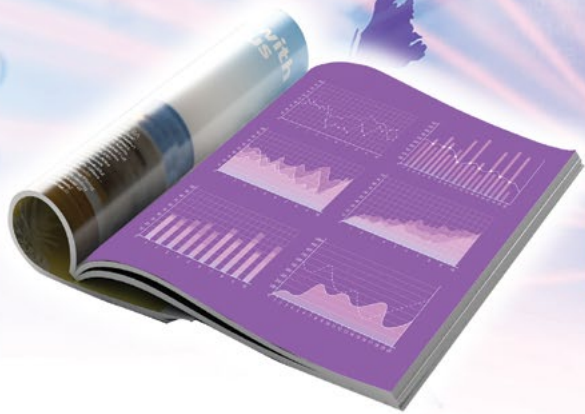


INTERIM REPORT 中期報告 2023



Sino Splendid Holdings Limited 中國華泰瑞銀控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

GEM Stock 股份代號 : 8006

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

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

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

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

香港聯合交易所有限公司（「聯交所」）GEM 之特色

GEM 之定位，乃為相比起其他在聯交所上市之公司帶有較高投資風險之中小型公司提供上市之市場。有意投資之人士應了解投資於該等公司之潛在風險，並應經過審慎周詳之考慮後方作出投資決定。

由於GEM上市之公司普遍為中小型公司，在GEM買賣之證券可能會較於主板買賣之證券承受更大之市場波動風險，同時無法保證在GEM買賣之證券會有高流通量之市場。

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本報告所載之資料乃遵照香港聯合交易所有限公司《GEM證券上市規則》（「GEM上市規則」）之規定而提供有關中國華泰瑞銀控股有限公司（「本公司」）之資料。本公司之各董事願就本報告共同及個別承擔全部責任，並在作出一切合理查詢後確認，就彼等所知及所信，本報告所載之資料在各重大方面均屬準確完整，且無誤導或欺詐成份，以及本報告並無遺漏其他事實致使本報告所載任何陳述或本報告產生誤導。

The board (the “Board”) of directors (the “Directors”) of Sino Splendid Holdings Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (hereinafter collectively referred to as the “Group”) for the three months (the “Quarterly Period”) and six months (the “Half-Yearly Period”) ended 30 June 2023, together with the comparative unaudited figures for the corresponding periods in 2022.

中國華泰瑞銀控股有限公司（「本公司」）董事（「董事」）會（「董事會」）欣然公佈本公司及其附屬公司（下文統稱「本集團」）截至二零二三年六月三十日止三個月（「季度期間」）及六個月（「半年期間」）之未經審核綜合業績，連同二零二二年同期之未經審核比較數字。

UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2023

未經審核綜合損益及其他全面收益表

截至二零二三年六月三十日止六個月

		Notes 附註	(Unaudited) (未經審核)		(Unaudited) (未經審核)	
			Three months ended 30 June		Six months ended 30 June	
			截至六月三十日止三個月		截至六月三十日止六個月	
			2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	
		千港元	千港元	千港元	千港元	
Revenue	營業額	3	9,824	19,595	19,145	37,727
Cost of sales	銷售成本		(6,103)	(10,471)	(11,961)	(21,225)
Gross profit	毛利		3,721	9,124	7,184	16,502
Other income, gains and losses	其他收入、收益及虧損	16	(51)	2,005	(242)	(6,637)
Selling and distribution expenses	銷售及分銷開支		(6,101)	(1,513)	(9,140)	(9,747)
Administrative expenses	行政開支		(6,165)	(8,998)	(10,988)	(20,308)
Finance costs	融資成本		-	(59)	-	(128)
(Loss)/Profit before income tax	除所得稅前 (虧損)/溢利		(8,596)	559	(13,186)	(20,318)
Income tax credit	所得稅抵免	5	-	-	-	-
(Loss)/Profit for the period	期內(虧損)/溢利	6	(8,596)	559	(13,186)	(20,318)

**UNAUDITED CONSOLIDATED
STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME**
(continued)

For the six months ended 30 June 2023

未經審核綜合損益及其他全
面收益表(續)

截至二零二三年六月三十日止
六個月

		(Unaudited) (未經審核)		(Unaudited) (未經審核)	
		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Notes 附註					
Other comprehensive income/(expenses):	其他全面收入/ (開支):				
<i>Items that may be reclassified subsequently to profit or loss:</i>	其後可能重新分類至 損益之項目:				
Exchange differences on translating foreign operation	換算海外業務之 匯兌差額	2,464	(99)	2,067	(109)
Other comprehensive income/(expenses) for the period	期內其他全面 收入/(開支)	2,464	(99)	2,067	(109)
Total comprehensive (expenses)/income for the period	期內全面(開支)/ 收入總額	(6,132)	460	(11,119)	(20,427)

**UNAUDITED CONSOLIDATED
STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME**
(continued)

For the six months ended 30 June 2023

未經審核綜合損益及其他全
面收益表(續)

截至二零二三年六月三十日止
六個月

		(Unaudited) (未經審核)		(Unaudited) (未經審核)	
		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Notes 附註					
(Loss)/Profits attributable to: 下列人士應佔 (虧損)/溢利:					
Owners of the Company	本公司持有人	(8,596)	559	(13,186)	(20,318)
Non-controlling interests	非控股權益	-	-	-	-
		(8,596)	559	(13,186)	(20,318)
Total comprehensive (expenses)/income attributable to: 下列人士應佔全面 (開支)/收入 總額:					
Owners of the Company	本公司持有人	(6,132)	460	(11,119)	(20,427)
Non-controlling interests	非控股權益	-	-	-	-
		(6,132)	460	(11,119)	(20,427)
(Loss)/Profits per share 每股(虧損)/溢利					(Restated) (經重列)
Basic (cents per share)	基本(每股港仙)	(5.83)	0.45	(8.94)	(16.53)
Diluted (cents per share)	攤薄(每股港仙)	(5.83)	0.45	(8.94)	(16.53)

**UNAUDITED CONSOLIDATED
STATEMENT OF FINANCIAL POSITION**

As at 30 June 2023

未經審核綜合財務狀況表

於二零二三年六月三十日

			(Unaudited) (未經審核)	(Audited) (經審核)
			2023	2022
			二零二三年	二零二二年
			30 June	31 December
			六月三十日	十二月三十一日
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Non-current Assets	非流動資產			
Property, plant and equipment	物業、機器及設備	9	627	1,528
Goodwill	商譽		5,161	5,161
			5,788	6,689
Current Assets	流動資產			
Accounts receivable	應收賬款	10	34,565	39,704
Prepayments, deposit and other receivables	預付款項、按金及其他應收款項		22,207	14,667
Financial assets at fair value through profit or loss	按公允價值計入損益之金融資產		6,153	6,605
Loan receivable	應收貸款		9,731	9,731
Bank balances and cash	銀行結餘及現金		34,037	31,199
Inventories	存貨		1,828	1,828
			108,521	103,734
Current Liabilities	流動負債			
Accounts payable	應付賬款	11	-	23
Other payables and accrued liabilities	其他應付款項及應計負債		22,538	7,508
Tax liabilities/assets	稅項負債/資產		85	87
Lease liability	租賃負債		-	-
			22,623	7,618

**UNAUDITED CONSOLIDATED
STATEMENT OF FINANCIAL POSITION**
(continued)

As at 30 June 2023

未經審核綜合財務狀況表
(續)

