



PROSPERITY INVESTMENT HOLDINGS LIMITED

嘉進投資國際有限公司

(Incorporated in Bermuda with limited liability 於百慕達註冊成立之有限公司)

Stock Code 股份代號 : 00310.HK

INTERIM REPORT 2022 中期報告

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## Executive Director

Position Vacant (from 10 June 2021)

## Non-Executive Director

LAU Tom Ko Yuen (*Chairman*)

## Independent Non-Executive Directors

FENG Nien Shu  
LUI Siu Tsuen, Richard  
WONG Lai Kin, Elsa

## Audit Committee

LUI Siu Tsuen, Richard (*Chairman*)  
FENG Nien Shu  
WONG Lai Kin, Elsa

## Remuneration Committee

FENG Nien Shu (*Chairman*)  
LAU Tom Ko Yuen  
LUI Siu Tsuen, Richard

## Nomination Committee

LAU Tom Ko Yuen (*Chairman*)  
FENG Nien Shu  
WONG Lai Kin, Elsa

## Company Secretary

WAN Tat Kay Dominic Savio

## Auditor

Grant Thornton Hong Kong Limited

## Principal Bankers

Bank of China (Hong Kong) Limited  
Bank of East Asia, Limited

## 執行董事

位置懸空(自2021年6月10日起)

## 非執行董事

劉高原(*主席*)

## 獨立非執行董事

鄧念叔  
呂兆泉  
黃麗堅

## 審核委員會

呂兆泉(*主席*)  
鄧念叔  
黃麗堅

## 薪酬委員會

鄧念叔(*主席*)  
劉高原  
呂兆泉

## 提名委員會

劉高原(*主席*)  
鄧念叔  
黃麗堅

## 公司秘書

溫達基

## 核數師

致同(香港)會計師事務所有限公司

## 主要往來銀行

中國銀行(香港)有限公司  
東亞銀行有限公司

## Registered Office

Clarendon House,  
2 Church Street,  
Hamilton, HM 11,  
Bermuda

## Head Office and Principal Place of Business

Suite 305,  
Shui On Centre,  
6–8 Harbour Road,  
Wanchai,  
Hong Kong

## Principal Share Registrar and Transfer Office

Conyers Corporate Services (Bermuda) Limited  
Clarendon House,  
2 Church Street,  
Hamilton, HM 11,  
Bermuda

## Share Registrar and Transfer Office in Hong Kong

Tricor Secretaries Limited  
17/F., Far East Finance Centre,  
16 Harcourt Road,  
Hong Kong

## Website

[www.prosperityinvestment.hk](http://www.prosperityinvestment.hk)

## Stock Code

Hong Kong Stock Exchange: 00310

## 註冊辦事處

Clarendon House,  
2 Church Street,  
Hamilton, HM 11,  
Bermuda

## 總辦事處兼主要營業地點

香港  
灣仔  
港灣道6–8號  
瑞安中心  
305室

## 股份過戶登記總處

Conyers Corporate Services (Bermuda) Limited  
Clarendon House,  
2 Church Street,  
Hamilton, HM 11,  
Bermuda

## 香港股份過戶登記處

卓佳秘書商務有限公司  
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夏慤道16號  
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## 股份代號

香港聯交所：00310

## Business Review

### Market Review

With the outbreak of COVID-19 in late December of 2019, quarantine measures have been imposed by major economies which include travel restriction and lockdown of cities continuing during the Period. The living of peoples was seriously affected and business activities of various business sectors were interfered by the measures which in turn affected the stock markets in the Period.

Although various business sectors were affected by COVID-19, the research and development of vaccine and peoples spent more time at home led to the booming of new economy stocks (mainly medicine related and tech stocks providing online platform) during the Period.

### Operational Review

During the Period, the Group continued its investment activities in both listed and unlisted investments and other related financial assets. Those investments which are held for revenue in nature for tax purpose are held for trading in nature. While those investments which are held for capital in nature for tax purpose are held for long term in nature.

As mentioned in market review section, the stock market was affected by the COVID-19 and hence the listed investments of the Group had mixed results at Period End Date.

During the Period, Disposal of financial assets at FVTPL was minimal compared to 2021 Period. During 2021 Period, we had disposed of certain loss-making listed investments so that the gross proceeds from the disposal of financial assets at FVTPL which are revenue in nature had been decreased substantively from that of 2021 Period.

Other than the listed investments, the Group did not have new unlisted investment during the Period.

## 業務回顧

### 市場回顧

隨著2019年12月下旬爆發新冠病毒疫情，於本期間，主要經濟體繼續實施各種檢疫措施，包括旅遊限制及封城。該等措施令市民大眾的生活受到嚴重影響，而各商業界別的業務活動亦受到窒礙，繼而影響本期間的股票市場。

儘管各商業板塊均受到新冠病毒疫情影響，惟疫苗研發及人們在家時間增加導致本期間新經濟股(主要為醫藥相關及提供網絡平台的科技股)表現暢旺。

### 經營回顧

於本期間，本集團繼續進行上市及非上市投資及其他相關金融資產之投資活動。持作就稅務而言為收益性質的有關投資乃為買賣性質持有，而持作就稅務而言屬資本性質的有關投資則為長期性質而持有。

如市場回顧一節所述，股市受新冠病毒疫情影響，故本集團的上市投資於期結日表現好壞參半。

於本期間，出售的按公平值計入損益之金融資產與2021期間比較是處於一個很低的水準。於2021期間，我們已出售若干處於虧損的上市投資，使出售按公平值計入損益之金融資產之所得款項總額(屬收益性質)在本期間較2021期間有所大幅減少。

除上市投資外，本集團於本期間並未有新的非上市投資。

## Financial Review

### Result for the Period

The Group reported a loss after tax of approximately HK\$4.7 million for the Period compared to the loss of HK\$11 million for Period 2021. Other than the administrative expenses, investment management expense had been reduced from HK\$3.6 million to HK\$0.48 million, finance cost had reduced by HK\$0.4 million after the repayment from proceeds on disposal of listed securities. The loss for the Period was mainly due to the following reasons:

- (i) a gain of approximately HK\$0.25 million (Period 2021: loss HK\$3.3 million) arose from the change in fair value of revenue in nature listed equity investments at FVTPL as a result of the fluctuations of the stock market;
- (ii) a loss of approximately HK\$0.34 million (Period 2021: gain of HK\$1.6 million) arose from the change in fair value of capital in nature listed equity investments at FVTPL as a result of the fluctuations of the stock market; and
- (iii) administrative expenses of approximately HK\$3.83 million (Period 2021: HK\$5.47 million).

## 財務回顧

### 本期間業績

本集團於本期間錄得除稅後虧損約470萬港元，而2021期間則為虧損1,100萬港元。除行政開支，投資管理開支由360萬港元減少至48萬港元，因出售上市投資所得款項用以償還部份貸款導致財務成本減少40萬港元。本期間的虧損主要原因如下：

- (i) 因股市波動，屬收益性質之按公平值計入損益之上市股本投資公平值變動產生收益約25萬港元（2021期間：虧損330萬港元）；
- (ii) 因股市波動，屬資本性質之按公平值計入損益之上市股本投資公平值變動產生虧損約34萬港元（2021期間：收益160萬港元）；和
- (iii) 行政開支約383萬港元（2021期間：547萬港元）。

### Gross proceeds from operations

### 營運所得款項總額

		For the six months period ended 30 June	
		2022	2021
		HK\$'000	HK\$'000
		千港元	千港元
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
Gross proceeds from disposal of financial assets at FVTPL which are revenue in nature for tax purposes	出售按公平值計入損益之金融資產（就稅務而言為收益性質）所得款項總額	2,924	30,569
Dividend income	股息收入	26	10
		<b>2,950</b>	<b>30,579</b>

As mentioned in the business review section, in the Period disposal of financial assets at FVTPL was minimal compared to 2021 Period. The Group had disposed of certain loss-making listed investments in their entirety by end of March 2021. Consequently, gross proceeds from operations decreased significantly.

如業務回顧部分所述，於本期間，出售按公平值計入損益之金融資產與2021期間比較是處於一個很低的水平。本集團在2021年3月底前已經完全出售若干處於虧損的所有上市投資。因此，營運所得款項有大幅度減少。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層論述和分析

### Other gains and losses

Other gains and losses mainly comprise of fair value loss of financial assets at FVTPL. The fair value loss of financial assets at FVTPL is analysed in the table below:

		For tax purpose 就稅務而言		
		Revenue in nature 收益性質 HK\$'000 千港元	Capital in nature 資本性質 HK\$'000 千港元	Total 總額 HK\$'000 千港元
<b>2022</b>				
Realised (loss)	已變現(虧損)	(21,564)	—	(21,564)
Unrealised gain/(loss)	未變現收益/(虧損)	21,815	(338)	21,477
		251	(338)	(87)
<b>2021</b>				
Realised (loss)	已變現(虧損)	(71,945)	—	(71,945)
Unrealised gain	未變現收益	68,647	1,568	70,215
		(3,298)	1,568	(1,730)

Please refer to results for the Period section above and note 7 to the condensed consolidated interim financial statements for analysis and details.

### Administrative expenses

Among the administrative expenses, staff remuneration of HK\$1,979,000 (2021 Period: HK\$2,298,000) was the largest expense which represented approximately 52% (2021 Period: 42%) of the administrative expenses. Employees are regarded as the most valuable asset and the Group is aimed to reward the staff with competitive remuneration package.

### Investment Management expenses

Investment management expenses of HK\$480,000 (2021 Period: HK\$3,600,000) represented amount paid to the investment manager for the provision of investment management services to the Group. Please refer to the announcement of the Company dated 26 January 2022 for details.

### 其他收益和虧損

其他收益和虧損主要由按公平值計入損益之金融資產的公平值虧損所組成。按公平值計入損益之金融資產之公平值虧損於下表中作出分析：

其分析和詳情請參照上述本期間的業績部份和簡明綜合中期財務報表附註7。

### 行政開支

於行政開支中，1,979,000港元(2021期間：2,298,000港元)的員工薪酬為最大開支，其佔行政開支約52%(2021期間：42%)。員工乃本集團最有價值的資產，而本集團旨在以具競爭力的薪酬待遇獎勵員工。

### 投資管理開支

投資管理開支480,000港元(2021期間：3,600,000港元)指就向本集團提供投資管理服務而支付給投資經理的金額。詳情請參閱本公司於2022年1月26日之公告。

## Finance costs

Finance costs included interest payment to a securities broker for the provision of margin loan and interest expense of lease liabilities.

In order to better utilise the resources, the Group used margin loan provided by a securities broker for its investment in listed equity securities since 2017. At Period End Date, the margin loan from a securities broker amounted to approximately HK\$10,789,000 (at 31 December 2021: HK\$12,112,000). The interest expenses for the Period were approximately HK\$486,000 (2021 Period: HK\$889,000). The interest payment was reduced in the Period due to loan balances kept at a low level than in 2021 Period. Interest rate remained at the same level as 2021 Period.

