



China Financial International Investments Limited

中國金融國際投資有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 721)

2024

INTERIM REPORT



BOARD OF DIRECTORS

Executive Director

Mr. Du Lin Dong

(Chairman and Chief Executive Officer)

Independent Non-executive Directors

Mr. Lei Zhiwei

Mr. Liu Xiaodong

Mr. Zong Shijian

EXECUTIVE COMMITTEE

Mr. Du Lin Dong *(Chairman)*

AUDIT COMMITTEE

Mr. Zong Shijian *(Chairman)*

Mr. Lei Zhiwei

Mr. Liu Xiaodong

REMUNERATION COMMITTEE

Mr. Lei Zhiwei *(Chairman)*

Mr. Du Lin Dong

Mr. Liu Xiaodong

NOMINATION COMMITTEE

Mr. Lei Zhiwei *(Chairman)*

Mr. Liu Xiaodong

Mr. Zong Shijian

RISK MANAGEMENT COMMITTEE

Mr. Du Lin Dong *(Chairman)*

Mr. Lei Zhiwei

AUTHORISED REPRESENTATIVES

Mr. Du Lin Dong

Mr. Hui Ching Yat

COMPANY SECRETARY

Mr. Wong Tsz Lun (resigned on 24 July 2024)

Mr. Hui Ching Yat (appointed on 24 July 2024)

AUDITORS

CL Partners CPA Limited

Certified Public Accountants

Registered Public Interest Entity Auditor

INVESTMENT MANAGER

China Financial International Investments &
Managements Limited

CUSTODIAN

Bank of Communications Trustee Limited

LEGAL ADVISER

As to Bermuda law

Conyers Dill & Pearman

REGISTERED OFFICE

Clarendon House

2 Church Street

Hamilton

HM 11

Bermuda

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Suite 2001, 20/F, Tower 1

The Gateway

Harbour City, Hong Kong

SHARE REGISTRAR AND TRANSFER OFFICE IN BERMUDA

MUFG Fund Services (Bermuda) Limited

The Belvedere Building

69 Pitts Bay Road

Pembroke HM08

Bermuda

SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Tricor Tengis Limited

17/F, Far East Centre

16 Harcourt Road

Hong Kong

PRINCIPAL BANKER

The Hongkong and Shanghai Banking
Corporation Limited

TRADING CODE ON THE STOCK EXCHANGE OF HONG KONG LIMITED

0721

COMPANY WEBSITE

<http://www.irasia.com/listco/hk/cfi>

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 31 December 2024

		Unaudited	
		Six months ended 31 December	
	Notes	2024 HK\$'000	2023 HK\$'000
Revenue	4	164	123
Other gains or losses		3,677	1,000
Fair value loss on financial assets at fair value through profit or loss ("FVTPL")		1,139	72,082
Administrative expenses		(2,780)	(4,263)
Share of loss from an associate		(126)	(164)
Finance costs	5	(433)	(453)
Profit before tax		1,641	68,325
Income tax expense	6	–	–
Profit for the period		1,641	68,325
OTHER COMPREHENSIVE INCOME			
Item that will not be reclassified to profit or loss:			
– Fair value gain on equity instruments at fair value through other comprehensive income ("FVTOCI")		1,164	9,105
Item that may be reclassified subsequently to profit or loss:			
– Exchange differences on translation from functional currency to presentation currency		(879)	1,832
OTHER COMPREHENSIVE INCOME FOR THE PERIOD		285	10,937
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		1,926	79,262
EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY			
– Basic (HK cents)	9	0.015	0.62

Condensed Consolidated Statement of Financial Position

At 31 December 2024

	Note	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
NON-CURRENT ASSETS			
Property, plant and equipment		–	–
Right-of-use asset		–	–
Interest in an associate		73	199
Financial assets at FVTPL		36,043	36,992
Equity instruments at FVTOCI		29,087	27,923
Deposits		268	268
		65,471	65,382
CURRENT ASSETS			
Prepayments, deposits and other receivables		65,214	104,275
Financial assets at FVTPL		23,112	21,215
Cash and cash equivalents		38,303	19
		126,629	125,509
CURRENT LIABILITIES			
Other payable and accruals		14,047	14,376
Amount due to an associate		310	402
Tax payable		–	–
Borrowing		9,997	9,997
Lease liability		623	602
		24,977	25,377
NET CURRENT ASSETS		101,652	100,132
TOTAL ASSETS LESS CURRENT LIABILITIES		167,123	165,514
NON-CURRENT LIABILITY			
Lease liability		54	371
NET ASSETS		167,069	165,143
EQUITY			
Share capital		109,717	109,717
Reserves		57,352	55,426
TOTAL EQUITY		167,069	165,143
NET ASSET VALUE PER SHARE (HK cents)	10	1.52	1.51

Condensed Consolidated Statement of Changes in Equity

For the six months ended 31 December 2024

	Share capital <i>HK\$'000</i>	Share premium <i>HK\$'000</i>	Contributed surplus <i>HK\$'000</i>	Capital reserve <i>HK\$'000</i>	Financial assets at FVTOCI reserve <i>HK\$'000</i>	Exchange reserve <i>HK\$'000</i>	Accumulated losses <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 1 July 2024 (audited)	109,717	2,067,672	278,979	2,766	(78,321)	650	(2,216,320)	165,143
Profit for the period	-	-	-	-	-	-	1,641	1,641
Other comprehensive income/ (expense) for the period	-	-	-	-	1,164	(879)	-	285
Total comprehensive income/ (expense) for the period	-	-	-	-	1,164	(879)	1,641	1,926
At 31 December 2024 (unaudited)	109,717	2,067,672	278,979	2,766	(77,157)	(229)	(2,214,679)	167,069
At 1 July 2023 (audited)	109,717	2,067,672	278,979	2,766	(86,883)	1,415	(2,244,217)	129,449
Profit for the period	-	-	-	-	-	-	68,325	68,325
Other comprehensive income for the period	-	-	-	-	9,105	1,832	-	10,937
Total comprehensive income for the period	-	-	-	-	9,105	1,832	68,325	79,262
At 31 December 2023 (unaudited)	109,717	2,067,672	278,979	2,766	(77,778)	3,247	(2,175,892)	208,711

Condensed Consolidated Statement of Cash Flows

For the six months ended 31 December 2024

	Unaudited Six months ended 31 December	
	2024 HK\$'000	2023 HK\$'000
Cash flows from operating activities		
Profit before tax	1,641	68,325
Adjustments for:		
Share of loss from an associate	126	164
Dividend income	(164)	(123)
Finance costs	433	453
Reversal of impairment loss of other receivables	–	(1,000)
Fair value change of financial assets at fair value through profit or loss	(1,139)	(72,082)
Operating profit/(loss) before working capital changes	897	(4,263)
Decrease in prepayments, deposits and other receivables	33,424	1,478
(Decrease)/increase in other payables and accruals	(329)	3,319
(Decrease)/increase in an amount due to an associate	(92)	68
Cash generated from operations	33,900	602
Dividend received	13	123
Net cash generated from operating activities	33,913	725
Cash flows from investing activities		
Repayment of prepayments for potential investments	5,600	–
Prepayments for potential investments	–	(79)
Proceeds on disposal of financial assets at FVTPL not held for trading purpose	149	–
Net cash generated from/(used in) investing activities	5,749	(79)
Cash flows from financing activities		
Interest paid	(433)	(453)
Repayment of lease liability	(296)	(276)
Net cash used in financing activities	(729)	(729)
Net increase/(decrease) in cash and cash equivalents	38,933	(83)
Cash and cash equivalents at beginning of the period	19	606
Effect of foreign exchange rate changes	(649)	–
Cash and cash equivalents at the end of period	38,303	523
Analysis of the balances of cash and cash equivalents		
Cash and bank balances	38,303	523

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

1. CORPORATION INFORMATION AND BASIS OF PREPARATION

China Financial International Investments Limited (the “Company”) was incorporated in the Cayman Islands under the Cayman Islands Companies Law as an exempted company with its shares listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). With effect from 9 May 2006, the Company was de-registered from the Cayman Islands under the Cayman Islands Companies Law and re-domiciled in Bermuda under the Companies Act 1981 of Bermuda as an exempted company. The Company’s registered office address is Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda and the Company’s principal place of business is Suite 2001, 20th Floor, Tower 1, The Gateway, Harbour City, Kowloon, Hong Kong.