於二零二三年六月三十日

		(Unaudited) (未經審核) 2023 二零二三年 30 June 六月三十日 Notes 附註	(Audited) (經審核) 2022 二零二二年 31 December 十二月三十一日 HK\$'000 千港元
Net Current Assets	流動資產淨值	85,898	96,116
Total Assets less Current Liabilities	總資產減流動負債	91,686	102,805
Non-current Liabilities Lease liabilities	非流動負債 租賃負債	-	-
Net Assets	資產淨值	91,686	102,805
Capital and Reserves Share capital Share premium and reserves	股本及儲備 股本 股份溢價及儲備	12	5,902 94,874
Equity attributable to owners of the Company	本公司持有人應佔權益	89,657	100,776
Non-controlling interests	非控股權益	2,029	2,029
Total Equity	總權益	91,686	102,805

UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2023

未經審核綜合權益變動表

截至二零二三年六月三十日止
六個月

		Share capital	Share premium	Capital reserve	Share option reserve	Capital redemption reserve	Reserve funds	Translation reserve	Retained profits	Subtotal	Attributable to non-controlling interests	Total
		股本	股份溢價	資本儲備	購股權儲備	贖回儲備	儲備金	匯兌儲備	保留溢利	小計	非控股權益	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
			(附註a)	(附註a)			(附註b)					
At 1 January 2022	於二零二二年一月一日	4,784	79,246	755	1,612	11,690	19,025	43,748	(28,342)	132,518	2,029	134,547
Loss for the period	期內虧損	-	-	-	-	-	-	-	(20,318)	(20,318)	-	(20,318)
Other comprehensive income/(expenses) for the period	期內其他全面收入/(開支)	-	-	-	-	-	-	(109)	-	(109)	-	(109)
Grant of share option	授出購股權	-	-	-	1,328	-	-	-	-	1,328	-	1,328
Exercise of share option	行使購股權	193	1,879	-	(590)	-	-	-	-	1,482	-	1,482
Lapsed of share option	購股權失效	-	-	-	(1)	-	-	-	1	-	-	-
Conversion of convertible bonds	轉換可換股債券	925	8,325	-	-	-	-	-	-	9,250	-	9,250
Total comprehensive income/(expenses) for the period	期內全面收入/(開支)總額	1,118	10,204	-	737	-	-	(109)	(20,317)	(8,367)	-	(8,367)
At 30 June 2022	於二零二二年六月三十日	5,902	89,450	755	2,349	11,690	19,025	43,639	(48,659)	124,151	2,029	126,180
At 1 January 2023	於二零二三年一月一日	5,902	89,449	755	2,350	11,690	19,025	42,969	(71,364)	100,776	2,029	102,805
Loss for the period	期內虧損	-	-	-	-	-	-	-	(13,186)	(13,186)	-	(13,186)
Other comprehensive income/(expenses) for the period	期內其他全面收入/(開支)	-	-	-	-	-	-	2,067	-	2,067	-	2,067
Lapsed of share option	購股權失效	-	-	-	(1,022)	-	-	-	1,022	-	-	-
Total comprehensive income/(expenses) for the period	期內全面收入/(開支)總額	-	-	-	(1,022)	-	-	2,067	(12,164)	(11,119)	-	(11,119)
At 30 June 2023	於二零二三年六月三十日	5,902	89,449	755	1,328	11,690	19,025	45,036	(83,528)	89,657	2,029	91,686

UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(continued)

For the six months ended 30 June 2023

未經審核綜合權益變動表 (續)

截至二零二三年六月三十日止
六個月

Note a: Under the Companies Law of the Cayman Islands (2010 Revision as amended from time to time), the share premium and capital reserve of the Company may be applied for payment of distributions or dividends to shareholders of the Company provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

附註 a: 根據開曼群島公司法(二零一零年修訂本,經不時修訂),本公司股份溢價及資本儲備可供撥作分派或派付股息予本公司股東,惟緊隨建議分派或派息當日後,本公司能於正常業務過程中支付到期之債務。

Note b: Pursuant to the relevant laws and regulations for foreign investment enterprises (the "FIEs") established in the People's Republic of China excluding Hong Kong (the "PRC"), a certain portion of the FIE's profits is required to be transferred to reserve funds which are not distributable. Transfers to this reserve are made out of the FIE's profit after taxation calculated in accordance with accounting principles and financial regulations applicable to PRC enterprises and shall not be less than 10% of profit after taxation. No such transfer was made in either periods as there was no such profit after taxation from the FIEs.

附註 b: 根據適用於在中華人民共和國(「中國」,不包括香港)成立之外商投資企業(「外商投資企業」)之相關法律及規例,外商投資企業之若干溢利須轉撥至不可分派之儲備金內。轉撥至儲備金之金額乃根據適用於中國企業之會計準則及財務規例計算之外商投資企業之除稅後溢利計算,不得低於除稅後溢利之10%。由於並無來自外商投資企業之除稅後溢利,因此於兩段期間內並無進行有關轉撥。

**UNAUDITED CONDENSED
CONSOLIDATED STATEMENT OF CASH
FLOWS**

For the six months ended 30 June 2023

未經審核簡明綜合現金流量表

截至二零二三年六月三十日止
六個月

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Net cash used in operating activities	經營業務所用 現金淨額	706	1,481
Net cash generated by (used in) investing activities	投資活動所得 (所用)現金淨額	69	(91)
Net cash used in financing activities	融資活動所用現金淨額	(4)	12,008
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物之 增加／(減少)淨額	771	13,398
Cash and cash equivalents at 1 January	於一月一日之現金及 現金等價物	31,199	37,160
Effect of exchange rate changes on the balance of cash held in foreign currencies	匯率變動對所持外幣 現金結餘之影響	2,067	(109)
Cash and cash equivalents at 30 June, representing bank balances and cash	於六月三十日之現金 及現金等價物， 即銀行結餘及現金	34,037	50,449

NOTES:

1. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standards 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of Chapter 18 of the GEM Listing Rules.

The unaudited condensed consolidated financial statements of the Group have not been reviewed by the Company's auditor. Adjustments may be identified during the course of annual audit to be performed by the Company's auditor.

2. PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements of the Group have been prepared under historical cost convention, except for certain financial instruments, which are measured at fair value. The principal accounting policies used in the preparation of the unaudited condensed consolidated financial statements are consistent with those adopted in the preparation of the annual financial statements of the Group for the year ended 31 December 2022 except that the Group has adopted the newly issued and revised HKFRSs, which are effective for the annual period beginning on 1 January 2023, as disclosed in the annual consolidated financial statements for the year ended 31 December 2022.

The adoption of these new and revised HKFRSs did not result in significant changes to the Group's financial performance and financial position.

The Group has not applied any new and revised HKFRSs that are not effective for the Half-Yearly Period.

