



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
2023
中期報告

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Corporate Information 公司資料

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
IP Kwok Kwong

Audit Committee

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

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

CL Partners CPA Limited
(*Certified Public Accountants*)
Registered Public Interest Entity Auditor

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
葉國光

審核委員會

呂兆泉(主席)
鄧念叔
黃麗堅
葉國光

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

先機會計師行有限公司
(*執業會計師*)
註冊公眾利益實體核數師

Corporate Information 公司資料

Principal Bankers

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

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

Stock Code

Hong Kong Stock Exchange: 00310

主要往來銀行

中國銀行(香港)有限公司
東亞銀行有限公司

註冊辦事處

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

總辦事處和主要營業地點

香港
灣仔
港灣道6–8號
瑞安中心
305室

主要股份過戶登記總處

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
香港
夏慤道16號
遠東金融中心17字樓

網址

www.prosperityinvestment.hk

股份代號

香港聯交所：00310

Management Discussion and Analysis

管理層論述和分析

Business Review

Market Review

Hong Kong and China had reopened to visitors since March 2023. However, the fragile situation in Ukraine, potential financial market instability and continued restrictions imposed by USA on operations of companies in Hong Kong and PRC pose downside risks to growth. Performance will vary significantly by industry sector.

Hang Seng Index dropped 6.1% between 3 January 2023 and 30 June 2023.

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 listed investments of the Group had mixed results at Period End Date.

During the Period, we had disposed certain loss-making listed investments so that the gross proceeds from the disposal of financial assets at FVTPL which are capital in nature had been increased substantively from that of 2022 Period.

Proceeds on disposal of financial assets at FVTPL which are revenue in nature had decreased by around HK\$677,000 from that of 2022 Period.

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

業務回顧

市場回顧

由2023年3月起，中國和香港已經重新開放給到訪人士。但由於烏克蘭脆弱局面，潛在的金融市場的不穩定和美國持續性針對香港和中國公司的制裁和限制構成下行風險。不同行業的表現預期差異很大。

恒生指數由2023年1月3日至2023年6月30日下跌6.1%。

經營回顧

於本期間，本集團繼續進行上市及非上市投資和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，本集團的上市投資於期結日表現好壞參半。

於本期間，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(屬資本性質)在本期間較2022期間有大幅增加。

出售按公平值計入損益之金融資產之所得款項(屬收益性質)較2022期間減少677,000港元。

除上市投資外，本集團於本期間並未有新的非上市投資。

Management Discussion and Analysis

管理層論述和分析

Financial Review

Result for the Period

The Group reported a loss after tax of approximately HK\$10.28 million for the Period compared to the loss of HK\$4.7 million for 2022 Period. Other than the administrative expenses, investment management expense had been reduced from HK\$0.48 million to HK\$0.32 million and finance cost had increased by HK\$0.32 million due to increase in interest rate. The loss for the Period was mainly due to the following reasons:

- (i) a loss of approximately HK\$0.78 million (2022 Period: gain HK\$0.25 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\$4.18 million (2022 Period: loss of HK\$0.34 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\$4.22 million (2022 Period: HK\$3.83 million).

Gross proceeds from operations

		For the six months period ended 30 June	
		截至6月30日止六個月	
		2023	2022
		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	2,249	2,924
Gross proceeds from disposal of financial assets at FVTPL which are capital in nature for tax purposes	出售按公平值計入損益之金融資產 (就稅務而言為資本性質) 所得款項總額	5,390	0
Dividend income	股息收入	20	26
		7,659	2,950

As mentioned in the operational review section, in the Period proceeds on disposal of financial assets at FVTPL which are revenue in nature decreased by HK\$0.675 million compared to 2022 Period. The Group had disposed certain loss-making listed investments which are capital in nature resulting in an increase of proceeds of HK\$5.39 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1,028萬港元，而2022期間則為虧損470萬港元。除行政開支，投資管理開支由48萬港元減少至32萬港元和利率上升導致財務成本增加32萬港元。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虧損78萬港元(2022期間：收益25萬港元)；
- (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418萬港元(2022期間：虧損34萬港元)；和
- (iii) 行政開支約422萬港元(2022期間：383萬港元)。

營運所得款項總額

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所得款項與2022期間比較減少67.5萬港元。本集團在本期間出售若干處於虧損的上市投資(資本性質)所得款項增加539萬港元。

Management Discussion and Analysis

管理層論述和分析

Other gains and (losses), net

Other gains and (losses), net mainly comprise of fair value gain/(loss) of financial assets at FVTPL. The fair value gain/(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
2023				
Realised gain/(loss)	已變現收益/(虧損)	(704)	(4,891)	(5,595)
Unrealised gain/(loss)	未變現收益/(虧損)	(72)	707	635
		(776)	(4,184)	(4,960)
2022				
Realised gain/(loss)	已變現收益/(虧損)	(21,564)	—	(21,564)
Unrealised gain/(loss)	未變現收益/(虧損)	21,815	(338)	21,477
		251	(338)	(87)

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

Administrative expenses

Among the administrative expenses, staff remuneration of HK\$2,398,000 (2022 Period: HK\$2,129,000) was the largest expense which represented approximately 57% (2022 Period: 56%) 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\$320,000 (2022 Period: HK\$480,000) 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 21 March 2023; and 26 January 2022 respectively for details.

