

# 金邦達 Goldpac

金邦達實嘉控股有限公司  
GOLDPAC GROUP LIMITED

(於香港註冊成立的有限公司)  
(incorporated in Hong Kong with limited liability)  
股份代號 Stock Code : 03315

INTERIM REPORT  
中期報告

# 2020



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# Corporate Information

## 企業資料

### PLACE OF LISTING

The Stock Exchange of Hong Kong Limited (the "Stock Exchange")

### 上市地點

香港聯合交易所有限公司(「聯交所」)

### STOCK CODE

3315

### 股份代號

3315

### EXECUTIVE DIRECTORS

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. LU Runyi

Mr. WU Siqiang

Mr. LING Wai Lim

Ms. LI Yijin

### 執行董事

盧閏霆先生(*主席*)

侯平先生

盧潤怡先生

吳思強先生

盧威廉先生

李易進女士

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. YANG Geng

### 獨立非執行董事

麥永森先生

葉淥女士

楊廣先生

### AUDIT COMMITTEE

Mr. MAK Wing Sum Alvin (*Chairman*)

Ms. YE Lu

Mr. YANG Geng

### 審核委員會

麥永森先生(*主席*)

葉淥女士

楊廣先生

### REMUNERATION COMMITTEE

Ms. YE Lu (*Chairman*)

Mr. LU Run Ting

Mr. MAK Wing Sum Alvin

### 薪酬委員會

葉淥女士(*主席*)

盧閏霆先生

麥永森先生

### NOMINATION COMMITTEE

Mr. LU Run Ting (*Chairman*)

Mr. HOU Ping

Mr. MAK Wing Sum Alvin

Ms. YE Lu

Mr. YANG Geng

### 提名委員會

盧閏霆先生(*主席*)

侯平先生

麥永森先生

葉淥女士

楊廣先生

### LEGAL ADVISOR

Mayer Brown

16th-19th Floors, Prince's Building

10 Chater Road

Central

Hong Kong

### 法律顧問

孖士打律師行

香港

中環

遮打道10號

太子大廈16-19樓

## AUDITOR

PricewaterhouseCoopers  
Certified Public Accountants  
Registered Public Interest Entity Auditor  
22nd Floor, Prince's Building  
Central  
Hong Kong

## COMPANY SECRETARY

Ms. LI Yijin

## AUTHORISED REPRESENTATIVES

Mr. LU Run Ting  
Ms. LI Yijin

## PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited  
Nanyang Commercial Bank Limited  
Bank of China Limited  
Industrial and Commercial Bank of China Limited  
Bank of China Limited Macao Branch  
The Agricultural Bank of China Limited  
China Construction Bank Corporation  
Postal Savings Bank of China

## REGISTERED OFFICE, HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1301, 13th Floor  
Bank of East Asia Harbour View Center  
No. 56 Gloucester Road  
Wanchai  
Hong Kong

## HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East, Hong Kong

## COMPANY WEBSITE

[www.goldpac.com](http://www.goldpac.com)

## INVESTOR RELATION

Email: [goldpac@goldpac.com](mailto:goldpac@goldpac.com)

## 核數師

羅兵咸永道會計師事務所  
執業會計師  
註冊公眾利益實體核數師  
香港  
中環  
太子大廈22樓

## 公司秘書

李易進女士

## 授權代表

盧閏霆先生  
李易進女士

## 主要銀行

中國銀行(香港)有限公司  
南洋商業銀行有限公司  
中國銀行股份有限公司  
中國工商銀行股份有限公司  
中國銀行股份有限公司澳門分行  
中國農業銀行  
中國建設銀行  
中國郵政儲蓄銀行

## 註冊辦事處、總部及 在香港的主要營業地點

香港  
灣仔  
告士打道56號  
東亞銀行港灣中心  
13層1301室

## 香港股份過戶登記處 及股東名冊登記處

卓佳證券登記有限公司  
香港皇后大道東183號  
合和中心54樓

## 公司網址

[www.goldpac.com](http://www.goldpac.com)

## 投資者關係

電郵: [goldpac@goldpac.com](mailto:goldpac@goldpac.com)

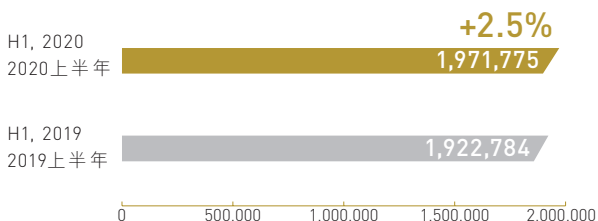
# Performance Highlights

## 業績聚焦

### TOTAL CURRENT ASSETS

#### 流動資產總額

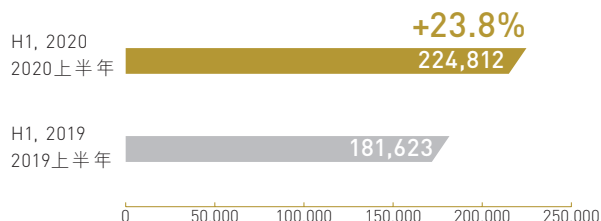
RMB'000  
人民幣千元



### REVENUE OF PLATFORM AND SERVICE SEGMENT

#### 平台及服務業務板塊收入

RMB'000  
人民幣千元



### CONSOLIDATED RESULTS 綜合業績

		Six months ended 30 June 2020 截至2020年 6月30日 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Six months ended 30 June 2019 截至2019年 6月30日 之六個月 RMB'000 人民幣千元 (unaudited) (未經審計)	Change 變化
Revenue	收入	552,453	653,143	-15.4%
Gross Profit	毛利	159,093	186,202	-14.6%
Profit for the Period	期內利潤	81,999	87,244	-6.0%
Total Comprehensive Income for the Period	期內全面收入總額	83,314	83,734	-0.5%
Net Profit Margin	淨利率	14.8%	13.4%	+1.4 PPs +1.4個百分點

### FINANCIAL POSITIONS 財務狀況

		As at 30 June 2020 於2020年6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年12月31日 RMB'000 人民幣千元 (audited) (經審計)	Change 變化
Total Assets	總資產	2,494,545	2,635,228	-5.3%
Total Liabilities	總負債	(533,829)	(630,824)	-15.4%
Net Assets	資產淨值	1,960,716	2,004,404	-2.2%

# Management Discussion and Analysis

## 管理層討論及分析

### OVERVIEW

Since early 2020, the outbreak of Coronavirus disease 2019 (“COVID-19”) pandemic across the world has brought a profound impact on global economic developments. Major financial institutions around the world, which constitute the Group’s main customers, have been affected by COVID-19 pandemic to various extents. However, it has also boosted the demand for online solution services and Artificial Intelligence (“A.I.”) self-service kiosks. The significant industry experiences the Group accumulated over the years, sound disaster preparedness mechanisms established, as well as policy supports from the local government, enabled the Group to maintain its robust operation and production in the first half of 2020. The Group has succeeded in continuously providing its customers with quality products and services in a timely manner, while at the same time maintaining an industry-leading performance level, demonstrating the Group’s strong financial resources, risk management capability, and the strength of ensuring the development of new business steadily.

For the six months ended 30 June 2020 (the “Interim Period”), the Group recorded a revenue of approximately RMB552.5 million, representing a year-on-year decrease of approximately 15.4%, with net profit of approximately RMB82.0 million, representing a year-on-year decrease of approximately 6.0%. Attributable to product portfolio restructuring, improvement on operation management and accelerating digital upgrade, the Group’s gross margin and net profit margin have increased year-on-year by approximately 0.3 percentage point to approximately 28.8% and approximately 1.4 percentage points to approximately 14.8%, respectively.

As at 30 June 2020, the Group’s total assets were approximately RMB2.49 billion, which include current assets of approximately RMB1.97 billion and a total fund of approximately RMB1.39 billion, demonstrating its high degree of liquidity, abundant cash flow and capital reserves, which equipped the Group with solid risk management capability under various situations, and can provide strong support for the Group’s innovative business development and strategic transformation.

Based on the Group’s steady financial position and operating capacity, the Board declared an interim dividend of HK3.0 cents (equivalent to approximately RMB2.7 cents) per ordinary share (for the six months ended 30 June 2019: HK4.0 cents, equivalent to approximately RMB3.6 cents).

### 總體概覽

2020年初，新型冠狀病毒肺炎(以下簡稱「新冠肺炎」)疫情的爆發給全球經濟發展帶來深遠的影響。全球各大金融機構作為本集團主要客戶，均受到了本次新冠肺炎疫情不同程度的衝擊，但也加速了對在線解決方案服務和智能自助設備等的需求。受益於本集團多年來積累的豐富行業經驗、已建立的完善備災機制、以及地方政府的政策扶持，本集團於2020年上半年保持了良好的運營和生產，成功為客戶及時提供了優質的產品和服務，依舊保持了行業領先的業績水平，展現出本集團所具有的雄厚財力、極強的抗風險能力，以及確保新業務穩健發展的實力。

截至2020年6月30日止之六個月(「本中期」)，本集團錄得收入約人民幣552.5百萬元，同比下降約15.4%。實現淨利潤約人民幣82.0百萬元，同比下降約6.0%。通過產品結構調整、加強運營管理和加速數字化轉型升級，本集團銷售毛利率和淨利潤率均獲得同比增長，分別增長約0.3個百分點至約28.8%和約1.4個百分點至約14.8%。

截至2020年6月30日，本集團資產總額約為人民幣24.9億元，其中流動資產約人民幣19.7億元，以及約人民幣13.9億元的資金總額，保持著良好的流動性、充沛的現金流和充裕的資金儲備，使得本集團在各種風險挑戰下具備極強的抗風險能力，為集團創新業務發展和戰略轉型提供了有力保障。

基於本集團穩健的財務狀況和經營能力，董事會宣派中期股息每股普通股港幣3.0仙(折合約人民幣2.7分)(截至2019年6月30日止之六個月：港幣4.0仙，折合約人民幣3.6分)。

## Management Discussion and Analysis 管理層討論及分析

### Acceleration of Group Digital Transformation and Growth of Platform and Service Segment Business

Due to the impact of COVID-19 pandemic, the revenue from embedded software and secure payment products segment decreased approximately 30.5% year-on-year to approximately RMB327.6 million, accounting for approximately 59.3% of the Group's total revenue (approximately 72.2% in the same period in 2019). In this segment, high value-added innovative products continue to strengthen the differentiated competitive advantages of the Group's core businesses and play a significant role in the profitability. At the same time, the Group's platform and service segment maintains a rapid growth, recording a revenue of approximately RMB224.8 million, representing a year-on-year increase of approximately 23.8%, accounting for approximately 40.7% of the Group's total revenue (approximately 27.8% in the same period in 2019).

The need for "contact-free" services due to the impact of COVID-19 pandemic has brought urgent demand for online fintech services. Businesses such as system solutions, A.I. self-service kiosks, data processing and logistics services under the platform and service segment have gained new opportunities for product upgrading and development through digital technology. At the same time, the Group follows the policy guidance by the government and the financial industry, to further improve its online, digital and intelligent fintech related services, accelerate its own digital strategic transformation and industry efficiency, and provide a full range of online services for business process to more financial institutions.

The enterprises' comprehensive capabilities dealing with the crises were tested by COVID-19 pandemic. The Group has responded efficiently and satisfied "the requirements of pandemic prevention and control, orderly resumption of work and production". The Group has also assumed its social responsibility under the pandemic through the realisation of promoting production and stable employment. Furthermore, the Group spread the knowledge of pandemic prevention and control among personnel who have returned to work, so as to strengthen the Group's defense against the disease. The Group will carry out its initial mission in the field of fintech and continue to create value for its customers.

### 集團數字化轉型加速，平台及服務板塊業務持續增長

受新冠肺炎疫情影響，嵌入式軟件及安全支付產品業務板塊錄得收入約人民幣327.6百萬元，同比下降約30.5%，佔總收入的比例下降至約59.3%（2019年度同期約72.2%）。其中，高附加值創新產品持續強化本集團核心業務的差異化競爭優勢，發揮顯著盈利效能。與此同時，本集團平台及服務板塊業務依然保持快速增長，實現收入約人民幣224.8百萬元，同比上升約23.8%，其佔總收入的比例上升至約40.7%（2019年度同期27.8%）。

新冠肺炎疫情之下的「無接觸」服務需求，提升了線上金融科技服務需求的迫切性，平台及服務板塊下的系統解決方案、智能自助設備、數據處理與物流服務等業務借助數字技術獲得了新的產品升級和發展機會。同時，本集團順應政府及金融業的政策導向，進一步做好金融科技相關服務的線上化、數字化和智能化，加快自身數字化戰略轉型和行業效率提升，為更多金融機構提供全方位業務流程線上化服務。

新冠肺炎疫情考驗企業對危機的綜合應對能力。本集團積極應對，做好「疫情防控、有序復工復產要求」，通過實現促生產和穩就業，勇擔抗疫之下的社會責任。通過做好復工人員的疫情防控知識普及，築牢企業自身防線，為本集團堅決打贏疫情防控阻擊戰提供應有的保障。本集團將始終在金融科技領域踐行初心使命，持續地為客戶帶來價值。

### OUTLOOK

Under the influence of COVID-19 pandemic, “contact-free” economic activities have become increasingly popular globally. The Chinese government has proposed a massive economic stimulus plan by accelerating the construction of new infrastructure. Since 2020, in order to effectively curb the spread of COVID-19 pandemic, “contact-free” economic activities are increasingly widely used in China.

Since the beginning of this century, digital transformation has constantly changed the economic structure and industry development mode, and the digital transformation of the financial industry has always been the focus of continuous investment by industry leaders. China’s major and medium-sized banks are also closely following the trend of industry development and continuing to increase investments in fintech. The annual investment scale and its proportion to revenue are still expanding.

With the change of global environment, the Group has conducted a comprehensive review on its strategies in a timely manner, with a focus on the development needs of the digital transformation from core customers, and has put forward the development vision of “Becoming a Trustworthy Provider for Fintech Products and Services”. Three strategic directions, namely “Consolidation of Core Business Advantages”, “Efficient Expansion of Fintech Business Portfolio”, and “Expansion of Overseas Markets”, are formulated with feasible strategic action.

#### 1. Consolidation of Core Business Advantages

Firstly, continuing to enhance the advantages of product differentiation, so as to enhance the competitiveness of the core business market and stabilise product value. To cater for the social and cultural trend of end customers in pursuit of personalisation, the Group has further increased the investment in research and development of personalised products, and has built the capabilities to personalise products in areas of fashion, cultural and creative products, personal customisation products and other aspects, so as to support bank customers to enhance market competitive advantage to attract end customers more efficiently. Through the continuous creation of value for core customers, the Group thereby maintains a leading position in the core business area.

### 未來展望

在新冠肺炎疫情影響下，「無接觸」的經濟活動也日益在全球流行。中國政府通過加速新型基礎設施建設的行動，提出海量規模的經濟刺激計劃。2020年以來，為了有效抑制新冠肺炎疫情傳播，「無接觸」的經濟活動也日益被中國社會所廣泛採用。

數字化浪潮自本世紀初以來正在持續改變經濟結構和行業發展模式，金融業的數字化轉型也一直是行業內的領軍者們持續投入的重點方向。中國各大、中型銀行也緊緊跟隨行業發展潮流，持續加大對金融科技的投入，並且年度投資規模和其佔收入比重還在進一步擴大。

隨著外部環境的變化，本集團適時對企業戰略進行了全面的梳理，聚焦核心客戶的數字化轉型的發展需求，明確提出「成為值得信賴的金融科技產品和服務提供商」的發展願景，以及「鞏固核心業務優勢、高效擴展金融科技業務組合、拓展海外市場版圖」三大戰略方向，並分別制定了切實可行的戰略行動。

#### 1. 鞏固核心業務優勢

首先，持續增強產品差異化優勢，以此提升核心業務市場競爭力並穩固產品價值。迎合末端消費客戶追求個性的社會文化趨勢，本集團進一步加大了個性化產品的研發投入，在時尚化產品、文創化產品、個人定制產品等方面打造個性化產品能力，支撐銀行客戶提升市場競爭優勢以更高效地吸引末端消費客戶。通過持續為核心客戶創造價值，保持本集團在核心業務領域的領先優勢。



## Management Discussion and Analysis 管理層討論及分析

Secondly, enriching the application scenario of core products and broadening the source of value creation. The embedded software and secure payment products meeting the financial security standards have been widely used in banking industry. They can be extended to the application scenarios of consumer-based enterprises and industry management, in order to maximise the value creation potential of core business advantages.

