

# FINSOFT FINANCIAL INVESTMENT HOLDINGS LIMITED

匯財金融投資控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：8018

## 2021 Interim Report 中期報告



## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (“STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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*This report, for which the directors (“Directors”, each a “Director”) of Finsoft Financial Investment Holdings Limited (“Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

## 香港聯合交易所有限公司（「聯交所」）GEM的特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於GEM上市的公司普遍為中小型公司，在GEM買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

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本報告之資料乃遵照《聯交所GEM證券上市規則》（「GEM上市規則」）而刊載，旨在提供有關匯財金融投資控股有限公司（「本公司」）之資料。本公司之董事（「董事」，各為一名「董事」）願就本報告之資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確及完備，並無誤導或欺詐成分，且並無遺漏其他事項，足以令致本報告或其所載任何陳述產生誤導。

## INTERIM RESULTS

The board of Directors ("Board") announces the unaudited condensed consolidated results of Finsoft Financial Investment Holdings Limited ("Company", together with its subsidiaries, referred to as "Group") for the three months and six months ended 30 June 2021, together with the unaudited comparative figures for the corresponding periods in 2020, as follows:

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 June 2021

## 中期業績

董事會（「董事會」）公佈，匯財金融投資控股有限公司（「本公司」，連同其附屬公司統稱「本集團」）截至二零二一年六月三十日止三個月及六個月之未經審核簡明綜合業績，連同二零二零年同期之未經審核比較數字載列如下：

## 未經審核簡明綜合損益及其他全面收入表

截至二零二一年六月三十日止三個月及六個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Revenue</b>	<b>收益</b>	5	<b>15,230</b>	20,648	<b>31,317</b>	37,131
Cost of sales	銷售成本		<b>(4,986)</b>	(4,847)	<b>(9,639)</b>	(9,555)
<b>Gross profit</b>	<b>毛利</b>		<b>10,244</b>	15,801	<b>21,678</b>	27,576
Other income	其他收入	7	<b>15</b>	1,507	<b>30</b>	1,583
Other gains and (losses)	其他收益及(虧損)	8	<b>(3,544)</b>	(939)	<b>(245)</b>	(723)
Provision for impairment loss on loans and interest receivables	應收貸款及利息的減值虧損撥備		<b>(9,347)</b>	(7,625)	<b>(13,364)</b>	(12,628)
Administrative expenses	行政開支		<b>(11,257)</b>	(9,969)	<b>(22,807)</b>	(18,710)
<b>Loss from operations</b>	<b>經營虧損</b>		<b>(13,889)</b>	(1,225)	<b>(14,708)</b>	(2,902)
Finance costs	財務成本	9	<b>(153)</b>	(40)	<b>(298)</b>	(87)
Share of loss of associates	應佔聯營公司虧損		<b>(11)</b>	-	<b>(11)</b>	-
Share of loss of a joint venture	應佔一間合營公司虧損		<b>(2)</b>	(3)	<b>(5)</b>	(35)
<b>Loss before tax</b>	<b>除稅前虧損</b>		<b>(14,055)</b>	(1,268)	<b>(15,022)</b>	(3,024)
Income tax expense	所得稅開支	11	<b>(591)</b>	(1,868)	<b>(1,142)</b>	(2,650)
<b>Loss for the period</b>	<b>期內虧損</b>	10	<b>(14,646)</b>	(3,136)	<b>(16,164)</b>	(5,674)
<b>Other comprehensive income for the period, net of tax:</b>	<b>期內其他全面收入，扣除稅項：</b>					
Items that will not be reclassified to profit or loss:	將不會重新分類至損益的項目：					
Fair value changes on financial assets at fair value through other comprehensive income	按公平價值計入其他全面收入的金融資產之公平價值變動		<b>(959)</b>	314	<b>(1,621)</b>	(662)
<b>Other comprehensive income for the period, net of tax</b>	<b>期內其他全面收入，扣除稅項</b>		<b>(959)</b>	314	<b>(1,621)</b>	(662)
<b>Total comprehensive income for the period</b>	<b>期內全面收入總額</b>		<b>(15,605)</b>	(2,822)	<b>(17,785)</b>	(6,336)

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Loss for the period attributable to:</b>	<b>應佔期內虧損：</b>				
Owners of the Company	本公司擁有人	(14,406)	(3,136)	(15,539)	(5,674)
Non-controlling interests	非控股權益	(240)	-	(625)	-
		<u>(14,646)</u>	<u>(3,136)</u>	<u>(16,164)</u>	<u>(5,674)</u>
<b>Total comprehensive income for the period attributable to:</b>	<b>應佔期內全面收入總額：</b>				
Owners of the Company	本公司擁有人	(15,365)	(2,822)	(17,160)	(6,336)
Non-controlling interests	非控股權益	(240)	-	(625)	-
		<u>(15,605)</u>	<u>(2,822)</u>	<u>(17,785)</u>	<u>(6,336)</u>

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核) (Adjusted) (經調整)	2021 二零二一年 (Unaudited) (未經審核)	2020 二零二零年 (Unaudited) (未經審核) (Adjusted) (經調整)
<b>Loss per share</b>	<b>每股虧損</b>				
Basic (HK cents per share)	基本 (每股港仙)	(11.428)	(2.488)	(12.327)	(4.501)
Diluted (HK cents per share)	攤薄 (每股港仙)	(11.428)	(2.488)	(12.327)	(4.501)

Note  
附註

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## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

## 簡明綜合財務狀況表

於二零二一年六月三十日

			As at 30 June 2021 於二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
	<i>Notes</i> 附註			
<b>Non-current assets</b>		<b>非流動資產</b>		
Property, plant and equipment	14	物業、廠房及設備	1,253	1,514
Right-of-use assets	15	使用權資產	10,538	11,399
Goodwill		商譽	6,726	6,726
Intangible assets		無形資產	-	-
Investment in a joint venture		於一間合營公司之投資	104	109
Investment in associates		於聯營公司之投資	1,491	-
Financial assets at fair value through other comprehensive income		按公平價值計入其他全面 收入的金融資產	5,629	7,250
Loans and interest receivables	17	應收貸款及利息	790	2,923
Deposit paid for purchase of property, plant and equipment		就購買物業、廠房及 設備已付的按金	500	-
Deferred tax assets		遞延稅項資產	189	187
			<b>27,220</b>	<b>30,108</b>
<b>Current assets</b>		<b>流動資產</b>		
Inventories		存貨	-	-
Trade and other receivables	16	貿易及其他應收款項	10,499	14,396
Contract assets		合約資產	580	1,568
Loans and interest receivables	17	應收貸款及利息	59,717	76,577
Financial assets at fair value through profit or loss		按公平價值計入損益的 金融資產	11,278	12,269
Current tax assets		即期稅項資產	-	57
Bank and cash balances		銀行及現金結餘	39,177	34,222
			<b>121,251</b>	<b>139,089</b>
<b>Current liabilities</b>		<b>流動負債</b>		
Contract liabilities		合約負債	14,172	11,958
Accruals and other payables	18	應計費用及其他應付款項	18,873	24,409
Lease liabilities		租賃負債	5,085	4,850
Current tax liabilities		即期稅項負債	1,087	-
			<b>39,217</b>	<b>41,217</b>
<b>Net current assets</b>		<b>流動資產淨值</b>	<b>82,034</b>	<b>97,872</b>
<b>Total assets less current liabilities</b>		<b>資產總值減流動負債</b>	<b>109,254</b>	<b>127,980</b>

		Note 附註	As at 30 June 2021 於二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		5,967	6,908
Contingent consideration payable	應付或然代價		21	21
			<u>5,988</u>	<u>6,929</u>
<b>NET ASSETS</b>	<b>資產淨值</b>		<u>103,266</u>	<u>121,051</u>
<b>Capital and reserves</b>	<b>股本及儲備</b>			
Share capital	股本		6,303	6,303
Reserves	儲備	19	<u>98,126</u>	<u>115,286</u>
Equity attributable to owners of the Company	本公司擁有人應佔權益		<u>104,429</u>	121,589
Non-controlling interests	非控股權益		<u>(1,163)</u>	<u>(538)</u>
<b>TOTAL EQUITY</b>	<b>權益總額</b>		<u>103,266</u>	<u>121,051</u>

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2021

# 未經審核簡明綜合權益變動表

截至二零二一年六月三十日止六個月

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

		Share capital	Share premium	Share options reserve	Merger reserve	Financial assets measured at fair value through other comprehensive income reserve	Accumulated losses	Subtotal	Non-controlling interests	Total equity
		股本	股份溢價	購股權儲備	合併儲備	按公平價值計入其他全面收入之金融資產之儲備	累計虧損	小計	非控股權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 31 December 2019 (audited)	於二零一九年十二月三十一日(經審核)	6,303	229,281	-	78	(34,429)	(32,254)	168,979	-	168,979
Fair value changes on financial assets at fair value through other comprehensive income	按公平價值計入其他全面收入之金融資產之公平價值變動	-	-	-	-	(662)	-	(662)	-	(662)
Loss for the period	期內虧損	-	-	-	-	-	(5,674)	(5,674)	-	(5,674)
Changes in equity for the period	期內權益變動	-	-	-	-	(662)	(5,674)	(6,336)	-	(6,336)
At 30 June 2020 (unaudited)	於二零二零年六月三十日(未經審核)	6,303	229,281	-	78	(35,091)	(37,928)	162,643	-	162,643
At 31 December 2020 (audited)	於二零二零年十二月三十一日(經審核)	6,303	229,281	1,858	78	(34,566)	(81,365)	121,589	(538)	121,051
Fair value changes on financial assets at fair value through other comprehensive income	按公平價值計入其他全面收入之金融資產之公平價值變動	-	-	-	-	(1,621)	-	(1,621)	-	(1,621)
Loss for the period	期內虧損	-	-	-	-	-	(15,539)	(15,539)	(625)	(16,164)
Changes in equity for the period	期內權益變動	-	-	-	-	(1,621)	(15,539)	(17,160)	(625)	(17,785)
At 30 June 2021 (unaudited)	於二零二一年六月三十日(未經審核)	6,303	229,281	1,858	78	(36,187)	(96,904)	104,429	(1,163)	103,266

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2021

## 簡明綜合現金流量表

截至二零二一年六月三十日止六個月

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2021</b> 二零二一年 <b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
NET CASH GENERATED FROM/(USED IN) OPERATING ACTIVITIES	經營活動所得／(所用)的 現金淨額	<b>10,289</b>	(16,309)
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用的現金淨額	<b>(2,160)</b>	(894)
NET CASH USED IN FINANCING ACTIVITIES	融資活動所用的現金淨額	<b>(3,174)</b>	(1,099)
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	現金及現金等價物增加／ (減少)淨額	<b>4,955</b>	(18,302)
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD</b>	期初現金及現金等價物	<b>34,222</b>	92,357
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	期末現金及現金等價物	<b>39,177</b>	74,055



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the six months ended 30 June 2021

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of its registered office is Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The address of its head office and principal place of business in Hong Kong has been changed to Unit 708, 7th Floor, Capital Centre, 151 Gloucester Road, Wanchai, Hong Kong with effect from 20 April 2021. The Company's shares are listed on GEM of The Stock Exchange of Hong Kong Limited ("Stock Exchange").

### 2. BASIS OF PREPARATION

These condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosures required by the Rules Governing the Listing of Securities on GEM of the Stock Exchange.

These condensed consolidated financial statements should be read in conjunction with the Group's consolidated financial statements for the year ended 31 December 2020. The accounting policies (including the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty) and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the Group's annual consolidated financial statements for the year ended 31 December 2020.