The Company and its subsidiaries (the “Group”) are principally engaged in investing in listed and unlisted companies established and/or doing business in Hong Kong and the People’s Republic of China (the “PRC”).

The unaudited condensed consolidated financial statements for the six months ended 31 December 2024 have been prepared in accordance with Hong Kong Accounting Standard 34 Interim Financial Reporting (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and with the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

In the preparation of the condensed consolidated financial statements, the directors of the Company have given due and careful consideration to the future liquidity of the Group by continuously monitoring forecast and actual cash flows. For the six months ended 31 December 2024, the Group reported profit for the period of HK\$1,641,000. At 31 December 2024, the Group had cash and cash equivalents of HK\$38,303,000 and net current assets of HK\$101,652,000. Future cash flows from operating activities are dependent on realisation of the listed and unlisted investments. In order to continue funding future capital programmes, the Company may need to obtain additional equity or debt financing, or assess other financing options. The ability to access the required capital to maintain current financial position and cash flows is dependent on a variety of external factors.

The condensed consolidated financial statements have been prepared on a going concern basis as, in the opinion of the directors of the Company, the Group has the ability to obtain debt or equity financing, or other sources of funding for future capital programmes should the need arise.

They have been prepared on the historical cost convention, except for financial assets at FVTPL and financial assets at FVTOCI which have been measured at fair value. These unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest thousand except when otherwise indicated.

The unaudited condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 30 June 2024, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”) Accounting Standards.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The preparation of unaudited condensed consolidated financial statements in compliance with HKAS 34 requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. The significant judgements 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 Group's annual consolidated financial statements for the year ended 30 June 2024. The accounting policies adopted in the unaudited interim condensed consolidated financial statements are consistent with those followed in the Group's annual financial statements for the year ended 30 June 2024, except for the adoption of the following amendments to HKFRS Accounting Standards issued by the HKICPA as disclosed below.

Other than changes in accounting policies resulting from application of new and amendments to HKFRS Accounting Standards, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 31 December 2024 are the same as those presented in the Group's annual consolidated financial statements for the year ended 30 June 2024.

Application of amendments to HKFRS Accounting Standards

In the current interim period, the Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA for the first time, which are mandatorily effective for the annual periods beginning on or after 1 July 2024 for the preparation of the condensed consolidated financial statements:

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

The application of the amendments to HKFRS Accounting Standards 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 these consolidated financial statements.

3. OPERATING SEGMENTS

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purpose of resource allocation and assessment of segment performance focuses on the type and underlying business of the Group's investments.

Specifically, the Group's reportable segments under HKFRS 8 "Operating Segments" are as follows:

1. Micro-loan service – equity investments in investees engaged in micro-loan services
2. Real estate and natural gas – equity investments in investees engaged in real estate and natural gas business
3. Clean energy – equity investment in investees engaged in clean energy industry
4. Others – equity investments in investees engaged in guarantee service and management consultation service and other businesses

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

3. OPERATING SEGMENTS (continued)

	Micro-loan service HK\$'000	Real estate and natural gas HK\$'000	Clean energy HK\$'000	Others HK\$'000	Total HK\$'000
Six months ended 31 December 2024					
Segment revenue	<u>164</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>164</u>
Segment profit/(loss)	<u>164</u>	<u>2,180</u>	<u>(907)</u>	<u>(134)</u>	<u>1,303</u>
Share of loss of an associate					(126)
Reversal of impairment loss of other receivables					3,677
Finance costs					(433)
Central administrative expenses					<u>(2,780)</u>
Profit before tax					<u>1,641</u>
Six months ended 31 December 2023					
Segment revenue	<u>-</u>	<u>-</u>	<u>123</u>	<u>-</u>	<u>123</u>
Segment profit	<u>-</u>	<u>14,827</u>	<u>4,645</u>	<u>52,733</u>	<u>72,205</u>
Share of loss of an associate					(164)
Reversal of impairment loss of other receivables					1,000
Finance costs					(453)
Central administrative expenses					<u>(4,263)</u>
Loss before tax					<u>68,325</u>

Segment profit/(loss) represent the profit earned/(loss from) by each segment without allocation of share of loss of an associate, other income, reversal of impairment loss of other receivables, finance costs and central administrative expenses.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

3. OPERATING SEGMENTS *(continued)*

Segment assets

The following is an analysis of the Group's assets by reportable segment:

	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Micro-loan service	–	–
Real estate and natural gas	36,998	33,508
Clean energy	36,043	66,002
Others	79,053	89,765
	<hr/>	<hr/>
Total segment assets	152,094	189,275
Unallocated assets	40,006	1,616
	<hr/>	<hr/>
Consolidated assets	192,100	190,891
	<hr/> <hr/>	<hr/> <hr/>

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than property, plant and equipment, right-of-use assets, interest in an associate, certain prepayments, deposits and other receivables and cash and cash equivalents; and
- no liabilities are allocated to reportable segments.

4. REVENUE

An analysis of revenue and other income is as follows:

	Unaudited Six months ended 31 December 2024 HK\$'000	2023 HK\$'000
Revenue		
Dividend income from financial assets at FVTPL	164	123
	<hr/> <hr/>	<hr/> <hr/>

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

5. FINANCE COSTS

	Unaudited Six months ended 31 December	
	2024 HK\$'000	2023 HK\$'000
Interest on borrowing	403	403
Interest on lease liability	30	50
	<u>433</u>	<u>453</u>

6. INCOME TAX EXPENSE

	Unaudited Six months ended 31 December	
	2024 HK\$'000	2023 HK\$'000
Current – PRC		
– Provision for the period	–	–
	<u>–</u>	<u>–</u>
Deferred tax – PRC		
– Provision for the period	–	–
	<u>–</u>	<u>–</u>
	<u>–</u>	<u>–</u>

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million.

The directors of the Company considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the interim condensed consolidated financial statements. Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

For the six months ended 31 December 2024, assessable profit of the Group is wholly absorbed by tax losses brought forward for the period (31 December 2023: No provision for Hong Kong Profits Tax has been made in the financial statements as the Group has no assessable profits for the period).

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both periods.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

7. PROFIT FOR THE PERIOD

The Group's profit before tax is arrived at after charging/(crediting):

	Unaudited	
	Six months ended 31 December	
	2024	2023
	HK\$'000	HK\$'000
Custodian fee	77	78
Investment management fees	57	68
Reversal of impairment loss of other receivables	(3,677)	(1,000)
Staff costs, including directors' remuneration:		
– Salaries and other benefits	1,042	2,295
– Contributions to retirement benefit scheme	60	32
	<u> </u>	<u> </u>

8. DIVIDEND

The directors did not recommend the payment of an interim dividend for the six months ended 31 December 2024 (31 December 2023: nil).

9. EARNINGS PER SHARE

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

	Unaudited	
	Six months ended 31 December	
	2024	2023
	HK\$'000	HK\$'000
Profit for the period attributable to owners of the Company for the purpose of basic earnings per share	1,641	68,325
	<u> </u>	<u> </u>

Number of shares

	2024	2023
	'000	'000
Weight average number of ordinary shares for the purpose of basic earnings per share	10,971,634	10,971,634
	<u> </u>	<u> </u>

No diluted earnings per share for both periods were presented as there were no potential ordinary shares in issue for both periods.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

10. INTEREST IN AN ASSOCIATE

	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Cost of investment in an associate	290	290
Share of post-acquisition losses and other comprehensive expense	(217)	(91)
	<u>73</u>	<u>199</u>

Name of associate	Place of incorporation	Principal place of business	Paid up issued capital	Proportion of ownership interest and voting rights held by the Group		Principal activity
				31 December 2024	30 June 2024	
China Financial International Investments & Managements Limited ("CFIIM")	Hong Kong	Hong Kong	HK\$1,000,000	29%	29%	Provision of asset management services

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

11. FINANCIAL ASSETS AT FVTPL

	Notes	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Financial assets mandatorily measured at FVTPL:			
Listed securities held for trading			
– Equity securities listed in Hong Kong	(i)	23,112	21,215
Financial assets classified/designated at FVTPL:			
– Unlisted equity investments	(ii)	36,043	36,992
Total		59,155	58,207
Analysed for reporting purposes as:			
Current assets		23,112	21,215
Non-current assets		36,043	36,992
		59,155	58,207

Notes:

- (i) The fair values of listed securities are determined based on the quoted market prices available on the relevant exchange at the end of the period.