Thirdly, through the continuous digital upgrading of operation, the Group aims to improve the operation efficiency and growth of customer value. Accelerating automation and digitisation upgrading, establishing an efficient internal operation system, building a digital sales and service platform, efficient interaction channels with customers, form the basis to enhance customer stickiness and lay the foundation for enhancing customer value.

### 2. Efficient Expansion of Fintech Business Portfolio

Firstly, enhancing the strength of A.I. self-service kiosks. In view of the development trend of “contact-free” social and economic form, the Group will further increase the investment in scientific and technological research and development, establish a wide collaboration with industry partners, and strives to create multi-scenario A.I. self-service kiosks to specifically meet “contact-free” business demand from banks, government, social security and other industries, so as to achieve the rapid improvement of the strength of A.I. self-service kiosks field.

Secondly, providing digital technology to the bank card business operation. Over the years, the Group has accumulated technical and service strength in the professional fields of security data processing, personalised card customisation system, card issuing system operation, card issuing center operation and so on, which will enable the realisation of more scenarios applications. This allows more diversified and customised service needs during the process of digital operation of bank card business to be met through technology.

Thirdly, establishing efficient and innovative fintech and creating new business resources. Relying on years of experience in serving customers in the finance industry, the Group has formed a range of products and standards. At the same time, the Group will carry out extensive collaboration in the field of fintech ecosystem and jointly develop high-quality fintech products to create a continuous business resources of fintech innovation.

其次，豐富核心產品的應用場景，拓寬價值來源。將銀行業廣泛應用的符合金融級安全標準的嵌入式軟件和安全支付產品延伸到消費型企業應用場景和行業管理應用場景，最大化地挖掘核心業務優勢的價值創造潛力。

再次，通過持續的數字化運營升級，提升本集團運營效率，並夯實客戶價值持續增長的基礎。通過加速自動化、數字化升級改造，建立高效的內部運營體系。同時，搭建數字化的銷售和服務平台，建立與客戶的高效交互渠道，以此為基礎增強客戶粘性，奠定客戶綜合價值持續提升的基礎。

### 2. 高效擴展金融科技業務組合

第一，進一步提升智能終端設備業務的實力。迎合「無接觸」社會經濟形態的發展趨勢，進一步加大相關的科技研發投入，廣泛建立行業生態合作，努力打造多場景下的智能自助服務終端設備產品，針對性匹配銀行、政務、社保等多行業領域的「無接觸」業務辦理場景需求，實現在智能終端設備領域實力的快速提升。

第二、圍繞客戶的銀行卡業務運營提供數字化科技賦能。集團多年來在數據處理、個性化卡片定制系統、發卡系統運營、發卡中心運營等專業領域積累的技術和服務實力，通過科技賦能，將在銀行卡業務數字化運營進程中實現更多的場景應用，並滿足更多元化和定制化的服務需求。

第三、打造高效的金融科技，持續創新業務來源。依托本集團多年來積累的服務金融行業客戶的經驗，形成本集團的產品規範與標準，同時廣泛開展金融科技領域的生態合作，共同開發高質量標準的金融科技產品，形成持續的金融科技創新業務來源。

### 3. Keep up with the Pace of the Global Economic Recovery and Continue to Promote the Expansion of Overseas Markets

In the first half of 2020, the Group's overseas business development has met tough challenges due to global outbreak of COVID-19 pandemic. Revenue from overseas market recorded approximately RMB42.6 million, accounting for approximately 7.7% of the Group's total revenue. The Group will be well prepared to keep up with the pace of global economic recovery and continue to expand its overseas market.

Firstly, the Group will fully utilise digital solutions to expand overseas customers base. By utilising the core business advantage, the Group will establish digital sales and service platform and cooperate with marketing team to acquire more target customers in a wider market area.

Secondly, the Group will strengthen the exportation of leading fintech products to increase the value of each of its customer. At present, China's fintech and product quality have secured a leading position at an international level, and have become the target for financial peers in many markets and regions to emulate. Tapping into the Group's well-established overseas sales channels and leading marketing capabilities, the Group will focus on the needs in digital transformation of overseas bank customers, and extensive business cooperation will enable integrating China's leading fintech products and the cross-selling between bank customers in order to effectively enhance customer value.

Looking ahead to the future, the Group will continue to focus on the digital transformation needs of its customers and fintech business areas with significant scale and potential. Increasing investment in technology research and development and strengthening collaboration in the field of fintech ecosystem will enhance the Group's product capacity and market strength. At the same time, in light of tremendous opportunities in the Guangdong-Hong Kong-Macao Greater Bay Area, the Group will make full use of its geographical advantages, further strengthen its channel capacity for opening up and leverage on the rapid development of financial technology capabilities in Mainland China, to implement its strategic deployment.

### 3. 緊跟全球經濟復甦的節奏，持續推進海外市場版圖拓展

2020年上半年，本集團海外業務發展因全球新冠肺炎疫情遇到較強挑戰，海外收入錄得約為人民幣42.6百萬元，佔本集團總收入佔比約7.7%。本集團將蓄勢待發，緊跟全球經濟復甦的節奏，持續推進海外市場版圖的拓展。

首先，本集團將充分利用數字化手段拓寬海外客戶覆蓋面。基於優勢的核心業務的推廣，建立數字化銷售和服務平台，結合線下營銷團隊的協作，實現對更廣闊市場區域的目標客戶的拓展。

其次，本集團將強化領先的金融科技產品輸出，提升單客戶價值。目前中國的金融科技技術實力和產品質量均已經達到國際領先水平，成為眾多市場區域金融同行學習和追趕的目標。基於暢通的海外市場銷售渠道和領先的市場推廣能力，本集團將圍繞海外銀行客戶數字化轉型中的需求，通過廣泛的業務合作，針對性整合中國領先的金融科技產品，以及銀行客戶進行交叉營銷，有效提升客戶價值貢獻。

展望未來，本集團將持續重點關注客戶的數字化轉型需求，扎根規模和潛力巨大的金融科技業務領域，加大技術研發投入，加強金融科技生態合作，持續提升本集團的產品能力和市場實力。同時，立足於機會無限的粵港澳大灣區，本集團將充分發揮地理區位優勢，進一步加強對外開放互通的渠道能力，借力中國內地金融科技實力的快速發展，以落實本集團的戰略部署。

# Management Discussion and Analysis

## 管理層討論及分析

### SUBSEQUENT EVENTS

Since COVID-19 pandemic outbreak in 2020, a series of precautionary and control measures have been and will continue to be implemented across the Mainland China. The Group has maintained its operations during the outbreak. The Group will pay close attention to the development of COVID-19 pandemic outbreak and evaluate its impact on the financial position and operating results of the Group.

Save as disclosed above, no material events occurred subsequent to 30 June 2020 and up to the date of the Interim Report.

### DIVIDENDS

### 期後事項

在2020年新冠肺炎疫情爆發之後，中國內地已實施並將繼續實施一系列預防及控制措施。本集團於疫情期間維持營運。本集團將密切關注新冠肺炎疫情的發展，並評估其對本集團財務狀況和經營業績的影響。

除上述披露外，自2020年6月30日至本中期報告發佈之日概無重大事件發生。

### 股息

Six months ended 30 June  
截至6月30日止之六個月

2020	2019
2020年	2019年
RMB'000	RMB'000
人民幣千元	人民幣千元
(unaudited)	(unaudited)
(未經審計)	(未經審計)

Dividends	股息		
2019 Final — HK10.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020)	2019年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2020年3月23日宣派）		
[2018 Final — HK10.0 cents per ordinary share based on 833,561,000 shares (declared on 15 March 2019)]	(2018年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股（於2019年3月15日宣派）)	<b>75,938</b>	73,150
2019 Special — HK6.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020)	2019年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股（於2020年3月23日宣派）		
[2018 Special — HK6.0 cents per ordinary share based on 833,561,000 shares (declared on 15 March 2019)]	(2018年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股（於2019年3月15日宣派）)	<b>45,563</b>	43,890

Subsequent to the end of the Interim Period, the Board has resolved to declare the payment of an interim dividend of HK3.0 cents (equivalent to approximately RMB2.7 cents) per ordinary share, amounting to approximately RMB22,379,000 in aggregate with reference to the number of issued shares as at the end of the Interim Period (for the six months ended 30 June 2019: HK4.0 cents (equivalent to approximately RMB3.6 cents) per ordinary share, amounting to approximately RMB29,935,000). The interim dividend will be paid to the shareholders whose names appear on the register of members of the Company at the close of business on Friday, 4 September 2020.

本中期後，董事會決議派發中期股息每股普通股港幣3.0仙（折合約人民幣2.7分），參照本中期末之已發行股份數目計算合共約人民幣22,379,000元（於截至2019年6月30日止之六個月：港幣4.0仙，折合約人民幣3.6分，合共約人民幣29,935,000元）。本次中期股息將付予於2020年9月4日（星期五）在本公司股東登記名冊內之本公司股東。

# Management Discussion and Analysis

## 管理層討論及分析

### CLOSURE OF REGISTER OF MEMBERS

In order to determine who are entitled to the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Share Registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration by 4:30 p.m. on Tuesday, 1 September 2020. The register of members of the Company will be closed from Wednesday, 2 September 2020 to Friday, 4 September 2020, both days inclusive, during which period no transfer of shares will be registered. The dividend will be paid on Friday, 18 September 2020 to the shareholders whose names appear on the register of members of the Company at the close of business on Friday, 4 September 2020.

### USE OF PROCEEDS RAISED FROM THE INITIAL PUBLIC OFFERING

The Company's shares were listed on the Main Board of the Stock Exchange on 4 December 2013 with net proceeds from the global offering of approximately RMB975.0 million (after deducting underwriting commissions and related expenses). As at 30 June 2020, the Company has utilised approximately RMB821.0 million for the purposes of production capacity expansion, research and development of innovative product and service, investment in associates and acquisition, market expansion outside of China, working capital supplementation and other general corporate purposes. The balances of the net proceeds were deposited in the bank account. The Company has utilised and will utilise the net proceeds pursuant to the purposes and the proportions as disclosed in the prospectus of the Company dated 22 November 2013 based on the business needs of the Company and the prevailing market condition.

### SHARE CAPITAL

As at 30 June 2020, details of movements in the share capital of the Group are set out in Note 17 to the condensed consolidated financial information of the Group for the six months ended 30 June 2020 on page 55 of this Interim Report.

### SIGNIFICANT INVESTMENTS

The Group had no significant investments for the six months ended 30 June 2020.

### 暫停辦理股份過戶登記手續

為確定股東有權獲派本次中期股息，所有過戶表格連同有關股票須於2020年9月1日(星期二)下午四時三十分前，送達至本公司之股份登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。本公司將於2020年9月2日(星期三)至2020年9月4日(星期五)，包括首尾兩天，暫停辦理股份過戶登記手續。上述股息將於2020年9月18日(星期五)派發予於2020年9月4日(星期五)營業時間結束時名列本公司股東名冊之股東。

### 初次公開發售所得款項用途

本公司股份於2013年12月4日在聯交所主板掛牌，該首次全球發售所得款項淨額約人民幣975.0百萬元(扣除包銷佣金及相關費用後)。截至2020年6月30日止，本公司已動用約人民幣821.0百萬元，用於擴充產能、新產品及服務研發、公司合營與收購、中國境外市場拓展、補充公司營運資金和其他一般公司用途。所得款項淨額的餘額存入銀行賬戶。基於本公司的業務需要和當前的市場狀況，本公司已經且將按公司2013年11月22日發佈的招股章程所披露的方式和比例使用所得款淨額。

### 股本

於2020年6月30日，有關本集團之股本詳情載於本中期報告中第55頁截至2020年6月30日止之六個月之簡明綜合財務資料附註17。

### 重大投資

本集團於截至2020年6月30日止之六個月內無重大投資。

# Management Discussion and Analysis

## 管理層討論及分析

### FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group plans to utilise its own funds and bank loan of approximately RMB106.0 million for the purpose of construction of “Zhuhai Fintech Center” during the second half of 2020.

### MATERIAL ACQUISITION AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE

The Group had no material acquisitions and disposals of subsidiaries, associates and joint ventures for the six months ended 30 June 2020.

### LIQUIDITY AND FINANCIAL RESOURCES

By assuming a conservative financial management attitude, the Group continued to maintain a healthy financial position.

As at 30 June 2020, the Group's total amount of bank balances and cash, fixed bank deposits and pledged bank deposits was approximately RMB1,269.6 million (as at 31 December 2019: approximately RMB1,437.1 million), of which approximately RMB597.1 million (as at 31 December 2019: approximately RMB770.1 million) was denominated in RMB, accounting for approximately 47.0% of the aggregate amount, and approximately RMB672.5 million (as at 31 December 2019: approximately RMB667.0 million) was denominated in USD, HKD and other currencies, accounting for approximately 53.0% of the aggregate amount.

As at 30 June 2020, the Group's financial assets at fair value through profit or loss (“FVTPL”), amounting to approximately RMB121.4 million, was the principle-guaranteed structured deposits issued by banks, among which approximately RMB10.2 million was in China Construction Bank Corporation, approximately RMB50.5 million was in Bank of Communications Corporation Limited, and approximately RMB60.7 million was in the Agricultural Bank of China Limited.

As at 30 June 2020, the Group's amount of trade receivables was approximately RMB412.0 million (as at 31 December 2019: approximately RMB328.3 million), with an increase by approximately 25.5% compared with that as at 31 December 2019. It is the industry practice that the settlement of trade receivables peaks around the end of year.

### 重大投資或資本資產之未來計劃

於2020年度下半年內，本集團計劃使用自有資金及銀行貸款約人民幣106.0百萬元，用於「珠海市金融科技中心」項目建設。

### 對附屬公司、聯營公司及合營企業的重大收購及處置

本集團於截至2020年6月30日止之六個月內對附屬公司、聯營公司及合營企業無重大收購及處置。

### 流動性及財務資源

本集團秉持審慎的財務管理政策，保持了穩健的財務狀況。

於2020年6月30日，本集團銀行存款及現金、銀行定期存款、已抵押銀行存款總共約人民幣1,269.6百萬元（於2019年12月31日：約人民幣1,437.1百萬元），其中，人民幣佔比約47.0%，約人民幣597.1百萬元（於2019年12月31日：約人民幣770.1百萬元），美元及港幣等佔比約53.0%，折合約人民幣672.5百萬元（於2019年12月31日：約人民幣667.0百萬元）。

於2020年6月30日，本集團按公允價值計入損益（「公允價值計入損益」）之金融資產約人民幣121.4百萬元，為銀行保本結構性存款，其中，中國建設銀行約人民幣10.2百萬元，交通銀行約人民幣50.5百萬元，及中國農業銀行約人民幣60.7百萬元。

於2020年6月30日，本集團應收貨款合計為約人民幣412.0百萬元（於2019年12月31日：約人民幣328.3百萬元），較2019年12月31日增加約25.5%。由於行業性質，本集團應收貨款的回款高峰集中在年末。

# Management Discussion and Analysis

## 管理層討論及分析

As at 30 June 2020, the Group's total current assets amounted to approximately RMB1,971.8 million (as at 31 December 2019: approximately RMB1,922.8 million), with an increase by approximately 2.5% compared with that as at 31 December 2019.

