

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公告全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。



SIM TECHNOLOGY GROUP LIMITED

晨訊科技集團有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：2000)

海外監管公告

本公告是由晨訊科技集團有限公司*(「本公司」)根據香港聯合交易所有限公司證券上市規則第 13.10B條而作出。

以下附件是本公司依台灣相關證券法律的規定於二零二零年九月二十三日在台灣證券交易所股份有限公司網頁刊發的公告。

承董事會命
晨訊科技集團有限公司
公司秘書
陳梓妍

香港，二零二零年九月二十三日

於本公告日期，本公司執行董事為楊文瑛女士、王祖同先生及劉軍先生，本公司獨立非執行董事為廖慶雄先生、王田苗先生及武哲先生。

* 僅供識別

晨訊科技集團有限公司及子公司

民國 109 年上半年度

合併財務報告暨會計師複核報告

(上市之臺灣存託憑證用外國公司財務報告)

(股票代碼 912000)

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附件一

會計師複核報告

晨訊科技集團有限公司 公鑒：

晨訊科技集團有限公司及子公司按香港聯合交易所有限公司主板證券上市規則(Main Board Listing Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited)要求遵照其有關條文及國際會計準則委員會頒佈的國際會計準則第 34 號「期中財務報導」(International Accounting Standard 34 "Interim financial reporting" ("IAS"34) issued by International Accounting Standards Board)而編製之民國 109 年及 108 年 6 月 30 日之簡明綜合財務狀況表，暨民國 109 年及 108 年 1 月 1 日至 6 月 30 日之簡明綜合損益表及其相關資訊(金額以港幣為單位)，業經香港德勤·關黃陳方會計師行(Deloitte Touche Tohmatsu)核閱完竣，並分別於民國 109 年 8 月 25 日及 108 年 8 月 22 日出具標準式無保留之核閱報告(詳附件四)。隨附晨訊科技集團有限公司及子公司之上述財務報表依新臺幣換算表示之資訊(詳附件二)暨其相關資訊(詳附件三)，業經本會計師依照「第二上市(櫃)公司財務報告複核要點」，採行必要之複核程序予以複核竣事。由於本會計師並未依照一般公認審計準則查核，故無法對上開財務資訊表示意見。

依本會計師之複核結果，並未發現第一段所述晨訊科技集團有限公司及子公司依新臺幣換算之主要財務報表暨其相關資訊，有違反「第二上市(櫃)財務報告複核要點」規定而須作重大修正、調整或再補充揭露之情事。

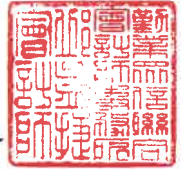
勤業眾信聯合會計師事務所

會計師 柯 志 賢




金融監督管理委員會核准文號
金管證六字第 0930160267 號

會計師 邱 盟 捷

金融監督管理委員會核准文號
金管證審字第 1020025513 號

中 華 民 國 1 0 9 年 9 月 2 3 日

附 件 二



晨訊科技集團有限公司及子公司

簡明綜合財務狀況表

民國 109 年 6 月 30 日及 108 年 12 月 31 日

單位：仟元

	109 年 6 月 30 日 (未經查核)				108 年 12 月 31 日 (經查核)			
	港	幣	新	臺	港	幣	新	臺
非流動資產								
投資性不動產	\$	593,756	\$	2,269,929	\$	608,388	\$	2,325,867
不動產、廠房及設備		241,816		924,463		267,712		1,023,463
使用權資產		72,659		277,775		55,098		210,640
無形資產		111,982		428,107		116,704		446,159
遞延所得稅資產		43,425		166,014		44,092		168,564
應收租賃款		185		707		188		719
投資關聯企業		6,424		24,559		6,647		25,411
透過其他綜合損益按公允價值 衡量之金融資產		648		2,477		669		2,558
其他應收款		7,283		27,843		7,412		28,336
應收出售子公司價款		3,311		12,658		4,043		15,457
		<u>1,081,489</u>		<u>4,134,532</u>		<u>1,110,953</u>		<u>4,247,174</u>
流動資產								
存貨		302,309		1,155,727		250,771		958,698
應收租賃款		165		631		169		646
待售房地		10,751		41,101		12,711		48,594
應收帳款及票據		220,088		841,396		282,462		1,079,852
合約資產		4,562		17,441		11,201		42,821
其他應收款、存出保證金及預 付款項		218,150		833,987		234,974		898,306
應收出售子公司價款		1,689		6,457		1,857		7,099
透過損益按公允價值衡量之金 融資產		5,712		21,837		22,512		86,063
質押定期存款		32,134		122,848		31,226		119,377
短期銀行存款		323,633		1,237,249		296,380		1,133,061
銀行存款及現金		561,059		2,144,929		611,714		2,338,583
		<u>1,680,252</u>		<u>6,423,603</u>		<u>1,755,977</u>		<u>6,713,100</u>
流動負債								
應付帳款及票據		243,346		930,312		224,322		857,583
合約負債		172,888		660,951		202,255		773,221
其他應付款、存入保證金及應 付費用		38,523		147,273		54,273		207,486
銀行借款		60,693		232,029		77,936		297,949
租賃負債-流動		8,536		32,633		6,319		24,158
應付所得稅		38,475		147,090		40,224		153,776
		<u>562,461</u>		<u>2,150,288</u>		<u>605,329</u>		<u>2,314,173</u>
流動資產淨額		<u>1,117,791</u>		<u>4,273,315</u>		<u>1,150,648</u>		<u>4,398,927</u>
總資產減流動負債		<u>2,199,280</u>		<u>8,407,847</u>		<u>2,261,601</u>		<u>8,646,101</u>

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	109年6月30日 (未經查核)				108年12月31日 (經查核)				
	港	幣	新	臺	港	幣	新	臺	幣
非流動負債									
租賃負債-非流動	\$	21,241	\$	81,204	\$	2,865	\$	10,953	
遞延所得稅負債		109,042		416,868		112,413		429,755	
遞延收入		<u>37,444</u>		<u>143,148</u>		<u>35,652</u>		<u>136,298</u>	
		<u>167,727</u>		<u>641,220</u>		<u>150,930</u>		<u>577,006</u>	
資產淨額	\$	<u>2,031,553</u>	\$	<u>7,766,627</u>	\$	<u>2,110,671</u>	\$	<u>8,069,095</u>	
股本及準備									
股本	\$	236,508	\$	904,170	\$	243,072	\$	929,264	
儲備		<u>1,772,906</u>		<u>6,777,820</u>		<u>1,849,269</u>		<u>7,069,756</u>	
歸屬於母公司業主之權益		<u>2,009,414</u>		<u>7,681,990</u>		<u>2,092,341</u>		<u>7,999,020</u>	
非控制權益		<u>22,139</u>		<u>84,637</u>		<u>18,330</u>		<u>70,075</u>	
權益總額	\$	<u>2,031,553</u>	\$	<u>7,766,627</u>	\$	<u>2,110,671</u>	\$	<u>8,069,095</u>	

註一：上列財務報表之所有資產、負債、股東權益及損益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率（HK\$1：NT\$3.823）換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
108.1.1-108.12.31		HK\$1：NT\$4.034		HK\$1：NT\$3.848		HK\$1：NT\$3.945	
107.1.1-107.12.31		HK\$1：NT\$3.971		HK\$1：NT\$3.694		HK\$1：NT\$3.846	
106.1.1-106.12.31		HK\$1：NT\$4.121		HK\$1：NT\$3.805		HK\$1：NT\$3.905	

(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日複核報告)

晨訊科技集團有限公司及子公司



簡明綜合損益表

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：除每股（損失）盈餘外，餘係仟元

	109 年 1 月 1 日至 6 月 30 日 (未經查核)			108 年 1 月 1 日至 6 月 30 日 (未經查核)		
	港	幣	新 臺 幣	港	幣	新 臺 幣
收 入	\$	431,739	\$ 1,650,538	\$	517,177	\$ 1,977,168
銷貨成本	(	370,615)	(1,416,861)	(	463,875)	(1,773,394)
毛 利		61,124	233,677		53,302	203,774
其他收入		19,721	75,393		14,679	56,118
預期信用減損迴轉利益（損失）		1,267	4,844	(	27,357)	(104,586)
其他收益及虧損	(	19,214)	(73,455)		3,678	14,061
銷售及配銷費用	(	18,400)	(70,343)	(	36,836)	(140,824)
管理費用	(	47,594)	(181,952)	(	49,971)	(191,039)
研發費用	(	40,852)	(156,177)	(	48,836)	(186,700)
採用權益法之關聯企業損失份額	(	223)	(853)	(	1,039)	(3,972)
財務成本	(	1,389)	(5,310)	(	640)	(2,447)
稅前淨損	(	45,560)	(174,176)	(	93,020)	(355,615)
所得稅費用		2,667	10,196		3,192	12,203
淨損	(	42,893)	(163,980)	(	89,828)	(343,412)
歸屬子：						
母公司業主	(	46,990)	(179,643)	(	92,789)	(354,732)
非控制權益		4,097	15,663		2,961	11,320
	(	42,893)	(163,980)	(	89,828)	(343,412)
每股損失 (港幣元/新臺幣元)						
基 本	(	0.019)	(0.07)	(	0.037)	(0.14)
稀 釋	(	0.019)	(0.07)	(	0.037)	(0.14)

註一：上列財務報表之所有資產、負債、股東權益及損益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率（HK\$1：NT\$3.823）換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
108.1.1-108.12.31	HK\$1：NT\$4.034	HK\$1：NT\$3.848	HK\$1：NT\$3.945
107.1.1-107.12.31	HK\$1：NT\$3.971	HK\$1：NT\$3.694	HK\$1：NT\$3.846
106.1.1-106.12.31	HK\$1：NT\$4.121	HK\$1：NT\$3.805	HK\$1：NT\$3.905

(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日複核報告)

晨訊科技集團有限公司及子公司
簡明綜合損益及其他全面收益表



民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：仟元

	109 年 1 月 1 日至 6 月 30 日 (未經查核)			108 年 1 月 1 日至 6 月 30 日 (未經查核)		
	港幣	新臺幣	港幣	新臺幣	港幣	新臺幣
淨損	(\$ 42,893)	(\$ 163,980)	(\$ 89,828)	(\$ 343,412)		
其他綜合利益(損失)						
不重分類至損益之項目						
土地使用權、不動產、廠房及設備按公允價值轉列為投資性不動產之增值		2,495	9,538	23,146		88,487
透過其他綜合損益按公允價值衡量之權益工具投資未實現評價損失	(10)	(38)	3,607			13,790
與不重分類之項目相關之所得稅利益	(621)	(2,374)	(6,689)	(25,572)		
換算表達貨幣之兌換差額	(21,261)	(81,281)	4,070	15,559		
合計	(19,397)	(\$ 74,155)	24,134	92,264		
綜合損失	(\$ 62,290)	(\$ 238,135)	(\$ 65,694)	(\$ 251,148)		
歸屬予：						
母公司業主	(\$ 66,099)	(\$ 252,697)	(\$ 68,242)	(\$ 260,889)		
非控制權益	3,809	14,562	2,548	9,741		
	(\$ 62,290)	(\$ 238,135)	(\$ 65,694)	(\$ 251,148)		

註一：上列財務報表之所有資產、負債、股東權益及損益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$3.823) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
108.1.1-108.12.31	HK\$1 : NT\$4.034	HK\$1 : NT\$3.848	HK\$1 : NT\$3.945
107.1.1-107.12.31	HK\$1 : NT\$3.971	HK\$1 : NT\$3.694	HK\$1 : NT\$3.846
106.1.1-106.12.31	HK\$1 : NT\$4.121	HK\$1 : NT\$3.805	HK\$1 : NT\$3.905

(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日複核報告)



晨訊科技集團有限公司及子公司

簡明綜合權益變動表

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：新臺幣仟元

	股	本	股	本	溢	價	法	定	盈	餘	準	備	其	他	準	備	認	股	權	準	備	投資性不動產		金 融 資 產		歸屬於母公司										
																						重	估	增	值	未	實	現	利	益	股	本	購	回	準	備
108年1月1日(經查核)	\$	963,492	\$	3,150,943	\$	203,089	\$	364,263	\$	73,520	\$	533,526	\$	65,694	\$	23,748	\$	507,691	\$	2,368,020	\$	8,253,986	\$	242,397	\$	8,496,383										
淨(損)利	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(354,732)	(354,732)	11,320	(343,412)											
其他綜合(損)益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	17,138	-	93,843	(1,579)	92,264										
綜合(損)益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	17,138	(354,732)	(260,889)	9,741	(251,148)										
認股權失效	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	726	-	-	-										
出售透過其他綜合損益按公允價值衡量之金融資產利益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	35,638	-	-										
非控制權益減資	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(173,388)	(173,388)										
提列法定盈餘公積	-	-	-	-	-	-	13,453	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(13,453)	-	-	-										
購回股份	(23,676)	(52,272)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	23,676	(23,676)	(75,948)	(75,948)										
已付股息	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(95,548)	(95,548)	(95,548)										
已付股息—非控制權益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(543)	(543)									
108年6月30日(未經查核)	\$	939,816	\$	3,098,671	\$	216,542	\$	364,263	\$	72,794	\$	599,889	\$	40,398	\$	47,424	\$	524,829	\$	1,916,975	\$	7,821,601	\$	78,207	\$	7,899,808										
109年1月1日(經查核)	\$	929,264	\$	3,081,808	\$	245,628	\$	364,263	\$	72,794	\$	775,767	\$	8,338	\$	57,976	\$	458,771	\$	2,004,411	\$	7,999,020	\$	70,075	\$	8,069,095										
淨(損)利	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(179,643)	(179,643)	15,663	(163,980)										
其他綜合(損)益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(80,180)	-	(73,054)	(1,101)	(74,155)									
綜合(損)益	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(80,180)	(179,643)	(252,697)	14,562	(238,135)									
認股權失效	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,858	-	-	-										
提列法定盈餘公積	-	-	-	-	-	-	4,316	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,316)	-	-										
購回股份	(25,094)	(39,239)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	25,094	(25,094)	(64,333)	(64,333)										
109年6月30日(未經查核)	\$	904,170	\$	3,042,569	\$	249,944	\$	364,263	\$	70,936	\$	782,920	\$	8,311	\$	83,070	\$	378,591	\$	1,797,216	\$	7,681,990	\$	84,637	\$	7,766,627										

註一：上列財務報表之所有資產、負債及權益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$3.823) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
108.1.1-108.12.31	HK\$1 : NT\$4.034	HK\$1 : NT\$3.848	HK\$1 : NT\$3.945
107.1.1-107.12.31	HK\$1 : NT\$3.971	HK\$1 : NT\$3.694	HK\$1 : NT\$3.846
106.1.1-106.12.31	HK\$1 : NT\$4.121	HK\$1 : NT\$3.805	HK\$1 : NT\$3.905

(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日複核報告)

晨訊科技集團有限公司及子公司



簡明綜合現金流量表

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：仟元

	109年1月1日至6月30日			108年1月1日至6月30日		
	(未經查核)			(未經查核)		
	港	幣	新 臺 幣	港	幣	新 臺 幣
營業活動之淨現金流入	\$	41,527	\$ 158,758	\$	205,892	\$ 787,125
投資活動之現金流量						
出售透過損益按公允價值衡量之金融資產		16,038	61,313	-	-	-
取得透過其他綜合損益按公允價值衡量之金融資產		-	-	(945)	(3,613)	(3,613)
出售透過其他綜合損益按公允價值衡量之金融資產		-	-	28,320	108,267	108,267
購買不動產、廠房及設備價款	(	2,056)	(7,860)	(20,753)	(79,339)	(79,339)
出售不動產、廠房及設備價款		238	910	311	1,189	1,189
已付發展成本	(	39,053)	(149,300)	(63,112)	(241,277)	(241,277)
取得關聯企業		-	-	(4,576)	(17,494)	(17,494)
購買子公司之淨現金流出		-	-	(18,412)	(70,389)	(70,389)
出售子公司之淨現金流入		664	2,538	-	-	-
存入質押定期存款	(	33,238)	(127,069)	(21,620)	(82,653)	(82,653)
提取質押定期存款		31,784	121,510	58,644	224,196	224,196
存入短期銀行存款	(	323,783)	(1,237,822)	-	-	-
提取短期銀行存款		294,680	1,126,562	-	-	-
投資活動之淨現金流出	(	54,726)	(209,218)	(42,143)	(161,113)	(161,113)
籌資活動之現金流量						
舉借銀行借款		60,830	232,553	107,326	410,307	410,307
償還銀行借款	(	76,756)	(293,438)	(92,081)	(352,026)	(352,026)
其他負債減少		-	-	(30,082)	(115,003)	(115,003)
已付利息	(	733)	(2,802)	(397)	(1,518)	(1,518)
已付股利		-	-	(24,993)	(95,548)	(95,548)
已付股利—非控制權益		-	-	(142)	(543)	(543)
子公司減資		-	-	(45,354)	(173,388)	(173,388)
租賃負債本金償還	(	4,809)	(18,385)	(3,260)	(12,463)	(12,463)
購回股份價款	(	16,828)	(64,333)	(16,195)	(61,913)	(61,913)
籌資活動之淨現金流出	(	38,296)	(146,405)	(105,178)	(402,095)	(402,095)
銀行存款及現金淨增加(減少)數	(	51,495)	(196,865)	58,571	223,917	223,917
匯率變動對銀行存款及現金之影響		840	3,211	(501)	(1,916)	(1,916)
期初銀行存款及現金餘額		611,714	2,338,583	647,776	2,476,448	2,476,448
期末銀行存款及現金餘額	\$	561,059	\$ 2,144,929	\$ 705,846	\$ 2,698,449	\$ 2,698,449

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附件三



晨訊科技集團有限公司及子公司
 合併資產負債表
 (依金管會認可並發布生效之 IFRSs 重編)
 民國 109 年 6 月 30 日暨 108 年 12 月 31 日及 6 月 30 日

單位：新臺幣仟元

代碼	資產	109年6月30日					108年12月31日					108年6月30日				
		依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%		依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%		依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%	
	流動資產															
1100	現金及約當現金	\$ 2,144,929	\$ -	\$ 2,144,929	20	\$ 2,338,583	\$ -	\$ 2,338,583	21	\$ 2,698,449	\$ -	\$ 2,698,449	25			
1110	透過損益按公允價值衡量之金融資產	21,837	-	21,837	-	86,063	-	86,063	1	81,170	-	81,170	1			
1136	按攤銷後成本衡量之金融資產	-	1,360,097	1,360,097	13	-	1,252,438	1,252,438	11	-	80,474	80,474	1			
1140	合約資產	17,441	-	17,441	-	42,821	-	42,821	-	13,992	-	13,992	-			
1170	應收票據及帳款—淨額	841,396	-	841,396	8	1,079,852	-	1,079,852	10	875,559	-	875,559	8			
1175	應收租賃款	631	-	631	-	646	-	646	-	1,579	-	1,579	-			
1200	其他應收款	840,444	(555,570)	284,874	3	905,405	(584,529)	320,876	3	1,376,276	(1,047,265)	329,011	3			
1300	存貨—淨額	1,155,727	41,101	1,196,828	11	958,698	48,594	1,007,292	9	1,438,820	123,292	1,562,112	14			
1321	待售房地	41,101	(41,101)	-	-	48,594	(48,594)	-	-	123,292	(123,292)	-	-			
1470	其他流動資產	-	555,570	555,570	6	-	584,529	584,529	6	-	1,047,265	1,047,265	9			
1479	質押定期存款	122,848	(122,848)	-	-	119,377	(119,377)	-	-	80,474	(80,474)	-	-			
1479	短期銀行存款	1,237,249	(1,237,249)	-	-	1,133,061	(1,133,061)	-	-	-	-	-	-			
11XX	流動資產合計	6,423,603	-	6,423,603	61	6,713,100	-	6,713,100	61	6,689,611	-	6,689,611	61			
	非流動資產															
1517	透過其他綜合損益按公允價值衡量之金融資產	2,477	-	2,477	-	2,558	-	2,558	-	60,086	-	60,086	1			
1550	採用權益法之投資	24,559	-	24,559	-	25,411	-	25,411	-	127,107	-	127,107	1			
1600	不動產、廠房及設備—淨額	924,463	-	924,463	9	1,023,463	-	1,023,463	10	1,136,930	-	1,136,930	10			
1755	使用權資產	277,775	-	277,775	3	210,640	-	210,640	2	262,701	-	262,701	2			
1760	投資性不動產—淨額	2,269,929	-	2,269,929	21	2,325,867	-	2,325,867	21	1,953,935	-	1,953,935	18			
1780	無形資產—淨額	428,107	-	428,107	4	446,159	-	446,159	4	496,711	-	496,711	5			
1805	商譽	-	-	-	-	-	-	-	-	14,646	-	14,646	-			
1840	遞延所得稅資產	166,014	-	166,014	2	168,564	-	168,564	2	189,946	-	189,946	2			
1930	長期應收款	40,501	-	40,501	-	43,793	-	43,793	-	51,053	-	51,053	-			
1975	應收租賃款	707	-	707	-	719	-	719	-	-	-	-	-			
15XX	非流動資產合計	4,134,532	-	4,134,532	39	4,247,174	-	4,247,174	39	4,293,115	-	4,293,115	39			
	資產總計	\$ 10,558,135	\$ -	\$ 10,558,135	100	\$ 10,960,274	\$ -	\$ 10,960,274	100	\$ 10,982,726	\$ -	\$ 10,982,726	100			

註一：上列財務報表之所有資產、負債及權益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$3.823) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
108.1.1-108.12.31		HK\$1 : NT\$4.034		HK\$1 : NT\$3.848		HK\$1 : NT\$3.945	
107.1.1-107.12.31		HK\$1 : NT\$3.971		HK\$1 : NT\$3.694		HK\$1 : NT\$3.846	
106.1.1-106.12.31		HK\$1 : NT\$4.121		HK\$1 : NT\$3.805		HK\$1 : NT\$3.905	