Particular of the major components of the investment portfolio as at 31 December 2024, in terms of the carrying value of the respective individual investment, are as follows:

China City Infrastructure Group Limited (“China City Infrastructure”)

As at 31 December 2024 and 30 June 2024, the Group held 436,079,429 shares in China City Infrastructure, representing approximately 13.94% of the issued share capital of China City Infrastructure. As at 31 December 2024, the market value of the investment in the shares of China City Infrastructure was HK\$23,112,000 (30 June 2024: HK\$20,932,000).

Hidili Industry International Development Limited (“Hidili Industry”)

As at 30 June 2024, the Group held 2,555,000 shares in Hidili Industry, representing approximately 0.06% of the issued share capital of Hidili Industry. Hidili Industry is principally engaged in coal mining and manufacture and sale of clean coal. As at 30 June 2024, the market value of the investment in the shares of Hidili Industry was HK\$283,000. In December 2024, the Group disposed of 2,555,000 Shares in Hidili Industry on market for the aggregated consideration of approximately HK\$149,000.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

11. FINANCIAL ASSETS AT FVTPL (continued)

Notes: (continued)

(ii) At the end of the reporting period, the Group had the following unlisted equity investments:

Name	Notes	Place of incorporation/ registration and business	Group's effective interest			Unaudited	Unaudited	Audited	Audited
			Unaudited 31 December 2024	Audited 30 June 2024	Principal activities	31 December 2024 Fair value HK\$'000	31 December 2024 Cost HK\$'000	30 June 2024 Fair value HK\$'000	30 June 2024 Cost HK\$'000
Micro-loan service:									
Harbin Zhongjinguoxin Microfinance Co. Limited ("Harbin Zhongjinguoxin")	(a)	The PRC	30%	30%	Provision of small loan and financial consultation services	-	36,693	-	36,693
Tianjin Binlian Microfinance Limited ("Tianjin Binlian")	(b)	The PRC	3.3%	3.3%	Provision of small loan and financial consultation services	-	12,271	-	12,271
Nanjing Jiangning MingYangRongTong Agricultural Microfinance Co., Ltd ("Nanjing Jiangning")	(c)	The PRC	30%	30%	Provision of small loan and financial consultation service	-	36,673	-	36,673
Clean energy:									
Henan Tianguan Energy and Biotechnology Company Limited ("Henan Tianguan")	(d)	The PRC	30%	30%	Production and sales of denatured fuel ethanol, sales of acetone, butanol, polyols, production and sales of biodegradable plastics and biodiesel, sales of chemical products, wheat bran flour, feed sales, acetic acid and acetaldehyde production	6,989	230,763	6,808	230,763
Hunan South China New Energy Limited ("South China New Energy")	(e)	The PRC	30%	30%	New energy technology development transfer and consultation, research and development, manufacturing and sales of chemical products, chemical reagents and auxiliaries (excluding hazardous chemicals and precursor chemicals)	-	51,200	-	51,200
Hainan Keyi Huirui Energy and Biotechnology Company Limited ("Keyi Huirui")	(f)	The PRC	30%	30%	Biotechnology energy technology development, transfer and consultation, research and development, manufacturing and sales of biotechnology energy and chemical equipment	-	117,450	-	117,450
Henan Zhongxin Bioenergy Co., Ltd ("Zhongxin Bioenergy")	(g)	The PRC	30%	30%	Production and sales of fuel ethanol and related products	6,945	52,084	9,527	52,084
Henan Zhongxin Petrochemical Oil Trading Limited ("Zhongxin Petrochemical Oil")	(h)	The PRC	30%	30%	Operating refined petroleum products	22,109	52,084	20,657	52,084
Others:									
Xi'an Kairong Financial Service Limited ("Xi'an Kairong")	(i)	The PRC	30%	30%	Provision of financial management services	-	18,724	-	18,724
						36,043		36,992	

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

11. FINANCIAL ASSETS AT FVTPL (*continued*)

Notes: (*continued*)

(ii) At the end of the reporting period, the Group had the following unlisted equity investments: (*continued*)

- (a) On 29 August 2011, the Group invested in a 30% equity interest of Harbin Zhongjinguoxin, a joint venture established in the PRC. Harbin Zhongjinguoxin is principally engaged in the provision of small loan and financial consultation services in Harbin, Heilongjiang Province, the PRC.

On 22 December 2016, the Company entered into a disposal agreement to dispose of all of its equity interest in Harbin Zhongjinguoxin to an independent third party for a cash consideration of RMB25,000,000. A deposit of HK\$2,500,000 was received and still included as receipt in advance in "other payables and accruals" as at 30 June 2024 and 2023. As at 31 December 2024, in the opinion of the Directors of the Company, the disposal transaction has yet been completed after 12 months from the date of the disposal agreement but the transaction still be considered as valid.

- (b) On 13 January 2012, the Group invested in a 10% equity interest of Tianjin Binlian, a joint venture established in the PRC. The Group's equity interest in Tianjin Binlian was reduced to 3.3% on 22 January 2014, as the registered capital of Tianjin Binlian was enlarged by the new registered capital subscribed by its other shareholders on that date. Tianjin Binlian is principally engaged in the provision of small loan and financial consultation services in Tianjin, especially Dongli District, the PRC.
- (c) On 31 August 2012, the Group invested in a 30% equity interest of Nanjing Jiangning, a joint venture established in the PRC. Nanjing Jiangning is principally engaged in the provision of small loan and financial consultation services in Jiangning District, Nanjing, Jiangsu Province, the PRC.
- (d) On 11 May 2018, the Group invested in a 30% equity interest of Henan Tianguan, a joint venture established in the PRC. Henan Tianguan is principally engaged in production and sales of denatured fuel ethanol, sales of acetone, butanol, polyols, production and sales of biodegradable plastic and biodiesel, sales of chemical products, wheat bran flour, feed sales, acetic acid and acetaldehyde production.
- (e) On 23 January 2019, Keyi (Shanghai) Investments Limited ("Keyi (Shanghai)"), a wholly-owned subsidiary of the Company, entered into an agreement with South China New Energy to inject capital contribution of RMB45,000,000 into South China New Energy for acquiring 30% of South China New Energy's equity interest. South China New Energy is engaged in new energy technologies development, transfer and consultation, research and development, manufacturing and sales of chemical products, chemical reagents and auxiliaries (excluding hazardous chemicals and precursor chemicals).
- (f) On 5 September 2019, Keyi and three independent third parties formed Keyi Huirui, which had the registered capital of RMB350,000,000. Keyi injected RMB105,000,000 for its contribution for 30% of Keyi Huirui's equity interest. On 31 October 2023, the registered capital of Keyi Huirui was increased to RMB450,000,000 and Keyi remained as a 30% shareholder.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

11. FINANCIAL ASSETS AT FVTPL (*continued*)

Notes: (*continued*)

- (ii) At the end of the reporting period, the Group had the following unlisted equity investments: (*continued*)
 - (g) On 16 March 2020, the Group invested in a 30% equity interest of Zhongxin Bioenergy, a joint venture established in the PRC. Zhongxin Bioenergy is principally engaged in production and sales of fuel ethanol and related products, the production and supply of electricity and heat, and the research, development and technical services of fuel ethanol and denatured fuel ethanol.
 - (h) On 16 March 2020, the Group invested in a 30% equity interest of Zhongxin Petrochemical Oil, a joint venture established in the PRC. Zhongxin Petrochemical Oil is principally operating refined petroleum products (such as vehicle ethanol gasoline, kerosene, diesel, natural gas) without storage facilities, selling food and chemical products, retail medicine and road cargo transport.
 - (i) On 18 December 2012, the Group invested in a 30% equity interest of Xi'an Kairong, a joint venture established in the PRC. Xi'an Kairong is principally engaged in the provision of financial management services to SMEs in Xi'an Economic Development Zone, Shaanxi Province, the PRC.