As at 30 June 2020, the Group's current ratio was approximately 4.0 (as at 31 December 2019: approximately 3.2), representing a high liquidity.

As at 30 June 2020, the Group's bank borrowings amounted to approximately RMB14.0 million (as at 31 December 2019: Nil) with a floating interest rate of 4.75% per annum. As at 30 June 2020, the Group's gearing ratio (gearing ratio is equivalent to total liabilities divided by total assets) was 21.4% (as at 31 December 2019: 23.9%).

### TREASURY POLICIES

The Board monitors the use of funds, and exercises financial control through financial policies such as fund management measures, to ensure the safety, liquidity and profitability of funds.

### CURRENCY EXPOSURE

In terms of currency exposure, the majority of the Group's sales were denominated in RMB, USD and HKD while the majority of operating expenses and purchases were denominated in RMB with portions in USD and HKD. The Group manages its foreign currency risk by closely monitoring the fluctuation of foreign currency rates.

### CAPITAL EXPENDITURE

For the six months ended 30 June 2020, the Group's capital expenditure was approximately RMB33.8 million (for the six months ended 30 June 2019: approximately RMB41.1 million). The capital expenditure includes expenses incurred in connection with fixed assets and the construction in progress.

### CAPITAL COMMITMENT

The aggregate capital commitment of the Group as at 30 June 2020 was approximately RMB123.4 million (as at 31 December 2019: approximately RMB24.8 million). Such increase was mainly due to the construction of "Zhuhai Fintech Center", which is currently in process.

### CONTINGENT LIABILITIES

As at 30 June 2020, the Group had no material contingent liabilities.

於2020年6月30日，本集團流動資產總額約人民幣1,971.8百萬元(於2019年12月31日：約人民幣1,922.8百萬元)，較2019年12月31日增加約2.5%。

於2020年6月30日，本集團流動比率為約4.0(於2019年12月31日：約3.2)，流動性良好。

於2020年6月30日，本集團銀行貸款約人民幣14.0百萬元(於2019年12月31日：無)，貸款年浮動利率為4.75%。於2020年6月30日，本集團資產負債率(資產負債率等於總負債除以總資產)為約21.4%(於2019年12月31日：約23.9%)。

### 庫務政策

董事會監控資金的使用，通過資金管理辦法等財務制度進行財務控制，以保證資金安全性、流動性和收益性。

### 外匯風險

本集團之銷售主要以人民幣、美元及港幣結算。營運開支及採購主要以人民幣結算，部分開支以美元和港幣結算。本集團通過密切監控外幣匯率的變動來管控其外幣風險。

### 資本開支

於截至2020年6月30日止之六個月，本集團資本開支總額約人民幣33.8百萬元(截至2019年6月30日止之六個月：約人民幣41.1百萬元)。資本開支包括於固定資產和在建工程所產生的相關開支。

### 資本承擔

於2020年6月30日，本集團的資本承擔總額約人民幣123.4百萬元(於2019年12月31日：約人民幣24.8百萬元)。此等增長主要來自於「珠海市金融科技中心」的在建工程項目建設。

### 或有負債

於2020年6月30日，本集團並無任何重大或有負債。

# Management Discussion and Analysis

## 管理層討論及分析

### PLEGDED ASSETS

As at 30 June 2020, bank deposits of approximately RMB209.1 million (as at 31 December 2019: approximately RMB156.0 million) were pledged to secure the bills payables. Certain construction in progress and right-of-use assets with total carrying values of approximately RMB127.6 million as at 30 June 2020 (as at 31 December 2019: Nil) were pledged to secure the bank borrowings.

### CONTINUING CONNECTED TRANSACTIONS

During the six months ended 30 June 2020, the Group did not purchase from Gemalto N.V. (“**Gemalto**”). The decrease in purchasing volume is attributable to the Group’s high commitment to self-driven R&D by launching proprietary embedded chip operating system to diversify its chip supplies. As such transaction was and will continue to be conducted in the ordinary and usual course of business and on normal commercial terms, and each of the applicable percentage ratios (other than the profits ratio) for such transaction calculated in accordance with Rule 14.07 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) was and is expected to continue to be below 0.1% on an annual basis, such transaction falls within the de minimis threshold as stipulated under Rule 14A.76 (1) of the Listing Rules and is fully exempt from the reporting, annual review, announcement and independent shareholders’ approval requirements.

### PURCHASE, SALE OR REDEMPTION OF SECURITIES

During the six months ended 30 June 2020, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities.

### ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE

The Group is committed to maintaining high levels of environmental, social and governance standards to ensure sustainable development of its business. During the six months ended 30 June 2020, the Group’s environmental, social and governance (“**ESG**”) management team had managed, monitored, and recommended on environmental, social and governance aspects continuously. An ESG report for the year 2019 had been prepared with reference to Appendix 27 of the Listing Rules “Environmental, Social and Governance Reporting Guide” and had been published on the Company’s and the Stock Exchange’s websites.

### 資產之抵押

於2020年6月30日，約人民幣209.1百萬元之銀行存款(於2019年12月31日：約人民幣156.0百萬元)已作為應付票據之抵押品。於2020年6月30日賬面總值為約人民幣127.6百萬元(於2019年12月31日：無)的若干在建工程及使用權資產已作為銀行貸款之擔保。

### 持續關聯交易

於截至2020年6月30日止之六個月，本集團並無向Gemalto N.V. (「**Gemalto**」)採購。採購金額的減少主要歸因於本集團堅持自主研發的發展道路，通過全面推出自主知識產權的嵌入式芯片操作系統，形成了芯片供應的多元化格局。鑒於該交易已經並將繼續基於正常商業條款，按照日常業務流程進行，且對該交易所適用的每一個比例(利潤比率除外)均按照香港聯合交易所有限公司證券上市規則(「**上市規則**」)第14.07條計算，預計將繼續保持每年在0.1%以下。該交易符合上市規則第14A.76(1)條所規定的最低限額，並符合完全豁免要求，豁免提交報告、年度覆核、公告及獨立股東的批准要求。

### 購買、出售或贖回上市證券

於2020年6月30日止之六個月，本公司及其附屬公司均無購買、出售或贖回任何本公司之上市證券。

### 環境、社會及企業管治

本集團致力維持高要求之環境、社會及管治標準，以確保其業務可持續發展。於截至2020年6月30日止之六個月，本集團環境、社會及管治管理團隊，在環保、社會及管治層面進行持續管理、監控及建議工作，並於本公司及聯交所網站刊發經參考上市規則附錄二十七之環境、社會及管治報告指引而編製的2019年度環境、社會及管治報告。

# Management Discussion and Analysis

## 管理層討論及分析

As at the date of the Interim Report, the Group has complied with all relevant laws and regulations in relation to its business including health and safety, workplace conditions, employment and the environment in all material aspects. The Group encourages its employees, customers, suppliers and other stakeholders to participate in environmental and social activities.

The Group maintains close relationships with its employees. The Group also enhances the cooperation with its suppliers and provides high quality products and services to its customers to ensure continued and sustainable development.

### HUMAN RESOURCES AND REMUNERATION POLICIES

As at 30 June 2020, the Group had a total of 1,647 employees (as at 31 December 2019: 1,711), with a decrease of 64 employees as compared to those as at 31 December 2019. For the six months ended 30 June 2020, the staff cost was approximately RMB84.0 million (for the six months ended 30 June 2019: approximately RMB95.1 million).

Human resources are one of the Group's most important assets. In addition to offering competitive remuneration and welfare packages, the Group is also committed to providing specialized and challenging career development and training programs. Generally, a salary review is conducted annually. The Group also adopted the pre-IPO share option scheme, the share option scheme and the share award scheme to motivate prospective employees. Apart from basic remuneration, for employees in the Mainland China, the Group makes contributions towards employee mandatory social security, pensions, work-related injury insurance, maternity insurance and medical and unemployment insurance in accordance with the applicable laws and regulations of the Mainland China. The Group also provides full coverage of housing provident fund contributions as required by local regulations in the Mainland China. For overseas employees, the Group makes contributions towards relevant insurance scheme as required by the local regulations.

於本中期報告之日，本集團在各重大方面已遵守所有與其業務有關的相關法例及法規，包括健康及安全、工作環境、就業及環境。本集團鼓勵員工、客戶、供應商及其他相關者參與環境保護及社會活動。

本集團與員工維持緊密關係。本集團亦加強與供應商之間的合作，並為客戶提供優質產品及服務，以確保可持續發展。

### 員工及薪酬政策

於2020年6月30日，本集團聘用1,647名(於2019年12月31日為1,711名)員工，較2019年年末減少64人。截至2020年6月30日止之六個月，員工成本合計約人民幣84.0百萬元(截至2019年6月30日止之六個月：約人民幣95.1百萬元)。

人力資源是本集團最重要的資產之一。除了提供具有競爭力的薪酬福利方案外，本集團亦為員工提供專門並具有挑戰性的職業發展及培訓計劃。整體而言，本集團將每年進行一次薪酬檢討。本集團亦實施了首次公開發售前的購股權計劃、購股權計劃和股份獎勵計劃以激勵有潛力的員工。對本集團於中國內地工作員工，除薪金外，本集團根據中國內地的相關法律、法規為中國內地的全部員工提供退休、失業、工傷、生育和醫療等社會保險計劃。本集團亦按照中國當地規定為中國內地員工實施住房公積金計劃。對本集團於海外工作員工，亦按照當地法律要求購買保險等計劃。



# Directors

## 董事

### DIRECTORS

The Board is consisted of nine Directors, including six executive Directors and three independent non-executive Directors. The following table sets forth certain information relating to the Directors:

### 董事

董事會由九名董事組成，包括六名執行董事，三名獨立非執行董事。以下表格為各董事情況：

Name 姓名	Age 年齡	Position in the Group 集團職務
<b>Executive Directors</b> <b>執行董事</b>		
LU Run Ting 盧閏霆	66	Chairman & Executive Director 主席及執行董事
HOU Ping 侯平	60	Executive Director & Chief Executive Officer 執行董事及首席執行官
LU Runyi 盧潤怡	62	Executive Director & Senior Vice President 執行董事及高級副總裁
WU Siqiang 吳思強	48	Executive Director & Chief Operating Officer 執行董事及首席運營官
LING Wai Lim 盧威廉	33	Executive Director 執行董事
LI Yijin (Note) 李易進(附註)	50	Executive Director & Chief Audit Executive & Company Secretary 執行董事、審計長及公司秘書
<b>Independent Non-executive Directors</b> <b>獨立非執行董事</b>		
MAK Wing Sum Alvin 麥永森	67	Independent Non-executive Director 獨立非執行董事
YE Lu 葉淥	57	Independent Non-executive Director 獨立非執行董事
YANG Geng 楊廣	45	Independent Non-executive Director 獨立非執行董事

Note: Ms. LI Yijin was appointed as an executive Director with effect from 18 May 2020.

附註：李易進女士於2020年5月18日獲委任為執行董事。

### Newly-elected Executive Directors

Ms. LI Yijin (李易進), aged 50, is the chief audit executive of the Company and company secretary, and joined the Group in 2001. Ms. LI has approximately 25 years of experience in the accounting, auditing and financial reporting matters. Ms. LI was the financial controller of the Company from 2004 to 2012, and has been appointed as a director of Sichuan Zhongruan Technology Ltd. ("SCZR") since 2011, and was the chief financial officer of the Company from 2012 to April 2019, and has been designated as the chief audit executive of the Company since May 2019.

Ms. LI received an Executive Master of Business Administration degree from the Hong Kong University of Science & Technology in November 2012. Ms. LI has been a member of CPA (Certified Public Accountants) Australia since October 2004, a Fellow of CPA Australia (FCPA) since May 2020, and the Hong Kong Institute of Certified Public Accountants since May 2013. Ms. LI had not been a director of any other listed companies in Hong Kong or overseas in the past three years.

### 新當選執行董事

李易進女士，50歲，本公司審計長兼公司秘書，於2001年加入本集團，其於會計、審計及財務報告事宜方面擁有約25年的經驗。李女士自2004年至2012年擔任本公司的財務總監，自2011年被委派為四川中軟科技有限公司(「四川中軟」)董事，自2012年至2019年4月擔任本公司的首席財務官，並自2019年5月起調任為本公司審計長。

李女士於2012年11月獲得香港科技大學的行政人員工商管理碩士學位。李女士自2004年10月起為澳洲會計師公會會員，自2020年5月起為澳洲會計師公會資深會員，自2013年5月起為香港會計師公會會員。李女士於過往三年未曾擔任其他香港或海外上市公司的董事。

# Corporate Governance and Other Information

## 企業管治及其他資料

### CORPORATE GOVERNANCE PRACTICES

The Board is committed to achieving good corporate governance standards.

The Board believes that good corporate governance standards are essential in providing a framework for the Group to safeguard the interests of shareholders and to enhance corporate value and accountability.

The Company has adopted the code provisions (the “**Code Provisions**”) as set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 to the Listing Rules.

The Board is of the view that the Company has complied with all the Code Provisions set out from time to time in the CG Code throughout the six months ended 30 June 2020.

### 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 10 of the Listing Rules as its code of conduct regarding directors’ securities transactions. All Directors have confirmed, following specific enquiries made by the Company, that they have complied with the Model Code throughout the six months ended 30 June 2020.

### 企業管治常規

本公司董事會致力於達成良好的企業管治水平。

董事會深信良好的企業管治標準是不可避免的，它為本集團提供一個架構以維護股東利益、提升企業價值和管理責任。

本公司已採納上市規則附錄十四所載之企業管治守則(「**企業管治守則**」)中的守則條文(「**守則條文**」)。

董事會認為於截至2020年6月30日止之六個月內，本公司已經遵守企業管治守則不時所載的所有守則條文。

### 董事進行證券交易標準守則

本公司已採用上市規則附錄十所載列的有關上市發行人之董事進行證券交易的標準守則(「**標準守則**」)。經向全體董事作出特定查詢後，本公司全體董事已確認於截至2020年6月30日止之六個月內均遵守標準守則。

## INCENTIVE SCHEMES

### (a) Share Option Scheme

The share option scheme was adopted pursuant to a written resolution passed by the shareholders of the Company on 15 November 2013 (the “Share Option Scheme”) for the primary purpose of recognising and acknowledging the contributions of any full-time or part-time employees, executives or officers, any Directors, any advisors, consultants, suppliers, customers and agents of the Group, or such other persons who, in the sole opinion of the Board, will contribute or have contributed to the Group, and the principle terms are as follows:

- (i) The maximum number of shares in respect of which options may be granted shall not exceed 10% of the total number of shares in issue at the date of listing of the shares of the Company on the Main Board of the Stock Exchange;
- (ii) The maximum entitlement of each eligible participant in any 12-month period up to the date of offer to grant shall not exceed 1% of the shares in issue as at the date of offer to grant; and
- (iii) Options granted should be taken up on payment of HKD1.0 by the grantee. The exercise price is determined by the Directors of the Company at their discretion and will not be lower than the highest of: (a) the closing price of the ordinary shares on the Stock Exchange at the offer date, which must be a trading day; (b) the average closing price of the ordinary shares on the Stock Exchange for the five business days immediately preceding the offer date; and (c) the nominal value of the Company’s share.

For the six months ended 30 June 2020, no options were granted or agreed to be granted pursuant to the Share Option Scheme. As at the date of the Interim Report, there was no outstanding option under the Share Option Scheme.

Assuming all options under the Share Option Scheme have been granted, the total number of shares available for issue under the Share Option Scheme shall be 80,000,000, representing approximately 9.6% of the total number of shares of the Company in issue as at the date of the Interim Report.

Subject to early termination by the Company in general meeting or by the Board, the Share Option Scheme shall be valid and effective for a period of ten years from the adoption date.