(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日覆核報告)

董事長：楊文瑛



經理人：劉軍



會計主管：陳梓妍





晨訊科技集團有限公司及子公司

合併資產負債表

(依金管會認可並發布生效之 IFRSs 重編)

民國 109 年 6 月 30 日暨 108 年 12 月 31 日及 6 月 30 日

單位：新臺幣仟元

代碼	資產	109年6月30日				108年12月31日				108年6月30日			
		依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%	依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%	依國際財務報告準則編製之金額	調節金額	依金管會認可並發布生效之 IFRSs 編製之金額	%
2100	流動負債												
2100	短期借款	\$ 232,029	\$ -	\$ 232,029	3	\$ 297,949	\$ -	\$ 297,949	3	\$ 409,306	\$ -	\$ 409,306	4
2280	租賃負債	32,633	-	32,633	-	24,158	-	24,158	-	35,202	-	35,202	-
2130	合約負債	660,951	-	660,951	6	773,221	-	773,221	7	986,514	-	986,514	9
2170	應付帳款及票據	930,312	-	930,312	9	857,583	-	857,583	8	645,766	-	645,766	6
2200	其他應付款	147,273	(8,097)	139,176	1	207,486	(22,338)	185,148	2	261,837	(98,748)	163,089	1
2230	本期所得稅負債	147,090	-	147,090	1	153,776	-	153,776	1	170,120	-	170,120	2
2300	其他流動負債	-	-	-	-	-	-	-	-	-	82,328	82,328	1
2313	遞延收入	-	8,097	8,097	-	-	22,338	22,338	-	-	16,420	16,420	-
21XX	流動負債合計	2,150,288	-	2,150,288	20	2,314,173	-	2,314,173	21	2,508,745	-	2,508,745	23
2580	非流動負債												
2580	租賃負債	81,204	-	81,204	1	10,953	-	10,953	-	18,660	-	18,660	-
2570	遞延所得稅負債	416,868	-	416,868	4	429,755	-	429,755	4	412,563	-	412,563	4
2630	遞延收入	143,148	-	143,148	1	136,298	-	136,298	1	142,950	-	142,950	1
25XX	非流動負債合計	641,220	-	641,220	6	577,006	-	577,006	5	574,173	-	574,173	5
2XXX	負債合計	2,791,508	-	2,791,508	26	2,891,179	-	2,891,179	26	3,082,918	-	3,082,918	28
3100	權益												
3100	股本												
3110	普通股股本	904,170	-	904,170	9	929,264	-	929,264	8	939,816	-	939,816	9
3200	資本公積												
3210	股票溢價	3,042,569	-	3,042,569	29	3,081,808	-	3,081,808	28	3,098,671	-	3,098,671	28
3271	員工認股權	70,936	-	70,936	1	72,794	-	72,794	1	72,794	-	72,794	1
3280	其他	-	132,972	132,972	1	-	131,114	131,114	1	-	131,114	131,114	1
3200	資本公積合計	3,113,505	132,972	3,246,477	31	3,154,602	131,114	3,285,716	30	3,171,465	131,114	3,302,579	30
3300	保留盈餘												
3310	法定盈餘公積	249,944	-	249,944	2	245,628	-	245,628	2	216,542	-	216,542	2
3320	特別盈餘公積	447,333	-	447,333	4	422,239	-	422,239	4	411,687	-	411,687	3
3350	未分配盈餘	1,797,216	(132,972)	1,664,244	16	2,004,411	(131,114)	1,873,297	17	1,916,975	(131,114)	1,785,861	16
3300	保留盈餘合計	2,494,493	(132,972)	2,361,521	22	2,672,278	(131,114)	2,541,164	23	2,545,204	(131,114)	2,414,090	21
3400	股東權益其他調整項目												
3410	國外營運機構財務報表換算之兌換差額	378,591	-	378,591	4	458,771	-	458,771	5	524,829	-	524,829	5
3420	透過其他綜合損益按公允價值衡量之金融資產未實現損益	8,311	-	8,311	-	8,338	-	8,338	-	40,398	-	40,398	-
3460	重估增值	782,920	-	782,920	7	775,767	-	775,767	7	599,889	-	599,889	6
3400	股東權益其他項目合計	1,169,822	-	1,169,822	11	1,242,876	-	1,242,876	12	1,165,116	-	1,165,116	11
31XX	母公司股東權益合計	7,681,990	-	7,681,990	73	7,999,020	-	7,999,020	73	7,821,601	-	7,821,601	71
36XX	非控制權益	84,637	-	84,637	1	70,075	-	70,075	1	78,207	-	78,207	1
3XXX	股東權益合計	7,766,627	-	7,766,627	74	8,069,095	-	8,069,095	74	7,899,808	-	7,899,808	72
	負債及股東權益總計	\$ 10,558,135	\$ -	\$ 10,558,135	100	\$ 10,960,274	\$ -	\$ 10,960,274	100	\$ 10,982,726	\$ -	\$ 10,982,726	100

註一：上列財務報表之所有資產、負債及權益科目金額，係以 109 年 6 月 30 日之港幣對新臺幣匯率 (HK\$1 : NT\$3.823) 換算。

註二：最近 3 年度港幣對新臺幣最高、最低及平均匯率如下：

年	度	最	高	最	低	平	均
108.1.1-108.12.31		HK\$1 : NT\$4.034		HK\$1 : NT\$3.848		HK\$1 : NT\$3.945	
107.1.1-107.12.31		HK\$1 : NT\$3.971		HK\$1 : NT\$3.694		HK\$1 : NT\$3.846	
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(請參閱勤業眾信聯合會計師事務所民國 109 年 9 月 23 日覆核報告)

董事長：楊文瑛



經理人：劉軍



會計主管：陳梓妍





晨訊科技集團有限公司及子公司

合併綜合損益表

(依金管會認可並發布生效之 IFRSs 重編)

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：除每股盈餘外，
餘係新臺幣仟元

代碼	項 目	109 年 1 月 1 日至 6 月 30 日				108 年 1 月 1 日至 6 月 30 日			
		依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 IFRSs 編製之金額	%	依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 IFRSs 編製之金額	%
4000	營業收入	\$ 1,650,538	\$ -	\$ 1,650,538	100	\$ 1,977,168	\$ -	\$ 1,977,168	100
5000	營業成本	(1,416,861)	-	(1,416,861)	(86)	(1,773,394)	-	(1,773,394)	(90)
5950	營業毛利	233,677	-	233,677	14	203,774	-	203,774	10
	營業費用								
6100	推銷費用	(70,343)	-	(70,343)	(4)	(140,824)	-	(140,824)	(7)
6200	管理及總務費用	(181,952)	-	(181,952)	(11)	(191,039)	-	(191,039)	(10)
6300	研發費用	(156,177)	-	(156,177)	(9)	(186,700)	-	(186,700)	(9)
6450	預期信用減損迴轉 利益 (損失)	4,844	-	4,844	-	(104,586)	-	(104,586)	(5)
6000	營業費用合計	(403,628)	-	(403,628)	(24)	(623,149)	-	(623,149)	(31)
6900	營業淨損	(169,951)	-	(169,951)	(10)	(419,375)	-	(419,375)	(21)
	營業外收入及支出								
7020	其他利益及損失	(5,995)	-	(5,995)	-	57,846	-	57,846	3
7060	採用權益法認列之 關聯企業損失份 額	(853)	-	(853)	-	(3,972)	-	(3,972)	-
7100	利息收入	43,185	-	43,185	3	27,625	-	27,625	1
7510	利息費用	(5,310)	-	(5,310)	-	(2,447)	-	(2,447)	-
7610	處分不動產、廠房及 設備利益 (損失)	482	-	482	-	(3,383)	-	(3,383)	-
7630	外幣兌換淨損	(32,821)	-	(32,821)	(2)	(23,202)	-	(23,202)	(1)
7635	透過損益按公允價 值衡量之金融資 產利益 (損失)	(2,913)	-	(2,913)	-	11,293	-	11,293	-
7000	營業外收入及 支出合計	(4,225)	-	(4,225)	-	63,760	-	63,760	3
7900	稅前淨損	(174,176)	-	(174,176)	(11)	(355,615)	-	(355,615)	(18)
7950	所得稅利益	10,196	-	10,196	1	12,203	-	12,203	1
8200	本期淨損	(163,980)	-	(163,980)	(10)	(343,412)	-	(343,412)	(17)
	其他綜合 (損) 益								
8310	不重分類至損益之 項目								
8312	不動產重估增值	9,538	-	9,538	-	88,487	-	88,487	4
8316	透過其他綜合損 益按公允價值 衡量之權益工 具投資未實現 評價利益 (損 失)	(38)	-	(38)	-	13,790	-	13,790	-
8341	換算表達貨幣之 兌換差額	(81,281)	-	(81,281)	(4)	15,559	-	15,559	1
8349	與不重分類之項 目相關之所得 稅	(2,374)	-	(2,374)	-	(25,572)	-	(25,572)	(1)
8300	其他綜合 (損) 益合計	(74,155)	-	(74,155)	(4)	92,264	-	92,264	4
8500	綜合 (損) 益	(\$ 238,135)	\$ -	(\$ 238,135)	(14)	(\$ 251,148)	\$ -	(\$ 251,148)	(13)

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代碼	項 目	109年1月1日至6月30日				108年1月1日至6月30日			
		依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可並發布生效之IFRSs編製之金額	%	依國際財務報告準則編製之金額	調節金額增(減)	依金管會認可並發布生效之IFRSs編製之金額	%
8600	淨(損)利歸屬於：								
8610	母公司業主	(\$ 179,643)	\$ -	(\$ 179,643)	(11)	(\$ 354,732)	\$ -	(\$ 354,732)	(18)
8620	非控制權益	15,663	-	15,663	1	11,320	-	11,320	1
		<u>(\$ 163,980)</u>	<u>\$ -</u>	<u>(\$ 163,980)</u>	<u>(10)</u>	<u>(\$ 343,412)</u>	<u>\$ -</u>	<u>(\$ 343,412)</u>	<u>(17)</u>
8700	綜合(損)益總額歸屬於：								
8710	母公司業主	(\$ 252,697)	\$ -	(\$ 252,697)	(15)	(\$ 260,889)	\$ -	(\$ 260,889)	(13)
8720	非控制權益	14,562	-	14,562	1	9,741	-	9,741	-
		<u>(\$ 238,135)</u>	<u>\$ -</u>	<u>(\$ 238,135)</u>	<u>(14)</u>	<u>(\$ 251,148)</u>	<u>\$ -</u>	<u>(\$ 251,148)</u>	<u>(13)</u>
	每股(損失)盈餘								
	(新臺幣元)								
9710	基 本	(\$ 0.07)	\$ -	(\$ 0.07)		(\$ 0.14)	\$ -	(\$ 0.14)	
9810	稀 釋	(\$ 0.07)	\$ -	(\$ 0.07)		(\$ 0.14)	\$ -	(\$ 0.14)	

註一：上列財務報表之所有資產、負債及權益科目金額，係以109年6月30日之港幣對新臺幣匯率(HK\$1:NT\$3.823)換算。

註二：最近3年度港幣對新臺幣最高、最低及平均匯率如下：

年 度	最 高	最 低	平 均
108.1.1-108.12.31	HK\$1:NT\$4.034	HK\$1:NT\$3.848	HK\$1:NT\$3.945
107.1.1-107.12.31	HK\$1:NT\$3.971	HK\$1:NT\$3.694	HK\$1:NT\$3.846
106.1.1-106.12.31	HK\$1:NT\$4.121	HK\$1:NT\$3.805	HK\$1:NT\$3.905

(請參閱勤業眾信聯合會計師事務所民國109年9月23日覆核報告)

董事長：楊文瑛



經理人：劉 軍



會計主管：陳梓妍





晨晨訊科技集團有限公司及子公司

合併現金流量表

(依金管會認可並發布生效之 IFRSs 重編)

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

單位：新臺幣仟元

代 碼 項 目	109 年 1 月 1 日至 6 月 30 日			108 年 1 月 1 日至 6 月 30 日			
	依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 IFRSs 編製之金額	依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 IFRSs 編製之金額	
AAAA	營業活動之現金流量						
A10000	稅前淨利	(\$ 174,176)	\$ -	(\$ 174,176)	(\$ 355,615)	\$ -	(\$ 355,615)
	調整項目：						
A20100	折舊及攤銷費用	264,739	-	264,739	350,229	-	350,229
A20300	預期信用減損(迴轉利益)						
A20400	損失	(4,844)	-	(4,844)	104,586	-	104,586
	透過損益按公允價值衡量 金融資產之淨損失(利 益)損失	2,913	-	2,913	(11,293)	-	(11,293)
A20900	利息費用	5,310	-	5,310	2,447	-	2,447
A21200	利息收入	(43,185)	-	(43,185)	(27,625)	-	(27,625)
A22300	採用權益法認列之關聯企 業損失份額	853	-	853	3,972	-	3,972
A22500	處分不動產、廠房及設備 利益(利益)損失	(482)	-	(482)	3,383	-	3,383
A23800	無形資產減損損失	-	-	-	80,558	-	80,558
A24600	投資性不動產公允價值調 整(利益)損失	34,116	-	34,116	(29,364)	-	(29,364)
A29900	沖銷對關聯企業之應收款 項	17,188	-	17,188	-	-	-
	營業資產及負債之淨變動數	102,432	-	102,432	121,278	-	121,278
A31125	合約資產	24,693	-	24,693	126,651	-	126,651
A31150	應收帳款	225,045	-	225,045	50,490	-	50,490
A31150	應收租賃款	-	-	-	1,327	-	1,327
A31180	其他應收款	50,961	(28,959)	22,002	317,015	(297,926)	19,089
A31200	存 貨	(207,497)	-	(207,497)	45,501	-	45,501
A31240	其他流動資產	-	28,959	28,959	-	297,926	297,926
A31125	合約負債	(99,069)	-	(99,069)	148,153	-	148,153
A32150	應付帳款	87,818	-	87,818	(93,591)	-	(93,591)
A32180	其他應付款	(47,394)	14,241	(33,153)	50,964	(84,075)	(33,111)
A32210	遞延收入-流動	-	(14,241)	(14,241)	-	1,747	1,747
A32230	其他流動負債	-	-	-	-	82,328	82,328
A33000	營運產生之現金流入	136,989	-	136,989	767,788	-	767,788
A33100	收取之利息	24,127	-	24,127	14,069	-	14,069
A33500	支付之所得稅	(2,358)	-	(2,358)	5,268	-	5,268
AAAA	營業活動之淨現金流入	158,758	-	158,758	787,125	-	787,125
BBBB	投資活動之現金流量						
B00010	取得透過其他綜合損益按公允價值 衡量之金融資產	-	-	-	(3,613)	-	(3,613)
B00020	出售透過其他綜合損益按公允價值 衡量之金融資產	61,313	-	61,313	108,267	-	108,267
B00040	取得按攤銷後成本衡量之金融資產	-	(116,819)	(116,819)	-	-	-
B00050	處分按攤銷後成本衡量之金融資產	-	-	-	-	141,543	141,543
B02700	購買不動產、廠房及設備	(7,860)	-	(7,860)	(79,339)	-	(79,339)
B02800	出售不動產、廠房及設備	910	-	910	1,189	-	1,189
B04500	取得無形資產	(149,300)	-	(149,300)	(241,277)	-	(241,277)
B01800	取得關聯企業	-	-	-	(17,494)	-	(17,494)
B02200	取得子公司之淨現金流出	-	-	-	(70,389)	-	(70,389)
B02300	出售子公司之淨現金流入	2,538	-	2,538	-	-	-
B09900	短期銀行存款(增加)減少	(111,260)	111,260	-	141,543	(141,543)	-
B09900	質押銀行存款(增加)減少	(5,559)	5,559	-	-	-	-
BBBB	投資活動之淨現金流出	(209,218)	-	(209,218)	(161,113)	-	(161,113)

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代 碼 項 目	109年1月1日至6月30日			108年1月1日至6月30日		
	依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 I F R S s 編製之金額	依國際財務報 告準則編製 之金額	調 節 金 額 增 (減)	依金管會認可 並發布生效 之 I F R S s 編製之金額
CCCC 籌資活動之現金流量						
C00100 舉借銀行借款	\$ 232,553	\$ -	\$ 232,553	\$ 410,307	\$ -	\$ 410,307
C00200 償還銀行借款	(293,438)	-	(293,438)	(352,026)	-	(352,026)
C01900 其他負債減少	-	-	-	(115,003)	-	(115,003)
C04500 發放現金股利	-	-	-	(95,548)	-	(95,548)
C04500 發放現金股利-非控制權益	-	-	-	(543)	-	(543)
C04700 子公司減資	-	-	-	(173,388)	-	(173,388)
C04900 庫藏股票買回成本	(64,333)	-	(64,333)	(61,913)	-	(61,913)
C05600 支付之利息	(2,802)	-	(2,802)	(1,518)	-	(1,518)
C04020 租賃負債本金償還	(18,385)	-	(18,385)	(12,463)	-	(12,463)
CCCC 籌資活動之淨現金流出	(146,405)	-	(146,405)	(402,095)	-	(402,095)
DDDD 匯率變動對現金及約當現金之影響	3,211	-	3,211	(1,916)	-	(1,916)
EEEE 銀行存款及現金淨增加數	(193,654)	-	(193,654)	222,001	-	222,001
E00100 期初銀行存款及現金餘額	2,338,583	-	2,338,583	2,476,448	-	2,476,448
E00200 期末銀行存款及現金餘額	\$ 2,144,929	\$ -	\$ 2,144,929	\$ 2,698,449	\$ -	\$ 2,698,449

註一：上列財務報表之所有資產、負債及權益科目金額，係以109年6月30日之港幣對新臺幣匯率（HK\$1：NT\$3.823）換算。

註二：最近3年度港幣對新臺幣最高、最低及平均匯率如下：

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107.1.1-107.12.31	HK\$1：NT\$3.971	HK\$1：NT\$3.694	HK\$1：NT\$3.846
106.1.1-106.12.31	HK\$1：NT\$4.121	HK\$1：NT\$3.805	HK\$1：NT\$3.905

(請參閱勤業眾信聯合會計師事務所民國109年9月23日覆核報告)

董事長：楊文瑛



經理人：劉 軍



會計主管：陳梓妍





晨訊科技集團有限公司及子公

合併財務報表重編說明

民國 109 年及 108 年 1 月 1 日至 6 月 30 日

(金額除另予註明者外，係以新臺幣仟元為單位)

一、合併財務報表重編原則

晨訊科技集團有限公司及子公司（以下稱「合併公司」）如附件四所列之民國 109 年及 108 年 1 月 1 日至 6 月 30 日財務報告，係包括晨訊科技集團有限公司及子公司之合併財務資訊。

合併公司依香港聯合交易所有限公司證券上市規則附錄 16 適用揭露規定及國際會計準則委員會頒布的國際會計準則第 34 號「期中財務報導」（以下稱「國際財務報告準則」）編製之合併資產負債表、合併綜合損益表及合併現金流量表，因適用之會計原則及報表格式不同，與「證券發行人財務報告編製準則」及金融監督管理委員會認可之國際財務報導準則、國際會計準則、解釋及解釋公告（以下稱「金管會認可並發布生效之 IFRSs」）編製規定不同，爰依中華民國金融監督管理委員會民國 101 年 12 月 13 日金管證審字第 1010056540 號令「第二上市（櫃）公司財務報告複核要點」，就上述合併資產負債表、合併綜合損益表及合併現金流量表依金管會認可並發布生效之 IFRSs 予以重編（以下稱「重編合併財務報表」）。

因適用之會計原則及報表格式不同，對合併公司民國 109 及 108 年上半年度合併財務報表之分類及損益影響金額，業已依證券發行人財務報告編製準則及金管會認可並發布生效之 IFRSs 規定之格式與分類將上述合併資產負債表、合併綜合損益表及合併現金流量表予以重分類調整。

二、金管會認可並發布生效之 IFRSs 與國際財務報告準則適用之會計原則重大差異彙總說明

合併公司之以下交易事項於現行已發布生效之金管會認可並發布生效之 IFRSs 及國際財務報告準則之主要差異，茲彙總說明如下：

項	目	金管會認可並發布生效之 IFRSs	國際財務報告準則	對重編合併財務報表之影響
股份基礎給付	交易會計處理	員工於認股權存續期間屆滿仍未行使認股權利，以往認列員工酬勞成本而累計於「資本公積－員工認股權」之餘額轉列「資本公積－其他」項下。	員工於認股權存續期間屆滿仍未行使認股權利，以往認列員工酬勞成本而累計於「資本公積－員工認股權」之餘額轉列「未分配盈餘」項下。	已依金管會認可之 IFRSs 規定予以調整。 資本公積－其他及未分配盈餘影響數 109.06.30：132,972 仟元 108.12.31：131,114 仟元 108.06.30：131,114 仟元

三、金管會認可並發布生效之 IFRSs 與國際財務報告準則適用報表格式不同之重大差異彙總說明

項	目	金管會認可並發布生效之 IFRSs	國際財務報告準則	對重編合併財務報表之影響
(一)合併資產負債表		資產負債表表達期間為當期與去年同期及前一會計年度會計期間終了日。	期中財務報導規定財務狀況表兩期表達期間為當期期中結束日與前一會計年度結束日。	已依金管會認可並發布生效之 IFRSs 規定予以表達揭露。
		一般之分類方式，資產係以流動性大小排列，流動性大者在前，流動性小者在後。負債則按到期日的遠近排列，近者在先，遠者在後。股東權益按永久性大小排列，永久性大者在先，小者在後。	一般之分類方式，資產係以非流動性資產在前，流動資產在後。負債及權益，係以負債在前，股本及各項準備在後，負債以流動負債在前，非流動負債在後。	已依金管會認可並發布生效之 IFRSs 規定予以表達揭露。

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項	目	金管會認可並發布 生效之 IFRSs	國際財務報告準則	對重編合併財務報表 之影 響
		為求允當表達企業財務狀況，擬將其他應收款及其他應付款科目按其性質再予以細分表達。	應於資產負債表中表達額外之單行項目、標題及小計。若某一項目因其大小、性質或功能致單獨表達與企業財務狀況之了解攸關，則應列為單行項目；各項目所用之敘述及順序，可依企業及其交易性質修改，以提供有助於了解企業財務狀況之攸關資訊。另企業應評估資產之性質及流動性、資產於企業內之功能及負債之金額、性質及時點，以判斷是否須單獨表達額外項目。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 109.06.30： 555,570 仟元 108.12.31： 584,529 仟元 108.06.30： 1,047,265 仟元 負債重分類金額 109.06.30：8,097 仟元 108.12.31：22,338 仟元 108.06.30：98,748 仟元
		質押定期存款分類為流動資產項下，並列示為按攤銷後成本衡量之金融資產科目表達。	質押定期存款列為單行科目。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 109.06.30：122,848 仟元 108.12.31：119,377 仟元 108.06.30：80,474 仟元
		短期銀行存款分類為流動資產項下，並列示為按攤銷後成本衡量之金融資產科目表達。	短期銀行存款列為單行科目。	已依金管會認可之 IFRSs 規定予以表達揭露。 資產重分類金額 109.06.30：1,237,249 仟元 108.12.31：1,133,061 仟元 108.06.30：0 仟元

(接次頁)

(承前頁)

項	目	金管會認可並發布 生效之 IFRSs	國際財務報告準則	對重編合併財務報表 之影響
		待售房地分類為流動 資產項下，並列示 為存貨科目彙總 表達。	在建房地及待售房地 分別列為單行科 目。	已依金管會認可之 IFRSs 規定予以表達 揭露。 資產重分類金額 109.06.30：41,101 仟元 108.12.31：48,594 仟元 108.06.30：123,292 仟元
(二)合併綜合損益表		應區分營業收入、營 業成本、營業費 用、營業外收入、 營業外費用及所 得稅費用，分別予 以列示，但營業成 本及營業費用不 能分別列示者，得 合併之。	應區分收入、財務成 本、所得稅費用、 本年度利益。無需 區分營業外收入 與支出。	已依金管會認可之 IFRSs 規定予以表達 揭露。
(三)合併現金流量表		質押定期存款應屬按 攤銷後成本衡量 之金融資產範疇。	質押定期存款於現金 流量表中獨立列 示。	已依金管會認可之 IFRSs 規定予以表達 揭露。 現金流量重分類金額 109 年上半年度： 5,559 仟元 108 年上半年度： 0 仟元
		短期銀行存款應屬按 攤銷後成本衡量 之金融資產範疇。	短期銀行存款於現金 流量表中獨立列 示。	已依金管會認可之 IFRSs 規定予以表達 揭露。 現金流量重分類金額 109 年上半年度： 111,260 仟元 108 年上半年度： 141,543 仟元

附件四

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS To the Board of Directors of SIM Technology Group Limited

Introduction

We have reviewed the condensed consolidated financial statements of SIM Technology Group Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 14 to 46, which comprises the condensed consolidated statement of financial position as of 30 June 2020 and the related condensed consolidated statement of profit or loss, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain 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 International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34"). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with IAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements 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 International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of these condensed consolidated financial statements 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 International 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.



Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
25 August 2020

25 August 2020

The Directors
SIM Technology Group Limited
Unit 1206, 12/F., Billion Trade Centre
31 Hung To Road
Kwun Tong, Kowloon
Hong Kong

Dear Sirs,

We are satisfied that we are independent of SIM Technology Group Limited and its subsidiaries with reference to Section 290 "Independence - Audit and Review Engagements" of Code of Ethics for Professional Accountants issued by the Hong Kong Institute of Certified Public Accountants.

Yours faithfully,

Deloitte Touche Tohmatsu.



sim

SIM Technology

SIM Technology Group Limited

(Incorporated in Bermuda with limited liability)

(Stock Code : 2000)

2020
Interim Report

On behalf of the board ("Board") of the directors ("Directors") of SIM Technology Group Limited ("Company"), I am presenting the interim results of the Company and its subsidiaries (collectively referred to as the "Group") for the six months ended 30 June 2020 ("1H-2020").

BUSINESS REVIEW

The Group experienced its most difficult half-year period since its founding in 1H-2020 due to the worldwide spread of the COVID-19 pandemic and the increasing volatility in the global political and economic environment as a result of the worsening of China-US relations. The Group was unable to resume production in the first quarter of 2020 due to the pandemic and its business was basically stagnant. In particular, the Group suffered a huge loss in January and February 2020 because its outgoings remained significant. The situation had gradually improved starting from March as the Group began to process the large amount of previously accumulated orders. Although the Group's main business segments recorded a monthly profit in May and June of the second quarter of 2020, the amount of profit was unable to completely offset the huge loss incurred in the first quarter of 2020 and the Group still recorded an overall loss in 1H-2020. The performance of all business segments of the Group also deteriorated year-on-year.

Handsets and IOT terminals business

In 1H-2020, sales revenue of the handsets and IOT terminals business segment amounted to HK\$244.9 million, representing a decline of 14.6% against the same period last year. Gross profit was HK\$24.5 million, an increase of 160.4% when compared with last year. Gross profit margin also rose by 6.7 percentage points year-on-year to 10.0%. In fact, gross profit margin of this segment for 1H-2020 was at a normal level this year, but was on the low side in 2019. This was because several projects were cancelled last year and the capitalization of research and development (R&D) expenses had already been timely written off. Since April this year, with the resumption of order in society and in the operation of most of the supply chain, the Group sped up shipment of accumulated orders and saw notable growth in sales in the second quarter of 2020 when compared with the first quarter of 2020 and the corresponding period last year.



CHAIRMAN'S STATEMENT

Looking ahead to the second half of the year, the worsening relations between China and the US and the uncertainties related to the development of the COVID-19 pandemic will continue to adversely affect the terminals business segment. The number of new orders placed by overseas clients has been significantly less than expected. Except for the additional orders received for certain products due to the pandemic, shipment of a majority of projects has already decelerated since July 2020. Uncertainties still loom over the Group's operations in the second half of the year.

To cope with the unprecedentedly severe challenges in the external operating environment, the Group has implemented a series of measures that are aimed at broadening sources of income, reducing expenditure as well as enhancing efficiency. The Group has also adjusted the strategies for its clients, markets and products based on actual conditions. For example, it has stepped up its investment in self-developed products and focused on data and wearable products based on market and client surveys and analysis. It has also centralised R&D resources and completed various reference designs and samples for promotion to potential clients. It is hoped that these measures will positively impact the volume of shipment in the second half of 2020 as they help lower the investment risks of clients and shorten the cycle of product development and launch. To address the downturn in domestic and overseas markets, the Group will target China's new infrastructure market and seize related opportunities, as well as actively extend its reach to the Mainland market and clients there. The Group expects to gradually launch its new projects in year 2021.

The deteriorating external economic environment and the pandemic have presented some difficulties to the operations of the terminals segment in the second half of the year as well as next year. The Group will adjust the product and market directions of this business segment according to actual conditions while adhering to its set strategies in order to overcome the effects brought about by a variety of unfavourable factors and ensure the accomplishment of its set business goals for the year.

EMS business

The electronics manufacturing services (EMS) business segment achieved sales revenue of HK\$34.5 million for 1H-2020, representing a year-on-year decrease of 32.5%. Gross profit declined by 29.3% year-on-year to HK\$1.5 million. The substantial decrease of sales revenue was due to the effects of the pandemic. As the Group's factories in three locations in China were unable to resume operation and production timely, the production capacity was idle for two months during the first quarter of 2020. Meanwhile, given the tough external operating environment, the markets of its existing clients also slowed down. Consequently, overall performance of this business segment was below the Group's expectation.

The Group will not change its overall strategy for its EMS business in the future. In addition to maintaining a good relationship with its existing EMS clients, it will explore prospects to secure more new clients and new processing product categories. It will continue to increase investment to expand the deployment of automation and artificial intelligence in production operations in order to lower labour costs and improve quality control over its products. Furthermore, it will also build new production bases and relocate assembly and packaging processes to other regions with lower labour costs. In the future, the Group will continue to provide higher quality services to clients while controlling its costs and boosting its competitiveness.

IOT system and O2O business

The Group has continued streamlining the offline business of its O2O automated vending machine platform, gradually switching the business focus away from the automated vending machines and placing it on the O2O business of the IOT system platform that provides better prospects. Regarding the "Internet of Vehicles" business, the Group has achieved landmark progress. In future, the Group will combine together the IOT business with the terminals business segment in order to provide clients with "cloud + terminal" one-stop solutions.



CHAIRMAN'S STATEMENT

Intelligent manufacturing business

During 1H-2020, revenue of this segment dropped by 20.9% year-on-year to HK\$36.7 million. Gross profit decreased by 24.3% year-on-year to HK\$10.9 million. Gross profit margin declined slightly when compared with the same period last year. Under the influence of the external market factors and the pandemic, most of the players in the manufacturing industry in China suspended operations and production in the first quarter of 2020, and the clients temporarily suspended their purchases of intelligent equipment while some postponed their orders. The work resumption rate in enterprises along the upstream supply chain has not been high. Shortages of key materials in the intelligent equipment industry may lead to the rise of prices, resulting in higher procurement costs and thus lowering gross profit margin of this business segment.

Despite the extremely difficult external operating environment and the unsatisfactory performance of this business segment, the Group has still adhered to its business philosophy of delivering value to and achieving mutually beneficial outcomes with clients. In the first half of the year, the Group focused on further developing the areas and industries in which it specialises. It also increased investment in the R&D and marketing of the automated optical inspection (AOI) test equipment for the glass covers for the smart handset industry and the audio video interleave (AVI) test equipment for the printed circuit board (PCB) industry. As a result of these efforts, it has achieved positive results. By meeting the clients' demand and helping them overcome the challenges they faced during the COVID-19 pandemic via a timely provision of a variety of products, solutions and services, the Group gained their recognition and support, thereby laying the groundwork for future orders when the demand and production resume.

Following full resumption of production and operations and as the consumer electronics industry enters its mid-year peak season, manufacturing companies are expected to face difficulties in recruitment and management along with high labor costs, but the challenges will strengthen clients' determination to adopt intelligent manufacturing equipment, thus creating new market opportunities for the Group's business. In addition, two new products developed by the Group in the past two years, the AOI for the glass cover of mobile phones and the AVI test equipment for the PCB industry will be launched in the second half of 2020. The Group still has confidence in the outlook of the intelligent manufacturing business.

Property development

As at 30 June 2020, "The Riverside Country" (晨興•翰林水郡), in Shenyang City, the PRC, has a total of 1,842 residential units in all its four phases, of which 1,839 units have been sold.

As at 30 June 2020, "Seven River in Sweet" (七里香溪), in Taizhou City, the PRC, has a total of 748 residential units, 9 shops and 22 commercial units completed in all its two phases, of which 748 residential units, 7 shops and 22 commercial units have been sold and delivered to the buyers.

A substantial amount of the above properties was sold and delivered to the buyers in 1H-2018 and only a small amount of the remaining properties was sold and delivered in 1H-2020, resulting in a huge decrease in revenue to HK\$1.1 million (2019: HK\$5.6 million) with a gross profit margin of -25.7% (2019: 23.9%).

Property management

As at 30 June 2020, the revenue of property management was mainly derived from the leasing of SIM Technology Building Block A and Block B in Shanghai, factory units in Shanghai and Shenyang and commercial properties in Shenyang. A total area of approximately 55,000 square meters was leased out. To utilize our resources more effectively, the Group is developing the property management business by leasing out the spare space at its factories and other buildings.

The revenue of properties management for 1H-2020 amounted to HK\$18.4 million (2019: HK\$21.0 million) with a gross profit margin of 95.9% (2019: 94.5%).



CHAIRMAN'S STATEMENT

Prospects

The Group is faced with unprecedented and fundamental changes on a scale unseen in nearly a century, highlighted by the China-US trade war and the COVID-19 pandemic, which together have brought negative impact on its business and the industries in which it operates. Its markets have not yet recovered as the pandemic is not under control overseas and the Group is unable to secure new foreign clients and new projects for existing clients have been put on hold.

The Group's operational strategy for the next phase of development will base around the major domestic cycle in China, which means focusing on domestic clients mainly, striving to secure business opportunities presented by the big projects in the country. Due to the influence of the pandemic, domestic cycles will be developed and the Group is targeting clients in Shanghai, Beijing, Shenzhen and their neighboring areas in particular. However, overseas markets will not be overlooked, so the foreign and domestic cycles can complement each other, giving the Group an opportunity to secure new projects from existing clients.

The Group will steadily pursue advancement in its business in a pragmatic manner. Efforts will be made to reduce expenses and expand income sources, close unprofitable business, make and manage investment in new projects. The Group will also focus on its technological platform, target industries, premium clients and hit products. Beyond this, the Group will strive to strengthen internal capabilities amidst such adverse conditions, control costs and improve efficiency across its operations effectively. As long as the external environment does not deteriorate further, the Management hopes it can achieve a turnaround in the coming year.

Appreciation

The Board would like to thank our shareholders, customers, suppliers, bankers and professional advisers for their support of the Group and to extend our appreciation to all our staff for their dedication and contribution throughout the reporting period.

Yeung Man Ying

Chairman

Hong Kong, 25 August 2020

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

For 1H-2020, the revenue of the Group was HK\$431.7 million (2019: HK\$517.2 million), in which the revenue from handsets and IOT terminals business, EMS business, IOT system and O2O business and intelligent manufacturing business (together, "core business") decreased by 16.0% to HK\$412.2 million (2019: HK\$490.6 million) as compared with that of 1H-2019. The revenue from the sale of residential properties and property management (together "non-core business") decreased by 26.7% to HK\$19.5 million in 1H-2020 as compared with that in 1H-2019 (2019: HK\$26.6 million).

The gross profit for 1H-2020 for core business of the Group increased period-to-period by 36.4% to HK\$43.8 million (2019: HK\$32.1 million). The gross profit margin for core business increased to 10.6% (2019: 6.6%). The overall gross profit margin of the Group for 1H-2020 increased to 14.2% (2019: 10.3%).

As a result of the decrease in revenue in 1H-2020, the Group achieved a loss attributable to owners of the Company of HK\$47.0 million (2019: HK\$92.8 million). The basic loss per share for 1H-2020 was HK1.9 cents (2019: HK3.7 cents).

Segment results of core business

	Six months ended 30 June 2020			Six months ended 30 June 2019		
	Revenue HK\$'M	Gross profit HK\$'M	Gross profit margin %	Revenue HK\$'M	Gross profit HK\$'M	Gross profit margin %
Handsets and IOT terminals business	245	25	10.0	287	10	3.3
EMS business	34	1	4.4	51	2	4.1
IOT system and O2O business	96	7	7.2	106	6	5.8
Intelligent manufacturing business	37	11	29.6	46	14	31.0
Total	412	44	10.6	490	32	6.6



MANAGEMENT DISCUSSION AND ANALYSIS

Handsets and IOT terminals business

The Group was unable to resume production in the first quarter of 2020 due to the pandemic and its business was basically stagnant. The revenue of handsets and IOT terminals business for 1H-2020 decreased by 14.6% to HK\$244.9 million (2019: HK\$286.8 million) as compared to that of 1H-2019. The gross profit margin for this segment increased to 10.0% in 1H-2020 (2019: 3.3%). Gross profit margin for the year was at a normal level this year, but was on the low side in 2019. This was because several projects were cancelled last year and the capitalization of R&D expenses had already been timely written off. The revenue of ODM business contributed to approximately 90% of the revenue of this segment in 1H-2020 (2019: 88%).

EMS business

Due to the effects of the pandemic, the Group's factories in three locations in China were unable to resume operation and production timely, the production capacity was idle for two months during the first quarter of 2020. In addition, given the tough external operating environment, the markets of its existing clients also slowed down. As a result, the revenue of this segment decreased year-on-year by 32.5% to HK\$34.5 million in 1H-2020 however the gross profit margin slightly increased year-on-year to 4.4% (2019: 4.1%).

IOT system and O2O business

During 1H-2020, the Group has continued streamlining the offline business of its O2O automated vending machine platform and gradually switched the business focus away from the automated vending machines. The revenue of this segment recorded was HK\$96.1 million (2019: HK\$106.2 million) and the gross profit margin slightly increased to 7.2% (2019: 5.8%).

Intelligent manufacturing business

During 1H-2020, under the influence of the external market factors and the pandemic, most of the players in the manufacturing industry in China suspended operations and production in the first quarter of 2020 and the clients temporarily suspended their purchases of intelligent equipment while some postponed their orders. As a result, the revenue of this segment decreased to HK\$36.7 million (2019: HK\$46.4 million). In addition, the work



MANAGEMENT DISCUSSION AND ANALYSIS

resumption rate in enterprises along the upstream supply chain has not been high. Shortages of key materials in the intelligent equipment industry may lead to the rise of prices, resulting in higher procurement costs and thus lowering gross profit margin of this business segment. The gross profit margin slightly decreased to 29.6% in 1H-2020 (2019: 31.0%).

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Liquidity

As at 30 June 2020, the Group had bank balances and cash of HK\$561.1 million (31 December 2019: HK\$611.7 million), of which 56.3% was held in US dollars, 43.7% was held in Renminbi and the remaining balance was held in Hong Kong dollars, and short-term deposits of HK\$323.6 million (31 December 2019: \$296.4 million) among which 79.5% was held in US dollars and 20.5% was held in Renminbi. As at 30 June 2020, the Group also had pledged bank deposits of HK\$32.1 million (31 December 2019: HK\$31.2 million) in Renminbi for the purpose of the Group's borrowings. The Group intends to finance its working capital and capital expenditure plans from such bank balances. The Group has pledged certain of its assets (including investment properties, property, plant and equipment, right-of-use assets and pledged bank deposits) to secure the bank borrowings. The total bank borrowings of the Group amounted to HK\$60.7 million as at 30 June 2020 (31 December 2019: HK\$77.9 million), all of which was denominated in Renminbi. All of the bank borrowings were at floating interest rates and repayable within one year.

Operating efficiency

The turnover period of inventory, trade and notes receivables, trade and notes payables of the Group for the core business are presented below:

	30 June 2020 Days	31 December 2019 Days
Inventory turnover period	136	102
Trade and notes receivables turnover period	106	74
Trade and notes payables turnover period	145	79



MANAGEMENT DISCUSSION AND ANALYSIS

The outbreak of COVID-19 pandemic since early 2020 had caused delays of production and delivery to the Group, thus the inventory turnover days for 1H-2020 increased as compared to that of year 2019.

As affected by the COVID-19 pandemic, certain debtors' repayment schedules had been slowed down. In addition, the proportion of accounts receivables with longer credit period increased in 1H-2020. As a result, the trade and notes receivables turnover days increased for 1H-2020 as compared to that of year 2019.

As affected by the COVID-19 pandemic, certain creditors' repayment schedules had been slowed down in 1H-2020 as compared to that of year 2019. As a result, the trade and notes payables turnover days increased for 1H-2020 as compared to that of year 2019.

As at 30 June 2020, the current ratio, calculated as current assets over current liabilities, was 3.0 times (31 December 2019: 2.9 times).

The Group reckons that inventory turnover period, trade and notes receivables turnover period, and trade and notes payables turnover period help the Group to understand its ability to convert inventory into cash and sales cash conversion cycle. Through reviewing the turnover periods, the Group can improve its operational efficiency. The current ratio can help the Group to understand its ability to pay short-term and long-term obligations.

Treasury policies

The Group adopts a prudent approach in its treasury policy. The Group's surplus funds are mainly held under fixed and savings deposits in reputable banks to earn interest income.

Certain sales and purchases of inventories of the Group are denominated in US dollars. Furthermore, certain trade receivables, trade payables and bank balances are denominated in US dollars, therefore exposing the Group to fluctuations in exchange rates. During 1H-2020, the Group did not use any financial instrument for hedging purpose but it will consider entering into non-deliverable foreign exchange forward contracts to eliminate the foreign exchange exposures in US dollars when necessary.

MANAGEMENT DISCUSSION AND ANALYSIS

Capital structure

As at 30 June 2020, the Company had 2,365,086,300 ordinary shares of HK\$0.10 each in issue.

No shares of the Company have been issued during 1H-2020.

CASH FLOW STATEMENT HIGHLIGHTS

The following is the highlights of the cash flow statement of the Group for 1H-2020 and 1H-2019:

	1H-2020 HK\$'M	1H-2019 HK\$'M
Net cash from operating activities	41.5	205.9
Capital expenditure	(2.1)	(20.8)
Development costs	(39.1)	(63.1)
Net (decrease) increase in bank borrowings	(15.9)	15.2
Net decrease in other liabilities	–	(30.1)
Cash transferred to non-controlling interest upon share reduction in registered capital of a subsidiary that does not result in losing control	–	(45.4)
Proceeds from disposal of financial assets at fair value through profit or loss	16.0	–
Repayment of lease liabilities	(4.8)	(3.3)
Dividend paid	–	(25.0)
Interest paid	(0.7)	(0.4)
Repurchase of shares	(16.8)	(16.2)
Others	(0.6)	4.8
Net (decrease) increase in cash and cash equivalents (including pledged bank deposits and short-term bank deposits)	(22.5)	21.6



MANAGEMENT DISCUSSION AND ANALYSIS

GEARING RATIO

As at 30 June 2020, the total assets of the Group were HK\$2,761.7 million (31 December 2019: HK\$2,866.9 million) and the bank borrowings were HK\$60.7 million (31 December 2019: HK\$77.9 million). The gearing ratio of the Group, calculated as total bank borrowings over total assets, was 2.2% (31 December 2019: 2.7%).

The Group reviews its gearing ratio on a regular basis. According to the capital plan for the future, the Group tries to maximise revenue for Shareholders with capital risk awareness in mind. Capital structure is being constantly adjusted according to changes in the operational environment.