其他收益和(虧損), 淨額

其他收益和(虧損)·淨額主要由按公平值計入損益之金融資產的公平值收益/(虧損)所組成。按公平值計入損益之金融資產之公平值收益/(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財務報表附註7。

行政開支

於行政開支中，2,398,000港元(2022期間：2,129,000港元)的員工薪酬為最大開支，其佔行政開支約57%(2022期間：56%)。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320,000港元(2022期間：480,000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。詳情請參閱本公司分別於2023年3月21日和2022年1月26日之公告。

Management Discussion and Analysis

管理層論述和分析

Finance costs

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

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\$10,194,000 (at 31 December 2022: HK\$10,505,000). The interest expenses for the Period were approximately HK\$806,000 (2022 Period: HK\$486,000). The interest payment was increased in the Period due to rise in Interest rate. Interest rate was at 15% per annum in the Period (2022 Period: 9.252%).

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 decreased by 4%.
- (ii) during the Period, realised loss is HK\$Nil and the unrealized loss at Period End Date amounted to HK\$41,497,000 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 2.51% respectively.
- (iv) at Period End Date, its size relative to the Group's total assets is 46.65%.

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。

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10,194,000港元（於2022年12月31日：10,505,000港元）。本期間的利息開支約為806,000港元（2022期間：486,000港元）。在本期間，利息開支增加是由於利率調高。本期間利率是年利率15%（2022期間：9.252%）。

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，股價下跌4%。
- (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41,497,000港元。
- (iii) 於期結日，所持股份數目和比例分別為22,940,763股和2.51%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為46.65%。

Management Discussion and Analysis

管理層論述和分析

According to public announcement made by the ITC, it has stated that: “as the impact of COVID-19 pandemic continued throughout the Year and the US Federal Reserve repeatedly increased interest rates, it exerted adverse impacts on the fair values of properties in Hong Kong and ITC inevitably faced a challenging business environment. In response to such market conditions, ITC has been carefully reviewing its business model and adjusting its agility. In response to the increasing factors of uncertainties, ITC is adapting a cautious approach in reassessing its business strategies, refining its business model and enhancing the efficiency and effectiveness of its operations, as well as to ensure resilience and sustained growth. Going forward, they will focus on the sale of the remaining units in Sky Oasis and Grand Oasis in Macau and other redevelopment projects to secure revenue. Apart from further expansion of businesses in the PRC, Macau, Canada and the United Kingdom, ITC will keep on diligently working on the current projects and cautiously assessing and selecting attractive opportunities to replenish their portfolio”.

Greater Bay Area Dynamic Growth Holding Limited (“Dynamic Growth”) (01189.HK)

Information for this investment:

- (i) during the Period, share price decreased by 35.58%.
- (ii) during the Period, realised loss is HK\$4,902,000 and the unrealized loss at Period End Date amounted to HK\$7,790,000 which is after the impairment loss of HK\$12,012,000 before the adoption of HKFRS 9.
- (iii) at Period End Date, number and percentage of shares held are 23,750,000 shares and 3.01% respectively.
- (iv) at Period End Date, its size relative to the Group’s total assets is 3.37%.

According to public announcement made by Dynamic Growth, it has stated that: “being the third year of the COVID-19 pandemic, year 2022 has been filled with challenges including the drastic surge of Omicron variant inflection cases all over the world, as well as the geopolitical tension resulted from the Russia-Ukraine War. Almost no industry was unaffected by the pandemic. Although certain major economies show a recovery momentum consequent to a widespread vaccination coverage and community immunity, the high inflection rate still hinder international travel. As nations around the globe later opened their borders, China continued to uphold some of the world’s most stringent quarantine and travel requirements through 2022 under its zero-COVID policy. Since the continuous upgrade of the highly infectious pandemic has led to a “homebased” economy with substantial travel restrictions and lockdowns across the PRC, the performance of the hotels of Dynamic Growth in PRC was still facing severe disruption and demand remained subdued”.

根據德祥地產在聯交所發布的公告，德祥地產聲明：「由於本年度持續受2019冠狀病毒病疫症影響，加上美國聯邦儲備局多次加息，對香港物業的公平值造成不利影響，德祥地產亦無可避免地面對充滿挑戰的營商環境。為應對此市場狀況，德祥地產一直審慎檢討其營商模式及調整其靈活性。為應對不明朗因素日漸增加，德祥地產採取審慎態度，重新評估業務策略、調改業務模式及提高營運效率及效益，並確保具備抗逆力及持續增長的實力。展望未來，德祥地產將專注於出售澳門金峰名匯及金峰名鑄餘下的單位以及其他重建項目，確保收益穩健。除於中國、澳門、加拿大及英國進一步擴展業務外，他們將繼續努力發展現有項目，審慎評估及選擇具吸引力的機會以豐富其投資組合」。