During the Period, the Group incurred interest expense on lease liabilities amounted to approximately HK\$Nil (2021 Period: HK\$3,000).

## Significant Investments

The investment objective of the Group is to enhance the corporate value to the Shareholders. The strategy of the Group is to identify and invest in both listed and unlisted investments with potential of growth within their industries. In identifying potential investment, the Group will consider its business segment, operation, current value and the potential of going public. Currently, the Group has no specific industry focus on potential investment.

At Period End Date, the Group held the following significant investments:

### ITC Properties Group Ltd ("ITC") (00199.HK)

Information for this investment:

- (i) during the Period, share price increased by 2.59%.
- (ii) during the Period, realised loss is HK\$Nil and the unrealized loss at Period End Date amounted to HK\$34,318,000 which is after the impairment loss of HK\$1,284,000 before the adoption of HKFRS 9.
- (iii) at Period End Date, number and percentage of shares held are 22,940,763 shares and 2.40% respectively.
- (iv) at Period End Date, its size relative to the Group's total assets is 48.07%.

## 財務成本

財務成本包括就提供孖展貸款向證券經紀支付的利息和租賃負債的利息開支。

為了更好利用資源，本集團自2017年起動用證券經紀提供的孖展貸款投資於上市股本證券。於期結日，來自證券經紀之孖展貸款約10,789,000港元（於2021年12月31日：12,112,000港元）。本期間的利息開支約為486,000港元（2021期間：889,000港元）。由於貸款金額與2021期間比較是處於一個很低的水平，利息開支因而減少。利率於兩個期間維持不變。

於本期間，本集團產生的租賃負債的利息開支約為零港元（2021期間：3,000港元）。

## 重大投資

本集團之投資目標是為股東提升企業的價值。本集團之策略是識別和投資於其行業內具有增長潛力之上市和非上市投資。在識別潛在投資時，本集團將考慮其業務分部、營運、現值和上市潛力。目前，本集團於潛在投資上並無特定行業重點。

於期結日，本集團持有以下重大投資：

### 德祥地產集團有限公司 ("德祥地產") (00199.HK)

該投資之資料：

- (i) 於本期間，股價上升2.59%。
- (ii) 於本期間，已變現虧損為零港元和於計及採納香港財務報告準則第9號前的減值虧損1,284,000港元後，於期結日之未變現虧損為34,318,000港元。
- (iii) 於期結日，所持股份數目和比例分別為22,940,763股和2.40%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為48.07%。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層論述和分析

COVID-19 associated international travel restriction and the downturn in global economy are expected to continue in short run even with the introduction of vaccines. Despite the gravity of worldwide challenges of COVID-19 leading to significant uncertainties to the business environment, ITC has been continuously reviewing its business model. In the meantime, ITC will endeavour to sustain its businesses and carry out its mission. ITC will focus on the presale/sale of the remaining blocks in Grand Oasis in Macau and the other local redevelopment projects in Hong Kong to secure the revenue for the coming few years. In addition to stepping ITC's businesses further to PRC, Macau, Canada and United Kingdom, ITC will keep on improving earnings and enhancing the Shareholders' value by working hard on the existing projects and at the same time, be selective and cautious on replenishing ITC's portfolio when suitable opportunities arise.

#### Greater Bay Area Dynamic Growth Holding Limited ("Dynamic Growth") (01189.HK)

Information for this investment:

- (i) during the Period, share price decreased by 25.60%.
- (ii) during the Period, realised loss is HK\$Nil and the unrealized loss at Period End Date amounted to HK\$9,399,000 which is after the impairment loss of HK\$19,725,000 before the adoption of HKFRS 9.
- (iii) at Period End Date, number and percentage of shares held are 39,000,000 shares and 4.94% respectively.
- (iv) at Period End Date, its size relative to the Group's total assets is 8.58%.

COVID-19 is a major humanitarian challenge, that had led the travel and tourism sectors almost came to a halt. New procedures, standards and processes, either temporary or long term have been newly set, which had led to a generational shift in the way the world operates. At the same time, the hotel sector is moving forward towards a 'new normal', with unprecedented health and safety measures in place. Thus, Dynamic Growth has begun consolidating internal operational efficiency in response to change in the markets. Dynamic Growth's central mission is restoring consumers' confidence, which must be to give every guest of Dynamic Growth's hotels the confidence and reassurance that they are safe when they stay with Dynamic Growth.

即使疫苗推出，但與新冠病毒病相關之國際旅遊限制及環球經濟倒退預期將於短期內持續。儘管全球面臨新冠病毒病所帶來之嚴峻挑戰，導致營商環境出現重大不明朗因素，惟德祥地產一直審視其業務模式。與此同時，德祥地產將致力保持業務並同時履行其使命。德祥地產將專注於澳門金峰名鑄餘下各座及香港其他本地重建項目之預售／銷售工作，以鞏固未來數年之收益。除將業務進一步擴展至中國、澳門、加拿大和英國外，德祥地產將傾力發展現有項目，以繼續改善盈利及提升股東價值，並於合適機遇出現時精挑細選，審慎添補德祥地產投資組合。

#### 大灣區聚變力量控股有限公司 ("聚變力量") (01189.HK)

該投資之資料：

- (i) 於本期間，股價下跌25.60%。
- (ii) 於本期間，已變現虧損為零港元和於計及採納香港財務報告準則第9號前的減值虧損19,725,000港元後，於期結日之未變現虧損為9,399,000港元。
- (iii) 於期結日，所持股份數目和比例分別為39,000,000股和4.94%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為8.58%。

新冠病毒病乃重大的人道主義挑戰，經已導致旅行及旅遊業幾乎陷入停頓。無論是臨時性的還是長期性的，全球各地都一一部署新的程序、標準和流程，引致全球運作方式出現世代的轉變。與此同時，酒店業也在向「新常態」邁進，前所未有的健康及安全措施都準備就緒。因此，聚變力量已經開始鞏固內部運營效率，以應對市場變化。聚變力量的中心任務是恢復消費者的信心，務求令每一位住客在入住聚變力量旗下酒店時對酒店安全感到充滿信心及安心。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層論述和分析

### Blue River Holdings Limited (“Blue River”) (formerly “PYI Corporation Limited”) (00498.HK)

Information for this investment:

- (i) during the Period, share price increased by 133.33%.
- (ii) during the Period, realised loss is HK\$Nil and the unrealized loss at Period End Date amounted to HK\$4,307,000.
- (iii) at Period End Date, number and percentage of shares held are 11,620,543 shares and 1.05% respectively.
- (iv) at Period End Date, its size relative to the Group’s total assets is 4.58%.

It is expected that the global economy will continue to be affected by the COVID-19 pandemic until vaccination programs are thoroughly available and accessible around the world. Amidst such uncertainties, Blue River is reviewing, from time to time, and will consider its options on the resort development in Xiao Yangkou and LNG projects in Hubei Province due to the anticipated long term commitment for large amount of capital expenditure, as well as possible divestment from those non-performing assets in its property portfolio. Blue River will continue looking for investment opportunities in a cautious and pragmatic approach with a view to enhancing shareholders’ value.

### Rakarta Limited (“Rakarta”)

Information for this investment:

- (i) during the Period, fair value decreased by HK\$Nil.
- (ii) during the Period, realised loss was HK\$Nil and unrealised loss at Period End Date amounted to HK\$34,030,000 respectively.
- (iii) at Period End Date, number and percentage of shares held are 147 shares and 14.70% respectively.
- (iv) at Period End Date, its size relative to the Group’s total assets is 35.25%.

Rakarta Limited is an unlisted investment holding company with its subsidiary principally engaged in zinc and lead mining in PRC. The mine has obtained the exploitation licence and is in the process of planning the extraction of the minerals. Depending on the market conditions, the management of the mine expects that the sales of the minerals, being commonly used minerals, provide positive cash flows to the operation of the mine in the future.

### 藍河控股有限公司(「藍河」) (前稱「保華集團有限公司」)(00498.HK)

該投資之資料：

- (i) 於本期間，股價上升133.33%。
- (ii) 於本期間，已變現虧損為零港元和於期結日之未變現虧損為4,307,000港元。
- (iii) 於期結日，所持股份數目和比例分別為11,620,543股和1.05%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為4.58%。

在疫苗接種計劃能於全世界全面普及化前，環球經濟仍會持續受新冠病毒病大流行影響。在此等不確定因素下，因預期將長期承擔大量資本開支，藍河正不時檢討並將考慮其對小洋口度假區開發及湖北省液化天然氣項目的選項，以及可能出售其房地產投資組合中的不良資產。藍河將繼續以審慎及務實的態度開拓其他投資機遇，為股東提升價值。

### Rakarta Limited (「Rakarta」)

該投資之資料：

- (i) 於本期間，公平值下跌零港元。
- (ii) 於本期間，已變現虧損為零港元和於期結日之未變現虧損為34,030,000港元。
- (iii) 於期結日，所持股份數目及比例分別為147股和14.70%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為35.25%。

Rakarta Limited為一間非上市投資控股公司，其附屬公司主要在中國從事鋅及鉛開採。該礦已取得開採許可證，正在籌劃開採礦產。視乎市場情況，礦場管理層預計，作為常用礦種的礦產銷售，將為該礦未來的營運帶來正現金流。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層論述和分析

For a detailed understanding of the performance and future prospects of those listed significant investments, please refer to the published annual/interim reports of the respective listed companies as shown on the HKExnews of the Stock Exchange. Other details of significant investments of the Group are set out in note 19 to the condensed consolidated interim financial statements.

### Liquidity and Financial Resources

At Period End Date, the Group had: (i) cash and cash equivalents of approximately HK\$518,000 (at 31 December 2021: HK\$2,488,000); and (ii) a loan of approximately HK\$10,789,000 (at 31 December 2021: HK\$12,112,000) from a securities broker for margin financing of the listed equity investments of the Group.

In order to better utilise the resources, the Group used the margin loan provided by a securities broker for the investment in listed equity investments since 2017. Details of the margin loan are set out in note 16 to the condensed consolidated interim financial statements.

### Gearing Ratio

The gearing ratio (total liabilities/total assets) at Period End Date was 22.10% (at 31 December 2021: 22.72%).

### Charges on Assets

Charges on assets of the Group are set out in note 16 to the condensed consolidated interim financial statements.

### Contingent Liabilities

There is no contingent liability at Period End Date.

### Exposure to Fluctuations in Exchange Rates and Related Hedges

During the Period, the investments of the Group were mainly denominated in HK\$, USD and RMB. Since HK\$ is pegged to USD, significant exposure was not expected in USD transactions and balances. During the Period, the bank and cash balances in RMB were not significant and the exposure to RMB was insignificant.