## 激勵計劃

### (a) 購股權計劃

購股權計劃（「購股權計劃」）於2013年11月15日通過的股東決議中所批准，旨在認可及獎勵本集團的任何全職或兼職僱員、行政人員或高級職員，任何董事、任何顧問、諮詢人、供應商、客戶及代理、以及董事會全權認為將會或一直對本集團有貢獻的其他人士，對本集團曾經作出或可能已作出的貢獻，主要條款為如下所列：

- (i) 購股權授出最大股份數不得超過本公司在聯交所主板上市之日的總股數的10%；
- (ii) 在任何一個要約授出之日之前的12個月期間內，授予任一合格參與者的最高股份數額不得超過要約授出之日已發行股份的1%；及
- (iii) 授出的購股權需支付港幣1.0元的價格予以承授。行使價格由本公司董事酌情商定且不低於以下最高者：(a) 普通股在聯交所要約日（需為交易日）之收盤價；(b) 普通股在聯交所緊接授出日期前五個營業日的普通股平均收盤價；及(c) 本公司股份面值。

截至2020年6月30日止之六個月內，概無根據購股權計劃已授出或同意授出的購股權。於本中期報告之日，購股權計劃下無未行使的期權。

倘若購股權計劃下所有購股權均被授出，購股權計劃下股份總數目可為80,000,000股，約佔本公司於本中期報告之日已發行總股數的9.6%。

除非在本公司的股東大會或董事會上被提前終止，否則購股權計劃的有效期自採納日起，為期十年。

## Corporate Governance and Other Information 企業管治及其他資料

### (b) Share Award Scheme

The Company adopted a share award scheme (the “Share Award Scheme”) on 30 November 2015 (the “Adoption Date”) with a duration of 15 years commencing from 11 December 2015. The objectives of the Share Award Scheme are to (i) align the interests of any employee, adviser, consultant, agent, contractor, client or supplier of any member of the Group whom the Directors in their sole discretion consider may contribute or have contributed to the Group (the “Participants”); (ii) recognise and motivate the contribution of the Participants and to provide incentives in retaining the Participants for future operation and development of the Group; and (iii) attract suitable personnel for the long-term growth and further strategic expansion of the Group.

The Company has engaged BOCI-Prudential Trustee Limited (the “Trustee”) to administer and hold the Company’s shares before they are vested and transferred to the Participants. The Trustee purchases the Company’s shares being awarded from the open market with funds provided by the Company by way of contributions.

In May 2017, the Group granted 10,374,000 shares under the Share Award Scheme to the Participants. The shares awarded shall be vested in three years on each anniversary of the first vesting date, which is 26 November 2017, in equal portions. The estimated fair value of the shares award granted at the grant date were approximately HKD27,564,000 (equivalent to RMB24,239,000) based on the market price of the relevant shares at the grant date.

As at 31 December 2019, all these shares were either vested or forfeited; for which a total of 4,380,000 shares of the Company were held by the Trustee at the year end date.

During the six months ended 30 June 2020, the Trustee acquired 3,766,000 ordinary shares of the Company (for the six months ended 30 June 2019: Nil) for a total consideration of RMB5,501,000, and no shares were granted to employees under the Share Award Scheme during the period. The Group did not recognise any expense for the six months ended 30 June 2020 in relation to the share awards granted by the Company (for the six months ended 30 June 2019: recognised total expenses of RMB1,613,000).

As at 30 June 2020, 8,146,000 shares of the Company under the Share Award Scheme were held by the Trustee.

### (b) 股份獎勵計劃

本公司於2015年11月30日(「採納日」)採納股份獎勵計劃(「股份獎勵計劃」)，股份獎勵計劃自2015年12月11日起計有效期為15年。計劃之目的為(i)使董事認為已經或將會對本集團作出貢獻之僱員、參事、顧問、代理、承辦商、顧客或供應商(「計劃參與者」)之利益與本集團利益一致；(ii)嘉獎和鼓勵計劃參與者之貢獻，並給予激勵，以挽留計劃參與者，為本集團的持續經營及發展效力；及(iii)吸引合適人才推動本集團長期增長及進一步戰略拓展。

本公司已委任中銀國際英國保誠信託有限公司(「受託人」)管理及持有本公司之股份，直至將歸屬股份轉讓予計劃參與者。受託人在公開市場買入公司現有股份，費用由本公司支付。

於2017年5月，本集團將10,374,000股股份獎勵計劃持有股份授予計劃參與者。獎勵股份應從首個歸屬日(即2017年11月26日)起分3年歸屬，每年歸屬的數量相同。按授予日的市場價格估算，獎勵股份於授予日的公允價值約港幣27,564,000元(折合約人民幣24,239,000元)。

於2019年12月31日，所有以上授予的獎勵股份已歸屬或已失效，受託人於年末持有本公司4,380,000股普通股。

截至2020年6月30日止之六個月，受託人以總代價人民幣5,501,000元購入本公司3,766,000股普通股(截至2019年6月30日止之六個月：無)，於期間內未授予僱員股份獎勵計劃之股份。截至2020年6月30日止之六個月，本集團沒有確認授出獎勵股份的開支(截至2019年6月30日止之六個月：已確認人民幣1,613,000元總開支)。

於2020年6月30日，受託人持有股份獎勵計劃之8,146,000股。

# Corporate Governance and Other Information 企業管治及其他資料

## AUDIT COMMITTEE

The Company established an audit committee (the "Audit Committee") with a set of written terms of reference made in compliance with the CG Code. At the date of the Interim Report, the Audit Committee comprises three independent non-executive Directors, namely Mr. MAK Wing Sum Alvin (*Chairman*), Ms. YE Lu and Mr. YANG Geng. The Audit Committee of the Company has reviewed the Interim Report.

## 審核委員會

本公司遵守企業管治守則成立審核委員會（「審核委員會」）並設有其書面職權範圍，於本中期報告日，審核委員會由三名獨立非執行董事組成，即麥永森先生（主席），葉淥女士與楊廣先生。審核委員會已審閱本中期報告。

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS

As at 30 June 2020, the interests of the Directors and Chief Executives in the shares, underlying shares of equity derivatives and debentures of the Company and its associated corporations (all within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which are required to be disclosed in accordance with the Listing Rules were detailed below:

## 董事和最高行政人員的權益

於2020年6月30日，董事和最高行政人員在本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之任何股份、權益衍生品的相關股份或債券之權益根據上市規則披露如下：

Name of Director 董事姓名	Capacity/Nature of Interests 身份／權益性質	Number of securities held <sup>(1)</sup> 所持證券數目 <sup>(1)</sup>	Approximate percentage of interest in the Company (%) 佔本公司權益概約百分比(%)
Mr. LU Run Ting ( <i>Chairman</i> ) 盧潤霆先生(主席)	Interest of Controlled Corporation <sup>(2)(i)</sup> 受控制法團權益 <sup>(2)(i)</sup>	299,759,422 shares (L) 299,759,422股(L)	35.96%
	Beneficial owner <sup>(2)(iii)</sup> 受益人 <sup>(2)(iii)</sup>	1,740,000 shares (L) 1,740,000股(L)	0.21%
Mr. HOU Ping 侯平先生	Beneficial owner <sup>(3)</sup> 受益人 <sup>(3)</sup>	12,000,000 shares (L) 12,000,000股(L)	1.44%
Mr. LU Runyi 盧潤怡先生	Beneficial owner <sup>(4)</sup> 受益人 <sup>(4)</sup>	48,321,000 shares (L) 48,321,000股(L)	5.8%
Mr. WU Siqiang 吳思強先生	Beneficial owner <sup>(5)</sup> 受益人 <sup>(5)</sup>	725,004 shares (L) 725,004股(L)	0.09%
Mr. LING Wai Lim 盧威廉先生	Beneficial owner <sup>(6)</sup> 受益人 <sup>(6)</sup>	16,000 shares (L) 16,000股(L)	0.00%
Ms. LI Yijin 李易進女士	Beneficial owner <sup>(7)</sup> 受益人 <sup>(7)</sup>	2,044,000 shares (L) 2,044,000股(L)	0.25%

## Corporate Governance and Other Information 企業管治及其他資料

- (1) The letter "L" denotes the Directors' long position in the shares of the Company or the relevant associated corporation. (1) 「L」代表董事於本公司或有關的相聯法團股份中所持有的好倉。
- (2) Mr. LU Run Ting's interests are consisted of: (i) 299,759,422 shares are held by GIHL, which is wholly-owned by Chairman LU, accordingly, Chairman LU is deemed to be interested in GIHL's interest in the Company by virtue of the SFO; and (ii) 740,000 shares issued by options granted under the Pre-IPO Share Options Scheme (this scheme has expired on 3 December 2019) exercised on 29 July 2015; and his interests in 1,000,000 shares as beneficial owner. (2) 盧閔霆先生之權益包括：(i) 金邦達國際所持 299,759,422 股，而金邦達國際由盧主席全資擁有，因此，根據證券及期貨條例，盧主席被視作於金邦達國際所持之本公司權益中擁有權益；以及(ii) 於 2015 年 7 月 29 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 740,000 股；以及作為受益人持有的 1,000,000 股。
- (3) Mr. HOU Ping's interests are consisted of: (i) 300,000 shares issued by options granted under the Pre-IPO Share Option Scheme (this scheme has expired on 3 December 2019) exercised on 25 August 2015; and (ii) 1,200,000 shares awarded on 26 May 2017 under the Share Award Scheme; (iii) 10,500,000 shares transferred from GIHL (being a controlling shareholder of the Company and wholly-owned by Chairman LU) on 10 June 2020. (3) 侯平先生之權益包括：(i) 於 2015 年 8 月 25 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 300,000 股；以及(ii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 1,200,000 股；(iii) 於 2020 年 06 月 10 日受讓於金邦達國際（本公司之控股股東，並由盧主席全資擁有）10,500,000 股。
- (4) Mr. LU Runyi's interests are consisted of: (i) 2,120,000 shares and 45,000,000 shares respectively transferred from GIHL (being a controlling shareholder of the Company and wholly-owned by Chairman LU) on 20 March 2015 and 10 June 2020; (ii) 400,000 shares issued by options granted under the Pre-IPO Share Option Scheme (this scheme has expired on 3 December 2019) exercised on 25 August 2015; and (iii) 801,000 shares awarded on 26 May 2017 under the Share Award Scheme. (4) 盧潤怡先生之權益包括：(i) 分別於 2015 年 3 月 20 日和 2020 年 06 月 10 日分別受讓於金邦達國際（本公司之控股股東，並由盧主席全資擁有）2,120,000 股和 45,000,000 股；(ii) 於 2015 年 8 月 25 日通過行使首次公開發售前購股權計劃（該計劃已於 2019 年 12 月 3 日到期）發行股份 400,000 股；以及(iii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 801,000 股。
- (5) Mr. WU Siqiang's interests are consisted of: (i) 130,000 shares as beneficial owner; and (ii) 801,000 shares awarded on 26 May 2017 under the Share Award Scheme, and because of the expenses caused by this scheme, 205,996 shares was deducted on 26 November 2019 which was the final vesting date. (5) 吳思強先生之權益包括：(i) 作為受益人持有 130,000 股；以及(ii) 於 2017 年 5 月 26 日股份獎勵計劃下授予股份 801,000 股，並因該計劃產生的相關費用，於 2019 年 11 月 26 日，即最後一個授予日，扣除股份 205,996 股。
- (6) Mr. LING Wai Lim holds 16,000 shares as beneficial owner. (6) 盧威廉先生作為受益人持有 16,000 股。
- (7) Mr. LI Yijin holds 2,044,000 shares as beneficial owner. (7) 李易進女士作為受益人持有 2,044,000 股。

# Corporate Governance and Other Information 企業管治及其他資料

## SUBSTANTIAL SHAREHOLDERS' INTERESTS

## 主要股東權益

The register maintained by the Company pursuant to the SFO recorded that, as at 30 June 2020, the following persons and corporations had interests in the shares or underlying shares in the Company:

根據本公司依照證券及期貨條例而設之登記冊，於2020年6月30日，下列人士和公司擁有本公司股份或相關股份之權益：

Name 姓名	Capacity/Nature of Interests 身份／權益性質	Number of shares held <sup>(1)</sup> 所持股份數目 <sup>(1)</sup>	Approximate percentage of the Company's issued ordinary shares 佔本公司已發行普通股概約百分比
Mr. LU Run Ting 盧閔霆先生	Interest of Controlled Corporation <sup>(2)(i)</sup> 受控制法團權益 <sup>(2)(i)</sup>	299,759,422 shares (L) 299,759,422股(L)	35.96%
	Beneficial Owner <sup>(2)(ii)</sup> 受益人 <sup>(2)(ii)</sup>	1,740,000 shares (L) 1,740,000股(L)	0.21%
Ms. ZHANG Jian 張健女士	Spouse <sup>(3)</sup> 配偶 <sup>(3)</sup>	301,499,422 shares (L) 301,499,422股(L)	36.17%
Agende des participations de l'Etat ("APE")	Interest of Controlled Corporation <sup>(4)</sup> 受控制法團權益 <sup>(4)</sup>	152,931,181 shares (L) 152,931,181股(L)	18.35%

### Notes:

- (1) The letter "L" denotes a person's long position in the shares of the Company or shares of the relevant Group member.
- (2) Mr. LU Run Ting's interests are consisted of: (i) 299,759,422 shares are held by GIHL, which is wholly-owned by Chairman LU, accordingly, Chairman LU is deemed to be interested in GIHL's interest in the Company by virtue of the SFO; and (ii) 740,000 shares issued by options granted under the Pre-IPO Share Options Scheme (this scheme has expired on 3 December 2019) exercised on 29 July 2015; and his interests in 1,000,000 shares as beneficial owner.
- (3) Ms. ZHANG Jian, the spouse of Chairman LU, is deemed to be interested in Chairman LU's interests in the Company by virtue of the SFO.
- (4) The disclosed interest represents the interest in the Company held by Gemplus International S.A. ("GISA"), which is wholly-owned by Gemalto. Based on the disclosure of interests forms filled by Thales, Gemalto is owned by Thales as to 85.51% and Thales is owned by APE as to 35.68%. Therefore, APE is deemed to be interested in GISA's interest in the Company by virtue of the SFO.

### 附註：

- (1) 「L」代表有關人士於股份或本集團相關成員公司股份所持的好倉。
- (2) 盧閔霆先生之權益包括：(i) 金邦達國際所持299,759,422股，而金邦達國際由盧主席全資擁有，因此，根據證券及期貨條例，盧主席被視作於金邦達國際所持之本公司權益中擁有權益；以及(ii)於2015年7月29日通過行使首次公開發售前購股權計劃(該計劃已於2019年12月3日到期)發行股份740,000股；以及作為受益人持有的1,000,000股。
- (3) 張健女士為盧主席的配偶，根據證券及期貨條例，被視作於盧主席所持之本公司權益中擁有權益。
- (4) 所披露權益為Gemplus International S.A. (「GISA」)所持本公司權益，而GISA由Gemalto全資擁有。根據由Thales填報的披露權益表格，Thales持有Gemalto 85.51%的股份，同時，APE持有Thales 35.68%的股份。因此，根據證券及期貨條例，APE被視作於GISA所持之本公司權益中擁有權益。



# Corporate Governance and Other Information

## 企業管治及其他資料

### DIRECTORS' INTERESTS IN CONTRACTS

No contract of significance, to which the Company, any of its subsidiaries or fellow subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted during or at the six months ended 30 June 2020.

### CHANGES IN DIRECTORS' INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information on Directors are as follows:

1. Mr. LU Xiaozhong retired as an executive Director on 18 May 2020.
2. Ms. LI Yijin was appointed as an executive Director with effect from 18 May 2020.