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35.58%。
- (ii) 於本期間，已變現虧損為4,902,000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12,012,000港元後，於期結日之未變現虧損為7,790,000港元。
- (iii) 於期結日，所持股份數目和比例分別為23,750,000股和3.01%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為3.37%。

根據聚變力量在聯交所發布的公告，聚變力量聲明：「踏入COVID-19大流行的第三年，二零二二年充滿了挑戰，包括Omicron變異病毒案例於全球急劇上升，以及俄烏戰爭導致的地緣政治緊張局勢。幾乎所有行業均受到大流行的影響。儘管隨著廣泛的疫苗接種率及社區免疫，若干主要經濟體形成復甦勢頭，但高感染率仍然阻礙國際旅行。隨著全球各國隨後開放邊境，中國在其零COVID政策下，於二零二二年期間繼續執行若干最為嚴格的檢疫及旅行要求。由於高傳染性的疫情持續升級造就「以家為本」的經濟，加上中國各地出現大量旅遊限制與封鎖，聚變力量位於中國的酒店表現仍面臨嚴重干擾，需求仍然低迷」。

Management Discussion and Analysis

管理層論述和分析

Blue River Holdings Limited (“Blue River”) (00498.HK)

Information for this investment:

- (i) during the Period, share price decreased by 52.69%.
- (ii) during the Period, realised gain is HK\$11,000 and the unrealised loss at Period End Date amounted to HK\$4,307,000.
- (iii) at Period End Date, number and percentage of shares held are 4,020,000 shares and 0.39% respectively.
- (iv) at Period End Date, its size relative to the Group’s total assets is 3.75%.

According to public announcement made by Blue River, it has stated that: “Blue River maintained a prudent approach in refining its strategy with a view to strengthen the long-term value. During the year, Blue River have completed the disposals of its entire interests in Paul Y. Engineering and property businesses at Xiao Yangkou and Hangzhou. The sales proceeds will give them more flexibility to seize suitable business and investment opportunities as and when they arise. Blue River will explore opportunities to diversify and broaden its business and investment portfolio by investing in business with optimistic prospect. 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 remained the same value as at 31 December 2022.
- (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 42.76%.

藍河控股有限公司 (「藍河」) (00498.HK)

該投資之資料：

- (i) 於本期間，股價下跌52.69%。
- (ii) 於本期間，已變現收益為11,000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4,020,000股和0.39%。
- (iv) 於期結日，其規模相對於本集團總資產的比例為3.75%。

根據藍河在聯交所發布的公告，藍河聲明：「藍河保持審慎的態度改進策略，以增強長期價值。年內，已完成出售其全部保華建業權益和於小洋口和杭州之全部物業業務。出售所得款項將更靈活地在合適之業務及投資機會出現時能把握時機。藍河不時對其資產進行策略性檢討，務求為其股東帶來最大回報。同時，藍河將透過投資於前景樂觀之業務，探索多元化發展及擴大其業務和投資組合之機會，並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，公平值維持2022年12月31日的價值。
- (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42.76%。

Management Discussion and Analysis 管理層論述和分析

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.

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 financial statements.

Liquidity and Financial Resources

At Period End Date, the Group had: (i) cash and cash equivalents of approximately HK\$220,000 (at 31 December 2022: HK\$455,000); and (ii) a loan of approximately HK\$10,194,000 (at 31 December 2022: HK\$10,505,000) 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 financial statements.

Gearing Ratio

The gearing ratio (total liabilities/total assets) at Period End Date was 27.95% (at 31 December 2022: 25.71%).

Charges on Assets

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

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。

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220,000港元(於2022年12月31日：455,000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10,194,000港元(於2022年12月31日：10,505,000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27.95%(於2022年12月31日：25.71%)。

資產抵押

本集團之資產抵押情況載列於簡明綜合財務報表附註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。

Management Discussion and Analysis

管理層論述和分析

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.

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 7 employees and 5 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.

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。

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7名僱員和5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

Looking ahead to the latter half of 2023, the global macroeconomic outlook is mixed. While countries have reopened from the COVID pandemic and tourism gradually recover in destinations like Hong Kong, risks such as fragile situation in Ukraine, potential financial market instability and continued restrictions imposed by USA on operations of companies in Hong Kong and PRC pose downside risks to growth. Given this complex environment, industry performance is likely to vary significantly.

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

展望2023年下半年間，全球宏觀經濟前景喜憂參半。雖然各國已從新冠疫情中重新開放，旅遊業將逐步在香港等地回復，但宏觀隱患如烏克蘭脆弱局面，潛在的金融市場不穩定和美國持續性針對香港和中國公司的制裁和限制，對增長構成下行風險。鑑於如此複雜的環境，不同行業的表現預期差異很大。

Other Information 其他資料

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

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:

Long positions in the Shares

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
Lau Tom Ko Yuen	劉高原	53,400,000	266,890,840	266,890,840	320,290,840 (Note) (附註)	26.44%

* Beneficial owner

+ Interests of spouse

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

Note:

266,890,840 Shares were held by All Fame Developments Limited, a company controlled as to 100% 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.