The fair values of all the above investments were determined by the directors of the Company with reference to the professional valuation carried out by GW Financial Advisory Services Limited, an independent valuer not connected to the Group.

At the end of the period, the Group held more than 20% of the effective shareholding interest in the above investee companies except Tianjin Binlian. The investments in these companies are not accounted for as associates as the Group had no significant influence over these companies. In accordance with the relevant agreement signed between the Group and these investee companies as well as the other shareholders of the investee companies, the Group does not have the right to participate in its policy-making processes, to appoint directors nor management and to interchange of managerial personnel. Hence, all of these investments are not regarded as associates of the Group and are accounted for as financial assets at FVTPL for the period/year ended 31 December 2024 and 30 June 2024.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

12. EQUITY INSTRUMENTS AT FVTOCI

	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Listed investments:		
– Equity securities listed in Hong Kong (<i>note i</i>)	13,886	12,576
Unlisted investments:		
– Equity securities (<i>note ii</i>)	15,201	15,347
Total	29,087	27,923

Notes:

(i) **Listed equity securities**

The fair values of listed equity securities are determined based on the quoted market prices available on the relevant exchange at the end of the reporting period.

Particulars of the investment as at 31 December 2024, in terms of the carrying value of the listed investment, are as follows:

China City Infrastructure Group Limited (“China City Infrastructure”)

On 21 June 2016, the Company and China City Infrastructure, a company listed on the Stock Exchange, entered into the share subscription agreement to subscribe for 262,000,000 new shares of China City Infrastructure with a one-year lock-up period for a total subscription price of HK\$131,000,000 at HK\$0.50 per share. The transaction was completed on 28 June 2016. At 31 December 2024, the 262,000,000 shares (30 June 2024: 262,000,000 shares) representing approximately 8.4% (30 June 2024: 8.4%) of the entire issued share capital in China City Infrastructure. China City Infrastructure is principally engaged in infrastructure businesses, property investment, property development, hotel business, property management and natural gas in the PRC. As at 31 December 2024, the fair value of the Group's interest in China City Infrastructure was HK\$13,886,000 (30 June 2024: HK\$12,576,000).

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

12. EQUITY INSTRUMENTS AT FVTOCI (continued)

Notes: (continued)

(ii) Unlisted equity investments

As at 31 December 2023, the Group held the following unlisted equity investments:

Name	Notes	Place of incorporation/ registration and business	Group's effective interest		Principal activities	Unaudited	Unaudited	Audited	Audited
			Unaudited	Audited		31 December	31 December	30 June	30 June
			31 December	30 June		2024	2024	2024	2024
			2024	2024		Fair value HK\$'000	Cost HK\$'000	Fair value HK\$'000	Cost HK\$'000
Others:									
Jiangxi Huazhang Hanchen Guarantee Group Limited ("Jiangxi Huazhang")	(a)	The PRC	1.77%	1.77%	Provision of financing guarantees to small and medium enterprises ("SMEs")	15,201	43,150	15,347	43,150
Shenzhen Zhongtounxin Asset Management Company Limited ("Zhongtounxin")	(b)	The PRC	30%	30%	Provision of consultation services on project investments	-	18,350	-	18,350
						15,201		15,347	

- (a) On 13 April 2011, the Group acquired a 30% equity interest of Jiangxi Huazhang, a joint venture established in the PRC. The Group's equity interest in Jiangxi Huazhang became 7.2% on 15 July 2013, then dropped to 2.98% on 19 August 2016 and to 2.06% on 23 September 2021 and further dropped to 1.77% on 21 February 2024, as the registered capital of Jiangxi Huazhang was enlarged by the new registered capital subscribed by its other shareholders on those dates. Jiangxi Huazhang is principally engaged in the provision of financing guarantees to SMEs in the Jiangxi Province, the PRC.
- (b) On 29 April 2011, the Group invested in a 30% equity interest of Zhongtounxin, a joint venture established in the PRC. The first contribution of RMB6,000,000 (equivalent to HK\$7,200,000) was made by the Company in 2011 and the second contribution of RMB9,000,000 (equivalent to HK\$11,150,000) was made on 10 May 2012. Zhongtounxin is principally engaged in the provision of consultation services for project investments in the PRC.

The fair values of all of the above investments were determined by the directors of the Company with reference to the professional valuation carried out by GW Financial Advisory Services Limited, an independent valuer not connected to the Group.

As the end of the reporting period, the Group held more than 20% of the effective shareholding interest in China City Infrastructure and Zhongtounxin. The investments in these companies are not accounted for as associates as the Group had no significant influence over these companies. In accordance with the relevant agreement/declaration signed between the Group and the investee companies as well as the other shareholders of the investee companies, the Group does not have the right to participate in their policy-making processes, to appoint directors nor management and to interchange of managerial personnel. Hence, these investments are not regarded as associates of the Group and are accounted for as equity instruments at FVTOCI for the period/year ended 31 December 2024 and 30 June 2024.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

13. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

		Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
	Notes		
Deposits paid for potential investments	(i)	–	3,677
Rental and utilities deposits		274	274
Prepayment for investments	(ii)	–	29,009
Consideration receivable for disposal of an investment	(iii)	63,853	74,135
Dividend receivables		148	148
Other receivables	(iv)	3,355	3,144
		<hr/>	<hr/>
		67,660	110,387
Less: loss allowance		(2,580)	(6,278)
		<hr/>	<hr/>
		65,050	104,109
Prepayments		433	434
		<hr/>	<hr/>
		65,483	104,543
		<hr/>	<hr/>
Analysed for reporting purposes as:			
Current assets		65,215	104,275
Non-current assets		268	268
		<hr/>	<hr/>
		65,483	104,543
		<hr/>	<hr/>

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

13. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES (continued)

Notes:

(i) Deposits paid for potential investments

	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Mr. Zhang Gui Qing ("Mr. Zhang")	-	3,677
	-	3,677
Less: loss allowance	-	(3,677)
	-	-

During the year ended 30 June 2020, the Company entered into an agreement ("Agreement 1") with an independent third party, Mr. Zhang. Pursuant to Agreement 1, Mr. Zhang is responsible for assisting to seek and recommend potential investments in the PRC to the Company with a term of three years, and the Company agreed to provide the deposit to Mr. Zhang amounted to HK\$10,000,000 during the period as agreed. The deposit is refundable after the period expired and is interest free. During the year ended 30 June 2023, this contract's three-years term expired in October 2022, although Mr. Zhang recommended several investment projects to the Group, no suitable investment project was chosen by the Group. Hence, the Group made a request to Mr. Zhang to refund the deposit in full. During the year ended 30 June 2024 and six months ended 31 December 2024, the Group received repayments of HK\$6,323,000 and HK\$3,677,000, respectively. As a result, a reversal of loss allowance of HK\$3,677,000 (30 June 2024: HK\$6,323,000) has been recognised and included in other gains and losses during the six months ended 31 December 2024.

(ii) During the year ended 30 June 2023, the Group made certain prepayments totaling RMB26,827,000 (equivalent to HK\$29,009,000 (2023: HK\$29,092,000)) intended as capital injection for two unlisted investments. In the opinion of the directors of the Company, such amounts would be recorded as investment costs for unlisted investment included in financial assets at FVTPL once all their existing investors fulfil their capital call and the official capital registration procedure is completed. Subsequently, there was no additional capital injection made from other investors into these entities up to the end of reporting period, and hence the Group retrieved these amounts from the two investees. Such amount have been received by the Group in September 2024.

(iii) During the year ended 30 June 2023, the Group disposed its entire interest of Mengzhou Houyuan for a consideration of RMB9,000,000 (equivalent to HK\$9,670,000 (2023: HK\$9,723,000)) to an independent third party, in which the Group provided one-year credit period to this purchaser. In the opinion of the directors of the Company, the amount of this receivable is expected to be recoverable based on the assessment of the financial background of the purchaser. Such amount has been received by the Group in September 2024.

During the year ended 30 June 2024, the Group disposed its entire interest of Jusheng Light Alloy for a consideration of RMB60,000,000 (equivalent to HK\$64,465,000) to an independent third party. In the opinion of the directors of the Company, the amount of this receivable is expected to be recoverable based on the assessment of the financial background of the purchaser. Such amount has been received by the Group in February 2025.