## 簡明綜合財務報表附註 (未經審核)

截至二零二一年六月三十日止六個月

### 1. 一般資料

本公司根據開曼群島公司法在開曼群島註冊成立為獲豁免有限公司。本公司之註冊辦事處地址為Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands。自二零二一年四月二十日起，本公司於香港的總辦事處及主要營業地點已更改為香港灣仔告士打道151號資本中心7樓708室。本公司之股份於香港聯合交易所有限公司（「聯交所」）GEM上市。

### 2. 編製基準

該等簡明綜合財務報表乃根據由香港會計師公會（「香港會計師公會」）頒佈之香港會計準則第34號「中期財務報告」及聯交所GEM證券上市規則規定之適用披露而編製。

該等簡明綜合財務報表應與本集團截至二零二零年十二月三十一日止年度的綜合財務報表一併閱讀。編製該等簡明綜合財務報表時所採用的會計政策（包括管理層於應用本集團會計政策時作出的重大判斷以及估計不確定性之主要來源）及計算方法與本集團截至二零二零年十二月三十一日止年度的年度財務報表所採用者貫徹一致。

### 3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The accounting policies applied in these financial statements are the same as those applied in the Group's consolidated financial statements for the year ended 31 December 2020. In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2021 but they do not have a material effect on the Group's financial statements.

The Group has not early adopted any new or amended HKFRSs that have been issued but are not yet effective in preparing these condensed consolidated interim financial statements.

### 4. FAIR VALUE MEASUREMENTS

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the condensed consolidated statement of financial position approximate their respective fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

### 3. 採納新訂及經修訂香港財務報告準則

該等財務報表所應用之會計政策與本集團截至二零二零年十二月三十一日止年度之綜合財務報表所應用者相同。於本期間，本集團已採納香港會計師公會頒佈與其營運有關並自二零二一年一月一日開始之會計年度生效之所有新訂及經修訂香港財務報告準則（「香港財務報告準則」），但該等準則對本集團財務報表並無重大影響。

本集團於編製該等簡明綜合中期財務報表時並未提早採納任何已頒佈但尚未生效的新訂或經修訂香港財務報告準則。

### 4. 公平價值計量

本集團計入簡明綜合財務狀況表中的金融資產及金融負債的賬面值與其各自的公平價值相若。

公平價值為市場參與者間於計量日期進行之有序交易所出售資產可收取或轉讓負債須支付之價格。以下公平價值計量披露使用之公平價值層級，將估值技術所用輸入數據分為三個等級，以計量公平價值：

第一級輸入數據：本集團於計量日期可取得相同資產或負債於活躍市場之報價（未經調整）。

第二級輸入數據：資產或負債可直接或間接觀察之輸入數據，第一級包括之報價除外。

第三級輸入數據：資產或負債之不可觀察輸入數據。

本集團之政策為確認截至於事項或狀況變動導致該轉移之日期止該等三個等級之任何轉入及轉出。

下表載列金融資產及金融負債之賬面值及公平價值，包括其於公平價值層級中之等級。倘賬面值為其公平價值的合理約數，則不載列未按公平價值計量的金融資產及金融負債的公平價值資料。

(a) Disclosures of level in fair value hierarchy at:

(a) 於以下日期之公平價值層級披露：

At 30 June 2021  
於二零二一年六月三十日

Fair value measurements using:  
使用以下輸入數據之公平價值計量：

Description	概述	Level 1 第一級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 2 第二級 HK\$'000 千港元 (Unaudited) (未經審核)	Level 3 第三級 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Recurring fair value measurements:</b>	經常性公平價值計量：				
<b>Financial assets</b>	金融資產				
Financial assets at fair value through profit or loss ("FVTPL")	按公平價值計入損益（「按公平價值計入損益」）之金融資產				
– Listed equity investments	– 上市股本投資	11,278	–	–	11,278
Financial assets at fair value through other comprehensive income ("FVTOCI")	按公平價值計入其他全面收入（「按公平價值計入其他全面收入」）之金融資產				
– Listed equity investment	– 上市股本投資	2,398	–	–	2,398
– Unlisted equity investments	– 非上市股本投資	–	–	3,231	3,231
<b>Total</b>	總計	<b>13,676</b>	<b>–</b>	<b>3,231</b>	<b>16,907</b>
<b>Financial liabilities</b>	金融負債				
Contingent consideration payable	應付或然代價	–	–	21	21

At 31 December 2020  
於二零二零年十二月三十一日

Fair value measurements using:  
使用以下輸入數據之公平價值計量：

Description	概述	Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Audited)	(Audited)	(Audited)	(Audited)
		(經審核)	(經審核)	(經審核)	(經審核)
<b>Recurring fair value measurements:</b>	<b>經常性公平價值計量：</b>				
<b>Financial assets</b>	<b>金融資產</b>				
Financial assets at FVTPL	按公平價值計入損益之金融資產				
– Listed equity investments	– 上市股本投資	12,269	–	–	12,269
Financial assets at FVTOCI	按公平價值計入其他全面收入之金融資產				
– Listed equity investment	– 上市股本投資	4,019	–	–	4,019
– Unlisted equity investments	– 非上市股本投資	–	–	3,231	3,231
<b>Total</b>	<b>總計</b>	<b>16,288</b>	<b>–</b>	<b>3,231</b>	<b>19,519</b>
<b>Financial liabilities</b>	<b>金融負債</b>				
Contingent consideration payable	應付或然代價	–	–	21	21

There was no change in Level 3 of financial instruments for the six months ended 30 June 2021.

截至二零二一年六月三十日止六個月第三級金融工具並無任何變動。

**(b) Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements at 30 June 2021 and 31 December 2020:**

The fair value of the unlisted investments presented as equity investments at fair value through other comprehensive income is measured based on the repurchase price agreed with the counterparty and with reference to their net assets value. The Group has determined that the net assets value represents the fair value at the end of the reporting period.

There were no changes in the valuation techniques used.

**(b) 本集團使用之估值過程及於二零二一年六月三十日及二零二零年十二月三十一日公平價值計量中使用之估值技術及輸入數據之披露：**

呈列為按公平價值計入其他全面收入之股本投資的非上市投資之公平價值乃基於與對手方協定之購回價格及經參考其資產淨值計量。本集團已釐定資產淨值為報告期末之公平價值。

使用之估值技術並無變動。

## 5. REVENUE

Disaggregation of revenue from contracts with customers by major service lines for the period is as follows:

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>	<b>香港財務報告準則第15號範圍內來自客戶合約之收益</b>				
Disaggregated by major service lines	按主要服務線分拆				
Sales of merchandise	銷售商品	8	32	31	68
Sales of technology software systems	銷售技術軟件系統	957	2,810	2,707	3,940
System customisation and network support	系統訂製及網絡支援	1,798	3,742	2,919	5,123
Software licensing fee	軟件特許費	7,173	8,008	14,528	15,995
Software maintenance services	軟件保養服務	2,351	2,587	4,675	4,550
Hosting and related services fee	伺服器寄存及相關服務費	1,479	1,757	3,003	3,489
Others	其他	260	45	544	60
		<b>14,026</b>	<b>18,981</b>	<b>28,407</b>	<b>33,225</b>
<b>Revenue from other sources</b>	<b>其他來源之收益</b>				
Interest income on loan financing	貸款融資之利息收入	1,204	1,667	2,910	3,906
		<b>15,230</b>	<b>20,648</b>	<b>31,317</b>	<b>37,131</b>

## 5. 收益

期內按主要服務線劃分的來自客戶合約之收益分拆如下：

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major service lines:

本集團的收益來源於以下主要服務線在一段時間內及某一時間點的貨品及服務轉撥：

For the six months ended 30 June (unaudited)		截至六月三十日止六個月 (未經審核)		Financial trading software solutions		Other IT and internet financial platforms services 其他資訊科技及互聯網 金融平台服務		Assets investments		Others		Total	
		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
Timing of revenue recognition	確認收益時間												
Point in time	某一時間點	5,545	8,916	-	-	-	-	5	60	5,550	8,976		
Over time	隨時間	22,318	24,249	-	-	-	-	539	-	22,857	24,249		
Total	總計	<b>27,863</b>	<b>33,165</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>544</b>	<b>60</b>	<b>28,407</b>	<b>33,225</b>		

## 6. SEGMENT INFORMATION

The Group has five (six months ended 30 June 2020: five) operating segments as follows:

- (a) Financial trading software solutions – development, sale and provision of financial trading software solutions with the principal products being trading and settlement systems of financial products for financial institutions;
- (b) Other IT and internet financial platforms services – provision of e-commerce platforms, other online consultancy services and provision of IT services and other financial information;
- (c) Money lending – provision of loan financing;
- (d) Assets investments – trading of listed securities; and
- (e) Others – comprises the Group's referral business (which provides referral services to source, identify and refer prospective deal opportunities to interested parties), corporate finance business (which provides corporate finance advisory services), trading of gaming products and the provision of related marketing services business and stored valued mastercards business.

The Group's reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and marketing strategies.

Segment profits or losses do not include unallocated administrative expenses, interest income on bank deposits, certain government grant, share of loss of a joint venture, share of loss of associates and income tax expense. Segment assets do not include investment in associates, investment in a joint venture, financial assets at fair value through other comprehensive income, current and deferred tax assets, cash and cash equivalents and other corporate and unallocated assets as these assets are managed on a group basis. Segment liabilities do not include current and deferred tax liabilities and other corporate and unallocated liabilities as these liabilities are managed on a group basis.

## 6. 分部資料

本集團有以下五個(截至二零二零年六月三十日止六個月：五個)經營分部：

- (a) 金融交易軟件解決方案－開發、銷售及提供金融交易軟件解決方案，主要產品為供金融機構專用的金融產品交易及結算系統；
- (b) 其他資訊科技及互聯網金融平台服務－提供電子商務平台、其他在線諮詢服務及提供資訊科技服務及其他財務資料；
- (c) 借貸－提供貸款融資；
- (d) 資產投資－買賣上市證券；及
- (e) 其他－包括本集團的轉介業務(提供獲取、辨識及轉介潛在交易機會予有意方的轉介服務)、企業財務業務(提供企業財務諮詢服務)，及買賣遊戲產品及提供相關推廣服務業務及萬事達儲值卡業務。

本集團之可呈報分部乃提供不同產品及服務之策略性業務單位。由於各項業務要求不同之技術及市場策略，因此該等可呈報分部分開獨立管理。

分部溢利或虧損不包括其未分配行政開支、銀行存款之利息收入、若干政府補助、應佔一間合營公司虧損、應佔聯營公司虧損及所得稅開支。由於於聯營公司之投資、於一間合營公司之投資、按公平價值計入其他全面收入的金融資產、即期及遞延稅項資產、現金及現金等價物以及其他公司及未分配資產乃按集團形式管理，故分部資產不包括該等資產。由於即期及遞延稅項負債及其他公司及未分配負債乃按集團形式管理，故分部負債不包括該等負債。

The Group accounts for intersegment sales and transfers as if the sales or transfers were to third parties, i.e. at current market prices.