The Group does not have foreign exchange hedging policy. However, management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises.

有關上市重大投資之表現及未來前景之詳情，請參閱於聯交所披露易所示之各上市公司已刊發年度／中期報告。本集團重大投資之其他資料載於簡明綜合中期財務報表附註19。

### 流動資金和財務資源

於期結日，本集團有：(i)現金和等值現金項目約518,000港元（於2021年12月31日：2,488,000港元）；和(ii)來自證券經紀有關本集團上市股本投資的孖展融資的貸款約10,789,000港元（於2021年12月31日：12,112,000港元）。

為了更好利用資源，本集團自2017年起動用證券經紀提供的孖展貸款投資於上市股本投資。孖展貸款詳情載於簡明綜合中期財務報表附註16。

### 資本負債比率

期結日之資本負債比率（總負債／總資產）為22.10%（於2021年12月31日：22.72%）。

### 資產抵押

本集團之資產抵押情況載列於簡明綜合中期財務報表附註16。

### 或然負債

於期結日概無或然負債。

### 匯率波動風險和相關對沖

於本期間，本集團之投資主要以港元、美元和人民幣計值。由於港元與美元掛鈎，預期以美元計值之交易和結餘將不會面對重大風險。本期間內，本集團以人民幣計值的銀行和現金結餘並不重大，故人民幣的風險微不足道。

本集團並無外匯對沖政策。然而，管理層監控外匯風險，並於有需求時考慮對沖重大外幣風險。

## Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures

During the Period, the Group did not have any material acquisitions and disposals of subsidiaries, associates and joint ventures.

## Major Customers and Suppliers

Due to the business nature, the Group has no major customer and supplier. Therefore, there is no ageing analysis of accounts receivable and accounts payable.

## Capital Structure

It is the treasury policy in utilising Shareholders' fund and internal resources primarily for the investing activities and daily operations of the Group. In order to preserve resources for potential investments and daily operations, the Group may also borrow from third parties when the circumstances thought fit. Funds are mainly kept in HK\$ and will be translated into foreign currencies when necessary. The Group has no hedging policy.

Details of the margin loan are set out in note 16 to the condensed consolidated interim financial statements.

## Employee and Remuneration Policies

At Period End Date, the Group had 8 employees and 4 Directors. The remuneration packages of the employees and Directors included monthly salary, contribution to MPF Scheme, overtime payment, discretionary bonus and directors' fee. Remuneration policies of the Group are to reward the employees and the Directors with remuneration packages in accordance with the market situation and their performance from time to time. Remuneration Committee will meet at least once a year to review the remuneration policy and packages of Directors and senior management of the Group. The remuneration of other employees is determined by the managing director of the Group. No Director or executive is involved in determining his/her own remuneration. The Group has participated in the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in funds under the control of an independent trustee. Pursuant to the rules of the MPF Scheme and the policy of the Group, the Group and its employees are each required to make contributions to the MPF Scheme at 5% of their monthly relevant income. Forfeited contribution can be used to reduce future contribution of the Group. There was no forfeited contribution during the Period.

## 重大收購和出售附屬公司、聯營公司和合營企業

於本期間，本集團並無任何重大收購和出售附屬公司、聯營公司和合營企業。

## 主要客戶及供應商

由於業務性質，本集團並無主要客戶和供應商。因此，並沒有應收賬和應付賬賬齡分析。

## 資本架構

財務政策為主要利用股東資金和內部資源用於本集團的投資活動和日常運營。為了保存足夠資源作為潛在投資和日常運營用途，本集團亦可在情況合適時向第三方借款。資金主要以港元存置，並會在有需要時轉換為外幣。本集團並無對沖政策。

孖展貸款詳情載於簡明綜合中期財務報表附註16。

## 僱員及薪酬政策

於期結日，本集團有8名僱員和4名董事。僱員及董事的薪酬待遇包括月度薪金、強積金計劃供款、加班費、酌情花紅和董事袍金。本集團之薪酬政策為獎勵僱員和董事，不時根據市況和彼等之表現進行審閱。薪酬委員會將至少每年舉行一次會議，以審閱董事和本集團高級管理層的薪酬政策和待遇。其他僱員的薪酬由本集團的董事總經理釐定。概無董事或行政人員參與釐定其本身之薪酬。本集團已參與強積金計劃。強積金計劃之資產在獨立信託人控制之基金下和本集團之資產分開持有。根據強積金計劃之規則和本集團的政策，本集團和其僱員各自須按彼等每月之相關收入向強積金計劃作出5%之供款。沒收之供款可用作減少本集團未來之供款。本期間並無所沒收之供款。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層論述和分析

On-the-job training and continuous professional development are important elements to enhance the industry knowledge of the employees of the Group. The Group encourages employees to attend training courses and reimbursement will be made by the Group for those job-related training courses. Besides, the Group will purchase relevant reference materials for the employees' on-the-job reference.

### Outlook

During the year, the macro environment had been complex and uncertain. Following the more understanding on and better preparation for dealing with COVID-19, its effect on worldwide economy may be lower than that of the first half of 2022 and may gradually recover in the remaining time.

在職培訓和持續專業發展為加強本集團僱員的行業知識的重要元素。本集團鼓勵僱員參與培訓課程，並可就該等與工作相關的培訓課程費用向本集團報銷。另外，本集團亦會購入相關參考材料以供僱員在職參考之用。

### 展望

於本年內，全球環境複雜和不確定。隨著對新冠病毒的了解增多和預防措施的優化，其對全球經濟的影響可能低於2022年上半年並可望在本年餘下時間逐步地恢復。

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

## 董事和最高行政人員於股份和相關股份之權益和淡倉

At Period End Date, the interests and short positions of the Directors and the chief executive of the Company and any of their associates in the Shares and underlying Shares or any of its associated corporations (within the meaning of Part XV of the 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 pursuant to the Model Code were as follows:

按本公司須根據證券和期貨條例第352條而存置之登記冊所記錄或按本公司和聯交所根據標準守則獲知會，於期結日，董事和本公司最高行政人員和任何彼等之聯繫人於股份和相關股份或其任何相聯法團（定義見證券及期貨條例第XV部）中擁有之權益及淡倉如下：

### Long positions in the Shares

### 於股份之好倉

Name of Director	董事姓名	Personal Interests*	Family Interests*	Corporate Interests#	Total Interests	Percentage of issued share capital of the Company 佔本公司已發行股本之百分比
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Lau Tom Ko Yuen	劉高原	53,400,000	266,890,840	266,890,840	320,290,840 (Note) (附註)	26.44%
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\* Beneficial owner

\* 實益擁有人

+ Interests of spouse

+ 配偶權益

# Interests beneficially held by the company itself or through companies controlled by it

# 權益由公司本身或透過其控制之公司實益持有

Note:

附註：

266,890,840 Shares were held by Favor Hero Investments Limited, a company controlled as to 51% by Sun Matrix Limited. Sun Matrix Limited was controlled as to 50% by Mr. Lau Tom Ko Yuen and 50% by Ms. Lan Yi, the spouse of Mr. Lau Tom Ko Yuen.

266,890,840 股股份由 Favor Hero Investments Limited 持有，而該公司則由 Sun Matrix Limited 控制 51% 權益。Sun Matrix Limited 由劉高原先生和藍一女士（劉高原先生之配偶）各自控制 50% 權益。

Save as disclosed above, at Period End Date, none of the Directors and chief executive of the Company nor their associates had or was deemed to have any interest or short position in the Shares or underlying Shares or any of its associated corporations as recorded in the register that 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 pursuant to the Model Code.

除上文所披露者外，按本公司須根據證券及期貨條例第352條而存置之登記冊所記錄或按本公司和聯交所根據標準守則另行獲知會，於期結日，董事和本公司最高行政人員或彼等之聯繫人概無擁有或被視為於股份或相關股份或其任何相聯法團中擁有任何權益或淡倉。

## OTHER INFORMATION 其他資料

### Substantial Shareholders

At Period End Date, the following persons had interests and short positions in the Shares and underlying Shares as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

#### Long positions in the Shares

### 主要股東

按本公司根據證券及期貨條例第336條須存置之登記冊所記錄，下列人士於期結日於股份和相關股份中擁有權益和淡倉：

#### 於股份之好倉

Name of Shareholder	股東名稱/姓名	Personal Interests	Family Interests <sup>+</sup>	Corporate Interests <sup>#</sup>	Total Interests	Percentage of issued share capital of the Company
		個人權益	家族權益 <sup>+</sup>	公司權益 <sup>#</sup>	總權益	佔本公司已發行股本之百分比
Favor Hero Investments Limited	Favor Hero Investments Limited	—	—	266,890,840	266,890,840 (Note) (附註)	22.03%
Sun Matrix Limited	Sun Matrix Limited	—	—	266,890,840	266,890,840 (Note) (附註)	22.03%
Lau Tom Ko Yuen*	劉高原*	53,400,000	266,890,840	266,890,840	320,290,840 (Note) (附註)	26.44%
Lan Yi <sup>+</sup>	藍一 <sup>+</sup>	—	320,290,840	266,890,840	320,290,840 (Note) (附註)	26.44%
Glory Avenue Limited	Glory Avenue Limited	—	—	266,890,840	266,890,840 (Note) (附註)	22.03%
Silvery Fortune Holdings Limited	銀富控股有限公司	—	—	266,890,840	266,890,840 (Note) (附註)	22.03%
Liu Min	劉敏	—	—	266,890,840	266,890,840 (Note) (附註)	22.03%

<sup>+</sup> Interests of spouse

<sup>+</sup> 配偶權益

<sup>#</sup> Interests beneficially held by the company itself or through companies controlled by it

<sup>#</sup> 權益由公司本身或透過其控制之公司實益持有

\* Mr. Lau Tom Ko Yuen is a non-executive Director and Chairman of the Company

\* 劉高原先生為本公司非執行董事和主席。

Note:

附註：

Favor Hero Investments Limited was controlled as to 51% by Sun Matrix Limited and as to 49% by Glory Avenue Limited. Sun Matrix Limited was controlled as to 50% by Mr. Lau Tom Ko Yuen and 50% by Ms. Lan Yi, the spouse of Mr. Lau Tom Ko Yuen. Glory Avenue Limited was wholly controlled by Silvery Fortune Holdings Limited which was wholly controlled by Mr. Liu Min.

Favor Hero Investments Limited 由 Sun Matrix Limited 和 Glory Avenue Limited 分別控制 51% 和 49% 權益。Sun Matrix Limited 由劉高原先生和藍一女士(劉高原先生之配偶)各自控制 50% 權益。Glory Avenue Limited 則由劉敏先生全權控制之銀富控股有限公司全權控制。

Save as disclosed above, at Period End Date, the Directors were not aware of any other person who had an interest or short position in the Shares or underlying Shares as recorded in the register that required to be kept by the Company pursuant to Section 336 of the SFO and/or were directly or indirectly interested in 5% or more of the nominal value of the share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group.