(iv) Included in the other receivables were interest receivable of approximately HK\$1,144,000 (30 June 2024: HK\$1,144,000) from a bond issued by China City Infrastructure and an advance made to Zhongtounjin of approximately RMB1,350,000 (equivalent to HK\$1,437,000 (30 June 2024: HK\$1,450,000)). The directors are in negotiation with the counterparties for the repayment of the receivables to the Group, however, such amounts have yet been repaid to the Group and the impairment loss of HK\$2,580,000 was recognised as at 31 December 2024.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

14. BORROWING

	Unaudited 31 December 2024 HK\$'000	Audited 30 June 2024 HK\$'000
Bonds (unsecured)	9,997	9,997
The carrying amount of the above borrowing is repayable (based on scheduled repayment dates set out in the loan agreements):		
Within one year	9,997	9,997
Analysed for reporting purposes as:		
Current liabilities	9,997	9,997
Non-current liabilities	–	–
	9,997	9,997

Notes:

- As at 9 April 2020, the Group has entered into an extension agreement for the bond of HK\$5,000,000 (the "Bond 1") to extend the maturity date from 8 July 2020 to 7 July 2021.
- As at 9 April 2020, the Group has entered into an extension agreement for the bond of HK\$5,000,000 (the "Bond 2") to extend the maturity date from 12 November 2020 to 11 November 2021.
- As at 30 June 2021, the Group has entered into an agreement with the bond holder of Bond 1 and Bond 2 (collectively referred to as the "Bond 3") to combine two bonds with the principal amount of HK\$10,000,000 at an interest rate of 7% per annum with maturity date on 30 June 2023, effective from 1 July 2021.
- As 30 June 2023, the Group has entered into a subscription agreement with the bond holder of Bond 3 for a bond with principal amount of HK\$10,000,000 (the "Bond 4") at an interest rate of 8% per annum with maturity date on 30 June 2026, effective from 1 July 2023. The bond holder of Bond 3 agreed with the Company to use Bond 4 to renew the Bond 3 which matured on 30 June 2023.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

15. SHARE CAPITAL OF THE COMPANY

	Unaudited 31 December 2024		Audited 30 June 2024	
	Number of shares '000	HK\$'000	Number of shares '000	HK\$'000
Authorised:				
Ordinary shares of HK\$0.01 each	30,000,000	300,000	30,000,000	300,000
Issued and fully paid:				
Ordinary shares of HK\$0.01 each	10,971,634	109,717	10,971,634	109,717

16. SHARE-BASED PAYMENT TRANSACTIONS

Under the share option scheme adopted by the Company on 15 January 2008 (the "Scheme"), options were granted to certain directors and consultants entitling them to subscribe for shares of the Company under the Scheme. The Scheme was approved and adopted by shareholders of the Company on 15 January 2008 (the "Date of Adoption"), whereby the directors of the Company are authorised, at their discretion, to invite full time employees of the Group, (including executive and non-executive directors of the Company or any of its subsidiaries) and any suppliers, consultants, agents or advisers of the Group, to take up options to subscribe for shares of the Company. The maximum number of shares in respect of which options may be granted under the Scheme, when aggregated with any shares subject to any other schemes, shall not exceed 10% of the issued share capital of the Company on the Date of Adoption.

On 15 December 2017, the Scheme was terminated and the new share option scheme (the "New Scheme") was approved by the Shareholders of the Company at the annual general meeting to replace the Scheme. The New Scheme shall be valid and effective for a period of 10 years ending on 14 December 2027. The exercise price of the options under the New Scheme is determinable by the board of directors, but will be at least the highest of:

- (i) The closing price of the shares on the Stock Exchange (as stated in the Stock Exchange's daily quotation sheets) on the offer date, which must be a business day;
- (ii) The average of the closing prices of the shares on the Stock Exchange (as stated in the Stock Exchange's daily quotation sheets) for the 5 business days immediately preceding the offer date; and
- (iii) The nominal value of the Company's shares on the offer date.

The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

16. SHARE-BASED PAYMENT TRANSACTIONS (continued)

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of grant) in excess of HK\$5,000,000, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options under the New Scheme may be accepted within 21 days from the date of offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

The maximum number of the shares available for issue upon exercise of all share options which may be further granted under the New Scheme is 1,097,163,403 shares, representing 10% of the total number of issued shares of the Company on 15 December 2017.

No share options were granted under the New Scheme for both period/year.

17. RELATED PARTY TRANSACTIONS

During the period, the Group entered into the following transactions with related parties:

	Unaudited	
	Six months ended 31 December	
	2024	2023
	HK\$'000	HK\$'000
Investment management fee paid/payable to CFIM (Note)	57	68

Note:

An investment management agreement (the "Investment Management Agreement") was entered into between the Company and CFIM on 25 April 2014 to renew the appointment of CFIM as the investment manager of the Company for a further period of three years effective from 29 April 2014 to 28 April 2017. Pursuant to the Investment Management Agreement, CFIM is entitled to a management fee which is receivable monthly in arrears at the rate of 0.75% per annum of the aggregate market value of the portfolio managed by CFIM on the last business day of each calendar month.

The Investment Management Agreement expired on 28 April 2017 and a new investment management agreement (the "2nd Investment Management Agreement") was entered into accordingly on 26 April 2017 to renew the appointment of CFIM as the investment manager of the Company for a further period of three years effective from 29 April 2017 to 28 April 2020. Pursuant to the 2nd Investment Management Agreement, CFIM is entitled to a management fee which is receivable monthly in arrears at the rate of 0.75% per annum of the aggregate market value of the portfolio managed by CFIM on the last business day of each calendar month.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

17. RELATED PARTY TRANSACTIONS (continued)

Note: (continued)

The Investment Management Agreement expired on 28 April 2020 and a new investment management agreement (the “3rd Investment Management Agreement”) was entered into accordingly on 27 April 2020 to renew the appointment of CFIM as the investment manager of the Company for a further period of three years effective from 29 April 2020 to 28 April 2023. Pursuant to the 3rd Investment Management Agreement, CFIM is entitled to a management fee which is receivable monthly in arrears at the rate of 0.75% per annum of the aggregate market value of the portfolio managed by CFIM on the last business day of each calendar month.

The Investment Management Agreement expired on 28 April 2023 and a new investment management agreement (the “4th Investment Management Agreement”) was entered into accordingly on 27 April 2023 to renew the appointment of CFIM as the investment manager of the Company for a further period of three years effective from 29 April 2023 to 28 April 2026. Pursuant to the 4th Investment Management Agreement, CFIM is entitled to a management fee which is receivable monthly in arrears at the rate of 0.75% per annum of the aggregate market value of the portfolio managed by CFIM on the last business day of each calendar month.

Investment management fees also constitute continuing connected transactions as defined in Chapter 14A of the Listing Rules. The disclosures required by Chapter 14A of the Listing Rules are disclosed in the report of directors in the annual report.

Compensation of key management personnel

	Unaudited Six months ended 31 December	
	2024 HK\$'000	2023 HK\$'000
Salaries and other benefits	455	1,682
Contributions to retirement benefits scheme	9	9

18. FINANCIAL INSTRUMENTS

Fair value measurements of financial instruments

A number of assets and liabilities included in these unaudited interim condensed consolidated financial statements require measurement at, and/or disclosure of, fair value. The fair value measurement of the Group’s financial and non-financial assets and liabilities utilised 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).