附註：

1. 編製基準

未經審核簡明綜合財務報表乃根據香港會計師公會頒佈之香港會計準則第34號「中期財務報告」及GEM上市規則第18章之披露規定而編製。

本集團之未經審核簡明綜合財務報表並未經由本公司之核數師審閱。本公司之核數師在進行年度審核時，可能會辨別到需要進行調整之處。

2. 主要會計政策

本集團之未經審核簡明綜合財務報表乃按歷史成本慣例編製，惟按公允值計量之若干財務工具除外。於編製未經審核簡明綜合財務報表時所採用之主要會計政策與編製本集團截至二零二二年十二月三十一日止年度之年度財務報表時所採用者一致，惟本集團已採用新頒佈及經修訂之香港財務報告準則除外，該等準則於二零二三年一月一日開始之年度期間生效（誠如截至二零二二年十二月三十一日止年度之年度綜合財務報表所披露）。

採用該等新訂及經修訂香港財務報告準則並無令本集團之財務表現及財務狀況產生重大變動。

本集團並無應用於半年期間尚未生效之任何新訂及經修訂香港財務報告準則。

3. REVENUE

An analysis of the Group's revenue for the periods is as follows:

3. 營業額

本集團於期內之營業額分析如下：

		(Unaudited) (未經審核)		(Unaudited) (未經審核)	
		Three months ended 30 June 截至六月三十日 止三個月		Six months ended 30 June 截至六月三十日 止六個月	
		2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Travel Media	旅遊媒體	800	1,951	1,600	5,634
Financial Magazine and Other Media Business	財經雜誌及 其他媒體業務	8,750	14,300	17,000	28,350
Securities Investment	證券投資	-	-	-	-
Money Lending	放債	274	274	545	545
Virtual Reality	虛擬現實	-	3,070	-	3,198
		9,824	19,595	19,145	37,727

4. SEGMENT INFORMATION

The Group determines its operating segments based on the reports reviewed by the chief operating decision-maker that are used to make strategic decisions.

The Group has five (2022: five) reportable segments. The segments are managed separately as each business offers different products and services and requires different business strategies. The following summary describes the operations in each of the Group's reportable segments:

- i. Engaged in travel media operations with provision of advertising services through the internet and travel magazines, event organizing services and magazine publication (the "Travel Media Business");
- ii. Provision of contents and advertising services in multiple well-known financial magazine distributed in the PRC and provision of advertising services through the internet and other media channels ("Financial Magazine and Other Media Business");
- iii. Investment in securities (the "Securities Investment");
- iv. Money lending (the "Money Lending"); and
- v. Virtual reality shop (the "Virtual Reality").

Inter-segment transactions, if any, are priced with reference to prices charged to external parties for similar products or services. Corporate revenue and expenses are not allocated to the operating segments as they are not included in the measure of the segments' profit that is used by the chief operating decision-maker for assessment of segment performance.

4. 分部資料

本集團按主要經營決策者所審閱並賴以作出戰略決策之報告釐定其經營分部。

本集團有五個(二零二二年:五個)可報告分部。由於各業務提供不同產品及服務,所需之業務策略亦不盡相同,因此各分部之管理工作乃獨立進行。以下為本集團各可報告分部業務之概要:

- i. 從事透過互聯網及旅遊雜誌提供廣告宣傳服務、舉辦活動服務及出版雜誌之旅遊媒體業務(「旅遊媒體業務」);
- ii. 向多家於中國發行之知名財經雜誌提供內容及廣告宣傳服務及透過互聯網及其他媒體渠道提供廣告服務(「財經雜誌及其他媒體業務」);
- iii. 證券投資(「證券投資」);
- iv. 放債(「放債」);及
- v. 虛擬現實商店(「虛擬現實」)。

分部間交易(如有)之價格乃參考就類似產品或服務向外部人士收取之價格釐定。由於企業收入及支出並未計入主要經營決策者評估分部表現時使用之分部溢利計量內,故並無分配至經營分部。

4. SEGMENT INFORMATION (continued)

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

4. 分部資料 (續)

以下為本集團按可報告分部劃分之營業額及業績分析：

		(Unaudited) (未經審核)					
		Six months ended 30 June 2023 截至二零二三年六月三十日止六個月					
		Travel Media Business	Financial Magazine and Other Media Business	Securities Investment	Money Lending	Virtual Reality	Total
		旅遊媒體 業務	財經雜誌 及其他媒體 業務	證券投資	放債	虛擬現實	總計
		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
Reportable segment revenue from external customers	來自外部客戶之 可報告分部營業額	1,600	17,000	-	545	-	19,145
Reportable segment profit (loss)	可報告分部溢利 (虧損)	(600)	3,576	-	56	(902)	2,130

		(Unaudited) (未經審核)					
		Six months ended 30 June 2022 截至二零二二年六月三十日止六個月					
		Travel Media Business	Financial Magazine and Other Media Business	Securities Investment	Money Lending	Virtual Reality	Total
		旅遊媒體 業務	財經雜誌 及其他媒體 業務	證券投資	放債	虛擬現實	總計
		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
Reportable segment revenue from external customers	來自外部客戶之 可報告分部營業額	5,634	28,350	-	545	3,198	37,727
Reportable segment profit (loss)	可報告分部溢利 (虧損)	(4,297)	(3,489)	-	(1,527)	2,381	(6,932)

4. **SEGMENT INFORMATION** (continued)
Reconciliation of reportable segment revenue and profit or loss

4. 分部資料 (續)
 可報告分部營業額及損益之對賬

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Revenue	營業額		
Reportable segment revenue	可報告分部營業額	19,145	37,727
Loss before income tax	除所得稅前虧損		
Reportable segment profit (loss)	可報告分部溢利 / (虧損)	2,130	(6,932)
Unallocated corporate income	未分配企業收入	1,281	4,998
Unallocated corporate expenses	未分配企業開支	(16,597)	(18,384)
Consolidated loss before income tax	除所得稅前綜合虧損	(13,186)	(20,318)

Geographic information

The geographical location of customers is based on the location at which the goods delivered or service provided. The geographical location of the non-current asset is based on the physical and operating location of the asset.

The Group's operations and workforce are mainly located in Singapore and Hong Kong.

The following table provides an analysis of the Group's revenue from external customers.

地區資料

客戶地理位置乃按貨品交付或提供服務之地點劃分。非流動資產的地理位置乃按該資產之實際及經營地點劃分。

本集團之業務及員工主要位於新加坡及香港。

下表載列本集團來自外部客戶之營業額分析。

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日 止六個月	
		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Singapore	新加坡	-	5,634
Hong Kong	香港	19,145	32,093

4. SEGMENT INFORMATION (continued)
Geographic information (continued)

The following table provides an analysis of the Group's non-current assets.

		(Unaudited) (未經審核)	(Audited) (經審核)
		30 June 2023	31 December 2022
		二零二三年 六月三十日	二零二二年 十二月三十一日
		HK\$'000 千港元	HK\$'000 千港元
Singapore	新加坡	-	-
Hong Kong	香港	5,788	6,689

5. INCOME TAX

Hong Kong Profits Tax has been provided at a rate of 16.5% (2022: 16.5%) on the estimated assessable profit for the Half-Yearly Period and the corresponding period in 2022. No provision has been made for Hong Kong Profits Tax as there are no assessable profits generated for the period ended 30 June 2023.

On 21 March 2018, the Inland Revenue (Amendment) (No. 7) Bill 2017, which introduces a two-tiered profits tax regime, was substantively enacted. Under the two-tiered profits tax regime, the first HK\$2 million of assessable profits of qualifying corporations will be taxed at 8.25% with effect from the year assessment 2018/2019. Profits above HK\$2 million will continue to be subject to the tax rate of 16.5%.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdiction.