除上文所披露者外，按本公司須根據證券及期貨條例第336條而存置之登記冊所記錄，於期結日，就董事所知，並無任何其他人士於股份或相關股份中擁有權益或淡倉，和／或直接或間接擁有附有一切情況下可於本集團任何其他成員公司之股東大會上投票之權利之股本面值5%或以上之權益。

## Arrangements to Purchase Shares or Debentures

At no time during the Period was the Company or any of its subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate and neither the Directors nor the chief executive, nor any of their spouses or children under the age of 18, had any right to subscribe for the securities of the Company.

## 購買股份或債權證之安排

本公司或其任何附屬公司於本期間內任何時間並無訂立任何安排，使董事可藉購入本公司或任何其他法人團體之股份或債權證而獲益，而各董事、最高行政人員、任何彼等之配偶或18歲以下子女亦無擁有可認購本公司證券之任何權利。

## Purchase, Sale or Redemption of Shares of the Company

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Shares during the Period.

## 購買、出售或贖回本公司股份

本公司或其任何附屬公司於本期間內概無購買、出售或贖回任何股份。

## Corporate Governance

During the Period, the Company complied with the code provisions in the CG Code.

Under the code provision A.2.1 of the CG Code, the roles of chairman and chief executive should be separated and should not be performed by the same individual.

From 10 June 2021, due to the position of executive director was vacant, all investing/divesting activities had to be pre-approved by Opus Capital.

The Company is actively looking for a suitable person. Once a new executive director is appointed, the Company will be in compliance with the above code provision.

## 企業管治

於本期間，本公司已遵守企管守則之守則條文。

根據企管守則之守則條文第A.2.1條，主席和最高行政人員之職務應予以區分，並不應由同一人擔任。

自2021年6月10日起，由於執行董事一職懸空，所有投資／出售行為必須經過創富融資的預先批准。

本公司在主動尋找合適人選，一旦執行董事被委任，公司會遵守上述條文。



## Audit Committee

The audit committee comprises three INEDs, namely Mr. Lui Siu Tsuen, Richard, Mr. Feng Nien Shu and Ms. Wong Lai Kin, Elsa. The audit committee reviewed with the management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited condensed consolidated interim financial statements for the Period.

The unaudited condensed consolidated interim financial statements had not been reviewed by the Company's independent auditor, Grant Thornton Hong Kong Limited.

## Model Code for Securities Transactions by Directors

The Company had adopted the Model Code as the codes of conduct regarding securities transactions by Directors and by relevant employees of the Company. All Directors had confirmed, following specific enquiries by the Company, that they fully complied with the Model Code and its code of conduct regarding directors' securities transactions throughout the Period.

## Board of Directors

As at the date of this report, the Board comprises one non-executive Director, namely Mr. Lau Tom Ko Yuen, and three INEDs, namely Mr. Lui Siu Tsuen, Richard, Mr. Feng Nien Shu and Ms. Wong Lai Kin, Elsa.

On 21 December 2017, all Directors have entered into appointment letters with the Company for a term commencing from 21 December 2017 and continuing until termination by either party by not less than three months prior written notice or any time agreed by both parties. They are subject to the requirement that one third of all the Directors shall retire from office by rotation at each annual general meeting pursuant to the Bye-Laws of the Company.

During the Period, the non-executive Director had not received remuneration from the Company and each of the INEDs was entitled to a director's fee of HK\$100,000 per annum (2021 Period: HK\$100,000 per annum) which was determined with reference to their duties and the prevailing market conditions.

## 審核委員會

審核委員會由三名獨立非執行董事，即呂兆泉先生、鄧念叔先生和黃麗堅女士組成。審核委員會與管理層已審閱本集團所採納之會計原則和常規，並商討審核、內部監控和財務申報事宜，包括審閱本期間之未經審核簡明綜合中期財務報表。

未經審核簡明綜合中期財務報表未由本公司之獨立核數師，致同(香港)會計師事務所有限公司，進行審閱。

## 董事進行證券交易之標準守則

本公司已採納標準守則作為有關本公司董事和相關僱員進行證券交易之操守守則。經本公司作出具體查詢後，全體董事已確認彼等於本期間內一直全面遵守標準守則和其董事進行證券交易的操守守則。

## 董事會

於本報告日期，董事會由一名非執行董事劉高原先生，以及三名獨立非執行董事呂兆泉先生、鄧念叔先生和黃麗堅女士組成。

在2017年12月21日，全體董事與本公司訂立委任函，任期由2017年12月21日起計並繼續擔任，直至任何一方透過發出不少於三個月或雙方協定之任何時間之事先書面通知予以終止為止。根據本公司之公司細則，彼等須遵守全體董事之三分之一須於每屆股東週年大會上輪值退任之規定。

在本期內，非執行董事並無自本公司收取酬金，而各獨立非執行董事有權收取之董事袍金為每年100,000港元(2021期間：每年100,000港元)。各獨立非執行董事之董事袍金經參照其職責和現行市況釐定。

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

## 簡明綜合損益和其他全面收益表

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

		For the six months period ended 30 June 截至6月30日止六個月		
		Notes 附註	2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
<b>Gross proceeds from operations</b>	營運所得款項總額	6	2,950	30,579
<b>Revenue</b>	收入	6	26	10
Other gains and losses	其他收益和虧損	7	16	(1,723)
Other income — Government grant	其他收入 — 政府補助		64	—
Bank interest income	銀行利息收入		—	1
Administrative expenses	行政開支		(3,831)	(5,470)
Investment management expenses	投資管理開支		(480)	(3,600)
Finance costs	財務成本	8	(486)	(892)
<b>Loss before income tax</b>	除所得稅前虧損		(4,691)	(11,674)
Income tax expense	所得稅開支	9	—	—
<b>Loss for the period attributable to owners of the Company</b>	本公司擁有人應佔 本期間虧損	10	(4,691)	(11,674)
<b>Other comprehensive expense for the period</b>	期間其他全面開支			
<b>Item that will not be reclassified subsequently to profit or loss:</b>	後續不會重新分類至損益的項目：			
Fair value loss on financial assets at fair value through other comprehensive income <sup>#</sup>	按公平值計入其他全面收益之金融資產公平值虧損 <sup>#</sup>		—	—
<b>Total comprehensive expense for the period attributable to owners of the Company</b>	本公司擁有人應佔本期間 全面開支總額		(4,691)	(11,674)
<b>Loss per share</b>	每股虧損		<b>HK cents</b> 港仙	HK cents 港仙
— Basic and diluted	— 基本和攤薄	11	(0.39)	(0.96)

<sup>#</sup> Final valuation report for the fair value as at 31 December 2021 by independent third party was issued on 30 June 2022 before announcement of final results on 15 July 2022 and agreed by the auditor.

No adjustment has been made on the fair value as at Period End Date. Any adjustments will be made at 31 December 2022 when the auditor is involved.

<sup>#</sup> 有關於2021年12月31日的公平值之獨立第三者的最終估值報告在2022年6月30日出版，然後在2022年7月15日全年業績公告發出前被核數師確認。

因此公平值在期結日未有調整。2022年12月31日當有核數師參與時才對其作出任何調整。

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

At 30 June 2022

於2022年6月30日

		Notes 附註	At 30 June 2022 於2022年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 HK\$'000 千港元 (audited) (經審核)
<b>ASSETS AND LIABILITIES</b>	<b>資產及負債</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Plant and equipments	廠房和設備	13	938	65
Right-of-use assets	使用權資產	13	—	—
Financial assets at fair value through other comprehensive income	按公平值計入其他全面收益之金融資產	14	20,018	20,018
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產	14	12,629	12,967
			<b>33,585</b>	33,050
<b>Current assets</b>	<b>流動資產</b>			
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產	14	22,671	25,210
Other receivables	其他應收賬項	15	16	2,568
Cash held by securities brokers	證券經紀持有之現金		240	1,390
Bank balances and cash	銀行結餘及現金		278	1,098
			<b>23,205</b>	30,266
<b>Current liabilities</b>	<b>流動負債</b>			
Loan from a securities broker	來自證券經紀之貸款	16	10,789	12,112
Other payable and accruals	其他應付賬項和應計賬項		1,763	2,275
Lease liabilities	租賃負債		—	—
			<b>12,552</b>	14,387
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>10,653</b>	15,879
<b>Total assets less current liabilities</b>	<b>資產總值減流動負債</b>		<b>44,238</b>	48,929

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

At 30 June 2022  
於2022年6月30日

		Notes 附註	At 30 June 2022 於2022年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 HK\$'000 千港元 (audited) (經審核)
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		—	—
<b>Net assets</b>	<b>資產淨值</b>		<b>44,238</b>	48,929
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	17	<b>30,283</b>	30,283
Reserves	儲備		<b>13,955</b>	18,646
<b>Total equity</b>	<b>股本總值</b>		<b>44,238</b>	48,929
			HK\$ 港元	HK\$ 港元
<b>Net asset value per Share</b>	<b>每股資產淨值</b>	18	<b>0.037</b>	0.040

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合權益變動表

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

		Share capital	Share premium	Investment revaluation reserve	Contributed Surplus	Accumulated losses	Total equity
		股本	股份溢價	投資重估儲備	實繳盈餘	累計虧損	股本總值
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
At 31 December 2020 (audited)	於2020年12月31日 (經審核)	30,283	192,895	(9,990)	290,081	(414,348)	88,921
Loss for the period	本期間虧損	—	—	—	—	(11,674)	(11,674)
<b>Other comprehensive expense</b>	<b>其他全面開支</b>						
Fair value loss on financial assets at FVOCI	按公平值計入其他全面收益之金融資產公平值虧損	—	—	—	—	—	—
Total comprehensive expense for the period	期間全面開支總額	—	—	—	—	(11,674)	(11,674)
<b>At 30 June 2021 (unaudited)</b>	<b>於2021年6月30日 (未經審核)</b>	<b>30,283</b>	<b>192,895</b>	<b>(9,990)</b>	<b>290,081</b>	<b>(426,022)</b>	<b>77,247</b>
At 31 December 2021 (audited)	於2021年12月31日 (經審核)	<b>30,283</b>	<b>192,895</b>	<b>(34,028)</b>	<b>290,081</b>	<b>(430,302)</b>	<b>48,929</b>
Loss for the period	本期間虧損	—	—	—	—	(4,691)	(4,691)
<b>Other comprehensive expense</b>	<b>其他全面開支</b>						
Fair value loss on financial assets at FVOCI	按公平值計入其他全面收益之金融資產公平值虧損	—	—	—	—	—	—
Total comprehensive expense for the period	期間全面開支總額	—	—	—	—	(4,691)	(4,691)
<b>At 30 June 2022 (unaudited)</b>	<b>於2022年6月30日 (未經審核)</b>	<b>30,283</b>	<b>192,895</b>	<b>(34,028)</b>	<b>290,081</b>	<b>(434,993)</b>	<b>44,238</b>