The classification of an item into the above levels is based on the lowest level of the inputs used that has a significant effect on the fair value measurement of the item. Transfers of items between levels are recognised in the period they occur.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Fair value hierarchy at 31 December 2024 (unaudited)

	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
Equity instruments at FVTOCI:				
– Listed equity securities	13,886	–	–	13,886
– Unlisted investments	–	–	15,201	15,201
Financial assets at FVTPL				
– Listed equity securities	23,112	–	–	23,112
– Unlisted equity investments	–	–	36,043	36,043
	<u>36,998</u>	<u>–</u>	<u>51,244</u>	<u>88,242</u>

Fair value hierarchy at 30 June 2024 (audited)

	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
Equity Instruments at FVTOCI:				
– Listed equity securities	12,576	–	–	12,576
– Unlisted investments	–	–	15,347	15,347
Financial assets at FVTPL				
– Listed equity securities	21,215	–	–	21,215
– Unlisted equity investments	–	–	36,992	36,992
	<u>33,791</u>	<u>–</u>	<u>52,339</u>	<u>86,130</u>

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

Below is a summary of significant unobservable inputs to the valuation of financial instruments together with a quantitative sensitivity analysis as at 31 December 2024 and 30 June 2024:

		Valuation	Significant		
	Fair value	technique	unobservable	Range/value	Sensitivity of fair value
			inputs		to the input
Unlisted equity investments classified as financial assets at FVTPL					
Micro-loan service	31 December 2024:	Market comparable companies	Price to book ratio ("PB ratio")	31 December 2024:	The fair value is positively correlated to the PB ratios. Had the PB ratio increased by 5%, the carrying amount would have increased by increased by nil (30 June 2024: nil). Had the PB ratio decreased by 5%, the carrying amount would have decreased by nil (30 June 2024: nil).
	nil			nil (note)	
	30 June 2024:			30 June 2024:	
	nil			nil (note)	
			Discount for lack of marketability ("DLOM")	31 December 2024:	The fair value is negatively correlated to the DLOM. Had the DLOM decreased by 5% as at 31 December 2024, the carrying amount would have increased by nil (30 June 2024: nil). Had the DLOM increased by 5% as at 31 December 2024, the carrying amount would have decreased by nil (30 June 2024: nil).
				nil (note)	
				30 June 2024:	
				nil (note)	

Note: Since the unlisted equity investments reflect a negative valuation, no inputs have been adopted.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

	Fair value	Valuation technique	Significant unobservable inputs	Range/value	Sensitivity of fair value to the input
Unlisted equity investments classified as financial assets at FVTPL					
Others	31 December 2024:	Market comparable companies	PB ratio	31 December 2024:	The fair value is positively correlated to the PB ratios. Had the PB increased by 5%, the carrying amount would have increased by nil (30 June 2024: nil). Had the PB ratios decreased by 5%, the carrying amount would have decreased by nil (30 June 2024: nil).
	nil			nil (note)	
	30 June 2024:	Market comparable companies	PB ratio	30 June 2024:	The fair value is positively correlated to the PB ratios. Had the PB increased by 5%, the carrying amount would have increased by nil (30 June 2024: nil). Had the PB ratios decreased by 5%, the carrying amount would have decreased by nil (30 June 2024: nil).
	nil			nil (note)	
Others	31 December 2024:	Market comparable companies	DLOM	31 December 2024:	The fair value is negatively correlated to the DLOM. Had the DLOM decreased by 5%, the carrying amount would have increased by nil (30 June 2024: nil). Had the DLOM increased by 5%, the carrying amount would have decreased by nil (30 June 2024: nil).
	nil			nil (note)	
	30 June 2024:	Market comparable companies	DLOM	30 June 2024:	The fair value is negatively correlated to the DLOM. Had the DLOM decreased by 5%, the carrying amount would have increased by nil (30 June 2024: nil). Had the DLOM increased by 5%, the carrying amount would have decreased by nil (30 June 2024: nil).
	nil			nil (note)	

Note: Since the unlisted equity investments reflect a negative valuation, no inputs have been adopted.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

	Fair value	Valuation technique	Significant unobservable inputs	Range/value	Sensitivity of fair value to the input
Unlisted equity investments classified as financial assets at FVTPL					
Clean energy	31 December 2024: HK\$36,043,000	Market comparable companies	Ratio of enterprise value over sales ("EV/Sales")	31 December 2024: (ethanol producer: 0.49; ethanol trading: 1.40)	The fair values of companies are determined with reference to multiples of comparable listed companies, using average of the EV/Sales ratio of comparables. The fair value measurement is positively correlated to the EV/Sales ratio. Had the EV/Sales ratio increased by 5%, the carrying value would have increased by HK\$569,000 (30 June 2024: HK\$647,000). Had the EV/Sales ratio decreased by 5%, the carrying amount would have decreased by HK\$569,000 (30 June 2024: HK\$647,000).
	30 June 2024: HK\$36,992,000			30 June 2024: (ethanol producer: 0.56; ethanol trading: 1.00)	
			DLOM	31 December 2024: (ethanol producer: 90%; ethanol trading: 60%) 30 June 2024: (ethanol producer: 90%; ethanol trading: 60%)	The fair values of companies are also determined with reference to DLOM. The fair value measurement is negatively correlated to the DLOM. Had the DLOM decreased by 5%, the carrying amount would have increased by HK\$9,731,000 (30 June 2024: HK\$10,750,000). Had the DLOM increased by 5%, the carrying amount would have decreased by HK\$9,731,000 (30 June 2024: HK\$10,750,000).

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

	Fair value	Valuation technique	Significant unobservable inputs	Range/value	Sensitivity of fair value to the input
Unlisted security classified as equity instrument as FVTOCI					
Others	31 December 2024: HK\$15,201,000	Market comparable companies	PB ratio	31 December 2024: 0.68	The fair value the companies are determined with reference to multiples of comparable listed companies, using average of the PB ratios of comparables.
	30 June 2024: HK\$15,347,000			30 June 2024: 0.70	
					The fair value measurement is positively correlated to the PB ratios. Had the PB ratio increased by 5%, the carrying amount have increased by HK\$683,000 (30 June 2024: HK\$767,000). Had the PB ratio decreased by 5%, the carrying amount would have decreased by HK\$683,000 (30 June 2024: HK\$767,000).
			DLOM	31 December 2024: 70%	The fair value of companies are also determined with reference to DLOM.
				30 June 2024: 70%	The fair value is negatively correlated to DLOM. Had the DLOM decreased by 5%, the carrying amount would have increased by HK\$2,278,000 (30 June 2024: HK\$2,558,000). Had the DLOM increased by 5%, the carrying amount would have decreased by HK\$2,278,000 (30 June 2024: HK\$2,558,000).

There were no transfers between Level 1 and 2 during both period/year.

Notes to the Condensed Consolidated Financial Statements

For the six months ended 31 December 2024

18. FINANCIAL INSTRUMENTS (continued)

Fair value measurements of financial instruments (continued)

Reconciliation of Level 3 fair value measurements

31 December 2024 (Unaudited)

	Financial Assets at FVTPL (unlisted securities) HK\$'000	Equity instruments at FVTOCI HK\$'000	Total HK\$'000
Opening balance	36,992	15,347	52,339
Total losses:			
– in profit or loss	(907)	–	(907)
– in OCI	–	(146)	(146)
– exchange realignment	(42)	–	(146)
Closing balance	36,043	15,201	51,244

30 June 2024 (Audited)

	Financial Assets at FVTPL (unlisted securities) HK\$'000	Equity instruments at FVTOCI HK\$'000	Total HK\$'000
Opening balance	83,448	10,715	94,163
Total losses:			
– in profit or loss	18,549	–	18,549
– in OCI	–	4,632	4,632
– exchange realignment	121	–	121
Disposals	(65,126)	–	(65,126)
Closing balance	36,992	15,347	52,339

19. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements were approved and authorised for issue by the board of directors on 26 March 2025.

Management Discussion and Analysis

BUSINESS REVIEW

The Group is principally engaged in the investments in the listed and unlisted companies established and/or doing business in Hong Kong and the People's Republic of China (the "PRC" or, "China").

The Group recorded a profit of HK\$1,641,000 for the six months ended 31 December 2024 (the "Period"), as compared to a profit of HK\$68,325,000 for the six months ended 31 December 2023 (the "Corresponding Period"). The profit was mainly attributable to the fair value gain of approximately HK\$2,046,000 on listed investments at FVTPL and the fair value loss of approximately HK\$907,000 on unlisted investments at FVTPL.

Listed Investment Review

During the Period, the Group recorded the total profit of HK\$3,356,000 on listed securities business. No dividend income from listed investment was recorded for the six months ended 31 December 2024 and 2023.