4. 分部資料 (續)
地區資料 (續)

下表載列本集團非流動資產之分析。

5. 所得稅

香港利得稅乃就半年期間及二零二二年同期的估計應課稅溢利按16.5% (二零二二年: 16.5%) 之稅率計提撥備。由於截至二零二三年六月三十日止期間內並無產生應課稅溢利, 因此並無計提香港利得稅撥備。

《二零一七年稅務(修訂)(第7號)條例草案》於二零一八年三月二十一日實質上已實行, 並據此引入利得稅兩級制。根據利得稅兩級制, 由二零一八年/二零一九年課稅年度開始, 合資格公司首2,000,000港元應課稅溢利之稅率為8.25%, 而超過2,000,000港元之溢利將仍按16.5%之稅率繳稅。

源自其他司法權區之稅項乃根據相關司法權區之通用稅率計算。

6. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging (crediting) the following items:

6. 期內虧損

期內虧損乃經扣除(計入)下列各項後達致:

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Depreciation of property, plant and equipment	物業、機器及設備之折舊	327	410
Staff costs (including directors' emoluments)	員工成本 (包括董事酬金)	1,535	5,480
Auditor's remuneration	核數師酬金	-	93
Investment income from available-for-sale investments (included in other income, gains and losses)	可供出售投資之投資收入(計入其他收入、收益及虧損)	-	(132)
Net foreign exchange loss/(gain)	匯兌虧損/(收益)淨額	56	293
Bank interest income (included in other income, gains and losses)	銀行利息收入(計入其他收入、收益及虧損)	35	-

7. 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:

7. 每股虧損

本公司持有人應佔每股基本及攤薄虧損乃根據下列數據計算。

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
			(Restated) (經重列)
Loss per share	每股虧損		
Loss for the purpose of computation of basic loss per share	就計算每股基本虧損之虧損	13,186	20,318
Effect of dilutive potential ordinary shares:	潛在攤薄普通股的影響:		
Adjustment for Share option	就購股權作出調整	-	-

There were 11,574,500 of outstanding share options as at 30 June 2023 (2022: 19,290,900).

於二零二三年六月三十日，尚未行使之購股權為11,574,500份（二零二二年：19,290,900份）。

The computation of diluted loss per share does not assume the exercise of Company's options because the exercise price of those options was higher than the average market price for shares for both 2023 and 2022.

由於該等購股權的行使價高於二零二三年及二零二二年股份的平均市價，故計算每股攤薄虧損時並無假設本公司購股權獲行使。

7. LOSS PER SHARE (continued)

7. 每股虧損 (續)

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年	2022 二零二二年
		'000 千股	'000 千股
		(Restated) (經重列)	
Number of shares	股份數目		
Weighted average number of ordinary shares in issue for the purpose of basic loss per share	就計算每股基本虧損之已發行普通股加權平均數	147,541	122,929
Effect of dilutive potential ordinary shares: – Share option	潛在攤薄普通股的影響: – 購股權	–	–
Weighted average number of ordinary shares in issue for the purpose of diluted loss per share	就計算每股攤薄虧損之已發行普通股加權平均數	147,541	122,929

⁽¹⁾ Every four (4) issued and unissued existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$0.04 each pursuant to the Share Consolidation which took effect on 24 June 2022.

⁽¹⁾ 根據於二零二二年六月二十四日生效之股份合併，將每四(4)股本公司股本中每股面值0.01港元之已發行及未發行股份合併為一(1)股每股面值0.04港元之合併股份。

8. DIVIDEND

The Directors do not recommend the payment of an interim dividend for the Half-Yearly Period (2022: Nil).

9. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the Half-Yearly Period, the Group acquired computer equipment at a cost of Nil (2022: Nil). The total additions of property, plant and equipment during the Half-Yearly Period were Nil (2022: Nil).

10. ACCOUNTS RECEIVABLE

The following is an aged analysis of accounts receivables net of allowance for doubtful debts presented based on invoice date at the end of the reporting period:

8. 股息

董事並不建議就半年期間派付中期股息(二零二二年:無)。

9. 物業、機器及設備之變動

半年期間,本集團購置電腦設備之成本為零(二零二二年:無)。半年期間,添置物業、機器及設備之總額為零(二零二二年:無)。

10. 應收賬款

於報告期末,按發票日期呈列並已扣除呆賬撥備之應收賬款之賬齡分析如下:

		(Unaudited) (未經審核)	(Audited) (經審核)
		2023	2022
		二零二三年	二零二二年
		30 June	31 December
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Within 90 days	90日內	9,350	11,971
91-120 days	91-120日	2,850	9,566
121-180 days	121-180日	5,900	4,225
Over 180 days and within 1 year	超過180日及於1年內	16,465	13,942
		34,565	39,704

10. ACCOUNTS RECEIVABLE (continued)

The Group's trading terms with its customers are mainly on credit. The credit period is generally for a period of one month to three months, extending up to twelve months for major customers. The Group seeks to maintain strict control over its outstanding accounts receivable and has a credit control policy to minimize credit risk. Overdue balances are reviewed regularly by senior management. The Group will provide an impairment loss on accounts and other receivables based on experience of collecting payments.

11. ACCOUNTS PAYABLES

The following is an aged analysis of accounts payables presented based on the invoice date at the end of the reporting period:

10. 應收賬款（續）

本集團與客戶進行之交易以信貸方式為主。信貸期一般為期一個月至三個月，主要客戶之信貸期可延長到十二個月。本集團力求對其尚未收回之應收賬款保持嚴格監控，並制定信貸控制政策以求盡量減低信貸風險。過期未付之餘額由高級管理層定期審閱。本集團將按過往收款經驗，就應收賬款及其他應收款項計提減值虧損撥備。

11. 應付賬款

於報告期末，按發票日期呈列之應付賬款之賬齡分析如下：

		(Unaudited) (未經審核)	(Audited) (經審核)
		2023	2022
		二零二三年	二零二二年
		30 June	31 December
		六月三十日	十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Within 90 days	90日內	-	23
91-120 days	91-120日	-	-
		-	23

12. SHARE CAPITAL

12. 股本

		Number of shares 股份數目		Share capital 股本	
		(Unaudited) (未經審核)	(Audited) (經審核)	(Unaudited) (未經審核)	(Audited) (經審核)
		2023 二零二三年	2022 二零二二年	2023 二零二三年	2022 二零二二年
		30 June 六月三十日	31 December 十二月三十一日	30 June 六月三十日	31 December 十二月三十一日
				HK\$'000 千港元	HK\$'000 千港元
Ordinary shares of HK\$0.04 each Authorised	每股面值0.04港元之 普通股法定	12,500,000,000	12,500,000,000	500,000	500,000
Issued and fully paid: At beginning and end of the period/year	已發行及繳足： 於期/年初及期 /年終	147,540,930	147,540,930	5,902	5,902

(1) Every four (4) issued and unissued existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$0.04 each pursuant to the Share Consolidation which took effect on 24 June 2022.

(1) 根據於二零二二年六月二十四日生效之股份合併，將每四(4)股本公司股本中每股面值0.01港元之已發行及未發行股份合併為一(1)股每股面值0.04港元之合併股份。

13. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

For the available-for-sale financial assets, it comprised the unlisted private equity funds which the management, operation, policy and conduct of which shall be vested exclusively in the general partners. The Group's investment has been accounted for at cost less impairment, if any, at the end of each reporting period because the range of reasonable fair value estimates is so significant that the Directors of the Company are of the opinion that their fair value cannot be measured reliably.

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

13. 金融工具公允價值計量

就可供出售金融資產而言，其包括管理、運營、政策及經營方式完全由普通合夥人負責之非上市私募股本基金。本集團之投資於各報告期末按成本減減值（如有）入賬，原因為合理公允價值估算之範圍太大，使得本公司董事認為其公允價值不能確切計量。

董事認為，於未經審核簡明綜合財務報表按攤銷成本記錄之金融資產及金融負債之賬面值與彼等之公允價值相若。

14. RELATED PARTY TRANSACTIONS

The Group has no transaction with related parties in the Half-Yearly Period.