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
	Note 附註		
<b>Cash flow (used in)/generated from operating activities</b>	經營活動(所用)/所得現金流量		
Cash (used in)/generated from operations	經營(所用)/所得現金	(1,615)	20,076
Dividend received	已收股息	2,301	10
	6		
<i>Net cash (used in)/generated from operating activities</i>	<i>經營活動(所用)/所得現金淨額</i>	<b>686</b>	20,086
<b>Cash flow (used in)/generated from investing activities</b>	投資活動(所用)/所得現金流量		
Interest received	已收利息	—	1
Proceeds on disposal of automobiles previously written off	出售已經撤銷的汽車所得款項	103	—
(Purchase) of automobiles	(購入)汽車	(950)	—
<i>Net cash (used in)/generated from investing activities</i>	<i>投資活動(所用)/所得現金淨額</i>	<b>(847)</b>	1
<b>Cash flow from financing activities</b>	融資活動所得現金流量		
Proceeds from loan from a securities broker	來自證券經紀之貸款之所得款項	488	891
Repayment of loan from a securities broker	償還來自證券經紀之貸款	(1,811)	(28,081)
Payments of lease liabilities	支付租賃負債	—	(176)
Finance costs	財政成本	(486)	(892)
	8		
<i>Net cash (used in) financing activities</i>	<i>融資活動(所用)現金淨額</i>	<b>(1,809)</b>	(28,258)
<b>Net decrease in cash and cash equivalents</b>	現金及等值現金項目 減少淨額	<b>(1,970)</b>	(8,171)
<b>Cash and cash equivalents at 31 December (2021/2020)</b>	於12月31日(2021/2020)之 現金和等值現金項目	<b>2,488</b>	14,632
<b>Cash and cash equivalents at 30 June</b>	於6月30日之 現金和等值現金項目	<b>518</b>	6,461
<b>Represented by</b>	指		
Bank balances and cash	銀行結餘和現金	278	1,628
Cash held by securities brokers	證券經紀持有之現金	240	4,833
		<b>518</b>	6,461

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 1. General Information

The Company is incorporated in Bermuda as an exempted company with limited liability and its shares are listed on the Main Board of the Stock Exchange. The addresses of its registered office and principal place of business of the Company are Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda and Suite 305, Shui On Centre, 6-8 Harbour Road, Wanchai, Hong Kong, respectively.

The Company acts as an investment holding company. The Group's principal activity is investment holding.

The condensed consolidated interim financial statements are presented in thousands of units of Hong Kong dollars ("HK\$'000"), unless otherwise stated.

The condensed consolidated interim financial statements for the six months period ended 30 June 2022 were approved for issue by the Board on 29 August 2022.

### 2. Basis of Preparation

The condensed consolidated interim financial statements for the Period have been prepared in accordance with the applicable disclosure requirements of the Listing Rules and HKAS 34 "Interim Financial Reporting". The condensed consolidated interim financial statements do not include all of the information and disclosures required for a full set of financial statements prepared in accordance with HKFRSs and should be read in conjunction with the annual consolidated financial statements of the Group for the year ended 31 December 2021.

### 1. 一般資料

本公司在百慕達註冊成立為一間受豁免有限公司，其股份於聯交所主板上市。本公司之註冊辦事處和主要營業地點之地址分別為Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda和香港灣仔港灣道6-8號瑞安中心305室。

本公司為一間投資控股公司。本集團的主要業務為投資控股。

除另有說明之外，簡明綜合中期財務報表以千港元（「千港元」）為單位呈列。

截至2022年6月30日止六個月簡明綜合中期財務報表已於2022年8月29日獲董事會批准刊發。

### 2. 編製基準

本期間之簡明綜合中期財務報表乃根據上市規則和香港會計準則第34號「中期財務報告」之適用披露規定而編製。簡明綜合中期財務報表並未納入根據香港財務報告準則編製完整財務報表時規定的所有資料和披露，和應與截至2021年12月31日止年度之本集團年度綜合財務報表一併閱讀。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 3. Summary of Significant Accounting Policies

The condensed consolidated interim financial statements have been prepared in accordance with the accounting policies adopted in the Group's most recent annual consolidated financial statements for the year ended 31 December 2021, except for the adoption of the following amended HKFRSs which are effective on the Group's financial statements beginning from 1 January 2022:

Amendments to HKFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRS Standards 2018–2020

The directors anticipate that all of the amended HKFRSs adopted in the Group's accounting policy in the current period are not expected to have a material impact on the Group's condensed consolidated financial statements.

The Group has not early applied any new standards, interpretations or amendments that is not yet effective for the current accounting period.

### 4. Critical Accounting Estimates and Judgements

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

In preparing these condensed consolidated interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual consolidated financial statements of the Group for the year ended 31 December 2021.

### 3. 主要會計政策概要

簡明綜合中期財務報表乃根據本集團於截至2021年12月31日止年度的最新年度綜合財務報表中所採納的會計政策編製，惟本集團採納下列於2022年1月1日開始生效之財務報表的經修訂香港財務報告準則除外：

香港財務報告準則第16號(修訂本)	於2021年6月30日之後的新冠病毒疫情相關租金寬減
香港會計準則第16號(修訂本)	物業、廠房及設備 – 擬定用途前之所得款項
香港會計準則第37號(修訂本)	虧損性合約 – 履行合約的成本
香港財務報告準則(修訂本)	香港財務報告準則2018年至2020年之年度改進

董事預計，在本期間本集團之會計政策所採納的所有經修訂香港財務報告準則，不會對本集團之簡明綜合財務報表產生重大影響。

本集團概無提早應用於當前會計期間尚未生效的任何新訂準則、詮釋或修訂。

### 4. 關鍵會計估計和判斷

編製簡明綜合中期財務報表時，需要管理層做出會計判斷、估計和假設，該等會計判斷、估計和假設會影響會計政策之應用以及資產和負債、收入和開支之報告金額。實際結果可能有別於該等估計。

編製該等簡明綜合中期財務報表時，管理層應用本集團之會計政策作出的重大判斷和估計不確定因素之主要來源，與應用於本集團截至2021年12月31日止年度之年度綜合財務報表者一致。



# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 5. Segment Information

HKFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the CODM, being the only executive director of the Company, in order to allocate resources and to assess performance. The CODM reviews the Group's investment portfolio and profit or loss as a whole, which is determined in accordance with the Group's accounting policies, for performance assessment, up to 9 June 2021. Accordingly, no operating segment information is presented.

The position of executive director has been vacant from 10 June 2021. Moreover, due to the nature of the Company's business the Board of Directors continues the same view. Accordingly, no operating segment information shall be presented.

### 6. Gross Proceeds from Operations/ Revenue

The following table shows the gross proceeds from disposal of financial assets at FVTPL which are revenue in nature for tax purposes and the revenue of the Group which represents the dividend income:

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
Gross proceeds from disposal of financial assets at FVTPL which are revenue in nature for tax purposes	出售按公平值計入損益之金融資產(就稅務而言為收益性質)所得款項總額	2,924	30,569
Dividend income	股息收入	26	10
		<b>2,950</b>	<b>30,579</b>

Revenue represents dividend income of HK\$26,000 (2021 Period: HK\$10,000).

### 5. 分類資料

香港財務報告準則第8號要求按有關主要經營決策者(即本公司唯一執行董事)定期檢討之本集團成份之內部報告基準識別經營分類,以分配資源及評估表現。主要經營決策者檢討本集團之整體投資組合和溢利或虧損(根據本集團之會計政策釐定)以進行表現評估,直至2021年6月9日止。因此,本集團並無呈列經營分類資料。

自2021年6月10日起,執行董事一職懸空。由於公司之業務性質,董事會維持相同意見。因此,並無呈列經營分類資料。

### 6. 營運所得款項總額/收入

下表顯示出售按公平值計入損益之金融資產(就稅務而言為收益性質)之所得款項總額和本集團之收入,指股息收入:

收入指股息收入26,000港元(2021期間: 10,000港元)。

NOTES TO THE CONDENSED CONSOLIDATED  
INTERIM FINANCIAL STATEMENTS  
簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

## 7. Other Gains and Losses

## 7. 其他收益和虧損

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
Fair value changes of financial assets at FVTPL	按公平值計入損益之金融資產之公平值變動		
– capital in nature for tax purpose	– 就稅務而言為資本性質	(338)	1,568
– revenue in nature for tax purpose	– 就稅務而言為收益性質	251	(3,298)
Proceeds on disposal of automobiles previously written off	出售已經撇銷的汽車所得	(87)	(1,730)
Net exchange gains/(losses)	淨匯兌收益/(虧損)	103	–
		–	7
		16	(1,723)

The fair value changes of financial assets at FVTPL comprised of net realised losses for disposal of financial assets at FVTPL of HK\$21,564,000 (2021 Period: HK\$71,945,000). These figures represent the difference between proceeds on disposal and the original costs of acquisition of financial assets at FVTPL.

按公平值計入損益之金融資產之公平值變動包括出售按公平值計入損益之金融資產之已變現淨虧損21,564,000港元(2021期間: 71,945,000港元)。此等數目代表由出售按公平值計入損益之金融資產的所得款項和在購入時的原價之差額所達致。

## 8. Finance Costs

## 8. 財務成本

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
Interest on loan from a securities broker	來自證券經紀之貸款之利息	486	889
Interest expenses of lease liabilities	租賃負債之利息開支	–	3
		486	892

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 9. Income Tax Expense

No provision for Hong Kong Profits Tax was made for both periods since there was no assessable profit for both periods.

At Period End Date, the Group has unused tax losses of HK\$429,404,000 (31 December 2021: HK\$427,104,000) available to offset against future profits. No deferred tax asset had been recognised due to the unpredictability of future profit streams. The tax losses are subject to the agreement with the Hong Kong Inland Revenue Department and may be carried forward indefinitely.