EMPLOYEES

As at 30 June 2020, the Group had approximately 1,610 (31 December 2019: 1,760) employees. The Group operates a Mandatory Provident Fund retirement benefits scheme for all its employees in Hong Kong, and provides its PRC employees with welfare schemes as required by the applicable laws and regulations of the PRC. The Group has a comprehensive training system in place that establishes a network-based career path for employees, including position and ability management, skills enhancement programme, various training opportunities, online learning programme for staff, internal promotion system, key employees development programme, succession plans for key positions and leadership development programme. The Group also offers discretionary bonuses and may grant share options under the share option scheme of the Company to its employees by reference to individual performance and the performance of the Group.

EMOLUMENT POLICY

The emolument policy of the employees of the Group is set by the human resources department. The Group seeks to provide remuneration packages on the basis of merit, qualifications and competence of the employees.

The emoluments of the Directors and senior management of the Company are reviewed by the remuneration committee of the Board, having regard to factors including the Group's operating results, responsibilities of the Directors and senior management and comparable market statistics.



MANAGEMENT DISCUSSION AND ANALYSIS

The Company has adopted a share option scheme to motivate the eligible persons referred to in the scheme, which include executive Directors and employees of the Group, to optimise their future contributions to the Group and reward them for their efforts.

FUTURE PLANS FOR MATERIAL INVESTMENT

As stated in the circular of the Company dated 18 January 2018, the Group intends to apply part of the net proceeds from the Disposal for purchase of a piece of the land for the Group's operations centre in Dongguan, the PRC and the related construction costs.

Save as disclosed above, the Group did not have any plans for material investment or capital assets during 1H-2020.

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES

During 1H-2020, the Group did not have any material acquisition or disposal of subsidiaries or associated companies.

SIGNIFICANT INVESTMENT

As at 30 June 2020, the Group did not have any significant investment.

CONTINGENT LIABILITIES

As at 30 June 2020, the Group did not have any material contingent liabilities.

EVENT AFTER THE REPORTING PERIOD

There have been no significant events since the end of 1H-2020.

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE SIX MONTHS ENDED 30 JUNE 2020

	NOTES	Six months ended 30 June	
		2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Revenue	3	431,739	517,177
Cost of sales and services		(370,615)	(463,875)
Gross profit		61,124	53,302
Other income	5	19,721	14,679
Reversal of impairment losses, net of impairment (impairment losses under expected credit model, net of reversal)	13	1,267	(27,357)
Other gains and losses	5	(19,214)	3,678
Research and development expenses		(40,852)	(48,836)
Selling and distribution costs		(18,400)	(36,836)
Administrative expenses		(47,594)	(49,971)
Share of results of associates		(223)	(1,039)
Finance costs		(1,389)	(640)
Loss before taxation		(45,560)	(93,020)
Taxation	6	2,667	3,192
Loss for the period	7	(42,893)	(89,828)
Loss for the period attributable to:			
Owners of the Company		(46,990)	(92,789)
Non-controlling interests		4,097	2,961
		(42,893)	(89,828)
Loss per share (HK cents)	9		
Basic		(1.9)	(3.7)
Diluted		(1.9)	(3.7)

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2020

	NOTE	Six months ended 30 June	
		2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Loss for the period	7	(42,893)	(89,828)
Other comprehensive expense for the period:			
Items that will not be subsequently reclassified to profit or loss for the period:			
Surplus on transfer of right-of-use assets and property, plant and equipment to investment properties at fair value		2,495	23,146
Fair value (loss) gain on investment in equity instrument at fair value through other comprehensive income		(10)	3,607
Deferred tax relating to items that will not be reclassified to profit or loss		(621)	(6,689)
Exchange difference arising on translation to presentation currency		(21,261)	4,070
Other comprehensive (expense) income for the period		(19,397)	24,134
Total comprehensive expense for the period		(62,290)	(65,694)
Total comprehensive (expense) income attributable to:			
Owners of the Company		(66,099)	(68,242)
Non-controlling interests		3,809	2,548
		(62,290)	(65,694)

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CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30 JUNE 2020

		30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
	NOTES		
Non-current assets			
Investment properties	10	593,756	608,388
Property, plant and equipment	10	241,816	267,712
Right-of-use assets	10	72,659	55,098
Intangible assets	10	111,982	116,704
Deferred tax assets	11	43,425	44,092
Finance lease receivables		185	188
Interests in associates	10	6,424	6,647
Equity instruments at fair value through other comprehensive income ("FVTOCI")	21	648	669
Other receivables		7,283	7,412
Consideration receivables		3,311	4,043
		1,081,489	1,110,953
Current assets			
Inventories	14	302,309	250,771
Finance lease receivables		165	169
Properties held for sale		10,751	12,711
Trade and notes receivables	12A	220,088	282,462
Contract assets	12B	4,562	11,201
Other receivables, deposits and prepayments		218,150	230,478
Amounts due from non-controlling shareholders of subsidiaries	16	-	4,496
Consideration receivables		1,689	1,857
Financial assets at fair value through profit or loss	21	5,712	22,512
Pledged bank deposits		32,134	31,226
Short-term bank deposits		323,633	296,380
Bank balances and cash		561,059	611,714
		1,680,252	1,755,977

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	NOTES	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Current liabilities			
Trade and notes payables	15	243,346	224,322
Contract liabilities		172,888	202,255
Other payables, deposits received and accruals		38,523	54,273
Bank borrowings	17	60,693	77,936
Lease liabilities		8,536	6,319
Tax payable		38,475	40,224
		562,461	605,329
Net current assets		1,117,791	1,150,648
Total assets less current liabilities		2,199,280	2,261,601
Capital and reserves			
Share capital	18	236,508	243,072
Reserves		1,772,906	1,849,269
Equity attributable to owners of the Company		2,009,414	2,092,341
Non-controlling interests		22,139	18,330
Total equity		2,031,553	2,110,671
Non-current liabilities			
Lease liabilities		21,241	2,865
Deferred tax liabilities	11	109,042	112,413
Deferred income		37,444	35,652
		167,727	150,930
		2,199,280	2,261,601

INTERIM FINANCIAL STATEMENTS

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTHS ENDED 30 JUNE 2020

	Attributable to owners of the Company											Non-controlling interests HK\$'000	Total HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Statutory surplus reserve HK\$'000 <i>(Note a)</i>	Other reserve HK\$'000 <i>(Note b)</i>	Share option reserve HK\$'000	Properties revaluation reserve HK\$'000	Asset revaluation reserve HK\$'000	Capital redemption reserve HK\$'000	Translation reserve HK\$'000	Accumulated profits HK\$'000	Total HK\$'000		
At 1 January 2019 (audited)	252,025	824,207	53,123	95,282	19,231	139,557	17,184	6,212	132,799	619,414	2,159,034	63,405	2,222,439
(Loss) profit for the period	-	-	-	-	-	-	-	-	-	(92,789)	(92,789)	2,961	(89,828)
Other comprehensive income (expense) for the period	-	-	-	-	-	17,359	2,705	-	4,483	-	24,547	(413)	24,134
Total comprehensive income (expense) for the period	-	-	-	-	-	17,359	2,705	-	4,483	(92,789)	(68,242)	2,548	(65,694)
Share options lapsed	-	-	-	-	(190)	-	-	-	-	190	-	-	-
Gain on partial disposal of equity instruments at FVOCI	-	-	-	-	-	-	(9,322)	-	-	9,322	-	-	-
Reduction in registered capital in a non-wholly owned subsidiary	-	-	-	-	-	-	-	-	-	-	-	(45,354)	(45,354)
Transfer to statutory surplus reserve	-	-	3,519	-	-	-	-	-	-	(3,519)	-	-	-
Repurchase of ordinary shares	(6,193)	(13,673)	-	-	-	-	6,193	-	-	(6,193)	(19,866)	-	(19,866)
Dividends paid	-	-	-	-	-	-	-	-	-	(24,993)	(24,993)	-	(24,993)
Dividend paid to non-controlling shareholders of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	(142)	(142)
At 30 June 2019 (unaudited)	245,832	810,534	56,642	95,282	19,041	156,916	10,567	12,405	137,282	501,432	2,046,933	20,457	2,066,390
At 1 January 2020 (audited)	243,072	806,123	64,250	95,282	19,041	202,921	2,181	15,165	120,003	524,303	2,092,341	18,330	2,110,671
(Loss) profit for the period	-	-	-	-	-	-	-	-	-	(46,990)	(46,990)	4,097	(42,893)
Other comprehensive income (expense) for the period	-	-	-	-	-	1,871	(7)	-	(20,973)	-	(19,109)	(288)	(19,397)
Total comprehensive income (expense) for the period	-	-	-	-	-	1,871	(7)	-	(20,973)	(46,990)	(66,099)	3,809	(62,290)
Share options lapsed	-	-	-	-	(486)	-	-	-	-	486	-	-	-
Transfer to statutory surplus reserve	-	-	1,129	-	-	-	-	-	-	(1,129)	-	-	-
Repurchase of ordinary shares	(6,564)	(10,264)	-	-	-	-	-	6,564	-	(6,564)	(16,828)	-	(16,828)
At 30 June 2020 (unaudited)	236,508	795,859	65,379	95,282	18,555	204,792	2,174	21,729	99,030	470,106	2,009,414	22,139	2,031,553



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Notes:

- (a) As stipulated by the relevant laws and regulations of the People's Republic of China ("PRC"), before distribution of the net profit each year, the subsidiaries established in the PRC shall set aside 10% of their net profit after taxation for the statutory surplus reserve fund (except where the reserve has reached 50% of the subsidiaries' registered capital). The reserve fund can only be used, upon approval by the board of directors of the relevant subsidiaries and by the relevant authority, to offset accumulated losses or increase capital.
- (b) Other reserve was arisen from the reorganisation in preparation for the listing of the Company's shares on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the difference between the considerations paid and the relevant non-controlling interests upon the acquisition of additional interests in subsidiaries.

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE SIX MONTHS ENDED 30 JUNE 2020

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
OPERATING ACTIVITIES		
Operating cash flows before movements in working capital	26,794	31,726
Decrease in properties held for sales	1,743	3,907
(Decrease) increase in contract liabilities	(25,914)	38,753
Other movements in working capitals	33,210	126,448
Cash generated from operations	35,833	200,834
Interest received	6,311	3,680
Tax (paid) refund	(617)	1,378
NET CASH FROM OPERATING ACTIVITIES	41,527	205,892
INVESTING ACTIVITIES		
Proceeds from disposal of financial assets at fair value through profit or loss	16,038	-
Purchase of equity instruments at FVTOCI	-	(945)
Proceeds from disposal of equity instruments at FVTOCI	-	28,320
Purchase of property, plant and equipment	(2,056)	(20,753)
Proceeds on disposal of property, plant and equipment	238	311
Expenditure paid for intangible assets	(39,053)	(63,112)
Investment in an associate	-	(4,576)
Net cash outflow on acquisition of a subsidiary	-	(18,412)
Receipt of consideration receivables	664	-
Placement of pledged bank deposits	(33,238)	(21,620)
Withdrawal of pledged bank deposits	31,784	58,644
Placement of short-term bank deposits	(323,783)	-
Withdrawal of short-term bank deposits	294,680	-
NET CASH USED IN INVESTING ACTIVITIES	(54,726)	(42,143)

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	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
FINANCING ACTIVITIES		
New bank borrowings raised	60,830	107,326
Repayments of bank borrowings	(76,756)	(92,081)
Decrease in other liabilities	-	(30,082)
Interest paid	(733)	(397)
Dividend paid	-	(24,993)
Dividend paid to non-controlling shareholders of a subsidiary	-	(142)
Cash transferred to non-controlling interest of a subsidiary upon share reduction in registered capital of a subsidiary that does not result in losing control	-	(45,354)
Repayment of lease liabilities	(4,809)	(3,260)
Repurchase of shares	(16,828)	(16,195)
NET CASH USED IN FINANCING ACTIVITIES	(38,296)	(105,178)
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(51,495)	58,571
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	611,714	647,776
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	840	(501)
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD, REPRESENTED BY BANK BALANCES AND CASH	561,059	705,846



INTERIM FINANCIAL STATEMENTS

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 JUNE 2020

1. GENERAL INFORMATION AND BASIS OF PREPARATION

The Company was incorporated in Bermuda as an exempted company under the Companies Act 1981 of Bermuda (as amended) with limited liability.

The Company is an investment holding company. The principal activities of its subsidiaries are carrying out handsets and internet of things ("IOT") terminals business, electronic manufacturing services ("EMS") business, IOT system and online-to-offline ("O2O") business, intelligent manufacturing business, property development and property management in the PRC.

The functional currency of the Company is Renminbi ("RMB"). The condensed consolidated financial statements are presented in Hong Kong dollars ("HK\$"), as the Directors of the Company consider that it is a more appropriate presentation for a company listed on The Stock Exchange of Hong Kong Limited ("Stock Exchange") and for the convenience of the shareholders.

The condensed consolidated financial statements of the Group have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting" issued by the International Accounting Standards Board ("IASB") as well as the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange.

1A. SIGNIFICANT EVENTS AND TRANSACTIONS IN THE CURRENT INTERIM PERIOD

The outbreak of COVID-19 and the subsequent quarantine measures as well as the travel restrictions imposed by many countries have had negative impact to the global economy, business environment and directly and indirectly affect the operation of the Group. The Group stopped its manufacturing activities in handset and IOT terminal business, EMS business, and Intelligent manufacturing business from January to February 2020 due to mandatory government quarantine measures imposed by the relevant authorities in the People Republic of China ("PRC").



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The outbreak of the COVID-19 not only threatened the operations of many industries and businesses, but also adversely impacted the economic development in the PRC. In face of the slowdown in the economic growth in the PRC, impacts including reduction in revenue and production and delay in shipment during the close-down period.

On the other hand, the PRC government has announced some financial measures and supports for corporate to overcome the negative impact arising from the pandemic. On 30 January 2020, the Ministry of Human Resources and Social Security issued an announcement regarding the administration of Chinese social security contributions during the period of prevention and containment of the spread of COVID-19, decided to reduce or waive employer obligations on social security contributions for a specified period from February to December 2020 to ease the burden of enterprises during this difficult time. Approximate HK\$13,876,000 of the retirement benefits costs were waived from February to June 2020.

In addition, during the current interim period, its PRC subsidiaries received HK\$192,000 subsidies from the PRC local government for financial assistance to the Group, which has been recognised as other income during the interim period.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis, except for investment properties and certain financial instruments that are measured at fair values at the end of each reporting period.

Other than the change in accounting policies resulting from application of new and amendments to International Financial Reporting Standards ("IFRSs") accounting policies and methods of computation used in the condensed consolidated financial statements 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.



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Application of new and amendments to IFRS Standards

In the current interim period, the Group has applied, for the first time, the following new and amendments to IFRSs issued by the International Accounting Standards Board ("IASB") which are mandatory effective for the annual period beginning on or after 1 January 2020 for the preparation of the Group's condensed consolidated financial statements:

Amendments to IAS 1 and IAS 8	Definition of Material
Amendments to IFRS 3	Definition of a Business
Amendments to IFRS 9, IAS 39 and IFRS 7	Interest Rate Benchmark Reform

Except as described below, the application of the new and amendments to IFRSs in the Current Period has had no material impact on the Group's performance and financial positions for the Current period and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

2.1 Impacts of application on Amendments to IAS 1 and IAS 8 "Definition of Material"

The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity". The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

The application of the amendments in the current period had no impact on the condensed consolidated financial statements. Changes in presentation and disclosures on the application of the amendments, if any, will be reflected on the consolidated financial statements for the year ending 31 December 2020.

2.2 Impacts and accounting policies on application of Amendments to IFRS 3 "Definition of a business"

2.2.1 Accounting policies

Business combinations or asset acquisitions

Operational concentration test

Effective from 1 January 2020, the Group can elect to apply an optional concentration test, on a transaction-by-transaction basis, that permit a simplified assessment of whether an acquired set of activities and assets is not a business. The concentration test is met if substantially all of the fair value of the gross assets required is concentrated in a single identifiable asset or group of similar identifiable assets. The gross assets under assessment exclude cash and cash equivalent, deferred tax assets, and goodwill resulting from the effects of deferred tax liabilities. If the concentration test is met, the set of activities and assets is determined not to be a business and no further assessment is needed.

2.2.2 Transition and summary effects

The amendments had no impact on the condensed consolidated financial statements of the Group.

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3. REVENUE

Disaggregation of revenue from contracts with customers

For the six months ended 30 June 2020 (unaudited)

	Handsets and IOT terminals business HK\$'000	EMS business HK\$'000	IOT system and O2O business HK\$'000	Intelligent manufacturing business HK\$'000	Property development HK\$'000	Property management HK\$'000
Types of goods or services						
Sale of handsets and IOT terminals	244,933	-	-	-	-	-
Electronic manufacturing services	-	34,525	-	-	-	-
Sale of goods to vending machine customers and franchisee	-	-	81,268	-	-	-
Procurement agency service	-	-	14,814	-	-	-
Sale of intelligent manufacturing products	-	-	-	36,691	-	-
Sale of properties	-	-	-	-	1,146	-
Property rental	-	-	-	-	-	18,362
Total	244,933	34,525	96,082	36,691	1,146	18,362
Revenue from contracts with customers and timing of revenue recognition						
A point in time	244,933	-	96,082	36,691	1,146	N/A
Over time	-	34,525	-	-	-	N/A
Total	244,933	34,525	96,082	36,691	1,146	N/A

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For the six months ended 30 June 2019 (unaudited)

	Handsets and IOT terminals business HK\$'000	EMS business HK\$'000	IOT system and O2O business HK\$'000	Intelligent manufacturing business HK\$'000	Property development HK\$'000	Property management HK\$'000
Types of goods or services						
Sale of handsets and IOT terminals	286,753	-	-	-	-	-
Electronic manufacturing services	-	51,170	-	-	-	-
Sale of goods to vending machine customers and franchisee	-	-	97,247	-	-	-
Equipment finance lease service	-	-	78	-	-	-
Procurement agency service	-	-	8,925	-	-	-
Sale of intelligent manufacturing products	-	-	-	46,377	-	-
Sale of properties	-	-	-	-	5,616	-
Property rental	-	-	-	-	-	21,011
Total	286,753	51,170	106,250	46,377	5,616	21,011
Revenue from contracts with customers and timing of revenue recognition						
A point in time	286,753	-	106,172	46,377	5,616	N/A
Over time	-	51,170	-	-	-	N/A
Total	286,753	51,170	106,172	46,377	5,616	N/A

Geographical markets

The Group's revenue are substantially generated from the PRC, the country of domicile from which the group entities derive revenue. No further analysis is presented.

INTERIM FINANCIAL STATEMENTS

4. SEGMENT INFORMATION

Segment information is presented based on internal reports about components of the Group that are regularly reviewed by the chief operating decision maker, being the executive directors of the Company, for the purpose of allocating resources to segments and assessing their performance.

During the six month ended 30 June 2020, the Group was organised into six (six months ended 30 June 2019: six) reportable and operating segments, being handsets and IOT terminals business, EMS business, IOT system and O2O business, intelligent manufacturing business, property development and property management.

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

For the six months ended 30 June 2020 (unaudited)

	Handsets and IOT terminals business HK\$'000	EMS business HK\$'000	IOT system and O2O business HK\$'000 <i>(Note)</i>	Intelligent manufacturing business HK\$'000	Property development HK\$'000	Property management HK\$'000	Consolidated HK\$'000
Revenue							
External sales	244,933	34,525	96,082	36,691	1,146	18,362	431,739
Segment (loss) profit	(22,324)	255	(4,865)	(4,174)	(998)	(1,600)	(33,706)
Other income and other gains and losses							(5,369)
Share of results of associates							(223)
Corporate expenses							(4,873)
Finance costs							(1,389)
Loss before taxation							(45,560)

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For the six months ended 30 June 2019 (unaudited)

	Handsets and IOT terminals business HK\$'000	EMS business HK\$'000	IOT system and O2O business HK\$'000 <i>(Note)</i>	Intelligent manufacturing business HK\$'000	Property development HK\$'000	Property management HK\$'000	Consolidated HK\$'000
Revenue							
External sales	286,753	51,170	106,250	46,377	5,616	21,011	517,177
Segment (loss) profit	(59,689)	491	(8,121)	(5,584)	(2,646)	10,953	(64,596)
Other income and other gains and losses							(20,177)
Share of results of associates							(1,039)
Corporate expenses							(6,568)
Finance costs							(640)
Loss before taxation							(93,020)

Note: The IOT system and O2O business is still in a developing stage in both periods. The revenue of this segment represents the income generated from equipment finance lease service, sale of goods to vending machine customers and franchisees, and provision of procurement agency service.

Segment result represents the financial result by each segment without allocation of interest income, unallocated foreign exchange loss, net gain or loss on financial assets at fair value through profit or loss, write-off of amounts due from non-controlling shareholders of subsidiaries and other receivables, share of results of associates, certain other income, corporate expenses, finance costs and taxation.

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

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Segment assets		
Handsets and IOT terminals business	653,041	657,760
EMS business	146,475	174,595
IOT system and O2O business	108,177	108,110
Intelligent manufacturing business	162,669	174,523
Property development	15,821	17,634
Property management	611,974	631,693
Total segment assets	1,698,157	1,764,315
Unallocated assets	1,063,584	1,102,615
Total assets	2,761,741	2,866,930
Segment liabilities		
Handsets and IOT terminals business	372,878	368,890
EMS business	66,940	39,717
IOT system and O2O business	17,714	17,022
Intelligent manufacturing business	71,884	66,156
Property development	6,646	9,791
Property management	7,026	7,026
Total segment liabilities	543,088	508,602
Unallocated liabilities	187,100	247,657
Total liabilities	730,188	756,259

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For the purposes of monitoring segment performances and allocating resources between segments, all assets are allocated to reportable and operating segments other than certain property, plant and equipment, certain right-of-use assets, interests in associates, entrusted loan receivables, consideration receivables, amounts due from non-controlling shareholders of subsidiaries, pledged bank deposits, bank balances and cash, financial assets at fair value through profit or loss, financial assets at fair value through other comprehensive income, deferred tax assets and certain other receivables, deposits and prepayments. Assets used jointly by operating segments are allocated on the basis of the revenues earned by individual operating segments.