Compensation of key management personnel

The remuneration of key management consisting of the Directors and four employees (2022: the Directors and four employees) is as follows:

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年	2022 二零二二年
		HK\$'000 千港元	HK\$'000 千港元
Short-term benefits	短期福利	474	1,854
Retirement benefit scheme contributions	退休福利計劃供款	23	56
		497	1,910

The remuneration of key management is determined by the Remuneration Committee having regard to the performance of individuals and market trends.

15. OTHER INCOME, GAINS AND LOSSES

The other income, gains and losses for the Half-Yearly Period is mainly attributable to the dividend income from available-for-sale investment representing of Nil (2022: approximately HK\$132,000), the fair value loss of held-for-trading investments of approximately HK\$1,524,000 (2022: loss of approximately HK\$1,699,000) and other gains (net) of approximately HK\$99,000.

14. 關連人士交易

半年期間，本集團並無關連人士交易。

主要管理人員之薪酬

主要管理層（包括董事及四名僱員）（二零二二年：董事及四名僱員）之酬金如下：

		(Unaudited) (未經審核)	
		Six months ended 30 June 截至六月三十日止六個月	
		2023 二零二三年	2022 二零二二年
		HK\$'000 千港元	HK\$'000 千港元

主要管理人員之酬金乃由薪酬委員會根據個人表現及市場趨勢釐定。

15. 其他收入、收益及虧損

半年期間之其他收入、收益及虧損主要來自可供出售投資的股息收入約零港元（二零二二年：約132,000港元）、持作買賣投資之公允值虧損約1,524,000港元（二零二二年：虧損約1,699,000港元）及其他收益（淨額）約99,000港元。

16. EVENT SUBSEQUENT TO THE END OF REPORTING PERIOD

Reference is made to the announcement of the Company dated 18 July 2023, the changes in directors' information as below:

1. Mr Yang Xingan ("Mr Yang") was resigned as an executive Director and an authorised representative of the Company with effect from 18 July 2023;
2. Ms Wang Qingling ("Ms Wang") was resigned as an independent non-executive director, a member of each of the audit committee ("Audit Committee"), the nomination committee ("Nomination Committee") and the remuneration committee ("Remuneration Committee") of the Board with effect from 18 July 2023;
3. Mr. Wang Tao ("Mr Wang") has been appointed as the authorised representatives of the Company in replacement of Mr. Yang with effect from 18 July 2023; and
4. Ms. Chow Yee Ting ("Ms. Chow") has been appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from 18 July 2023.

16. 報告期結束後事項

茲提述本公司日期為二零二三年七月十八日的公告，董事之資料變動如下：

1. 楊興安先生（「楊先生」）自二零二三年七月十八日起辭任執行董事及本公司授權代表；
2. 王慶玲女士（「王女士」）自二零二三年七月十八日起辭任獨立非執行董事、董事會審核委員會（「審核委員會」）、提名委員會（「提名委員會」）及薪酬委員會（「薪酬委員會」）各自之成員；
3. 王濤先生（「王先生」）自二零二三年七月十八日起獲委任為本公司授權代表以接替楊先生；及
4. 周綺婷女士（「周女士」）自二零二三年七月十八日起獲委任為獨立非執行董事以及審核委員會、提名委員會及薪酬委員會各自之成員。

MANAGEMENT DISCUSSION AND ANALYSIS

RESULTS

Revenue and gross profit

Revenue for the Half-Yearly Period was approximately HK\$19,145,000 representing an approximately HK\$18,582,000, or 49.3% decrease compared with the corresponding period in 2022. The decrease was primarily attributable to decrease in revenue from the Financial Magazine and Other Media Business.

Gross profit margin for the Half-Yearly Period maintained at a relatively stable level of approximately 37.5%, compared with approximately 43.7% in the corresponding period last year.

Other income, gains and losses

Other loss (net) amounted to approximately HK\$242,000 for the Half-Yearly Period, compared with other loss (net) of approximately HK\$6,637,000 for the corresponding period in 2022. The decrease was primarily attributable to no disposal of held-for-trading investments in the Half Yearly Period (2022: HK\$5,051,000).

Selling and distribution expenses

Selling and distribution expenses decreased by approximately 6.2% to approximately HK\$9,140,000 for the Half-Yearly Period, compared with approximately HK\$9,747,000 for the corresponding period in 2022.

管理層討論及分析

業績

營業額及毛利

半年期間之營業額約為19,145,000港元，較二零二二年同期減少約18,582,000港元或約49.3%。該減少主要是由於財經雜誌及其他媒體業務營業額減少所致。

半年期間之毛利率維持於相對穩定的水平，約為37.5%，而去年同期則約為43.7%。

其他收入、收益及虧損

於半年期間，其他虧損（淨額）約為242,000港元，而二零二二年同期則為其他虧損（淨額）約6,637,000港元。該減少主要是由於半年期間並無出售持作買賣投資（二零二二年：約5,051,000港元）。

銷售及分銷開支

於半年期間，銷售及分銷開支減少約6.2%至約9,140,000港元，而二零二二年同期則約為9,747,000港元。

Administrative expenses

Administrative expenses decrease by approximately 45.9% to approximately HK\$10,988,000 for the Half-Yearly Period, compared with approximately HK\$20,308,000 for the corresponding period in 2022.

Income tax expenses

The Group recorded an income tax expense of approximately HK\$Nil for the Half-Yearly Period (2022: Nil).

Loss for the period attributable to owners of the Company

Loss for the Half-Yearly Period attributable to owners of the Company was approximately HK\$13,186,000, compared with loss of approximately HK\$20,318,000 for the corresponding period in 2022.

BUSINESS REVIEW

Travel Media Business

For the Half-Yearly Period, the Travel Media Business recorded a revenue of approximately HK\$1,600,000, decrease by approximately 71.6% or approximately HK\$4,034,000 as compared with that of approximately HK\$5,634,000 for the same period in 2022. This amount represented approximately 8.4% of the Group's total revenue for the Half-Yearly Period.

The Travel Media Business recorded a segment loss of approximately HK\$600,000 during the Half-Yearly Period.

行政開支

於半年期間，行政開支減少約45.9%至約10,988,000港元，而二零二二年同期則約為20,308,000港元。

所得稅開支

於半年期間，本集團錄得所得稅開支約零港元（二零二二年：無）。

本公司持有人應佔期內虧損

本公司持有人應佔半年期間虧損約為13,186,000港元，而二零二二年同期則為虧損約20,318,000港元。

業務回顧

旅遊媒體業務

於半年期間，旅遊媒體業務錄得營業額約為1,600,000港元，較二零二二年同期之約5,634,000港元減少約71.6%或4,034,000港元。該金額佔本集團於半年期間總營業額之約8.4%。

於半年期間，旅遊媒體業務錄得分部虧損約600,000港元。

Financial Magazine and Other Media Business

During the reporting period, the Group engaged in provision of contents and advertising services through travel and financial magazine, internet and other media channels. The Group focused on expanding the business in advertising on digital platform and other media channels.

Revenue from this business was approximately HK\$17,000,000, which contributed 88.8% of the Group's total revenue for the period under review. Segmental gain of this business during the reporting period amounted to HK\$3,576,000.

Securities Investment

As at 30 June 2023, total market value for the held-for-trading investments of the Group was approximately HK\$6.2 million (2022: HK\$6.9 million).