### 10. Loss for the Period

Loss for the period has been arrived at after charging:

### 9. 所得稅開支

由於兩個期間均無產生應課稅溢利，故並無就兩個期間的香港利得稅作出撥備。

於期結日，本集團之未動用稅項虧損429,404,000港元(2021年12月31日：427,104,000港元)可用於抵銷未來溢利。由於未來溢利流量不可預測，故並無確認遞延稅項資產。稅項虧損須待香港稅務局同意且可無限期承前結轉。

### 10. 期間虧損

本期間虧損已扣除下列各項：

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
<b>(a) Staff costs (including directors' remuneration)</b>	<b>(a) 員工成本(包括董事薪酬)</b>		
Salaries, wages and other benefits	薪金、工資和其他福利	2,049	2,390
Contributions to defined contribution retirement plans	界定供款退休計劃之供款	80	79
		<b>2,129</b>	<b>2,469</b>
<b>(b) Other items</b>	<b>(b) 其他項目</b>		
Depreciation, included in administrative expenses:	行政開支項目下之折舊：		
— Owned assets	— 自有資產	77	184
— Right-of-use assets	— 使用權資產	—	163
Loss on written off of plant and equipments	撇銷廠房和設備之虧損	—	—

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 11. Loss Per Share

Calculation of basic loss per share attributable to the owners of the Company is based on the following data:

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 (unaudited) (未經審核)	2021 (unaudited) (未經審核)
Loss attributable to the owners of the Company (HK\$'000)	本公司擁有人應佔虧損(千港元)	(4,691)	(11,674)
Weighted average number of ordinary shares in issue for the purposes of loss per share (in thousands)	用以計算每股虧損之已發行普通股加權平均數(千股)	1,211,320	1,211,320

The diluted loss per share is the same as basic loss per share as there was no potential dilutive ordinary share outstanding during both periods.

### 11. 每股虧損

本公司擁有人應佔每股基本虧損乃按以下數據計算：

由於該兩個期間並無發行在外之潛在攤薄普通股，故每股攤薄虧損與每股基本虧損相同。

### 12. Dividend

The directors do not recommend the payment of interim dividend for the Period (2021 Period: HK\$Nil).

### 12. 股息

董事不建議派發本期間之中期股息(2021期間：零港元)。

### 13. Plant and Equipments/Right-Of-Use Assets

During the period the Group acquired automobiles of HK\$950,000 (2021 Period: HK\$Nil).

During the Period, the Group did not write off any fixed assets (2021 Period: written off of an automobile with a net book value of HK\$Nil resulting in no gain or loss).

During the Period, depreciation of plant and equipments of HK\$77,000 (2021 Period: HK\$184,000) was provided based on their estimated useful lives of 3 to 5 years.

During the Period, depreciation of right-of-use assets of HK\$Nil (2021 Period: HK\$163,000) was provided based on the lease terms.

### 13. 廠房和設備／使用權資產

於本期間，本集團購入汽車為950,000港元(2021年期間：零港元)。

於本期間，本集團沒有撇銷任何固定資產(2021期間：撇銷一輛汽車，帳上價值為零港元導致沒有收益或虧損)。

於本期間，廠房和設備折舊為77,000港元(2021期間：184,000港元)乃根據其估計可使用年期3至5年估值計算。

於本期間，使用權資產折舊零港元(2021期間：163,000港元)乃根據租期撥備。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 14. Financial Assets at FVOCI/FVTPL

### 14. 按公平值計入其他全面收益之金融資產

		At 30 June 2022 於2022年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 HK\$'000 千港元 (audited) (經審核)
Unlisted equity investment designated at FVOCI (Note)	按公平值計入其他全面收益之非上市股本投資(附註)	20,018	20,018
<b>Non-current portion</b>	<b>非流動部分</b>		
Listed equity investments classified as financial assets at FVTPL which is capital in nature for tax purpose	按公平值計入損益之金融資產之上市股本投資(就稅務而言為資本性質)	12,629	12,967
<b>Current portion</b>	<b>流動部分</b>		
Listed equity investments classified as financial assets at FVTPL which is revenue in nature for tax purpose	按公平值計入損益之金融資產之上市股本投資(就稅務而言為收益性質)	22,671	25,210

Note: The investment is not held for trading. Instead, it is held for long-term strategic purposes. The Directors have elected to designate this investment in unlisted equity investments at FVOCI as they believe that recognising short-term fluctuations in this investment's fair value in profit or loss would not be consistent with the Group's strategy of holding this investment for long-term purposes and realising its performance potential in the long run.

附註：該投資並非持作買賣。相反，其被持作長期戰略投資。董事已選擇將該非上市投資指定為按公平值計入其他全面收益之股本投資，乃由於彼等認為於損益表中的該投資的公平值中確認短期波動不符合本集團將該投資持作長期投資和實現其長遠表現潛力的戰略。

At Period End Date, financial assets at FVTPL of HK\$21,638,000 (31 December 2021: HK\$27,645,000) were pledged to a securities broker for the margin loan of HK\$10,789,000 (31 December 2021: HK\$12,112,000) granted to the Group (note 16).

於期結日，按公平值計入損益之金融資產21,638,000港元(2021年12月31日：27,645,000港元)作為證券經紀授予本集團的孖展貸款10,789,000港元(2021年12月31日：12,112,000港元)的抵押(附註16)。

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For the six months period ended 30 June 2022

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## 15. Other Receivables

## 15. 其他應收賬項

		<b>At 30 June 2022</b> 於2022年 6月30日 <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核)	<b>At 31 December 2021</b> 於2021年 12月31日 <b>HK\$'000</b> 千港元 <b>(audited)</b> (經審核)
Dividend receivable	應收股息	14	2,294
Other prepayments and deposits	其他預付款項和按金	2	269
Other receivables	其他應收賬項	—	5
		<b>16</b>	2,568

## 16. Loan from a Securities Broker

At Period End Date, the margin loan from a securities broker was secured by a portfolio of financial assets at FVTPL held under the margin account, with a total market value of approximately HK\$21,638,000 (31 December 2021: HK\$27,645,000). The Group's margin loan has no determined maturity date and is subject to interest specified from time to time by the securities broker. The maximum amount of the margin loan granted by the securities broker depends on the market value of the assets pledged with the securities broker. The effective interest rate for the Period was 9.252% (2021 Period: 9.252%) per annum. The finance cost for the Period is set out in note 8.

## 16. 來自證券經紀之貸款

於期結日，來自證券經紀之孖展貸款乃由孖展賬戶項下持有之按公平值計入損益之金融資產之組合所抵押，總市值約為21,638,000港元(2021年12月31日：27,645,000港元)。本集團之孖展貸款並無釐定到期日，並須按證券經紀不時指定之利率計息。證券經紀授予之孖展貸款之最高金額取決於質押予證券經紀之資產之市場價值。本期間之實際年利率為9.252%(2021期間：9.252%)。本期間財務成本載列於附註8。

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## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

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### 17. Share Capital

### 17. 股本

		Number of shares 股份數目	Nominal value 面值 HK\$'000 千港元
<b>Ordinary shares of HK\$0.025 each</b>	<b>每股面值0.025港元之普通股</b>		
<b>Authorised:</b>	<b>法定：</b>		
At 31 December 2021 (audited) and at 30 June 2022 (unaudited)	於2021年12月31日(經審核)和 2022年6月30日(未經審核)	4,000,000,000	100,000
<b>Issued and fully paid:</b>	<b>已發行和已繳足：</b>		
At 31 December 2021 (audited) and at 30 June 2022 (unaudited)	於2021年12月31日(經審核)和 2022年6月30日(未經審核)	1,211,320,200	30,283

### 18. Net Asset Value Per Share

### 18. 每股資產淨值

Net asset value per share is computed based on the net asset value of HK\$44,238,000 at Period End Date (31 December 2021: HK\$48,929,000) and 1,211,320,200 at Period End Date (31 December 2021: 1,211,320,200) issued and fully paid Shares.

每股資產淨值乃按於期結日之資產淨值44,238,000港元(2021年12月31日: 48,929,000港元)和已發行和已繳足之1,211,320,200股(2021年12月31日: 1,211,320,200股)股份計算。

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## 19. Particulars of Investments Held by the Group

Particulars of investments held by the Group at Period End Date disclosed pursuant to Chapter 21 of the Listing Rules are as follows:

## 19. 本集團持有之投資詳情

本集團於期結日持有之投資詳情根據上市規則第21章披露如下：

Name 名稱	Place of Incorporation 註冊成立地點	Proportion of investee's capital owned 所擁有接受 投資實體之 資本比例	Fair values of listed/unlisted equity Cost 原值 HK\$ million 百萬港元	Fair values of listed/unlisted equity securities 上市/非上市 股本證券之 公平值 HK\$ million 百萬港元	Dividend income during the period 本期間 股息收入 HK\$ million 百萬港元	Net assets attributable to the investment 投資項目 應佔資產淨值 HK\$ million 百萬港元 (Note) (附註)	Principal activities/ places of operation 主要業務/經營地點
<b>Listed equity securities</b> 上市股本證券							
* ITC Properties Group Limited (00199.HK)	Bermuda	2.40%	71.23	27.30	—	95.80	Property development and investment, hotel and leisure operations, securities trading and loan financing services/ Hong Kong, Macau, Canada, United Kingdom and the PRC
* 德祥地產集團有限公司 (00199.HK)	百慕達						物業發展及投資、酒店及消閒業務營運、證券買賣及貸款融資服務/香港、澳門、加拿大、英國及中國
* Greater Bay Area Dynamic Growth Holding Limited (01189.HK)	Bermuda	4.94%	35.13	4.88	—	88.56	Operation of hotel business/ Hong Kong and the PRC
* 大灣區聚變力量控股有限公司 (01189.HK)	百慕達						酒店業務營運/香港及中國
* Blue River Holdings Limited (formerly known as PYI Corporation Limited) (00498.HK)	Bermuda	1.05%	17.81	2.60	—	29.91	Infrastructure investment and the operation of bulk cargo ports and logistics facilities/PRC
* 藍河控股有限公司 (前稱保華集團有限公司) (00498.HK)	百慕達						基建投資以及大宗散貨港口及物流設施營運/中國



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## 簡明綜合中期財務報表附註

For the six months period ended 30 June 2022

截至2022年6月30日止六個月

### 19. Particulars of Investments Held by the Group (Continued)

Particulars of investments held by the Group at Period End Date disclosed pursuant to Chapter 21 of the Listing Rules are as follows:  
(Continued)

### 19. 本集團持有之投資詳情(續)

本集團於期結日持有之投資詳情根據上市規則第21章披露如下：(續)