As at 31 December 2024, the market value of the listed securities amounted to HK\$36,998,000 (30 June 2024: HK\$33,791,000). All the listed securities were listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Listed Securities Portfolio

Name of listed securities	Nature of business	Number of shares held	Group's effective interest	Market value at 31 December 2024 HK\$'000	Dividend received/receivable during the Period HK\$'000	% to the Group's net assets as at 31 December 2024	Investment cost HK\$'000	Disposal consideration HK\$'000	Realized gain/(loss) HK\$'000
Hidili Industry International Development Limited ("Hidili Industry") (stock code: 1393) (note)	Coal mining and manufacture and sale of clean coal	-	-	-	-	-	8,164	149	8,051
China City Infrastructure Group Limited ("China City Infrastructure") (stock code: 2349)	Infrastructure businesses, property investment, property development, hotel business, property management and natural gas in the PRC	698,079,429	22.32%	36,998	-	19.26%	-	-	-
				<u>36,998</u>	<u>-</u>				

Note: In December 2024, the Company disposed of 2,555,000 shares in Hidili Industry on market for the aggregated consideration of approximately HK\$149,000. Based on the investment cost of approximately HK\$8,164,000, the Company recorded a realized loss of approximately HK\$8,015,000 arising from the said disposals. As at the date of this report, the Company does not hold any securities in Hidili Industry.

Management Discussion and Analysis

BUSINESS REVIEW *(continued)*

Unlisted Investment Review

For the Period, the total profit on the Group's unlisted investment portfolio recorded as HK\$1,053,000 (31 December 2023: HK\$53,431,000). The profit was mainly attributable to the increase in fair value of clean energy companies and warehouse management company. During the Period, dividend income from an unlisted investment, Tianjin Binlian Micro-finance Limited was recorded (31 December 2023: HK\$123,000 from Henan Zhongxin Bioenergy Co., Ltd.

The fair value of the Group's unlisted investments decreased by 2.09% to HK\$51,244,000 (30 June 2024: HK\$52,339,000).

Unlisted Equity Investments

The Company's unlisted equity investments are mainly concentrated on clean energy industry and small loan companies in the PRC.

Since 2018, the Group focuses on clean energy industry and made several investments. Bioenergy is a carbon neutral and renewable energy source that reducing greenhouse gas emissions. Biofuels such as ethanol and biodiesel, are less toxic and are biodegradable. Using biomass can help build resilience in agricultural, timber and food-processing industries. Bioenergy provides a use for their waste streams, can help them reduce their energy costs.

Meanwhile, small loan industry in the PRC is still facing worries of the decreasing interest rate of private lending and the increase of operation risks, resulting in certain small loan companies continue to generate overdue loans and incur losses. In view of the slipping performance of the small loan industry, the Company has plan to exit the investments in small loan industry.

In the foreseeable future, the Company will continuously focus its investment on bioenergy sector and gradually exit past investments in the small loan industry with the aim to maximize value of the shareholders of the Company.

Management Discussion and Analysis

BUSINESS REVIEW (continued)

Unlisted Investment Review (continued)

Unlisted Equity Investments (continued)

Unlisted Equity Investment Portfolio

Name of company	Notes	Location	Group's effective interest	Business nature	Cost HK\$'000	Fair value at 31 December 2024 HK\$'000	% to the Group's net assets as at 31 December 2024
Micro-loan service							
1	Harbin Zhongjinguoxin Microfinance Co., Ltd. ("Harbin Zhongjinguoxin")	(1) Harbin, Heilongjiang Province	30%	Provision of small loan and financial consultation services	36,693	-	-
2	Tianjin Binlian Microfinance Limited	Tianjin	3.3%	Provision of small loan and financial consultation services	12,271	-	-
3	Nanjing Jiangning MingYangRongTong Agricultural Microfinance Co., Ltd.	Nanjing, Jiangsu Province	30%	Provision of small loan and financial consultation service	36,673	-	-
Sub-total:					85,637	-	
Guarantee Service							
4	Jiangxi Huazhang Hanchen Guarantee Group Limited	(2) Nanchang, Jiangxi Province	1.77%	Provision of financing guarantees to small and medium enterprises	43,150	15,201	9.10%
Investment and management consultation service							
5	Shenzhen Zhongtounjinxin Asset Management Company Limited	Shenzhen, Guangdong Province	30%	Provision of consultation services on project investments	18,350	-	-
6	Xi'an Kairong Financial Service Limited	Xi'an, Shaanxi Province	30%	Provision of financial management services	18,724	-	-
Sub-total:					37,074	-	

Management Discussion and Analysis

BUSINESS REVIEW (continued)

Unlisted Investment Review (continued)

Unlisted Equity Investments (continued)

Unlisted Equity Investment Portfolio (continued)

							% to the Group's net assets as at	
Name of company		Notes	Location	Group's effective interest	Business nature	Cost HK\$'000	Fair value at 31 December 2024 HK\$'000	31 December 2024
Clean energy								
7	Henan Tianguan Energy and Biotechnology Company Limited ("Henan Tianguan")	(3)	Henan Province	30%	Production and sales of denatured fuel ethanol, sales of acetone, butanol, polyols, production and sales of biodegradable plastics and biodiesel, sales of chemical products, wheat bran flour, feed sales, acetic acid and acetaldehyde production	230,763	6,989	4.18%
8	Hunan South China New Energy Limited ("South China New Energy")	(4)	Hunan Province	30%	New energy technologies development, transfer and consultation, research and development, manufacturing and sales of chemical products, chemical reagents and auxiliaries (excluding hazardous chemicals and precursor chemicals)	51,200	–	–
9	Hainan Keyi Huirui Bioenergy Technology Company Limited ("Keyi Huirui")	(5)	Hainan Province	30%	Biotechnology energy technology development, transfer and consultation, research and development, manufacturing and sales of biotechnology energy and chemical equipment	117,450	–	–
10	Henan Zhongxin Petrochemical Oil Sales Co., Ltd ("Zhongxin Petrochemical")	(6)	Henan Province	30%	Engage in petrol station operation	52,084	22,109	13.23%
11	Henan Zhongxin Bioenergy Co., Ltd ("Zhongxin Bioenergy")	(6)	Henan Province	30%	Engage in biotechnology and ethanol bio-chemical product development and production of ethanol chemical products	52,084	6,945	4.16%
Sub-total:						503,581	36,043	
Total:						669,442	51,244	

BUSINESS REVIEW (continued)

Unlisted Investment Review (continued)

Unlisted Equity Investments (continued)

Unlisted Equity Investment Portfolio (continued)

Notes:

- (1) On 22 December 2016, the Company entered into a disposal agreement to dispose of all of its equity interest in Harbin Zhongjinguoxin to an independent third party for a cash consideration of RMB25,000,000. A deposit of HK\$2,500,000 has been received which was included in receipt in advance in “other payables and accruals” as at 30 June 2023 and 2022. As at 31 December 2023, in the opinion of the Directors of the Company, this disposal transaction has not been completed after 12 months from the date of the disposal agreement but the transaction still be considered as valid.
- (2) On 13 April 2011, the Group acquired a 30% equity interest of Jiangxi Huazhang, a joint venture establish in the PRC. The Group's equity interest in Jiangxi Huazhang became 7.2% on 15 July 2013 and reduce to 2.98% on 19 August 2016, as Jiangxi Huazhang was enlarged by the new registered capital subscribed by its other shareholders on these dates.
- (3) On 11 May 2018, the Company entered into the joint venture agreement with the joint venture partners in relation to the formation of the Henan Tianguan in Henan province, the PRC. Pursuant to the joint venture agreement, the Company owned 30% of the registered capital of the Henan Tianguan. On 31 July 2018, Henan Tianguan increased the registered capital from RMB300,000,000 to RMB660,000,000 hence Keyi (Shanghai) Investments Limited (“Keyi”) and Joy State Holdings Limited, wholly-owned subsidiaries of the Company, further injected RMB30,000,000 and RMB78,000,000 respectively.
- (4) On 23 January 2019, Keyi invested in a 30% equity interest of South China New Energy with the capital contribution of RMB45,000,000.
- (5) On 5 September 2019, Keyi and three independent third parties formed Keyi Huirui, which had the registered capital of RMB350,000,000. Keyi injected RMB105,000,000 for its contribution for 30% of Keyi Huirui's equity interest. On 31 October 2023, the registered capital of Keyi Huirui was increased to RMB450,000,000 and Keyi remained as a 30% shareholder.
- (6) On 16 March 2020, the Company executed a cooperation agreement with the People's Government of Nanyang of the PRC, Sinopec Marketing Company Limited and South South Asia Pacific Bioenergy Limited, in relation to the formation of two joint venture companies, Zhongxin Petrochemical and Zhongxin Bioenergy. The company acquired 30% equity interest in both companies.