Money Lending Business

Revenue from this business was approximately HK\$545,000, which accounted for approximately 2.8% of the Group's total revenue for the Half-Yearly Period.

Virtual Reality Business

There was no revenue recorded from this business for the Half-Yearly Period.

財經雜誌及其他媒體業務

於報告期間，本集團透過旅遊及財經雜誌、互聯網及其他媒體渠道提供內容及廣告服務。本集團專注於擴展數字平台及其他媒體渠道的廣告業務。

該業務之營業額約為17,000,000港元，佔本集團於回顧期間總營業額之88.8%。該業務於報告期間之分部收益為3,576,000港元。

證券投資

於二零二三年六月三十日，本集團持作買賣投資之總市值約為6,200,000港元（二零二二年：6,900,000港元）。

放債業務

該業務之營業額約為545,000港元，佔本集團半年期間總營業額之約2.8%。

虛擬現實業務

該業務於半年期間並無產生營業額。

FINANCIAL REVIEW

Liquidity and financial resources

The Group generally financed its operations with its internally generated cash flows. The Group's total equity was approximately HK\$91,686,000 as at 30 June 2023, compared with approximately HK\$102,805,000 as at 31 December 2022. Total assets amounted to approximately HK\$114,309,000 as at 30 June 2023, compared with approximately HK\$110,423,000 as at 31 December 2022, of which approximately HK\$34,037,000 (31 December 2022: approximately HK\$31,199,000) was bank balances and cash and approximately HK\$6,153,000 (31 December 2022: approximately HK\$6,605,000) was held-for-trading investment.

財務回顧

流動資金及財務資源

本集團一般以內部產生之現金流量為其經營業務提供資金。本集團於二零二三年六月三十日之總權益約為91,686,000港元，而於二零二二年十二月三十一日則約為102,805,000港元。於二零二三年六月三十日之總資產約為114,309,000港元，而於二零二二年十二月三十一日則約為110,423,000港元，其中約34,037,000港元（二零二二年十二月三十一日：約31,199,000港元）為銀行結餘及現金，及約6,153,000港元（二零二二年十二月三十一日：約6,605,000港元）為持作買賣投資。

Capital structure

As of 30 June 2023, the Group's consolidated net assets was HK\$91.7 million, representing a decrease of approximately HK\$34.4 million as compared with that of HK\$126.1 million in 2022.

As at 30 June 2023, the Company has 147,540,930 shares of HK\$0.04 each in issue. The value of share capital was approximately HK\$5.9 million as at 30 June 2023 (31 December 2022: approximately HK\$5.9 million).

Charges on the Group's assets

There was no charge on the Group's assets as at 30 June 2023 and 31 December 2022.

FUND RAISING ACTIVITIES

There was no fund raising activities during the Half-Yearly period.

Exposure to fluctuation in exchange rates and any related hedges

The majority of the Group's assets and liabilities and business transactions were denominated in Singapore dollars and Hong Kong dollars. During the Half-Yearly Period, the Group had not entered into any hedging arrangements. However the management will continue to monitor closely its foreign currency exposure and requirements and to arrange for hedging facilities when necessary.

資本架構

於二零二三年六月三十日，本集團之綜合淨資產為91,700,000港元，較二零二二年之126,100,000港元減少約34,400,000港元。

於二零二三年六月三十日，本公司已發行147,540,930股每股面值0.04港元之股份。於二零二三年六月三十日，股本價值約為5,900,000港元（二零二二年十二月三十一日：約5,900,000港元）。

本集團資產抵押

於二零二三年六月三十日及二零二二年十二月三十一日，本集團並無任何資產抵押。

籌資活動

於半年期間並無進行籌資活動。

匯率波動風險及任何有關對沖活動

本集團大部分資產及負債以及業務交易乃以新加坡元及港元計值。於半年期間，本集團並無訂立任何對沖安排。然而，管理層將繼續密切監察外幣風險及需求，並於有需要時安排對沖措施。

Contingent liabilities

The Group had no significant contingent liability as at 30 June 2023 and 31 December 2022.

Significant Investments

Details of the held-for-trading investments, in terms of market value as at 30 June 2023, are as follows:

或然負債

於二零二三年六月三十日及二零二二年十二月三十一日，本集團並無重大或然負債。

重大投資

於二零二三年六月三十日按市值計之持作買賣投資之詳情如下：

		For the six months ended 30 June 2023 截至二零二三年六月三十日 止六個月		
	Market value as at 30 June 2023 於二零二三年 六月三十日之 市值 HK\$'000 千港元	Proportion to the total assets of the Group 佔本集團 總資產比例 % %	Fair value gain (loss) of the investment 投資公允 值 收益 (虧損) HK\$'000 千港元	Dividend received 已收股息 HK\$'000 千港元
Others 其他	6,153	5.00	(1,524)	-

Material acquisitions and disposals

No material acquisitions and disposal of subsidiaries associates and joint ventures during the Half-Yearly Period.

Employee information

As at 30 June 2023, the Group had 42 (2022: 51) full-time employees, of which 13 (2022: 18) were based in Hong Kong, 25 (2022: 2) in China, 4 (2022: 30) in Singapore and 0 (2022: 1) in Malaysia. The Group has introduced share option scheme to recognise the contribution of the employees to the growth of the Group. The scheme has been or will be amended from time to time to take into account changes in market conditions and the GEM Listing Rules.

PROSPECTS

With China's sudden COVID policy change in late December 2022, allowing quarantine-free entry for travellers from 8 January 2023, the 2023 outlook appears positive. However, with Chinese people starting to travel, some predicted a surge in cases across the region in two waves – one in mid-January and another after the Lunar New Year festivities, when many Chinese return to their hometowns. The situation is expected to stabilise in early March 2023. Nonetheless, the expected travel surge is likely to inspire confidence in the market place with increased advertising and exhibition spending. Our Chinese advertising sales team who have been in close contact with advertisers throughout the COVID period will work to drive revenue, so to make up for the COVID-driven slump in the last couple of years.

重大收購及出售事項

於半年期間，並無重大收購事項以及附屬公司、聯營公司及合營企業出售事項。

僱員資料

於二零二三年六月三十日，本集團僱用42名（二零二二年：51名）全職僱員，其中13名（二零二二年：18名）於香港工作、25名（二零二二年：2名）於中國工作、4名（二零二二年：30名）於新加坡工作及並無（二零二二年：1名）僱員於馬來西亞工作。本集團已推出購股權計劃，以表揚僱員對本集團發展所作之貢獻。有關計劃已經或將會因應市場情況變化及GEM上市規則而不時作出修訂。

前景

中國於二零二二年十二月底突然改變防疫政策，自二零二三年一月八日起允許旅客免檢入境，二零二三年前景似乎趨向樂觀。然而，隨著中國境內居民出行增加，特別是春節返鄉潮，有人預測中國境內病例將出現兩波激增，一波在一月中旬，另一波在農曆新年假期過後。預計形勢於二零二三年三月初會穩定下來。另一方面，預計旅行人數飆升可能會提振市場信心，增加廣告及展會方面的支出。我們的中國廣告銷售團隊在疫情期間一直與廣告主保持密切聯繫，將會積極發展業務，推動收益增長，以彌補過去幾年因疫情導致的暴跌。

For 2023, the groups will maintain the same calendar according to 2022. Advertising and media operation teams are spending looks on track to increase slowly as airlines increase routes/frequency and international travel continues to recover. However, global inflation and recessionary indicators may slow the rate of recovery towards pre-COVID level. Financial Magazine and Other Media Business groups will continue to target both state and privately-owned entities to drive top line. While the Group will double its efforts in 2023 to revive special project titles as well as seeking new opportunities for growth, the Group will explore series media business channel and offer event management services in addition to managing existing media business and events in PRC and Hong Kong markets.