For the purposes of monitoring segment performances and allocating resources between segments, all liabilities are allocated to reportable and operating segments other than certain lease liabilities, certain other payables, accruals, tax payable, bank borrowings and deferred tax liabilities.

5. OTHER INCOME/OTHER GAINS AND LOSSES

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Other income		
Refund of Value Added Tax ("VAT") <i>(Note i)</i>	1,904	2,010
Government grants <i>(Note ii)</i>	5,808	5,155
Interest income earned on bank balances	11,296	7,226
Others	713	288
	19,721	14,679

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	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Other gains and losses		
Gain (loss) on disposal of property, plant and equipment	126	(885)
Net foreign exchange loss	(8,585)	(6,069)
Changes in fair values of investment properties	(8,924)	3,078
Write off of other receivables	(1,896)	-
Write off of amount due from non-controlling shareholders of subsidiaries	(4,496)	-
Net (loss) gain arising on financial assets measured at fair value through profit or loss	(762)	2,954
Others	5,323	4,600
	(19,214)	3,678

Notes:

- (i) Shanghai Simcom Limited ("Shanghai Simcom") and Shanghai Pami Intelligent Technology Co. Limited are engaged in the business of distribution of self-developed and produced software and the development of automated test equipment and software. Under the current PRC tax regulation, they are entitled to a refund of VAT paid for sales of self-developed and produced software and the development of automated test software in the PRC.
- (ii) During the six months ended 30 June 2020, the amount includes HK\$4,344,000 (six months ended 30 June 2019: HK\$3,716,000) unconditional government grants received during the period which was granted to encourage for the Group's research and developments activities in the PRC.

As at 30 June 2020, an amount of HK\$39,589,000 (31 December 2019: HK\$41,495,000) remained to be amortised and is included in other payables (for current portion) and deferred income (for non-current portion).

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6. TAXATION

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Taxation comprises:		
PRC Enterprise Income Tax ("EIT")	485	(3,865)
PRC Land Appreciation Tax ("LAT")	(49)	(3,931)
Overprovisions on PRC LAT in previous years	–	8,761
Deferred tax credit	2,231	2,227
Taxation for the period	2,667	3,192

No provision for Hong Kong Profits Tax has been made for both periods as the Group has no assessable profits arising in Hong Kong.

EIT is calculated at the rates prevailing in the relevant districts of the PRC taking relevant tax incentives into account. Shanghai Simcom, Shenyang SIM Simcom Technology Limited, Shanghai Sunrise Simcom Limited and Shanghai Jizhi Automation Technology Co. Limited are classified as New and High Technology Enterprise and is entitled to adopt a tax rate of 15%. The relevant annual tax rate used for EIT for the Group's subsidiaries ranged from 15% to 25% (six months ended 30 June 2019: 15% to 25%).

The provision of LAT is estimated according to the requirements set forth in the relevant tax laws and regulations of the PRC, which is charged at progressive rates ranging from 30% to 60% (six months ended 30 June 2019: 30% to 60%) of the appreciation value, with certain allowable deductions.

INTERIM FINANCIAL STATEMENTS

7. LOSS FOR THE PERIOD

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Loss for the period is arrived at after charging:		
Amortisation of intangible assets (included in cost of sales and services)	41,756	59,532
Less: Amount capitalised in development costs	(3,354)	(3,403)
Less: Amount capitalised in inventories	(38,402)	(56,129)
	-	-
Impairment loss recognised in respect of intangible assets (included in cost of sales and services)	-	21,072
Depreciation of property, plant and equipment	21,272	27,529
Less: Amount capitalised in development costs	(1,365)	(2,284)
Less: Amount capitalised in inventories	(12,820)	(13,701)
	7,087	11,544
Depreciation of right-of-use assets	6,221	4,550
Staff costs including directors' emoluments	102,675	125,477
Less: Amount capitalised in development costs	(24,880)	(42,428)
Less: Amount capitalised in inventories	(9,127)	(7,725)
	68,668	75,324
Costs of inventories recognised as an expense (included in cost of sales and services)	336,151	410,554
Costs of properties sold (included in cost of sales and services)	1,440	4,275
Cost of manufacturing services (included in cost of sales and services)	33,024	49,046

INTERIM FINANCIAL STATEMENTS

8. DIVIDENDS

No dividends were paid, declared or proposed during the interim period (six months ended 30 June 2019: special dividends of HK1 cent per share amounting to HK\$24,993,000).

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: Nil).

9. LOSS PER SHARE

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

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Loss		
Loss for the purposes of basic and diluted loss per share (loss for the period attributable to the owners of the Company)	<u>(46,990)</u>	<u>(92,789)</u>
	'000	'000
Number of shares		
Weighted average number of ordinary shares for the propose of diluted loss per share	<u>2,410,381</u>	<u>2,493,872</u>



INTERIM FINANCIAL STATEMENTS

For the six months ended 30 June 2020 and 2019, the computation of diluted loss per share does not assume the exercise of share options since such assumed exercise would reduce loss per shares of the Company for the period.

10. MOVEMENTS IN INVESTMENT PROPERTIES, PROPERTY, PLANT AND EQUIPMENT, INTANGIBLE ASSETS AND RIGHT-OF-USE ASSETS

Investment properties

The fair value of the Group's investment properties at 30 June 2020 and 31 December 2019 have been arrived at on the basis of a valuation carried out on that date by Vigers Appraisal & Consulting Limited, an independent qualified professional valuer not related to the Group.

The fair value was determined based on the income capitalisation approach, where the market rentals of all lettable units of the properties are assessed and discounted at the market yield expected by investors for this type of properties. The market rentals are assessed based on estimates of future cash flows, supported by the terms of existing lease and reasonable and supportable assumptions that represent what knowledgeable willing parties would assume about rental income for future leases in the light of current conditions. The rate is determined by reference to the yields derived from analysing the sales transactions of similar commercial properties in Shanghai and Shenyang. There has been no change from the valuation technique used in the prior year.

In estimating the fair value of the properties, the highest and best use of the properties is their current use. At the end of the reporting period, the chief financial officer of the Group works closely with the independent qualified professional valuer to establish and determine the appropriate valuation techniques and inputs. Where there is a material change in the fair value of the assets, the causes of the fluctuations will be reported to the management of the Group.



INTERIM FINANCIAL STATEMENTS

During the current interim period, the Group has transferred certain buildings from property, plant and equipment and right-of-use assets with aggregate carrying amount of HK\$2,427,000 (six months ended 30 June 2019: HK\$4,738,000) to investment properties because its use has changed as evidenced by the end of owner-occupation. The difference between the carrying amounts and the fair value of the relevant properties at the date of transfer amounts to HK\$2,495,000 (six months ended 30 June 2019: HK\$23,146,000) and is recognised in other comprehensive income.

The fair value of investment properties as at 30 June 2020 is HK\$593,756,000 (31 December 2019: HK\$608,388,000) and a fair value loss of HK\$8,924,000 (six months ended 30 June 2019: fair value gain of HK\$3,078,000) have been recognised directly in profit or loss for the six months ended 30 June 2020.

Property, plant and equipment

During the current interim period, additions to the Group's property, plant and equipment amounted to HK\$2,056,000 (six months ended 30 June 2019: HK\$20,753,000).

During the current interim period, the Group disposed of certain property, plant and equipment with an aggregate carrying amount of HK\$112,000 (six months ended 30 June 2019: HK\$1,196,000) for cash proceeds of HK\$238,000 (six months ended 30 June 2019: HK\$311,000), resulting in a gain on disposal of HK\$126,000 (six months ended 30 June 2019: loss on disposal of HK\$885,000).

For the six months ended 30 June 2019, the Group and an independent third party set up an entity named 瀋陽智慧谷置業有限公司, in which the Group owned 49% of the equity interests and accounted for as an associate. The Group invested in 瀋陽智慧谷置業有限公司 by injection of a land and a property with carrying amount of HK\$9,977,000 and HK\$10,162,000. As at the date of incorporation, remeasurement gain on the land and property of HK\$4,603,000 was credited to other gain and losses.

INTERIM FINANCIAL STATEMENTS

Intangible assets

During the current interim period, additions to the Group's intangible assets amounted to HK\$39,053,000 (six months ended 30 June 2019: HK\$63,112,000) including addition to development costs of HK\$39,012,000 (six months ended 30 June 2019: HK\$63,112,000) for development projects on the products.

Right-of-use assets

During the current interim period, the Group entered into certain new lease agreements for the use of office premises and warehouses for one to five years which constitute lease modification. The Group is required to make fixed monthly payments during the contract period. On lease commencement, the Group recognised right-of-use assets and lease liability amounted to HK\$24,951,000 (six months ended 30 June 2019: HK\$5,865,000).

11. DEFERRED TAXATION

The following is the analysis of the deferred tax balances for financial reporting purposes:

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Deferred tax assets	43,425	44,092
Deferred tax liabilities	(109,042)	(112,413)
	(65,617)	(68,321)

INTERIM FINANCIAL STATEMENTS

12A. TRADE AND NOTES RECEIVABLES

The normal credit period given on sale of goods and services relating to handsets and IOT terminals business, EMS business, IOT system and 020 business and intelligent manufacturing business is 0-90 days. A longer period is granted to a few customers with whom the Group has a good business relationship and which are in sound financial condition. There is no credit given to sales of properties.

The following is an aged analysis of trade receivables, net of allowance for credit losses, as well as notes receivables presented based on the invoice dates at the end of the reporting period, which approximated the revenue recognition dates:

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Trade receivables		
0-30 days	117,300	184,216
31-60 days	34,564	41,753
61-90 days	20,237	15,293
91-180 days	26,625	14,893
Over 180 days	34,673	48,061
	233,399	304,216
Less: Accumulated for credit losses	(16,709)	(28,387)
	216,690	275,829
Notes receivables (<i>Note</i>)		
0-30 days	-	726
31-60 days	-	1,619
61-90 days	-	55
91-180 days	3,178	4,009
Over 180 days	220	224
	3,398	6,633
Trade and notes receivables	220,088	282,462

Note: Notes receivables represent the promissory notes issued by banks received from the customers.

INTERIM FINANCIAL STATEMENTS

12B. CONTRACT ASSETS

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Current:		
Sale of intelligent manufacturing products	4,462	11,076
Electronic manufacturing services	100	125
	4,562	11,201

The contract assets primarily related to the Group's right to consideration for work completed and not billed because the rights are conditioned on i) the completion of retention period at the reporting date on the sale of intelligent manufacturing products; and ii) the delivery of finished goods at the reporting date on the electronic manufacturing services. The contract assets are transferred to trade receivables when the rights become unconditional. The Group typically transfers contract assets to trade receivables within 12 months.

INTERIM FINANCIAL STATEMENTS

13. REVERSAL OF IMPAIRMENT LOSSES, NET OF IMPAIRMENT (IMPAIRMENT LOSSES UNDER EXPECTED CREDIT MODEL, NET OF REVERSAL)

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Impairment losses (reversed) recognized in respect of		
Entrusted loan receivables	–	26,287
Trade receivables	(1,267)	1,070
	(1,267)	27,357

The basis of determining the inputs and assumptions and the estimation techniques used in the consolidated financial statements 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.

14. INVENTORIES

	30 June	31 December
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(audited)
Raw materials	152,778	151,950
Work in progress	34,491	32,160
Finished goods	115,040	66,661
	302,309	250,771

INTERIM FINANCIAL STATEMENTS

15. TRADE AND NOTES PAYABLES

Trade and notes payables (other than for the construction of properties held for sale) principally comprise amounts outstanding for trade purchases. The normal credit period taken for trade purchases is 30-90 days.

Payables and accrued expenditure on construction of properties held for sale comprise construction costs and other project-related expenses which are payable based on project progress measured by the Group.

An aged analysis of the Group's trade and notes payables at the end of the reporting period presented based on the invoice dates for trade payables or dates of issuance for notes payables is as follows:

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Trade payables		
0-30 days	132,636	149,035
31-60 days	11,466	19,724
61-90 days	3,597	2,636
Over 90 days	70,487	47,858
	218,186	219,253
Notes payables		
0-30 days	–	5,069
91-180 days	25,160	–
Trade and notes payables	243,346	224,322



INTERIM FINANCIAL STATEMENTS

16. AMOUNTS DUE FROM NON-CONTROLLING SHAREHOLDERS OF SUBSIDIARIES

Amounts due from non-controlling shareholders of subsidiaries are unsecured, interest-free and repayable on demand.

17. BANK BORROWINGS

During the current period, the Group obtained new short-term borrowings with total amount of HK\$60,830,000 (six months ended 30 June 2019: HK\$107,326,000). The bank borrowings carry fixed interest rate at 3.9% per annum (six months ended 30 June 2019: variable interest rate at Loan Prime Rate plus a spread ranged from 3.9% to 7.6% per annum) and are repayable within one year. Pursuant to the loan agreements, the bank borrowings were secured by investment properties, property, plant and equipment, right-of-use assets and pledged bank deposits.

18. SHARE CAPITAL

	Number of shares '000	Share capital HK\$'000
Ordinary shares of HK\$0.1 each		
Authorised:		
At 1 January 2020 and 30 June 2020	3,000,000	300,000
Issued:		
At 1 January 2020	2,430,724	243,072
Shares repurchased and cancelled	(65,640)	(6,564)
At 30 June 2020	2,365,084	236,508

INTERIM FINANCIAL STATEMENTS

19. COMMITMENTS

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Expenditure in respect of investments in associates contracted for but not provided in the condensed consolidated financial statements	4,414	4,492

20. RELATED PARTY TRANSACTIONS

The remuneration of key management during the period was as follows:

	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Short term benefits	1,506	1,565
Post-employment benefits	66	68
	<u>1,572</u>	<u>1,633</u>

	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Intelligent manufacturing business income from an associate	3,717	-



INTERIM FINANCIAL STATEMENTS

	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)
Trade receivable from an associate	3,709	-

The trade receivable from an associate are unsecured, interest free with 90 days credit terms.

21. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

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 and financial liabilities 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 (i.e. as prices) or indirectly (i.e. 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 (unobservable inputs).

INTERIM FINANCIAL STATEMENTS

	Fair value as at		Fair value hierarchy	Valuation techniques and key input(s)
	30 June 2020 HK\$'000 (unaudited)	31 December 2019 HK\$'000 (audited)		
Financial assets:				
Equity instruments at fair value through other comprehensive income	648	669	Level 3	Market approach – in this approach, price to book value (PB multiple) adjusted with discount for lack of marketability was adopted for the valuation of the ownership of the investee base on PB multiple of a group of comparable companies in the market in the similar business.
Financial assets at fair value through profit or loss	5,712	22,512	Level 1	Quoted bid prices in an active market.

Fair value of the Group's financial assets and financial liabilities that are not measured at fair value on a recurring basis.

The management of the Group considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated statement of financial position approximate their fair values.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITION IN SHARES

At 30 June 2020, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Future Ordinance (CAP 571, Laws of Hong Kong) ("SFO")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), were as follows:

Long position in the shares of the Company

Name of director	Nature of interest	Total number of ordinary shares of the Company	Total	Approximate percentage of interest in the Company (note 3)
Mr Wong Cho Tung	Corporate interest (note 1)	1,209,084,000	1,209,084,000	51.12%
	Personal interest	3,098,000	3,098,000	0.13%
	Total		1,212,182,000	51.25%
Ms Yeung Man Ying	Corporate interest (note 2)	734,857,000	734,857,000	31.07%
	Personal interest	3,418,000	3,418,000	0.14%
	Total		738,275,000	31.21%
Mr Liu Jun	Personal interest	1,000,000	1,000,000	0.04%



OTHER INFORMATION

Notes:

1. Mr Wong Cho Tung ("Mr Wong") controls more than one-third of the voting power of Info Dynasty Group Limited ("Info Dynasty"). Mr Wong is therefore deemed to be interested in all the 734,857,000 shares held by Info Dynasty in the Company by virtue of Part XV of the SFO. Mr Wong is the sole director of Intellipower Investments Limited ("Intellipower") and Simcom Limited ("Simcom (BVI)") is wholly-owned by Mr Wong. Therefore, Mr Wong is deemed to be interested in all the 454,227,000 shares and 20,000,000 shares held by Intellipower and Simcom (BVI) respectively in the Company by virtue of Part XV of the SFO respectively.
2. Ms Yeung Man Ying ("Mrs Wong"), the spouse of Mr Wong, controls more than one-third of the voting power of Info Dynasty. Mrs Wong is therefore deemed to be interested in all the 734,857,000 shares held by Info Dynasty by virtue of Part XV of the SFO.
3. Calculation of percentage of interest in the Company is based on the issued share capital of 2,365,086,300 shares of the Company as at 30 June 2020.

As at 30 June 2020, save as disclosed above, none of the Directors, chief executives of the Company or their associates had any interests or short positions, whether beneficial or non-beneficial, in the shares, underlying shares or debentures of the Company or any of its associated corporations as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' OR OTHERS' INTERSETS IN THE SECURITIES OF THE COMPANY

As at 30 June 2020, the interests of the substantial Shareholders and other persons (other than Directors or chief executives of the Company) in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO were as follows:

Long position in the shares of the Company

Name of shareholder	Nature of interest	Total number of ordinary shares of the Company	Approximate percentage of interest in the Company (note 1)
Info Dynasty (note 2)	Personal interest	734,857,000	31.07%
Intellipower (note 3)	Personal interest	454,227,000	19.21%

Notes:

1. Calculation of percentage of interest in the Company is based on the issued share capital of 2,365,086,300 shares of the Company as at 30 June 2020.
2. The relationship between Info Dynasty and Mr Wong and the relationship between Info Dynasty and Mrs Wong is disclosed under the paragraph headed "Directors and Chief Executives' Interests and Short Position in Shares" above.
3. The relationship between Intellipower and Mr Wong is disclosed under the paragraph headed "Directors and Chief Executives' Interests and Short Position in Shares"

Save as disclosed above, as at 30 June 2020, no other substantial Shareholders or persons had any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under the section 336 of the SFO.

OTHER INFORMATION

SHARE OPTIONS

The Company has granted share options under its share option scheme adopted in accordance with Chapter 17 of the Listing Rules. Details of outstanding share options and the movements during 1H-2020 are as follows:

Category of participants	Date of grant	Outstanding at 1 January 2020	Exercised during the period	Lapsed/ expired during the period	Outstanding at 30 June 2020
Employees of the Group	19.7.2013	12,600,000	-	(2,700,000)	9,900,000
Consultants	19.7.2013	45,400,000	-	-	45,400,000
Total		58,000,000	-	(2,700,000)	55,300,000

Notes:

1. In relation to each grantee of options granted on 19 July 2013, 25% of options will vest in each of the four years from 15 April 2014. The exercise price per share is HK\$0.346 and the exercise period is 15 April 2014 to 18 July 2023.
2. There was no share options granted during 1H-2020.

Save as disclosed above, at no time during 1H-2020 was the Company or any of its subsidiaries a party to any arrangements that would enable the Directors or the chief executive of the Company to acquire benefits by means of acquisition of shares in, or debt securities (including debentures) of, the Company or any other body corporate and save as disclosed in this report, none of the Directors, the chief executive, their spouses or children under the age of 18, had any right to subscribe for securities of the Company, or had exercised any such right during 1H-2020.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During 1H-2020, the Company repurchased 65,638,000 shares of the Company on the Stock Exchange and the shares repurchased were cancelled subsequently. Details of the repurchase are as follows:

Month of repurchase	Number of shares repurchased '000	Price per share		Aggregate price paid (inclusive of related expenses) HK\$'000
		Highest HK\$	Lowest HK\$	
January 2020	8,794	0.285	0.265	2,455
April 2020	8,338	0.249	0.198	1,778
May 2020	28,506	0.265	0.248	7,398
June 2020	20,000	0.265	0.249	5,197
	<u>65,638</u>			<u>16,828</u>

Other than the shares repurchased by the Company as disclosed above, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during 1H-2020.



OTHER INFORMATION

CORPORATE GOVERNANCE CODE

Save as mentioned below, the Company has complied with the code provisions laid down in the Corporate Governance Code ("Corporate Governance Code") as set out in Appendix 14 to the Listing Rules for 1H-2020.

In respect of code provisions A.5.1 to A.5.4 of the Corporate Governance Code, the Company does not have a nomination committee. At present, the Company does not consider it necessary to have a nomination committee as the full Board is responsible for reviewing the structure, size and composition of the Board and the appointment of new Directors from time to time to ensure that it has a balanced composition of skills and experience appropriate for the requirements of the businesses of the Company, and the Board as a whole is also responsible for assessing the independence of the independent nonexecutive Directors and reviewing the succession plan for the Directors, in particular the chairman of the Board.

According to the code provision E.1.2 of the Corporate Governance Code, the chairman of the Board shall attend the annual general meeting of the Company and arrange for the chairmen of the audit, remuneration and nomination committees (as appropriate) or in the absence of the chairman of such committees, another member of the committee or failing this his duly appointed delegate, to be available to answer questions at the annual general meeting.

At the annual general meeting of the Company held on 16 June 2020 ("2020 AGM"), Ms Yeung Man Ying, the chairman of the Board, was unable to attend due to an unexpected business engagement. Mr Liu Jun, an executive Director and the chief executive officer of the Group, chaired the 2020 AGM on behalf of the chairman of the Board pursuant to the bye-laws of the Company and was available to answer questions. Mr Liu Hing Hung, an independent non-executive Director and the chairman of the remuneration committee of the Board and the audit committee of the Board ("Audit Committee"), was also available at the 2020 AGM to answer questions from Shareholders.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as its own code for securities transactions. All Directors have confirmed, following specific enquiry by the Company with all Directors, that each of them has fully complied with the required standard as set out in the Model Code during 1H-2020.

AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practice adopted by the Group and reviewed the unaudited condensed consolidated interim financial information of the Group for 1H-2020. In addition, the unaudited condensed consolidated interim financial information of the Group for 1H-2020 have been reviewed by our auditor, Messrs. Deloitte Touche Tohmatsu. The Audit Committee comprises all three independent non-executive Directors.



CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Ms YEUNG Man Ying (*Chairman*)

Mr WONG Cho Tung (*President*)

Ms TANG Rongrong

(resigned as Executive Director with effect from 10 September 2020)

Mr LIU Jun (*Chief executive officer*)

Independent non-executive Directors

Mr LIU Hing Hung

Mr WANG Tianmiao

Mr WU Zhe

AUDIT COMMITTEE

Mr LIU Hing Hung (*Chairman*)

Mr WANG Tianmiao

Mr WU Zhe

REMUNERATION COMMITTEE

Mr LIU Hing Hung (*Chairman*)

Mr WANG Tianmiao

Mr WU Zhe

Mr WONG Cho Tung

COMPANY SECRETARY

Ms CHAN Chi Yin

AUDITORS

Deloitte Touche Tohmatsu

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Bank of Communications

Shanghai Pudong Development Bank

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STOCK CODE

2000

簡明綜合財務報表審閱報告
致晨訊科技集團有限公司董事會

緒言

我們已審閱載於第14至第46頁之晨訊科技集團有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）之簡明綜合財務報表，包括於二零二零年六月三十日之簡明綜合財務狀況表及截至該日止六個月期間有關簡明綜合損益表、損益及其他全面收益表、權益變動表及現金流量表以及若干解釋性附註。香港聯合交易所有限公司證券上市規則規定，必須按照其相關條文及國際會計準則委員會頒佈之國際會計準則第34號「中期財務報告」（「國際會計準則第34號」）之規定，就中期財務資料編製報告。根據國際會計準則第34號，貴公司董事有責任編製及呈報此等簡明綜合財務報表。我們之責任是根據審閱工作，對此等簡明綜合財務報表作出結論，並按照雙方協定之委聘條款，僅向閣下（作為一個團體）呈報，除此以外，我們之報告不可作其他用途。我們概不會就本報告之內容對任何其他人士負責或承擔任何責任。

審閱範圍

我們已根據國際審核與鑒證準則理事會頒佈之國際審閱委聘準則第2410號「由實體獨立核數師審閱中期財務資料」進行審閱。此等簡明綜合財務報表之審閱工作主要包括向負責財務及會計事宜之人員作出查詢，並進行分析及其他審閱程序。由於審閱之範圍遠較按照國際審核準則進行審核之範圍為小，故我們不能保證將注意到在審核中可能會被發現之所有重大事項。因此我們不會發表任何審核意見。

結論

根據我們之審閱工作，我們並無發現有任何事項導致我們相信簡明綜合財務報表在各重大方面未有按照國際會計準則第34號編製。

德勤·關黃陳方會計師行

執業會計師

香港

二零二零年八月二十五日



sim

SIM Technology

晨訊科技集團有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：2000)

2020
中期報告

* 僅供識別



主席報告書

本人謹代表晨訊科技集團有限公司(「本公司」)董事(「董事」)會(「董事會」)提呈本公司及其附屬公司(統稱「本集團」)截至二零二零年六月三十日止六個月(「二零二零年上半年」)之中期業績報告。

業務回顧

二零二零年上半年，新冠疫情在全球範圍內肆虐，不斷惡化的中美關係更加劇世界政治經濟的動盪，本集團經歷了成立以來最為艱難的時間。本集團於二零二零年第一季度因為疫情的原因無法復工，業務基本停滯，但費用花銷等仍持續支出，致使二零二零年一月及二月的報表錄得巨額虧損。然而，由於之前存有大批積壓的訂單，二零二零年第二季度的銷售額逐月上升，三月開始銷售收入逐步好轉。雖然本集團於二零二零年第二季度五月至六月份主要業務板塊實現當月盈利，仍無法完全抵消二零二零年第一季度的巨額虧損，令上半年的整體業績仍錄得虧損，各板塊業績相比去年同期均有所下滑。

手機及物聯網終端業務

本業務二零二零年上半年實現銷售收入244,900,000港元，較去年同期減少14.6%，毛利額24,500,000港元，較去年增加160.4%，毛利率10.0%，較去年同期增加6.7百分點，回復到毛利率正常水平；而去年同期毛利率偏低，因為去年有幾個項目被撤銷，有關研發資本化費用及時進行了撇賬所致。今年四月份開始，隨著社會正常秩序和供應鏈大部分恢復，積壓的訂單加快出貨速度，二零二零年第二季度的銷售額與二零二零年一季度相比和與去年同期相比都顯著增長。

展望下半年，中美之間關係進一步惡化和新冠疫情發展的不確定性，已經對終端板塊的業務造成了不良影響。海外客戶新訂單明顯少於預期，除了因為疫情而加單的個別產品外，二零二零年七月份起大部分項目的出貨已經有所放緩，下半年的經營情況存在較大的不確定性。

為應付前所未有的外部經營環境的重大挑戰，集團層面採取了一系列的開源、節流、增效等措施，本業務板塊也根據實際情況，針對手機和物聯網終端業務客戶的需要調整了市場和產品戰略。首先，本集團加大了自訂自主產品的投入力度，根據市場和客戶群調研，選擇數據類和可穿戴類產品作為重點，集中研發資源，完成各種參考設計和樣機，然後積極主動向多個潛在客戶推廣。此舉不但降低客戶的投入風險，更縮短客戶產品上市的週期，希望對下半年的出貨有正面的效果。另外針對國外市場放緩的現況，銷售端抓住國內新基建的市場機會，積極開拓國內市場和客戶，項目有望在二零二一年陸續落實。

外部經濟環境和疫情的惡化，給終端板塊下半年和明年帶來不少的經營困難。本板塊會根據實際情況，在堅持既定戰略的前提下，調整產品和市場方向，力爭克服種種不利因素造成的影響，確保完成既定的年度經營目標。



主席報告書

電子製造服務供應商業務

電子製造服務供應商業務(EMS)二零二零年上半年實現銷售收入34,500,000港元，較上年同期減少32.5%，毛利額1,500,000港元，較上年同期減少29.3%。銷售收入大幅下降源於受疫情影響，本集團於中國的三地工廠都無法及時復工復產，二零二零年首季度的產能有兩個月處於放空狀態。同時，現有客戶本身的市場也隨著嚴峻的外部經營環境有所放緩，導致本業務整體表現不及預期。

未來，本集團為EMS業務的整體戰略不會改變，維持與現有EMS客戶的良好合作同時開拓更多的新客戶與新的加工產品類別。繼續加大在生產環節中自動化和智能化的投入，進一步降低人力成本，提高產品質量控制水平。此外，本集團通過新建生產基地及將組裝和包裝工序外遷的舉措，達到降低人力成本的目的。未來，本集團堅持積極為客戶提供更優質服務，同時努力控制成本，增強競爭力。

物聯網系統及運營業務

本集團仍將繼續縮減自動販賣機平台線上線下(O2O)其中的線下業務，逐步將業務重心轉移，聚焦於除了自動售賣機以外更有前途的物聯網系統平台O2O業務。在車聯網的業務上，本集團已取得一定階段性進展。未來，本集團將繼續將物聯網系統業務與終端板塊的結合，為客戶提供「雲+端」的一站式解決方案。

智能製造業務

智能製造業務二零二零年上半年實現銷售收入36,700,000港元，較去年同期減少20.9%，毛利額10,900,000港元，較去年同期減少24.3%。毛利率較去年同期小幅下降。因外部市場因素及疫情的影響，二零二零年第一季度國內製造業大面積停工停產，客戶短暫停止購買智能設備以及部分延後。上游供應鏈企業復工率不高，智能裝備設備行業的關鍵物料缺貨或價格上升，導致本集團的採購成本增加，從而拉低了本業務的毛利率水平。

雖然今年外部經營環境異常艱難，本業務的業績表現未如理想，但本集團始終堅持為客戶帶來價值，堅持與客戶一起共贏的經營理念。上半年本集團專注於深耕自己擅長的領域和行業，並加大了對智能裝備新產品手機玻璃蓋板行業的自動光學檢測(AOI)以及印刷電路板(PCB)行業的音視頻交替(AVI)檢測設備的研發和市場的投入，取得了階段性的成果。新冠疫情期間為了滿足客戶需求，克服困難，為客戶及時提供了各種產品、解決方案及服務，獲得客戶的認可和支援，為疫情復工後訂單需求奠定了基礎。

伴隨全面復工復產以及消費電子行業開始進入年中旺季，製造企業面臨招聘、管理及人力成本高等困難，人力成本高等問題，這些因素會加深客戶對智能製造裝備投入的決心，為本業務帶來新的市場機會。同時，本集團在過去兩年開發的兩個新產品：手機玻璃蓋板行業的AOI以及PCB行業的AVI檢測設備將在二零二零年下半年試探性投入市場，本集團對後續智能製造業務仍可期待。



主席報告書

物業發展

截至二零二零年六月三十日，位於中國瀋陽的「晨興·翰林水郡」項目，四期共有1,842個住宅單位，其中已出售了共1,839個住宅單位。

截至二零二零年六月三十日，位於中國泰州的「七里香溪」項目，二期共完成748個住宅單位、9個商鋪及22個商業單位，其中748個住宅單位、7個商鋪及22個商業單位已出售及交付給買家。

大部分上述物業已於二零一八年上半年出售及交付給買家，剩餘少量物業於二零二零年上半年出售及交付，導致銷售額大幅下降至1,100,000港元(二零一九年：5,600,000港元)，毛利率為-25.7%(二零一九年：23.9%)。

物業租賃管理

截至二零二零年六月三十日，物業租賃管理的收入主要來自於出租上海晨訊科技大樓A，B棟，位於上海及瀋陽的工廠單位及位於瀋陽的商用物業。出租單位總面積約為55,000平方米。為了令公司的資源帶來更大的效益，集團將持續出租一些已騰出的大樓或廠房用於發展物業租賃管理業務。

二零二零年上半年物業租賃管理的收入為18,400,000港元(二零一九年：21,000,000港元)，毛利率為95.9%(二零一九年：94.5%)。

展望

我們面對的是百年未遇的重大變局，特別是中美貿易戰和新冠病毒，無不對本集團乃至所處行業產生了眾多不利的影響。由於疫情在海外未能有效控制，市場遲遲未恢復，因此本集團無法開拓新的海外客戶，現有客戶的新項目也未能如期落地。

本集團下階段的經營策略，以國內大循環為主，將國內市場客戶作為主攻方向，盡力爭取國內大項目的生意機會。結合疫情的影響，發展本地循環，深耕上海、北京、深圳和周邊地區的目標客戶，加大拓展力度。同時繼續爭取國外市場，實現國內國際雙循環，向現有客戶積極拓展新的項目機會。

本集團將始終堅持務實、穩中求進的方針，開源節流，果斷裁撤虧損業務，管控新項目投資。聚焦技術平台、目標行業、優質客戶和拳頭產品。在逆境中苦練內功、控制成本、提升效率，只要外部環境不再惡化，管理層希望來年可以扭虧為盈。

致謝

董事會感謝本集團之股東、客戶、供應商、往來銀行及專業顧問對本集團給予支持，本人並為本公司所有員工於本年度內盡忠職守作出貢獻致謝。

楊文瑛

主席

香港，二零二零年八月二十五日

管理層討論及分析

財務回顧

截至二零二零年上半年，本集團之收入為431,700,000港元(二零一九年：517,200,000港元)，其中來自手機及物聯網終端、電子製造服務供應商業務、物聯網系統及運營業務及智能製造業務(統稱「主營業務」)之收入較二零一九年上半年(「二零一九年上半年」)減少16.0%至412,200,000港元(二零一九年：490,600,000港元)。二零二零年上半年，來自銷售住宅物業及物業租賃管理(統稱「非主營業務」)之收入減少26.7%至19,500,000港元(二零一九年：26,600,000港元)。

本集團二零二零年上半年主營業務的毛利比上年同期上升36.4%至43,800,000港元(二零一九年：32,100,000港元)，主營業務之毛利率上升至10.6%(二零一九年：6.6%)。二零二零年上半年本集團整體毛利率上升至14.2%(二零一九年：10.3%)。

在二零二零年上半年的收入減少下，本集團錄得本公司擁有人應佔虧損為47,000,000港元(二零一九年：92,800,000港元)，二零二零年上半年之每股基本虧損為1.9港仙(二零一九年：3.7港仙)。

核心業務的分類業績

	截至二零二零年 六月三十日止六個月			截至二零一九年 六月三十日止六個月		
	收入 百萬港元	毛利 百萬港元	毛利率 %	收入 百萬港元	毛利 百萬港元	毛利率 %
手機及物聯網終端業務	245	25	10.0	287	10	3.3
電子製造服務供應商業務	34	1	4.4	51	2	4.1
物聯網系統及運營業務	96	7	7.2	106	6	5.8
智能製造業務	37	11	29.6	46	14	31.0
總計	412	44	10.6	490	32	6.6

手機及物聯網終端業務

本集團於二零二零年第一季度因為疫情的原因無法復工，業務基本停滯，手機及物聯網終端業務二零二零年上半年的分類之收入較二零一九年上半年下降14.6%至244,900,000港元(二零一九年：286,800,000港元)。本分類之毛利率於二零二零年上半年上升至10.0%(二零一九年：3.3%)。今年的毛利率是正常水準，而二零一九年是偏低的。這是因為去年有幾個項目撤銷，研發資本化費用及時進行了撇賬。於二零二零年上半年，ODM業務收入佔本分類收入約90%(二零一九年：88%)。

電子製造服務供應商業務

由於受疫情影響，本集團於中國的三地工廠都無法及時復工復產，二零二零年首季度的產能有兩個月處於放空狀態。同時，現有客戶本身的市場也隨著嚴峻的外部經營環境有所放緩。因此二零二零年上半年，此業務的分類收入比去年同期減少32.5%至34,500,000港元，而毛利率則輕微上升至4.4%(二零一九年：4.1%)。

物聯網系統及運營業務

於二零二零年上半年，本集團繼續縮減自動販賣機平台線上線下(O2O)其中的線下業務，逐步將業務重心轉移並聚焦於除了自動售賣機以外的範疇。此分類上半年錄得96,100,000港元(二零一九年：106,200,000港元)的收入，毛利率輕微上升至7.2%(二零一九年：5.8%)。

智能製造業務

於二零二零年上半年，由於外部市場因素及疫情的影響，二零二零年第一季度國內製造業大面積停工停產，客戶短暫停止購買智能設備以及部分延後，本分類的收入減少至36,700,000港元(二零一九年：46,400,000港元)。同時，由於上游供應鏈企業復工率不高，智能裝備設備行業的關鍵物料缺貨或價格上升，導致本集團的

管理層討論及分析

採購成本增加，從而拉低了本業務的毛利率水平。二零二零年上半年毛利率輕微下降至29.6%（二零一九年：31.0%）。

流動資金、財務資源及資本結構

流動資金

於二零二零年六月三十日，本集團的銀行結餘及現金為561,100,000港元（二零一九年十二月三十一日：611,700,000港元），其中56.3%以美元持有，43.7%以人民幣持有，其餘則以港元持有；本集團的短期銀行存款為323,600,000港元（二零一九年十二月三十一日：296,400,000港元），其中79.5%以美元持有，20.5%以人民幣持有。於二零二零年六月三十日，本集團亦就其借貸抵押以人民幣計值的銀行存款為32,100,000港元（二零一九年十二月三十一日：31,200,000港元）。本集團擬以該等銀行結餘撥付本集團的營運資金及資本開支計劃所需的資金。本集團已抵押若干資產（包括投資物業、物業、廠房及設備，使用權資產及已抵押銀行存款），作為獲得銀行借貸之擔保。於二零二零年六月三十日，本集團之總銀行借貸為60,700,000港元（二零一九年十二月三十一日：77,900,000港元），全部以人民幣計值，該借貸全部以浮動利率計息及於一年內償還。

營運效率

本集團主營業務之存貨、應收貿易賬款及票據、應付貿易賬款及票據的週轉期呈列如下：

	二零二零年 六月三十日	二零一九年 十二月三十一日
	天	天
存貨週轉期	136	102
應收貿易賬款及票據週轉期	106	74
應付貿易賬款及票據週轉期	145	79

自二零二零年初爆發的新冠肺炎疫情已導致本集團二零二零年上半年的產品生產及交付延遲，因此，二零二零年上半年的存貨周轉期較二零一九年有所增加。

受到新冠疫情的影響，若干應收賬款的還款時間表已延遲。此外，部分信用期較長的應收賬款於二零二零年上半年佔比增加。因此，二零二零年上半年的應收賬款記賬期較二零一九年有所增加。

受到新冠疫情的影響，二零二零年上半年若干應付賬款的還款時間表已較二零一九年上半年延遲。因此，二零二零年上半年的應付貿易賬款及票據週轉期有所增加。

於二零二零年六月三十日，流動比率(按流動資產對流動負債計算)為3.0倍(二零一九年十二月三十一日：2.9倍)。

本集團認為存貨週轉期、應收貿易賬款及票據週轉期、及應付貿易賬款及票據週轉期有助本集團瞭解存貨變現能力的效率，銷售與現金周轉週期。透過審視週轉天數將可改善本集團的營運效率。流動比率可幫助本集團瞭解其短期及長期償債能力。

庫務政策

本集團採納審慎之庫務政策。本集團之盈餘資金主要存入聲譽良好之銀行作為定期及活期存款，以賺取利息收入。

本集團若干銷售及購買存貨以美元計值，另本集團若干應收貿易賬款、應付貿易賬款及銀行結餘以美元計值，本集團因此承受匯率波動的影響。於二零二零年上半年，本集團無使用任何金融工具作對沖用途，但在需要時會考慮簽訂不交割遠期外匯合約抵銷以美元計值的外匯風險。

管理層討論及分析

資本結構

截至二零二零年六月三十日，本公司已發行2,365,086,300股每股面值0.10港元之普通股。

於二零二零年上半年，概無發行本公司之股票。

現金流量表摘要

以下為本集團二零二零年上半年及二零一九年上半年的現金流量表摘要：

	二零二零年 上半年 百萬港元	二零一九年 上半年 百萬港元
來自經營活動之現金淨額	41.5	205.9
資本開支	(2.1)	(20.8)
開發成本	(39.1)	(63.1)
銀行借貸(減少)增加淨額	(15.9)	15.2
其他負債減少淨額	-	(30.1)
因一間附屬公司減少註冊資本(不會導致失去 控制權)支付附屬公司非控股權益之款項	-	(45.4)
出售按公平值計入損益賬之金融資產之所得款項	16.0	-
償還租賃負債	(4.8)	(3.3)
已付股息	-	(25.0)
支付利息	(0.7)	(0.4)
購回股份	(16.8)	(16.2)
其他	(0.6)	4.8
現金及現金等值項目(減少)增加淨額(包括 已抵押銀行存款及短期銀行存款)	(22.5)	21.6

負債比率

於二零二零年六月三十日，本集團之資產總值為2,761,700,000港元(二零一九年十二月三十一日：2,866,900,000港元)，銀行借貸為60,700,000港元(二零一九年十二月三十一日：77,900,000港元)。本集團之負債比率(按銀行借貸總額除以資產總值計算)為2.2%(二零一九年十二月三十一日：2.7%)。

本集團透過定期審視資本負債比率，依據未來資金規劃需求，於股東回報及資金安全之間取得平衡，並且因應經營環境的變化調整資本結構。

僱員

於二零二零年六月三十日，本集團共有約1,610名(二零一九年十二月三十一日：1,760名)僱員。本集團為其所有香港僱員設立一項強制性公積金退休福利計劃，並根據中國適用法律及法規之規定向中國僱員提供福利。本集團設有全面的培訓系統，為僱員建立基於網絡的職業道路，包括職位及能力管理、技巧提升項目、各式培訓機會、僱員在線學習項目、內部提升機制、主要僱員發展項目、主要職位繼任計劃及領導力發展計劃。本集團亦根據僱員個別表現及本集團之表現向僱員提供酌情花紅及根據本公司之購股權計劃授予股權。

薪酬政策

本集團之僱員薪酬政策由人力資源部釐定。本集團根據僱員之功績、資格及能力而提供薪酬待遇。

董事及高級管理層之酬金會由董事會薪酬委員會參考本集團經營業績、董事及高級管理層所承擔之責任及可作比較之市場統計數據後進行審閱。



管理層討論及分析

本公司已採納一項購股權計劃主要目的為鼓勵計劃所述包括本集團執行董事及僱員在內的合資格人士於日後為本集團帶來最大貢獻，並回報彼等所作出的努力。

未來重大投資計劃

誠如本公司日期為二零一八年一月十八日的通函所述，本集團擬將出售事項的部分所得款項淨額用作就本集團位於中國東莞的營運中心購買土地及其相關建造成本。

除上文所披露者外，於二零二零年上半年本集團並無任何重大投資或資本資產計劃。

重大收購及出售附屬公司及聯營公司

於二零二零年上半年，本集團並無任何重大收購或出售附屬或聯營公司。

重大投資

於二零二零年六月三十日，本集團並無任何重大投資。

或然負債

於二零二零年六月三十日，本集團並無任何重大或然負債。

於報告期後事項

自二零二零年上半年末起，概無發生重大事項。

中期財務報表

簡明綜合損益表

截至二零二零年六月三十日止六個月

	附註	截至六月三十日止六個月	
		二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
收入	3	431,739	517,177
銷售及服務成本		(370,615)	(463,875)
毛利		61,124	53,302
其他收入	5	19,721	14,679
撥回減值虧損，扣除減值(預期信貸 虧損模式下之減值虧損，扣除撥回)	13	1,267	(27,357)
其他收益及虧損	5	(19,214)	3,678
研究及開發費用		(40,852)	(48,836)
銷售及分銷成本		(18,400)	(36,836)
行政開支		(47,594)	(49,971)
分佔聯營公司業績		(223)	(1,039)
融資成本		(1,389)	(640)
除稅前虧損		(45,560)	(93,020)
稅項	6	2,667	3,192
本期虧損	7	(42,893)	(89,828)
下列各項應佔本期虧損：			
本公司擁有人		(46,990)	(92,789)
非控股權益		4,097	2,961
		(42,893)	(89,828)
每股虧損(港仙)	9		
基本		(1.9)	(3.7)
攤薄		(1.9)	(3.7)