本集團入賬分部間銷售及轉讓時猶如有關銷售或轉讓乃向第三方(即按現行市價)作出。

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元	Money lending 借貸 HK\$'000 千港元	Assets investments 資產投資 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Elimination 抵銷 HK\$'000 千港元	Total 總計 HK\$'000 千港元
For the six months ended 30 June 2021 (unaudited)	截至二零二一年六月三十日止六個月(未經審核)							
Revenue from external customers	源於外部客戶之收益	27,863	-	2,910	-	544	-	31,317
Segment profit/(loss)	分部溢利/(虧損)	7,952	(622)	(11,567)	(287)	(1,778)	-	(6,302)
At 30 June 2021 (unaudited)	於二零二一年六月三十日(未經審核)							
Segment assets	分部資產	18,483	15	63,225	11,278	7,561	-	100,562
Segment liabilities	分部負債	38,216	42	2,225	42	466	-	40,991

		Financial trading software solutions 金融交易軟件解決方案 HK\$'000 千港元	Other IT and internet financial platforms services 其他資訊科技及互聯網金融平台服務 HK\$'000 千港元	Money lending 借貸 HK\$'000 千港元	Assets investments 資產投資 HK\$'000 千港元	Others 其他 HK\$'000 千港元	Elimination 抵銷 HK\$'000 千港元	Total 總計 HK\$'000 千港元
For the six months ended 30 June 2020 (unaudited)	截至二零二零年六月三十日止六個月(未經審核)							
Revenue from external customers	源於外部客戶之收益	33,165	-	3,906	-	60	-	37,131
Segment profit/(loss)	分部溢利/(虧損)	17,007	(591)	(13,256)	(825)	(1,863)	-	472
At 31 December 2020 (audited)	於二零二零年十二月三十一日(經審核)							
Segment assets	分部資產	25,395	31	79,947	12,268	7,779	-	125,420
Segment liabilities	分部負債	44,210	180	639	28	581	-	45,638

**Reconciliations of reportable segments:**

可呈報分部之對賬：

**Revenue and profit or loss:**

收益及溢利或虧損：

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2021</b> 二零二一年 <b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Revenue</b>	<b>收益</b>		
Consolidated revenue	綜合收益	<b>31,317</b>	37,131
<b>Profit or loss</b>	<b>溢利或虧損</b>		
Total net (loss)/profit of reportable segments	可呈報分部之淨(虧損)/溢利總額	<b>(6,302)</b>	472
Unallocated amounts:	未分配款項：		
Other income	其他收入	<b>1</b>	361
Share of loss of associates	應佔聯營公司虧損	<b>(11)</b>	-
Share of loss of a joint venture	應佔一間合營公司虧損	<b>(5)</b>	(35)
Administrative expenses	行政開支	<b>(8,705)</b>	(3,822)
Consolidated loss before tax	綜合除稅前虧損	<b>(15,022)</b>	(3,024)

**Assets and liabilities:**

資產及負債：

		<b>30 June</b> 2021 二零二一年 六月三十日 <b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Assets</b>	<b>資產</b>		
Total assets of reportable segments	可呈報分部之資產總值	<b>100,562</b>	125,420
Unallocated amounts:	未分配款項：		
Unallocated head office and corporate assets	未分配總辦事處及公司資產	<b>47,909</b>	43,777
Consolidated total assets	綜合資產總值	<b>148,471</b>	169,197
<b>Liabilities</b>	<b>負債</b>		
Total liabilities of reportable segments	可呈報分部之負債總額	<b>40,991</b>	45,638
Unallocated amounts:	未分配款項：		
Unallocated head office and corporate liabilities	未分配總辦事處及公司負債	<b>4,214</b>	2,508
Consolidated total liabilities	綜合負債總額	<b>45,205</b>	48,146



## 7. OTHER INCOME

## 7. 其他收入

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest income on bank deposits	銀行存款的利息收入	1	40	1	116
Government grant	政府補助	-	1,467	-	1,467
Sundry income	雜項收入	14	-	29	-
		<u>15</u>	<u>1,507</u>	<u>30</u>	<u>1,583</u>

## 8. OTHER GAINS AND (LOSSES)

## 8. 其他收益及(虧損)

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Net fair value loss on financial assets at fair value through profit or loss	按公平價值計入損益的金融資產之公平價值虧損淨額	(3,585)	(1,107)	(268)	(666)
- listed equity investments	- 上市股本投資	-	(1)	-	(2)
Foreign exchange differences, net	外匯差額淨額	-	(1)	-	(2)
Loss on disposal of property, plant and equipment	出售物業、廠房及設備虧損	(8)	-	(8)	-
Reversal of/(provision for) impairment loss on trade receivables	貿易應收款項減值虧損撥回/(撥備)	49	169	31	(55)
		<u>(3,544)</u>	<u>(939)</u>	<u>(245)</u>	<u>(723)</u>

## 9. FINANCE COSTS

## 9. 財務成本

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on lease liabilities	租賃負債利息	<u>153</u>	<u>40</u>	<u>298</u>	<u>87</u>

## 10. LOSS FOR THE PERIOD

## 10. 期內虧損

Loss for the period is arrived at after charging:

期內虧損經扣除下列各項後得出：

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Cost of inventories sold	已售存貨成本	-	18	-	25
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>186</b>	724	<b>412</b>	1,448
Depreciation of right-of-use assets	使用權資產折舊	<b>1,614</b>	532	<b>3,030</b>	1,063
Lease payments not included in the measurement of lease liabilities	未計入租賃負債計量的 租賃付款	<b>7</b>	89	<b>30</b>	249
Staff costs (including directors' emoluments)	員工成本 (包括董事酬金)				
- Salaries, bonus and allowance	- 薪金、花紅及津貼	<b>9,791</b>	7,934	<b>19,503</b>	15,451
- Retirement benefit scheme contributions	- 退休福利計劃供款	<b>264</b>	243	<b>521</b>	470
		<u><b>10,055</b></u>	<u>8,177</u>	<u><b>20,024</b></u>	<u>15,921</u>

Cost of sales includes staff costs and depreciation of property, plant and equipment of HK\$6,734,000 (six months ended 30 June 2020: HK\$6,370,000) which are included in the amounts disclosed separately.

銷售成本包括員工成本以及物業、廠房及設備折舊6,734,000港元(截至二零二零年六月三十日止六個月: 6,370,000港元), 其分別計入所披露之金額。

## 11. INCOME TAX EXPENSE

## 11. 所得稅開支

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Current tax – Hong Kong	即期稅項—香港	583	1,889	1,144	2,653
Deferred tax	遞延稅項	8	(21)	(2)	(3)
Income tax expense	所得稅開支	<u>591</u>	<u>1,868</u>	<u>1,142</u>	<u>2,650</u>

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in these regions.

Under the two-tiered profits tax regime, profits tax rate for the first HK\$2 million of assessable profits of qualifying corporations will be lowered to 8.25% (six months ended 30 June 2020: 8.25%), and profits above that amount will be subject to the tax rate of 16.5% (six months ended 30 June 2020: 16.5%). For the other Hong Kong established subsidiaries, Hong Kong Profit Tax has been provided at a rate 16.5% (six months ended 30 June 2020: 16.5%) on the estimated assessable profits.

Tax charge on profits assessable elsewhere has been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

During the six months ended 30 June 2021, no share of tax attributable to associates (six months ended 30 June 2020: Nil) and a joint venture (six months ended 30 June 2020: Nil) was included in "Share of loss of associates" and "Share of loss of a joint venture" respectively.

## 12. DIVIDEND

The Board does not recommend the payment of any dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

根據開曼群島及英屬處女群島之法規和條例，本集團毋須繳付開曼群島及英屬處女群島任何所得稅。

根據兩級利得稅制，合資格法團首2,000,000港元的應課稅溢利的利得稅稅率將下調至8.25%（截至二零二零年六月三十日止六個月：8.25%），超過該金額的溢利將按16.5%（截至二零二零年六月三十日止六個月：16.5%）稅率徵稅。就其他於香港成立之附屬公司而言，香港利得稅根據估計應課稅溢利按16.5%（截至二零二零年六月三十日止六個月：16.5%）稅率計提。

其他地區應課稅盈利之稅項支出乃根據本集團經營所在國家的現行法例、詮釋及慣例按其現行稅率計算。

截至二零二一年六月三十日止六個月，概無應佔歸屬於聯營公司之稅項（截至二零二零年六月三十日止六個月：無）及歸屬於一間合營公司之稅項（截至二零二零年六月三十日止六個月：無）分別計入「應佔聯營公司虧損」及「應佔一間合營公司虧損」。

## 12. 股息

董事會並不建議就截至二零二一年六月三十日止六個月派付任何股息（截至二零二零年六月三十日止六個月：無）。

## 13. LOSS PER SHARE

## 13. 每股虧損

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Loss</b>	<b>虧損</b>				
Loss attributable to owners of the Company, used in the basic and diluted loss per share calculation	用於計算每股基本虧損及攤薄虧損之本公司擁有人應佔虧損	<b>(14,406)</b>	(3,136)	<b>(15,539)</b>	(5,674)
		'000 千股	'000 千股 (Adjusted) (經調整)	'000 千股	'000 千股 (Adjusted) (經調整)
<b>Number of shares</b>	<b>股份數目</b>				
Weighted average number of ordinary shares used in basic and diluted loss per share calculation	用於計算每股基本及攤薄虧損之普通股加權平均數	<b>126,058</b>	126,058	<b>126,058</b>	126,058

The weighted average number of ordinary shares for the current and prior periods has been adjusted as if the share consolidation ("Share Consolidation") on the basis that every ten (10) issued and unissued existing shares of par value of HK\$0.005 each in the share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$0.05 each had occurred at the beginning of the earliest period presented. Details of the Share Consolidation are set out in section headed "Share Consolidation" on page 31 of this interim report.

本期及過往期間之普通股加權平均數均已作出調整，猶如基準為本公司股本中每十(10)股每股面值0.005港元的已發行及未發行現有股份合併為一(1)股每股面值0.05港元的股份合併(「股份合併」)已於最早呈列期間開始時發生。股份合併詳情載於本中期報告第31頁「股份合併」一節。

## 14. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group acquired property, plant and equipment of HK\$159,000 (six months ended 30 June 2020: HK\$1,010,000).

## 14. 物業、廠房及設備

於截至二零二一年六月三十日止六個月，本集團收購物業、廠房及設備159,000港元(截至二零二零年六月三十日止六個月：1,010,000港元)。

## 15. RIGHT-OF-USE ASSETS

During the six months ended 30 June 2021, the Group entered into a new lease agreement for office premises for two years and recognised HK\$2,169,000 of right-of-use asset and lease liability (six months ended 30 June 2020: Nil) on lease commencement.

## 15. 使用權資產

於截至二零二一年六月三十日止六個月，本集團就辦公室物業訂立新的為期兩年的租賃協議並於租賃開始時確認使用權資產及租賃負債2,169,000港元(截至二零二零年六月三十日止六個月：無)。

## 16. TRADE AND OTHER RECEIVABLES

## 16. 貿易及其他應收款項

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	4,751	8,442
Allowance for doubtful debts	呆賬撥備	(67)	(938)
		<u>4,684</u>	<u>7,504</u>
Other receivables	其他應收款項	117	94
Deposits and prepayments	按金及預付款項	5,698	6,798
		<u>5,815</u>	<u>6,892</u>
		<u>10,499</u>	<u>14,396</u>

The Group generally allows an average credit period of 30 days or not more than 90 days to its trade receivables customers and based on the negotiations between the Group and individual customers. No interest is charged on trade receivables.

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

本集團一般授予其貿易應收款項客戶平均為30天或不超過90天的信貸期，此乃根據本集團與個別客戶磋商釐定。概不會就貿易應收款項收取利息。

以發票日期及扣除呆賬撥備後的貿易應收款項的賬齡分析如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	2,865	6,024
31 – 60 days	31至60日	522	726
61 – 90 days	61至90日	369	225
91 – 120 days	91至120日	70	13
Over 120 days	超過120日	858	516
		<u>4,684</u>	<u>7,504</u>
Total	總計		

## 17. LOANS AND INTEREST RECEIVABLES

## 17. 應收貸款及利息

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Loans receivables	應收貸款	126,681	132,833
Provision for impairment loss	減值虧損撥備	<u>(67,231)</u>	<u>(54,553)</u>
		<u>59,450</u>	<u>78,280</u>
Interest receivables	應收利息	6,191	5,668
Provision for impairment loss	減值虧損撥備	<u>(5,134)</u>	<u>(4,448)</u>
		<u>1,057</u>	<u>1,220</u>
Loans and interest receivables, net	應收貸款及利息淨額	60,507	79,500
Less: non-current portion	減：非流動部分	<u>(790)</u>	<u>(2,923)</u>
Loans and interest receivables (current portion)	應收貸款及利息(流動部分)	<u>59,717</u>	<u>76,577</u>

The Group seeks to maintain strict control over its outstanding loans receivable so as to minimise credit risk. The granting of loans is subject to approval by the management, whilst overdue balances are reviewed regularly for recoverability.