Save as disclosed in the Interim Report or otherwise in announcements, during the period under review and up to the date of the Interim Report, there is no other change in information of Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

### 董事享有權益之合約

於截至2020年6月30日之六個月，本公司或其任何附屬公司或任何同系附屬公司均未與本公司董事享有重要權益的相關方直接或間接地訂立重大合約，亦未有此類合同存續。

### 董事資料變更

根據上市規則第13.51B(1)條規定，有關董事資料的變更如下：

1. 盧小忠先生於2020年5月18日辭任執行董事。
2. 李易進女士自2020年5月18日起獲委任為執行董事。

除在本中期報告或者在公告中的披露外，於本中期報告所述期間和至本中期報告發佈之日，根據上市規則第13.51B(1)條規定，沒有其他需要披露的董事資料變更。

# Report on Review of Interim Financial Information

## 中期財務資料的審閱報告



羅兵咸永道

TO THE BOARD OF DIRECTORS OF GOLDPAC GROUP LIMITED  
(incorporated in Hong Kong with limited liability)

致金邦達寶嘉控股有限公司董事會  
(於香港註冊成立的有限公司)

### INTRODUCTION

We have reviewed the interim financial information set out on pages 27 to 60, which comprises the interim condensed consolidated statement of financial position of Goldpac Group Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 June 2020 and the interim condensed consolidated statement of profit or loss and other comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the six months period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### 引言

本核數師(以下簡稱「我們」)已審閱列載於第27至60頁的中期財務資料，此中期財務資料包括金邦達寶嘉控股有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)於2020年6月30日的中期簡明綜合財務狀況表與截至該日止六個月期間的中期簡明綜合損益及其他全面收益表、中期簡明綜合權益變動表和中期簡明綜合現金流量表，以及主要會計政策概要和其他附註解釋。香港聯合交易所有限公司證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及香港會計師公會頒布的香港會計準則第34號「中期財務報告」。貴公司董事須負責根據香港會計準則第34號「中期財務報告」擬備及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論，並僅按照我們協定的業務約定條款向閣下(作為整體)報告我們的結論，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

### 審閱範圍

我們已根據香港會計師公會頒布的香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據《香港審計準則》進行審計的範圍為小，故不能令我們可保證我們將知悉在審計中可能被發現的所有重大事項。因此，我們不會發表審計意見。

# Report on Review of Interim Financial Information

## 中期財務資料的審閱報告

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

**PricewaterhouseCoopers**  
*Certified Public Accountants*

Hong Kong, 17 August 2020

### 結論

按照我們的審閱，我們並無發現任何事項，令我們相信 貴集團的中期財務資料未有在各重大方面根據香港會計準則第34號「中期財務報告」擬備。

**羅兵咸永道會計師事務所**  
*執業會計師*

香港，2020年8月17日

# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 簡明綜合損益及其他全面收入表

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

		Six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
	NOTES 附註		
<b>Revenue</b>	<b>收入</b>	<b>4</b>	
Cost of sales	銷售成本	552,453 (393,360)	653,143 (466,941)
<b>Gross profit</b>	<b>毛利</b>	<b>159,093</b>	<b>186,202</b>
Other income	其他收入	33,518	30,963
Other gains, net	其他收益，淨額	13,173	3,217
Research and development costs	研發成本	(49,580)	(51,434)
Selling and distribution costs	銷售及分銷成本	(45,056)	(44,385)
Administrative expenses	行政開支	(17,899)	(18,570)
Reversal of/(allowance for) impairment loss on trade receivables	應收貨款減值虧損撥回/(撥備)	1,222	(742)
Impairment loss on amount due from an associate	應收聯營公司之減值虧損	(1,246)	—
Finance costs	財務成本	(403)	(418)
Reversal of impairment loss on interests in an associate	於聯營公司之權益之減值撥回	1,500	—
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>	<b>5</b>	
Income tax expense	所得稅費用	6	6
<b>Profit for the period</b>	<b>期內利潤</b>	<b>81,999</b>	<b>87,244</b>
Other comprehensive income for the period	期內其他全面收入		
<i>Item that may be subsequently reclassified to profit or loss:</i>	<i>可於期後重新分類至損益的項目：</i>		
— exchange differences arising on translation of foreign operations	— 換算海外業務產生的匯兌差額	1,315	(3,510)
<b>Total comprehensive income for the period</b>	<b>期內全面收入總額</b>	<b>83,314</b>	<b>83,734</b>
<b>Profit for the period attributable to:</b>	<b>應佔期內利潤：</b>		
Owners of the Company	本公司擁有人	82,084	87,692
Non-controlling interests	非控股權益	(85)	(448)
		81,999	87,244
<b>Total comprehensive income attributable to:</b>	<b>應佔全面收入總額：</b>		
Owners of the Company	本公司擁有人	83,399	84,182
Non-controlling interests	非控股權益	(85)	(448)
		83,314	83,734
<b>Earnings per share (RMB cents)</b>	<b>每股盈利(人民幣分)</b>	<b>8</b>	
— Basic	— 基本	9.9 cents分	10.6 cents分
— Diluted	— 攤薄	9.9 cents分	10.6 cents分

The notes from pages 33 to 60 are an integral part of the interim condensed consolidated financial information.

載於第33至60頁之附註構成中期簡明綜合財務資料的部份。

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

As at 30 June 2020  
於2020年6月30日

			As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
	<i>NOTES</i> 附註			
<b>ASSETS</b>	<b>資產</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	9	343,400	325,724
Right-of-use assets	使用權資產	9	39,145	43,211
Investment property	投資物業	9	60,371	60,313
Goodwill	商譽		1,375	1,375
Intangible assets	無形資產	9	3,243	4,386
Interests in associates	於聯營公司之權益	10	4,964	3,464
Deferred tax assets	遞延稅項資產		10,713	8,192
Pledged bank deposits	已抵押銀行存款		59,559	156,000
Fixed bank deposits	銀行定期存款		—	109,779
<b>Total non-current assets</b>	<b>非流動資產總額</b>		<b>522,770</b>	<b>712,444</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨	11	193,560	184,676
Trade receivables	應收貨款	12	412,018	328,337
Contract assets	合同資產	13	9,635	12,712
Other receivables and prepayments	其他應收和預付款		25,170	45,702
Financial assets at fair value through profit or loss ("FVTPL")	按公允價值計入損益 (「公允價值計入損益」) 之金融資產	20	121,396	180,084
Pledged bank deposits	已抵押銀行存款		149,550	—
Fixed bank deposits	銀行定期存款		851,854	950,277
Bank balances and cash	銀行存款及現金		208,592	220,996
<b>Total current assets</b>	<b>流動資產總額</b>		<b>1,971,775</b>	<b>1,922,784</b>
<b>Total assets</b>	<b>資產總額</b>		<b>2,494,545</b>	<b>2,635,228</b>
<b>EQUITY</b>	<b>資本及儲備</b>			
Share capital	股本	17	1,192,362	1,192,362
Reserves	儲備		766,607	810,210
Equity attributable to owners of the Company	本公司擁有人應佔權益		1,958,969	2,002,572
Non-controlling interests	非控股權益		1,747	1,832
<b>Total equity</b>	<b>權益總額</b>		<b>1,960,716</b>	<b>2,004,404</b>

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

As at 30 June 2020  
於2020年6月30日

			As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		6,379	9,463
Deferred tax liabilities	遞延稅項負債		17,057	23,825
Bank borrowings	銀行貸款	15	14,027	—
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>37,463</b>	33,288
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and bills payables	應付賬款及票據	14	330,191	399,346
Contract liabilities	合同負債		13,372	42,468
Other payables	其他應付款		114,352	111,972
Lease liabilities	租賃負債		7,823	8,108
Government grants	政府補貼		1,858	1,858
Income tax payable	應付所得稅項		28,770	33,784
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>496,366</b>	597,536
<b>Total liabilities</b>	<b>負債總額</b>		<b>533,829</b>	630,824
<b>Total equity and liabilities</b>	<b>權益與負債總額</b>		<b>2,494,545</b>	2,635,228

The notes from pages 33 to 60 are an integral part of the interim condensed consolidated financial information.

載於第33至60頁之附註構成中期簡明綜合財務資料的部份。

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

Attributable to owners of the Company  
本公司擁有人應佔權益

		Shares held under								Non-controlling interests	Total	
		Share capital	Share award reserves	Share award scheme	Share options	Exchange translation reserves	Other reserves	Statutory reserves	Retained earnings			
		股本	儲備	股份獎勵計劃持有	購股權儲備	匯兌儲備	其他儲備	法定儲備	未分配利潤	合計	非控股權益	合計
		RMB'000	RMB'000	RMB'000	RMB'000	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	人民幣千元	人民幣千元	人民幣千元	人民幣千元
							(Note i) (附註i)	(Note ii) (附註ii)				
At 1 January 2019 (audited)	於2019年1月1日(經審計)	1,192,362	4,871	(9,968)	56,727	5,200	42,631	116,484	569,242	1,977,549	2,534	1,980,083
Profit for the period	期內利潤	-	-	-	-	-	-	-	87,692	87,692	(448)	87,244
Other comprehensive income for the period	期內其他全面收入	-	-	-	-	(3,510)	-	-	-	(3,510)	-	(3,510)
Total comprehensive income for the period	期內全面收入總額	-	-	-	-	(3,510)	-	-	87,692	84,182	(448)	83,734
Recognition of equity-settled share-based payments	以權益結算的股份支付	-	1,613	-	-	-	-	-	-	1,613	-	1,613
Dividends (Note 7)	股息(附註7)	-	-	-	-	-	-	-	(117,040)	(117,040)	-	(117,040)
		-	1,613	-	-	-	-	-	(117,040)	(115,427)	-	(115,427)
At 30 June 2019 (unaudited)	於2019年6月30日(未經審計)	1,192,362	6,484	(9,968)	56,727	1,690	42,631	116,484	539,894	1,946,304	2,086	1,948,390
At 1 January 2020 (audited)	於2020年1月1日(經審計)	1,192,362	-	(8,015)	-	2,183	42,631	130,921	642,490	2,002,572	1,832	2,004,404
Profit for the period	期內利潤	-	-	-	-	-	-	-	82,084	82,084	(85)	81,999
Other comprehensive income for the period	期內其他全面收入	-	-	-	-	1,315	-	-	-	1,315	-	1,315
Total comprehensive income for the period	期內全面收入總額	-	-	-	-	1,315	-	-	82,084	83,399	(85)	83,314
Purchase of shares under share award scheme (Note 16(c))	購買股份獎勵計劃持有股份(附註16(c))	-	-	(5,501)	-	-	-	-	-	(5,501)	-	(5,501)
Transfer	轉撥	-	-	-	-	-	-	13,204	(13,204)	-	-	-
Dividends (Note 7)	股息(附註7)	-	-	-	-	-	-	-	(121,501)	(121,501)	-	(121,501)
		-	-	(5,501)	-	-	-	13,204	(134,705)	(127,002)	-	(127,002)
At 30 June 2020 (unaudited)	於2020年6月30日(未經審計)	1,192,362	-	(13,516)	-	3,498	42,631	144,125	589,869	1,958,969	1,747	1,960,716

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### Notes:

- (i) Other reserves represent the aggregate of capitalisation of statutory reserves into capital of a subsidiary of the Company, Goldpac Limited in 2011 contribution from a shareholder and share of other reserve of associates.
- (ii) Under the relevant regulations in the People's Republic of China (the "PRC"), certain subsidiaries of the Company which were established in the PRC are required to make appropriation to the statutory reserves at 10% of their profit after tax based on their statutory financial statements. The statutory reserve may only be used, upon approval by the relevant authorities, to offset accumulated losses or to increase the capital of those subsidiaries.

The notes from pages 33 to 60 are an integral part of the interim condensed consolidated financial information.

### 附註：

- (i) 其他儲備指於2011年於一家本公司之附屬公司，金邦達有限公司的法定儲備轉入至其他儲備、一名股東的出資及應佔聯營公司其他儲備的資本總和。
- (ii) 根據中華人民共和國(「中國」)的有關法規，若干於中國成立之本公司之附屬公司需按其法定財務報表中除稅後淨利潤的10%計提法定儲備。該法定儲備僅能在得到有關部門批准後，方可用於彌補該等附屬公司累積虧損或者增加其資本。

載於第33至60頁之附註構成中期簡明綜合財務資料的部份。



# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

Six months ended 30 June  
截至6月30日止之六個月

2020	2019
2020年	2019年
RMB'000	RMB'000
人民幣千元	人民幣千元
(unaudited)	(unaudited)
(未經審計)	(未經審計)

<b>Cash flows from operating activities</b>	<b>經營活動產生之現金流量</b>		
Cash used in operations	營運所用現金	(67,425)	(54,391)
Tax paid	已付所得稅	(26,625)	(18,455)
<b>Net cash used in operating activities</b>	<b>經營活動動用之現金淨額</b>	<b>(94,050)</b>	<b>(72,846)</b>
<b>Cash flows from investing activities</b>	<b>投資活動產生之現金流量</b>		
Withdrawals of fixed bank deposits	提取銀行定期存款	304,115	581,265
Redemption of financial assets at FVTPL	贖回按公允價值計入損益之金融資產	110,000	120,000
Withdrawals of pledged bank deposits	提取已抵押銀行存款	—	15,503
Investment income received from financial assets at FVTPL	已收按公允價值計入損益之金融資產投資收入	1,159	2,963
Placement of pledged bank deposits	存放已抵押銀行存款	—	(106)
Purchase of property, plant and equipment	購買物業、廠房及設備	(33,772)	(41,145)
Purchase of financial assets at FVTPL	購買按公允價值計入損益之金融資產	(50,000)	(170,000)
Placement of fixed bank deposits	存放銀行定期存款	(247,768)	(451,377)
Interest received	已收利息	9,936	13,896
Advance to an associate	向聯營公司墊款	(1,293)	—
<b>Net cash generated from investing activities</b>	<b>投資活動產生之現金淨額</b>	<b>92,377</b>	<b>70,999</b>
<b>Cash flows from financing activities</b>	<b>融資活動產生之現金流量</b>		
Draw down of bank borrowings	提取銀行借款	14,027	—
Repayment of principal portion of leases liabilities	償還租賃負債之本金部分	(4,080)	(3,605)
Repayment of interest portion of leases liabilities	償還租賃負債之利息部分	(403)	(418)
Purchase of shares under share award scheme	購買股份獎勵計劃之股份	(5,501)	—
Dividends paid	股利支付	(121,501)	(116,551)
<b>Net cash used in financing activities</b>	<b>融資活動動用之現金淨額</b>	<b>(117,458)</b>	<b>(120,574)</b>
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(119,131)	(122,421)
Cash and cash equivalents at the beginning of the period	期初現金及現金等價物	366,996	401,042
Effect of foreign exchange rate changes	匯率變動的影響	984	(1,511)
<b>Cash and cash equivalents at the end of the period</b>	<b>期末現金及現金等價物</b>	<b>248,849</b>	<b>277,110</b>
<b>Analysis of the balances of cash and cash equivalents</b>	<b>現金及現金等價物結餘分析</b>		
Bank balances and cash	銀行存款及現金	208,592	224,330
Fixed bank deposits which matured within three months	三個月內到期的銀行定期存款	40,257	52,780
		<b>248,849</b>	<b>277,110</b>

The notes from pages 33 to 60 are an integral part of the interim condensed consolidated financial information.

載於第33至60頁之附註構成簡明綜合中期財務資料的部份。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 1 GENERAL INFORMATION

The Company is an investment holding company and the principal activities of its subsidiaries (together, the “**Group**”) are engaged in manufacture and sale of embedded software and secure payment products for smart secure payment, provision of data processing services, equipment, system platform, Artificial Intelligence (A.I.) self-service kiosks and other total solutions services for customers in a wide business range including financial, government, healthcare, transportation and retails by leveraging innovative financial technology (“**Fintech**”).