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.

董事和最高行政人員於股份和相關股份之權益和淡倉

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：

於股份之好倉

* 實益擁有人

+ 配偶權益

權益由公司本身或透過其控制之公司實益持有

附註：

266,890,840股股份由滿譽發展有限公司持有，而該公司則由Sun Matrix Limited控制100%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。

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

Name of Shareholder	股東名稱/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
		個人權益	家族權益 ⁺	公司權益 [#]	總權益	
ALL Fame Developments Limited	滿譽發展有限公司	—	—	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 ⁺	藍一 ⁺	—	320,290,840	266,890,840	320,290,840 (Note) (附註)	26.44%

⁺ Interests of spouse

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

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

Note:

ALL Fame Developments Limited was controlled as to 100% 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.

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

⁺ 配偶權益

[#] 權益由公司本身或透過其控制之公司實益持有

* 劉高原先生為本公司非執行董事和主席。

附註：

滿譽發展有限公司由Sun Matrix Limited控制100%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。

Other Information 其他資料

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.

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.

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.

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, since 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.

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在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。

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。

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。

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。

Other Information 其他資料

Audit Committee

The audit committee comprises four INEDs, namely Mr. Lui Siu Tsuen, Richard, Mr. Feng Nien Shu, Ms. Wong Lai Kin, Elsa, and Mr. Ip Kwok Kwong. 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 financial statements for the Period.

The unaudited condensed consolidated financial statements had been reviewed by the Company's independent auditor, CL Partners CPA 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 four INEDs, namely Mr. Lui Siu Tsuen, Richard, Mr. Feng Nien Shu, Ms. Wong Lai Kin, Elsa, and Mr. Ip Kwok Kwong.

On 21 December 2017, all Directors with the exception of Mr. Ip Kwok Kwong 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. Mr. Ip Kwok Kwong was approved by shareholders for appointment as an independent non-executive director at the Annual General Meeting held on 31 May 2023.

During the Period, the non-executive Director was entitled to a monthly remuneration of HK\$200,000 from the Company beginning 1 April 2023 and each of the INEDs was entitled to a director's fee of HK\$100,000 per annum (2022 Period: HK\$100,000 per annum) which was determined with reference to their duties and the prevailing market conditions.

審核委員會

審核委員會由四名獨立非執行董事，即呂兆泉先生、鄧念叔先生、黃麗堅女士和葉國光先生組成。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財務報表。

未經審核簡明綜合財務報表已經由本公司之獨立核數師，先機會計師行有限公司，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，以及四名獨立非執行董事呂兆泉先生、鄧念叔先生、黃麗堅女士和葉國光先生組成。

在2017年12月21日，全體董事，葉國光先生除外，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。葉國光先生在2023年5月31日的股東周年大會上被選任為獨立非執行董事。

在本期間內，非執行董事在2023年4月1日起有權收取每月200,000港元酬金，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(2022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。

Independent Review Report 獨立審閱報告



**Report on Review of Condensed Consolidated Financial Statements
To the Board of Directors of Prosperity Investment Holdings Limited**
(Incorporated in Bermuda with limited liability)

簡明綜合財務報表的審閱報告
致嘉進投資國際有限公司董事會
(一間於百慕達註冊成立之有限公司)

Introduction

We have reviewed the condensed consolidated financial statements of Prosperity Investment Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 19 to 41, which comprise the condensed consolidated statement of financial position as of 30 June 2023 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of Review

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

緒言

吾等已審閱載於第19至41頁的嘉進投資國際有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)的簡明綜合財務報表，其包括截至2023年6月30日的簡明綜合財務狀況表及截至該日止六個月期間的相關簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表以及若干解釋附註。香港聯合交易所有限公司證券上市規則要求中期財務資料報告須根據當中的相關規定及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」(「香港會計準則第34號」)編製。貴公司董事須負責根據香港會計準則第34號編製及呈列該等簡明綜合財務報表。吾等的責任是根據吾等的審閱，對該等簡明綜合財務報表作出結論，並僅根據吾等協定的委聘條款向閣下(作為整體)報告結論。除此之外，本報告並無其他用途。吾等不會就本報告的內容向任何其他人士負上或承擔任何責任。

審閱範圍

吾等已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」(「香港審閱委聘準則第2410號」)進行審閱。該等簡明綜合財務報表的審閱包括主要向負責財務及會計事務的人員作出查詢，以及應用分析性及其他審閱程序。審閱的範圍遠較根據香港審計準則進行審計的範圍為小，故不能令吾等保證知悉在審計中可能被發現的所有重大事項。因此，吾等不會發表審計意見。

Independent Review Report 獨立審閱報告

Conclusion

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

Other Matter

The comparative condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period ended 30 June 2022 and the relevant explanatory notes included in these condensed consolidated financial statements have not been reviewed in accordance with HKSRE 2410.