As at 30 June 2021, the loans receivable were charging on interest rates ranging from 8% to 33.6% per annum (31 December 2020: 8% to 33.6% per annum) and were repayable with fixed terms agreed with the contracting parties. The Group held collaterals or other credit enhancements over its loans receivable balance of HK\$6,337,000 (31 December 2020: HK\$10,367,000).

本集團努力對尚未收回的應收貸款維持嚴格的控制，從而減少信貸風險。授出貸款須經管理層批准，而逾期結餘會定期檢討其可收回性。

於二零二一年六月三十日，應收貸款按年利率介乎8%至33.6%（二零二零年十二月三十一日：年利率8%至33.6%）計息，須於合約方協定的固定期限內償還。本集團就其應收貸款結餘6,337,000港元（二零二零年十二月三十一日：10,367,000港元）持有抵押品或其他信貸提升措施。

Movements on the Group's impairment loss on loans and interest receivables based on expected credit losses ("ECL") model are as follows:

根據預期信貸虧損(「預期信貸虧損」)模式，本集團之應收貸款及利息減值虧損變動如下：

		<b>Stage 1</b> <b>12-month</b> <b>ECL</b> <b>階段1</b> <b>12個月預期</b> <b>信貸虧損</b> <b>HK\$'000</b> <b>千港元</b>	<b>Stage 2</b> <b>Lifetime</b> <b>ECL</b> <b>階段2</b> <b>全期預期</b> <b>信貸虧損</b> <b>HK\$'000</b> <b>千港元</b>	<b>Stage 3</b> <b>Lifetime</b> <b>ECL</b> <b>階段3</b> <b>全期預期</b> <b>信貸虧損</b> <b>HK\$'000</b> <b>千港元</b>	<b>Total</b>       <b>總計</b> <b>HK\$'000</b> <b>千港元</b>
At 31 December 2020 and 1 January 2021	於二零二零年 十二月三十一日及 二零二一年一月一日	426	4,662	53,913	59,001
New loans originated	已開始之新貸款	29	-	-	29
Loans recovered or repaid during the period	於期內已收回或償還之 貸款	(22)	-	-	(22)
Movements due to changes in credit risk	因信貸風險變動而產生 之變動	-	536	12,821	13,357
Transfer to Stage 2 – Lifetime ECL	轉撥至階段2—全期預期 信貸虧損	(417)	417	-	-
Transfer to Stage 3 – Lifetime ECL	轉撥至階段3—全期預期 信貸虧損	-	(1,290)	1,290	-
At 30 June 2021	於二零二一年 六月三十日	16	4,325	68,024	72,365

For loans and interest receivables that are not credit-impaired without significant increase in credit risk since initial recognition ("Stage 1"), ECL is measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months. If a significant increase in credit risk since initial recognition is identified ("Stage 2") but not yet deemed to be credit-impaired, ECL is measured based on lifetime ECL. If credit impaired is identified ("Stage 3"), ECL is measured based on lifetime ECL.

自初步確認以來信貸風險未顯著增加(「階段1」)而未發生信貸減值之應收貸款及利息，預期信貸虧損按相當於未來12個月內可能發生的違約事件導致的全期預期信貸虧損部分的金額計量。倘自初步確認以來信貸風險顯著增加(「階段2」)，但尚未被視為信貸減值，則預期信貸虧損按全期預期信貸虧損計量。倘已識別為信貸減值(「階段3」)，則預期信貸虧損按全期預期信貸虧損計量。

A maturity profile of the loans receivable as at the end of the reporting period, based on the remaining contractual maturity date and net of loss allowance, is as follow:

於報告期末，應收貸款根據剩餘合約到期日（扣除虧損撥備）的到期情況如下：

		<b>30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Overdue	逾期	<b>42,601</b>	16,220
Due within 3 months	於3個月內到期	<b>9,636</b>	25,354
Due after 3 months but within 6 months	於3個月後至6個月內到期	<b>4,289</b>	20,341
Due after 6 months but within 12 months	於6個月後至12個月內到期	<b>2,134</b>	13,442
Due after 12 months	於12個月後到期	<b>790</b>	2,923
Total	總計	<b>59,450</b>	78,280

A maturity profile of the interest receivables as at the end of the reporting period, based on the remaining contractual maturity date and net of loss allowance, is as follow:

於報告期末，應收利息根據剩餘合約到期日（扣除虧損撥備）的到期情況如下：

		<b>30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)</b>	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Overdue	逾期	<b>963</b>	958
Due within 3 months	於3個月內到期	<b>94</b>	262
Total	總計	<b>1,057</b>	1,220



## 18. ACCRUALS AND OTHER PAYABLES

## 18. 應計費用及其他應付款項

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Customers deposits	客戶按金	13,876	13,951
Accruals and other payables	應計費用及其他應付款項	4,997	10,458
		<b>18,873</b>	<b>24,409</b>

## 19. SHARE CAPITAL

## 19. 股本

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Authorised:</b> 200,000,000 ordinary shares of HK\$0.05 each (31 December 2020: 2,000,000,000 ordinary shares of HK\$0.005 each)	<b>法定：</b> 200,000,000股每股面值0.05港元之普通股 (二零二零年十二月三十一日： 2,000,000,000股每股面值0.005港元之普通股)	<b>10,000</b>	<b>10,000</b>
<b>Issued and fully paid:</b> 126,058,234 ordinary shares of HK\$0.05 each (31 December 2020: 1,260,582,340 ordinary shares of HK\$0.005 each)	<b>已發行及繳足：</b> 126,058,234股每股面值0.05港元之普通股 (二零二零年十二月三十一日： 1,260,582,340股每股面值0.005港元之普通股)	<b>6,303</b>	<b>6,303</b>

A summary of the movements in the issued share capital of the Company is as follows:

本公司之已發行股本之變動概要如下：

		Number of shares issued 已發行股份數目 '000 千股	Nominal value of shares issued 已發行股份面值 HK\$'000 千港元
At 1 January 2020, 31 December 2020 and 1 January 2021	於二零二零年一月一日、 二零二零年十二月三十一日及 二零二一年一月一日	1,260,582	6,303
Share consolidation (note)	股份合併 (附註)	<u>(1,134,524)</u>	<u>-</u>
At 30 June 2021	於二零二一年六月三十日	<u>126,058</u>	<u>6,303</u>

Note: On 25 June 2021, every ten issued shares of the Company were consolidated into one consolidated share and fractional consolidated shares arising from the Share Consolidation have been disregarded.

附註：於二零二一年六月二十五日，本公司將每十股已發行股份合併為一股合併股份，且股份合併產生的零碎合併股份已不予理會。

## 20. COMMITMENTS

As at 30 June 2021, the total future lease payments for leases committed but not yet commenced in relation to director's quarter were HK\$2,832,000 (31 December 2020: Nil).

Capital commitments contracted for at the end of the reporting period but not yet incurred are as follow:

## 20. 承擔

於二零二一年六月三十日，有關董事宿舍的已承擔但未開始租賃的未來租賃付款總額為2,832,000港元（二零二零年十二月三十一日：無）。

於報告期末已訂約但尚未產生的資本承擔如下：

		30 June 2021 二零二一年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2020 二零二零年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Property, plant and equipment	物業、廠房及設備	<u>1,460</u>	<u>-</u>

## 21. RELATED PARTY TRANSACTIONS

In addition to the transactions and balances detailed elsewhere in the condensed consolidated financial statements, the Group had the following material transactions with related parties:

## 21. 關連方交易

除本簡明綜合財務報表其他部分所詳述的交易及結餘外，本集團與關連方有以下重大交易：

	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Lease payment to a related company 支付予一間關連公司的租賃 付款	<b>285</b>	-	<b>285</b>	-

During the six months ended 30 June 2021, Mr. Chan Sek Keung, Ringo ("Mr. Chan"), who is a director of certain subsidiaries of the Company (including iAsia Online Systems Limited ("iAsia")), provided a personal guarantee to iAsia in relation to the leasing of premises. Pursuant to the tenancy agreement, Mr. Chan is required to and has executed a personal guarantee in favour of the agent for and on behalf of the landlord to guarantee the performance and observation by iAsia of the terms and conditions of the tenancy agreement. The provision of such guarantee is regarded as a provision of financial assistance by Mr. Chan to the Group, which constitutes a connected transaction of the Company under Chapter 20 of the GEM Listing Rules. Given that no security over the assets of the Group is granted to Mr. Chan in respect of the grant of financial assistance by him to guarantee the performance and observation by iAsia of the terms and conditions of the tenancy agreement and such grant of financial assistance is for the benefit of the Group on normal commercial terms (or better to the Group), the provision of such guarantee is a fully exempted connected transaction of the Company under Chapter 20 of the GEM Listing Rules.

截至二零二一年六月三十日止六個月，陳錫強先生（「陳先生」，本公司之若干附屬公司（包括亞洲網上系統有限公司（「亞網」）之一名董事）向亞網就租賃物業提供個人擔保。根據租賃協議，陳先生須並已簽立以業主代理及業主代表為受益人之個人擔保，保證亞網履行及遵守租賃協議之條款及條件。提供有關擔保被視為陳先生向本集團提供財務協助，其根據GEM上市規則第20章構成本公司一項關連交易。鑒於本集團並無就陳先生提供財務資助以為亞網履行及遵守租賃協議之條款及條件作擔保，而向陳先生提供任何資產抵押，且提供該財務資助乃按一般商業條款（或對本集團而言更佳的條款）為本集團利益而作出，故提供該擔保為GEM上市規則第20章項下之本公司之全面獲豁免關連交易。

## MANAGEMENT DISCUSSION AND ANALYSIS

During the six months ended 30 June 2021 (“Period”), the Group was principally engaged in the provision of financial trading software solutions, provision of other IT and internet financial platforms services, money lending business and assets investments in Hong Kong. During 1 January 2021 to 29 June 2021, one of the subsidiaries of the Company held the license in respect of type 6 (advising on corporate finance) regulated activity (“Type 6 license”) under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (“SFO”). On 30 June 2021, the Company decided to surrender the Type 6 license to Securities and Futures Commission in view of absence of responsible officers for a prolonged period.

### Business Review

The outbreak of the coronavirus disease 2019 (“COVID-19”) at the beginning of 2020 has brought about challenges and uncertainties to the economy of Hong Kong. The Group has taken the necessary and practicable measures to secure the health and safety of its staff such as adopting the work from home policy, and carefully monitored the ongoing development of the outbreak of COVID-19 to manage its risks and mitigate its impacts on the Group’s business and financial performance. The Group will continue to carry out the prevention procedures while maintaining its work efficiency with its clients under the pandemic.

### Provision of financial trading software solutions

During the Period, the financial trading software solutions business division remained as the key source of income of the Group. The segment revenue from external customers contributed by the Group’s principal operating subsidiary, iAsia, amounted to approximately HK\$27,863,000 (six months ended 30 June 2020: approximately HK\$33,165,000), representing a decrease of approximately HK\$5,302,000 or 16.0%. Although the outbreak of COVID-19 has caused a certain level of disruptions to the Group’s operations and a number of clients have terminated software licensing services contracts with iAsia during the Period, iAsia still keeps a steady intake of new projects from its clients. The Group believes that the decrease in iAsia’s revenue is manageable.

During the Period, iAsia continued to strive for excellence in its products and services with its experienced fintech workforce. Its financial trading software solutions were optimised to cope with the regime and current market requirements. In addition, modular design was applied to the system which enhanced the flexibility for the Group’s customers to expand their usage capacity in accordance with the growth and changing needs of their businesses. iAsia was also committed to providing quality software maintenance services to its customers throughout the Period.