PROSPECT

The Company is expected to continue to focus on China's bioethanol sector with the aim to maximize value for the Shareholders.

As the Group's business is moving forward towards its strategic goals, the Board will carefully assess and minimize potential risks and strive to generate more returns to all shareholders.

Management Discussion and Analysis

LIQUIDITY, FINANCIAL RESOURCES AND GEARING

As at 31 December 2024, the Group had cash and cash equivalents of HK\$38,303,000 (30 June 2024: HK\$523,000). Majority of the cash and bank balances denominated in Hong Kong dollars, United States dollars and Renminbi are placed with banks in Hong Kong and the PRC. The current ratio (calculated as the current assets to the current liabilities) of the Group as at 31 December 2024 was approximately 5.07 times (30 June 2024: 4.95 times), gearing ratio (total liabilities to total assets) of the Group as at 31 December 2024 was approximately 13.03% (30 June 2024: 13.49%).

The Group did not have any bank borrowing as at 31 December 2024 (30 June 2024: Nil). The Group did not have any capital commitments as at 31 December 2024 (30 June 2024: Nil).

INTERIM DIVIDEND

The Board of the Directors does not recommend any payment of interim dividend for the Period (31 December 2023: Nil).

CHARGES ON THE GROUP'S ASSETS

As at 31 December 2024, there were no charges on the Group's assets.

CONTINGENT LIABILITIES

The Group did not have any material contingent liabilities as at 31 December 2024.

CAPITAL STRUCTURE

As at 31 December 2024, the Group's shareholders' equity and total number of shares in issue for the Company stood at HK\$167,069,000 (30 June 2024: HK\$165,143,000) and approximately 10,971,634,030 (30 June 2024: 10,971,634,030), respectively.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES

Hong Kong dollars and Renminbi are the main currencies of the Group to carry out its business transactions. During the Period, transactions in Renminbi were not significant, the Board considers that the Group's exposure to fluctuation in exchange rates was insignificant.

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2024, the Group had 6 employees (including Directors). The total staff cost (including Directors' remuneration) of the Group for the Period was HK\$1,102,000 (31 December 2023: HK\$2,327,000). The remuneration package of the employees is determined by various factors including the employees' experience and performance, the market condition, industry practice and applicable employment law.

DIRECTOR'S AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 31 December 2024, the interests and short positions of the Directors and the chief executive of the Company and their respective associates in the ordinary shares, share options, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "SFO")) which (i) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); (ii) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) were required 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 Listing Rules, were as follows:

Long positions in ordinary shares of the Company

Name of director	Capacity	Number of issued ordinary shares held				Approximate percentage of shareholding in the Company
		Personal interests	Interests of spouse	Corporate interests	Total interests	
Du Lin Dong	Beneficial owner and interests of spouse	173,624,830	34,400,000	–	208,024,830	1.90%

Note: Mr. Du Lin Dong is personally holding 173,624,830 ordinary shares. The 34,400,000 ordinary shares were held by Ms. Liu Zan, who is the spouse of Mr. Du Lin Dong. Under SFO, Mr. Du Lin Dong is deemed to be interested in the ordinary shares in which Ms. Liu Zan is interested in and vice versa.

Save as disclosed above, as at 31 December 2024, none of the Directors nor the chief executive of the Company and their respective associates had or was deemed to have any interests and short positions in the ordinary shares, share options, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which (i) were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); (ii) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

Other Information

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

The register of substantial Shareholders maintained under Section 336 of the SFO shows that as at 31 December 2024, the Company had been notified of the following substantial Shareholders' interests or short positions, being 5% or more of the Company's ordinary shares and underlying shares:

Name of director	Capacity	Notes	Number of issued ordinary shares held			Approximate percentage of shareholding in the Company
			Personal interests	Interests of spouse	Corporate interests	
Gen Xiaoqing	Beneficial owner		1,117,780,000	–	–	10.19%
Jumbo View Holdings Limited	Beneficial owner	(1)	1,016,860,000	–	–	9.27%
Zhang Gui	Interests of controlled corporation	(1)	–	–	1,016,860,000	9.27%
Zhang Zuhao	Beneficial owner		1,000,000,000	–	–	9.11%
Century Golden Resources Investments Co., Ltd	Beneficial owner	(2)	1,000,000,000	–	–	9.11%
Huang Shiyong	Interests of controlled corporation	(2)	–	–	1,000,000,000	9.11%
Huang Tao	Interests of controlled corporation	(2)	–	–	1,000,000,000	9.11%
Li Zebin	Beneficial owner		662,070,000	–	–	6.03%

Notes:

- (1) 70% of the issued share capital of Jumbo View Holdings Limited is owned by Mr. Zhang Gui, and Mr. Zhang Gui is therefore deemed to be interested in the ordinary shares held by Jumbo View Holdings Limited.
- (2) 40% and 50% of the issued share capital of Century Golden Resources Investment Co., Limited is owned by Mr. Huang Shiyong and Mr. Huang Tao, respectively, and Mr. Huang Shiyong and Mr. Huang Tao are therefore deemed to be interested in the ordinary shares held by Century Golden Resources Investment Co., Limited.

Save as disclosed above, as at 31 December 2024, the Company has not been notified by any other persons, not being a Director or chief executive of the Company, who has interests or short positions in the ordinary shares and underlying shares of the Company representing 5% or more of the Company's issued share capital.

SHARE OPTION SCHEME

In light of the requirements of Chapter 17 of the Listing Rules, the Company adopted a share option scheme (the “Scheme”) on 15 December 2017. Under the Scheme, the Directors may grant options to those participants who, in the opinion of the Board, have contributed or may contribute to the development and growth of the Group and any entity in which the Group holds any equity interest. As at 31 December 2024, no any share options were granted, exercised, lapsed, forfeited or outstanding.

DIRECTORS’ RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Period was the Company or any of its subsidiaries or fellow subsidiaries, a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS’ INTERESTS IN TRANSACTION, ARRANGEMENTS AND CONTRACTS

No transactions, arrangements or contracts of significance, to which the Company, or its holding companies, subsidiaries or fellow subsidiaries was a party and in which the Director or the Director’s connected entity had a material interest, whether directly or indirectly, subsisted at the end or at any time during the six months ended 31 December 2024.

DIRECTORS’ INTERESTS IN COMPETING BUSINESS

During the six months ended 31 December 2024, none of the Directors has an interest in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

PURCHASES, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company’s listed securities during the Period.

CORPORATE GOVERNANCE

The Board is responsible for ensuring high standards of corporate governance are maintained and for accounting to Shareholders. During the Period, the Company complied with the Corporate Governance Code (the “CG Code”) as contained in Appendix C1 of the Listing Rules except for the following deviations:

- (a) The code provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. The positions of both chairman and chief executive officer have been held by Mr. Du Lin Dong. Given the Group’s current stage of development, the Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. Mr. Du Lin Dong possesses the essential leadership skills to manage the Board and extensive knowledge in the business of the Group. The Board considers the present structure is more suitable for the Company because it can promote the efficient formulation and implementation of the Company’s strategies.

The Board will continue to monitor and review the Company’s corporate governance practices to ensure compliance with the CG Code.

Other Information

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix C3 to the Listing Rules as its own code of conduct regarding directors' securities transactions. Having made specific enquiry by the Company, all Directors have confirmed that they have fully complied with the Model Code throughout the Period.

AUDIT COMMITTEE

The Company established the audit committee (the "Audit Committee") which comprises three independent non-executive Directors namely, Mr. Zong Shijian (chairman of the audit committee), Mr. Lei Zhiwei and Mr. Liu Xiaodong. The Audit Committee had reviewed with the management the accounting principles and practices adopted by the Group and discussed auditing, risk management system, internal control systems and financial reporting matters including the review of the unaudited interim consolidated financial statements for the Period before recommending them to the Board for approval. The Audit Committee is established with specific terms of references which deal clearly with the committee's authority and duties and is available on the website of the Stock Exchange and the Company.