The Company is a public limited company incorporated in Hong Kong and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The address of the registered office is Room 1301, 13th Floor, Bank of East Asia, Harbour View Center, No. 56 Gloucester Road, Wanchai, Hong Kong.

Its parent and ultimate holding company is Goldpac International (Holding) Limited (“**GIHL**”) (a limited liability company incorporated in Hong Kong). Its ultimate controlling party is Mr. Lu Run Ting, who is also the Chairman and Executive Director of the Company.

The Group’s condensed consolidated financial information are presented in Renminbi (“**RMB**”), unless otherwise stated. This condensed consolidated interim financial information was approved for issue by the Board of Directors on 17 August 2020.

### 2 BASIS OF PREPARATION

The condensed consolidated financial information has been prepared in accordance with Hong Kong Accounting Standard 34 (“**HKAS 34**”) “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The condensed consolidated financial information does not include all the notes of the type normally included in the annual financial statements. Accordingly, the condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2019, which have been prepared in accordance with the Hong Kong Financial Reporting Standards (“**HKFRSs**”). The condensed consolidated financial information has been prepared on the historical cost basis except for certain financial assets at FVTPL, which are measured at fair values.

### 1 一般資料

本公司是一家投資控股有限公司，本公司及其附屬公司（統稱「**本集團**」）的主要業務是為全球客戶提供智能安全支付領域的嵌入式軟件和安全支付產品，同時融合創新金融科技（「**金融科技**」），為金融、政府、衛生、交通、零售等廣泛領域客戶提供數據處理服務、設備、系統平台、智能自助設備及其他整體解決方案。

本公司是一家在香港註冊的公眾有限公司，本公司股票在香港聯合交易所有限公司（「**聯交所**」）主板上市交易。註冊辦事處地址為香港灣仔告士打道56號，東亞銀行港灣中心13層1301室。

本公司之母公司及最終控股公司為金邦達國際（集團）有限公司（「**金邦達國際**」）（一家於香港註冊成立的有限公司）。本公司最終控制方為盧閔霆先生，彼亦是本公司主席及執行董事。

本集團之簡明綜合財務資料以人民幣（「**人民幣**」）呈列，除非另作說明。董事會已於2020年8月17日批准刊發本簡明綜合中期財務資料。

### 2 編製基礎

本簡明綜合財務資料按照香港會計師公會（「**香港會計師公會**」）發佈的香港會計準則第34號（「**香港會計準則第34號**」）—「中期財務報告」，以及香港聯合交易所有限公司證券上市規則（「**上市規則**」）附錄十六的披露要求編製。簡明綜合財務資料並不包括年度財務報表中通常包括的所有附註類型，因此，簡明綜合財務資料應與根據香港財務報告準則（「**香港財務報告準則**」）所編製截至2019年12月31日止年度之年度財務報表一併閱讀。簡明綜合財務資料乃根據歷史成本慣例編製，按公允價值計量的按公允價值計入損益之金融資產除外。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 2 BASIS OF PREPARATION (continued)

The financial information relating to the year ended 31 December 2019 that is included in this condensed consolidated financial information as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with Section 436 of the Hong Kong Companies Ordinance [Cap. 622] ("**Companies Ordinance**") is as follows:

The Company has delivered the financial statements for the year ended 31 December 2019 to the Registrar of Companies as required by section 622(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company's predecessor auditor, Deloitte Touche Tohmatsu has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Companies Ordinance [Cap. 622].

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

In preparing this condensed consolidated interim financial information, the significant judgments made by management in applying the Group's accounting policies and the key resources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2019, except that income tax expense is recognised based on management's estimate of the weighted average effective annual income tax rate expected for the full financial year.

### 2 編製基礎(續)

本簡明綜合財務資料中載有之關於截至2019年12月31日止之年度之財務資料作為比較信息，雖不構成本公司於該年度之法定年度綜合財務報表，但皆來自該年度綜合財務報表。根據香港《公司條例》(「《公司條例》」)第622章第436條要求披露有關該等法定財務報表之進一步資料如下：

本公司已根據《公司條例》第622(3)條及附表6第3部分之規定，向公司註冊處處長遞交截至2019年12月31日止之年度之財務報表。

本公司前任核數師，德勤•關黃陳方會計師行已就上述之財務報表編製核數師報告。核數師報告為無保留意見；且並無提述核數師在不作出保留意見之情況下，以強調事項之方式提請垂注之任何事宜；亦無載有《公司條例》第622章第406(2)條、第407(2)或(3)條中之聲明。

編製簡明綜合中期財務資料時，需要管理層對影響會計政策的應用與資產及負債、收入及支出的列報金額作出判斷、估計及假設，其實際結果可能有別於該等估計。

編製此簡明綜合中期財務資料時，除所得稅費用是根據管理層對整個會計年度預期的加權平均實際年所得稅率的估計來確認的之外，管理層對本集團在會計政策的應用及估計不確定性的主要來源所作出的重要判斷，與截至2019年12月31日止年度的綜合財務報表所採用者相同。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in this condensed consolidated financial information are consistent with those of the annual financial statements of the Group for the year ended 31 December 2019, as described in those annual financial statements, except for the estimation of income tax and standards as mentioned below.

#### (a) New and amendments to standards adopted by the Group

During the six months ended 30 June 2020, the Group has adopted the following new and amendments to standards which are mandatory for accounting periods beginning on 1 January 2020:

Amendments to HKFRS 3 (Revised)      Definition of a Business (amendments)

Amendments to HKFRS 9, HKAS 39 and HKFRS 7      Hedge Accounting (amendments)

Conceptual Framework for Financial Reporting 2018      Revised Conceptual Framework for Financial Reporting

Amendments to HKAS 1 and HKAS 8      Definition of Material (amendments)

The adoption of these new and amendments to standards does not have significant impact to the Group's results of operation and financial position.

### 3 主要會計政策

除了所得稅估計及下述準則外，編製本中期簡明合併財務資料所採用的會計政策與截至於2019年12月31日的年度財務報表一致。

#### (a) 本集團對新訂及經修訂準則的採納

於截至2020年6月30日止之六個月，本集團採納於2020年1月1日開始之年度強制生效之新訂及經修訂準則：

香港財務報告準則第3號之修訂 (修訂)      業務的定義 (修訂本)

香港財務報告準則第9號，香港會計準則第39號及香港財務報告準則第7號之修訂      對沖會計 (修訂本)

財務報導之觀念架構2018      財務報導之觀念架構之修訂

香港會計準則第1號及香港會計準則第8號之修訂      重要性定義 (修訂本)

採納新訂及經修訂之準則對本集團之業績及財務狀況並無任何重大影響。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### 3 主要會計政策(續)

(b) New standard and amendments to existing standards issued but not yet effective for the financial year beginning on or after 1 January 2020 and have not been early adopted by the Group

(b) 已頒佈但尚未於2020年1月1日或之後生效的新準則及準則之修訂，本集團亦無提早採納

		Effective for accounting periods beginning on or after 年度期間開始或 之後生效
Amendments to HKFRS 16 香港財務報告準則第16號之修訂本	COVID-19 Related Rent Concessions 新型冠狀病毒肺炎相關租金減讓	1 June 2020 2020年6月1日
Amendments to HKAS 1 香港會計準則第1號之修訂本	Classification of Liabilities as Current or Non-current 將負債分類為流動或非流動	1 January 2023 2023年1月1日
HKFRS 17 香港財務報告準則第17號	Insurance Contracts 保險合約	1 January 2023 2023年1月1日
Amendments to HKFRS 10 and HKAS 28 香港財務報告準則第10號及 香港會計準則第28號之修訂本	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture 投資者與聯營公司或合營公司之間 的資產出售或注資	To be determined 尚未確定

The Group has performed an assessment of these new and amended standards. None of these is expected to have a significant effect on the Group's result of operations and financial position.

本集團已對新訂及經修訂之準則作出評估。以上的新準則及準則之修訂對本集團簡明中期財務資料並無任何重大影響。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 4 REVENUE AND SEGMENT INFORMATION

The unaudited segment information for the six months ended 30 June 2020 and 2019 by business segment are as follow:

### 4 收入及分部資料

以下為截至2020年及2019年6月30日止之六個月未經審計的按經營分部業績：

		For the six months ended 30 June 2020 截至2020年6月30日止之六個月		
		Embedded software and secure payment products 嵌入式軟件和安全支付產品 RMB'000 人民幣千元	Platform and service 平台及服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Types of goods and services</b>	<b>貨物和服務種類</b>			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	327,641	—	327,641
Data processing	數據處理	—	85,881	85,881
Equipment	設備	—	138,931	138,931
Total	總計	327,641	224,812	552,453
<b>Geographical markets</b>	<b>地區市場</b>			
Overseas and the Special Administrative Regions of Hong Kong ("Hong Kong") and Macao ("Macao")	海外及香港特別行政區(「香港」)和澳門特別行政區(「澳門」)	33,990	8,623	42,613
Mainland China	中國內地	293,651	216,189	509,840
Total	總計	327,641	224,812	552,453

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 4 REVENUE AND SEGMENT INFORMATION (continued)

### 4 收入及分部資料(續)

For the six months ended 30 June 2019  
截至2019年6月30日止之六個月

		Embedded software and secure payment products 嵌入式軟件和安全支付產品 RMB'000 人民幣千元	Platform and service 平台及服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
<b>Types of goods and services</b>	<b>貨物和服務種類</b>			
Embedded software and secure payment products	嵌入式軟件和安全支付產品	471,520	—	471,520
Data processing	數據處理	—	132,300	132,300
Equipment	設備	—	49,323	49,323
<b>Total</b>	<b>總計</b>	<b>471,520</b>	<b>181,623</b>	<b>653,143</b>
<b>Geographical markets</b>	<b>地區市場</b>			
Overseas and Hong Kong and Macao	海外及香港和澳門	37,599	8,565	46,164
Mainland China	中國內地	433,921	173,058	606,979
<b>Total</b>	<b>總計</b>	<b>471,520</b>	<b>181,623</b>	<b>653,143</b>

Segment information has been identified on the basis of internal management reports which are reviewed by the Chairman of the Company, being the chief operating decision maker, in order to allocate resources to the operating and reportable segments and to assess their performance.

分部資料以公司內部管理報告為基礎而確立，此內部管理報告經由公司經營決策者 — 本公司主席審閱，以利於向經營及可報告分部分配所需資源並評估其表現。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 4 REVENUE AND SEGMENT INFORMATION

(continued)

The Group's operating and reportable segments under HKFRS 8 are as follows:

- |   |   |
|---|---|
| Embedded software and secure payment products | — Manufacture and sale of embedded software and secure payment products for smart secure payment  |
| Platform and service                          | — Provision of data processing, equipment, system platforms and other total solutions for customers in a wide business range including financial, government, healthcare, transportation and retails by leveraging innovative Fintech |

Revenue from sale of embedded software and secure payment products and sale of equipment are recognised at a point in time, and revenue from data processing services are recognised over time.

Each operating and reportable segment derives its revenue from the sales of products and provision of data processing services. They are managed separately because each product requires different production and marketing strategies. For segment reporting, these individual operating segments have been aggregated into a single reportable segment due to similar nature of the products.

Segment results represent the gross profits earned by each segment.

### 4 收入及分部資料(續)

根據香港財務報告準則第8號，本集團經營及可報告分部如下：

- |              |  |
|--------------|--|
| 嵌入式軟件和安全支付產品 | — 製造和銷售智能安全支付領域的嵌入式軟件和安全支付產品                             |
| 平台及服務        | — 融合創新金融科技，為金融、政府、衛生、交通、零售等廣泛領域客戶提供數據處理、設備、系統平台及其他整體解決方案 |

嵌入式軟件和安全支付產品的銷售收入及設備的銷售收入在某個時間點確認，而數據處理服務的收入則於一段時間內確認。

各經營及可報告分部通過銷售產品和提供數據處理服務取得其收入。因為不同產品需要不同的生產及市場營銷策略，各分部實行單獨管理。出於分部匯報之目的，相似性質的產品的分部已合併作為一個分部。

分部業績指各分部所取得的毛利。



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 4 REVENUE AND SEGMENT INFORMATION

(continued)

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

### 4 收入及分部資料(續)

以下為本集團按可報告分部的收入及業績之分析：

		Revenue 收入		Results 業績	
		Six months ended 30 June		Six months ended 30 June	
		截至6月30日止之六個月		截至6月30日止之六個月	
		2020	2019	2020	2019
		2020年	2019年	2020年	2019年
		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
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審計)	(未經審計)	(未經審計)	(未經審計)
Sales to external parties of	向外部客戶之銷售				
– embedded software and	– 嵌入式軟件和安全				
secure payment	支付產品				
products		327,641	471,520	77,186	109,501
– platform and service	– 平台及服務	224,812	181,623	81,907	76,701
		552,453	653,143	159,093	186,202
Other income	其他收入			33,518	30,963
Other gains, net	其他收益·淨額			13,173	3,217
Research and development	研發成本			(49,580)	(51,434)
costs				(45,056)	(44,385)
Selling and distribution costs	銷售及分銷成本			(17,899)	(18,570)
Administrative expenses	行政開支				
Reversal of/(allowance for)	應收貨款減值虧損撥回				
impairment loss on trade	／(撥備)			1,222	(742)
receivables					
Impairment loss on amount	應收聯營公司之減值虧損			(1,246)	–
due from an associate				(403)	(418)
Finance costs	財務成本				
Reversal of impairment loss on	於聯營公司之權益之減值撥回			1,500	–
interests in an associate					
Profit before income tax	除所得稅前溢利			94,322	104,833

The management of the Company makes decisions according to the operating results of each segment. No information of segment assets and liabilities is available for the assessment of performance of different business activities. Therefore, no information about segment assets and liabilities is presented.

本公司管理層根據各分部經營業績作出決策。概無分部資產或負債資料可用以評估不同業務活動的表現。因此，並無呈報分部資產及負債資料。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 5 PROFIT BEFORE INCOME TAX

### 5 所得稅前利潤

		Six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
Profit before income tax is arrived at after charging/(crediting):	所得稅前利潤已扣除/ (增加) :		
Directors' remuneration	董事酬金	5,414	6,183
Retirement benefits scheme contributions	退休福利計劃供款	1,986	2,603
Share-based payments	股份支付	—	1,099
Staff costs	員工成本	83,972	95,113
Cost of inventories sold	存貨成本	315,318	370,263
Government grants (Note i)	政府資助(附註i)	(6,424)	(3,225)
Value-added tax refund (Note i)	增值稅退稅(附註i)	(9,184)	(9,364)
Interest income (Note i)	利息收入(附註i)	(15,912)	(15,417)
Investment income from financial assets at FVTPL (Note 20) (Note i)	按公允價值計入損益之金融資產投資收入(附註20)(附註i)	(1,105)	(2,963)
Unrealised gain from financial assets at FVTPL (Note 20) (Note ii)	按公允價值計入損益之金融資產未實現收益(附註20)(附註ii)	(1,366)	(2,282)
Net exchange gain (Note ii)	匯兌收益淨值(附註ii)	(11,807)	(935)
Provision for inventories	存貨撥備	10,564	2,843
Depreciation of property, plant and equipment	物業、廠房及設備折舊	17,719	20,894
Depreciation of right-of-use assets	使用權資產折舊	4,777	4,138
Amortisation of intangible assets	無形資產攤銷	1,143	1,145

Notes:

- (i) Government grants, value-added tax refund, interest income and investment income from financial assets at FVTPL are included in "Other income".
- (ii) Unrealised gain from financial assets at FVTPL and net exchange gain are included in "Other gains, net".