Name	Place of Incorporation	Proportion of investee's capital owned	Fair values of listed/unlisted equity securities		Dividend income during the period	Net assets attributable to the investment	Principal activities/ places of operation
名稱	註冊成立地點	所擁有接受投資實體之資本比例	Cost	上市/非上市股本證券之公平值	本期間股息收入	投資項目應佔資產淨值	主要業務/經營地點
			HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元 (Note) (附註)	
China Construction Bank Corporation (00939.HK) 中國建設銀行股份有限公司 (00939.HK)	PRC 中國	0.00001%	0.23	0.16	0.013	0.38	Banking and financial services/ Global operation 銀行和金融服務/全球運營
HSBC Holdings Plc (00005.HK) 滙豐控股有限公司 (00005.HK)	England 英格蘭	0.00002%	0.28	0.19	0.005	0.27	Banking and financial services/ Global operation 銀行和金融服務/全球運營
Tencent Holdings Limited (00700.HK) 騰訊控股有限公司 (00700.HK)	Cayman Islands 開曼群島	0.000002%	0.11	0.071	0.006	0.02	Provision of value-added services, online advertising services, FinTech and Business Services/ Global operation 提供增值服務、在線廣告服務、金融科技和商業服務/全球運營
Success Universe Group Limited (00487.HK) 實德環球有限公司 (00487.HK)	Bermuda 百慕達	0.0046%	0.04	0.02	—	0.04	Engaged in the travel-related, lottery and property investment businesses/Hong Kong, Macau, Canada 從事旅遊相關、彩票及物業投資業務/香港、澳門及加拿大
Sun Hung Kai Properties Limited (00016.HK) 新鴻基地產發展有限公司(00016.HK)	Hong Kong 香港	0.000017%	0.059	0.046	0.001	0.10	Engaged in Property Development and Investment (Hong Kong and PRC) 從事物業發展和投資(香港及中國)

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For the six months period ended 30 June 2022

截至2022年6月30日止六個月

## 19. Particulars of Investments Held by the Group (Continued)

## 19. 本集團持有之投資詳情(續)

Particulars of investments held by the Group at Period End Date disclosed pursuant to Chapter 21 of the Listing Rules are as follows:  
(Continued)

本集團於期結日持有之投資詳情根據上市規則第21章披露如下：(續)

Name	Place of Incorporation	Proportion of investee's capital owned 所擁有接受投資實體之資本比例	Fair values of listed/unlisted equity securities 上市/非上市股本證券之 Cost 原值 HK\$ million 百萬港元	Fair values of listed/unlisted equity securities 公平值 HK\$ million 百萬港元	Dividend income during the period 本期間股息收入 HK\$ million 百萬港元	Net assets attributable to the investment 投資項目應佔資產淨值 HK\$ million 百萬港元 (Note) (附註)	Principal activities/ places of operation 主要業務/經營地點
Link Real Estate Investment Trust (00823.HK)	Hong Kong	0.00002%	0.04	0.03	0.001	0.04	Engaged in Property Development and Investment (Hong Kong, PRC, United Kingdom, Australia)
領展房地產投資信託基金(00823.HK)	香港						從事物業發展和投資(香港, 中國, 英國, 澳洲)
<b>Unlisted equity securities</b> 非上市股本證券							
* Rakarta Limited	The BVI	14.70%	54.05	20.02	—	(2.513)	Investments in a company, which had a subsidiary principally engaged in zinc and lead mining/the PRC
* Rakarta Limited	英屬處女群島						投資於公司有一間主要從事鋅及鉛開採的附屬公司/中國

\* Significant investments held at Period End Date

\* 於期結日持有之重大投資

Note: For listed equity investments, net assets attributable to the investment are based on latest published financial information of the relevant investment. For unlisted equity investment, net assets attributable to investments are based on latest financial statements or management accounts of the investment.

附註：就上市股本投資而言，投資項目應佔資產淨值乃以相關投資項目刊發之最新財務資料為依據。就非上市股本投資而言，投資項目應佔資產淨值乃以投資項目之最新財務報表或管理賬為依據。

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## 簡明綜合中期財務報表附註

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### 19. Particulars of Investments Held by the Group (Continued)

### 19. 本集團持有之投資詳情(續)

Particulars of investments held by the Group at 31 December 2021 disclosed pursuant to Chapter 21 of the Listing Rules are as follows:

根據上市規則第21章，於2021年12月31日本集團持有之投資詳情披露如下：

Name	Place of Incorporation	Proportion of investee's capital owned	Fair values of listed/unlisted equity securities	Dividend income during the year	Net assets attributable to the investment	Principal activities/ places of operation	
名稱	註冊成立地點	所擁有接受投資實體之資本比例	Cost	年內之股息收入	投資項目應佔資產淨值	主要業務/經營地點	
			原值 HK\$ million 百萬港元	公平值 HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元 (Note) (附註)	
<b>Listed equity securities</b> 上市股本證券							
* ITC Properties Group Limited (00199.HK)	Bermuda	2.39%	71.23	26.61	2.29	95.43	Property development and investment, hotel and leisure operations, securities trading and loan financing services/ Hong Kong, Macau, Canada, United Kingdom and the PRC
* 德祥地產集團有限公司 (00199.HK)	百慕達						物業發展及投資、酒店及消閒業務營運、證券買賣及貸款融資服務/香港、澳門、加拿大、英國及中國
* Greater Bay Area Dynamic Growth Holding Limited (01189.HK)	Bermuda	4.94%	35.13	6.55	—	88.56	Operation of hotel business/ Hong Kong and the PRC
* 大灣區聚變力量控股有限公司 (01189.HK)	百慕達						酒店業務營運/香港及中國
* China Development Bank International Investment Limited (01062.HK)	Cayman Islands	0.66%	22.94	2.46	—	12.13	Investments in money market securities and equity and debt related securities in listed and unlisted entities on a global basis/HK and the PRC
* 國開國際投資有限公司 (01062.HK)	開曼群島						投資全球之貨幣市場證券以及上市及非上市實體之股票及債務相關證券/香港及中國

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## 簡明綜合中期財務報表附註

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### 19. Particulars of Investments Held by the Group (Continued)

Particulars of investments held by the Group at 31 December 2021 disclosed pursuant to Chapter 21 of the Listing Rules are as follows:  
(Continued)

### 19. 本集團持有之投資詳情(續)

根據上市規則第21章，於2021年12月31日本集團持有之投資詳情披露如下：(續)

Name	Place of Incorporation	Proportion of investee's capital owned 所擁有接受投資實體之資本比例	Cost	Fair values of listed/unlisted equity securities 上市/非上市股本證券之公平值	Dividend income during the year 年內之股息收入	Net assets attributable to the investment 投資項目應佔資產淨值	Principal activities/ places of operation 主要業務/經營地點
名稱	註冊成立地點		原值 HK\$ million 百萬港元	公平值 HK\$ million 百萬港元	HK\$ million 百萬港元	HK\$ million 百萬港元 (Note) (附註)	
* Blue River Holdings Limited (formerly known as PYI Corporation Limited) (00498.HK)	Bermuda	1.05%	17.81	1.12	—	29.91	Infrastructure investment and the operation of bulk cargo ports and logistics facilities/PRC
* 藍河控股有限公司 (前稱保華集團有限公司) (00498.HK)	百慕達						基建投資以及大宗散貨港口及物流設施營運/中國
China Construction Bank Corporation (00939.HK)	PRC	0.00002%	0.47	0.32	0.02	0.76	Banking and financial services/ Global operation
中國建設銀行股份有限公司 (00939.HK)	中國						銀行和金融服務/全球運營
HSBC Holdings Plc (00005.HK)	England	0.00003%	0.44	0.27	0.001	0.42	Banking and financial services/ Global operation
滙豐控股有限公司 (00005.HK)	英格蘭						銀行和金融服務/全球運營
Tencent Holdings Limited (00700.HK)	Cayman Islands	0.000004%	0.23	0.18	—	0.04	Provision of value-added services, online advertising services, FinTech and Business Services/ Global operation
騰訊控股有限公司 (00700.HK)	開曼群島						提供增值服務、在線廣告服務、金融科技和商業服務/全球運營
Success Universe Group Limited (00487.HK)	Bermuda	0.03%	0.27	0.16	—	0.27	Engaged in the travel-related, lottery and property investment businesses/Hong Kong, Macau, Canada
實德環球有限公司 (00487.HK)	百慕達						從事旅遊相關、彩票及物業投資業務/香港、澳門及加拿大

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

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### 19. Particulars of Investments Held by the Group (Continued)

Particulars of investments held by the Group at 31 December 2021 disclosed pursuant to Chapter 21 of the Listing Rules are as follows: (Continued)

### 19. 本集團持有之投資詳情 (續)

根據上市規則第21章，於2021年12月31日本集團持有之投資詳情披露如下：(續)

Name	Place of Incorporation	Proportion of investee's capital owned 所擁有接受投資實體之資本比例	Fair values of listed/unlisted equity securities Cost 原值 HK\$ million 百萬港元	Fair values of listed/unlisted equity securities 上市/非上市股本證券之公平值 HK\$ million 百萬港元	Dividend income during the year 年內之股息收入 HK\$ million 百萬港元	Net assets attributable to the investment 投資項目應佔資產淨值 HK\$ million 百萬港元 (Note) (附註)	Principal activities/ places of operation 主要業務/經營地點
CNOOC Limited (00883.HK)	Hong Kong	0.00003%	0.12	0.12	—	0.20	Engaged in the exploration, development, production and sale of crude oil and natural gas/Global operation
中國海洋石油有限公司(00883.HK)	香港						從事勘探、開發、生產和銷售原油及天然氣/全球運營
<b>Unlisted equity securities</b> 非上市股本證券							
* Rakarta Limited	The BVI	14.70%	54.05	20.02	—	(2.513)	Investments in a subsidiary principally engaged in zinc and lead mining/the PRC
* Rakarta Limited	英屬處女群島						投資於主要從事鋅及鉛開採的附屬公司/中國

\* Significant investments held as at 31 December 2021

Note: For listed equity securities, net assets attributable to the investments are based on latest published financial information of the relevant investment. For unlisted investments, net assets attributable to investment are based on latest financial statements or management accounts of the relevant investment.

\* 於2021年12月31日持有之重大投資

附註：就上市股本證券而言，投資項目應佔資產淨值乃以相關投資項目刊發之最新財務資料為依據。就非上市投資而言，投資項目應佔資產淨值乃以相關投資項目之最新財務報表或管理賬為依據。

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**20. Related Party/Connected Transactions**    **20. 關連方／關連交易**

During both periods, the Group entered into the following related party/connected transactions:

兩個期間內，本集團訂立以下關連方／關連交易：

Name 名稱	Relationship 關係	Nature of transactions 交易性質	For the six months period ended 30 June 截至6月30日止六個月	
			2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
Opus Capital 創富資本	Investment manager of the Company 本公司之投資經理	Investment management fee expense 投資管理費開支	480	3,600

The remuneration of Directors and other members of key management personnel of the Group during the period was as follows:

本期間，董事和本集團主要管理層其他成員之薪酬如下：

		For the six months period ended 30 June 截至6月30日止六個月	
		2022 HK\$'000 千港元 (unaudited) (未經審核)	2021 HK\$'000 千港元 (unaudited) (未經審核)
Directors' remuneration	董事酬金	150	150
Short-term employee benefits	短期僱員福利	960	1,421
Retirement benefits scheme contributions	退休福利計劃供款	42	79
		<b>1,152</b>	<b>1,650</b>

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 簡明綜合中期財務報表附註

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### 21. Fair Values Measurements of Financial Instruments

Financial assets and liabilities measured at fair value in the condensed consolidated statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurements, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and not using significant unobservable inputs.
- Level 3: significant unobservable inputs for the asset or liability.