## 管理層討論及分析

於截至二零二一年六月三十日止六個月（「期內」），本集團主要於香港從事提供金融交易軟件解決方案、提供其他資訊科技及互聯網金融平台服務、借貸業務及資產投資。於二零二一年一月一日至二零二一年六月二十九日，本公司其中一間附屬公司持有關於香港法例第571章證券及期貨條例（「證券及期貨條例」）項下第6類（就機構融資提供意見）受規管活動的牌照（「第6類牌照」）。於二零二一年六月三十日，由於長時間缺少負責人員，本公司決定向證券及期貨事務監察委員會交回第6類牌照。

### 業務回顧

於二零二零年初爆發的2019冠狀病毒病（「COVID-19」）已為香港經濟帶來挑戰及不明朗因素。本集團已採取必要及切實可行的措施（例如採納在家辦公政策）以確保其員工的健康及安全，並謹慎監控COVID-19疫情的持續發展以管理其風險以及減輕其對本集團業務及財務表現的影響。本集團將繼續實施預防措施，同時於疫情期間保持與客戶工作的效率。

### 提供金融交易軟件解決方案

於期內，金融交易軟件解決方案業務分部仍為本集團的主要收入來源。本集團主要營運附屬公司亞網貢獻的來自外部客戶的分部收益約為27,863,000港元（截至二零二零年六月三十日止六個月：約33,165,000港元），減少約5,302,000港元或16.0%。儘管COVID-19的爆發對本集團營運造成一定程度的干擾，期內多名客戶已終止與亞網的軟件特許服務合約，亞網仍保持穩定的客戶新項目。本集團認為亞網的收益下降為可控。

於期內，亞網與其經驗豐富的金融科技人才繼續追求卓越產品及服務，優化其金融交易軟件解決方案，以滿足制度及當前市場要求。此外，系統已採用模塊設計，其提升了本集團客戶根據彼等的業務增長及需求變動擴展其使用能力的靈活性。於整個期內，亞網亦致力於為其客戶提供優質的軟件保養服務。

As iAsia has built up reputation in the financial trading software solutions industry in Hong Kong and has a well-established customer base with sizeable banks and brokerage firms, the Group is able to generate stable sources of income during the Period, despite the outbreak of COVID-19 which has further deteriorated the Hong Kong economy. The Group will continue to keep up with the market trends and the industry requirements and focus on improving its operational efficiency with rationalised costs to maintain its competitiveness in the markets.

#### **Provision of other IT and internet financial platforms services**

During the Period, no revenue was generated from the provision of other IT and internet financial platforms services business division (six months ended 30 June 2020: Nil). In order to improve the sales performance of this business division, the Group will continue to diversify the provision of other IT services, such as providing system migration services to new customers. The Group will seize opportunities to diversify the client base of its provision of other IT and internet financial platforms services business in order to strengthen its competitiveness in the industry.

#### **Money lending business**

During the Period, revenue derived from the money lending business division amounted to approximately HK\$2,910,000 (six months ended 30 June 2020: approximately HK\$3,906,000), representing a decrease of approximately HK\$996,000 or 25.5%. The interest rate charged to customers during the Period ranged from 8% per annum to 33.6% per annum (six months ended 30 June 2020: ranged from 8% per annum to 33.6% per annum). During the Period, the Group recorded the provision for impairment losses on loans and interest receivables of approximately HK\$13,364,000 (six months ended 30 June 2020: approximately HK\$12,628,000), by taking into consideration (i) the increase in loans receivable and interest receivables which have past due as at 30 June 2021; and (ii) the increase in the probability of default rate due to the inability of the borrowers to make repayments to the Group when due.

儘管COVID-19爆發致使香港經濟進一步惡化，但由於亞網已於香港的金融交易軟件解決方案行業建立聲譽及擁有具規模的銀行及經紀行的完善客戶群，本集團能夠於期內產生穩定的收入來源。本集團將繼續緊跟市場趨勢及行業要求並著重憑藉合理成本提高其營運效率，以維持其於市場的競爭力。

#### **提供其他資訊科技及互聯網金融平台服務**

於期內，提供其他資訊科技及互聯網金融平台服務業務分部並無產生收益（截至二零二零年六月三十日止六個月：無）。為改善本業務分部的銷售表現，本集團將繼續多元化提供其他資訊科技服務，如向新客戶提供系統遷移服務。本集團將把握機會多元化提供其他資訊科技及互聯網金融平台服務業務的客戶基礎，以提升其行業競爭力。

#### **借貸業務**

於期內，借貸業務分部產生之收益約為2,910,000港元（截至二零二零年六月三十日止六個月：約3,906,000港元），減少約996,000港元或25.5%。於期內向客戶收取之利率介乎每年8%至每年33.6%（截至二零二零年六月三十日止六個月：介乎每年8%至每年33.6%）。於期內，本集團錄得應收貸款及利息減值虧損撥備約13,364,000港元（截至二零二零年六月三十日止六個月：約12,628,000港元），當中經計及(i)於二零二一年六月三十日已逾期之應收貸款及應收利息增加；及(ii)違約率概率因借款人未能於到期時向本集團還款而增加。

The Group's money lending business will remain as a sustainable business sector of the Group. The management monitors the loans receivable and interest receivables balances on an ongoing basis. In order to minimise the credit risks and default risks associated with the money lending business, the Group has maintained adequate internal control policies for the grant of loans, including the credit evaluations of the borrowers' financial positions, timely review of the ageing of loans receivable and interest receivables balances, and tight control of the overdue balances. A debts collection policy is also in place within the Group to collect borrowers' outstanding debts, which includes sending reminder letters or e-mails to borrowers for repayments, instructing the Group's legal advisers to issue demand letters for loans and interests overdue for a certain period of time, and meeting with borrowers for negotiation of the repayment or settlement of loans.

### **Assets investments**

The portfolio of the Group's assets investments business during the Period consisted of investments in securities that are held for trading. The carrying amount of the Group's securities investments measured at fair value through profit or loss decreased from approximately HK\$12,269,000 as at 31 December 2020 to approximately HK\$11,278,000 as at 30 June 2021 as the Group purchased and disposed of securities that are held for trading of approximately HK\$1,602,000 and approximately HK\$2,325,000 respectively during the Period and recognised a change in fair value reflecting a net loss of approximately HK\$268,000 (six months ended 30 June 2020: approximately HK\$666,000) from the Group's securities investments during the Period. As at 30 June 2021, no individual securities investments at fair value accounted for 5% or more of the Group's total assets as at 30 June 2021. During the Period, no dividend income was received by the Group from its investments in listed securities that are held for trading (six months ended 30 June 2020: Nil).

The Directors expect that the stock market in Hong Kong will remain volatile which may affect the performance of the Group's securities investments. The Board believes that the performance of the securities investments of the Group will be dependent on the financial and operating performance of the investee companies and market sentiment, which are affected by factors, such as interest rate movements and performance of the macro economy. The Group will continue to adopt a conservative investment approach in its trading of listed securities in the Hong Kong stock market and closely monitor the performance of its securities investment portfolio.

本集團的借貸業務將仍為本集團之可持續發展業務分部。管理層持續監察應收貸款及應收利息結餘。為降低借貸業務相關的信貸風險及違約風險，本集團已就授出貸款維持足夠的內部控制政策，包括對借款人的財務狀況進行信貸評估，及時檢討應收貸款及應收利息結餘的賬齡及嚴格控制逾期結餘。本集團亦訂有債務催收政策，以收回借款人的未償還債務，包括向借款人發送要求還款的催函或催收電郵、指示本集團的法律顧問就逾期一定期限的貸款及利息發出追討函以及與借款人會面以磋商償還或結清貸款。

### **資產投資**

本集團於期內的資產投資業務組合包括持作買賣的證券投資。本集團按公平價值計入損益計量的證券投資賬面值由二零二零年十二月三十一日的約12,269,000港元減少至二零二一年六月三十日的約11,278,000港元，乃由於本集團於期內購入及出售持作買賣的證券分別約1,602,000港元及約2,325,000港元，並自本集團的證券投資確認於期內公平價值變動淨虧損約268,000港元（截至二零二零年六月三十日止六個月：約666,000港元）所致。於二零二一年六月三十日，概無按公平價值計量之個別證券投資佔本集團於二零二一年六月三十日資產總值5%或以上。於期內，本集團並無收到持作買賣的上市證券投資的股息收入（截至二零二零年六月三十日止六個月：無）。

董事預期香港股市將持續波動，其或會影響本集團證券投資的表現。董事會相信，本集團證券投資的表現將取決於被投資公司的財務及營運表現以及市場氣氛，而該等方面受利率變動及宏觀經濟表現等因素影響。本集團將繼續採用謹慎的投資策略買賣香港股市的上市證券，並密切監控其證券投資組合的表現。

### **Other investments: Equity investment (not held for trading) – China Parenting Network Holdings Limited (“CPN”)**

As at 30 June 2021, the Group’s other investments that are not held for trading included 16,538,000 ordinary shares of CPN (“CPN Shares”), the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 1736), being approximately 1.61% of the total issued shares of CPN. CPN, together with its subsidiaries, operate an online platform focusing on the CBM (children, babies, and maternity) market in the People’s Republic of China (“PRC”) and are mainly engaged in (i) provision of marketing and promotional services through its platform; (ii) sale of goods; and (iii) e-commerce business in the PRC.

The CPN Shares were measured at fair value at approximately HK\$2,398,000 as at 30 June 2021. During the Period, the fair value loss of CPN Shares transferred to the financial assets measured at fair value through other comprehensive income reserve of the Group was approximately HK\$1,621,000 (six months ended 30 June 2020: approximately HK\$662,000). During the Period, no dividend income was received from this investment (six months ended 30 June 2020: Nil).

## **Financial Review**

### **Revenue, gross profit and gross profit margin**

Revenue of the Group for the Period was approximately HK\$31,317,000 (six months ended 30 June 2020: approximately HK\$37,131,000), representing a decrease of approximately HK\$5,814,000 or 15.7% as compared with that of the corresponding period in 2020. The decrease in revenue of the Group during the Period was mainly due to the decrease in revenue generated from the financial trading software solutions business.

Gross profit of the Group for the Period was approximately HK\$21,678,000 (six months ended 30 June 2020: approximately HK\$27,576,000), representing a decrease of approximately HK\$5,898,000 or 21.4% as compared with that of the corresponding period in 2020. Gross profit margin of the Group for the Period was approximately 69.2% (six months ended 30 June 2020: approximately 74.3%), representing a decrease of approximately 5.1% as compared with that of the corresponding period in 2020.

### **Administrative expenses**

The Group’s administrative expenses for the Period amounted to approximately HK\$22,807,000 (six months ended 30 June 2020: approximately HK\$18,710,000), representing an increase of approximately HK\$4,097,000 or 21.9% as compared with that of the corresponding period in 2020. The increase was primarily attributable to the increase in staff costs (including directors’ emoluments) as a result of the continuous expansion of the Group’s business during the Period.

### **其他投資：股本投資(並非持作買賣)－中國育兒網絡控股有限公司(「中國育兒網絡」)**

於二零二一年六月三十日，本集團並非持作買賣的其他投資包括中國育兒網絡(其已發行股份於聯交所主板上市，股份代號：1736) 16,538,000股普通股(「中國育兒網絡股份」)，即中國育兒網絡全部已發行股份的約1.61%。中國育兒網絡及其附屬公司經營一個專注於中華人民共和國(「中國」)孕嬰童市場之網絡平台，主要從事(i)透過其平台提供營銷及推廣服務；(ii)銷售商品；及(iii)中國電子商務業務。

於二零二一年六月三十日，中國育兒網絡股份按公平價值計量約為2,398,000港元。於期內，轉撥至本集團按公平價值計入其他全面收入的金融資產之儲備的中國育兒網絡股份的公平價值虧損約為1,621,000港元(截至二零二零年六月三十日止六個月：約662,000港元)。於期內，並無從該投資收取股息收入(截至二零二零年六月三十日止六個月：無)。

## **財務回顧**

### **收益、毛利及毛利率**

本集團於期內的收益約為31,317,000港元(截至二零二零年六月三十日止六個月：約37,131,000港元)，較二零二零年同期的收益減少約5,814,000港元或15.7%。本集團於期內的收益減少乃主要由於金融交易軟件解決方案業務所得收益減少。

本集團於期內的毛利約為21,678,000港元(截至二零二零年六月三十日止六個月：約27,576,000港元)，較二零二零年同期的毛利減少約5,898,000港元或21.4%。本集團於期內的毛利率約為69.2%(截至二零二零年六月三十日止六個月：約74.3%)，較二零二零年同期的毛利率減少約5.1%。

### **行政開支**

本集團於期內的行政開支約為22,807,000港元(截至二零二零年六月三十日止六個月：約18,710,000港元)，較二零二零年同期的行政開支增加約4,097,000港元或21.9%。增加乃主要由於期內持續擴張本集團業務導致員工成本(包括董事酬金)增加。

### Loss for the Period

The Group recorded a net loss after tax of approximately HK\$16,164,000 for the Period (six months ended 30 June 2020: approximately HK\$5,674,000). The increase in net loss was mainly attributable to (i) the decrease in revenue from the Group's financial trading software solutions business division of approximately HK\$5,302,000 during the Period as compared to that of approximately HK\$33,165,000 for the period ended 30 June 2020; and (ii) the increase in administrative expenses as mentioned above.