CL Partners CPA Limited

Certified Public Accountants

Hong Kong

25 August 2023

結論

根據吾等的審閱，吾等並無發現任何事項令吾等相信簡明綜合財務報表在各重大方面未有根據香港會計準則第34號編製。

其他事項

該等截至2022年6月30日止六個月期間的比較簡明綜合損益和其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表以及相關解釋附註，並未根據香港審閱委聘準則第2410號進行審閱。

先機會計師行有限公司

執業會計師

香港

2023年8月25日

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 2023
截至2023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	
			2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 HK\$'000 千港元 (unaudited) (未經審核)
		Notes 附註		
Gross proceeds from operations	營運所得款項總額	6	7,659	2,950
Revenue	收入	6	20	26
Other gains and (losses), net	其他收益和(虧損)·淨額	7	(4,960)	16
Other income	其他收入		9	64
Administrative expenses	行政開支		(4,218)	(3,831)
Investment management expenses	投資管理開支		(320)	(480)
Finance costs	財務成本	8	(806)	(486)
Loss before income tax	除所得稅前虧損		(10,275)	(4,691)
Income tax expense	所得稅開支	9	—	—
Loss for the period attributable to owners of the Company	本公司擁有人應佔本期間虧損	10	(10,275)	(4,691)
Other comprehensive expense for the period	期間其他全面開支			
Item that will not be reclassified subsequently to profit or loss:	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 [#]	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 attributable to owners of the Company	本公司擁有人應佔本期間全面開支總額		(10,275)	(4,691)
			HK cents 港仙	HK cents 港仙
Loss per share	每股虧損	11		
— Basic and diluted	— 基本和攤薄		(0.85)	(0.39)

[#] Similar to 2022 Period, no adjustment has been made on the fair value as at Period End Date. Any adjustments will be made at 31 December when the auditor is involved.

[#] 與2022期間相同，因此公平值在期結日未有調整。在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 2023
於2023年6月30日

		Notes 附註	At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (audited) (經審核)
ASSETS AND LIABILITIES	資產及負債			
Non-current assets	非流動資產			
Plant and equipments	廠房和設備	13	727	830
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	20,187	20,187
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產	14	7,927	17,501
			28,841	38,518
Current assets	流動資產			
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產	14	18,131	20,641
Other receivables	其他應收賬項	15	19	2
Cash held by securities brokers	證券經紀持有之現金		36	63
Bank balances and cash	銀行結餘及現金		184	392
			18,370	21,098
Current liabilities	流動負債			
Loan from a securities broker	來自證券經紀之貸款	16	10,194	10,505
Other payable and accruals	其他應付賬項和應計賬項		2,401	3,410
Borrowings	借貸		600	1,410
			13,195	15,325
Net current assets	流動資產淨值		5,175	5,773
Total assets less current liabilities	資產總值減流動負債		34,016	44,291

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

At 30 June 2023
於2023年6月30日

		Notes 附註	At 30 June 2023 於2023年 6月30日 HK\$'000 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 (audited) (經審核)
Net assets	資產淨值		34,016	44,291
Capital and reserves	資本及儲備			
Share capital	股本	17	30,283	30,283
Reserves	儲備		3,733	14,008
Total equity	股本總值		34,016	44,291
			HK\$	HK\$
			港元	港元
Net asset value per Share	每股資產淨值	18	0.028	0.037

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months period ended 30 June 2023
截至2023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 2021 (audited)	於2021年12月31日 (經審核)	30,283	192,895	(34,028)	290,081	(430,302)	48,929
Loss for the period	本期間虧損	—	—	—	—	(4,691)	(4,691)
Other comprehensive expense	其他全面開支						
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)
At 30 June 2022 (unaudited)	於2022年6月30日 (未經審核)	30,283	192,895	(34,028)	290,081	(434,993)	44,238
At 31 December 2022 (audited)	於2022年12月31日 (經審核)	30,283	192,895	(33,859)	290,081	(435,109)	44,291
Loss for the period	本期間虧損	—	—	—	—	(10,275)	(10,275)
Other comprehensive expense	其他全面開支						
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	—	—	—	—	(10,275)	(10,275)
At 30 June 2023 (unaudited)	於2023年6月30日 (未經審核)	30,283	192,895	(33,859)	290,081	(445,384)	34,016