We will actively expand the customer base and will explore business opportunities in the area of the financial magazine and other media business and seek the better opportunities in other industry with potential in particular.

INTERESTS AND SHORT POSITIONS OF DIRECTORS AND CHIEF EXECUTIVE IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2023, the interests and short positions of the Directors or the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meanings of Part XV of the Securities and Futures Ordinance (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 required standard of dealings by Directors of the Company as set out in rules 5.46 to 5.67 of the GEM Listing Rules as follows:

二零二三年，本集團將保持二零二二年的發展計劃。隨著航空公司增加航線／班次及國際旅遊持續復甦，廣告和媒體營運團隊預期客戶的相關支出逐步增加。然而，全球通脹及經濟衰退指標可能會拖累復甦至疫情前水平的進度。財經雜誌及其他媒體業務分部將繼續瞄準國有企業及私營實體，大力推動收益增長。二零二三年，本集團將加倍努力重振特色項目及探尋新的增長機會。除於中國及香港市場的現有媒體業務及活動外，本集團將開拓系列媒體業務渠道及提供活動管理服務。

我們將積極擴大客戶基礎，並將探索財經雜誌及其他媒體業務領域的商機，尤其是在其他具有潛力的行業尋求更佳機會。

董事及最高行政人員於本公司及其相聯法團之股份、相關股份及債權證之權益及淡倉

於二零二三年六月三十日，本公司董事或最高行政人員於本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中擁有的記入本公司根據證券及期貨條例第352條須存置之登記冊的權益及淡倉或根據GEM上市規則第5.46至5.67條所載本公司董事進行交易的必守準則須知會本公司及聯交所的權益及淡倉如下：

Long position/short position in shares of the Company

於本公司股份之好倉／淡倉

Name	Capacity	Long position/ short position	Equity derivatives (share options) 股本衍生工具 (購股權)	Percentage of issued share capital (<i>Note 1</i>) 佔已發行股本 百分比 (<i>附註1</i>)
姓名	身份	好倉／淡倉		
Mr Wang Tao 王濤先生	Beneficial owner 實益擁有人	Long Position 好倉	2,119,950	1.44
Mr Yang Xingan 楊興安先生	Beneficial owner 實益擁有人	Long Position 好倉	964,550	0.65

Notes: 1. The relevant percentage is calculated by reference to the Shares in issue on 30 June 2023 i.e. 147,540,930 shares.

附註: 1. 相關百分比乃參考二零二三年六月三十日之已發行股份(即147,540,930股股份)計算。

2. Mr. Yang Xingan was resigned as an executive Director of the Company with effect from 18 July 2023.

2. 楊興安先生於二零二三年七月十八日職任本公司執行董事。

Save as disclosed above, as at 30 June 2023, none of the Directors of the Company had any other interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Listing Rules relating to the required standard of dealings by the directors to be notified to the Company and the Stock Exchange.

除上文所披露者外，於二零二三年六月三十日，概無本公司董事於本公司或其相聯法團(定義見證券及期貨條例第XV部)的任何股份、相關股份或債權證中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的任何其他權益或淡倉(包括根據證券及期貨條例之有關條文彼等被當作或被視為擁有之權益或淡倉)，或根據證券及期貨條例第352條須記入其中所述登記冊內的任何其他權益或淡倉，或根據上市規則所載董事進行交易的必守準則須知會本公司及聯交所的任何其他權益或淡倉。

INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2023, those persons (other than Directors and chief executive of the Company) who had interests and short positions in shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO were as follows:

主要股東於本公司股份及相關股份之權益及淡倉

於二零二三年六月三十日，根據證券及期貨條例第336條規定本公司須予存置的登記冊所記錄於本公司股份或相關股份中擁有權益及淡倉的人士（董事及本公司最高行政人員除外）如下：

Name	Number of shares	Number of underlying shares	Percentage of issued share capital
姓名	股份數目	相關股份數目	佔已發行股本百分比
Niu Cheng Jun 牛成俊	22,336,184 (L)	-	15.14% (L)

L – Long Position

L – 好倉

(1) The relevant percentage is calculated by reference to the Shares in issue on 30 June 2023 i.e. 147,540,930 shares.

(1) 相關百分比乃參考於二零二三年六月三十日之已發行股份（即147,540,930股股份）計算。

Save as disclosed above, as at 30 June 2023, no person (other than Directors and chief executive of the Company) had notified to the Company any interests or short positions in shares or underlying shares of the Company which was recorded in the register required to be kept by the Company under section 336 of the SFO.

除上文所披露者外，於二零二三年六月三十日，本公司並無獲任何人士（董事及本公司最高行政人員除外）知會於本公司之股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須予存置之登記冊之任何權益或淡倉。

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the Half-Yearly Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

COMPETING INTERESTS

During the Half-Yearly Period, the Board is not aware of any business or interest of each Director and the respective close associates (as defined under the GEM Listing Rules) of each that competes or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group.

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings in securities (the "Required Standard of Dealings") as set out in rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct governing the securities transactions by the Directors. Following a specific enquiry made by the Company, all the Directors confirmed that they complied with or they were not aware of any non-compliance with the Required Standard of Dealings for the Half-Yearly Period.

購買、出售或贖回本公司之上市證券

於半年期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

競爭權益

於半年期間，董事會並不知悉任何董事及彼等各自之緊密聯繫人（定義見GEM上市規則）之任何業務或利益與本集團業務構成或可能構成競爭，亦不知悉任何該等人士與本集團有或可能有任何其他利益衝突。

董事之證券交易

本公司已採納GEM上市規則第5.48至5.67條所載有關證券交易必守準則（「交易必守準則」）為其自身規管董事進行證券交易之操守守則。於本公司作出具體查詢後，全體董事已確認彼等於半年期間內一直遵守交易必守準則或並不知悉有任何不遵守交易必守準則之情況。

CORPORATE GOVERNANCE CODE COMPLIANCE

The Company has complied throughout the Half-Yearly Period with the applicable code provisions in the Corporate Governance Code and Corporate Governance Report contained in Appendix 15 of the GEM Listing Rules.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the “2013 Share Option Scheme”) on 31 December 2013, which was approved by the shareholders at the extraordinary general meeting of the Company held on the same date. The 2013 Share Option Scheme will expire on 31 December 2023. The purpose of the 2013 Share Option Scheme is to enable the Group to grant share options to eligible participants as incentives or rewards for their contribution to the growth of the Group and to provide the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the eligible participants.

According to the 2013 Share Option Scheme, the Board may grant share options to eligible participants including employees, directors of the Company and its subsidiaries, consultant, adviser, agent, contractor, customer and supplier of any member of the Group and the Board has sole discretion to consider eligibility for the 2013 Share Option Scheme on the basis of their contribution to the development and growth of the Group.