### Financial Resources, Liquidity and Capital Structure

As at 30 June 2021, the Group's bank and cash balances were approximately HK\$39,177,000 (31 December 2020: approximately HK\$34,222,000). The net current assets of the Group as at 30 June 2021 amounted to approximately HK\$82,034,000 (31 December 2020: approximately HK\$97,872,000). As at 30 June 2021, approximately 99.7% of the Group's cash and cash equivalents were denominated in Hong Kong dollars, while the remaining balance was denominated in Renminbi and United States dollars. The current ratio of the Group, which was defined as total current assets divided by total current liabilities, was approximately 3.1 times as at 30 June 2021 (31 December 2020: approximately 3.4 times).

As at 30 June 2021, the Group had no outstanding bank and other borrowings (31 December 2020: Nil). As at 30 June 2021, the gearing ratio of the Group, which was defined as total borrowings divided by total assets, was not applicable due to the absence of any borrowing undertaken by the Group as at 30 June 2021 (31 December 2020: Not applicable).

As at 30 June 2021, the capital of the Company comprised ordinary shares only.

### Share Consolidation

On 26 April 2021, the Board proposed to implement the Share Consolidation on the basis that every ten (10) issued and unissued existing shares of par value of HK\$0.005 each in the share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$0.05 each. The Share Consolidation had been approved by the shareholders ("Shareholder(s)") of the Company at the annual general meeting on 23 June 2021 and became effective on 25 June 2021, upon which the authorised share capital of the Company was HK\$10,000,000 divided into 200,000,000 shares of HK\$0.05 each, of which 126,058,234 shares were in issue as fully paid or credited as fully paid. Details of the Share Consolidation are set out in the Company's circular dated 24 May 2021 and the Company's announcements dated 26 April 2021, 23 June 2021 and 24 June 2021.

### 期內虧損

本集團於期內錄得除稅後淨虧損約16,164,000港元(截至二零二零年六月三十日止六個月:約5,674,000港元)。淨虧損增加乃主要由於(i)來自本集團金融交易軟件解決方案業務分部的收益較截至二零二零年六月三十日止期間的約33,165,000港元減少約5,302,000港元;及(ii)如上所述的行政開支增加。

### 財務資源、流動資金及資本架構

於二零二一年六月三十日,本集團的銀行及現金結餘約為39,177,000港元(二零二零年十二月三十一日:約34,222,000港元)。於二零二一年六月三十日,本集團的流動資產淨值約為82,034,000港元(二零二零年十二月三十一日:約97,872,000港元)。於二零二一年六月三十日,本集團約99.7%的現金及現金等價物以港元計值,其餘則以人民幣及美元計值。於二零二一年六月三十日,本集團的流動比率(界定為按流動資產總值除以流動負債總額計算)約為3.1倍(二零二零年十二月三十一日:約3.4倍)。

於二零二一年六月三十日,本集團並無任何未償還的銀行及其他借貸(二零二零年十二月三十一日:無)。於二零二一年六月三十日,本集團的資產負債比率(界定為按借款總額除以資產總值計算)並不適用,乃由於本集團於二零二一年六月三十日並無進行任何借貸(二零二零年十二月三十一日:不適用)。

於二零二一年六月三十日,本公司的資本僅包括普通股。

### 股份合併

於二零二一年四月二十六日,董事會建議按每十(10)股本公司股本中每股面值0.005港元之已發行及未發行現有股份合併為一(1)股每股面值0.05港元的合併股份之基準實施股份合併。股份合併獲本公司股東("股東")於二零二一年六月二十三日舉行之股東週年大會上批准,並於二零二一年六月二十五日生效,據此本公司法定股本為10,000,000港元(分為200,000,000股每股面值0.05港元之股份),當中126,058,234股股份已按繳足或入賬列作繳足之方式發行。股份合併的詳情載列於本公司日期為二零二一年五月二十四日之通函及本公司日期為二零二一年四月二十六日、二零二一年六月二十三日及二零二一年六月二十四日之公告。



## Share Option Scheme

The Company adopted a share option scheme (“Scheme”) on 10 September 2013 so as to attract and retain the best available personnel and to provide additional incentive to the eligible participants under the Scheme. Pursuant to the Scheme, the Board is authorised, at its absolute discretion and subject to the terms of the Scheme, to grant options to subscribe for the shares of the Company (in such form then existing and subject to adjustment) to any employees (full-time or part-time), directors, consultants or advisors of the Group, or any substantial shareholders of the Group, or any distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group. The Scheme shall be valid and effective for a period of ten years commencing on 10 September 2013 and expiring on the business day immediately preceding the 10th anniversary thereof, i.e. 8 September 2023, subject to early termination provisions contained in the Scheme.

Details of the movements in the share options of the Company pursuant to the Scheme during the Period are as follows:

## 購股權計劃

本公司於二零一三年九月十日採納購股權計劃（「該計劃」），以吸引及挽留優秀人才，並根據該計劃向合資格參與者提供額外獎勵。根據該計劃，董事會獲授權全權酌情及根據該計劃條款授出購股權予本集團任何僱員（全職或兼職）、董事、顧問或諮詢人、或本集團任何主要股東、或本集團任何經銷商、承包商、供應商、代理、客戶、業務夥伴或服務供應商以認購本公司之股份（以當時之形式並可予調整）。該計劃由二零一三年九月十日起計十年內有效及生效，並於緊接該計劃第十個週年日的前一個營業日（即二零二三年九月八日）屆滿，惟受限於該計劃所載的提早終止條文。

於期內本公司根據該計劃之購股權變動詳情載列如下：

Name or category of participants	Date of grant and vesting date of share options	Exercise period of share options granted	Exercise price of share options before Share Consolidation becoming effective (HK\$ per share) 股份合併生效前購股權之行使價 (每股港元)	Exercise price of share options after Share Consolidation becoming effective (HK\$ per share) 股份合併生效後購股權之行使價 (note (a)) (附註(a))	Number of share options 購股權數目				Outstanding as at 30 June 2021 於二零二一年六月三十日尚未行使
					At 1 January 2021 於二零二一年一月一日	Granted during the Period 於期內授出	Lapsed during the Period 於期內失效	Adjustment 調整 (note (a)) (附註(a))	
<b>Executive Directors</b> 執行董事									
Tin Yat Yu Carol	10 December 2020	10 December 2020 – 9 December 2022	0.049	0.49	1,260,000	-	-	(1,134,000)	126,000
田一好	二零二零年十二月十日	二零二零年十二月十日至二零二二年十二月九日							
So Wai Yee Betty	10 December 2020	10 December 2020 – 9 December 2022	0.049	0.49	12,600,000	-	-	(11,340,000)	1,260,000
蘇慧兒	二零二零年十二月十日	二零二零年十二月十日至二零二二年十二月九日							
<b>Employee</b> 僱員	10 December 2020	10 December 2020 – 9 December 2022	0.049	0.49	12,600,000	-	-	(11,340,000)	1,260,000
其他參與者	二零二零年十二月十日	二零二零年十二月十日至二零二二年十二月九日							
<b>Other participants</b> 其他參與者	10 December 2020	10 December 2020 – 9 December 2022	0.049	0.49	74,300,000	-	-	(66,870,000)	7,430,000
					<u>100,760,000</u>	<u>-</u>	<u>-</u>	<u>(90,684,000)</u>	<u>10,076,000</u>

*Notes:*

- (a) As a result of the Share Consolidation which became effective on 25 June 2021, the exercise price per share and the number of outstanding share options granted on 10 December 2020 were adjusted from HK\$0.049 to HK\$0.49 and from 100,760,000 to 10,076,000 respectively.
- (b) Consideration of HK\$1 was paid by each of the grantees on their acceptance of the share options granted.

During the Period, no share options were granted, exercised, cancelled or lapsed.

### Treasury and Funding Policies

The Group adopts a prudent approach with respect to its treasury and funding policies, and its financial and fundraising activities are subject to effective management and supervision. The Group manages its capital to ensure that the entities in the Group will be able to continue as a going concern while maximising the return to the Shareholders through optimisation of the debt and equity balance.

### Foreign Exchange Exposure

During the Period, the business activities of the Group were mainly denominated in Hong Kong dollars. The Directors did not consider that the Group was exposed to any significant foreign currency exchange risks. During the Period, the Group did not adopt any financial instruments for hedging purposes.

### Contingent Liabilities

As at 30 June 2021, the Group did not have any contingent liabilities (31 December 2020: Nil).

### Capital Commitments

Details of the Group's capital commitments as at 30 June 2021 and 31 December 2020 are set out in note 20 to the condensed consolidated financial statements.

### Charges on the Group's Assets

As at 30 June 2021, the Group did not have any material charge on assets (31 December 2020: Nil).

*附註：*

- (a) 由於股份合併已於二零二一年六月二十五日生效，故每股行使價及於二零二零年十二月十日授出尚未行使之購股權數目分別自0.049港元調整至0.49港元及自100,760,000份調整至10,076,000份。
- (b) 各承授人於彼等接納已授出之購股權時支付1港元之代價。

於期內，概無購股權獲授予、行使、註銷或失效。

### 財政及資金政策

本集團對其財政及資金政策採取審慎的態度，且其財務及籌資活動均受到有效管理及監督。本集團管理其資本以確保本集團實體將能夠持續經營，同時透過優化債務及權益結餘，為股東回報實現最大化。

### 外匯風險

於期內，本集團之業務活動主要以港元計值。董事認為本集團並無承受任何重大外匯風險。於期內，本集團並無採納任何金融工具作為對沖用途。

### 或然負債

於二零二一年六月三十日，本集團並無任何或然負債（二零二零年十二月三十一日：無）。

### 資本承擔

本集團於二零二一年六月三十日及二零二零年十二月三十一日之資本承擔之詳情載列於簡明綜合財務報表附註20。

### 本集團之資產抵押

於二零二一年六月三十日，本集團並無任何重大資產抵押（二零二零年十二月三十一日：無）。

## Material Acquisition and Disposal

The Group did not have any material acquisition or disposal transaction during the Period. As at the date of this report, the Group did not have any concrete plans for material investments or capital assets in the coming future. Nonetheless, if any acquisition opportunity arises or is identified, the Group will conduct a feasibility study and prepare implementation plans to consider whether it is beneficial to the Company and the Shareholders as a whole.

## Dividend

The Board does not recommend the payment of any interim dividend for the Period (six months ended 30 June 2020: Nil).

## Employees and Remuneration Policy

As at 30 June 2021, the Group had 77 employees (31 December 2020: 73). The Group continues to maintain and upgrade the capabilities of its workforce by providing them with adequate and regular training. The Group remunerates its employees mainly based on industry practices and individual performance and experience. On top of regular remuneration, discretionary bonus and share options may be granted to eligible staff by reference to the Group's performance as well as the individual performance. Total employee benefits expense, including directors' emoluments, was approximately HK\$20,024,000 for the Period (six months ended 30 June 2020: approximately HK\$15,921,000).