中期財務報表

簡明綜合損益及其他全面收益表 截至二零二零年六月三十日止六個月

	附註	截至六月三十日止六個月	
		二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
本期虧損	7	(42,893)	(89,828)
本期其他全面開支：			
其後將不可重新分類至本期損益之項目：			
將使用權資產以及物業、廠房及設備轉撥至按公平值入賬之投資物業之盈餘		2,495	23,146
投資於按公平值計入其他全面收益的股本工具之公平值(虧損)盈餘		(10)	3,607
與不可重新分類至損益的項目有關之遞延稅項		(621)	(6,689)
換算至呈列貨幣產生之匯兌差額		(21,261)	4,070
本期其他全面(開支)收益		(19,397)	24,134
本期全面開支總額		(62,290)	(65,694)
下列各項應佔全面(開支)收益總額：			
本公司擁有人		(66,099)	(68,242)
非控股權益		3,809	2,548
		(62,290)	(65,694)

中期財務報表

簡明綜合財務狀況表

於二零二零年六月三十日

	附註	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
非流動資產			
投資物業	10	593,756	608,388
物業、廠房及設備	10	241,816	267,712
使用權資產	10	72,659	55,098
無形資產	10	111,982	116,704
遞延稅項資產	11	43,425	44,092
應收融資租賃		185	188
於聯營公司之權益	10	6,424	6,647
按公平值計入其他全面收益 (「按公平值計入其他 全面收益」)之股本工具	21	648	669
其他應收款項		7,283	7,412
應收代價		3,311	4,043
		1,081,489	1,110,953
流動資產			
存貨	14	302,309	250,771
應收融資租賃		165	169
持作銷售物業		10,751	12,711
應收貿易賬款及票據	12A	220,088	282,462
合約資產	12B	4,562	11,201
其他應收賬款、按金及預付款項		218,150	230,478
應收附屬公司非控股股東款項	16	-	4,496
應收代價		1,689	1,857
按公平值計入損益賬之金融資產	21	5,712	22,512
已抵押銀行存款		32,134	31,226
短期銀行存款		323,633	296,380
銀行結餘及現金		561,059	611,714
		1,680,252	1,755,977

中期財務報表

	附註	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
流動負債			
應付貿易賬款及票據	15	243,346	224,322
合約負債		172,888	202,255
其他應付賬款、已收按金及應計款項		38,523	54,273
銀行借貸	17	60,693	77,936
租賃負債		8,536	6,319
應付稅項		38,475	40,224
		562,461	605,329
流動資產淨值		1,117,791	1,150,648
總資產減流動負債		2,199,280	2,261,601
資本及儲備			
股本	18	236,508	243,072
儲備		1,772,906	1,849,269
本公司擁有人應佔權益		2,009,414	2,092,341
非控股權益		22,139	18,330
權益總額		2,031,553	2,110,671
非流動負債			
租賃負債		21,241	2,865
遞延稅項負債	11	109,042	112,413
遞延收入		37,444	35,652
		167,727	150,930
		2,199,280	2,261,601

中期財務報表

簡明綜合權益變動表

截至二零二零年六月三十日止六個月

	本公司擁有人應佔										非控股權益 千港元	合計 千港元	
	股本 千港元	股份溢價 千港元	法定盈餘儲備 千港元 (附註a)	其他儲備 千港元 (附註b)	購股權儲備 千港元	物業重估儲備 千港元	資產重估儲備 千港元	資本贖回儲備 千港元	換算儲備 千港元	累計溢利 千港元			合計 千港元
於二零一九年一月一日 (經審核)	252,025	824,207	53,123	95,282	19,231	139,557	17,184	6,212	132,799	619,414	2,159,034	63,405	2,222,439
本期(虧損)盈利	-	-	-	-	-	-	-	-	-	(92,789)	(92,789)	2,961	(89,828)
本期間其他全面收益(開支)	-	-	-	-	-	17,359	2,705	-	4,483	-	24,547	(413)	24,134
本期間其他全面收益(開支)總額	-	-	-	-	-	17,359	2,705	-	4,483	(92,789)	(68,242)	2,548	(65,694)
購股權失效	-	-	-	-	(190)	-	-	-	-	190	-	-	-
出售部份按公平值計入其他全面收益之股本工具之收益	-	-	-	-	-	-	(9,322)	-	-	9,322	-	-	-
於一間非全資附屬公司減少註冊資本	-	-	-	-	-	-	-	-	-	-	-	(45,354)	(45,354)
轉撥至法定盈餘儲備	-	-	3,519	-	-	-	-	-	-	(3,519)	-	-	-
購回普通股	(6,193)	(13,673)	-	-	-	-	-	6,193	-	(6,193)	(19,866)	-	(19,866)
已付股息	-	-	-	-	-	-	-	-	-	(24,993)	(24,993)	-	(24,993)
向一間附屬公司非控股股東之股息支付	-	-	-	-	-	-	-	-	-	-	-	(142)	(142)
於二零一九年六月三十日 (未經審核)	245,832	810,534	56,642	95,282	19,041	156,916	10,567	12,405	137,282	501,432	2,045,933	20,457	2,066,390
於二零二零年一月一日 (經審核)	243,072	806,123	64,250	95,282	19,041	202,921	2,181	15,165	120,003	524,303	2,092,341	18,330	2,110,671
本期(虧損)盈利	-	-	-	-	-	-	-	-	-	(46,990)	(46,990)	4,097	(42,893)
本期間其他全面收益(開支)	-	-	-	-	-	1,871	(7)	-	(20,973)	-	(19,109)	(288)	(19,397)
本期間其他全面收益(開支)總額	-	-	-	-	-	1,871	(7)	-	(20,973)	(46,990)	(66,099)	3,809	(62,290)
購股權失效	-	-	-	-	(486)	-	-	-	-	486	-	-	-
轉撥至法定盈餘儲備	-	-	1,129	-	-	-	-	-	-	(1,129)	-	-	-
購回普通股	(6,564)	(10,264)	-	-	-	-	-	6,564	-	(6,564)	(16,828)	-	(16,828)
於二零二零年六月三十日 (未經審核)	236,508	795,859	65,379	95,282	18,555	204,792	2,174	21,729	99,030	470,106	2,009,414	22,139	2,031,553



中期財務報表

附註：

- (a) 誠如中華人民共和國(「中國」)法律及法規之規定，於中國成立之附屬公司每年須於派發淨盈利之前撥出其稅後淨盈利10%作為法定盈餘儲備金(儲備達致附屬公司註冊資本50%情況下除外)。該等儲備金僅可用於抵銷累計虧損或增加資本，惟須獲得相關附屬公司董事會及相關主管機構之批准。
- (b) 其他儲備來自為籌備本公司股份於香港聯合交易所有限公司(「聯交所」)主板上市而進行的重組及收購附屬公司額外權益後所付代價與相關非控股權益之間的差額。

簡明綜合現金流量表

截至二零二零年六月三十日止六個月

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
經營活動		
營運資金變動前之經營現金流量	26,794	31,726
持作銷售物業減少	1,743	3,907
合約負債(減少)增加	(25,914)	38,753
營運資金之其他變動	33,210	126,448
來自經營之現金	35,833	200,834
已收利息	6,311	3,680
(已付)退回稅項	(617)	1,378
來自經營活動之現金淨額	41,527	205,892
投資活動		
出售按公平值計入損益賬之金融資產 之所得款項	16,038	-
購買按公平值計入其他全面收益 之股本工具	-	(945)
出售按公平值計入其他全面收益 之股本工具之所得款項	-	28,320
購買物業、廠房及設備	(2,056)	(20,753)
出售物業、廠房及設備之所得款項	238	311
已付無形資產支出	(39,053)	(63,112)
於聯營公司之投資	-	(4,576)
收購一間附屬公司之現金支出淨額	-	(18,412)
收取應收代價	664	-
存入已抵押銀行存款	(33,238)	(21,620)
提取已抵押銀行存款	31,784	58,644
存入短期銀行存款	(323,783)	-
提取短期銀行存款	294,680	-
用於投資活動之現金淨額	(54,726)	(42,143)

中期財務報表

	截至六月三十日止六個月	
	二零二零年	二零一九年
	千港元	千港元
	(未經審核)	(未經審核)
融資活動		
新造銀行借貸	60,830	107,326
償還銀行借貸	(76,756)	(92,081)
其他負債的減少	-	(30,082)
已付利息	(733)	(397)
股息支付	-	(24,993)
向一間附屬公司非控股股東之股息支付	-	(142)
因一間附屬公司減少註冊資本(不會導致失去控制權) 支付附屬公司非控股權益之款項	-	(45,354)
償還租賃負債	(4,809)	(3,260)
購回股份	(16,828)	(16,195)
用於融資活動之現金淨額	(38,296)	(105,178)
現金及現金等值項目(減少)增加淨額	(51,495)	58,571
期初現金及現金等值項目	611,714	647,776
匯率變動之影響	840	(501)
期終現金及現金等值項目， 即銀行結餘及現金	561,059	705,846

簡明綜合財務報表附註

截至二零二零年六月三十日止六個月

1. 一般資料及編製基準

本公司乃根據百慕達一九八一年公司法(經修訂)於百慕達註冊成立為獲豁免有限公司。

本公司為一間投資控股公司。其附屬公司之主要業務為進行手機和物聯網終端業務，電子製造服務供應商業務，物聯網系統及運營業務、智能製造業務，以及在中國從事物業發展及物業租賃管理。

本公司之功能貨幣為人民幣(「人民幣」)。本簡明綜合財務報表以港元(「港元」)呈列，乃因董事認為作為一間香港聯合交易所有限公司(「聯交所」)的上市公司和方便股東，財務報表以港元呈列更為恰當。

本集團之簡明綜合財務報表已根據國際會計準則委員會(「國際會計準則委員會」)頒佈之國際會計準則(「國際會計準則」)第34號「中期財務報告」以及聯交所證券上市規則附錄十六之適用披露規定編製。

1A. 於本中期期間的重大事項及交易

COVID-19的爆發及隨後的隔離措施以及許多國家實施的旅行限制已經對全球經濟、營商環境產生負面影響，並直接和間接影響本集團的營運。由於中國有關當局實施強制性政府檢疫措施，本集團從二零二零年一月至二零二零年二月暫停手機及物聯網終端業務、EMS業務以及智能製造業務的製造活動。



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COVID-19的爆發不僅威脅到許多行業及業務的運營，亦對中國的經濟發展產生不利影響。面對中國經濟增長放緩的局勢，於關閉期間，收益及產量下降以及發貨推遲。

另一方面，中國政府已宣佈推出部分金融措施，並支持企業克服大流行帶來的負面影響。於二零二零年一月三十日，人力資源和社會保障部頒佈關於預防和遏制COVID-19傳播期間中國社會保險繳款管理的公告，決定自二零二零年二月至二零二零年十二月的特定時期內減少或免除僱主的社會保險繳款義務，以減輕企業於此困難時期的負擔。於二零二零年三月至六月免除合共約13,876,000港元的退休福利成本。

此外，於本中期期間，其中國附屬公司從中國地方政府收到192,000港元的補貼，作為對本集團的財務支援，這已於本中期期間確認為其他收入。

2. 主要會計政策

除投資物業及若干金融工具按各報告期末之公平值計算外，簡明綜合財務報表以歷史成本基準編製。

除因應用新的和修訂國際財務報告準則（「國際財務報告準則」）而導致的會計政策變更外，截至二零二零年六月三十日止六個月之簡明綜合財務報表中採納之會計政策及計算方法與本集團編製截至二零一九年十二月三十一日止年度之年度財務報表所採納者相同。

應用新訂國際財務報告準則及其修訂

於本中期期間，本集團已就編製本集團之簡明綜合財務報表，首次應用以下由國際會計準則委員會（「國際會計準則委員會」）頒佈於二零二零年一月一日或之後開始之年度期間強制生效之國際財務報告準則之若干修訂：

國際會計準則第1號及國際會計準則第8號之修訂	重大之定義
國際財務報告準則第3號之修訂	業務之定義
國際財務報告準則第9號、國際會計準則第39號及國際財務報告準則第7號之修訂	利率基準改革

除下文所述者外，於本期間應用新訂國際財務報告準則及其修訂對本集團於本期間及過往期間之表現及財務狀況及／或簡明綜合財務報表內所載之披露並無重大影響。

2.1 應用國際會計準則第1號及國際會計準則第8號「重大之定義」之修訂的影響

該等修訂對重大提供新的定義，「倘資料被省略、錯誤陳述或遮掩可合理預期對一般用途的財務報表之主要使用者基於該等財務報表作出的決定造成影響，而該等財務報表提供有關特定申報實體的財務資料，則有關資料屬重大。」該等修訂亦釐清，是否重大取決於資料（個別或與其他資料合併計算）就財務報表整體而言的性質或重要性。

於本期間應用該等修訂對簡明綜合財務報表並無影響。應用該等修訂對呈列及披露造成的變動（如有）將反映於截至二零二零年十二月三十一日止年度的綜合財務報表。

2.2 應用國際財務報告準則第3號「業務之定義」之修訂的影響及有關會計政策

2.2.1 會計政策

企業合併或資產收購

營運集中度測試

自二零二零年一月一日起，本集團可選擇按逐項交易應用選擇性之集中度測試，准許簡單地評估所收購之一組活動及資產是否屬於一項業務。倘所規定的總資產絕大部份公平值均集中於單一可識別資產或一組類近的可識別資產，則符合集中度測試。接受評估的總資產不包括現金及現金等值項目、遞延稅項資產及遞延稅項負債影響產生的商譽。倘符合集中度測試，則釐定該組活動及資產並非一項業務，亦無需作進一步評估。

2.2.2 過渡及摘要影響

該等修訂對本集團的簡明綜合財務報表並無影響。

3. 收入

與客戶合同的收入分解

截至二零二零年六月三十日止六個月(未經審核)

	手機及 物聯網 終端業務 千港元	電子 製造服務 供應商業務 千港元	物聯網 系統及 運營業務 千港元	智能製造 業務 千港元	物業發展 千港元	物業租賃 管理 千港元
商品或服務類型						
銷售手機及物聯網終端	244,933	-	-	-	-	-
電子製造服務供應商	-	34,525	-	-	-	-
向售賣機客戶及特許經營銷售貨品	-	-	81,268	-	-	-
提供代理服務	-	-	14,814	-	-	-
銷售智能製造產品	-	-	-	36,691	-	-
銷售物業	-	-	-	-	1,146	-
物業租賃管理	-	-	-	-	-	18,362
總計	244,933	34,525	96,082	36,691	1,146	18,362
與客戶合同的收入 及收入確認時間						
某一時間點	244,933	-	96,082	36,691	1,146	不適用
隨時間	-	34,525	-	-	-	不適用
總計	244,933	34,525	96,082	36,691	1,146	不適用

中期財務報表

截至二零一九年六月三十日止六個月(未經審核)

	手機及 物聯網 終端業務 千港元	電子 製造服務 供應商業務 千港元	物聯網 系統及 運營業務 千港元	智能製造 業務 千港元	物業發展 千港元	物業租賃 管理 千港元
商品或服務類型						
銷售手機及物聯網終端	286,753	-	-	-	-	-
電子製造服務供應商	-	51,170	-	-	-	-
向售賣機客戶及特許經營銷售貨品	-	-	97,247	-	-	-
設備融資租賃	-	-	78	-	-	-
提供代理服務	-	-	8,925	-	-	-
銷售智能製造產品	-	-	-	46,377	-	-
銷售物業	-	-	-	-	5,616	-
物業租賃管理	-	-	-	-	-	21,011
總計	286,753	51,170	106,250	46,377	5,616	21,011
與客戶合同的收入 及收入確認時間						
某一時間點	286,753	-	106,172	46,377	5,616	不適用
隨時間	-	51,170	-	-	-	不適用
總計	286,753	51,170	106,172	46,377	5,616	不適用

地區市場

本集團收入主要來自及位於中國，即本集團實體產生收入之所在國。無呈列進一步分析。

4. 分類資料

分類資料按主要營運決策者(即本公司執行董事)定期審閱有關本集團構成部分之內部報告而呈列，以分配資源予分類及評估其表現。

截至二零二零年六月三十日止六個月期間，本集團已分有六個(二零一九年六月三十日止六個月：六個)可呈報及營運分類，即手機及物聯網終端業務、電子製造服務供應商業務、物聯網系統及運營業務、智能製造業務、物業發展及物業租賃管理。

下表載列本集團按可呈報及營運分類劃分的收入及業績分析：

截至二零二零年六月三十日止六個月(未經審核)

	手機及 物聯網 終端業務 千港元	電子 製造服務 供應商業務 千港元	物聯網 系統及 運營業務 千港元 (附註)	智能 製造業務 千港元	物業發展 千港元	物業 租賃管理 千港元	綜合 千港元
收入							
對外銷售	244,933	34,525	96,082	36,691	1,146	18,362	431,739
分類(虧損)溢利	(22,324)	255	(4,865)	(4,174)	(998)	(1,600)	(33,706)
其他收入及其他收益							
及虧損							(5,369)
分佔聯營公司業績							(223)
公司開支							(4,873)
融資成本							(1,389)
除稅前虧損							(45,560)

中期財務報表

截至二零一九年六月三十日止六個月(未經審核)

	手機及 物聯網 終端業務 千港元	電子 製造服務 供應商業務 千港元	物聯網 系統及 運營業務 千港元 (附註)	智能 製造業務 千港元	物業發展 千港元	物業 租賃管理 千港元	綜合 千港元
收入							
對外銷售	286,753	51,170	106,250	46,377	5,616	21,011	517,177
分類(虧損)溢利	(59,689)	491	(8,121)	(5,584)	(2,646)	10,953	(64,596)
其他收入及其他收益 及虧損							(20,177)
分佔聯營公司業績							(1,039)
公司開支							(6,568)
融資成本							(640)
除稅前虧損							(93,020)

附註：於兩期間，物聯網系統及運營業務仍處於發展階段。該分類的收入指設備融資租賃服務及向售賣機客戶及特許經營商銷售貨品，以及提供採購代理服務所產生的收入。

分類業績代表每一分類在未分配利息收入、未分配匯兌虧損、按公平值計入損益賬之金融資產之淨收益或虧損、撤銷應收附屬公司非控股股東款項及其他應收款項、分佔聯營公司業績、若干其他收入、公司開支、融資成本及稅項的情況下的財務業績。

中期財務報表

下表載列本集團按可呈報及營運分類劃分的資產及負債分析：

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
分類資產		
手機及物聯網終端業務	653,041	657,760
電子製造服務供應商業務	146,475	174,595
物聯網系統及運營業務	108,177	108,110
智能製造業務	162,669	174,523
物業發展	15,821	17,634
物業租賃管理	611,974	631,693
分類資產總額	1,698,157	1,764,315
未分配資產	1,063,584	1,102,615
總資產	2,761,741	2,866,930
分類負債		
手機及物聯網終端業務	372,878	368,890
電子製造服務供應商業務	66,940	39,717
物聯網系統及運營業務	17,714	17,022
智能製造業務	71,884	66,156
物業發展	6,646	9,791
物業租賃管理	7,026	7,026
分類負債總額	543,088	508,602
未分配負債	187,100	247,657
總負債	730,188	756,259

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為監控分類表現及在各分類間分配資源，除若干物業、廠房及設備、若干使用權資產、於聯營公司之權益、應收委託貸款、應收代價、應收附屬公司非控股股東款項、已抵押銀行存款、銀行結餘及現金、按公平值計入損益賬之金融資產、按公平值計入其他全面收益之金融資產、遞延稅項資產及若干其他應收賬款、按金及預付款項，所有資產均分配至可呈報及營運分類。營運分類共同使用的資產按各營運分類所賺取的收入分配。

為監控分類表現及在分類間分配資源，除若干租賃負債、若干其他應付款項、應計款項、應付稅項、銀行借貸及遞延稅項負債，所有負債在可呈報及營運分部之間作出分配。

5. 其他收入／其他收益及虧損

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
其他收入		
增值稅(「增值稅」)退稅(附註i)	1,904	2,010
政府項目收入(附註ii)	5,808	5,155
銀行結餘賺取之利息收入	11,296	7,226
其他	713	288
	19,721	14,679

中期財務報表

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
其他收益及虧損		
出售物業、廠房及設備之收益(虧損)	126	(885)
外匯虧損淨額	(8,585)	(6,069)
投資物業公平值變動	(8,924)	3,078
撤銷其他應收賬款	(1,896)	-
撤銷應收附屬公司非控股股東款項	(4,496)	-
按公平值計量且計入損益賬之		
金融資產產生的公平值(虧損)收益淨額	(762)	2,954
其他	5,323	4,600
	(19,214)	3,678

附註：

- (i) 希姆通信息技術(上海)有限公司(「上海希姆通」)及上海葩彌智能科技有限公司均從事分銷自行開發及生產之軟件，以及開發自動化檢測設備及軟件之業務。根據中國現行之稅務法規，在中國就銷售自行開發及生產之軟件以及開發自動化檢測軟件已繳付之增值稅可享有退稅。
- (ii) 截至二零二零年六月三十日止六個月，此金額包括於本期間收到之無條件政府項目收入4,344,000港元(截至二零一九年六月三十日止六個月：3,716,000港元)，乃為鼓勵本集團於中國的研發活動而授出。