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months period ended 30 June 2023
截至2023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	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 HK\$'000 千港元 (unaudited) (未經審核)
	Note 附註		
Cash flow generated from/(used in) operating activities	經營活動所得/(所用)現金流量		
Cash generated from/(used in) operations	經營所得/(所用)現金	61	674
Dividend received	已收股息	15	12
<i>Net cash generated from/(used in) from operating activities</i>	<i>經營活動所得/(所用)現金淨額</i>	76	686
Cash flow (used in)/generated from investing activities	投資活動(所用)/所得現金流量		
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>	—	(847)
Cash flow (used in)/generated from financing activities	融資活動(所用)/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	806	488
Repayment of loan from a securities broker	償還來自證券經紀之貸款	(311)	(1,811)
Finance costs	財政成本	(806)	(486)
<i>Net cash (used in)/generated from financing activities</i>	<i>融資活動(所用)/所得現金淨額</i>	(311)	(1,809)
Net (decrease)/increase in cash and cash equivalents	現金及等值現金項目(減少)/增加淨額	(235)	(1,970)
Cash and cash equivalents at 31 December (2022/2021)	於12月31日(2022/2021)之現金和等值現金項目	455	2,488
Cash and cash equivalents at 30 June	於6月30日之現金和等值現金項目	220	518
Represented by	指		
Bank balances and cash	銀行結餘和現金	184	278
Cash held by securities brokers	證券經紀持有之現金	36	240
		220	518

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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 financial statements are presented in thousands of units of Hong Kong dollars ("HK\$'000"), unless otherwise stated.

The condensed consolidated financial statements for the six months period ended 30 June 2023 were approved for issue by the Board on 25 August 2023.

2. Basis of Preparation

The condensed consolidated 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 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 2022.

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控股投資。

除另有說明之外，簡明綜合財務報表以千港元（「千港元」）為單位呈列。

截至2023年6月30日止六個月簡明綜合財務報表已於2023年8月25日獲董事會批准刊發。

2. 編製基準

本期間之簡明綜合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2022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 Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

3. Summary of Significant Accounting Policies

The condensed consolidated 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 2022, except for the adoption of the following amended HKFRSs which are effective on the Group's financial statements beginning from 1 January 2023:

HKFRS 17 (including the October 2020 and February 2022) Amendments to HKFRS 17	Insurance Contracts
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to HKAS 12	International Tax Reform – Pillar Two Model Rules

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 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 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 2022.

3. 主要會計政策概要

簡明綜合財務報表乃根據本集團於截至2022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2023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17號(包括2020年10月及2022年2月)之香港財務報告準則第17號(修訂本)	保險合同
香港會計準則第8號(修訂本)	會計估計之定義
香港會計準則第12號(修訂本)	與單一交易產生之資產及負債相關之遞延稅項
香港會計準則第12號(修訂本)	國際稅收改革一支柱二規則範本

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2022年12月31日止年度之年度綜合財務報表者一致。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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 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	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 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	2,249	2,924
Gross proceeds from disposal of financial assets at FVTPL which are capital in nature for tax purposes	出售按公平值計入損益之金融資產(就稅務而言為資本性質)所得款項總額	5,390	—
Dividend income	股息收入	20	26
		7,659	2,950

Revenue represents dividend income of HK\$20,000 (2022 Period: HK\$26,000).

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20,000港元(2022期間: 26,000港元)。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

7. Other Gains and (Losses), NET

7. 其他收益和(虧損)，淨額

		For the six months period ended 30 June 截至6月30日止六個月	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 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	(4,184)	(338)
— revenue in nature for tax purpose	— 就稅務而言為收益性質	(776)	251
		(4,960)	(87)
Proceeds on disposal of automobiles previously written off	出售已經撇銷的汽車所得	—	103
		(4,960)	16

The fair value changes of financial assets at FVTPL comprised of net realised losses on disposal of financial assets at FVTPL of HK\$5,595,000 (2022 Period: net losses HK\$21,564,000). These figures represent the difference between proceeds on disposal and the original costs of acquisition of financial assets at FVTPL, and net unrealised gains of HK\$635,000 (2022 Period: net losses HK\$21,477,000).

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5,595,000港元(2022期間：淨虧損21,564,000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和未變現淨收益635,000港元(2022期間：淨虧損21,477,000港元)。

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	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 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	806	486
		806	486

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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\$461,068,000 (31 December 2022: HK\$450,793,000) 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461,068,000港元(2022年12月31日：450,793,000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	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 HK\$'000 千港元 (unaudited) (未經審核)
(a) Staff costs (including directors' remuneration)	(a) 員工成本(包括董事薪酬)		
Salaries, wages and other benefits	薪金、工資和其他福利	2,328	2,049
Contributions to defined contribution retirement plans	界定供款退休計劃之供款	70	80
		2,398	2,129
(b) Other items	(b) 其他項目		
Depreciation, included in administrative expenses:	行政開支項目下之折舊：		
— Owned assets	— 自有資產	108	77
Loss on written off of plant and equipments	撇銷廠房和設備之虧損	—	—

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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	
		2023 (unaudited) (未經審核)	2022 (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)	(10,275)	(4,691)
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.

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 (2022 Period: HK\$Nil).

12. 股息

董事不建議派發本期間之中期股息(2022期間：零港元)。

13. Plant and Equipments

During the period the Group acquired automobiles of HK\$0 (2022 Period: HK\$950,000).

During the Period, depreciation of plant and equipments of HK\$108,000 (2022 Period: HK\$77,000) was provided based on their estimated useful lives of 3 to 5 years.