The remuneration of the Directors is determined by the Board, under the recommendation from the remuneration committee of the Company, with reference to the background, qualification, experience, duties and responsibilities of the respective Directors within the Group and the prevailing market conditions.

The Company adopted a share option scheme pursuant to an ordinary resolution of all the then Shareholders passed on 10 September 2013 and the Board is authorised, at its absolute discretion, to grant options to eligible participants including (a) any full-time or part-time employee of any member of the Group; (b) any consultant or adviser of any member of the Group; (c) any director (including executive, non-executive and independent non-executive directors) of any member of the Group; (d) any substantial shareholder of the Group; or (e) any distributor, contractor, supplier, agent, customer, business partner or service provider of any member of the Group.

## 重大收購及出售

於期內，本集團並無任何重大收購或出售交易。於本報告日期，本集團並無就將來之重大投資或資本資產制定任何其他具體計劃。儘管如此，倘任何收購機會來臨及得以識別時，本集團將進行可行性研究並編製實施計劃，以考慮有關機會是否符合本公司及股東的整體利益。

## 股息

董事會並不建議期內派付任何中期股息（截至二零二零年六月三十日止六個月：無）。

## 僱員及薪酬政策

於二零二一年六月三十日，本集團有77名僱員（二零二零年十二月三十一日：73名）。本集團繼續透過向彼等提供足夠及定期培訓，以維持及提升僱員的工作能力。本集團向僱員提供之薪酬乃主要基於業內慣例以及個人表現及經驗釐定。除一般薪酬外，本集團亦會參考本集團的表現及僱員的個人表現向合資格僱員授出酌情花紅及購股權。期內，僱員福利開支總額（包括董事酬金）約為20,024,000港元（截至二零二零年六月三十日止六個月：約15,921,000港元）。

董事薪酬乃由董事會根據本公司薪酬委員會的推薦建議，參考有關董事的背景、資歷、經驗以及於本集團的職務及職責以及現行市況釐定。

本公司根據當時全體股東於二零一三年九月十日通過的普通決議案採納購股權計劃，董事會獲授權全權酌情將購股權授予合資格參與人士，包括(a)本集團任何成員公司之任何全職或兼職僱員；(b)本集團任何成員公司之任何諮詢人或顧問；(c)本集團任何成員公司之任何董事（包括執行董事、非執行董事及獨立非執行董事）；(d)本集團任何主要股東；或(e)本集團任何成員公司之任何經銷商、承包商、供應商、代理、客戶、業務夥伴或服務供應商。

## Prospect

As an open economy highly dependent on the service sector, Hong Kong is suffering severely from the COVID-19 epidemic. Hong Kong's GDP shrinks the most in last 60 years and Hong Kong's unemployment rate rises rapidly. With the widely usage of vaccines and supported by the economy rebound in mainland China, Hong Kong's GDP is expected to resume a positive growth rate of 5% in current year.

Fortunately, the business of iAsia, which is the Group's principal operating subsidiary, has not been affected much by the COVID-19 pandemic as its customers are mainly medium to large brokerage firms and banks. The stock market trading volume in Hong Kong remains high due to the Stock Connect and the demand for iAsia's financial trading software solutions remains strong. It is expected that the Group's financial trading software solutions business will continue to serve its clients and the Group hopes to attract more customers with its experience and reputation and explore different business opportunities in order to expand the Group's business and generate more revenue for the Group.

The money lending business is another core business segment of the Group. In view of the instability of the financial market and economic environment in Hong Kong, the Group will implement a prudent approach to grant new loans and actively collect loans and interest receivables in 2021.

The global economic outlook in 2021 is still uncertain and full of challenges which may exacerbate the financial market volatility in Hong Kong. The Group believes diversifying its business segments can help maintain a healthy financial position and promote a sustainable growth of the Group. In the future, the Group will continue to seize cooperation and acquisition opportunities with more business partners in various fields to expand its business scales and bring higher returns to the Shareholders. The Group will continue to strive for excellence in order to maintain its international competitiveness and enhance its growth potential in the fintech industry.

## 展望

作為高度依賴服務業的開放型經濟體，香港遭受了COVID-19疫情的嚴重影響，香港地區生產總值呈現近60年來的最大收縮，且香港失業率迅速上升。在疫苗的廣泛使用以及中國內地經濟復甦的支持下，預期香港的地區生產總值將於本年度恢復5%的正增長。

幸運的是，由於本集團主要經營附屬公司亞網客戶主要為大中型經紀行及銀行，故COVID-19疫情對其業務產生的影響並不大。藉助滬深港通，香港股票市場交易量仍然較高，且市場對亞網金融交易軟件解決方案的需求依然強勁。預期本集團的金融交易軟件解決方案業務將繼續為客戶服務，而本集團希望憑藉其經驗及聲譽吸引更多客戶，並尋求不同的商機以拓展本集團業務及為本集團創造更多的收益。

借貸業務為本集團另一項核心業務分部。鑒於香港金融市場及經濟環境的不穩定局面，本集團將於二零二一年採取審慎的方式授出新貸款，並積極收回應收貸款及利息。

二零二一年的全球經濟前景仍充滿不確定性並面臨著諸多挑戰，或會加劇香港金融市場的動盪局勢。本集團認為，業務分部多元化可維持穩健的財務狀況並促進本集團可持續發展。日後，本集團將繼續把握與各領域的更多商業夥伴進行合作與收購的機會，以擴大其業務規模並為股東帶來更高的回報。本集團將繼續追求卓越，以保持其國際競爭力，增強其在金融科技行業的增長潛力。

## OTHER INFORMATION

### Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2021, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (i) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (ii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Name of Directors	Capacity/nature of interest	Number of shares interested	Approximate percentage of shareholding as at 30 June 2021 於二零二一年六月三十日 股權概約百分比	Number of underlying shares interested	Approximate percentage of shareholding as at 30 June 2021 於二零二一年六月三十日 股權概約百分比
董事名稱	身份／權益性質	擁有權益的股份數目 <i>(note (b))</i> <i>(附註(b))</i>	<i>(note (c))</i> <i>(附註(c))</i>	擁有權益的 相關股份數目 <i>(note (b))</i> <i>(附註(b))</i>	<i>(note (c))</i> <i>(附註(c))</i>
Ms. Tin Yat Yu Carol	Beneficial owner	14,717,000(L)	11.67	126,000(L) <i>(note (a))</i> <i>(附註(a))</i>	0.10
田一好女士	實益擁有人				
Ms. So Wai Yee Betty	Beneficial owner	-	-	1,260,000(L) <i>(note (a))</i> <i>(附註(a))</i>	1.00
蘇慧兒女士	實益擁有人				

#### Notes:

- (a) On 10 December 2020, Ms. Tin Yat Yu Carol, being an executive Director and the chairman of the Board and Ms. So Wai Yee Betty, being an executive Director, were granted options to subscribe for 126,000 (adjusted as a result of the Share Consolidation) and 1,260,000 (adjusted as a result of the Share Consolidation) ordinary shares of the Company under the Scheme respectively. Such options can be exercised by Ms. Tin Yat Yu Carol and Ms. So Wai Yee Betty from 10 December 2020 to 9 December 2022 at the exercise price of HK\$0.49 (adjusted as a result of the Share Consolidation) per share.
- (b) "L" denotes long position in the ordinary shares and the underlying ordinary shares of the Company.
- (c) The total number of the issued shares of the Company as at 30 June 2021 (i.e. 126,058,234 shares) had been used for the calculation of the approximate percentage shareholdings in the Company.

## 其他資料

### 董事及主要行政人員於股份、相關股份及債權證中之權益及淡倉

於二零二一年六月三十日，董事及本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中，擁有(i)根據證券及期貨條例第352條須登記於該條所指的登記冊內；或(ii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下：

#### 附註：

- (a) 於二零二零年十二月十日，執行董事兼董事會主席田一好女士及執行董事蘇慧兒女士根據該計劃分別獲授購股權以認購本公司126,000股（因股份合併而作出調整）及1,260,000股（因股份合併而作出調整）普通股。田一好女士及蘇慧兒女士可於二零二零年十二月十日及二零二二年十二月九日按行使價每股0.49港元（因股份合併而作出調整）行使該等購股權。
- (b) 「L」指本公司普通股及相關普通股之好倉。
- (c) 於二零二一年六月三十日的本公司已發行股份總數（即126,058,234股股份）用於計算本公司的股權概約百分比。

Save as disclosed above, as at 30 June 2021, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (i) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (ii) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

### Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares

So far as is known to the Directors, as at 30 June 2021, the following substantial Shareholders and persons (not being a Director or chief executive of the Company) had, or were deemed to have, interests or short positions in the shares and underlying shares of the Company which were recorded in the register required to be kept by the Company under section 336 of the SFO:

#### A. Substantial Shareholders

Name of Shareholders	Capacity/nature of interest	Number of shares held/ interested	Approximate percentage of shareholding as at 30 June 2021
股東名稱	身份／權益性質	持有／擁有權益的股份數目 (note (a)) (附註(a))	於二零二一年六月三十日 股權概約百分比 (note (b)) (附註(b))
Ever Robust Holdings Limited (note (c)) 連捷控股有限公司 (附註(c))	Beneficial owner 實益擁有人	13,680,000 (L)	10.85
Whole Kind Investments Limited (note (c)) 豪佳投資有限公司 (附註(c))	Interest in a controlled corporation 受控法團權益	13,680,000 (L)	10.85
Hang Tai Yue Group Holdings Limited (note (c)) 恆泰裕集團控股有限公司 (附註(c))	Interest in controlled corporations 受控法團權益	13,680,000 (L)	10.85
Zhu Liang Hui Hui 朱梁慧慧	Beneficial owner 實益擁有人	18,300,000 (L) (note (d)) (附註(d))	14.52

除上文所披露者外，於二零二一年六月三十日，董事或本公司主要行政人員概無於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中，擁有(i)根據證券及期貨條例第352條須登記於該條所指的登記冊內的任何權益或淡倉；或(ii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的任何權益或淡倉。

### 主要股東及其他人士於股份及相關股份中之權益及淡倉

據董事所知，於二零二一年六月三十日，下列主要股東及人士（並非本公司董事或主要行政人員）在本公司股份及相關股份中擁有或視為擁有須根據證券及期貨條例第336條記錄於本公司存置的登記冊內的權益或淡倉：

#### A. 主要股東

## B. Other persons

Name of Shareholders	Capacity/nature of interest	Number of shares interested	Approximate percentage of shareholding	Number of underlying shares interested	Approximate percentage of shareholding
			as at 30 June 2021 於二零二一年六月三十日 股權概約百分比		as at 30 June 2021 於二零二一年六月三十日 股權概約百分比
股東名稱	身份／權益性質	擁有權益的股份數目		擁有權益的相關股份數目	
		(note (a)) (附註(a))	(note (b)) (附註(b))	(note (a)) (附註(a))	(note (b)) (附註(b))
China New Economy Fund Limited 中國新經濟投資有限公司	Beneficial owner 實益擁有人	7,033,000(L) (note (e)) (附註(e))	5.58	-	-
Mr. Chan Sek Keung Ringo 陳錫強先生	Beneficial owner 實益擁有人	6,168,000(L)	4.89	1,260,000(L) (note (f)) (附註(f))	1.00
	Interest of a controlled corporation 受控法團權益	600,000(L) (note (g)) (附註(g))	0.48	-	-

### Notes:

- (a) "L" denotes long position in the ordinary shares and the underlying ordinary shares of the Company.
- (b) The total number of the issued shares of the Company as at 30 June 2021 (i.e. 126,058,234 shares) had been used for the calculation of the approximate percentage shareholdings in the Company.
- (c) These 13,680,000 ordinary shares of the Company are held by Ever Robust Holdings Limited ("Ever Robust"), which is wholly-owned by Whole Kind Investments Limited ("Whole Kind"), which is in turn wholly-owned by Hang Tai Yue Group Holdings Limited ("HTY Group"). By virtue of the SFO, each of Whole Kind and HTY Group is deemed or taken to be interested in all the ordinary shares of the Company held by Ever Robust.
- (d) According to the disclosure of interests notice dated 25 January 2019 filed by Zhu Liang Hui Hui, she is interested in 183,000,000 shares of HK\$0.005 each of the Company (which has been adjusted to 18,300,000 shares of HK\$0.05 each of the Company since the effective date of the Share Consolidation).
- (e) According to the disclosure of interests notice dated 7 May 2020 filed by China New Economy Fund Limited, it is interested in 70,330,000 shares of HK\$0.005 each of the Company (which has been adjusted to 7,033,000 shares of HK\$0.05 each of the Company upon the effective date of the Share Consolidation).
- (f) On 10 December 2020, Mr. Chan Sek Keung Ringo, being a director of certain subsidiaries of the Company, was granted options to subscribe for 1,260,000 (adjusted as a result of the Share Consolidation) ordinary shares of the Company under the Scheme. Such options can be exercised by Mr. Chan Sek Keung Ringo from 10 December 2020 to 9 December 2022 at the exercise price of HK\$0.49 (adjusted as a result of the Share Consolidation) per share.

