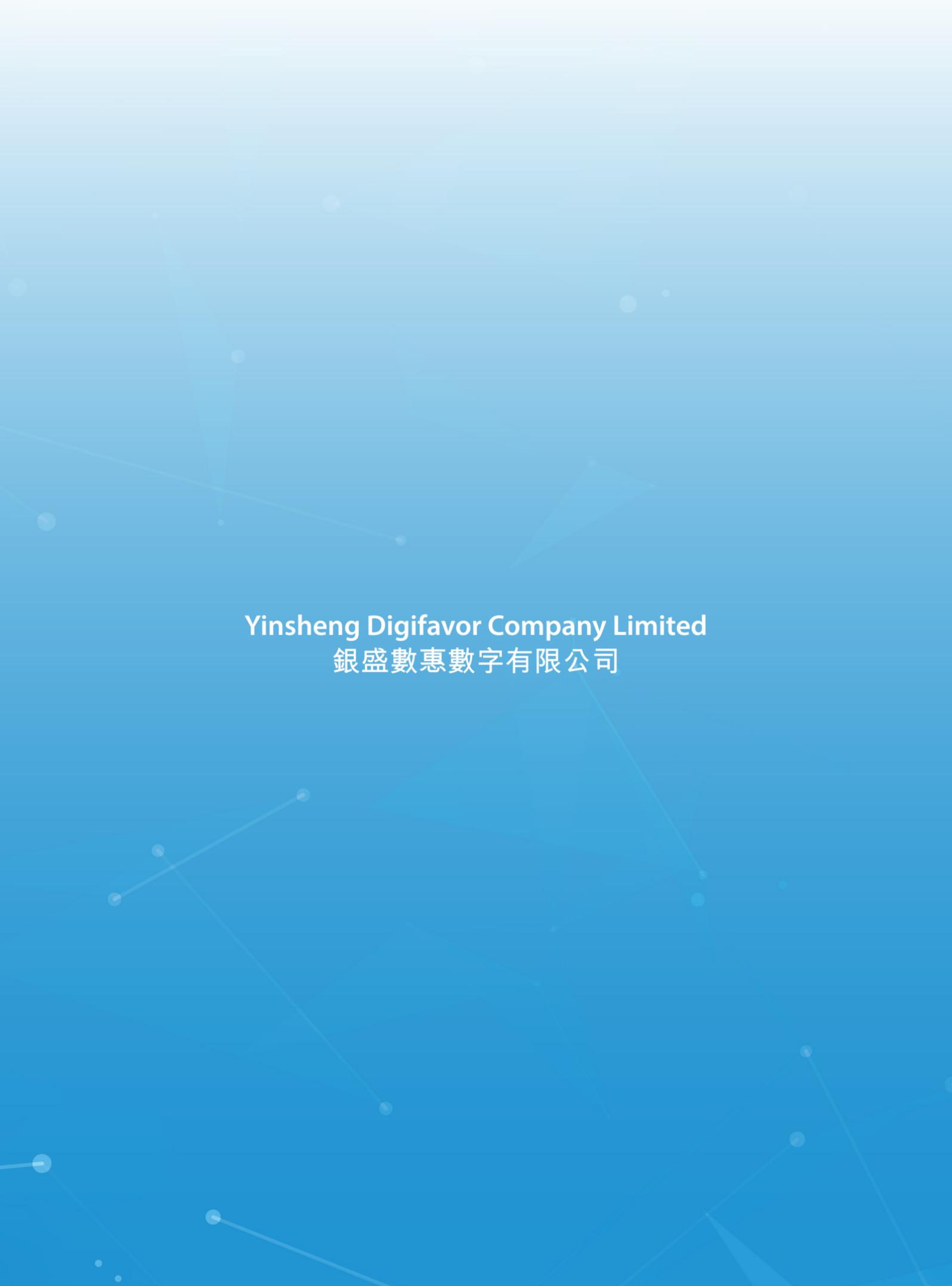
期內，主要管理人員（指本公司董事及本集團主要行政人員）的酬金如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年	2023 二零二三年
		RMB'000 人民幣千元	RMB'000 人民幣千元
		(unaudited) (未經審核)	(unaudited) (未經審核)
Salaries and other short term benefits	薪金及其他短期福利	3,395	3,749
Retirement benefit schemes contributions	退休福利計劃供款	193	181
		3,588	3,930

董事及主要行政人員的酬金乃參考個人表現及市場趨勢釐定。

(c) 擔保

於二零二四年六月三十日，本集團的銀行借款融資額度約為人民幣235,000,000元（二零二三年十二月三十一日：人民幣200,000,000元）。本集團無抵押銀行借款融資額度人民幣75,000,000元（二零二三年十二月三十一日：人民幣55,000,000元）由深圳年年卡、天天充深圳、本公司一名主要股東、銀盛通信及其中一名股東及法定代表人擔保。餘下額度約為人民幣160,000,000元（二零二三年十二月三十一日：人民幣145,000,000元）由本公司、深圳市海盟投資有限公司、天天充深圳、本公司一名主要股東、銀盛通信及其中一名股東及法定代表人擔保。

The background is a solid blue color with a subtle pattern of light blue geometric shapes, including triangles and lines, and small circles scattered throughout.

Yinsheng Digifavor Company Limited
銀盛數惠數字有限公司