13. 廠房和設備

於本期間，本集團購入汽車為零港元(2022年期間：950,000港元)。

於本期間，廠房和設備折舊為108,000港元(2022期間：77,000港元)乃根據其估計可使用年期3至5年估值計算。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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 2023 於2023年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2022 於2022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)	20,187	20,187
Non-current portion	非流動部分		
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)	7,927	17,501
Current portion	流動部分		
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)	18,131	20,641

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\$23,614,000 (31 December 2022: HK\$26,997,000) were pledged to a securities broker for the margin loan of HK\$10,194,000 (31 December 2022: HK\$10,505,000) granted to the Group (note 16).

於期結日，按公平值計入損益之金融資產23,614,000港元(2022年12月31日：26,997,000港元)作為證券經紀授予本集團的孖展貸款10,194,000港元(2022年12月31日：10,505,000港元)的抵押(附註16)。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
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15. Other Receivables

		At 30 June 2023 於2023年 6月30日 HK\$'000 千港元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 HK\$'000 千港元 (audited) (經審核)
Dividend receivable	應收股息	5	—
Other prepayments and deposits	其他預付款項和按金	4	1
Other receivables	其他應收賬項	10	1
		19	2

15. 其他應收賬項

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\$23,614,000 (31 December 2022: HK\$26,997,000). 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 15.00% (2022 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23,614,000港元(2022年12月31日：26,997,000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15.00%(2022期間：9.252%)。本期間財務成本載列於附註8。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

17. Share Capital

17. 股本

		Number of shares 股份數目	Nominal value 面值 HK\$'000 千港元
Ordinary shares of HK\$0.025 each	每股面值0.025港元之普通股		
Authorised:	法定：		
At 31 December 2022 (audited)	於2022年12月31日(經審核)和		
and at 30 June 2023 (unaudited)	於2023年6月30日(未經審核)	4,000,000,000	100,000
Issued and fully paid:	已發行和已繳足：		
At 31 December 2022 (audited)	於2022年12月31日(經審核)和		
and at 30 June 2023 (unaudited)	於2023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\$34,016,000 at Period End Date (31 December 2022: HK\$44,291,000) and 1,211,320,200 at Period End Date (31 December 2022: 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34,016,000港元(2022年12月31日: 44,291,000港元)和已發行和已繳足之1,211,320,200股(2022年12月31日: 1,211,320,200股)股份計算。

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簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

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	Place of Incorporation	Proportion of investee's capital owned	Cost	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	原值	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)	

Listed equity securities

上市股本證券

* ITC Properties Group Limited (00199.HK)	Bermuda	2.51%	71.23	22.02	—	9.070	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	3.01%	9.38	1.59	—	50.696	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 (00498.HK)	Bermuda	0.39%	6.46	1.76	—	5.19	Infrastructure investment and the operation of bulk cargo ports and logistics facilities/PRC
* 藍河控股有限公司 (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

* Significant investments held at Period End Date

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.

* 於期結日持有之重大投資

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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簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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	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
			原值	本期間	投資項目	
			HK\$ million	股息收入	應佔資產淨值	
			百萬港元	HK\$ million	HK\$ million	
				百萬港元	百萬港元	
					(Note)	
					(附註)	
Link Real Estate Investment Trust (00823.HK)	Hong Kong	0.00011%	0.16	0.13	0.003	0.22 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)
HSBC Holdings Plc (00005.HK)	England	0.000008%	0.13	0.10	0.004	0.109 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
China Construction Bank Corporation (00939.HK)	PRC	0.00000623%	0.12	0.76	0.000	0.19 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
Tencent Holdings Limited (00700.HK)	Cayman Islands	0.000002%	0.11	0.06	0.003	0.016 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
Hong Kong Exchanges and Clearing Limited (00388.HK)	Hong Kong	0.0000157%	0.07	0.059	0.00	0.008 Provision of market for stock and commodity trading and exercise continuing evaluation of listed companies
香港交易及結算所有限公司(00388.HK)	香港					股票和期貨交易和監管上市公司

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.

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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簡明綜合財務報表附註

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截至2023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	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
			原值	本期間股息收入	投資項目應佔資產淨值	
			HK\$ million	HK\$ million	HK\$ million	
			百萬港元	百萬港元	百萬港元	
					(Note)	
					(附註)	
Sino Land Company Limited (00083.HK)	Hong Kong	0.0000734%	0.059	0.06	0.117	Engaged in Property Development and Investment (Hong Kong and PRC)
信和置業有限公司 (00083.HK)	香港					從事物業發展和投資(香港及中國)
Unlisted equity securities						
非上市股本證券						
* Rakarta Limited	The BVI	14.70%	54.05	20.19	—	(2.570) 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銻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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簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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 31 December 2022 disclosed pursuant to Chapter 21 of the Listing Rules are as follows:

19. 本集團持有之投資詳情(續)

根據上市規則第21章，於2022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	Cost	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	原值	上市/非上市股本證券之公平值	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
			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)	

Listed equity securities

上市股本證券

* ITC Properties Group Limited (00199.HK)	Bermuda	2.51%	71.23	22.94	1.15	96.40	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	4.06	—	87.06	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 (00498.HK)	Bermuda	1.06%	17.81	10.81	—	19.89	Infrastructure investment and the operation of bulk cargo ports and logistics facilities/PRC
* 藍河控股有限公司(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%	0.12	0.07	0.01	0.18	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

* Significant investments held as at 31 December 2022

* 於2022年12月31日持有之重大投資

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.