遵守企業管治守則

本公司於半年期間已遵守GEM上市規則附錄15所載企業管治守則及企業管治報告之適用守則條文。

購股權計劃

本公司於二零一三年十二月三十一日採納一項購股權計劃（「二零一三年購股權計劃」），其於同日舉行之本公司股東特別大會獲股東批准。二零一三年購股權計劃將於二零二三年十二月三十一日屆滿。二零一三年購股權計劃旨在使本集團可向合資格參與者授出購股權，作為彼等對本集團發展作出貢獻的鼓勵或回報，並可更靈活地向合資格參與者提供獎勵、酬金、補償及／或福利。

根據二零一三年購股權計劃，董事會可授出購股權予合資格參與者（包括僱員、本公司及其附屬公司董事、本集團任何成員公司的諮詢員、顧問、代理人、承包商、客戶及供應商）且董事會全權酌情認為因其對本集團發展及增長有貢獻而合資格參與二零一三年購股權計劃之合資格人士。

The maximum number of shares which may be issued upon the exercise of all share options to be granted under the 2013 Share Option Scheme and any other share option scheme(s) of the Company, which represents 10% of the issued shares of the Company and must not exceed 10% of the issued share capital of the Company on the date of approval and adoption of the 2013 Share Option Scheme provided that the Company may at any time seek approval from shareholders to refresh the limit to 10% of the shares in issue as at the date of approval by the shareholders in general meeting where such limit is refreshed. Share options previously granted under any share option schemes of the Company (including those outstanding, cancelled, lapsed in accordance with such schemes or exercised) will not be counted for the purpose of calculating the limit as refreshed.

The total number of shares issued and may fall to be issued upon exercise of the share options granted under the 2013 Share Option Scheme and any other share option scheme(s) of the Company (including exercised, cancelled and outstanding options) to each eligible participant in any 12-month period up to and including the date of grant shall not exceed 1% of the shares in issue as at the date of grant unless such grant has been duly approved by an ordinary resolution of the shareholders in general meeting at which the relevant eligible participant and his associates were abstained from voting. Share options granted to substantial shareholders or INEDs or any of their respective associates in any 12-month period in excess of 0.1% of the Company's issued share capital on the date of grant and with a value in excess of HK\$5,000,000 must be approved in advance by the shareholders.

因行使根據二零一三年購股權計劃及本公司任何其他購股權計劃將予授出之所有購股權而可發行之股份數目上限（相當於本公司已發行股份之10%）不得超過批准及採納二零一三年購股權計劃當日本公司已發行股本之10%，惟本公司可隨時尋求股東批准，更新上限至股東於股東大會上批准更新該上限之日已發行股份之10%。就計算經更新上限而言，先前根據本公司任何購股權計劃授出之購股權（包括根據該等計劃未行使、已註銷、已失效或已行使之購股權）將不會計算在內。

於截至授出日期（包括該日）前任何12個月期間內，因行使根據二零一三年購股權計劃及本公司任何其他購股權計劃獲授之購股權（包括已行使、已註銷及未行使之購股權）而已發行及須予發行予各合資格參與者之股份總數，不得超過授出日期已發行股份之1%，除非該授出已獲股東於股東大會上以普通決議案正式批准，而有關合資格參與者及其聯繫人須放棄投票。倘於任何12個月期間向主要股東或獨立非執行董事或任何彼等各自之聯繫人授出之購股權超過於授出日期本公司已發行股本之0.1%及其價值超過5,000,000港元，須事先取得股東批准。

Options granted must be taken up within 7 days from the date of the offer upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the Board. There is no general requirement on the minimum period for which option must be held before it can be exercised. All options must be exercised within 10 years from the date of grant. The exercise price is determined by the Board and will not be less than the higher of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the Company's shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's shares.

Note ^(*) Every four (4) issued and unissued existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$0.04 each pursuant to the Share Consolidation which took effect on 24 June 2022.

The table below shows the details of the outstanding share options granted to all grantees under the Scheme as at 30 June 2023. There were no share options granted being cancelled or lapsed during the reporting period. 11,574,500 options were granted between 30 June 2023 and the date of this interim report, for further information please refer to the Company's announcement dated 11 April 2022. For further details on the movement of the options during the reporting period.

已授出購股權須於提呈日期後7日內承購，承授人須支付名義代價合共1港元。已授出購股權之行使期由董事會釐定。購股權獲行使前概無規定有關持有購股權之最短期限之一般規定。所有購股權須於授出日期起計十年內行使。行使價乃由董事會釐定，惟不得少於下列所述之較高者：(i) 在授出日期本公司股份之收市價；(ii) 緊接授出日期前五個營業日本公司股份之平均收市價；及(iii) 本公司之股份面值。

附註 ^(*) 根據於二零二二年六月二十四日生效之股份合併，將每四(4)股本公司股本中每股面值0.01港元之已發行及未發行股份合併為一(1)股每股面值0.04港元之合併股份。

下表列示於二零二三年六月三十日根據該計劃向所有承授人已授出而尚未行使之購股權的詳情。於報告期間，概無已授出購股權註銷或失效。於二零二三年六月三十日至本中期報告日期期間，已授出11,574,500份購股權。有關進一步資料，請參閱本公司日期為二零二二年四月十一日之公告。於報告期間，有關購股權變動之進一步詳情如下。

Name or category of grantee	Date of grant	Exercise price per share	Closing price		Vesting date	Exercisable period	Outstanding share options as at 1 January 2023 於二零二三年一月一日 尚未行使之購股權	Number of shares underlying options granted	Number of options exercised during the reporting period	Number of options lapsed during the reporting period	Outstanding share options as at 30 June 2023 於二零二三年六月三十日 尚未行使之購股權
			before the date of grant	Immediately before the date of grant							
承授人之姓名或類別	授出日期	每股行使價 (HK\$) (港元)	緊接授出日期前之收市價 (HK\$) (港元)	歸屬日期	可行使期間						
Directors											
董事											
Mr. Wang Tao	11 April 2022	0.3272	0.312	None	11 April 2022 to 10 April 2024	1,157,450	-	-	-	1,157,450	
王濤先生	二零二二年四月十一日			無	二零二二年四月十一日至二零二四年四月十日						
Other employees											
其他僱員											
9 employees	11 April 2022	0.3272	0.312	None	11 April 2022 to 11 April 2024	10,417,050	-	-	-	10,417,050	
9名僱員	二零二二年四月十一日			無	二零二二年四月十一日至二零二四年四月十一日						
10 employees	9 April 2021	0.328	0.308	None	9 April 2021 to 8 April 2023	7,716,400	-	-	(7,716,400)	-	
10名僱員	二零二一年四月九日			無	二零二一年四月九日至二零二三年四月八日						
Total						19,290,900	-	-	(7,716,400)	11,574,500	
總計											

AUDIT COMMITTEE

The audit committee has reviewed the accounting principles and practices adopted by the Group and the unaudited condensed consolidated financial statements for the Half-Yearly Period.

On behalf of the Board
Sino Splendid Holdings Limited
Wang Tao
Executive Director

Hong Kong, 11 August 2023

As at the date of this report, the Directors of the Company are:

Executive Director:

Mr. Wang Tao

Independent Non-Executive Directors:

Ms. Yang Shuyan, Ms. Chow Yee Ting and Ms. Lee Yim Wah

審核委員會

審核委員會已審閱本集團所採納之會計原則及慣例及半年期間之未經審核簡明綜合財務報表。

代表董事會
中國華泰瑞銀控股有限公司
執行董事
王濤

香港，二零二三年八月十一日

於本報告日期，本公司之董事為：

執行董事：

王濤先生

獨立非執行董事：

楊淑顏女士、周綺婷女士及李艷華女士

Sino Splendid Holdings Limited
中國華泰瑞銀控股有限公司