附註:

- (i) 政府資助、增值稅退稅、利息收入，以及按公允價值計入損益之金融資產投資收入計入「其他收入」。
- (ii) 按公允價值計入損益之金融資產未實現收益及匯兌收益淨值計入「其他收益，淨額」。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 6 INCOME TAX EXPENSE

### 6 所得稅費用

		Six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
Current income tax	即期所得稅項		
Mainland China corporate income tax	中國內地企業所得稅	(9,927)	(11,526)
Hong Kong profits tax	香港利得稅	(2,272)	(2,740)
Mainland China withholding tax	中國內地預扣所得稅	(9,412)	(9,290)
		(21,611)	(23,556)
Deferred income tax	遞延稅項	9,288	5,967
Income tax expense	所得稅費用	(12,323)	(17,589)

Income tax expense is recognised based on management's estimate of the weighted average effective annual income tax rate expected for the full financial year.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HKD2,000,000 of profits of the qualifying group entity will be taxed at 8.25%, and profits above HKD2,000,000 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, starting from the year ended 31 December 2019, the Hong Kong Profits Tax is calculated at 8.25% on the first HKD2,000,000 of the estimated assessable profits and at 16.5% on the estimated assessable profits above HKD2,000,000 for Goldpac Datacard Solutions Company Limited.

所得稅費用是根據管理層對整個會計年度預期的加權平均實際年所得稅率的估計來確認的。

香港立法會於2018年3月21日通過了《2017年稅務(修訂)(第7號)條例草案》(「條例草案」)。該條例草案引入利得稅兩級制，已於2018年3月28日簽署成為法律並於翌日刊憲。在利得稅兩級制下，對於符合資格的集團實體首2,000,000港幣利潤的利得稅率為8.25%，超過2,000,000港幣利潤的部分的利得稅率為16.5%。無資格應用利得稅兩級制的集團實體則繼續統一以16.5%為利得稅率。相應地，由截至2019年12月31日止年度開始，金邦達數據有限公司之首2,000,000港幣估計應課稅利潤的香港利得稅應用8.25%計算，超過2,000,000港幣部分的香港利得稅則應用16.5%計算。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
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### 6 INCOME TAX EXPENSE (continued)

The Mainland China corporate income tax is calculated at the applicable rates in accordance with the relevant laws and regulations in the Mainland China.

The Company's subsidiaries in the Mainland China are subject to Mainland China corporate income tax at 25%, except that Goldpac Limited which is approved for 3 years as an enterprise satisfied as a High-New Technology Enterprise and is entitled to the preferential tax rate of 15% in 2017, 2018 and 2019. The directors of the Company anticipate that Goldpac Limited will obtain such approval in 2020 and entitle the preferential tax rate of 15% in 2020, 2021 and 2022.

According to a joint circular of Ministry of Finance and the State Administration of Taxation, Cai Shui [2008] No. 1, only the profits earned prior to 1 January 2008, when distributed to foreign investors, can be grandfathered with the exemption from withholding tax. Whereas, pursuant to Articles 3 and 27 of the Corporate Income Tax Law and Article 91 of its Implementation Rules, dividend distributed out of the profit generated thereafter, shall be subject to corporate income tax at 10% or reduced tax rate if tax treaty or arrangement applies. Under the relevant tax arrangement, withholding tax rate on dividend distribution to the qualifying Hong Kong resident companies is 5%. Deferred tax liability on the undistributed profits earned by Goldpac Limited since 1 January 2008 have been accrued at the tax rate of 5%.

### 6 所得稅費用(續)

中國內地企業所得稅根據中國內地有關法律法規按適用的稅率計算。

本公司的中國內地附屬公司按25%的稅率繳納中國內地企業所得稅，惟金邦達有限公司已被認定為高新技術企業，並可於2017年、2018年及2019年三年內享受15%的優惠稅率。本公司董事預計金邦達有限公司將於2020年獲得審批，於2020年、2021年及2022年度內繼續享受15%的優惠稅率。

根據財政部及國家稅務總局財稅[2008]第1號聯合通知，於向境外投資者作出分派時，只有於2008年1月1日之前賺取的利潤可免繳預扣稅。然而，根據企業所得稅法第3條及27條及其實施細則第91條規定，以其後產生的利潤分派股息時，須按10%或(倘稅收協定或安排適用)較低的稅率繳納企業所得稅。根據相關稅收安排，分配予合資格香港居民公司股息的預扣稅率為5%。金邦達有限公司自2008年1月1日起賺取的未分配利潤遞延稅項責任已按5%的稅率計提。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
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### 7 DIVIDENDS

### 7 股息

		Six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
2019 Final — HK 10.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020) [2018 Final — HK10.0 cents per ordinary share based on 833,561,000 shares (declared on 15 March 2019)]	2019年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股(於2020年3月23日宣派)(2018年年度末期 — 每股普通股港幣10.0仙，基於833,561,000股(於2019年3月15日宣派))	<b>75,938</b>	73,150
2019 Special — HK 6.0 cents per ordinary share based on 833,561,000 shares (declared on 23 March 2020) [2018 Special — HK6.0 cents per ordinary share based on 833,561,000 shares (declared on 15 March 2019)]	2019年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股(於2020年3月23日宣派)(2018年年度特別股息 — 每股普通股港幣6.0仙，基於833,561,000股(於2019年3月15日宣派))	<b>45,563</b>	43,890

Subsequent to the end of the Interim Period, the Board has resolved to declare the payment of an interim dividend of HK3.0 cents (equivalent to approximately RMB2.7 cents) per ordinary share, amounting to approximately RMB22,379,000 in aggregate with reference to the number of issued shares as at the end of the Interim Period (for the six months ended 30 June 2019: HK4.0 cents (equivalent to approximately RMB3.6 cents) per ordinary share, amounting to approximately RMB29,935,000). The dividend declared after 30 June 2020 has not been recognised as a liability as at 30 June 2020.

本中期後，董事會決議派發中期股息每股普通股港幣3.0仙(折合約人民幣2.7分)，參照本中期末之已發行股份數目計算合共約人民幣22,379,000元(截至2019年6月30日止之六個月：每股普通股港幣4.0仙(折合約人民幣3.6分)，合共約人民幣29,935,000元)。於2020年6月30日後宣派的股息未被確認為於2020年6月30日之負債。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 8 EARNINGS PER SHARE

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

		For the six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
Earnings:	盈利:		
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內利潤	82,084	87,692

### 8 每股盈利

歸屬於本公司擁有人的每股基本及攤薄盈利乃根據以下數據計算：

		For the six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)	2019 2019年 Number of ordinary shares 普通股股數 '000 千股 (unaudited) (未經審計)
Number of shares:	股份數量:		
Weighted average number of ordinary shares for the purpose of basic earnings per share (Note)	計算每股基本盈利所採用的加權平均普通股股數(附註)	826,407	828,718

*Note:* The weighted average number of ordinary shares adopted in the calculation of basic and diluted earnings per share for both periods have been arrived at after deducting the shares held in trust for the Company by an independent trustee under the share award scheme of the Company.

*附註:* 計算兩期每股基本及攤薄盈利加權平均普通股股數時，均已扣除本公司股份獎勵計劃項目下由獨立信託公司代本公司持有的股份。

For the six months ended 30 June 2020, diluted earnings per share were same as the basic earnings per share as there was no potential dilutive ordinary shares outstanding during the period.

於截至2020年6月30日止之六個月，每股攤薄盈利與每股基本盈利相同，因為期間並無具潛在攤薄效應的已發行普通股。

For the six months ended 30 June 2019, diluted earnings per share were same as the basic earnings per share as the dilution impact was insignificant.

截至2019年6月30日止六個月，因攤薄影響不重大，每股攤薄盈利與每股基本盈利相同。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 9 PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSETS, INVESTMENT PROPERTY AND INTANGIBLE ASSETS

During the period, the Group incurred capital expenditures of approximately RMB33,772,000 (for the six months ended 30 June 2019: RMB41,145,000) and RMB711,000 (for the six months ended 30 June 2019: RMB11,106,000) for property, plant and equipment and right-of-use assets, respectively, and there were no capital expenditures incurred for investment property and intangible assets (for the six months ended 30 June 2019: Nil).

### 9 物業、廠房及設備，使用權資產，投資物業及無形資產

於本期內，本集團物業、廠房及設備以及使用權資產產生資本開支分別約為人民幣33,772,000元(截至2019年6月30日止之六個月：人民幣41,145,000元)及人民幣711,000元(截至2019年6月30日止之六個月：人民幣11,106,000元)，而投資物業及無形資產並無產生資本開支(截至2019年6月30日止之六個月：無)。

### 10 INTERESTS IN ASSOCIATES

### 10 於聯營公司之權益

		As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Unlisted investments in associates, at cost	投資於非上市之聯營公司，按成本	32,120	32,120
Share of post-acquisition results and reserves	應佔收購之後業績及儲備	(4,929)	(4,929)
Impairment loss on interests in an associate	於聯營公司之權益之減值虧損	(22,227)	(23,727)
		<b>4,964</b>	<b>3,464</b>

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 10 INTERESTS IN ASSOCIATES (continued)

### 10 於聯營公司之權益(續)

Details of the Group's associates at the end of the reporting period are as follows:

於本報告期末本集團聯營公司之詳情如下：

Name of entity 實體名稱	Country of incorporation and operation 成立和運營國家	Proportion of issued ordinary share and capital indirectly held by the Group 由本集團非直接持有的已發行普通股及股本之佔比		Principal activity 主要業務
		30 June 2020 2020年6月30日 (unaudited) (未經審計)	31 December 2019 2019年12月31日 (audited) (經審計)	
Kaixin Holdings Limited 凱鑫控股有限公司	British Virgin Islands 英屬維爾京群島	45%	45%	Investment holding 控股公司
Goldpac ACS Technologies Inc. ("Goldpac ACS")	Philippines 菲律賓	45%	45%	Data processing 數據處理
Sichuan Zhongruan Technology Ltd. ("SCZR") 四川中軟科技有限公司 〔四川中軟〕	Mainland China 中國內地	19.68% (Note) (附註)	19.68% (Note) (附註)	Smart city platform 智慧城市平台

*Note:* The Group is able to exercise significant influence over SCZR because it has the power to appoint two out of the seven directors of that company under the article of association of that company.

*附註：* 本集團能對四川中軟施加重大影響，因為根據四川中軟之公司章程，本集團有權指派其七名董事中的兩名。



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 10 INTERESTS IN ASSOCIATES (continued)

In September 2019, the Group has entered into a sale and purchase agreement with remaining four shareholders of SCZR and an independent third party (collectively, the "Buyers") to dispose of the 19.68% interest in SCZR held by the Group for a total consideration of RMB32,920,000. According to the sale and purchase agreement, the transaction would be completed (i.e. the 19.68% interest in SCZR will need to be transferred to the Buyers) when the entire consideration is settled by the Buyers. As of 30 June 2020, management expects that the transaction will not be completed within twelve months. Accordingly, the interest in SCZR to be sold does not meet the definition of assets held for sale under HKFRS 5 Non-current Assets Held for Sale and Discontinued Operations. During the six months ended 30 June 2020, non-refundable sale proceeds of RMB1,500,000 (year ended 31 December 2019: RMB3,464,000) has been received from the Buyers. The management of the Group considers the recoverable amount of the investment in SCZR has increased, as such, a reversal of impairment loss on the interest in SCZR of an equivalent amount has been recognised in the consolidated statement of profit or loss.

### 11 INVENTORIES

### 10 於聯營公司之權益(續)

於2019年9月，本集團與四川中軟其餘四名股東及一獨立第三方(統稱『買家』)達成買賣協議，以人民幣32,920,000元的總價格處置本集團持有的19.68%四川中軟權益。根據該買賣協議，交易將於買家付清全部款項後完成(即需要轉讓至買家之19.68%四川中軟權益)。於2020年6月30日，管理層預計該交易將無法於12個月內完成。因此，擬出售的四川中軟權益並不滿足香港財務報告準則第5號持有待售非流動資產及終止經營項下持有待售資產的定義。於截至2020年6月30日止六個月，已收到來自買方的不可退還股權交易所得人民幣1,500,000元(截至2019年12月31日止年度：人民幣3,464,000元)。本集團管理層認為於四川中軟投資之可收回金額有所增加，因此，於綜合損益表中確認同等金額的於四川中軟之權益之減值虧損撥回。

### 11 存貨

		As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Raw materials	原材料	111,587	115,099
Work in progress	半成品	3,875	4,007
Finished goods	成品	78,098	65,570
		<b>193,560</b>	<b>184,676</b>

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 12 TRADE RECEIVABLES

### 12 應收貨款

		As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade receivables	應收貨款	419,972	337,513
Less: provision for impairment loss (Note)	減：減值虧損撥備 (附註)	(7,954)	(9,176)
		<b>412,018</b>	<b>328,337</b>

*Note:* The basis of determining the inputs and assumptions and the estimation techniques used in the determination of provision for impairment loss in condensed consolidated financial information for the six months ended 30 June 2020, are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2019.

*附註：* 在本截至2020年6月30日止之六個月簡明綜合財務資料內對減值虧損撥備的估算所採用輸入數據和假設基準及估計方法與編制2019年12月31日止年度綜合財務報表所採用的是一致的。

The carrying amounts of trade receivables approximate their fair values.

應收貨款的賬面價值接近公允價值。

Payment terms with customers are mainly on credit. Invoices are normally payable in 30 to 150 days by the customers from date of issuance. The following is an aging analysis of trade receivables net of provision for impairment loss presented based on the invoice date:

與客戶的付款條款主要為賒賬。發票一般於開具日期起計30日至150日內由客戶支付。按貨物發票日期呈列的應收貨款(扣除減值虧損撥備)賬齡分析如下：

		As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Aging	賬齡		
0-90 days	0-90日	288,427	206,329
91-180 days	91-180日	42,771	51,447
181-365 days	181-365日	43,515	38,209
Over 1 year	超過一年	37,305	32,352
		<b>412,018</b>	<b>328,337</b>

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 13 CONTRACT ASSETS

### 13 合同資產

	As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Embedded software and secure payment products	3,482	5,253
Equipment	6,153	7,459
	<b>9,635</b>	12,712

The contract assets primarily relate to the Group's right to receive remaining payments from customers and not billed because rights are conditioned on the satisfaction of quality over the products delivered at the reporting date. The contract assets are transferred to trade receivables when the rights become unconditional. The condition is fulfilled upon the completion of retention period which is normally between 6 months to 1 year.

合同資產主要指在報告期發出產品有質保條件時，本集團對未開票收款部分擁有之權利。當該權利變為無條件時，合同資產則轉為應收貨款。通常質保期為6個月至1年。

### 14 TRADE AND BILLS PAYABLES

### 14 應付貨款及應付票據

	As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Trade payables	215,427	282,336
Bills payables — secured	114,764	117,010
	<b>330,191</b>	399,346

The carrying amounts of trade and bills payables approximate their fair values.

應付貨款及應付票據的賬面價值接近公允價值。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 14 TRADE AND BILLS PAYABLES (continued)

The Group normally receives credit terms of 60 to 180 days from its suppliers. The following is an aging analysis of the Group's trade and bills payables based on invoice date and bill issuance date respectively at the end of the reporting period.

		As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Aging	賬齡		
0-90 days	0-90日	285,066	346,814
91-180 days	91-180日	34,504	40,931
181-365 days	181-365日	5,120	4,529
Over 1 year	超過一年	5,501	7,072
		<b>330,191</b>	<b>399,346</b>

### 14 應付貨款及應付票據(續)

本集團一般獲供應商提供60日至180日的信貸期。以下為各報告期末本集團應付貨款及應付票據按發票日期或票據開具日期的賬齡分析。

### 15 BANK BORROWINGS

Non-current bank borrowings, repayable within 2 to 5 years 非流動部分，二至五年間償還

Bank borrowings were denominated in RMB and secured by certain construction in progress and right-of-use assets with total carrying values of RMB127,628,000 as of 30 June 2020.

The carrying amounts of the bank borrowings approximate their fair values as of 30 June 2020 as the impact of discounting of borrowings which bear interests at floating rates was not significant.