## B. 其他人士

Name of Shareholders	Capacity/nature of interest	Number of shares interested	Approximate percentage of shareholding	Number of underlying shares interested	Approximate percentage of shareholding
			as at 30 June 2021 於二零二一年六月三十日 股權概約百分比		as at 30 June 2021 於二零二一年六月三十日 股權概約百分比
股東名稱	身份／權益性質	擁有權益的股份數目		擁有權益的相關股份數目	
		(note (a)) (附註(a))	(note (b)) (附註(b))	(note (a)) (附註(a))	(note (b)) (附註(b))
China New Economy Fund Limited 中國新經濟投資有限公司	Beneficial owner 實益擁有人	7,033,000(L) (note (e)) (附註(e))	5.58	-	-
Mr. Chan Sek Keung Ringo 陳錫強先生	Beneficial owner 實益擁有人	6,168,000(L)	4.89	1,260,000(L) (note (f)) (附註(f))	1.00
	Interest of a controlled corporation 受控法團權益	600,000(L) (note (g)) (附註(g))	0.48	-	-

### 附註：

- (a) 「L」指本公司普通股及相關普通股之好倉。
- (b) 於二零二一年六月三十日的本公司已發行股份總數(即126,058,234股股份)用於計算本公司的股權概約百分比。
- (c) 該等13,680,000股本公司普通股由連捷控股有限公司(「連捷」)持有,連捷由豪佳投資有限公司(「豪佳」)全資擁有,而豪佳則由恆泰裕集團控股有限公司(「恆泰裕集團」)全資擁有。根據證券及期貨條例,豪佳及恆泰裕集團各自被視為或被當作於連捷持有之全部本公司普通股中擁有權益。
- (d) 根據朱梁慧慧於二零一九年一月二十五日提交的權益披露通知,彼於本公司每股面值為0.005港元的183,000,000股股份中擁有權益(自股份合併生效日期起已調整至本公司每股面值為0.05港元的18,300,000股股份)。
- (e) 根據中國新經濟投資有限公司於二零二零年五月七日提交的權益披露通知,其於本公司每股面值為0.005港元的70,330,000股股份中擁有權益(自股份合併生效日期起已調整至本公司每股面值為0.05港元的7,033,000股股份)。
- (f) 於二零二零年十二月十日,本公司若干附屬公司之董事陳錫強先生根據該計劃獲授予購股權以認購本公司1,260,000股普通股(因股份合併而作出調整)。陳錫強先生可於二零二零年十二月十日及二零二二年十二月九日按行使價每股0.49港元(因股份合併而作出調整)行使該等購股權。

- (g) These 600,000 ordinary shares of the Company are held by Woodstock Management Limited, which is wholly-owned by Mr. Chan Sek Keung Ringo. By virtue of the SFO, Mr. Chan Sek Keung Ringo is deemed or taken to be interested in all the ordinary shares of the Company held by Woodstock Management Limited.

Save as disclosed above, as at 30 June 2021, the Directors were not aware of any other persons who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and recorded in the register required to be kept by the Company under section 336 of the SFO.

### Purchase, Sale or Redemption of Listed Securities

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

### Directors' Securities Transactions

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by Directors adopted by the Company during the Period.

### Corporate Governance Practices

During the Period, the Company complied with all the applicable code provisions contained in the Corporate Governance Code ("CG Code") set out in Appendix 15 to the GEM Listing Rules, except for the deviation mentioned in the following paragraph.

According to code provision A.2.1 of the CG Code, the roles of the chairman and the chief executive officer should be separate and should not be performed by the same individual. During the Period, the role of the chairman was performed by Ms. Tin Yat Yu Carol (former name as Tin Yuen Sin Carol). During the Period, the office of the chief executive officer of the Company remained vacated since the Company has not been able to identify a suitable candidate for the position.

However, the Board will keep reviewing the current structure of the Board from time to time and should any candidate with suitable knowledge, skills and experience be identified, the Company will make appointment to fill the position as appropriate.

### Competing Interests

Ms. Lam Ching Yee, an executive Director, also being an executive director and the chief executive officer of HTY Group (a substantial Shareholder), is a director of a subsidiary of HTY Group, i.e. Mark Profit Finance Limited (which is a company principally engaged in money lending business in Hong Kong) and other subsidiaries of HTY Group, which are principally engaged in assets investments business.

Ms. Tin Yat Yu Carol (former name as Tin Yuen Sin Carol), an executive Director, is also a director of Delta Wealth Finance Limited and Delta Wealth Credit Limited, which are principally engaged in money lending business.

- (g) 該等600,000股本公司普通股由Woodstock Management Limited持有，Woodstock Management Limited由陳錫強先生全資擁有。根據證券及期貨條例，陳錫強先生被視為或被當作於Woodstock Management Limited持有之全部本公司普通股中擁有權益。

除上文披露者外，於二零二一年六月三十日，董事並不知悉任何其他人士在本公司股份或相關股份中擁有須根據證券及期貨條例第336條向本公司披露及記錄於本公司所存置登記冊內的權益或淡倉。

### 購買、出售或贖回上市證券

於期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### 董事進行證券交易

本公司已就董事進行證券交易採納行為守則，其條款之嚴格程度不遜於GEM上市規則第5.48至5.67條所載之規定交易準則。經向全體董事作出特定查詢後，全體董事已確認彼等於期內一直遵守規定交易準則及本公司所採納之董事進行證券交易行為守則。

### 企業管治常規

於期內，本公司一直遵守GEM上市規則附錄15所載的企業管治守則（「企業管治守則」）所有適用守則條文，惟下段所述之偏離除外。

根據企業管治守則守則條文第A.2.1條，主席及行政總裁之角色應予以區分，而不應由同一人兼任。於期內，主席角色由田一妤女士（前度名字為田琬善）擔任。於期內，由於本公司尚未能物色到合適人選擔任該職，故本公司行政總裁一職仍然懸空。

然而，董事會將持續不時檢討董事會現有架構，倘物色到任何擁有適合知識、技能及經驗之人選，本公司將適時委任有關人士擔任行政總裁一職。

### 競爭權益

執行董事林靜儀女士（亦為恆泰裕集團（一名主要股東）的執行董事及行政總裁）為恆泰裕集團一間附屬公司（即百利財務有限公司，主要於香港從事借貸業務的公司）及恆泰裕集團其他附屬公司（主要從事資產投資業務）的董事。

執行董事田一妤女士（前度名字為田琬善）亦為融富財務有限公司及融富信貸有限公司（均主要從事借貸業務）的董事。



Save as disclosed above, none of the Directors or their respective close associates as defined in the GEM Listing Rules had any business or interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group during the Period. As at 30 June 2021, the Company did not have any controlling Shareholder.

### Changes in Directors' Information

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, there were changes in the information required to be disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 17.50(2) of the GEM Listing Rules in the course of the term of office of a Director.

Ms. Lo Wing Sze *BBS, JP* has been appointed as a member of HKSAR Advisory Committee on Post-office Employment for Former Chief Executives and Politically Appointed Officials with effect from 1 July 2021 and a member of HKSAR Wan Chai District Fire Safety Committee with effect from April 2021.

Save as disclosed above, there are no other matters that need to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

### Audit Committee

The Company established the audit committee ("Audit Committee") on 10 September 2013 with written terms of reference posted on the websites of the GEM and of the Company. Such written terms of reference were revised and adopted by the Board on 29 December 2015 in accordance with the revised CG Code taking effect on 1 January 2016. The primary duties of the Audit Committee are, among other matters, to review the Company's financial information and monitor the Company's financial reporting system, risk management and internal control systems.

At the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Hon Ming Sang (chairman), Ms. Lee Kwun Ling, May Jean and Ms. Lo Wing Sze *BBS, JP*. Each committee meeting was chaired by an independent non-executive Director.

The unaudited condensed consolidated results of the Group for the Period and this report have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results and report complied with the applicable accounting standards and requirements and that adequate disclosures have been made.

On behalf of the Board  
**Finsoft Financial Investment Holdings Limited**  
**Ms. Tin Yat Yu Carol**  
*Chairman*

Hong Kong, 11 August 2021

*As at the date of this report, the Board consists of Ms. Tin Yat Yu Carol being an executive Director and the chairman of the Board, Mr. Chan Wai Lung, Ms. Lam Ching Yee, Ms. Lin Ting and Ms. So Wai Yee Betty being the executive Directors, and Mr. Hon Ming Sang, Ms. Lee Kwun Ling, May Jean and Ms. Lo Wing Sze *BBS, JP* being the independent non-executive Directors.*

除上文所披露者外，於期內，概無董事或彼等各自之緊密聯繫人（定義見GEM上市規則）擁有與本集團業務直接或間接構成或可能構成競爭的任何業務或於有關業務中擁有權益。於二零二一年六月三十日，本公司並無任何控股股東。

### 董事資料變動

根據GEM上市規則第17.50A(1)條，在董事任期內發生根據GEM上市規則第17.50(2)條(a)至(e)及(g)段規定須予披露的資料變動。

羅詠詩女士 *銅紫荊星章，太平紳士* 由二零二一年七月一日起獲委任為香港特區政府前任行政長官及政治委任官員離職後工作諮詢委員會成員及由二零二一年四月起獲委任為香港特區政府灣仔區防火委員會成員。

除上文所披露者外，概無其他事宜須根據GEM上市規則第17.50A(1)條予以披露。

### 審核委員會

本公司於二零一三年九月十日成立審核委員會（「審核委員會」），其書面職權範圍刊載於GEM及本公司網站。該等書面職權範圍已由董事會根據自二零一六年一月一日起生效之經修訂企業管治守則於二零一五年十二月二十九日修訂及採納。審核委員會之主要職責為（其中包括）審閱本公司財務資料及監察本公司財務報告系統、風險管理及內部監控系統。

於本報告日期，審核委員會由三名獨立非執行董事組成，即韓銘生先生（主席）、李筠翎女士及羅詠詩女士 *銅紫荊星章，太平紳士*。每次委員會會議均由一名獨立非執行董事擔任主席。

本集團於期內之未經審核簡明綜合業績及本報告已經由審核委員會審閱，而審核委員會認為該業績及報告乃遵照適用會計準則及規定而編製，並已作出足夠披露。

代表董事會  
**匯財金融投資控股有限公司**  
*主席*  
**田一好女士**

香港，二零二一年八月十一日

於本報告日期，董事會成員包括執行董事兼董事會主席田一好女士，執行董事陳偉龍先生、林靜儀女士、林靈女士及蘇慧兒女士，以及獨立非執行董事韓銘生先生、李筠翎女士及羅詠詩女士 *銅紫荊星章，太平紳士*。



**FINSOFT FINANCIAL INVESTMENT  
HOLDINGS LIMITED**  
匯財金融投資控股有限公司