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。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023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 31 December 2022 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2022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	Cost	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	原值	上市/非上市股本證券之公平值	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
			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)	
HSBC Holdings Plc (00005.HK)	England	0.00003%	0.13	0.08	0.006	0.12	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%	0.11	0.07	0.006	0.017	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
Sun Hung Kai Properties Limited (00016.HK)	Hong Kong	0.000017%	0.06	0.05	—	0.10	Property development and property investment in Hong Kong, PRC and Other
新鴻基地產發展有限公司 (00016.HK)	香港						物業發展及投資香港及中國
Unlisted equity securities							
非上市股本證券							
* Rakarta Limited	The BVI	14.70%	54.05	20.19	—	(2.545)	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 2022

* 於2022年12月31日持有之重大投資

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.

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。

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

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	
			2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 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	320	480

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	
		2023 HK\$'000 千港元 (unaudited) (未經審核)	2022 HK\$'000 千港元 (unaudited) (未經審核)
Directors' remuneration	董事酬金	759	150
Short-term employee benefits	短期僱員福利	1,569	1,899
Retirement benefits scheme contributions	退休福利計劃供款	70	80
		2,398	2,129

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簡明綜合財務報表附註

For the six months period ended 30 June 2023
截至2023年6月30日止六個月

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
30 June 2023 (unaudited)	2023年6月30日(未經審核)				
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	26,058	—	—	26,058
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	—	—	20,187	20,187
Total	總計	26,058	—	20,187	46,245
31 December 2022 (audited)	2022年12月31日(經審核)				
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	38,142	—	—	38,142
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	—	—	20,187	20,187
Total	總計	38,142	—	20,187	58,329

Notes to Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months period ended 30 June 2023
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21. Fair Values Measurements of Financial Instruments (Continued)

There were no transfers between the levels during the Period (31 December 2022: 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(2022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
30 June 2023 2023年 6月30日 HK\$'000 千港元	31 December 2022 2022年 12月31日 HK\$'000 千港元		
20,187	20,187	Discounted cash flows 貼現現金流量	Discount rate of 20.27% (31 December 2022: 20.27%), 貼現率為20.27%(2022年12月31日：20.27%)， Forecasted production volume of 220,000 (31 December 2022: 220,000) tonnes per year. 預測產量為每年220,000噸 (2022年12月31日：220,000噸) Forecasted selling price with base price of RMB2,027 (31 December 2022: RMB2,027) per tonne and price changes over the projection period; and 預測銷售價以每噸人民幣2,027元(2022年12 月31日：人民幣2,027元)為基準價和預測期 內之價格變動；和 Marketability discount of 20.50% (31 December 2022: 20.50%) 市場流通性折扣為20.50% (2022年12月31日：20.50%)

No revaluation as at 30 June 2023; and 30 June 2022 respectively.

公平值分別在2023年6月30日和2022年6月30日沒有重新估價。

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簡明綜合財務報表附註

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21. Fair Values Measurements of Financial Instruments (Continued)

No adjustment has been made on the fair value of the unlisted equity investment as at Period End Date similar to 2022 Period. Any adjustments will be made at 31 December 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 2022 (audited)	於2022年12月31日(經審核)	20,187
(Loss) recognised in other comprehensive expense	於其他全面開支確認之(虧損)	—
At 30 June 2023 (unaudited)	於2023年6月30日(未經審核)	20,187
At 31 December 2021 (audited)	於2021年12月31日(經審核)	20,018
Gain recognised in other comprehensive expense	於其他全面開支確認之收益	169
At 31 December 2022 (audited)	於2022年12月31日(經審核)	20,187

22. Comparative Figures

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

23. Subsequent Events

There is no major event subsequent to Period End Date.

21. 金融工具之公平值計量(續)

與2022期間相同，非上市股本投資的公平值在期結日未有調整。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

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. 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
HKFRSs 香港財務報告準則	Hong Kong Financial Reporting Standards (HKFRSs) are standards and interpretations adopted by HKICPA, comprise of Hong Kong Financial Reporting Standards (HKFRSs); HKASs; HK(IFRIC) Interpretations; and HK(SIC) Interpretations 香港財務報告準則是香港會計師公會所採納的準則及詮釋，包括香港財務報告準則；香港會計準則；香港(國際財務報告準則)解釋及香港(常務解釋委員會)發布之解釋公告
HKICPA 香港會計師公會	Hong Kong Institute of Certified Public Accountants 香港會計師公會

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：

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 2023 截至2023年6月30日止六個月
Period End Date 期結日	at 30 June 2023 於2023年6月30日
2022 Period 2022期間	the six months period ended 30 June 2022 截至2022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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