於二零二零年六月三十日，一筆39,589,000港元(二零一九年十二月三十一日：41,495,000港元)的款項仍然未攤銷並已計入其他應付賬款(就即期部分而言)及遞延收入(就非即期部分而言)。

中期財務報表

6. 稅項

	截至六月三十日止六個月	
	二零二零年	二零一九年
	千港元	千港元
	(未經審核)	(未經審核)
稅項包括：		
中國企業所得稅	485	(3,865)
中國土地增值稅	(49)	(3,931)
過往年度中國土地增值稅超額撥備	-	8,761
遞延稅項計入	2,231	2,227
本期間稅項	<u>2,667</u>	<u>3,192</u>

由於本集團在香港並無產生應課稅溢利，於兩段期間均無作出香港利得稅撥備。

企業所得稅於計及相關稅務優惠後，按中國有關地區之現行稅率計算。上海希姆通、瀋陽晨訊希姆通科技有限公司、上海晨興希姆通電子科技有限公司及上海璣智自動化科技有限公司被評為「高新技術企業」，並有權採用15%的稅率。本集團附屬公司採用之企業所得稅相關年度稅率介乎15%至25%之間（截至二零一九年六月三十日止六個月：15%至25%）。

土地增值稅撥備乃根據中國有關的稅務法律和法規所載的規定估計作出，有關稅項就增值部分按漸進稅率30%至60%（截至二零一九年六月三十日止六個月：30%至60%）計算，並可作若干扣減。

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7. 本期虧損

	截至六月三十日止六個月	
	二零二零年	二零一九年
	千港元	千港元
	(未經審核)	(未經審核)
本期虧損已扣除：		
無形資產攤銷(計入銷售及服務成本)	41,756	59,532
減：已資本化之開發成本	(3,354)	(3,403)
減：已資本化的存貨	(38,402)	(56,129)
	-	-
無形資產減值虧損(計入銷售及服務成本)	-	21,072
物業、廠房及設備折舊	21,272	27,529
減：已資本化之開發成本	(1,365)	(2,284)
減：已資本化的存貨	(12,820)	(13,701)
	7,087	11,544
使用權資產折舊	6,221	4,550
員工成本，包括董事酬金	102,675	125,477
減：已資本化之開發成本	(24,880)	(42,428)
減：已資本化的存貨	(9,127)	(7,725)
	68,668	75,324
確認為開支的存貨成本(計入銷售及服務成本)	336,151	410,554
已售物業的成本(計入銷售及服務成本)	1,440	4,275
製造服務的成本(計入銷售及服務成本)	33,024	49,046

中期財務報表

8. 股息

於本中期期間，並沒有派付、宣派或建議的股息。(截至二零一九年六月三十日止六個月：每股1港仙總額為24,993,000港元之特別股息)。

本公司董事並不建議就截至二零二零年六月三十日止六個月派付中期股息(二零一九年六月三十日止六個月：零)。

9. 每股虧損

本公司擁有人應佔之每股基本及攤薄虧損乃按以下數據計算：

	截至六月三十日止六個月	
	二零二零年	二零一九年
	千港元	千港元
	(未經審核)	(未經審核)
虧損		
計算每股基本及攤薄虧損之虧損 (本公司擁有人應佔本期虧損)	<u>(46,990)</u>	<u>(92,789)</u>
	千股	千股
股份數目		
計算每股攤薄虧損之普通股加權平均數	<u>2,410,381</u>	<u>2,493,872</u>

截至二零二零年及二零一九年六月三十日止六個月，計算每股攤薄虧損並無假設行使購股權，因為假設行使購股權將導致期內本公司每股虧損減少。

10. 投資物業、物業、廠房及設備、無形資產及使用權資產之變動

投資物業

本集團投資物業於二零二零年六月三十日及二零一九年十二月三十一日之公平值，乃以與本集團並無關連之獨立合資格專業估值師威格斯資產評估顧問有限公司於該日進行之估值為依據得出。

公平值乃根據收入資本化法釐定，據此，物業的所有可出租單位之市場租金將獲評估，並按此類物業投資者所預期之市場回報率貼現。市場租金乃根據未來現金流的估算作評估，並以現有租期及合理及有力之假設(即知情自願各方在現行情況下對未來租金所出之假設)作支持。利率則參考分析上海及瀋陽同類商業物業銷售交易之收益率釐定。估值技巧與過往年度所採用者並無不同。

在估計物業之公平值時，物業之最高及最佳用途為其目前用途。於報告期末，本集團財務總監與獨立合資格專業估值師緊密合作，從而確立及釐定合適的估值技巧及輸入數據。倘資產之公平值出現重大變動，將向本集團管理層匯報出現波幅之原因。



中期財務報表

於本中期期間，本集團由物業、廠房及設備及使用權資產轉撥總帳面值2,427,000港元(截至二零一九年六月三十日止六個月：4,738,000港元)之若干樓宇至投資物業，因為自用結束後已顯示出用途轉變。相關物業於轉撥日期之帳面值及公平值差額2,495,000港元(截至二零一九年六月三十日止六個月：23,146,000港元)已於其他全面收益中確認。

於二零二零年六月三十日，投資物業之公平值為593,756,000港元(二零一九年十二月三十一日：608,388,000港元)，以及公平值虧損8,924,000港元(截至二零一九年六月三十日止六個月：公平值收益3,078,000港元)已經直接於截至二零二零年六月三十日止六個月之損益內確認。

物業、廠房及設備

於本中期期間，本集團添置2,056,000港元(截至二零一九年六月三十日止六個月：20,753,000港元)之物業、廠房及設備。

於本中期期間，本集團出售賬面總值為112,000港元(截至二零一九年六月三十日止六個月：1,196,000港元)之若干物業、廠房及設備，現金所得款為238,000港元(截至二零一九年六月三十日止六個月：311,000港元)，產生出售收益126,000港元(截至二零一九年六月三十日止六個月：出售虧損885,000港元)。

截至二零一九年六月三十日止六個月期間，本集團與一名獨立第三方設立一間實體名為瀋陽智慧谷置業有限公司，其中本集團透過注入賬面值分別為9,977,000港元及10,162,000港元的土地及物業，於瀋陽智慧谷置業有限公司中擁有49%股權並作為聯營公司入賬。於註冊成立日期，該土地及物業的重新計量收益4,603,000港元已計入其他收益及虧損。

無形資產

於本中期期間，本集團添置39,053,000港元(截至二零一九年六月三十日止六個月：63,112,000港元)之無形資產，包括為產品開發項目增加開發成本39,012,000港元(截至二零一九年六月三十日止六個月：63,112,000港元)。

使用權資產

於本中期期間，本集團就使用辦公室物業及倉庫訂立若干新租賃協議，為期一至五年之租賃修改。本集團須於合約期內作出定額每月付款。於租賃開始時，本集團確認使用權資產及租賃負債24,951,000港元(截至二零一九年六月三十日止六個月：5,865,000港元)。

11. 遞延稅項

以下為就財務報告而作出之遞延稅項結餘分析：

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
遞延稅項資產	43,425	44,092
遞延稅項負債	(109,042)	(112,413)
	<u>(65,617)</u>	<u>(68,321)</u>

中期財務報表

12A. 應收貿易賬款及票據

銷售手機及物聯網終端業務、電子製造服務供應商業務、物聯網系統及運營業務及智能製造業務之相關的產品和服務的一般信貸期為零至90天。與本集團有良好業務關係且財務狀況穩健之少數客戶則獲授予較長的信貸期。銷售物業並無設有信貸期。

以下為於報告期末應收貿易賬款(已扣除信貸虧損撥備)及應收票據按發票日期(約為確認收入之日)之賬齡分析：

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
應收貿易賬款		
零至30天	117,300	184,216
31至60天	34,564	41,573
61至90天	20,237	15,293
91至180天	26,625	14,893
超過180天	34,673	48,061
	233,399	304,216
減：累計信貸虧損	(16,709)	(28,387)
	216,690	275,829
應收票據(附註)		
零至30天	-	726
31至60天	-	1,619
61至90天	-	55
91至180天	3,178	4,009
超過180天	220	224
	3,398	6,633
應收貿易賬款及票據	220,088	282,462

附註：應收票據為向客戶收取由銀行發出之承兌票據。

12B. 合約資產

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
流動：		
銷售智能製造業務產品	4,462	11,076
電子製造服務供應商	100	125
	4,562	11,201

合約資產主要與本集團就已完成及未發出帳單的工作收取代價的權利有關，因為該等權利取決於i)銷售智能製造產品於報告日期完成保留期與否；及ii)電子製造服務於報告日期之製成品發貨情況。當肯定享有該等權利時，合約資產轉撥至應收貿易賬款。本集團一般於12個月內將合約資產轉撥至應收貿易賬款。

中期財務報表

13. 撥回減值虧損，扣除減值(預期信貸虧損模式下之減值虧損，扣除撥回)

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
就下列各項確認減值(撥回)虧損		
應收委託貸款	-	26,287
應收貿易貸款	(1,267)	1,070
	(1,267)	27,357

截至二零二零年六月三十日止六個月的綜合財務報表所用的釐定輸入數據及假設以及估計方法的基準與編製本集團截至二零一九年十二月三十一日止年度的年度財務報表所用基準相同。

14. 存貨

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
	原料	152,778	151,950
在製品	34,491	32,160
製成品	115,040	66,661
	302,309	250,771

中期財務報表

15. 應付貿易賬款及票據

應付貿易賬款及票據(不包括興建持作銷售物業)主要包括未償還之貿易採購金額。貿易採購之一般信貸期為30至90天。

興建持作銷售物業之應付款項及應計費用包括建築成本及其他與項目相關之開支，有關款項根據本集團計量之項目進度支付。

以下為於報告期末本集團應付貿易賬款及票據按應付貿易賬款發票日期或應付票據發行日期之賬齡分析：

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
應付貿易賬款		
零至30天	132,636	149,035
31至60天	11,466	19,724
61至90天	3,597	2,636
超過90天	70,487	47,858
	218,186	219,253
應付票據		
零至30天	-	5,069
91至180天	25,160	-
應付貿易賬款及票據	243,346	224,322

中期財務報表

16. 應收附屬公司非控股股東款項

應收附屬公司非控股股東款項為無抵押、免息及需應要求償還。

17. 銀行借貸

於本期間，本集團取得60,830,000港元之短期借貸(截至二零一九年六月三十日止六個月：107,326,000港元)。固定利率3.9厘(截至二零一九年六月三十日止六個月：按該銀行貸款優惠利率加3.9厘至7.6厘之息差)，並需於一年內償還。根據該等貸款協議，銀行借貸以投資物業、物業、廠房及設備、使用權資產及已抵押銀行存款作為抵押。

18. 股本

	股份 數目 千股	已發行 股本 千港元
每股面值0.1港元之普通股		
法定：		
於二零二零年一月一日及 二零二零年六月三十日	3,000,000	300,000
已發行：		
於二零二零年一月一日	2,430,724	243,072
獲購回及註銷的股份	(65,640)	(6,564)
於二零二零年六月三十日	2,365,084	236,508

中期財務報表

19. 承擔

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
已訂約但未於簡明綜合財務報表中 撥備之有關於聯營公司 之投資開支	4,414	4,492

20. 關連人士交易

期內主要管理人員之薪酬如下：

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
短期福利	1,506	1,565
離職後福利	66	68
	1,572	1,633

	截至六月三十日止六個月	
	二零二零年 千港元 (未經審核)	二零一九年 千港元 (未經審核)
來自一間聯營公司的智能製造業務收入	3,717	-

中期財務報表

	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)
來自一間聯營公司的貿易應收賬款	3,709	-

來自一間聯營公司的貿易應收賬款為無抵押、90天信貸期免息。

21. 金融工具之公平值計量

本集團按經常基準以公平值計量之金融資產之公平值。

本集團部份金融資產乃於各報告期末按公平值計量。下表提供釐定該等金融資產及金融負債公平值之方法(尤其為所使用之估值技巧及輸入數據)，以及根據公平值計量輸入數據之可觀察程度將公平值計量分類之公平值架構層級(一至三級)之資料。

- 第一級公平值計量乃以相同資產或負債於活躍市場的報價(未經調整)得出；
- 第二級公平值計量乃以第一級所包括之報價以外，資產或負債可直接(即價格)或間接(即以價格得出)觀察得出之輸入數據；及
- 第三級公平值計量乃以使用估值技巧得出，有關技巧會使用資產或負債並非以可觀察得出之市場數據得出之輸入數據(不可觀察輸入數據)。

中期財務報表

	於以下日期之公平值		公平值架構	估值技巧及主要輸入數據
	二零二零年 六月三十日 千港元 (未經審核)	二零一九年 十二月三十一日 千港元 (經審核)		
金融資產：				
按公平值計入 其他全面收益 之股本工具	648	669	第三級	市場法—在該方法中，根據市場上一組從事類似業務的可比公司的市價與賬面值比率(市賬率)，對被投資方的所有權估值採納就缺乏市場流通性折讓作出調整的市賬率。
按公平值計入損 益賬之金融資產	5,712	22,512	第一級	在一活躍市場中報價

本集團並不按經常基準以公平值計量金融資產及金融負債之公平值。

本集團管理層認為簡明綜合財務狀況表內以攤銷成本列賬之金融資產及金融負債之賬面值與彼等之公平值相若。

其他資料

董事及主要行政人員於股份之權益及淡倉

於二零二零年六月三十日，董事及本公司主要行政人員於本公司或其任何相關法團之股份、相關股份及債券(定義見證券及期貨條例第XV部(香港法例第571章)(「證券及期貨條例」))中擁有根據證券及期貨條例第352條記錄於本公司須予備存之登記冊中，或根據載於香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄10中上市發行人董事進行證券交易的標準守則(「標準守則」)須知會本公司及聯交所之權益及淡倉如下：

持有本公司股份之好倉

董事姓名	權益性質	本公司	佔本公司權益	
		普通股股數	總數	概約百分比 (附註3)
王祖同先生	公司權益(附註1)	1,209,084,000	1,209,084,000	51.12%
	個人權益	3,098,000	3,098,000	0.13%
	總數		1,212,182,000	51.25%
楊文英女士	公司權益(附註2)	734,857,000	734,857,000	31.07%
	個人權益	3,418,000	3,418,000	0.14%
	總數		738,275,000	31.21%
劉軍先生	個人權益	1,000,000	1,000,000	0.04%

附註：

1. 王祖同先生(「王先生」)控制Info Dynasty Group Limited(「Info Dynasty」)三分之一以上之投票權，根據證券及期貨條例第XV部，故王先生被視為擁有Info Dynasty所持全部本公司734,857,000股股份之權益。由於王先生是Intellipower Investments Limited(「Intellipower」)的唯一董事及Simcom Limited(「Simcom (BVI)」)由王先生全資擁有，根據證券及期貨條例第XV部，故王先生被視為擁有Intellipower及Simcom (BVI)所持全部本公司分別454,227,000股及20,000,000股股份之權益。
2. 楊文瑛女士(「王太太」)，王先生之配偶，控制Info Dynasty三分之一以上之投票權，根據證券及期貨條例第XV部，故王太太被視為擁有Info Dynasty所持全部本公司734,857,000股股份之權益。
3. 根據本公司於二零二零年六月三十日之已發行股本2,365,086,300股股份計算佔公司權益百分比。

於二零二零年六月三十日，除上文所披露者外，並無董事、本公司之主要行政人員或彼等之聯繫人士於本公司或其任何相聯法團之股份、相關股份或債券中，擁有任何根據證券及期貨條例第352條記錄於本公司須予備存之登記冊中，或根據標準守則須知會本公司及聯交所之實益或非實益的權益或淡倉。

其他資料

主要股東或其他人士於本公司之證券權益

於二零二零年六月三十日，在根據證券及期貨條例第336條本公司須予備存之名冊所記錄，主要股東及其他人士(董事或本公司主要行政人員除外)於本公司股份及相關股份中之權益如下：

持有本公司股份之好倉

股東姓名	權益性質	於本公司之 普通股股份總數	佔公司權益之 概約百分比 (附註1)
Info Dynasty(附註2)	個人權益	734,857,000	31.07%
Intellipower(附註3)	個人權益	454,227,000	19.21%

附註：

1. 根據本公司於二零二零年六月三十日之已發行股本2,365,086,300股股份計算佔本公司權益百分比。
2. Info Dynasty與王先生之關係及Info Dynasty與王太太之關係於以上「董事及主要行政人員於股份之權益及淡倉」一段中披露。
3. Intellipower與王先生之關係於以上「董事及主要行政人員於股份之權益及淡倉」一段中披露。

除上文所披露者外，於二零二零年六月三十日，概無其他主要股東或人士於本公司股份及相關股份中擁有任何根據證券及期貨條例第336條記錄本公司須予備存的登記冊中之權益或淡倉。

購股權

本公司根據上市規則第十七章採納之購股權計劃授出購股權。截至二零二零年上半年未完成之購股權及其變動的詳情如下：

參與者類別	授出日期	於二零二零年	本期間失效／		於二零二零年
		一月一日 尚未行使	本期間行使	屆滿到期	六月三十日 尚未行使
本集團僱員	19.7.2013	12,600,000	-	(2,700,000)	9,900,000
顧問	19.7.2013	45,400,000	-	-	45,400,000
總計		58,000,000	-	(2,700,000)	55,300,000

附註：

1. 就根據購股權計劃於二零一三年七月十九日獲授購股權的每名承授人而言，由二零一四年四月十五日起的四個曆年每年分別有25%之購股權歸屬。經調整每股行使價為0.346港元，而行使期為二零一四年四月十五日至二零二三年七月十八日。
2. 於二零二零年上半年內概無購股權授予。

除上文所披露者外，本公司或其任何附屬公司概無於二零二零年上半年內訂立任何安排，致使本公司之董事或主要行政人員可藉買入本公司或任何其他法人團體之股份或債務證券(包括債券)而獲取利益，及除本報告所披露外，亦概無董事、主要行政人員、彼等之配偶或未滿18歲之子女於二零二零年上半年內擁有任何可認購本公司證券之權利或已行使任何該等權利。

其他資料

購買、出售或贖回本公司上市證券

於截至二零二零年上半年，本公司於聯交所購回本公司之65,638,000股股份並隨即註銷購回之股份。有關購回詳情如下：

購回月份	購回股份數目 千股	每股價格		已付總 價格(包括 相關開支) 千港元
		最高 港元	最低 港元	
二零二零年一月	8,794	0.285	0.265	2,455
二零二零年四月	8,338	0.249	0.198	1,778
二零二零年五月	28,506	0.265	0.248	7,398
二零二零年六月	20,000	0.265	0.249	5,197
	<u>65,638</u>			<u>16,828</u>

除以上披露由本公司購回之股份外，於二零二零年上半年，本公司或其任何附屬公司概無購買、贖回或出售本公司任何上市證券。

企業管治守則

除下文所述者外，本公司於二零二零年上半年已遵守上市規則附錄十四所載之企業管治守則（「企業管治守則」）內之守則條文。

就企業管治守則之守則條文第A.5.1至A.5.4條而言，本公司並未設立提名委員會。由於董事會全體成員負責不時審閱董事會之架構、人數及組成，並委任新董事，以確保董事會由具備配合本公司業務所需技能及經驗之人士組成，加上董事會全體共同負責評估獨立非執行董事之獨立性以及審閱董事（尤其是董事會主席）之繼任計劃，因此本公司認為目前不需設立提名委員會。

根據企業管治守則之守則條文第E.1.2條，董事會主席須出席本公司之股東週年大會，及安排審核委員會、薪酬委員會及提名委員會（如合適）之主席或（倘該等委員會主席缺席）委員會其他成員（或如其未能出席時，由其正式指定代表）出席該股東週年大會回答提問。

董事會主席楊文瑛女士由於有未能預料之業務事宜，未能出席本公司於二零二零年六月十六日舉行之股東週年大會（「二零二零年股東週年大會」）。根據本公司之章程細則，執行董事兼本集團首席執行官劉軍先生，代表董事會主席主持二零二零年股東週年大會及回答提問。獨立非執行董事兼董事會轄下之薪酬委員會及董事會轄下之審核委員會（「審核委員會」）主席廖慶雄先生亦出席二零二零年股東週年大會，並回答股東提問。



其他資料

遵守標準守則

本公司已採納標準守則，作為其進行證券交易的守則條文。本公司在進行具體查詢後，全體董事均確認於二零二零年上半年已遵守標準守則所列明之規定標準。

審核委員會

審核委員會已與管理層審閱本集團所採納之會計原則及常規，並審閱截至二零二零年上半年之本集團未經審核簡明綜合中期財務資料。此外，本集團截至二零二零年上半年之簡明綜合中期財務資料亦已由本公司核數師德勤•關黃陳方會計師行進行審閱。審核委員會由所有三位獨立非執行董事組成。

董事會

執行董事

楊文瑛女士(主席)
王祖同先生(總裁)
唐融融女士(於二零二零年九月十日
辭任執行董事)
劉軍先生(首席執行官)

獨立非執行董事

廖慶雄先生
王田苗先生
武哲先生

審核委員會

廖慶雄先生(主席)
王田苗先生
武哲先生

薪酬委員會

廖慶雄先生(主席)
王田苗先生
武哲先生
王祖同先生

公司秘書

陳梓妍女士

核數師

德勤•關黃陳方會計師行

香港法律之法律顧問

呂鄭洪律師行
有限法律責任合夥

主要往來銀行

恒生銀行有限公司
交通銀行
上海浦東發展銀行

百幕達註冊辦事處

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

香港註冊辦事處

香港
觀塘
鴻圖道31號
鴻貿中心
12樓1206室

上海總部

上海市
長寧區
金鐘路633號
晨訊科技大樓A樓

股份過戶登記總處

Butterfield Fund Services (Bermuda) Limited
Rosebank Centre
11 Bermudiana Road
Pembroke
Bermuda

香港股份過戶登記分處

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

網址

<http://www.sim.com>

股份編號

2000