The level in the fair value hierarchy within which the financial assets is categorised in its entirety is based on the lowest level of input that is significant to the fair value measurement.

The financial assets measured at fair value in the condensed consolidated statement of financial position on a recurring basis are grouped into the fair value hierarchy as follows:

### 21. 金融工具之公平值計量

於簡明綜合財務狀況表中按公平值計量之金融資產及負債歸類為三個等級之公平值層級。三個等級乃根據計量所用重大輸入值之可觀察程度界定，如下：

- 第1級：相同資產及負債於活躍市場之報價(未經調整)。
- 第2級：第1級所載報價以外之可直接或間接觀察之資產或負債輸入值和並無採用重大不可觀察輸入值。
- 第3級：不可觀察之資產或負債輸入值。

在金融資產之整體分類中，公平值層級之水平基於對公平值計量有重大影響之最低輸入值水平。

於簡明綜合財務狀況表中按經常性基準以公平值計量的金融資產乃如下歸入不同公平值層級：

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>30 June 2022 (unaudited)</b>	<b>2022年6月30日(未經審核)</b>				
Financial assets at FVTPL	按公平值計入損益之金融資產				
– Listed equity investments	– 上市股本投資	35,300	–	–	35,300
Financial asset at FVOCI	按公平值計入其他全面收益之金融資產				
– Unlisted equity investment	– 非上市股本投資	–	–	20,018	20,018
<b>Total</b>	<b>總計</b>	<b>35,300</b>	<b>–</b>	<b>20,018</b>	<b>55,318</b>
<b>31 December 2021 (audited)</b>	<b>2021年12月31日(經審核)</b>				
Financial assets at FVTPL	按公平值計入損益之金融資產				
– Listed equity investments	– 上市股本投資	38,177	–	–	38,177
Financial asset at FVOCI	按公平值計入其他全面收益之金融資產				
– Unlisted equity investment	– 非上市股本投資	–	–	20,018	20,018
<b>Total</b>	<b>總計</b>	<b>38,177</b>	<b>–</b>	<b>20,018</b>	<b>58,195</b>

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS 簡明綜合中期財務報表附註

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## 21. Fair Values Measurements of Financial Instruments (Continued)

There were no transfers between the levels during the Period (31 December 2021: Nil).

The fair value of financial assets at FVTPL was determined by reference to the quoted bid price in the active market.

The information about the fair value of the unlisted equity investment categorised under Level 3 fair value hierarchy are as follows:

## 21. 金融工具之公平值計量(續)

於本期間，等級之間並無轉撥(2021年12月31日：無)。

按公平值計入損益之金融資產之公平值乃經參考於活躍市場的買入價後釐定。

關於根據第3級公平值層級歸類之非上市股本投資公平值之資料如下：

Fair value as at 於下列時間之公平值	Valuation technique(s) and key input(s) 估值技術及重要輸入值	Significant unobservable input(s) 重要非可觀察輸入值
<b>30 June 2022 2022年 6月30日 HK\$'000 千港元</b>	31 December 2021 2021年 12月31日 HK\$'000 千港元	
<b>20,018</b>	20,018 Discounted cash flows 貼現現金流量	Discount rate of 20.40% (31 December 2021: 20.40%), 貼現率為20.40%(2021年12月31日：20.40%)，  Forecasted production volume of 220,000 (31 December 2021: 220,000) tonnes per year, Production is assumed to resume in second half of 2024. 預測產量為每年220,000噸(2021年12月31日：220,000噸)，生產預計在2024年下半年恢復  Forecasted selling price with base price of RMB2,018 (31 December 2021: RMB2,018) per tonne and price changes over the projection period; and 預測銷售價以每噸人民幣2,018元(2021年12月31日：人民幣2,018元)為基準價和預測期內之價格變動；和  Marketability discount of 20.60% (31 December 2021: 20.60%) 市場流通性折扣為20.60% (2021年12月31日：20.60%)



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### 21. Fair Values Measurements of Financial Instruments (Continued)

Final valuation report for the fair value as at 31 December 2021 by independent third party was issued on 30 June 2022 before announcement of final results on 15 July 2022 and agreed by the auditor.

No adjustment has been made on the fair value as at Period End Date. Any adjustments will be made at 31 December 2022 when the auditor is involved.

The fair values of the Group's financial assets and financial liabilities recorded at amortised cost are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The Directors consider that the carrying amounts of its financial assets and financial liabilities recorded at amortised cost in the condensed consolidated interim financial statements approximate to their fair values.

#### Reconciliation of Level 3 fair value measurements of financial asset

		Unlisted equity securities classified as financial assets at FVOCI 分類為按公平值計入 其他全面收益之金融資產 之非上市股本證券 HK\$'000 千港元
At 31 December 2021 (audited)	於2021年12月31日(經審核)	20,018
(Loss) recognised in other comprehensive expense	於其他全面開支確認之(虧損)	—
<b>At 30 June 2022 (unaudited)</b>	<b>於2022年6月30日(未經審核)</b>	<b>20,018</b>
At 31 December 2020 (audited)	於2020年12月31日(經審核)	44,056
(Loss) recognised in other comprehensive expense	於其他全面開支確認之(虧損)	(24,038)
At 31 December 2021 (audited)	於2021年12月30日(經審核)	20,018

### 21. 金融工具之公平值計量(續)

有關於2021年12月31日的公平值之獨立第三者的最終估值報告在2022年6月30日出版，然後在2022年7月15日全年業績公告發出前被核數師確認。

因此公平值在期結日未有調整。2022年12月31日當有核數師參與時才對其作出任何調整。

本集團按攤銷成本入賬之金融資產及金融負債之公平值根據貼現現金流量分析使用公認定價模型釐定。

董事認為，其於簡明綜合中期財務報表按攤銷成本入賬之金融資產和金融負債之賬面值與其公平值相若。

#### 金融資產第3級公平值計量之對賬

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS 簡明綜合中期財務報表附註

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## 22. Comparative figures

Certain comparative figures have been reclassified to conform with the Period's presentation in the condensed consolidated interim financial statements.

## 22. 比較數字

若干比較數字已重新分類，以符合本期間簡明綜合中期財務報表的呈列。

## 23. Subsequent Events

There is no major event subsequent to Period End Date.

## 23. 期後事項

期結日後概無發生重大事項。

## GLOSSARY

### 詞彙

In this interim report, the following expressions shall have the following meanings unless the context otherwise requires:

於本中期報告內，除非文義另有所指，否則下列詞彙具有以下涵義：

Associate(s) 聯營公司	has the meaning ascribed to it under the Listing Rules 具有上市規則賦予該詞之涵義
Board 董事會	Board of Directors 董事會
BVI 英屬處女群島	British Virgin Islands 英屬處女群島
CG Code 企管守則	Corporate Governance Code as contained in Appendix 14 of the Listing Rules 載於上市規則附錄14之企業管治守則
CODM 主要經營決策者	Chief operating decision maker 主要經營決策者
Company 本公司	Prosperity Investment Holdings Limited, a company incorporated in Bermuda with limited liability, whose issued Shares are listed on the Main Board of Stock Exchange 嘉進投資國際有限公司，一間於百慕達註冊成立之有限公司，其已發行股份於聯交所主板上市
Director(s) 董事	Director(s) of the Company 本公司董事
FVOCI 按公平值計入其他全面收益	fair value through other comprehensive income 按公平值計入其他全面收益
FVTPL 按公平值計入損益	fair value through profit or loss 按公平值計入損益
Group 本集團	Company and its subsidiaries 本公司及其附屬公司
HKAS 香港會計準則	Hong Kong Accounting Standards issued by HKICPA 香港會計師公會頒佈之香港會計準則
HKFRS(s) 香港財務報告準則	including individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations issued by HKICPA 包括香港會計師公會頒佈之所有個別香港財務報告準則、香港會計準則和詮釋
HKICPA 香港會計師公會	Hong Kong Institute of Certified Public Accountants 香港會計師公會

In this interim report, the following expressions shall have the following meanings unless the context otherwise requires: 於本中期報告內，除非文義另有所指，否則下列詞彙具有以下涵義：

HK\$ 港元	Hong Kong Dollar, the lawful currency of Hong Kong 香港法定貨幣港元
Hong Kong 香港	Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
INED(s) 獨立非執行董事	Independent non-executive Directors(s) 獨立非執行董事
Listing Rules 上市規則	Rules Governing the Listing of Securities on Stock Exchange 聯交所證券上市規則
MPF Scheme 強積金計劃	Mandatory Provident Fund Scheme established under Mandatory Provident Funds Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) 根據香港法例第485章強制性公積金計劃條例而設立之強制性公積金計劃
Model Code 標準守則	Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules 上市規則附錄10所載之上市發行人董事進行證券交易的標準守則
Opus Capital 創富資本	Opus Capital Management Limited, the investment manager of the Group since 1 January 2019 that provides investment management services to the Group and a private limited company incorporated in Hong Kong licensed to carry out Type 9 (asset management) regulated activities under SFO 創富資本管理有限公司，自2019年1月1日為本集團之投資經理，負責向本集團提供投資管理服務，乃一間於香港註冊成立之私人有限公司，和根據證券及期貨條例可進行第9類(提供資產管理)受規管活動之持牌人
Period 本期間	the six months period ended 30 June 2022 截至2022年6月30日止六個月
Period End Date 期結日	at 30 June 2022 於2022年6月30日
2021 Period 2021期間	the six months period ended 30 June 2021 截至2021年6月30日止六個月
PRC 中國	People's Republic of China, which for the purpose of this interim report, excludes Hong Kong, Macau and Taiwan 中華人民共和國，就本中期報告而言，不包括香港、澳門和台灣
Rakarta Rakarta	Rakarta Limited, a limited company incorporated in BVI Rakarta Limited，一間於英屬處女群島註冊成立之有限公司
RMB 人民幣	Renminbi, the lawful currency of PRC 中國法定貨幣人民幣

## GLOSSARY

### 詞彙

In this interim report, the following expressions shall have the following meanings unless the context otherwise requires:

於本中期報告內，除非文義另有所指，否則下列詞彙具有以下涵義：

Share(s) 股份	share(s) of HK\$0.025 each in the share capital of the Company 本公司股本中每股面值0.025港元之股份
Shareholder(s) 股東	holder(s) of Share(s) 股份持有人
SFO 證券及期貨條例	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) 香港法例第571章證券及期貨條例
Stock Exchange 聯交所	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
USA 美國	United States of America 美利堅合眾國
USD 美元	United States Dollar, the lawful currency of USA 美國法定貨幣美元



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