### 15 銀行貸款

	As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Non-current bank borrowings, repayable within 2 to 5 years	14,027	—

於2020年6月30日銀行借款均已人民幣計值及由賬面總值為人民幣127,628,000元的若干開發中物業及使用權資產提供擔保。

由於以浮動訂息的借款折現影響不重大，因此於2020年6月30日銀行借款的賬面價值接近其公允價值。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 15 BANK BORROWINGS (continued)

As at 30 June 2020, the Group has the following undrawn borrowing facilities:

As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)	
Expiring beyond one year 超過一年	265,973	—

The Group has complied the financial covenants of bank borrowings during the reporting period.

### 16 SHARE-BASED PAYMENT TRANSACTIONS

#### (a) Pre-IPO Share Option Scheme

The Pre-IPO Share Option Scheme was adopted pursuant to a written resolution passed by the shareholders of the Company on 15 November 2013 (the "Pre-IPO Share Option Scheme") for the primary purpose of recognising the contribution of certain employees and directors made or may have made to the growth of the Group and/or the listing of the Group on the Main Board of the Stock Exchange, and has been expired on 3 December 2019.

### 15 銀行貸款(續)

於2020年6月30日，本集團仍有以下未使用之銀行融資額度：

本集團於報告期間已遵守銀行貸款之融資契諾。

### 16 以股份為基礎的支付交易

#### (a) 首次公開發售前購股權計劃

首次公開發售前購股權計劃於2013年11月15日獲全體股東以書面決議批准(「首次公開發售前購股權計劃」)，旨在肯定本集團若干僱員及董事作出或過去可能作出對本集團發展及／或股份於聯交所上市的貢獻，並已於2019年12月3日到期。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 16 SHARE-BASED PAYMENT TRANSACTIONS

(continued)

#### (b) Share Option Scheme

The principal terms of the share option scheme, approved by the shareholders' resolution passed on 15 November 2013 (the "Share Option Scheme"), are substantially the same as the terms of the Pre-IPO Option Scheme except that:

- (i) the maximum number of shares in respect of which options may be granted shall not exceed 10% of the total number of shares in issue at the date of listing of the shares of the Company on the Main Board of the Stock Exchange;
- (ii) the maximum entitlement of each eligible participant in any 12-month period up to the date of offer to grant shall not exceed 1% of the shares in issue as at the date of offer to grant; and
- (iii) the exercise price is determined by the directors of the Company at their discretion and will not be lower than the highest of: (a) the closing price of the ordinary shares on the Stock Exchange at the offer date, which must be a trading day; (b) the average closing price of the ordinary shares on the Stock Exchange for the five business days immediately preceding the offer date; and (c) the nominal value of the Company's share.

During the six months ended 30 June 2020, no options were granted or agreed to be granted pursuant to Share Option Scheme.

### 16 以股份為基礎的支付交易

(續)

#### (b) 購股權計劃

於2013年11月15日通過的股東決議中所批准的購股權計劃(「購股權計劃」)主要條款與首次公開發售前購股權計劃大致相同，以下條款除外：

- (i) 購股權授出最大股份數不得超過本公司在聯交所上市之日的總股數的10%；
- (ii) 在任一個12個月期間到要約授出之日，授予各合格參與者的最高配額不得超過要約授出之日已發行股份的1%；及
- (iii) 行使價格由本公司董事酌情商定，且不低於以下最高者：(a)普通股在聯交所授出日(需為交易日)之收盤價；(b)普通股在聯交所緊接授出日前五個營業日的普通股平均收盤價；及(c)本公司股份面值。

截至2020年6月30日止之六個月內，概無根據購股權計劃已授出或同意授出購股權。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 16 SHARE-BASED PAYMENT TRANSACTIONS

(continued)

#### (c) Share Award Scheme

The Company adopted a share award scheme (the "Share Award Scheme") on 30 November 2015 (the "Adoption Date") with a duration of 15 years commencing from 11 December 2015. The objectives of the Share Award Scheme are to (i) align the interests of any employee, adviser, consultant, agent, contractor, client or supplier of any member of the Group whom the directors in its sole discretion considers may contribute or have contributed to the Group (the "Participants"); (ii) recognise and motivate the contribution of the Participants and to provide incentives in retaining the Participants for future operation and development of the Group; and (iii) attract suitable personnel for the long-term growth and further strategic expansion of the Group.

The Company has engaged BOCI-Prudential Trustee Limited (the "Trustee") to administer and hold the Company's shares before they are vested and transferred to the Participants. The Trustee purchases the Company's shares being awarded from the open market with funds provided by the Company by way of contributions.

In May 2017, the Group granted 10,374,000 shares under the Share Award Scheme to the Participants. The shares awarded shall be vested in three years on each anniversary of the first vesting date, which is 26 November 2017, in equal portions. The estimated fair value of the shares award granted at the grant date were approximately HKD27,564,000 (equivalent to RMB24,239,000) based on the market price of the relevant shares at the grant date.

As at 31 December 2019, all these shares were either vested or forfeited; for which a total of 4,380,000 shares of the Company were held by the Trustee at the year end date.

### 16 以股份為基礎的支付交易

(續)

#### (c) 股份獎勵計劃

本公司於2015年11月30日(「採納日」)採納股份獎勵計劃(「股份獎勵計劃」)，股份獎勵計劃自2015年12月11日起計有效期為15年。計劃之目的為(i)使董事認為已經或將會對本集團作出貢獻之僱員、參事、顧問、代理、承辦商、顧客或供應商(「計劃參與者」)之利益與本集團利益一致；(ii)嘉獎和鼓勵計劃參與者之貢獻，並給予激勵，以挽留計劃參與者，為本集團的持續經營及發展效力；及(iii)吸引合適人才推動本集團長期增長及進一步戰略拓展。

本公司已委任中銀國際英國保誠信託有限公司(「受託人」)管理及持有本公司之股份，直至將歸屬股份轉讓予計劃參與者。受託人在公開市場買入公司現有股份，費用由本公司支付。

於2017年5月，本集團將10,374,000股股份獎勵計劃持有股份授予計劃參與者。獎勵股份應從首個歸屬日(即2017年11月26日)起分3年歸屬，每年歸屬的數量相同。按授予日的市場價格估算，獎勵股份於授予日的公允價值約港幣27,564,000元(折合約人民幣24,239,000元)。

於2019年12月31日，所有獎勵股份已歸屬或已失效，受託人於年末持有本公司4,380,000股普通股。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 16 SHARE-BASED PAYMENT TRANSACTIONS

(continued)

#### (c) Share Award Scheme (continued)

During the six months ended 30 June 2020, the Trustee acquired 3,766,000 ordinary shares of the Company (for the six months ended 30 June 2019: Nil) for a total consideration of RMB5,501,000, and no shares were granted to employees under the Share Award Scheme during the period. The Group did not recognise any expense for the six months ended 30 June 2020 in relation to the share awards granted by the Company (for the six months ended 30 June 2019: recognised total expenses of RMB1,613,000).

As at 30 June 2020, 8,146,000 shares of the Company under the Share Award Scheme were held by the Trustee.

### 16 以股份為基礎的支付交易

(續)

#### (c) 股份獎勵計劃(續)

截至2020年6月30日止之六個月，受託人以總代價人民幣5,501,000元購入本公司3,766,000股普通股(截至2019年6月30日止之六個月：無)，於期間內未授予僱員股份獎勵計劃之股份。截至2020年6月30日止之六個月，本集團沒有確認授出獎勵股份的開支(截至2019年6月30日止之六個月：已確認人民幣1,613,000元總開支)。

於2020年6月30日，受託人持有股份獎勵計劃之8,146,000股。

### 17 SHARE CAPITAL

### 17 股本

	Number of ordinary shares 普通股股數 '000 千股	Amount 金額 HKD'000 港幣千元
Issued and fully paid: As at 1 January 2019 (audited), 31 December 2019 (audited) and 30 June 2020 (unaudited)	已發行且繳足： 於2019年1月1日(經審計)， 2019年12月31日(經審計) 及2020年6月30日 (未經審計)	833,561 1,499,498
Shown in the consolidated financial statements as of 31 December 2019 (audited) and condensed consolidated financial information as of 30 June 2020 (unaudited)	顯示於2019年12月31日 綜合財務報表(經審計) 及於2020年6月30日 簡明綜合財務資料 (未經審計)	1,192,362



# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 18 CAPITAL COMMITMENTS

### 18 資本承擔

	As at 30 June 2020 於2020年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審計)	As at 31 December 2019 於2019年 12月31日 RMB'000 人民幣千元 (audited) (經審計)
Capital expenditure contracted for but not provided in the condensed consolidated financial information in respect of acquisition of property, plant and equipment	123,406	24,800

### 19 RELATED PARTY DISCLOSURES

### 19 關聯方披露

(i) Other than the transactions and balances with related parties disclosed elsewhere in this condensed consolidated financial information, during the period, the Group has the following significant transactions with related parties:

(i) 除本簡明綜合財務資料中所披露的與關聯方的交易及結餘外，於本期內，本集團與關聯方有以下重大交易：

Name of related and connected party 關聯及關連方名稱	Relationship with the Group 與本集團的關係	Nature of transactions 交易性質	Six months ended 30 June 截至6月30日止之六個月	
			2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
Shanghai Gemalto IC Card Technology Co., Ltd 上海金雅拓智能卡技術有限公司	Company controlled by a substantial shareholder 主要股東控制的公司	Purchase of materials 原材料採購	—	2,279

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 19 RELATED PARTY DISCLOSURES (continued)

#### (ii) Compensation of key management personnel

During the period, the remuneration of directors which represent key management personnel of the Group was as follows:

### 19 關聯方披露(續)

#### (ii) 主要管理層人員酬金

於本期內，代表本集團主要管理人員之董事酬金如下：

		Six months ended 30 June 截至6月30日止之六個月	
		2020 2020年 RMB'000 人民幣千元 (unaudited) (未經審計)	2019 2019年 RMB'000 人民幣千元 (unaudited) (未經審計)
Directors' fee	袍金	299	325
Basis salaries and allowances	基本薪金和津貼	5,055	4,934
Bonus	分紅	—	364
Share-based payments	股份支付	—	514
Retirement benefits scheme contributions	退休福利計劃供款	60	46
		<b>5,414</b>	<b>6,183</b>

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
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### 20 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

### 20 金融工具的公允價值計量

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值

本集團部分金融資產於每個報告期末按公允價值計量。關於該等金融資產公允價值是如何定義的(特別是估價方法及使用的輸入數據),以及基於計量公允價值的輸入數據可觀測程度而分類的公允價值等級(第1至3級)信息由下表提供。

- 第1級公允價值計量指使用相同資產或負債於活躍市場的報價(未經調整)計量;
- 第2級公允價值計量指使用除第1級涵蓋的報價外,資產或負債直接(例如價格)或間接(例如按價格計算所得)可觀測的輸入數據計量;及
- 第3級公允價值計量指估值方法中使用無法基於可觀測的市場數據(不可觀測輸入數據)的資產或負債輸入數據計量。

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 20 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

### 20 金融工具的公允價值計量 (續)

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis (continued)

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值(續)

Financial asset	Fair value	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship unobservable inputs to fair value
金融資產	公允價值	公允價值等級	估值方法及主要輸入數據	重大不可觀測輸入數據	不可觀測輸入數據與公允價值之關係
Structured deposits 結構性存款	As at 30 June 2020: RMB121,396,000 (as at 31 December 2019: RMB180,084,000) 於2020年6月30日：人民幣121,396,000元(於2019年12月31日：人民幣180,084,000元)	Level 3 第3級	Discounted cash flow – future cash flows are estimated based on estimated return, and discounted at a rate that reflects the credit risk of various counterparties. 現金流貼現 – 未來現金流根據預計收益估計並按反映對方信貸風險的貼現率貼現。	Estimated return ranged from 2.45% to 3.65% (as at 31 December 2019 ranged from 2.20% to 2.50%) 預計收益範圍由2.45%至3.65%(於2019年12月31日範圍由2.20%至2.50%)	The higher the estimated return, the higher the fair value and vice versa. 預計收益越高，公允價值越高，反之亦然。

#### Reconciliation of Level 3 Measurement

The following table presents the reconciliation of Level 3 Measurement of the financial assets:

#### 第3級計量對賬

下表呈列金融資產的第3級計量對賬：

		RMB'000 人民幣千元
At 1 January 2019 (audited)	於2019年1月1日(經審計)	232,649
Net gain on financial assets	金融資產淨收益	5,245
Purchase of financial assets	購買金融資產	170,000
Redemption of financial assets	贖回金融資產	(122,963)
At 30 June 2019 (unaudited)	於2019年6月30日(未經審計)	284,931
At 1 January 2020 (audited)	於2020年1月1日(經審計)	180,084
Net gain on financial assets	金融資產淨收益	2,471
Purchase of financial assets	購買金融資產	50,000
Redemption of financial assets	贖回金融資產	(111,159)
At 30 June 2020 (unaudited)	於2020年6月30日(未經審計)	121,396

# Notes to the Condensed Consolidated Financial Information

## 簡明綜合財務資料附註

For the six months ended 30 June 2020  
截至2020年6月30日止之六個月

### 20 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (continued)

#### (a) Fair value of the Group's financial assets that are measured at fair value on a recurring basis (continued)

There were no transfers into or out of Level 3 during both periods.

The total gains or losses for the six months included a realised gain of RMB1,105,000 and an unrealised gain of RMB1,366,000 relating to financial assets that are measured at fair value at the end of each reporting period (for the six months ended 30 June 2019: a realised gain of RMB2,963,000 and an unrealised gain of RMB2,282,000). Such fair value gains are included in "other gains, net".

#### *Fair value measurements and valuation processes*

In estimating the fair value of an asset or a liability, the Group uses the market value as stated on the quotation report issued by financial institutions.

Information about the valuation techniques and inputs used in determining the fair value of various assets are disclosed above.

#### (b) Fair value of financial instruments at amortised costs

The management of the Group considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial information approximate their fair values at the end of each reporting period.

### 21 EVENTS AFTER THE END OF REPORTING PERIOD

After the COVID-19 pandemic outbreak in 2020, a series of precautionary and control measures have been and will continue to be implemented across the Mainland China. The Group has maintained its operations during the outbreak. The Group will pay close attention to the development of the COVID-19 pandemic outbreak and evaluate its impact on the financial position and operating results of the Group.

Save as disclosed above, no material events occurred subsequent to 30 June 2020 and up to the date of the Interim Report.

### 20 金融工具的公允價值計量 (續)

#### (a) 按公允價值經常性計量的本集團金融資產的公允價值 (續)

於兩期內均無轉入第3級或由第3級轉出。

按公允價值計量的金融資產於報告期末已實現收益人民幣1,105,000元及未實現收益人民幣1,366,000元(截至2019年6月30日止之六個月:已實現收益人民幣2,963,000元及未實現收益人民幣2,282,000元)。該公允價值變動產生的收益計入「其他收益,淨額」。

#### *公允價值計量及估值過程*

在估計一項資產或負債的公允價值時,本集團使用金融機構開具的報價報告載明的市場價值。

決定各項資產公允價值所用的估值方法及使用的輸入數據等相關信息已於上述披露。

#### (b) 按攤銷成本計量的金融工具的公允價值

本集團管理層認為,於每個報告期末按攤銷成本列於簡明綜合財務資料的金融資產及金融負債的賬面值與其公允價值相若。

### 21 報告期後事項

在2020年新冠肺炎疫情爆發之後,中國內地已實施並將繼續實施一系列預防及控制措施。本集團於疫情期間維持營運。本集團將密切關注新冠肺炎疫情的發展,並評估其對本集團財務狀況和經營業績的影響。

除上述披露外,自2020年6月30日至本中期報告發佈之日概無重大事件發生。

金邦達 Goldpac

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金邦達寶嘉控股有限公司  
GOLDPAC GROUP LIMITED